Supplement to Urban Center Development Application

11-101457 LU (Land Use permit for site plan)
11-101461 SM (Shoreline Management permit)
11-101464 RC (Retaining Wall – Commercial)
11-101008 LDA (Land Disturbing Activity – grading)
11-101007 SP (Short Plat)
11-101457 VAR (Parking Variance)

April 25, 2018

BSRE Point Wells, LP, ("**BSRE**") hereby supplements its applications for the proposed Point Wells Urban Center (the "**Project**").

1) Vehicle Trip Limit and Traffic Mitigation.

In a Memorandum of Understanding ("**MOU**") dated April 1, 2013 between BSRE and the City of Shoreline, attached hereto as Exhibit A, the parties thereto agreed to jointly sponsor and conduct a Richmond Beach Traffic Corridor Study (the "**Corridor Study**"). The study, now substantially complete but awaiting Shoreline City Council review and approval, was intended (i) to establish a mechanism for the citizens of Shoreline to participate in a public process regarding the analysis of transportation issues and acceptable mitigation alternatives associated with the proposed Point Wells development; and (ii) establish the terms and methodology by which the transportation impacts of the development would be analyzed, mitigated and eventually incorporated into Snohomish County's environmental analysis for BSRE's development applications.

At Section 1 of the MOU, the parties agreed "for the purposes of [the Corridor Study], that the net new trips (along Richmond Beach Drive NW) generated from the proposed development at Point Wells shall be assumed not to exceed 11,587 average daily trips ("ADT") at the Project access point into Shoreline." While BSRE and Shoreline have not finalized all aspects of the Corridor Study and the actions to be taken in support thereof, the study nonetheless contains valuable information with which BSRE can effectively mitigate the traffic impacts likely to occur because of the development of Point Wells.

An outcome of the Corridor Study process was the collaborative development and documentation of traffic mitigation measures to be implemented within the City of Shoreline. These traffic mitigation measures are outlined in detail in Section 4 of the Expanded Traffic Impact Analysis report for Point Wells that was submitted to the County on September 1, 2016.

Contingent on the City of Shoreline complying with its commitments outlined in the MOU, BSRE hereby supplements its Application by incorporating therein a limit to the number of net

new daily vehicle trips generated from its proposed development at Point Wells ("**Project Trips**") to not more than 11,587 (the "**Trip Cap**") at the Project access point into Shoreline.

2) Monitoring of Vehicle Trips and Reporting of Compliance.

A. Assuming the approval of the Urban Center Application as submitted, BSRE agrees that upon the issuance of Certificates of Occupancy for three hundred fifty (350) dwelling units (representing approximately one half of the proposed number of dwelling units in Phase 1 of the Project), BSRE shall at its cost install and maintain a mechanical vehicle trip counting device (the "Trip Counting Device") at the main Project entrance. Nothing herein shall preclude BSRE, upon not less than thirty (30) days' advance written notice to the City of Shoreline (the "**City**") and Snohomish County (the "**County**"), from utilizing alternative and equally accurate trip counting devices or means.

B. Assuming the approval of the Urban Center Application as submitted, BSRE agrees that upon the issuance of Certificates of Occupancy for seven hundred and twenty (720) dwelling units (representing the proposed number of dwelling units in Phase 1 of the Project), BSRE shall provide a trip generation report (a "**Report**") to the City and County, at intervals of not less than every six (6) months (a "**Reporting Period**"), of the average number of new net daily Project Trips as measured during said Reporting Period. Each Report shall also set forth the number of Project Trips measured each the day during the AM and PM peak hours for that Reporting Period.

C. Assuming the approval of the Urban Center Application as submitted, BSRE agrees that the average of the previous twelve (12) monthly counts of Project Trips shall be the number of Project Trips used to determine compliance with the Trip Cap.

3) Comparison to Anticipated Trip Counts By Project Phase.

Assuming the approval of the Urban Center Application as submitted, BSRE agrees to the following:

A. The anticipated number of Project Trips by phase shall be as set forth in Exhibit B hereto.

B. Commencing with the proposed development of any portion of Phase 3, if at any time the number of projected Project Trips, when added to the average Trip Count in the prior two Reports, exceeds the trip projection applicable to that development phase as set forth in Exhibit B, then BSRE shall take such action as is necessary to cause the number of Project Trips for the next development phase, when added to the average Trip Count from the previous two Reporting Periods, to come into compliance with the trip projection set forth in Exhibit B.

C. The manner by which BSRE shall cause the Trip Count for the next proposed development phase to come into compliance with the limit set forth in Exhibit B for that phase shall be within BSRE's sole discretion. BSRE may, for example and without limitation, combine

individual residential units so as to create fewer larger units. By way of further illustration, BSRE might, for example and without limitation, increase the number of senior units (each of which will generate fewer Project Trips) so as to cause the anticipated number of Project Trips to comply with the applicable limit.

D. At such time as the Project Trips match or exceed 80% of the Trip Cap, then BSRE shall so notify the County and the City. Thereafter, BSRE may submit development applications only for such number of units and/or commercial or retail space for which the anticipated Project Trips, when added to the Project Trips associated with the existing amount of development, shall not exceed the Trip Cap. BSRE shall not submit any further development applications (where the Project Trips associated therewith will cause the Trip Cap to be exceeded) until such time as the number of actual Project Trips and the projected Project Trips associated with such additional development are brought into compliance with the Trip Cap. Nothing herein shall preclude BSRE from taking such actions as may be necessary to cause such a reduction in Project Trips in an effort to bring about compliance with the Trip Cap.

E. BSRE shall ensure through covenants recorded against the project site or through other means approved by the County, that the obligation to conduct such monitoring and provide such Trip Reports shall be conducted as set forth herein during the full term of the Monitoring Requirement (as defined herein).

F. Nothing herein shall preclude BSRE from altering the order of construction of the Project Phases or from establishing sub-phases. The Project Trips per phase shall remain unchanged regardless of the order in which the phases are constructed.

G. BSRE's compliance with the provisions herein regarding compliance with the Trip Cap shall be enforceable by the City and/or the County in Snohomish County Superior Court.

H. The City and the County shall have the right, upon forty-eight (48) hours' advance notice (not including weekends of federal or state holidays), to inspect or otherwise monitor the Trip Counting Device so as to ensure that the trip numbers produced thereby are accurate and reliable.

I. BSRE shall continue to monitor the number of Project Trips until such time as the Project shall have received Certificates of Occupancy for the number of dwelling units authorized in the Project permit approvals (the period of time where monitoring is required shall be referred to herein as the "**Monitoring Requirement**").

J. Contemporaneous with the issuance of final project approvals, BSRE shall deliver to the County an agreement, in recordable form, under which BSRE agrees that it may not bring suit against the County for refusing to approve permit requests when the projected number of trips exceeds the Trip Count as determined and/or confirmed by BSRE's traffic consultant.

4) **Senior Housing.**

Of the dwelling units proposed in the Urban Center application, not less than 1,093 units are planned to be designated for occupancy by families or individuals where at least one adult shall have attained the age of fifty-five (55) years (hereinafter "Senior Units"). Senior Units are currently planned to be constructed at the locations depicted in the revised site plan submitted herewith. Those units are allocated by phase as shown in Exhibit C. If the projected Project Trips are 90% or less than the applicable Project Trips for that phase of development, BSRE may lessen the number of Senior Units so long as the projected Project Trips remains less that the applicable Trip Limit.

5) **Supplemental Transit Service.**

SCC 30.34A.085, requires that access to public transportation must be provided to the businesses and residents of the future Project. SCC 30.34A.085(3) provides that at a minimum, a development "shall provide a mechanism such as van pools or other similar means of transporting people on a regular schedule in high occupancy vehicles to operational stops or stations for high occupancy transit." BSRE recognizes that currently available public transit cannot by itself provide the level of service necessary to meet the above requirement. While it will attempt to work with the various transit agencies to bring about an increase in available public transit service, BSRE commits to provide at its cost, to contract with third parties, for such additional transit service as is necessary to achieve compliance with the above standard. The type and extent of such supplemental transit service currently contemplated is more fully identified in Exhibit D hereto.

6) **Commitment to Fund Sound Transit Commuter Rail Station.**

Sound Transit has expressed an interest in providing commuter rail service at Point Wells once a sufficient on-site population is achieved. It is expected that Sound Transit's interest in providing such commuter rail service will be contingent upon BSRE's willingness to fully fund the construction of the on-site commuter rail station. If required by Sound Transit, BSRE agrees to provide such funding.

7) **Elimination of Beach Groins.**

A number of early plan drawings depict the construction of a number of "beach groins" along the shoreline. Those groins are no longer part of the development plan and are hereby eliminated from the Point Wells Urban Center application.

EXHIBIT A

Shoreline/BSRE Memorandum of Understanding

MEMORANDUM OF UNDERSTANDING
REGARDING RICHMOND BEACH CORRIDOR STUDY
BY AND BETWEEN THE CITY OF SHORELINE
AND BSRE POINT WELLS, LP

THIS MEMORANDUM OF UNDERSTANDING ("MOU") is made and entered into this 1 day of April, 2013, by and between the City of Shoreline, a noncharter, optional code Washington municipal corporation, hereinafter the "City," and BSRE Point Wells, LP ("BSRE"), a limited partnership organized under the laws of the State of Delaware.

RECITALS:

WHEREAS, BSRE owns development property of approximately 61 acres ("Point Wells") located in Snohomish County and within the City of Shoreline's future service area and adopted Point Wells Subarea Plan, which provides in part: "The Vision for Point Wells is an environmentally sustainable mixed-use community that is a model of environmental restoration, low-impact and climate-friendly sustainable development practices, and which provides extensive public access to the Puget Sound with a variety of trails, parks, public and semi-public spaces;" and

WHEREAS, BSRE has submitted permit applications to Snohomish County for urban center development and related approvals for Point Wells to construct a phased project of mixed use development under Snohomish County regulations (the "Project"); and

WHEREAS, the only road serving Point Wells is Richmond Beach Drive and connecting arterials located in Shoreline, which in its current configuration and without mitigation is likely inadequate to accommodate the anticipated number of trips from the proposed Point Wells Project; and

WHEREAS, the City has issued a Letter of Intent regarding the Point Wells Urban Center permits currently pending before Snohomish County outlining guiding principles for a negotiated agreement for municipal services to Point Wells to avoid the cost, uncertainty, and risk inherent in litigating Point Wells permit approvals including the vested status of pending permit applications; and

WHEREAS, the parties wish to enter into this Memorandum of Understanding Regarding Richmond Beach Corridor Study to (i) establish a mechanism for the citizens of Shoreline to participate in a public process regarding the analysis of transportation issues and acceptable mitigation alternatives associated with the proposed development; and (ii) establish the terms and methodology by which the transportation impacts of a development at Point Wells would be analyzed, mitigated and eventually incorporated into Snohomish County's environmental analysis for BSRE's development applications;

NOW THEREFORE, the parties, in consideration of the matters described above and the mutual benefits set forth in this Agreement, the parties memorialize this expression of their mutual intent as follows:

Section 1. The Project.

The Project is the anticipated development by BSRE of Point Wells, consisting of approximately 61 acres located in unincorporated Snohomish County immediately north of the City of Shoreline. The Project site is legally described in Exhibit A, attached hereto and incorporated herein by this reference. It is agreed among the parties that the Project is a private development and that the City has no interest therein except as authorized in the exercise of its governmental functions. The Project is more particularly described in the development applications submitted by BSRE to Snohomish County which are hereby incorporated herein by this reference. The parties agree, for the purposes of this study, that net new trips on Segment A generated from the proposed development at Point Wells shall be assumed not to exceed 11,587 average daily trips ("ADT") at the Project access point into Shoreline. This assumption will serve as the basis for the Corridor Study.

The parties have discussed coordination of the Corridor Study with the Snohomish County SEPA review on pending Project applications and understand that the County will incorporate the results of the study in its project environmental impact statement but results of its comments and analysis make it impossible for Snohomish County to commit to adopting the mitigation projects recommended in the Corridor Study in advance of their SEPA review. The parties agree to proceed with the Corridor Study, coordinate the Study with the Snohomish County environmental review and make the reconciliation of mitigation projects, if necessary, as detailed in Section 3B. The workshop meetings schedule in Exhibit B-2 shall be set by mutual agreement as soon as practicable following the Snohomish County EIS scoping process.

Section 2. Public Participation Process.

A. In order to involve the residents most affected by BSRE's proposal in decisions regarding the selection among final road design options, the City shall sponsor and conduct a public participation planning and consultation process (the "Corridor Study") as more particularly described in Exhibit B attached hereto. BSRE shall provide technical and traffic engineering support as further identified in Exhibit B.

B. The traffic modeling to be used in assessing the impacts of the Project, both in the Corridor Study and in future traffic analyses, shall incorporate and be based upon the assumptions and standards set forth in Exhibits B and B-1 hereto.

Section 3. SEPA Actions.

A. The parties intend that the traffic analyses, mitigation projects and supporting studies and documentation shall be conducted in a manner acceptable to Snohomish County and

shall, upon completion, be submitted to the County to assist in the preparation of the project Environmental Impact Statement. The parties further contemplate that the Corridor Study and supporting studies and analysis shall undergo peer review by an independent traffic consultant affiliated with the project SEPA consultant.

B. The City agrees not to oppose any non-construction traffic-related elements of Snohomish County's SEPA process, its permits review or required traffic-related mitigation so long as (i) BSRE complies with the terms of this MOU; and (ii) the results of the Corridor Study are adopted and incorporated by Snohomish County into its permit review and analyses and in any conditions to its permit and development agreement approvals, or, if not, BSRE nonetheless enters into a binding agreement with Shoreline to construct, or have constructed, the agreed traffic mitigation projects.

If the traffic mitigation conditions imposed by Snohomish County preclude construction or duplicates the intended benefits of a mitigation project agreed to by the parties, the parties agree to make reasonable amendments to their mitigation project agreement if the amendment results in equal or greater reduction of impacts indentified in the Corridor Study.

C. The City agrees to submit amendments to its Point Wells Subarea and other Elements of the Shoreline Comprehensive Plan which will allow road capacities associated with mitigation measures in the corridor, consistent with recommendations of the Corridor Study, for consideration in the 2013 Shoreline Comprehensive Plan Docket. Amendments proposed as part of the docket should be further amended if necessary to be consistent with recommendations of the Corridor Study and any further agreement between the parties. If approved for the Docket, the amendments will be processed for final action without further cost or expense to BSRE, including necessary SEPA review.

Section 4. Notices.

Notices, demands, correspondence to the City and BSRE shall be sufficiently given by pre-paid first-class mail to the addresses of the parties as follows:

City of Shoreline
City Manager
17500 Midvale Ave. N.
Shoreline, WA 98133-4905

BSRE Point Wells, LP
c/o Doug Luetjen and Gary Huff
Karr Tuttle Campbell
701 Fifth Avenue Suite 3300
Seattle, WA 98104

Notices to subsequent landowners shall be forwarded to the owners of record according to the then current Snohomish County property tax records. The parties hereto may, from time to time, advise the other of new addresses for such notices, demands or correspondence.

Section 5. Exhibits.

Exhibits to this Agreement are as follows:

A. Exhibit A – Legal description of BSRE property designated herein as Point Wells.

B. Exhibits B and B-1 – Scope of Work Regarding Public Participation Process and the assumptions to be incorporated therein.

C. Exhibit B-2 – Schedule of Public Meetings for Corridor Study.

IN WITNESS WHEREOF, the parties hereto have caused this Memorandum of Understanding to be executed as of the dates set forth below:

BSRE POINT WELLS, LP,
a Delaware limited partnership

By: BSRE (USA), Inc.,
a Delaware corporation,
its General Partner

By: _____
Title: CEO BSRE

Dated: 3.28.13

CITY OF SHORELINE

_____
Julie Underwood, City Manager

Dated: 4-1-2013

APPROVED AS TO FORM:

_____
Ian R. Sievers, City Attorney

Exhibit A

Legal Description of Point Wells

See attached.

SHORT PLAT CERTIFICATE

SCHEDULE A

(Continued)

LEGAL DESCRIPTION

THE FOLLOWING DESCRIBED PARCELS A, D, E, F AND G, EXCLUDING (A) ALL BUILDINGS, STRUCTURES, FIXTURES, PIPELINES, TANKS, EQUIPMENT, FENCING, DOCKS, PIERS AND OTHER IMPROVEMENTS OR REPLACEMENTS THEREOF NOW OR HEREAFTER LOCATED ON SUCH REAL PROPERTY, (B) ANY PERSONAL PROPERTY SITUATED THEREON, AND (C) THE AQUATIC LANDS LEASE NO. 20-013465, BETWEEN THE STATE OF WASHINGTON, ACTING THROUGH THE DEPARTMENT OF NATURAL RESOURCES, AND PARAMOUNT OF WASHINGTON, LLC (AS ASSIGNEE OF CHEVRON, U.S.A., INC.):

PARCEL A:

ALL THAT PORTION OF GOVERNMENT LOT 3, LYING WESTERLY OF THE WESTERLY RIGHT OF WAY MARGIN OF THAT CERTAIN STRIP OF LAND CONVEYED TO SEATTLE AND MONTANA RAILWAY COMPANY (NOW KNOWN AS BURLINGTON NORTHERN, INC., A DELAWARE CORPORATION) BY DEED RECORDED UNDER AUDITOR'S FILE NUMBER 6220 AND OF TIDE LAND LOT 3, ACCORDING TO THE MAP ON FILE IN OLYMPIA, WASHINGTON, ENTITLED "PLAT OF TIDE LANDS OF THE FIRST CLASS AT THE TOWN OF EDMONDS," SECTION 35, TOWNSHIP 27 NORTH, RANGE 3 EAST, W.M., IN SNOHOMISH COUNTY, WASHINGTON, LYING NORTHERLY OF A LINE DESCRIBED AS FOLLOWS:

COMMENCING AT A POINT ON THE WESTERLY LINE OF THAT CERTAIN STRIP OF LAND CONVEYED TO SEATTLE AND MONTANA RAILWAY COMPANY NOW KNOWN AS BURLINGTON NORTHERN, INC., A DELAWARE CORPORATION BY DEED RECORDED UNDER AUDITOR'S FILE NUMBER 6220, A DISTANCE OF 1708.20 FEET NORTH OF THE SOUTH BOUNDARY OF SAID SECTION 35 AS PRODUCED FROM THE SOUTHEAST CORNER OF SAID SECTION THROUGH THE SOUTH QUARTER CORNER OF THE SOUTH LINE OF SAID SECTION;
THENCE SOUTH 22° 54'45" WEST ALONG THE WESTERLY LINE OF SAID RIGHT OF WAY A DISTANCE OF 272.27 FEET TO THE TRUE POINT OF BEGINNING OF THE LINE HEREIN DESCRIBED;
THENCE NORTH 76° 34'18" WEST 657.50 FEET;
THENCE SOUTH 0° 12'17" WEST, 193.15 FEET;
THENCE NORTH 87° 02'52" WEST, 381.34 FEET;
THENCE NORTH 75° 41'33" WEST TO WEST LINE OF SAID TIDELAND LOT 3 AND THE TERMINUS OF THE LINE HEREIN DESCRIBED.

SITUATE IN THE COUNTY OF SNOHOMISH, STATE OF WASHINGTON.

PARCEL D:

THAT CERTAIN PORTION OF THE SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER AND OF GOVERNMENT LOTS 3 AND 4, SECTION 35, TOWNSHIP 27 NORTH, RANGE 3 EAST, W.M., AND OF LOTS 3 AND 4, EDMONDS TIDE LANDS, ACCORDING TO THE MAP ON FILE IN OLYMPIA, WASHINGTON ENTITLED 'PLAT OF TIDE LANDS OF THE FIRST CLASS AT THE TOWN OF EDMONDS, DESCRIBED AS FOLLOWS:

SEE NEXT PAGE

CHICAGO TITLE COMPANY

Policy No.: 5305283C

EXTENDED MORTGAGEE LEASEHOLD POLICY

SCHEDULE A

(Continued)

LEGAL DESCRIPTION

BEGINNING AT A POINT ON THE WEST LINE OF THAT CERTAIN STRIP OF LAND CONVEYED TO SEATTLE & MONTANA RAILWAY COMPANY NOW KNOWN AS BURLINGTON NORTHERN, INC., A DELAWARE CORPORATION BY DEED RECORDED UNDER AUDITOR'S FILE NUMBER 5277 WHICH IS 748 FEET NORTH OF THE SOUTH LINE OF SAID SECTION, SAID POINT HAVING BEEN LOCATED BY GARDNER, GARDNER AND FISCHER, INC., CIVIL ENGINEERS, AS BEARING NORTH 0°02'39" EAST ALONG THE NORTH AND SOUTH QUARTER SECTION LINE, 748.00 FEET AND NORTH 89°30'46" WEST, PARALLEL WITH THE SOUTH LINE OF SAID SECTION 1381.93 FEET FROM THE QUARTER SECTION CORNER IN THE SOUTH LINE OF SAID SECTION;
THENCE SOUTHERLY ALONG SAID WESTERLY LINE OF SAID BURLINGTON NORTHERN RAILWAY RIGHT OF WAY 200 FEET, TO A POINT WHICH IS 560.46 FEET NORTH AND 1393.68 FEET WEST OF SAID QUARTER SECTION CORNER;
THENCE NORTH 89°30'46" WEST PARALLEL WITH THE SOUTH LINE OF SAID SECTION 695.97 FEET TO THE GOVERNMENT MEANDER LINE OF PUGET SOUND, SAID MEANDER LINE BEING THE EASTERLY LINE OF SAID LOT 4 SAID EDMONDS TIDE LANDS;
THENCE NORTH 46°58'20" WEST ALONG SAID MEANDER LINE 147.44 FEET;
THENCE NORTH 89°30'46" WEST 163.21 FEET TO THE WESTERLY LINE OF SAID LOT 4, EDMONDS TIDE LANDS;
THENCE NORTH 41°17'17" WEST ALONG SAID WESTERLY LINE, 86.16 FEET TO AN ANGLE POINT IN SAID LINE;
THENCE NORTH 11°48'43" EAST ALONG SAID WESTERLY LINE OF LOT 4, AND ALONG THE WESTERLY LINE OF LOT 3 OF SAID EDMONDS TIDE LANDS, 990.54 FEET TO AN ANGLE POINT IN SAID LINE;
THENCE NORTHEASTERLY ALONG THE SAID WESTERLY LINE OF SAID LOT 3, EDMONDS TIDE LANDS, 359.62 FEET, MORE OR LESS, TO THE MOST WESTERLY CORNER OF THE J. C. VAN ECK TRACT, AS ESTABLISHED BY DECREE ENTERED IN SNOHOMISH COUNTY TITLE REGISTRATION CAUSE NO. 5, ENTITLED J. C. VAN ECK, PLAINTIFF VS. DANIEL HINES (ET AL) DEFENDANTS;
THENCE SOUTH 67°05'15" EAST ALONG THE SOUTHWESTERLY LINE OF THE SAID VAN ECK TRACT, AS ESTABLISHED IN SAID CAUSE NO. 5, 986.73 FEET, TO A POINT IN THE SAID WESTERLY LINE OF SAID SEATTLE & MONTANA RAILWAY COMPANY'S RIGHT OF WAY;
THENCE SOUTHWESTERLY ALONG THE SAID WESTERLY RIGHT OF WAY LINE TO THE POINT OF BEGINNING;

TOGETHER WITH TIDELANDS OF THE SECOND CLASS SITUATE IN FRONT OF, ADJACENT TO, OR ABUTTING UPON THE ABOVE DESCRIBED PORTION OF GOVERNMENT LOT 4, AS CONVEYED BY THE STATE OF WASHINGTON BY DEED RECORDED UNDER AUDITOR'S FILE NUMBER 758480.

EXCEPT THAT PORTION OF GOVERNMENT LOT 3 AND SAID TIDE LAND LOT 3, LYING NORTHERLY OF A LINE DESCRIBED AS FOLLOWS:

COMMENCING AT A POINT ON THE WESTERLY RIGHT OF WAY LINE OF THE BURLINGTON NORTHERN RAILROAD DISTANT 1708.2 FEET NORTH OF THE SOUTH BOUNDARY OF SAID SECTION 35 AS PRODUCED FROM THE SOUTHEAST CORNER OF SAID SECTION THROUGH THE SOUTH QUARTER CORNER ON THE SOUTH LINE OF SAID SECTION;
THENCE SOUTH 22° 54'45" WEST ALONG THE WESTERLY RIGHT OF WAY LINE 272.27 FEET TO THE TRUE POINT OF BEGINNING OF THE LINE HEREIN DESCRIBED;
THENCE NORTH 76° 34'18" WEST 657.50 FEET;
THENCE SOUTH 0° 12'17" WEST, 193.15 FEET;
THENCE NORTH 87° 02'52" WEST, 381.34 FEET;
THENCE NORTH 75° 41'33" WEST TO WEST LINE OF SAID TIDELAND LOT 3 AND THE TERMINUS OF THE LINE HEREIN DESCRIBED.

SCHEDULE A

(Continued)

LEGAL DESCRIPTION

SITUATE IN THE COUNTY OF SNOHOMISH, STATE OF WASHINGTON.

PARCEL E:

PARCEL 2 OF SNOHOMISH COUNTY BOUNDARY LINE ADJUSTMENT RECORDED UNDER AUDITOR'S FILE NUMBER 200405180215, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

THAT PORTION OF THE SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER AND OF GOVERNMENT LOT 4 AND OF VACATED HEBERLEIN ROAD, ACCORDING TO VOLUME 44 OF COMMISSIONER'S RECORDS, PAGE 44 AND OF A PORTION OF LOT 4, EDMONDS TIDE LANDS, ACCORDING TO THE MAP ON FILE IN OLYMPIA, WASHINGTON ENTITLED "PLAT OF TIDE LANDS OF THE FIRST CLASS AT THE TOWN OF EDMONDS", ALL IN SECTION 35, TOWNSHIP 27, RANGE 3 EAST, W.M., SAID PARCEL MORE PARTICULARLY DESCRIBED AS FOLLOWS: (THE BEARINGS OF THIS PARCEL DESCRIPTION ARE BASED ON THE WASHINGTON COORDINATE SYSTEM, NORTH ZONE, NAD 83-91)

COMMENCING AT THE SOUTH QUARTER CORNER OF SAID SECTION 35;
THENCE NORTH 01°11'56" EAST ALONG THE NORTH-SOUTH CENTERLINE OF SAID SECTION A DISTANCE OF 991.97 FEET (60 RODS BY DEED);
THENCE NORTH 88°33'35" WEST A DISTANCE OF 943.19 FEET TO THE POINT OF BEGINNING OF THIS PARCEL DESCRIPTION;
THENCE SOUTH 01°11'56" WEST A DISTANCE OF 455.24 FEET;
THENCE SOUTH 88°33'35" EAST A DISTANCE OF 422.92 FEET;
THENCE SOUTH 01°11'56" WEST A DISTANCE OF 20.00 FEET;
THENCE SOUTH 88°33'35" EAST A DISTANCE OF 490.27 FEET TO THE WEST MARGIN OF 116TH AVENUE SW;
THENCE SOUTH 01°11'56" WEST ALONG SAID MARGIN A DISTANCE OF 34.70 FEET;
THENCE NORTH 88°33'35" WEST A DISTANCE OF 616.67 FEET;
THENCE NORTH 01°11'56" EAST A DISTANCE OF 34.70 FEET;
THENCE NORTH 88°33'35" WEST A DISTANCE OF 453.60 FEET;
THENCE SOUTH 01°11'56" WEST A DISTANCE OF 259.23 FEET;
THENCE NORTH 88°33'35" WEST A DISTANCE OF 153.56 FEET, MORE OR LESS, TO THE EASTERLY RIGHT OF WAY LINE OF THE SEATTLE AND MONTANA RAILWAY COMPANY, NOW KNOWN AS THE BURLINGTON NORTHERN SANTA FE RAILWAY AND A POINT HEREINAFTER KNOWN AS POINT "A";
THENCE ALONG SAID EASTERLY RIGHT OF WAY LINE THE FOLLOWING COURSES AND DISTANCES:
NORTH 05°29'24" WEST A DISTANCE OF 153.31 FEET;
THENCE NORTH 01°36'06" WEST A DISTANCE OF 65.00 FEET TO THE BEGINNING OF A 1382.70 FOOT RADIUS TANGENT CURVE TO THE RIGHT;
THENCE NORTHERLY ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 21°46'17" AN ARC DISTANCE OF 525.40 FEET;
THENCE NORTH 88°33'35" WEST A DISTANCE OF 1.50 FEET;
THENCE NORTH 24°02'46" EAST A DISTANCE OF 265.00 FEET;
THENCE SOUTH 31°23'34" EAST A DISTANCE OF 291.15 FEET TO THE POINT OF BEGINNING;

TOGETHER WITH A PARCEL LYING WESTERLY OF SAID RAILWAY AND COMMENCING AT AFORESAID POINT "A";
THENCE NORTH 88°33'35" WEST A DISTANCE OF 107.79 FEET TO A POINT ON THE WESTERLY RIGHT OF WAY LINE OF SAID RAILWAY AND THE POINT OF BEGINNING;

LEGAL DESCRIPTION

THENCE CONTINUING NORTH 88°33'35" WEST A DISTANCE OF 414.54 FEET, MORE OR LESS, TO THE GOVERNMENT MEANDER LINE;
THENCE SOUTH 45°57'35" EAST ALONG SAID LINE A DISTANCE OF 14.77 FEET;
THENCE NORTH 88°33'35" WEST A DISTANCE OF 240.88 FEET TO THE WESTERLY LINE OF SAID LOT 4 OF EDMONDS TIDE LANDS;
THENCE NORTH 40°07'35" WEST ALONG SAID LINE A DISTANCE OF 551.68 FEET;
THENCE SOUTH 88°33'35" EAST A DISTANCE OF 158.05 FEET TO SAID MEANDER LINE;
THENCE SOUTH 45°57'35" EAST ALONG SAID LINE A DISTANCE OF 147.44 FEET;
THENCE SOUTH 88°33'35" EAST A DISTANCE OF 710.85 FEET, MORE OR LESS TO SAID WESTERLY RIGHT OF WAY LINE AND THE BEGINNING OF A 1004.93 FOOT RADIUS NON-TANGENT CURVE TO THE LEFT;
THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 04°52'56" AN ARC DISTANCE OF 85.63 FEET;
THENCE SOUTH 05°29'24" EAST A DISTANCE OF 219.22 FEET TO SAID POINT "A" AND THE POINT OF BEGINNING.

SITUATE IN THE COUNTY OF SNOHOMISH, STATE OF WASHINGTON.

PARCEL F:

ALL THAT PORTION OF GOVERNMENT LOT 4, SECTION 35, TOWNSHIP 27 NORTH, RANGE 3 EAST, W.M., DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTH QUARTER CORNER OF SAID SECTION 35;
THENCE NORTH 0°21'27" EAST 247.50 FEET;
THENCE NORTH 89°00' WEST ALONG THE NORTH LINE OF PROPERTY CONVEYED TO ELIZABETH JANE SPENCER BY DEED RECORDED IN VOLUME 5 OF DEEDS, PAGE 264, 1100.27 FEET TO THE TRUE POINT OF BEGINNING OF THIS DESCRIPTION;
THENCE NORTH 10 FEET TO A POINT ON THE SOUTH LINE OF PROPERTY CONVEYED TO NORTH AMERICAN TERRA COTTA TILE BY DEED RECORDED UNDER AUDITOR'S FILE NUMBER 81850;
THENCE NORTH 89°00' WEST ALONG THE SOUTH LINE OF SAID NORTH AMERICAN TERRA COTTA TILE PARCEL TO THE MEANDER LINE OF SAID SECTION 35;
THENCE SOUTH 44°57'35" EAST, ALONG THE SAID MEANDER LINE 14.77 FEET TO A POINT WHICH IS 10 FEET SOUTH OF AND PARALLEL TO THE LINE LAST ABOVE DESCRIBED;
THENCE SOUTH 89°00' EAST TO THE POINT OF BEGINNING;

EXCEPT THAT PORTION OF SAID PREMISES LYING EASTERLY OF THE WESTERLY LINE OF THE SEATTLE & MONTANA RAILWAY COMPANY'S RIGHT OF WAY, NOW KNOWN AS BURLINGTON NORTHERN, INC., A DELAWARE CORPORATION, AS CONVEYED BY DEEDS RECORDED UNDER AUDITOR'S FILE NUMBERS 5277 AND 120070;

TOGETHER WITH TIDELANDS OF THE SECOND CLASS SITUATE IN FRONT OF, ADJACENT TO, OR ABUTTING UPON THE ABOVE DESCRIBED PARCEL F, AS CONVEYED BY THE STATE OF WASHINGTON RECORDED UNDER AUDITOR'S FILE NUMBER 758480.

SITUATE IN THE COUNTY OF SNOHOMISH, STATE OF WASHINGTON.

CHICAGO TITLE COMPANY

Policy No.: 5305283C

EXTENDED MORTGAGEE LEASEHOLD POLICY

SCHEDULE A

(Continued)

LEGAL DESCRIPTION

PARCEL G:

ALL THAT PORTION OF GOVERNMENT LOT 4, SECTION 35, TOWNSHIP 27 NORTH, RANGE 3 EAST, W.M., AND OF LOT 4 EDMONDS TIDELANDS ACCORDING TO THE MAP ON FILE IN OLYMPIA, WASHINGTON ENTITLED "PLAT OF TIDE LANDS OF THE FIRST CLASS AT THE TOWN OF EDMONDS, LYING WESTERLY OF THAT CERTAIN STRIP OF LAND CONVEYED TO SEATTLE & MONTANA RAILWAY COMPANY, NOW KNOWN AS BURLINGTON NORTHERN, INC., A DELAWARE CORPORATION BY DEED RECORDED UNDER AUDITOR'S FILE NUMBER 5662 AND SOUTH OF A LINE WHICH IS PARALLEL TO AND DISTANT 247.5 FEET NORTH OF THE SOUTH LINE OF SECTION 35 AS PRODUCED FROM THE SOUTHEAST CORNER OF SECTION 35 THROUGH THE QUARTER CORNER ON THE SOUTH LINE OF SAID SECTION;

EXCEPT THAT PORTION CONTAINED IN ORDER ADJUDICATING PUBLIC USE AND NECESSITY UNDER SNOHOMISH COUNTY SUPERIOR COURT CAUSE NO. 05-2-13678-1, AS FOLLOWS:
COMMENCING AT THE SOUTH QUARTER CORNER OF SAID SECTION 35;
THENCE ALONG THE SOUTH LINE OF SAID SECTION, NORTH 88°33'35" WEST 1306.22 FEET TO THE WESTERLY RIGHT-OF-WAY LINE OF THE BURLINGTON NORTHERN SANTE FE RAILWAY AND THE TRUE POINT OF BEGINNING;
THENCE ALONG SAID WESTERLY RIGHT-OF-WAY LINE, NORTH 05°29'24" WEST 221.33 FEET;
THENCE NORTH 88°33'35" WEST 64.24 FEET;
THENCE SOUTH 83°44'46" WEST 150.85 FEET;
THENCE SOUTH 55°49'32" WEST 62.29 FEET;
THENCE SOUTH 40°13'07" EAST 218.50 FEET TO SAID SOUTH LINE;
THENCE ALONG SAID SOUTH LINE, SOUTH 88°33'35" EAST 145.84 FEET TO THE TRUE POINT OF BEGINNING.

SITUATE IN THE COUNTY OF SNOHOMISH, STATE OF WASHINGTON.

EXHIBIT B

Richmond Beach Neighborhood Corridor Study
For Point Wells Traffic Impacts

I. General:

a. The objective of this study is to designate mitigation for traffic impacts of the BSRE Point Wells, LLP ("BSRE") Point Wells development which will create or improve multimodal mobility for pedestrians, bicyclists, transit riders, trucks and vehicles using the Richmond Beach Road Corridor which will maintain and improve safety for all users and compliance with ADA regulations.

b. Deliverables will be a mitigation list linked to traffic trip benchmarks for phased development during the AM or PM peak hour, whichever is greater and to mitigate impacts to current pavement conditions due to construction.

c. The City of Shoreline shall sponsor and facilitate a series of workshops with the neighborhood directly impacted by traffic volume increases resulting from the Point Wells project. BSRE's traffic engineers shall provide technical support. The objective is in part to conduct a public participation program to inform the consideration of amendments to the City's Point Wells subarea plan and capital facilities plans including traffic levels of service and road projects needed to mitigate these traffic volumes. Public participation in the Corridor Study should develop consensus with respect to the preferred improvements to address issues identified in the Corridor and adjoining streets, including necessary traffic controls, sidewalks, and roadway modifications.

d. The Corridor Study assumptions to be utilized in the Public Participation Process are set forth in Exhibit B-1.

II. Public Participation Process:

a. The public participation program will be completed in two segments (collectively "Corridor"). The Richmond Beach Drive NW component of this public participation effort is intended to focus on Richmond Beach Drive NW from the site access to the intersection of Richmond Beach Drive NW and NW 195th Place, NW 195th Place, and also NW 196th St between Richmond Beach Dr NW and 24th Ave NW (Segment A).

b. The second component will address the balance of the Corridor including NW 196th Street east of 24th Ave NW, NW Richmond Beach Road, N. 185th Street to Aurora Ave. N. (Segment B).

c. Any of the public participation workshops or meetings for the two segments could be conducted at the same location and time, but would have to be agreed upon by both BSRE and the City.

d. Meetings are anticipated to occur at a location provided by the City. Workshop durations are expected to be between 90 and 120 minutes long. No public agency elected officials shall have workshop responsibilities, although they may observe. The tentative schedule of workshops and topics is attached as Exhibit B-2.

e. BSRE will provide traffic data, maps, and conceptual plans it has already developed to support this effort. The City shall retain an independent third party to act as facilitator.

f. Workshops for both segments should evaluate:

- Alternative traffic controls at intersections including new signals and roundabouts
- Sidewalks and walkability improvement elements, including completion of sidewalk system where missing
- On-street parking alternatives
- Landscaping alternatives
- ADA access plan elements, including intersection, midblock and driveway features
- Any transit elements related to corridor design

g. It is anticipated that Segment A is more sensitive to traffic impacts and mitigation for additional traffic on this segment should be developed first. Traffic mitigation proposals for Corridor safety, driveway access, pedestrian use, transit availability and right-of-way expansion should be based upon the following criteria. The level of service shall be calculated with the delay method described in the Transportation Research Boards Highway Capacity Manual 2010 or its updated versions; provided however, that for the purposes of this study, the net new trips on Segment A generated from the proposed development at Point Wells shall be assumed not to exceed 11,587 ADT:

Segment A:

1) No increase in existing right-of-way width except to accommodate bus stops and intersection improvements.

2) A gap analysis and sight distance analysis should be performed on "problem" driveways in Segment A and modeled with VISSIM for public demonstration. The following assumptions shall apply in evaluating the changed circumstance:

a) For left and right turns into driveways -- use the HCM LOS without modification for segment delays.

b) For "forward" moving exiting driveway turns use HCM.

c) For driveways that require "backing out" -- use the HCM methodology, but increase the acceptable gap to reflect the additional time needed to back out and then move forward (HCM gap plus 3 seconds).

Mitigation/design features to assist in driveway ingress/egress where gap improvement is needed:

i. Design to a 25mph speed limit – include physical features to manage speed.

ii. Center left turn lanes, parking lanes, bike lane.

iii. Turnaround/roundabout at north city limit line vicinity.

iv. Modify "problem" driveways to allow forward out movements.

v. Signal installation or modifications to create gaps.

vi. Or other modification mutually agreed between City and BSRE.

3) LOS D for intersections with no through movement less than E and a street segment V/C ratio no greater than 0.9. The V/C ratio for segments will be based upon a functional classification consistent with the mitigated roadway section.

4) A continuous ADA compliant non-motorized facility will be located on at least one side of Richmond Beach Drive NW of sufficient width to accommodate anticipated non-motorized demand with a buffer between the facility and the travel lane that could be a landscape strip, parking strip shoulder/bike lane or widened sidewalk.

5) Regularly spaced bus stops.

6) Conceptual design of traffic calming measures to limit cut-through traffic on neighborhood streets including NW 197th St, NW 198th St, and NW 199th St.

7) Sufficient design of Segment A to show roadway layout, driveway reconfigurations, location of rockeries or retaining walls, alternative properties access and modifications to landscaping in the right-of-way.

Segment B:

1) Increases in right-of-way at intersections only as needed to meet the preferred alternative or concurrency.

2) Residential and commercial driveway access will be preserved and traffic controls established to allow reasonable access into and out of driveways consistent with similarly classified streets in Shoreline.

3) LOS D for intersections with no through movement less than E and a street segment V/C ratio no greater than 0.9. The V/C ratio for segments will be based upon a functional classification consistent with the mitigated roadway section.

4) ADA compliant non-motorized facilities will be provided to fill any gaps in non-motorized connectivity.

5) Regularly spaced bus stops.

1. Segment A Workshop 1 – Neighborhood Concerns.

a. The objective of this meeting is to ensure that BSRE and the City come away with a complete understanding of neighborhood concerns relative to the increased traffic and the widened roadway design on Richmond Beach Drive NW and on NW 196th St to 24th Ave NW.

b. The Richmond Beach Drive meetings will include facilitated work groups of 6-10 people each with the objective of establishing key neighborhood concerns. Maps will be used to allow identification of existing problems and locations of concerns.

c. The facilitators will help the groups to focus on major areas of concern including safety, transit access, driveway operations, intersection LOS, non-motorized accommodation, parking, noise, and landscaping. Each group will report its concerns to the others and a combined list of concerns will be generated. The assembly will then be asked to prioritize the listed concerns as a group exercise.

2. Segment A Workshop 2 – Potential Solutions

a. DEA will develop a range of solutions to address the prioritized concerns developed in Meeting 1. The solutions will be in the form of generic cross sections showing various methods of addressing neighborhood concerns. Cross-sections will include various combinations of travel lanes, shoulders, parking lanes, sidewalks, medians and landscaping to address the concerns. DEA will also present an aerial photo (or plan view) showing the impacts of potential improvements relative to existing ROW and topography to help establish the feasibility of various options.

b. The meeting will include facilitated work groups of 6-10 people each with the objective of identifying the preferred cross-section(s) to address the prioritized concerns. The facilitators will help the groups explore the impacts of various options within the corridor.

c. Each group will develop a potential improvement plan for Richmond Beach Drive NW and will present its plan to the others. The assembly will then be asked to rate each plan relative to the prioritized concerns from the initial meeting. The assembly will then be asked to choose a preferred concept, or combination of concepts for further development.

3. **Segment A Workshop 3 – Present Proposed Improvement Concept**

a. DEA will prepare a conceptual drawing of the preferred plan developed in Meeting 2. The plan will show the roadway alignment within the ROW, lane widths, shoulder widths, sidewalk locations and widths, potential wall locations, driveways, mailbox locations, transit stops, crosswalks, medians, intersection controls and landscaping.

b. The meeting will take the form of facilitated work groups of 6-10 people each with the objective of reviewing the proposed preferred improvement concept, confirming that it addresses the prioritized concerns, and offering suggestions and refinements to improve the concept. The facilitators will help the groups evaluate the concept by answering questions about alignment, ROW or other technical issues.

c. Each group will present its evaluation of the proposed improvement concept. The assembly will then be asked to choose a preferred concept, or combination of concepts.

4. **Segment B- Meetings 1 and 2.**

a. The objective of these meetings is to ensure that BSRE and the City come away with a complete understanding of neighborhood concerns relative to the increased traffic on this segment of the Corridor and adjoining streets.

b. The meetings will focus on improvements in principal arterial segments and adjoining streets which meet metrics listed above as traffic limiting factors.

c. The format in soliciting and finalizing a preferred concept for Corridor improvements and other traffic controls or modifications of adjoining streets shall follow the Workshops format for Segment A.

d. Combined Corridor Outcome Presentation. The City will hold an open house where citizens can view and comment on the final recommendations for the Corridor Study Area. BSRE need not participate in this meeting. This open house will be held prior to the Final Presentation to Council.

5. **Final Presentation – Present Final Improvement Concept**

a. DEA will prepare a conceptual drawing of the final Corridor plan based on feedback from final meetings on both segments. DEA will assist City staff in making a presentation summarizing the workshop process. The presentation will recap the outcome of each meeting and how the information and feedback from each meeting was incorporated into the final improvement concept. This presentation will be made to City Council at a regular scheduled meeting to provide a broader public presentation of the workshop outcome, given that acceptance of the study will be a prerequisite to actions on Comprehensive Plan changes and a Municipal Services Agreement that will affect the entire City.

b. The Traffic study and modeling will establish AM and PM peak hour demands, plus the corresponding mitigation required for the maximum trips permitted for the final build out of the project. The modeling output will be required to include for each phase the following; 1) base traffic without the project, 2) base plus project without mitigation, 3) base plus project traffic with mitigation. Once BSRE finalizes its proposed phasing and construction timetable, the results of such modeling will be used to assign a maximum peak hour trip count for each phase of the project.

c. Council shall have Comprehensive Plan amendments for the Point Wells Subarea Plan, Capital Facilities Plan and Capital Improvement Plan docketed for 2013. If the Corridor Plan is acceptable it shall be considered in amendments to these Comprehensive Plan elements and the Municipal Services Agreement for the BSRE Point Wells project.

EXHIBIT B-1

Corridor Study General Scope and Assumptions

I. Study Assumptions:

- Acceptance of intersections and significant routes listed in Section IV below as the study area for the traffic model.
- Background traffic growth rate of ¼ percent per year.
- Use City of Shoreline's regional trip distribution per DKS model for existing and future modeling (2010 version).
- AM and PM peak hours will be modeled.
- As left turn gap analysis is evaluated for Segment A, it should include graphic simulation with Sim Traffic or VISSIM models.
- All improvements will be in accordance with the City of Shoreline adopted Codes and or other mutually acceptable Engineering Standards to the extent they do not conflict with the assumptions and objectives set herein.

II. Documentation of Existing Conditions.

- Use 2010 or newer traffic volume data, and peak-hour turning movements.
- Use most recent complete five year accident history.
- Complete a reconciliation of existing plats and surveys or conduct additional survey, through a Licensed Surveyor, to create an aerial map from NW 197th north to the King County/Snohomish County Line that has the same level of accuracy as the aerial maps for the rest of the Corridor. Develop a base map using aerial photography for the corridor, updated with the reconciliation above, that includes: existing right-of-way widths, topography (where needed), pavement width and edge of pavement, additional right-of-way infrastructure including sidewalks, drainage facilities, driveway access, etc.; locations and details of traffic control devices (signs, striping, guardrails, etc.).

III. Intersections and Roadways Identified for Analysis

Intersections identified for analysis
Meridian Ave N and N 185th St
Meridian Ave N and N 175th St
SR99 and N 205th St (244th St SW)

SR99 and N 200th St
SR99 and N 192nd St
SR99 and N 185th St
SR99 and N 175th St
SR99 and N 165th St
Fremont Ave N and N 205th St (244th St SW)
Fremont Ave N and N 200th St
Fremont Ave N and N 185th St
Fremont Ave N and N 175th St
Fremont Ave N and N 165th St
Dayton Ave N and N Richmond Beach Rd
Dayton Ave N and N 172nd St
Dayton Ave N and Carlyle Hall Rd NW
3rd Ave NW and NW 205th St (244th St SW)
3rd Ave NW and NW 200th St
3rd Ave NW and NW 195th St
3rd Ave NW and NW Richmond Beach Rd
100th Ave W and SR 104
8th Ave NW and NW 205th St (244th St SW)
8th Ave NW and NW 200th St
8th Ave NW and NW 195th St
8th Ave NW and NW Richmond Beach Rd
15th Ave NW and NW Richmond Beach Rd
Woodway Park Rd and Algonquin Rd
Woodway Park Rd and 238th St SW
Timber Ln and 238th St SW
20th Ave NW and NW 195th St
24th Ave NW and NW 196th St
Richmond Beach Dr NW and NW 196th St
Routes identified for analysis
Richmond Beach Drive NW: Woodway City Limits to NW 196th Street
NW 196th St: NW Richmond Beach Dr to 20th Ave NW
NW 195th St/NW Richmond Beach Rd: 20th Ave NW to 8th Ave NW
NW Richmond Beach Rd: 8th Ave NW to SR 99
8th Ave NW/NW 180th St/6th Ave NW: Richmond Beach Rd to N 175th Street
Dayton Ave N: N Richmond Beach Road to Carlyle Hall Rd NW

Fremont Ave N: N 175th St to N 185th St
Fremont Ave N: N 185th St to 244th St SW
20th Ave NW/Timber Lane/238th St SW: NW 196th St to Woodway Park Road
Woodway Park Road: 238th Street SW to Algonquin Road
244th Street SW: 100th Avenue W to SR 99
8th Avenue NW: Richmond Beach Road to 244th Street SW
3rd Avenue NW : Richmond Beach Road to 244th Street SW
100th Avenue W: 244th Street SW to SR 104
SR 99: 224th Street SW to N 185th Street
SR 99: N 165th Street to N 185th Street

EXHIBIT B-2

Public Meeting Schedule for Corridor Study

Meeting #	Date	Segment	Goal/Purpose	Location/Time
1		B (A is also invited)	Overall Introduction on process. Overview of data on the corridor – accidents, volumes, LOS, etc. Small group facilitated breakouts to identify corridor issues, challenges, opportunities, neighborhood concerns, and criteria for evaluating concepts.	
2		A	Overall introduction. Overview of data, maps with ROW. Small group facilitated breakouts to identify specific issues including driveways, access, parking, landscaping, noise, etc. Many of the comments will be site specific. Concerns will be prioritized.	
3		A	Consultant will provide potential improvements addressing findings from Meeting #2. Small groups discuss potential solutions considering priorities identified last meeting. Each group will develop improvement plan. Report back. Full group will choose preferred concept(s) for further development.	

4		B	Consultant will present proposed concepts for improvements. Small groups will review and comment, identifying suggestions for improvements. Small group will select preferred concept. Report back. Large group recommends preferred concept. Selects spokesperson (s).	
5		A	Consultant will present a conceptual drawing(s) of preferred plan developed at Meeting #4. Small groups will evaluate and comment, and identify suggestions to improve. Report back. Large group recommends preferred concept. Selects spokesperson (s).	
6		A + B	Spokespersons from A and B will present their recommendations and preferred concept to the full group. Full group will discuss, comment and suggest any modifications.	

Segment A = Richmond Beach Drive from 205th to 195th/196th, and 195th/196th from Richmond Beach Drive to 24th NW

Segment B = NW Richmond Beach Road (all other segment names) from 24th Ave NW to Aurora Ave N

Meeting Times: all meetings will be open at 6:30 with 30 minutes to mingle, settle in and speak one-on-one with staff/consultants. Agenda will begin at 7 pm, and conclude promptly at 9 PM.

EXHIBIT B

Projected Net New Traffic Trips By Phase

Projected Net New Traffic Trips By Phase

Project Phase	Residential Units	Commercial SF	Retail SF	Project Trips (Daily)	Project Trips (AM Peak)	Project Trips (PM Peak)
I— South Village	720	2,927	29,914	3,075	347	329
II— Urban Center	272	31,338	26,490	2,299	174	246
IIIA— Central Village	602	0	15,643	3,056	316	327
IIIB— Central Village	602	0	12,071			
IVA— North Village	445	0	0	1,598	134	171
IVB— North Village	444	0	0			
TOTAL	3,085	34,265	84,118	10,028	971	1,073

EXHIBIT C

SENIOR UNITS BY PHASE

SENIOR UNITS BY PHASE

Phase 1	288
Phase 2	136
Phase 3	313
Phase 4	356
Total	1,093

EXHIBIT D

Supplemental Transit Service

Supplemental Transit Service

BSRE shall ensure the availability of supplemental transit service serving the Project as follows:

Section 1. Alternative Means of Providing Supplemental Transit Service.

Supplemental service shall, at BSRE's election, be provided under contract with a public transit provider (for example, contracted service provided by Metro Transit), under contract with a private transit service, or by a transit service owned and operated by BSRE or its concessionaire.

Section 2. Transit Route.

Transit service shall be provided between the Project site and the Metro Park & Ride stop at North 192nd and Aurora Avenue North. At such time as the Sound Transit light rail station at 185th and Aurora Avenue becomes operational, the route shall be extended to such light rail station.

Section 3. Frequency of Service.

Supplemental transit service shall commence no later than the date upon which certificates of occupancy have been issued for seven hundred and twenty (720) units within the Project (which corresponds with the proposed number of units in Phase 1 of the Project). The frequency of service shall be determined in part by the demand therefor from Point Wells' residents. In addition, it is anticipated that service shall be provided on weekday mornings between 6:00 and 9:00 (the "**AM Peak Hours**") and on weekday evenings between 4:00 and 7:00 (the "**PM Peak Hours**"). BSRE will ensure the availability of sufficient seating capacity that the number of Project Trips shall remain within the limits established in the MOU included as Exhibit A hereto. At full buildout, it is anticipated that during the AM and PM Peak Hours that four (4) transit vehicles with a seating capacity of not less than forty (40) seats each shall depart Point Wells at least every fifteen (15) minutes.

Section 4. Priority Use by Residents of Point Wells and Service for the General Public.

The supplemental transit service described herein shall be primarily for the use and convenience of the residents of Point Wells. To the extent that seating remains available, and to the extent permitted by King County Metro, Point Wells' buses may stop along Richmond Beach Road to provide service to the Richmond Beach community. Subject to the approval of King County Metro, nothing herein shall prohibit BSRE or other operator of the supplemental transit service from collecting reasonable fares, either from such Point Wells residents or from members of the Richmond Beach community along such route.

Section 5. Termination of Service.

Supplemental transit service may be terminated at such time as a Sound Transit Commuter Rail station at the Project becomes operational or when the County and the City deem such service to no longer be necessary.

Section 6. Successors and Assigns.

BSRE shall ensure, either by way of binding agreements with other parties or through a Point Wells master homeowners association, that the obligation to provide such supplemental transit service shall be perpetual unless and until service may be terminated as provided in Section 5 hereto.