

County of Orange

El Toro Parcel Utilization
Stakeholder Outreach Report
October 2007

Gensler *Team*

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Part I. Executive Summary

Executive Summary: Project Opportunity

County of Orange Facilities Master Plan

In the Fall of 2006, the Gensler Team delivered the Facilities Master Plan (FMP) to the County of Orange. The FMP contained recommendations on the most efficient and economic use of County owned and leased land, facilities and parking for the next five, ten, and twenty years.

One of the recommendations was that the County develop a Master Plan for the 100 acre parcel of land at the former El Toro Marine Corps Air Station (MCAS) that will be transferred to the County (the Parcel).

Project Opportunity

The County's El Toro Parcel presents a unique opportunity to **create a Master Plan that provides long-term benefits to the County and the community at large, and positively impacts the physical, economic, social, and civic infrastructure of the region.**

This Stakeholders Outreach Report is the first step of the overall master planning process for the Parcel.



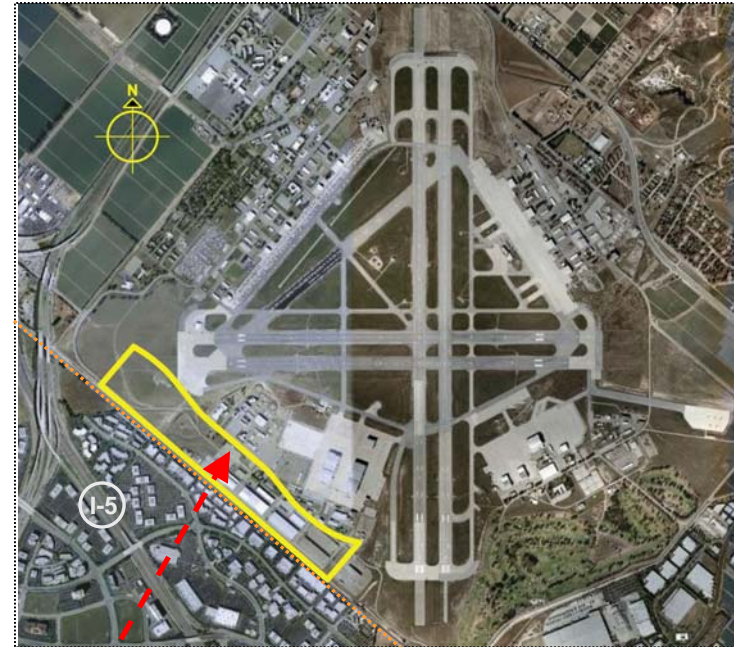
Location of the former El Toro MCAS and the County's 100 acre parcel

Executive Summary: Background and Context

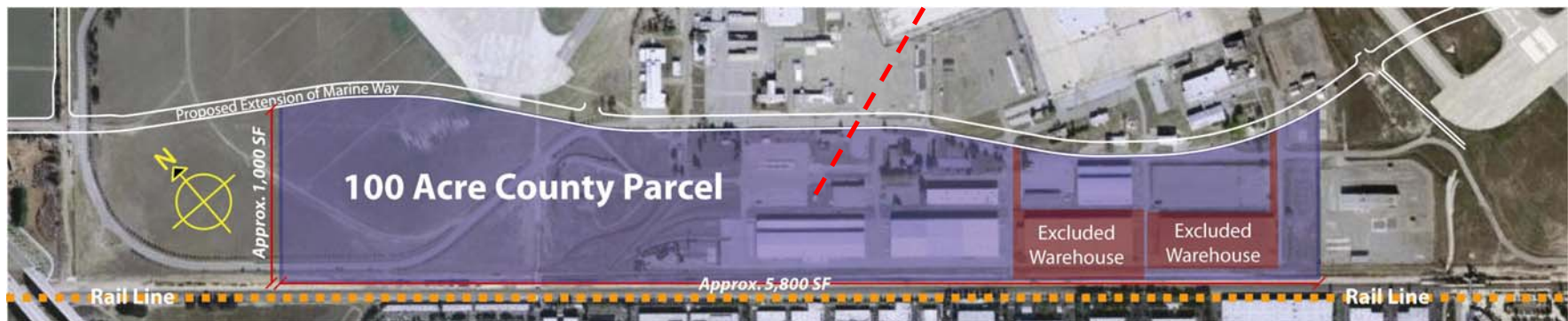
The El Toro Site

In 1999 the United States Department of the Navy decommissioned the El Toro Marine Corps Air Station (MCAS). Following several years of public debate, in 2002 Orange County voters passed Measure W - the Orange County Central Park and Nature Preserve Initiative. In 2005, Lennar Corporation purchased the land at auction from the U.S. Department of the Navy. The purchase agreement included many environmental, transactional, and development restrictions and created a public-private partnership responsible for development.

Among the provisions included in the purchase agreement was the requirement that more than 1,300 acres of land be transferred to public ownership. Of the land set aside for public ownership, **100 acres were identified for ownership and use by the County of Orange.**



Former El Toro MCAS and the County's 100 acre Parcel



Note: The map above indicates the approximate boundaries of the County Parcel. It should be noted that the U.S. Department of the Navy will grant ownership rights to two existing warehouses within the Parcel boundary to nonprofit organizations once the LIFOC is terminated. These nonprofits are currently leasing the warehouses from the U.S. Department of the Navy as part of the LIFOC agreement. These warehouses are excluded from the County Parcel.

Exhibit A

Executive Summary: Background and Context

The Parcel in Relationship to the Orange County Great Park

As noted by most interview participants, the Orange County Great Park will have a dominant influence on the County Parcel.

The current plan for the Orange County Great Park* will include over 1,300 acres of public spaces, including:

- 2.5 mile canyon.
- More than 20-acres of lake.
- Cultural terrace.
- Botanic gardens.
- Great lawn.
- Performing arts venue.
- Veterans memorial.
- Aircraft museum.
- Sports park.
- 974-acre nature preserve.
- Wildlife corridor linking the Cleveland National Forest to the Laguna Coast Wilderness Park.

The surrounding community will include:

- Public areas dedicated to a 1,000-acre Lifelong Learning District.
- More than 900 acres of open space.
- Residential housing, retail, and commercial developments.
- Unique to this area will be a pedestrian-oriented 378-acre Transit Oriented Development (TOD) with easy access to public transportation.



★ - Park entrance

Current plan for the Orange County Great Park

*Source: www.ocgp.org - The Great Park Corporation web site.

Executive Summary: Project Approach

Project Approach

Even though the date of the transfer of the property is unknown, The County of Orange has begun to consider the opportunities that the site presents. As an initial step in the process, The County designed this stakeholder outreach program to elicit creative and imaginative ideas on how the property may ultimately be utilized.

In May of 2007, the County through its Resources and Development Management Department (RDMD) engaged Gensler to lead this outreach and information gathering effort. Multiple stakeholders, including public officials, educational institutions, private sector developers, and nonprofit organizations, participated in this **initial brainstorm of ideas**.

Guiding Principles

Four fundamental principles guided the study:

1. Encourage creativity and innovation despite the current regulatory and environmental constraints.
2. Use individual and small group open-format interviews rather than questionnaires or large group meetings.
3. Recognize that transparency and breadth of the outreach is critical to the long-term credibility of the process.
4. Pursue a full range of entrepreneurial, governmental, and nonprofit ideas.

Caveat

This report presents a **summary of the information gathered through interviews with representatives of 34 different stakeholder groups**. In the course of the interviews, information about site conditions and potential constraints were frequently mentioned. While some of this information is included in the Findings and Interview Summaries sections, this report is not a due diligence report on such site conditions and constraints.

Most of the private sector participants and some of the government and nonprofits were well aware of and frequently mentioned severe site constraints posed by:

- The contaminated groundwater plume.
- Zoning restrictions limiting the site to institutional uses.
- Title transfer issues from the Navy to the City of Irvine and finally to the County.
- The low trip allowance granted by the approved EIR.
- The need to extend and realign Marine Way in a timely manner to provide access to the site.
- The presence of on-site warehouses that have been previously committed to other users.

Executive Summary: Land Use and Transaction Ideas

The following lists the array of possible uses that emerged from this stakeholder outreach program. These land use and transaction ideas are described in more detail in the Findings section of this report.

Land Use Ideas and Needs

County Agency Uses

- County Civic Center
- Central Library
- Emergency Services Center
- Probation Field Services Center
- Social Services Center
- Workforce Program Center
- Public Health Laboratory
- Regulatory Health/Behavioral Health Center
- Affordable Housing
- Homeless Services Center
- Multi-Purpose Service Center

Other Government Uses

- East County Justice Center
- Animal Services Center

Nonprofit Entities

- Nonprofit Incubator
- Great Park Programs and Services Center

Transportation Support Uses

- Rail Yard
- Bus Maintenance Facility

Educational Uses

- University Satellite Campus
- Field Research Center and Collections Storage
- Orangewood Academy School

Cultural Uses

- Museum
- National Cultural Center of the Native Americans

Recreational Uses

- Sports Park
- Water Park

Retail Uses

- Neighborhood-Oriented Retail Center
- RV Sales Park

Mixed-Use

- Transit Oriented District (TOD) Expansion (including significant residential development)

Commercial & Industrial Uses

- Warehouse & Distribution Center

Land Surface Ideas

Transaction/ Implementation Options

- County Use
- Other Government Use
- Cultural and Educational Use
- Recreational Use
- Private Sector Use
- Interim Use
- Exchange
- Sale
- Lease

Executive Summary: Team Observations

During the outreach process, the Gensler Team made the following observations.

- We were impressed with the **variety and number of uses suggested** by the different stakeholder groups. This suggests that more real opportunities exist for the Parcel's development and its ultimate value to the County and the community than anyone may have realized.
- Most of the private sector **participants** and some of the government and nonprofits **were well-aware of the severe site constraints** posed by the groundwater pollutant levels, zoning restrictions, title transfer issues, and the low trip allowance granted by the approved master plan. For the most part, they believed that it would be extremely difficult to re-open the EIR to allow revenue generating uses and more density (i.e. trips). In several cases, the Gensler team had to keep reminding stakeholders to try and think beyond these constraints.
- On the other hand, many **other participants were somewhat unaware of the Great Park Plan** and were initially surprised that the County was allocated 100 acres in the MCAS transfer.
- Several participants talked about the **concept of exchanging the Parcel** for something that the County might find more useful. But all were vague about how such a transaction would work in view of the existing constraints.
- Some interviewees **felt strongly that the County has an obligation to use the Parcel to serve its constituents**, while others felt just as **strongly that the Parcel should be sold to the highest bidder and developed according to the demands of the market**. We were surprised to find that the divide in opinion was not purely based on the interviewee's professional affiliation. For example, some private sector stakeholders felt that the Parcel should serve County Agency needs, not just to maximize revenue.
- Several stakeholders expressed **concern that the current state of the housing market would have a significant impact** on the planning, phasing, and development of the Lennar housing communities. Since some of the ideas for the Parcel's use were conditioned on the development and absorption of those communities, there were concerns that there could be delays in the realization of a particular idea.
- Of the private sector developers that we interviewed, some felt that the **current state and trend in the costs of construction would impact the financial feasibility of an idea**, even in the long-term. For example, we were surprised to find that no stakeholders felt a high-rise structure would work on the site primarily due to cost concerns.

Executive Summary: Key Interview Findings

The following findings represent a compilation of the key findings from the stakeholder interviews.

- There is **no immediate County Agency need** for land or facilities in this location. While several agencies, including Probation, Health Care Agency (HCA), Housing and Community Services (HCS), Social Services Agency (SSA), and the Orange County Public Library, expressed a need for new facilities, the El Toro Parcel was not identified as being the best location in the short term.
- The Parcel is a **potentially valuable piece of land**, but its value may not be fully realized until the rest of the former MCAS has been developed (ie, Great Park, Lifelong Learning District, TOD, etc).
- The Parcel will **gain value if it can be re-zoned and entitled** for development. The Parcel is currently zoned for institutional use by the City of Irvine.
- The Parcel has **many significant constraints** to its use that may affect the County's ability to develop or dispose of the property. These constraints include, but are not limited to, the Parcel's long and narrow dimensions, adjacency to the rail tracks, contaminated groundwater, other potential contamination hot spots, trip restrictions included in the existing EIR, two warehouses owned by private nonprofit groups, the need for Marine Way to be realigned, and the uncertain timing of environmental remediation.
- There are opportunities for the County to engage in **sale and/or land exchange negotiations** with Heritage Fields, the City of Irvine, University of California Irvine (UCI), and the OCTA.
- There are several opportunities for the Parcel to **provide ongoing revenue to the County**. The prospect of a public/private partnership could provide both an ongoing revenue source to the County as well as a potential for increasing land value.
- **Timing is crucial**. The City of Irvine, Heritage Fields, and the Great Park Corporation are all actively moving forward with initial development planning. This presents a good opportunity for the County to engage in discussions with these groups prior to the finalization of any development plans.
- It is likely that the environmental clean-up of the site could take 8-10 years or more. There may **be interim uses that could generate income** for the County and support the needs of the Great Park.

Part II. Process and Methodology

Process & Methodology

Process

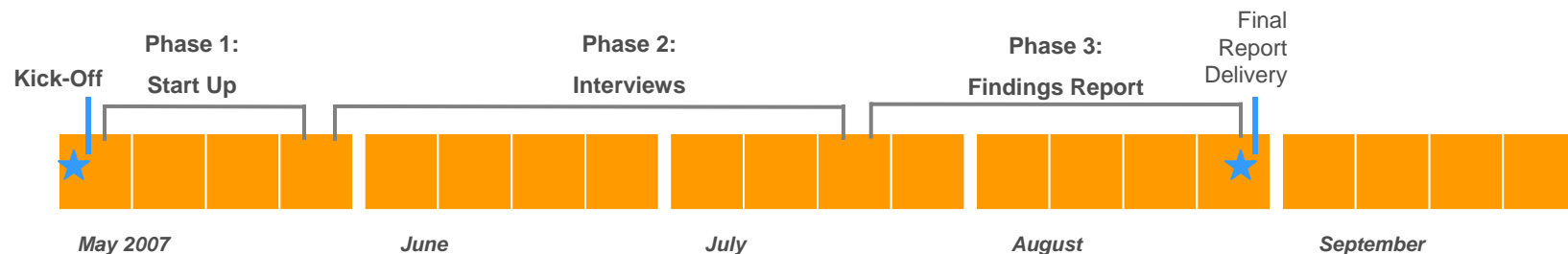
The El Toro Stakeholder Outreach Project consisted of three distinct phases of work that were carried out over the course of 16 weeks from May through August of 2007:

- Phase 1: Start Up
- Phase 2: Interviews
- Phase 3: Findings Report

Before reaching out to stakeholders, representatives from Gensler and RDMD met with each member of the County Board of Supervisors to inform them of project objectives and processes, and to elicit any suggestions that they might have. Each Supervisor provided high-level guidance on how to approach this study, and on occasion, recommended specific persons or entities to approach as potential stakeholders. The original scope included 25 separate stakeholder interviews (including the five members of the Board of Supervisors). Seven meetings were subsequently added for a total of 32 interviews with representatives of 34 different stakeholder groups.

Selection of Participants and Schedule

Members of the Board of Supervisors with assistance from RDMD provided a suggested list of stakeholders with appropriate contact information. Prior to each interview, participants received a short briefing paper explaining the purpose and scope of the meetings. Gensler team members along with RDMD staff spent approximately 1-2 hours with each stakeholder at either their offices or at the RDMD offices. To maintain consistency, the team used a standard set of interview questions as an initial guide for all discussions. These questions are included in the appendix for reference. The series of interviews occurred during the months of June and July 2007.



Interview Summaries: Overview

List of Stakeholder Interviews

The team interviewed 34 different stakeholders representing five basic categories:

- County Board of Supervisors
- Orange County Agencies and Departments
- Other Governmental Entities
- Nonprofit Organizations
- Private Sector Entities

Summaries of each interview are included in the Interview Summaries section of this report.

County Board of Supervisors

- Supervisor Chris Norby
- Supervisor John Moorlach
- Supervisor Janet Nguyen
- Supervisor Bill Campbell
- Supervisor Pat Bates

Orange County Agencies and Departments

- Health Care Agency
- Housing and Community Services
- Orange County Public Library
- Probation Department
- RDMD Corporate Real Estate
- Social Services Agency

Other Governmental Entities

- City of Irvine
- City of Lake Forest
- Irvine Ranch Water District
- Orange County Transportation Authority
- Superior Court of California, County of Orange
- University of California, Irvine
- California State University Fullerton

Nonprofit Organizations

- Families Forward
- Great Park Conservancy
- Great Park Corporation
- National Cultural Center of the Native Americans
- Orangewood Children's Foundation
- South County Animal Shelter Coalition
- Community Sports Institute

Private Sector Entities

- AMG Realty Investors
- Great Park Design Studio
- Grubb & Ellis
- The Irvine Company
- Lennar/Heritage Fields, LLC
- ProLogis
- Starpointe Ventures
- Stoffel & Associates
- Westfield Group

Part III. Findings

Findings: Overview

Interviewees suggested a broad range of potential uses for the Parcel. The amount of space/land required for each use varies, and many of the uses would not require exclusive use of the entire 100 acre parcel.

This section summarizes both the land use ideas and the transaction/ implementation ideas discussed in the interviews.

Land Use Ideas and Needs

- County Agency Uses
- Other Government Uses
- Nonprofit Entities
- Transportation Support Uses
- Educational Uses
- Cultural Uses
- Recreational Uses
- Retail Uses
- Mixed-Use
- Commercial & Industrial Uses
- Land Surface Ideas

Transaction/ Implementation Options

- County Use
- Other Government Use
- Cultural and Educational Use
- Recreational Use
- Private Sector Use
- Interim Use
- Exchange
- Sale
- lease

Findings: Land Use Ideas and Needs

County Civic Center

Relocation of the County Seat and County Civic Center services to the El Toro site.

Size Requirement: To be determined
Sources: Supervisor John Moorlach
Probation Department

BENEFITS

- A new County Civic Center located adjacent to the Great Park could enhance the services, identity, and legacy of the County for years to come.
- Moving the Civic Center would allow County-owned land in downtown Santa Ana to be used for redevelopment.
- The site is well served by public transit.
- A 100-acre parcel provides ample space to accommodate a major Civic Center.

CONCERNS

- Relocation of the County seat requires a public vote.
- Relocation requires significant capital and relocation costs.
- Relocation could involve potential political hurdles.
- Trip generation will require reopening EIR.
- The El Toro site is not located in the geographic center of the County.
- Vehicle access is limited to Marine Way.
- Site configuration restricts planning opportunities.

County Agency Uses

Central Library

Development of a Central Library, including relocation of the Orange County Public Library headquarters.

Size Requirement: 10 - 15 acres
Source: Orange County Public Library

BENEFITS

- A Central Library is envisioned as a marquee facility that would be a County-wide resource and an architectural and cultural landmark for the County.
- A Central Library would support the educational goals of the Great Park. Current Great Park plans include a Cultural Terrace with a location for a library. It is not clear if there will be space allocated in the final Great Park Plan for the library.
- Library headquarters and warehouse could be relocated to the new facility, creating backfill or new development opportunities at the existing St. Andrews Place facility.
- There is direct access to public transit.

CONCERNS

- Central Library would require significant capital and relocation costs.
- Limited Library Department funds are needed to address facility issues at existing Library branches.
- A high volume of visitors will result in a high trip generation count for the site, which will require reopening of the EIR.
- The El Toro site is not located in the geographic center of the County.

Findings: Land Use Ideas and Needs

Emergency Services Center

Development of a County emergency operations, services, storage, and distribution center.

Size Requirement: Approximately 3.5 acres
Sources: Health Care Agency
The Irvine Company

BENEFITS

- A County Emergency Services Center could serve needs for storage of medical supplies and emergency equipment, and as a staging area for emergency operations and relief services.
- The Center could be developed for joint use by County agencies, State and local police, fire department, emergency medical services, and Federal Homeland Security services.
- Dedication of land could promote implementation of emergency response plans and help the County leverage funding opportunities.
- This type of use would generate non-peak hour vehicle trips.
- Rail and freeway access would allow efficient distribution of supplies and resources.
- Great Park could serve as an added resource for emergency operations staging.

CONCERNS

- The El Toro site is not located in the geographic center of the County.
- Vehicle access is limited to Marine Way.

County Agency Uses

Probation Field Services Center

Development of a Probation Department Field Services Center and Day Reporting Center to serve the needs of South County.

Size Requirement: 30 - 40,000 SF building for field service office
20,000 SF building for a day reporting center
Source: Probation Department

BENEFITS

- There is an increasing need for Probation field services in South County. Probationers already living in South County currently need to travel great distances to report in. Probation field staff are required to drive long distances from their offices to check in on clients in much of South County. This limits the number of cases that they can work on in any given day.
- It is difficult for Probation to find space where they can locate their service centers because of community and landlord concerns about the behavior of the clientele served. The best option is generally to be located in County-owned buildings.
- Probation may need to move from their current location at Moulton Parkway within 3 years.
- Public transit access would benefit both employees and clients.

CONCERNS

- The use does not enhance the goals of the Great Park.
- The high visitor traffic and employee trip generation may require reopening of the EIR.
- The location is not ideal to serve the Probation Department's anticipated needs. Other locations within South County, particularly those near a court facility, would be better.

Findings: Land Use Ideas and Needs

Social Services Center

Development of a Consolidated Social Services One-Stop Service Center to meet the needs of South County.

Size Requirement: Approximately 250,000 SF building
Source: Social Services Agency

BENEFITS

- There is an increasing need for Social Services to serve the growing and aging population in South County.
- The one-stop model of service delivery provides benefits to clients and gives Social Services staff the ability to provide a more comprehensive set of services to clients.
- Consolidation/co-location of programs can also help programs save on operational costs.
- Public transit access would provide options for both employees and clients.

CONCERNS

- Separate client and staff parking areas are needed for security.
- The location is not ideal to serve the Social Services Agency's anticipated needs. Other locations within South County closer to the client populations would be better.

County Agency Uses

Workforce Program Center

Development of a new Workforce Development Center that would provide skills training and job placement services.

Size Requirement: To be determined
Source: Housing and Community Services

BENEFITS

- A one-stop Workforce Program Center would provide a comprehensive group of services including workforce development, skills training, and job referrals.
- Currently, there is a workforce program center located at the Irvine Spectrum. That lease will expire soon. The El Toro Parcel could provide an opportunity for relocation and expansion of the workforce development program.
- Irvine is a good location for these services.
- Public transit access would provide options for both employees and clients.

CONCERNS

- Client and visitor trip generation may require the reopening of the EIR.

Findings: Land Use Ideas and Needs

Public Health Laboratory

Development of a New Public Health Laboratory to replace the existing facility at 17th Street.

Size Requirement: 35 - 50,000 SF building
Source: Health Care Agency

BENEFITS

- The current health care lab at 17th Street will need to be replaced within the next 10 years.
- Public Health services can be difficult to site because of community concerns. Therefore, locating these services on County-owned land makes sense.
- If a health care lab were located on the El Toro site, there might be an opportunity to provide exhibit spaces to educate the public on health care issues. These exhibit spaces would not be located within the lab facilities itself due to concerns of contamination.

CONCERNS

- The Lab should be located near the Public Health Clinic at 17th Street in order to minimize transport of testing samples.
- One of the drawbacks of having a rail yard next to public health care facilities is the potential vibration and noise.

County Agency Uses

Regulatory Health/Behavioral Health Center

Development of a new Regulatory Health Services field office and or a Behavioral Health program center.

Size Requirement: 15 - 45,000 SF building
Source: Health Care Agency

BENEFITS

- A Behavioral Health facility would house a methadone clinic and a mental health clinic.
- A Regulatory Health Center would provide an office setting and public counter for the needs of environmental inspectors, restaurant inspectors, and recycling program management.
- Behavioral Health services can be difficult to site because of community concerns. Therefore, locating these services on County-owned land makes sense.
- There may be some funding available through Proposition 63 for Behavioral Health programs.

CONCERNS

- There may be community concern about locating behavioral health programs close to the Great Park.
- Public visitors and employee trip generation at a Regulatory Health Center may require the reopening of the EIR.

Findings: Land Use Ideas and Needs

Affordable Housing

Development of new affordable housing, either as a stand alone development or as part of a larger residential or mixed use development.

Size Requirement: Minimum of 5 acres needed
Source: Housing and Community Services

BENEFITS

- Affordable housing development could serve the needs of the growing elderly population and/or families.
- Any land that is made available in this area could be used for affordable housing.
- Several potential funding models are possible for affordable housing development, including partnerships with the City of Irvine and Heritage Fields/Lennar.
- Affordable housing development supports some of the goals of Heritage Fields and the City of Irvine to provide affordable housing and community services as a part of the Great Park development.
- Location near the transit station will benefit residents.
- Location near the Heritage Fields TOD site will benefit any affordable housing development on the County Parcel.

CONCERNS

- There is often a perception in the community that affordable housing is damaging to the community and to land values.
- The rail line adds noise and vibration to the site. Mitigation is possible, but it could be expensive.
- Residential use and trip generation may require the reopening of the EIR.

County Agency Uses

Homeless Services Center

Development of a new type of Homeless Services facility which could consolidate many services into one location.

Size Requirement: To be determined
Sources: Housing and Community Services
Families Forward

BENEFITS

- A Homeless Services Multi-Service Center could serve the needs of either families or the chronically homeless. These different populations should ideally be served at separate locations.
- Co-location of a homeless services center with a Social Services center could provide a continuum of care for families. This would help families better access the available and needed services and help them better assimilate back into their communities.
- It is likely that eventually there will be a homeless population in the Great Park, and that the location of homeless services in the area will be a benefit to the community.

CONCERNS

- The community may have concerns about homeless populations moving to the area because of the services.
- The site is not centrally located to serve the existing homeless population.

Findings: Land Use Ideas and Needs

County Agency Uses

Multi-Purpose Service Center

Development of a multi-agency service center would centralize many public services to one facility, allowing for greater convenience and efficiencies for providers and recipients.

Size Requirement: To be determined

Sources: Housing and Community Services
Social Services Agency
Orangewood Children's Foundation
Families Forward
City of Irvine
Heritage Fields
Great Park Design Studio
Starpointe Ventures

CONCERNS

- The El Toro site is not located near the majority of the populations served by these County services.
- Public visitors may result in trip generation that requires the reopening of the EIR.

BENEFITS

- A multi-agency campus could serve many user groups in one location, creating the ability for clients to access multiple services. This would provide a better continuum of care for the County's residents and clients.
- Services could include a combination of the following: youth and family resource center, homeless services center, workforce development and job training center, behavioral health center, and social services center.
- A multi-agency campus could also encourage agencies to share resources and expertise with each other. Proximity to public transit would benefit both clients and employees.

Findings: Land Use Ideas and Needs

Other Government Uses

East County Justice Center

Development of a new East County Justice Center.

Size Requirement: Approximately 16 acres

Source: Superior Court of California

BENEFITS

- The establishment of an East County Justice Center is part of the State's long-range strategic facilities plan to support the expected population in the eastern part of the County. Population in this area is estimated to reach one million residents within the next 10-15 years.
- Twenty percent of the site would support court-related County agencies such as the District Attorney, Public Defender, Probation, and justice-related healthcare services.
- The State would pay for the Development of the Court. However, the County would be responsible for financing the portion of the facilities dedicated to County use.
- Proximity to public transit would benefit both visitors and employees.
- The TOD could provide amenities to Court staff, jurors, and other visitors.

CONCERNS

- Court would ideally be located further east in the County, closer to the population it will serve.
- Jurors, staff, attorneys, visitors, and traffic court defendants would create significant trip generation on the site.
- Use and trip generation would likely require the reopening of the EIR.

Findings: Land Use Ideas and Needs

Other Government Uses

Animal Services Center

Development of a new Animal Services Center (shelter) to serve the needs of the four South County cities that currently do not operate their own animal shelters.

Size Requirement: Approximately 4.5 - 5.5 acres.

Sources: South County Animal Shelter Coalition
City of Lake Forest

BENEFITS

- Four cities in South County (Lake Forest, Rancho Santa Margarita, Aliso Viejo, and Laguna Hills) do not currently operate their own animal shelters. These cities contract with the County's central animal shelter or the shelters of neighboring cities, causing overcrowding in those facilities.
- The Coalition estimates that the shelter would serve approximately 4,000 animals per year and relieve overcrowding at the County shelter as well as at the Irvine and Mission Viejo shelters.
- With less overcrowding, the animal euthanasia rate could be minimized.
- A full service animal services center could accommodate an animal shelter as well as pet stores, veterinary clinics, kennels, doggie daycare, etc.
- A local shelter would be more convenient for South County residents.

CONCERNS

- Animal noise could impact residential development.
- It is not ideal to be located at a noisy location; however, the shelter could be made to work even in a noisy location.
- People might be encouraged to abandon pets in Great Park knowing that the animal shelter is nearby.

Findings: Land Use Ideas and Needs

Non Profit Incubator (Multi Service Office Center)

Development of a shared “incubator” office space for nonprofits serving the needs of Orange County.

Size Requirement: To be determined

Source: Families Forward

BENEFITS

- Office space, training rooms, and meeting facilities could be used by various nonprofit organizations. Bringing these organizations together in one facility or a campus setting would allow them to leverage each other and to create a strong nonprofit community. The Tides Foundation in San Francisco is a model of this type of facility, which allows nonprofits to learn from each other and share resources.
- Creation of a community of social services (public and nonprofit) would provide a better continuum of care for families. This would help families to better access the available and needed services and help them better assimilate back into their communities.

CONCERNS

- None noted.

Nonprofit Entities

Great Park Programs and Services Center

Development of a service center to serve needs directly associated with the Great Park.

Size Requirement: To be determined

Sources: City of Irvine

Heritage Fields

Great Park Design Studio

Starpointe Ventures

BENEFITS

- The Great Park is currently attempting to determine a location within the Great Park for more than 130 program elements. It is unlikely that everything will be accommodated.
- A multi services facility on the County Parcel could provide space for several elements that need to be in or near the Great Park. This could include educational services, emergency services, park administrative and maintenance facilities, and food banks, among other services. A multi service center could also include County Agency uses as appropriate.
- A Center could provide shared resources for the above-noted service providers.
- An adjacent Program and Service Center supports a holistic vision for the Great Park and surrounding area.

CONCERNS

- None noted.

Findings: Land Use Ideas and Needs

Transportation Support

Rail Yard

Development of a new rail yard to serve current and future needs for rail maintenance on the Metrolink Orange County Line corridor.

Size Requirement: Approximately 25 acres
Sources: OCTA
RDMD
Irvine Ranch Water District
Heritage Fields

BENEFITS

- The Parcel's adjacency to the rail tracks and proximity to the Metrolink station makes an ideal site to support train parking.
- Metrolink service on the Orange County Line is expected to expand significantly within the next 10 years. This will significantly increase the number of trains that need to be accommodated.
- Because of the nature of rail yard use, minimal environmental remediation would be required.
- The site's configuration is ideal for needs of the rail yard.
- Since the rail yard is active in off-peak hours, much of its traffic generation will also be during off-peak hours.

CONCERNS

- Rail yard use can create noise in the evening and early morning, making it incompatible with residential development.
- The long, narrow proportions of the required acreage will minimize and impact the remaining portions of the Parcel.



Findings: Land Use Ideas and Needs

Transportation Support

Bus Maintenance Facility

Development of a new bus maintenance yard to replace the existing yard on Sand Canyon Road, or an expansion of the Sand Canyon facility to replace land that will be required for the realignment of Marine Way.

Size requirement: Approximately 12-13 acres

Sources: OCTA
Irvine Ranch Water District
Heritage Fields

BENEFITS

- There is an existing bus facility at the corner of Sand Canyon Road and Marine Way. The future realignment of Marine Way will require the use of a portion of the existing bus maintenance facility.
- As the current bus facility is adjacent to Marine Way, using the County Parcel for either an expansion of the existing facility or the replacement of the existing facility could add flexibility in Marine Way's realignment.

CONCERNS

- An expanded bus facility will create additional traffic and noise from employee vehicles as well as buses.
- Marine Way is the only vehicle access way, which could create impacts on one of the main Great Park entrance corridors.

Findings: Land Use Ideas and Needs

University Satellite Campus

Development of university classroom facilities to serve as a satellite campus for one of the large Orange County-based universities.

Size Requirement: Up to 20 acres
Sources: Cal State University Fullerton
UC Irvine

BENEFITS

- Cal State Fullerton currently has facilities in the Lifelong Learning District, which it uses for upper division and graduate level classes. The location works well, and CSUF would like to build on its satellite campus presence in the area. If the existing facilities cannot remain in place at the Lifelong Learning District, the County's Parcel could be an alternative site.
- UC Irvine currently has 200 acres of land north of the El Toro site. They would like to develop an International Institute for Sustainability (120,000 SF of classrooms and office space) or a UCI Extension facility (up to 20,000 SF). They have some concern that they may be constrained in their development of the land, in which case they would consider the County Parcel as an alternate location.
- A satellite campus would provide additional educational services and resources to the community.
- Educational program complements the goals of the Lifelong Learning District and the Great Park.

CONCERNS

- Student trips will result in trip generation that may require the reopening of the EIR.

Education Uses

Field Research Center and Collections Storage

Reuse of existing warehouse space to serve as a collections storage and research center.

Size Requirement: To be determined
Sources: Cal State University Fullerton
RDMD

BENEFITS

- Provides safe storage and research capacity for the valuable paleontology collection currently housed in the Chestnut Street storage facility in Santa Ana.
- Allows the collection to move out of the Chestnut Street facility, which could then be redeveloped.
- Could be an interim use of part of the site while site cleanup is ongoing.

CONCERNS

- Vibration from rail line may affect safety of storage and research activities.

Findings: Land Use Ideas and Needs

Education Uses

Orangewood Academy School

Development of a boarding school academy for foster youth.

Size Requirement: Approximately 23 acres
Sources: Orangewood Children's Foundation
Social Services Agency
City of Irvine

BENEFITS

- The Academy's goal is to provide a supportive learning environment for youth in the County's foster children programs. Approximately 100 day-students from the surrounding community could also attend the Academy. The Academy would be modeled on San Pasquale Academy near San Diego.
- It would provide educational resources for an underserved population in the community.
- Orangewood has been promised land in the Lifelong Learning District for the Academy. However, plans for the Lifelong Learning District are not finalized and there is a chance that the Orangewood Academy will not be allocated land in the final plans. If this happens, the County's Parcel would be a good alternate location.

CONCERNS

- Classroom facilities are already planned in the Lifelong Learning District.
- Use may require rezoning and/or reopening of the EIR.
- Staff and day student visits may result in trip generation that requires the reopening of the EIR.

Findings: Land Use Ideas and Needs

Museum

Development of a new facility that could serve needs for a Natural History Museum, a Railway Museum, or a Native American Cultural Museum, among other ideas.

Size Requirement: Approximately 57,000+ SF
Sources: Cal State University Fullerton
City of Irvine
National Cultural Center of the Native Americans
The Irvine Company

BENEFITS

- A museum would increase the cultural tourist appeal of Orange County.
- A museum facility could provide an opportunity to exhibit County collections, history and culture.
- Given proximity to the Great Park, the Parcel presents an ideal location for a museum to serve both tourists and local visitors.
- A cultural and educational attraction complements the Great Park vision and programs.

CONCERNS

- Lifelong Learning District or the Great Park Cultural Terrace might be a more appropriate location. High volume of visitors will create trip generations. Use and trip generation may require the reopening of the EIR.
- Noise from the railway may be disturbing to the Museum programs.

Cultural Uses

National Cultural Center of the Native Americans Campus and Resort

Development of a new destination cultural center and training facility that would be a worldwide tourist destination that informs visitors on Native American culture.

Size Requirement: 100 acres
Source: National Cultural Center of the Native Americans

BENEFITS

- The Cultural Center would be a national and international tourist destination, much like the Polynesian Cultural center in Hawaii. It would include cultural presentation/performance facilities, classroom/training facilities, conference facilities, and a tourist/conference hotel.
- The Center would provide the City and County with revenue streams and would provide jobs for the local area.
- The Cultural Center program compliments the educational and cultural vision of the Great Park and its programs.
- Great Park location is highly visible and has access to public transit.

CONCERNS

- High volume of visitors will create trip generations.
- Use and trip generation will require the reopening of the EIR.
- Large amount of land required negates other potential uses of the site.

Findings: Land Use Ideas and Needs

Sports Park

Extension of the Sports Park planned for the adjacent area of the Great Park.

Size Requirement: Up to 100 acres
Sources: City of Irvine
City of Lake Forest
Grubb & Ellis
Westfield

BENEFITS

- The region could use a destination for national tournaments which draw other forms of consumer spending, including retail and hospitality development.
- Playing fields could be run as pay-for-play facilities to generate revenue.
- The sports park could leverage and augment the sports park facilities being planned for the Great Park.
- The County Parcel is large enough to accommodate sports playing fields (soccer, badminton, tennis, etc.) as well as more specialized facilities like an equestrian center.

CONCERNS

- Sports Park facilities are already part of the Great Park master plan.
- Noise and vibration from the rail line could disrupt sports events.
- Visitors would create trip generation that may require the reopening of the EIR.
- Large amount of land required could negate other uses.

Recreational Uses

Water Park

Replacement of a recreational Water Park currently located elsewhere in Irvine.

Size Requirement: Up to 20 acres
Source: Starpointe Ventures

BENEFITS

- *Wild Rivers*, a recreational water park operating in Irvine, will not be renewing its current lease and wishes to relocate. The water park is a recreational resource for County residents.
- Lease arrangement could generate ongoing revenue for the County.
- Location near the Great Park compliments the recreational goals of the Great Park.

CONCERNS

- Use and visitor trip generation will likely require the reopening of the EIR.

Findings: Land Use Ideas and Needs

Neighborhood-Oriented Retail Center

Development of a retail center that would serve the needs of the local community as well as park visitors.

Size Requirement: Up to 100 acres
Sources: Stoffel & Associates
Westfield

BENEFITS

- Retail development could become an ongoing revenue source for the County and the City of Irvine.
- Retail development will serve the needs of residents of the many residential developments currently being planned and built in the area.
- Possible development options include: a retail center with a large grocer, a sports superstore, or a restaurant-focused development.
- Retail can serve the needs of visitors to the Great Park.

CONCERNS

- Use and trip generation will likely require the reopening of the EIR.
- The Irvine Spectrum would be a major competitor.
- Marine Way is the only vehicle access.
- The odd shape of the Parcel (long and narrow) is not conducive to some retail uses.

Retail Uses

RV Sales Park

Replacement of the Traveland USA RV sales park that is currently operating on a nearby site.

Size Requirement: Approximately 34 acres
Source: Starpointe Ventures

BENEFITS

- Traveland USA, a conglomerate of 12 RV dealers, is looking for a 10-year lease to replace its current lease with the Irvine Company (expires October 2007).
- An RV sales park could be a revenue driver for the County and City. Traveland USA currently pays \$1 million annually for 34 acres, and generates \$2 - 3 million in sales tax revenues for the City.
- An RV sales park could be an interim surface use for the Parcel, but the dealer would want a minimum 10 year lease.
- The Parcel is near the existing Traveland USA RV Sales Park.

CONCERNS

- There is some concern that the Parcel may not be available within the timeframe that Traveland USA needs to relocate.

Findings: Land Use Ideas and Needs

Mixed-Use

Transit-Oriented District (TOD) Expansion

Expansion of the TOD that Heritage Fields is planning to the east of the County Parcel.

Size Requirement: To be determined

Sources: Heritage Fields
Irvine Ranch Water District
AMG Realty Advisors

BENEFITS

- Depending on the development financial structure, this type of development could become a revenue source for the County.
- Expansion of the mixed-use TOD could create additional opportunities for housing, commercial, and retail development around the existing transit station that would benefit Orange County residents.
- Expansion of the TOD may provide opportunities to incorporate some affordable housing or County agency needs into a mixed-use community.
- The County Parcel is located close to the transit station and directly adjacent to the area that Heritage Fields has designated for the TOD.

CONCERNS

- Residential or mixed-use will require new zoning and will likely require the reopening of the EIR.
- Noise from the rail line may not be compatible with residential development.



Findings: Land Use Ideas and Needs

Commercial / Industrial

Warehouse and Distribution Center

Development of a Warehouse and Distribution Center complex.

Size Requirement: To be determined

Source: ProLogis

BENEFITS

- There is a strong demand for warehouse and distribution center development in Orange County and throughout Southern California.
- Warehouse and distribution center development could provide a strong revenue source for the County.
- Warehouse developers may have significant experience in development of brownfield sites and site cleanup.
- Development could include a variety of spaces, including large warehouses, warehouse and office combinations, and startup business incubator space.

CONCERNS

- Since Marine Way is the only vehicle access, an alternate truck route through the County Parcel may need to be developed.
- Use and trip generation may require reopening of the EIR.
- Use does not support the goals of the Great Park.

Findings: Land Use Ideas and Needs

Land Surface Uses

Land Surface Uses

Development of environmentally beneficial uses that can generate some revenue while benefiting the environment of the Great Park, the County, and the region. These could include green waste processing, tree farm, plant nursery, solar panels, or environmental education. These uses could be interim while the Great Park is being developed, or permanent.

Size Requirement: Up to 100 acres
Sources: City of Irvine
UC Irvine
ProLogis

BENEFITS

- Environmentally beneficial uses could also be used as long-term ongoing revenue sources that benefit the environment and support the goals of the Great Park.
- These uses also benefit the ongoing development of the Great Park and the Park's overall environmental goals.
- Environmental uses will likely have a low trip generation count.

CONCERNS

- Some environmental uses will provide only minimal revenue generation.
- Some of these uses may require that site cleanup be completed.

Findings: Transaction / Implementation Options

One of the key ingredients to successful project implementation is to properly link the type of land use and development entity with the appropriate transactional structure. The listing below notes the land uses described by the stakeholder participants and the types of transactions that could occur. In virtually all cases, prior to any disposition, the 100-acre site would be parcelized through a master planning process.

County Use

- Retain parcel ownership and finance internally
- Create a sale/leaseback or a ground lease/leaseback

Other Government Use

- Long-term ground lease
- Outright parcel sale
- Lease with a co-located County use

Cultural & Educational Use

- Long-term ground lease
- Outright parcel sale

Recreation Use

- Long-term ground lease
- Outright parcel sale
- Short-term ground lease if use is interim

Private Sector Use (e.g. retail, mixed use, industrial)

- Long-term ground lease with possible County participation
- Outright parcel sale
- Public/Private partnership

Interim Use (public and private sector)

- Short-term ground leases

Exchange

- Direct or Indirect Land Exchange with a public or private entity that has property better suited to the County's needs

Sale

- Outright sale of all or portions of the parcel to private sector developers in as is condition
- Sale after re-entitlement and elimination of other hurdles

Part IV. Interview Summaries

Interview Summaries: Overview

Over a two-month period, the team interviewed 34 different stakeholders representing five basic categories:

- County Board of Supervisors
- Orange County Agencies and Departments
- Other Governmental Entities
- Nonprofit Organizations
- Private Sector Entities

Selecting the list of stakeholders was a collaborative effort between the five County Supervisors, RDMD, and Gensler. Most interviews were conducted in person and lasted between one - two hours.

County Board of Supervisors

- Supervisor Chris Norby
- Supervisor John Moorlach
- Supervisor Janet Nguyen
- Supervisor Bill Campbell
- Supervisor Pat Bates

Orange County Agencies and Departments

- Health Care Agency
- Housing and Community Services
- Orange County Public Library
- Probation Department
- RDMD Corporate Real Estate
- Social Services Agency

Other Governmental Entities

- California State University Fullerton
- City of Irvine
- City of Lake Forest
- Irvine Ranch Water District
- Orange County Transportation Authority
- Superior Court of California, County of Orange
- University of California, Irvine

Nonprofit Organizations

- Community Sports Institute
- Families Forward
- Great Park Conservancy
- Great Park Corporation
- National Cultural Center of the Native Americans
- Orangewood Children's Foundation
- South County Animal Shelter Coalition

Private Sector Entities

- AMG Realty Investors
- The Great Park Design Studio
- Grubb & Ellis
- The Irvine Company
- Lennar/Heritage Fields, LLC
- ProLogis
- Starpointe Ventures
- Stoffel & Associates
- Westfield Group

Interview Summaries: Orange County Agencies

Health Care Agency

The Health Care Agency (HCA) is located in 31 locations throughout the County with a strong concentration in Santa Ana. The Agency is responsible for providing health services, planning, and policy development.

Interview Date: Thursday, June 8, 2007

Participants: Phillip Cook, Facilities Manager; Steve Franks, Director of Administration

Proposed Uses

Public Health Lab – The current health care lab at 17th Street will need to be replaced within the next 10 years. As mentioned in the Facilities Master Plan, the relocation of this lab would be costly. Ideally, the lab would be 35,000 to 50,000 SF.

Behavioral Health Care Facility – Such a facility would house a methadone clinic and a mental health clinic. These facilities are typically modest in size, and could be between 15,000 to 30,000 SF.

Regulatory Health Services Center – Regulatory Health needs approximately 45,000 SF for office and public counter space. Functions include environmental inspectors, restaurant inspectors, recycling programs, etc.

Health Emergency Operations Center - This center would be used to distribute medical supplies during an emergency such as a disease outbreak, natural disaster, or terrorist act. The 45,000 SF warehouse would be used for medical supply storage most of the time.

Facility Requirements

- A Lab requires security, special mechanical systems, and secure ventilation. It should also be shielded from vibration such as that generated by rail traffic.
- The Emergency Operations Center would require security and privacy as well as access to various forms of transportation during emergencies. The close proximity of the rail service and freeway system are a plus. Given that the Parcel is across the street from the Great Park, the open spaces at the Park could be a place of public assembly in case of an emergency.

Potential Financing Plan

- A Public Health Lab would be financed from the County General Fund.
- There may be some funding available through Proposition 63 for behavioral health programs.

Barriers and Challenges

- Public health services can be difficult to locate because of local community concerns. Therefore, locating these services on County-owned land would be a way to circumvent those concerns.
- Much of the population served by Public Health resides in the North and Central County. Therefore, locating Public Health facilities in the South County would not be optimal. Further, the Lab should be located near the public health clinic to minimize transportation of sensitive biological samples.
- Given that relocating the Lab will be a high priority within the next 8 to 12 years, it is imperative that potential locations be explored.

Interview Summaries: Orange County Agencies

Housing and Community Services

One of the recommendations from the FMP was that the County consider purchasing a new building for Housing and Community Services (HCS), allowing them to consolidate their functions into one location. HCS sponsors home improvement programs, provides low interest rate financing, and aims to prevent homelessness in the County.

Interview Date: Thursday, June 8, 2007

Participants: Paula Burrier-Lund, Director; Julia Bidwell, Deputy Director

Proposed Uses

- **Workforce Development Center** – HCS currently runs a job training center out of the Irvine Spectrum. However, the lease will expire soon. El Toro could serve as a replacement location where prospective workers could take a variety of course offerings (English as a second language, computer training, etc.).
- **Affordable Housing** – The Parcel sits within the Orange County Great Park Redevelopment Project. As with all redevelopment projects, there is a general requirement that 20% of all tax increment revenue generated within the project area be used for affordable housing. If the County or a private developer, such as Heritage Fields, builds housing on the site, HCS believes 20 - 30% of the development could be reserved for affordable housing.
- **Assisted Living** – One of the fastest growing age groups in the South County are seniors. As a result, assisted living facilities are expected to be in high demand.
- **Homeless Service Center** – A homeless service center could provide a range of services such as food distribution and transitional housing.

Site Issues

- The Parcel at El Toro might not be the best location for homeless services given the wide geographical distribution of the homeless population in the County. Further, industrial surroundings would be preferable instead of destinations like the TOD and the Great Park.

Potential Financing Plan

- Financial plans were not discussed.

Barriers and Challenges

- Specific barriers or challenges were not discussed.

Interview Summaries: Orange County Agencies

Orange County Public Library

The Orange County Public Library's current administrative headquarters at 1501 E. Saint Andrew Place in Santa Ana functions well as an office and central warehouse.

Interview Date: Thursday, May 31, 2007

Participants: Helen Fried, County Librarian; Christine Eastwood, Director, Administration & Facilities; David Sankey, Director, Fiscal and Purchasing Services

Proposed Uses

- **“Great Library”** – As a complement to the Great Park, a marquee location could become a symbol for the County in the El Toro area. It would become a regional cultural destination similar to the Central Library in Los Angeles. The Library would serve all County residents and park visitors. An ambitious plan would be to develop a 300,000 SF library on 10 - 15 acres. A less ambitious plan would be for a 50,000 SF community library. If administrative functions were relocated from the Santa Ana property, an additional 50,000 SF would be needed. Moving the facility from Saint Andrews Place in Santa Ana would also free up that building for other County uses or possible sale.

Location Issues

- There is currently a location identified for a new library within the Great Park although the final acreage and building size is uncertain.
- There may not be a perceived need for a library in Irvine as there are already two community libraries and a third is being built.

Potential Financing Plan

- All operating costs for County libraries come from property tax revenues. Even if the City or the Great Park funded the physical construction of a new library, the County would incur significant operating costs.
- Building construction would be the responsibility of the City of Irvine.
- A gift shop located on site could help offset some of the high operating costs.
- Foundation funding would be helpful.

Barriers and Challenges

- The Orange County Public Library is concerned with the perception that the County should focus on the 23 cities in the County that have aging library facilities instead of building a new marquee location in a non-central, affluent part of the County. A determination must be made on which is a higher priority.

Interview Summaries: Orange County Agencies

Probation

Probation needs a stronger presence in the South County due to expected caseload growth. Many probationers and probation staff live in the South County and currently need to travel to field offices in other parts of the County. Increased travel time means that fewer cases can be served. If the Governor's proposal - that Counties assume greater responsibilities from parole offices - takes effect, workload could drastically increase.

Interview Date: Wednesday, May 30, 2007

Participants: Linda Barry, Supervising Manager, Contracts, Property Control & Real Estate Services; Colleen Preciado, Chief Probation Officer

Proposed Uses

- **South County Field Service Center and Day Reporting Center** – Probation offices can be difficult to locate because of the popular perception of their detrimental impact on the immediate neighborhood. Locating an office at El Toro would circumvent the need to find an amenable landlord and would provide Probation with presence in the South County. In total, approximately 60,000 SF would be needed (40,000 SF for a field office and 20,000 SF for a day reporting center).
- **South County Civic Center** – Relocating the Civic Center from Santa Ana to El Toro could provide a site for Probation services in the South County.

Site Issues

- A minimum of 6 spaces per 1,000 SF of office space is required for field offices. Parking requirements are particularly high on Monday and Tuesday, which are drug testing days.
- Ideally, as noted in the FMP, Probation could be better located near the South County court facilities.
- Security issues may exist in the immediate area wherever probation offices are ultimately located.

Potential Financing Plan

- Field Services is a County General Fund program. The day reporting center might be eligible for State funding.

Barriers and Challenges

- It is likely that Probation will have to vacate its existing location in the South County within three years. A new location needs to be identified.

Interview Summaries: Orange County Agencies

RDMD Corporate Real Estate

One of the Resources and Development Management Department's (RDMD) current tasks is to implement the Facilities Master Plan (FMP) as approved by the Board of Supervisors. The overall mission of its real estate group is to proactively manage the County's real estate and facilities portfolio. RDMD Corporate Real Estate has managed the El Toro stakeholder outreach project and has participated in all of the interviews conducted for this report.

Interview Date: Thursday, July 16, 2007

Participants: Bob Wilson, Director, Internal Services; Tony Ferrulli, Division Manager, Real Estate & Asset Management Division; James Campbell, Administrative Manager I, Corporate Real Estate; Tom Mason, Administrative Manager II, Corporate Real Estate

Proposed Uses

Orange County Transportation Authority (OCTA) Rail Yard – The rail-adjacent Parcel is ideal for OCTA's needed rail yard. The OCTA has asked for approximately 25 acres. Exchanging land with OCTA's Sand Canyon site is one possible way to accommodate this need.

Public/Private Partnership Development – To provide an ongoing revenue stream to the County and to realize land appreciation value, a joint venture with a development team should be explored to build on approximately 50 acres of the site. The development type would be based on market need. Revenue could be allocated to future County pension obligations. A development partner with experience in brownfield development is preferred. A potential partnership with the Irvine Ranch Water District should also be explored.

Land Bank for Future County Use – The remaining 15 - 20 acres of the site – after allocations for the OCTA Rail Yard and the joint venture development – should be reserved for County use after an interim period of five to ten years.

Land Exchange with Heritage Fields – A possible variation is to exchange a portion of the site with Heritage Field's Lifelong Learning District. The Parcel is not optimally located to provide County agency services given its distance from a community center. Land in the Lifelong Learning District is preferable, especially for the County library, a youth and family resource center, Probation, or the multi-purpose social services center.

Interim Uses – Over the next five to ten years while cleanup is underway, the site could accommodate several different temporary uses that would not be as impacted by the toxic site conditions. The full array of potential interim uses should be explored.

Site Issues

- The City of Irvine would like a buffer included in the area bordering Marine Way.
- Given that the Western part of the Parcel is probably the most polluted, that area could be the most eligible for land banking.
- Several concepts are contingent on increasing trip allocation for the Parcel.

Interview Summaries: Orange County Agencies

RDMD Corporate Real Estate (cont.)

Potential Financing Plan

- OCTA is willing to purchase approximately 25 acres from the County as soon as the land is available for sale. Proceeds from a sale at market rates would be used at the County's discretion, perhaps best applied to support site cleanup activities.
- For the public/private partnership, at least one of the partners would be financial (debt issuer, equity investor, etc.).

Barriers and Challenges

- The El Toro Master Plan and EIR must be re-opened to allow more trips.
- Before any decision can be made, a comprehensive due diligence study of the Parcel's condition and expected value is needed.
- The County should send a message to the community that decisions about the Parcel are being made and that things are moving forward to serve the public need.
- Clean up efforts should be expedited.
- A relocation plan must be developed and implemented for the non-County warehouses that are currently on the site.

Interview Summaries: Orange County Agencies

Social Services Agency

As discussed in the Facilities Master Plan, the South County does not have adequate facilities to accommodate the growth in service demand. Therefore, finding a location in the South County is a high priority for the Social Services Agency (SSA). SSA programs are closely linked with other County departments and nonprofit community-based agencies in multi-disciplinary teams. The goal is to provide accessible and responsive services.

Interview Date: Thursday, May 31, 2007

Participant: Jess Carbajal, Division Director, Administrative Services

Proposed Uses

Social Services “Campus” – Many of SSA’s programs are dispersed at different locations. The new model seeks to provide a comprehensive set of services for clients in one location. Therefore, an SSA hub located at El Toro would allow the County to serve South County populations (seniors are expected to be a growing demographic in the region) and to implement the new approach to service. This SSA space could be in a stand-alone building. Or, it could be part of a greater Community Services Center that would include other Agencies that provide complementary services, specifically Health Care and Housing and Community Services. The South County facility would be approximately 250,000 SF.

Youth Housing – The 10-unit youth housing facility at Tustin was mentioned as an example. A new facility could also tie-in to the Orangewood Academy if it is developed adjacent to the Great Park.

Site Requirements

- Due to security concerns, there should be separate parking areas for clients and staff.
- To serve the public, the facility needs to be close to mass transit.

Potential Financing Plan

- SSA operational funding has increased with services growth, but this funding is not available for capital expenditures. Due to the OMB 87 lease reimbursement program, SSA would want to structure some sort of lease purchase plan for the facility. This would likely involve a public/private transaction with a developer/landlord.
- The current SSA headquarters could be purchased (through the lease conveyance) and then backfilled with another County agency currently in leased space. This could help fund building initiatives at El Toro.

Barriers and Challenges

- Given the time needed to clean up the Parcel, SSA will need to find interim facilities to serve the South County.

Interview Summaries: Other Governmental Entities

California State University Fullerton

California State University Fullerton (CSUF) currently is the only institution in the California State University system with a campus located in Orange County. The main 236-acre campus is located in Fullerton. The Irvine branch campus is located within the Heritage Fields Lifelong Learning District. The school is currently storing its paleontology collection in the County's Chestnut Street facility in Santa Ana.

Interview Date: Monday, July 16, 2007

Participants: F. Owen Holmes, Jr., Associate Vice President
John Smart, Project Coordinator of El Toro Campus and CSU
Vice Chancellor Emeritus

Proposed Uses

- **Storage and Lab Research Facility** – There is concern that the County's Chestnut Street facility is not safe or secure enough to store the paleontology collection. The existing facility also does not provide space for the collection to be adequately studied or displayed. The collection should be relocated to a more suitable location. Options include building a brand new 25,000 SF storage and research facility or converting one of the existing warehouses on the County Parcel as interim storage.
- **Archeology/Paleontology Museum** – CSUF prefers that the museum be located in the Great Park Cultural Terrace. This museum would be approximately 57,000 SF in size and could be modeled on the Page Museum (La Brea Tar Pits) in Los Angeles.

- **Satellite Campus** – CSUF would like to continue to expand its satellite campus and class offerings adjacent to the Great Park. Ideally, this will happen at the existing location within the Heritage Fields Lifelong Learning District. However, with the proposed changes in the Heritage Fields master plan, CSUF may not be able to remain in that location. In that event, the University would need to look at the County Parcel as an alternate. They would want up to 20 acres to house classroom and academic facilities for approximately 3,000 to 4,000 full-time students.

Location Issues

- The nearby transit station would enable students to commute to/from the satellite campus.
- Other cultural facilities, educational facilities, or storage would complement any of the CSUF proposed uses.

Potential Financing Plan

- Development of a museum would require extensive fundraising efforts. CSUF estimates that they would need approximately five years in order to raise the funds.
- Satellite campus funding would come through CSUF funding streams.

Barriers and Challenges

- A satellite campus would be a high trip generator because the students are commuting. However, many of these trips do not occur during peak hours.
- Rail vibration would need to be mitigated if the site is used to store the paleontology collection.
- The paleontology collection could not be located near hazardous materials.

Interview Summaries: Other Governmental Entities

City of Irvine / Great Park Corporation

When the former MCAS was decommissioned, the jurisdiction shifted to the City of Irvine. As part of the decommissioning agreement, the Federal Government will enter into a "Lease In Furtherance Of Conveyance" (LIFOC) with the City, who will execute a sub-LIFOC with the County of Orange. The City will also assume responsibility for encumbering the pass-through tax increment, developing Marine Way, and developing infrastructure. The City is a major stakeholder in the future use of the Parcel.

The Orange County Great Park Corporation (OCGPC) is charged with the design, building, and maintenance of the Great Park. It is governed by a nine-member Board of Directors consisting of all five Council members from the City of Irvine and four independent directors.

Interview Date: Thursday, June 7, 2007

Participants: Sean Joyce, City Manager; Wally Kreutzen, Assistant City Manager; Glen Worthington, Manager of Planning, Great Park Corporation

Proposed Uses

- **Transit Oriented District (TOD) Expansion** – If the City were to purchase the Parcel, they would reallocate the assigned trips to extend the TOD.
- **Orangewood Academy** – The City believes that Orangewood should be located on County land but would be willing to do a land exchange with the County so that the Academy could be placed in the most appropriate location in the Lifelong Learning District.

- **Library** – The City would like the library placed on County land rather than on the site identified on the current Great Park plan. The library is currently shown adjacent to the cultural terrace and lake.
- **OCTA Rail Yard** – The City believes that the County Parcel is an excellent location for a rail yard because of the Parcel's proximity to the rail line and Metrolink station.
- **Extension of the Great Park** – The Parcel could be used as dedicated space for educational programs that would be supported by the Great Park.

Site Issues

- The City requires that a significant landscape buffer be placed between Marine Way and whatever is located on the Parcel.
- The City will install standard off-site utilities on the Parcel.

Potential Financing Plan

- The City would be interested in buying the Parcel from the County or negotiating a land exchange for land that would be more strategically located to serve the needs of County agencies.
- The City requires that the County's share of tax increment revenue be spent within the Parcel. If the County agrees to enter into a transaction with the City to exchange or sell the land, the City could loosen the restriction on the site-specific allocation. (There will be insufficient bonding capacity from the expected tax increment revenue stream for the next five to ten years.)

Interview Summaries: **Other Governmental Entities**

City of Irvine / Great Park Corporation (cont.)

Barriers and Challenges

- The terms of the LIFOC are based on the current knowledge of the environmental condition of the LIFOC area. If the Department of the Navy discovers more issues that need to be mitigated, this could extend the timing and cost of mitigation. The City will not be able to transfer ownership of the Parcel to the County until the cleanup is complete.
- The City reiterated the difficulty of re-opening the Master Plan EIR to increase trip allocation and expand land use designations.

Interview Summaries: Other Governmental Entities

City of Lake Forest

The City of Lake Forest was identified as a “stakeholder” because of their close proximity to the Great Park and the County’s 100-acre Parcel. Since the Parcel is in the City of Irvine, Lake Forest has no expectation that their land and facilities needs will be accommodated there. They did feel that the Parcel should serve the greater good of the local community.

Interview Date: Tuesday, June 19, 2007

Participants: Gayle Ackerman, Development Services Director; David Belmer, Assistant City Manager & Deputy Director of Redevelopment

Proposed Uses

- **Playing Fields** – Lake Forest has a huge park deficit and would like more land dedicated for outdoor recreation, such as soccer and baseball fields. An arrangement could be made with the County for a “pay-to-play” system where the City would pay for use of the fields in return for first rights to use them.
- **New Business Incubator** – This would be an office park environment dedicated to supporting start-up companies.
- **Animal Shelter** – The South County needs an animal shelter. The County shelter located in the City of Orange is too far away for South County residents.
- **Land Exchange** – The transit station may need land for additional parking in the near future. If so, the County might consider exchanging land with the City of Irvine for land elsewhere.
- **JPA With Other Cities** – A joint powers authority (JPA) with several other cities could be created to collectively develop the Parcel to meet those cities’ needs.

Location Issues

- The City would like off-street access into the Great Park for pedestrians or cyclists.

Potential Financing Plan

- Other than the JPA idea, financial plans were not discussed.

Barriers and Challenges

- Specific barriers or challenges were not discussed.

Interview Summaries: Other Governmental Entities

Irvine Ranch Water District

Irvine Ranch Water District (IRWD), in addition to its primary mission of providing water and sewage collection services, also has the right to develop and own real estate. In a partnership with the County, they co-own the Strawberry Fields Golf Resort on Sand Canyon Road. The District has developed residential and commercial properties in the Cities of Irvine and Lake Forest, and has numerous projects currently underway.

Interview Date: Thursday, July 16, 2007

Participants: Paul Jones, General Manager; Peer Swan, IRWD Board Member

Proposed Uses

- **Joint Venture Development with the County** – IRWD would like to partner with the County to develop the Parcel for commercial, residential, and/or retail use. One specific suggestion is to extend the TOD with mid-rise mixed-use development on the eastern portion of the Parcel and low density office development on the western side. Given their connections with the City of Irvine, the Department of the Navy, and Heritage Fields, IRWD is in a good position to create the alliances needed to develop the Parcel. Further, IRWD has experience in brownfield development and could provide all water and sewage infrastructure. The County could facilitate rezoning efforts and entitlements.

Location Issues

- Development would probably start on the eastern portion of the Parcel, which is expected to be cleaner than the western portion. A contaminated groundwater plume has settled under the western portion of the site. More due diligence is required, however, to understand the extent of soil contamination.

Potential Financing Plan

- Tax exempt financing is available for infrastructure.
- IRWD could make funds available immediately for an option to co-develop.
- A financing partner would be found to enable development of the property.

Barriers and Challenges

- IRWD is concerned about timing of necessary approvals. They suggest that a development proposal enter the “entitlement queue” as soon as possible.
- The long and narrow dimensions of the Parcel limit development options. It would be preferable to try to exchange for land north into the Great Park “orchard” that would make the developable land more rectangular.
- Trip restriction is a major challenge to any development in this area. There are many developments currently underway in the immediate area, each of which will add to the overall traffic impact in the area.

Interview Summaries: Other Governmental Entities

Orange County Transportation Authority

Rail service (Metrolink) will continue to increase along the line bordering the El Toro site in response to the increased demand in the South County area.

Interview Date: Wednesday, May 30, 2007

Participants: Paul Taylor, Deputy Chief Executive Officer; Darrell Johnson, Director, Transit Project Delivery; Monte Ward, Director of Special Projects; Ryan Erickson, Section Manager, Facilities Maintenance

Proposed Uses

- **Rail Maintenance Yard** – A rail maintenance yard is needed to serve the current and increasing rail traffic throughout the County. Further, a rail maintenance facility must be located somewhere along the same line that passes the southern edge of the Parcel. OCTA believes that the Parcel is an ideal location. They would need approximately 25 acres. The rail yard dimensions would be approximately 2,500 feet long by 400 feet wide.
- **Bus Maintenance Facility or Expansion** – A portion of the OCTA Bus Maintenance Facility (located at Sand Canyon and Marine Way) lies in the path of the proposed realignment of Marine Way. When the realignment happens, some of the services currently provided at the Sand Canyon facility will need to be replaced. OCTA is trying to reprogram the current site so the functions will fit on the reduced footprint. But relocating the bus facility may be necessary. Ideally, the facility would be 12 to 13 acres. Six to eight acres would be used for parking and storage. The remaining acreage would house 10,000-12,000 SF of office space and 20,000-25,000 SF of maintenance facilities.

- **OCTA Headquarters** – The current OCTA headquarters is leased with an upcoming renewal in 2012. OCTA would need to accommodate 300 people and would require a 150,000 SF building.

Location Issues

- Other fleet maintenance uses would work well adjacent to either a bus facility or rail yard, a City of Irvine transit hub, a relocated Civic Center, and/or light industrial uses.
- To support a rail facility, OCTA would build two warehouse buildings with office space to support 75 to 150 employees.
- There are very few other 25-acre land options available for a rail yard along the Metrolink line.

Potential Financing Plan

- No specific financial plan has been identified. Funding is “lined up” and can likely be made available if the plan moves forward.

Barriers and Challenges

- A contingency plan for the Sand Canyon bus facility needs to be addressed within five years. While the rail yard wouldn't be put to use for ten years, it's location should be identified well in advance.
- A bus maintenance facility would require up to 400 employees and serve 100 to 200 buses daily, requiring significant trip allocation.
- Pollution and exhaust from the bus facility would be of concern.
- A rail yard would be noisy during night and early morning hours and would likely generate vibration (although modern rail yards can have noise attenuation mechanisms in place).

Interview Summaries: Other Governmental Entities

Superior Court of California, County of Orange

The South County Justice Center in Laguna Niguel is over-capacity and will not be able to serve population growth in other parts of the County. Population in the East County is expected to reach one million within the next 10 to 15 years, with growth expected to be particularly strong among seniors. There will be an increasing demand for probate and conservancy matters related to this aging population.

Interview Date: Friday, June 8, 2007

Participants: Alan Slater, CEO, Clerk of the County/Jury Commissioner; Mark Dubeau, CFO, Chief Administrative Officer

Proposed Uses

- **East County Justice Center** – The Court's long-range strategic facilities plan calls for the establishment of an East County Justice Center to serve the anticipated growth in that part of the County. Their proposed facility would require 16 acres of land for the development of 26 courtrooms and 279,000 SF of space. 80% of this space would house Court facilities (courtrooms, clerk's offices, jury rooms, inmate holding, and internal transport) and 20% would house County justice agencies (DA, Public Defender, Probation, justice-related healthcare, etc.). Implementation would be done in two major phases:
 - The first phase would include 10 courtrooms and all related components of a multi-purpose courthouse in a building, approximately 117,000 SF, sited on eight acres.
 - The second phase would add 16 courtrooms and related components in an expansion of 162,000 SF on an additional eight acres.

Location Issues

- The County Parcel would serve the needs of the East County given that it has good freeway access from Interstate 5.
- Finding a location further east would be ideal, although not realistic. The Court views the County Parcel as a great opportunity given the shortage of available land.
- If there is a need for a juvenile hall, it could co-locate with the East County Justice Center.
- The Justice Center would attract the public who could support the amenities located in the adjacent TOD.

Potential Financial Plan

- Development and construction of the Court facility - but not all of the proposed 16 acres - would be State funded. The County would need to fund the development of facilities for County use (e.g. Sheriff).
- Parking lots could be financed with revenue bonds issued with Civic Center authority. The public would be charged for parking in order to service the bond debt.

Barriers and Challenges

- Court facilities, though probably permitted as an institutional use, will generate significant weekday traffic.

Interview Summaries: Other Governmental Entities

University of California, Irvine

UC Irvine (UCI) owns 200 acres of land just north of El Toro currently being used for agricultural and water research. The site also has 85 housing units for faculty and graduate students. The University has set up a nonprofit organization to develop more of the land to fulfill their housing needs. They estimate that they will need 1,000 to 2,000 new housing units within the next 20 years.

Interview Date: Tuesday, June 19, 2007

Participant: Richard Demerjian, Director, Campus & Environmental Planning

Proposed Uses

- **UCI Extension Facility** – The University has extension facilities located throughout the County. If the Parcel was made available, they foresee between 3,000 and 20,000 SF of classroom space at the County Parcel.
- **Faculty and Graduate Student Housing** – If the University cannot get the approvals to build the required housing on their land to the north of El Toro, they see the County Parcel as a viable second option.
- **Field Research** – As an interim use of the Parcel, UCI suggests that the land be used for agrarian research.
- **Solar Panels** – An interim use of the site could also be to install solar panels and generate electricity for the Great Park or to sell back to the grid. This solar panel “farm” would send a message to the community about the County’s dedication to ecological responsibility and sustainability.

- **Shipping/Receiving** – The University could relocate warehouse space from their main campus to the Parcel.
- **Miscellaneous Great Park Programs** – The University has numerous programs that involve the Great Park and Lifelong Learning District. Programs include an International Sustainability Institute, Physical Activity Research Center and Exploratorium, plus a variety of ecological initiatives. The Parcel could be used to accommodate some of these programs.

Site Issues

- As mentioned, the University has 200 acres of land to the north of the Great Park. They have also identified acreage in the Lifelong Learning District for the International Sustainability Institute. Therefore, their demand for space is not a high priority.

Potential Financing Plan

- Financing for these proposed uses have not been identified, and would require fundraising efforts.

Barriers and Challenges

- Specific barriers or challenges were not mentioned.

Interview Summaries: Nonprofit Organizations

Families Forward

Families Forward is a nonprofit agency that serves homeless families or those on the brink of homelessness. Services include housing, food, education, and skills training. Families Forward has been allocated 10,000 SF of an existing 125,000 SF warehouse located on the County Parcel. They share this warehouse with Community Action Partners. The current plans are to use the space for storage. Additionally, Lennar Homes has promised land and funds for building a child care center as part of Heritage Fields new planning area. Lennar has suggested that it will dedicate one acre of land and \$1 million toward the costs of building a community center.

Interview Date: Thursday, May 31, 2007

Participants: Margie Wakeham, Executive Director; Steve Kight, Director of Planning and Development

Proposed Uses

- **Homeless Family Service Center** – A one-stop County services location for homeless families could be developed in 10,000 SF of one of the existing warehouses on site. This could help the County provide “continuum of care” services to homeless families.
- **Multi-purpose Community Service Center** – Similar to the Presidio facility in San Francisco, one of the warehouses and adjacent areas could be dedicated to homeless services as well as other social services provided by County agencies and nonprofits.

Location Issues

- Families Forward would consider being bought out of their portion of the non-County warehouse located on the County Parcel.
- Complementary uses would be other County or nonprofit homeless services, other social services, intergenerational housing, Orangewood programs, child care services, and health care services.
- Access to public transit is required.

Potential Financing Plan

- No financial plan for the development of the Homeless Family Service Center or the County Homeless Service Center was mentioned.

Barriers and Challenges

- Specific barriers or challenges were not discussed.

Interview Summaries: Nonprofit Organizations

Great Park Conservancy

The Great Park Conservancy is a nonprofit organization that generates and maintains public and private support for the Great Park through its approximately 15,000 registered members. The Conservancy became an advocacy group for the Great Park after the proposal for the El Toro Airport was defeated. One of their current priorities is the financing and development of the Great Park's botanical garden.

Interview Date: Thursday, June 21, 2007

Participants: Rick Hume, Director; Marian Bergeson, Board Member

Proposed Uses

- No specific uses were discussed in detail. It was stressed that it was in the County's best interest to support the success of the Great Park as much as possible. Given the Parcel's adjacency to the Park, it could serve to host educational, social, or environmental programs in conjunction with the Great Park. Marine Way (on the boundary of the County Parcel) is a main traffic corridor for the Park. The County Parcel should support the transit needs of that corridor and of the Great Park in general. Orangewood Academy could work on the site, as well as a multi-agency service center that supports County agencies and nonprofits.

Location Issues

- The County Parcel is considered to be the least desirable relative to the entire disposition of the former MCAS. However, there is probably more potential than originally assumed.
- Whatever its use, it is in the County's best interest to support the success of the Great Park as much as possible.

Potential Financing Plan

- Financial plans were not discussed.

Barriers and Challenges

- The long and narrow dimensions of the Parcel limit development opportunities. If possible, it would be beneficial to adjust the lot lines of the Parcel so the land area remains the same but the Parcel's dimensions are shorter and wider than they are currently designated.

Interview Summaries: Nonprofit Organizations

National Cultural Center of the Native Americans

The National Cultural Center of the Native Americans is a nonprofit organization that services and facilitates the diverse needs of all Native Americans, including Native American Indians, Alaska Natives, and the Native Hawaiians.

Interview Date: Monday, July 16, 2007

Participants: Dr. Jane Gentry, Chairman of the Board; Dr. Thomas Gold

Proposed Uses

- **National Cultural Center of the Native Americans –** Modeled on the Polynesian Cultural Center in Oahu, the National Cultural Center of the Native Americans would be a destination location that includes the cultural center, branch chapter of an accredited university, student boarding facilities, and a luxury hotel. The university would provide job training to students to work in the luxury hotel. It is estimated that the development could generate approximately 25,000 jobs in the County and provide over \$100 million annually in tax revenues to the City (and tax increment revenues to the County). The Center could serve as the County's first worldwide tourist destination. The Center would need to use all 100 acres of the County Parcel (500 acres would be ideal).

Location Issues

- The Great Park would benefit from being located next to the National Cultural Center of the Native Americans, which would be a worldwide tourist destination.

Potential Financing Plan

- The Center would lease land from the County for a nominal fee (ie. one dollar). The development would provide significant tax increment revenues.

Barriers and Challenges

- The Center could not purchase the Parcel from the County. If deeded to the Native American Nation, there would be the risk that the Parcel would be used for a casino.
- A nominal fee lease (i.e. one dollar) would not provide an ongoing revenue stream for the County.

Interview Summaries: Nonprofit Organizations

Orangewood Children's Foundation

The Orangewood Children's Home, located in the City of Orange, is Orange County's only emergency shelter for neglected and sexually, physically, or emotionally abused children. The Home is also focused on serving the needs of youth in the years of transition from foster care to independent adulthood. Children stay at Orangewood for an average of 17 days.

Interview Date: Wednesday, May 30, 2007

Participants: Gene Howard, Chief Executive Officer

Proposed Uses

- **Orangewood Academy** – The Orangewood Academy would be a 23-acre secondary school and boarding facility (based on the successful San Pasquale Academy in San Diego) serving foster kids of high school age. The boarding facility would house 100 foster youth, and the school could serve a few hundred additional youth from the community. Given that kids in foster care have a 42% high school graduation rate, an Orangewood Academy could be a valuable asset to the foster youth community. The academy has been under discussion for five years, and the goal is to open in five to ten years.
- **Youth and Family Resource Center** – The center would serve all families in the County. It could be operated in conjunction with the Children and Families Commission of Orange County.

Location Issues

- Orangewood has been “promised” a separate site within the Great Park for the new Orangewood Academy, though no specific location has been identified. If the Great Park site falls through, the Foundation might turn to the City or to the County Parcel as a location for the Academy.
- Close proximity to public transportation is preferred for those using the Youth and Family Resource Center.
- Because the proposed Orangewood Academy is a learning institution, the Lifelong Learning District would be a better site.

Potential Financing Plan

- Approximately \$40 million has already been pledged for construction costs.
- The City is very interested in having the Orangewood Academy be a part of the Heritage Fields development and has engaged the Foundation in discussions to that end. The City and Orangewood feel that it could be a good addition to the Lifelong Learning District.

Barriers and Challenges

- If the County Parcel becomes a priority, the timing of the site clean up could be an issue. Orangewood Academy has been in the planning stages for five years, and they would like to build soon.

Interview Summaries: Nonprofit Organizations

South County Animal Shelter Coalition

The South County Animal Shelter (SCAS) Coalition was formed in response to the lack of animal shelters serving four South County cities: Aliso Viejo, Lake Forest, Laguna Hills, and Rancho Santa Margarita. These cities currently maintain a contract with the County to use the animal shelter located in the City of Orange. Twelve other cities in Orange County either have their own shelters or have contracts to use those of surrounding cities.

Interview Date: Monday, July 16, 2007

Participants: Dr. James Gardner

Proposed Uses

- **Animal Shelter** – The shelter would serve the needs of the four South County cities that do not have shelters. Relieving space at the County Parcel would decrease the need to euthanize animals. The shelter would require approximately 4.5 - 5.5 acres of land, and would serve between 2,000 and 4,000 animals per year. If the County wanted to build and operate a County shelter on the Parcel, they would receive support from SCAS.
- **Animal Services One-Stop Center** – A more ambitious plan than the shelter, a one-stop service center would include the shelter, veterinary clinic, grooming, pet supplies, doggie daycare, and other animal-related services on approximately nine acres of land.

Location Issues

- If people abandon pets in the Great Park (as is the case for County parks) it might be advantageous to have a shelter nearby.

Potential Financing Plan

- Capital and operating funding would be provided by the four cities served. It is estimated that the shelter would cost between \$4 and \$6 per capita annually. (The current cost of using the County shelter is \$1.30 to \$2.10 per capita per year.)

Barriers and Challenges

- Animal shelters can be noisy and are not often welcome in residential neighborhoods.
- Rail vibration and freeway/train noise might challenge skittish or abused animals. However, the shelter could be made to work even in a noisy location.

Interview Summaries: Private Sector Entities

AMG Realty Investors

AMG is a commercial real estate investment company which pursues direct investments as a sponsor, and invests equity capital with developers and owners.

Interview Date: Thursday, August 2, 2007

Participants: Michael Meyer, Partner; Alex Philips, Partner

Proposed Uses

- **Residential Development** – AMG proposes that the County Parcel be developed with mid-rise (three floors) multi-family residential uses. AMG foresees the development of 2,500 rental and for sale units of which 20% would be reserved for low income housing.
- **County Use** – If the County wanted to retain part of the Parcel for its own use, AMG recommended that they retain the western portion so that the proposed residential use could be adjacent to the TOD.

Location Issues

- AMG does not believe that a residential tower would work on the site. High rise construction and subsequent costs would require unit prices that exceed the market demand.
- Residential structures would be designed to complement Great Park aesthetics.

Potential Financing Plan

- AMG is amenable to entering into a public/private development with the County as well as other partners. Their team would probably include the William Lyon Company and MVE Architects. Depending on how the relationship is structured, the development could provide the County with an ongoing revenue stream (rents), and the County could retain an equity share in the appreciation of the land value. AMG's belief is that a residential use of the Parcel will bring the highest value of the land. They estimate the current value (if entitled) to be approximately \$170 million.
- AMG would need a multi-year phased option to develop the land with threshold dates determined by due diligence and entitlements.

Barriers and Challenges

- AMG does not see the 2003 EIR as a long-term barrier. They noted that their team was prepared to spend the funds necessary to get the property re-entitled.
- Environmental mitigation relating to soil contamination, traffic constraints, and infrastructure would need to be settled.
- The two non-County warehouses would need to be removed and the tenants relocated.

Interview Summaries: Private Sector Entities

The Great Park Design Studio

The Great Park Design Studio is tasked with implementing the Park's approved master plan designed by New York based landscape designer, Ken Smith. The Studio is a collaboration between Smith and a regional construction management firm, Gafcon.

Interview Date: Wednesday, July 11, 2007

Participants: Yehudi Gaffen, Principal, Gafcon; Richard Ramsey, Sub-Consultant & Landscape Architect; Arnold Ford, Consultant, Public Relations and Strategy

Proposed Uses

- **Multi-Agency Center for Community Organizations** – Great Park administrators need to identify programs and projects that will have a permanent home in the Great Park. One of the first permanent projects, for example, is the botanical gardens. Given that there are approximately 130 programs vying for placement in the Park, there will certainly be some that cannot be accommodated within the Park itself. A good use for a portion of the County Parcel would be to create facilities to house some of these programs.
- **Great Park Administration Facilities** – The Great Park needs to find a location for administrative and maintenance facilities. The County Parcel could be an option.
- **Interim Uses** – Suggestions for interim use include a green waste facility and temporary storage for trees to be planted in the Great Park.

Location Issues

- Whatever is built on the County Parcel should be harmonious with the design of the Great Park.
- Pedestrian access into the Great Park from the TOD should be a priority.

Potential Financing Plan

- Proposition 10 funds could be used to fund a portion of the Center for Community Organizations.
- A green waste facility and other programs that support the Park can generate lease revenue for the County.

Barriers and Challenges

- If the Parcel is to be integrated with the Great Park master plan, the County should make a decision soon.
- The Parcel is currently zoned as institutional. This must be changed before any commercial development can occur.

Interview Summaries: Private Sector Entities/ Nonprofit Organizations

Grubb & Ellis / Community Sports Institute

Grubb & Ellis serves the Orange County commercial real estate market through its offices in Newport Beach and Anaheim. The Community Sports Institute (CSI) is an Irvine-based nonprofit organization with the stated purpose of ensuring access to athletic opportunities for kids. CSI has presented a master plan of a 165-acre Sports Park to be located in the southwest portion of the Great Park.

Interview Date: Monday, July 16, 2007

Participant: Jim Cunningham, Senior Vice President, Grubb & Ellis and Executive Council Member, Community Sports Institute

Proposed Uses

- **Sports Facilities** – The Great Park should be a destination for athletes. If the proposed 165-acre Sports Park does not materialize, the Parcel could be used for playing fields. During the workday, fields could be used for Special Olympics while after school and weekends could be dedicated to school sports. With enough field capacity, the sports park could be a destination for regional or worldwide tournaments. These events can be strong revenue drivers for a local businesses, especially hospitality and retail.
- **Equestrian Fields** – There is a strong need for equestrian facilities in the County. A proposed equestrian center was cut from the 165-acre Sports Park plan.
- **Market Determined Use** – The free market will determine the Parcel's best use.
- **Land Swap** – If the City of Irvine has land better suited for County needs elsewhere, the County should consider exchanging land with the City.

Location Issues

- Whatever it's use, the Parcel needs to be thought of as part of a greater, holistic Great Park area.
- Complementary uses to a sports park would be hotels for young athletes competing at tournaments and sports retail.

Potential Financing Plan

- No specific financial plan was discussed, although it was mentioned that taxpayer funds would not be required to finance a sports park. Revenues would be generated from sports tournaments.

Barriers and Challenges

- The County should put the 100-acre Parcel "into play" and not let the land sit unused.

Interview Summaries: Private Sector

The Irvine Company

The Irvine Company is a 140-year-old privately held real estate investment company that develops mixed use and residential communities on The Irvine Ranch®, as well as investment properties - office, retail and apartments - across Southern California. Current Irvine Company developments near the Orange County Great Park site include the Irvine Spectrum, Orchard Hills, Portola Springs, Stone Gate and Woodbury.

Interview Date: Tuesday, July 17, 2007

Participants: Mike Le Bland, Senior Vice President of Entitlement; John Boslet, Vice President Transportation; Joseph Edwards, Senior Director Entitlement & Environmental Affairs; Roger McErlane, Senior Vice President Urban Planning & Design, Irvine Community Development Corp.; Terry Hartman, Vice President Community Infrastructure, Irvine Community Development Company

Proposed Uses

- **OCTA Bus Maintenance Facility Replacement** – In order to expedite the realignment of Marine Way (required by the existing EIR), the County Parcel should be used to replace all or part of the existing OCTA Bus Maintenance Facility on Sand Canyon Drive.
- **Community Public Services Facilities** – As the residential developments surrounding the Great Park are completed and populated, there will be additional needs for public services and infrastructure (e.g. public safety centers, fire stations, community centers, etc.) in the area. The County could provide for many of those needs on the 100-acre parcel.

Site Issues

- The realignment of Marine Way, required by the 2003 EIR, is an issue that needs to be resolved prior to any development plans of the County Parcel. At some point development of the Great Park and adjacent areas will not be able to continue until the Marine Way realignment is completed.

Potential Financing Plan

- No financing plan was discussed.

Barriers and Challenges

- The Irvine Company understands that there are a limited number of trips that can be entitled for the entire area. They are currently in the process of building several developments and entitling several others in the area. Because traffic impacts from development of the County Parcel would affect their developments, The Irvine Company would closely monitor the development of any use that would require a reopening of the approved El Toro Master Plan and EIR.

Interview Summaries: Private Sector

Lennar/Heritage Fields, LLC

Heritage Fields, LLC – a joint venture of Lennar Homes of California, Inc., LNR Property Corporation, Rockpoint Group, L.L.C., Blackacre Institutional Capital Management, LLC and MSD Capital, L.P – purchased the former MCAS at El Toro in early 2005. Shortly thereafter, it entered into a development agreement with the City of Irvine to develop the property in exchange for the dedication of land and payment of fees for the Great Park. Currently, the LLC is entitled to build 3,625 homes and develop 5.3 million SF for commercial and industrial uses. An Amended Overlay Plan (AOP) is currently under review to increase the housing limit to 9,500 homes and reduce the commercial and industrial space to 3.7 million SF. Adjacent to the east of the Parcel, Heritage Fields has plans for a Transit Oriented Development (TOD) to include 1,500 homes (25 per acre), 75,000 SF of office space and 75,000 SF of retail space.

Interview Date: Friday, June 22, 2007

Participants: Robert Santos, CEO and President; William Hammerle, Vice President of Community Development; Kevin Hanson, Senior Vice President, LNR; Sema Yaghoubian, Principal, SEMA Associates LLC

Proposed Uses

- **Transit Oriented Development (TOD) Expansion** – If all current constraints on the Parcel are lifted, the land could be developed for mixed-use as an extension of the TOD.
- **Plant Nursery** – A plant nursery could serve as an interim, revenue-generating use for the County that could simultaneously support the planting of the Great Park.

- **OCTA Facilities and Rail Yard** – Due to its proximity to the Metrolink station, the Parcel is well-suited to support the rail system.
- **Multi-Service Center for Nonprofits** – Many nonprofits have expressed interest in space near the Great Park. A shared center could allow these organizations to share resources and serve the community around the Great Park.

Site Issues

- The realignment of Marine Way, required by the 2003 EIR, is an issue that needs to be resolved prior to any development plans of the County Parcel.
- Whatever its use, the Parcel should be considered as a “window” onto the Great Park given its visibility from passing rail and the freeways.
- The occupants of the two non-County warehouses would have to be relocated and the existing structures demolished.

Potential Financing Plan

- If Heritage Fields could entitle the Parcel for development, they would purchase the land from the County and finance the development.

Barriers and Challenges

- Because of the trip restriction imposed by the 2003 EIR, and the uncertainty over the timing of the Navy’s clean-up efforts, representatives from Heritage Fields do not consider the Parcel as a conventional development opportunity. They were not optimistic about the prospect of reopening the 2003 EIR.
- Due to its considerable commitments, Heritage Fields would like to be part of any discussions with the County and City of Irvine about the Parcel’s use.
- Stabilization from vibration of the rail tracks is very expensive.

Interview Summaries: Private Sector

ProLogis

ProLogis is the world's largest owner and developer of distribution centers. They have experience in brownfield development and have built on the former Los Angeles Air Force Base.

Interview Date: Wednesday, July 18, 2007

Participants: Patrick Maloney, First Vice President

Proposed Uses

- **Distribution Centers and Warehouses** – There is a strong demand for industrial space in Orange County. The County Parcel represents a very rare and valuable opportunity for industrial development. If a public/private partnership were structured to develop the property, the County could retain a share of the operating revenues and an equity stake in the value of the land.
- **Interim Uses** – The Parcel could be used as an interim site for auto auctions, used car sales, or RV storage.

Location Issues

- Warehouses and distribution centers could be serviced by an adjacent OCTA rail yard.
- An access road might have to be built to keep trucks from using Marine Way, the primary access road to the Great Park.
- If properly designed, buffered and landscaped, industrial buildings would not conflict with the aesthetics of the Great Park. Further, rear-loading of buildings would be less obtrusive to the Park.

Potential Financing Plan

- One idea is to structure a public/private partnership to finance and operate the development. The developer could finance all construction, and would control leasing of the facilities. Lease rates could be as high as \$0.77 per SF per month.
- If the Parcel were sold, the expected land value would be between \$35 and \$45 per SF.

Barriers and Challenges

- While trip counts are an issue, industrial buildings tend not to be heavy traffic generators. If the EIR were to be opened and successfully revised, industrial uses would be less burdensome on traffic. Also, trucks load and deliver throughout a 24-hour period, with concentrations in the early morning.
- Soil contamination is also a concern, but less so for industrial uses than retail, commercial, or residential development. Some developers experienced in brownfield development can expedite clean-up efforts.
- To mitigate environmental concerns about industrial development, solar panels can be placed on the rooftops of the buildings thereby generating electricity for tenants and the grid. Solar energy could create an additional revenue source for the County and the developer/partner and send a positive message to the community about sustainability.
- If rezoning is a challenge, it might be easier to rezone from institutional (current zoning) to industrial rather than rezoning to other uses.
- Pedestrians and cyclists along Marine Way probably don't want to be impacted by trucks.

Interview Summaries: **Private Sector**

Starpointe Ventures

Starpointe Ventures is a real estate development and consulting firm located in Irvine.

Interview Date: Wednesday, July 18, 2007

Participants: Patrick Strader, Executive Vice President

Proposed Uses

- **Traveland USA RV Sales Park** – Traveland USA is an RV retail park that houses 12 dealers on one site. Soil remediation would be less of an issue for an RV park (an RV storage lot is located in what will be the Lifelong Learning District). Traveland USA would need 34 acres. Their current lease with the Irvine Company expires in October 2007.
- **Wild Rivers** – Wild Rivers seeks a new location for its water park. Given its proximity to the Great Park, Wild Rivers could be a complementary attraction. Wild Rivers would require 20 acres of the Parcel. Their lease with the Irvine Company expires in September 2007.

Location Issues

- The County should discourage industrial uses on the site, such as manufacturing or distribution, as these uses wouldn't directly benefit the community.

Potential Financial Plan

- Both Traveland USA and Wild Rivers seek 10-year leases. Traveland now pays \$1 million per year for 34 acres to the Irvine Company. Traveland USA generates \$2 - \$3 million in annual sales tax revenue for the City of Irvine.

Barriers and Challenges

- The trip count for Traveland and Wild Rivers could be high due to the potential high volume of visitors. However, many trips would be generated at non-peak hours and on weekends.
- Soil conditions and contamination could be an issue for construction of the Wild Rivers park.

Interview Summaries: Private Sector

Stoffel & Associates

Greg Stoffel, Principal of Stoffel & Associates, provides retail consultancy services for shopping center developments throughout the County and Southern California.

Interview Date: Wednesday, June 6, 2007

Participants: Greg Stoffel, Principal

Proposed Uses

- **Neighborhood-Oriented Retail Development** – The Irvine Company, as the dominant land owner in the area, has a retail strategy that is designed to slightly under-serve its communities. The idea is to minimize retail vacancies and keep rents high. Thus, there continues to be strong retail demand in the County. Given site constraints, the Parcel is better suited for smaller restaurants and specialty shops serving the immediate El Toro area rather than big box retailers.
- **Commercial Development** – The Parcel could be used for commercial development with nearby amenities provided by the TOD.
- **Land Bank for Future Use** – Since it could take a while to determine the best retail mix in the area, it might be best to defer the decision and find an interim use for the Parcel land.

Location Issues

- Future retail demand generated by the Great Park is a “wild card.” While the Park should be a catalyst for retail, patronage levels are uncertain.
- Adjacency of TOD retail is a plus for retail development on the County Parcel. Joining a retail development on the Parcel with the TOD would enhance overall retail activity.
- As a complement to the Sports Park (part of the Great Park master plan), a sports-oriented retailer might work on the site.

Potential Financing Plan

- Financing plans were not discussed.

Barriers and Challenges

- The dimensions of the County Parcel (long and narrow) are conducive to a strip center format, but not to other retail configurations.
- The close proximity of Irvine Spectrum limits retail possibilities given its extensive penetration in the local market.

Interview Summaries: Private Sector

Westfield Group

Westfield Group, the largest retail property group in the world, specializes in the ownership, management, and redevelopment of major shopping centers. They own and operate many “power centers” in Southern California, including Main Place in Santa Ana. Westfield did not see an opportunity for their company to develop on the Parcel but did share thoughts on other retail opportunities.

Interview Date: Tuesday, July 16, 2007

Participants: James Farrell, Executive Vice President, Development; Thomas Pasquesi, Manager, Business Development; Richard Draher, Vice President, Development

Proposed Uses

- **Strip Center** – If used for retail, the Parcel would best suit a strip center, probably one anchored by a grocery store and offering restaurants and specialty shops.
- **Sports Retail** – The site might be able to accommodate a sports superstore (like Bass Pro or Cabella). These stores are destinations in their own right, and might be a nice complement to the Sports Park that is part of the Great Park master plan.

Location Issues

- The ability for drivers to make a right-hand turn heading eastbound on Marine Way is a plus.

Potential Financing Plan

- Tax increment and lease revenue would be generated from retail development.

Barriers and Challenges

- Proximity to Irvine Spectrum limits retail possibilities on the site.
- The Parcel shape (long and narrow) also limits retail configuration possibilities. “Big box” retail configurations would not work.
- The rail tracks on one side of the Parcel greatly impede automobile access.
- Retail development is a heavy trip generator.

Part V. Conclusion

Conclusion

The Board of Supervisors and RDMD should consider the following next steps as the evaluation of options continues on the El Toro Parcel.

- **Completion of a “blue sky” revenue study** that examines interim uses and various long term reuses. This study should also include projections of the County’s share of redevelopment tax increment.
- **Completion of a Due Diligence Report** that outlines the opportunities, constraints, and hurdles associated with the property. Attention should be given to environmental remediation and the timing of the cleanup process, interim leasing/revenue generating opportunities, as well as exploring the opportunities and constraints associated with various reuse options.

Part VI. Appendix

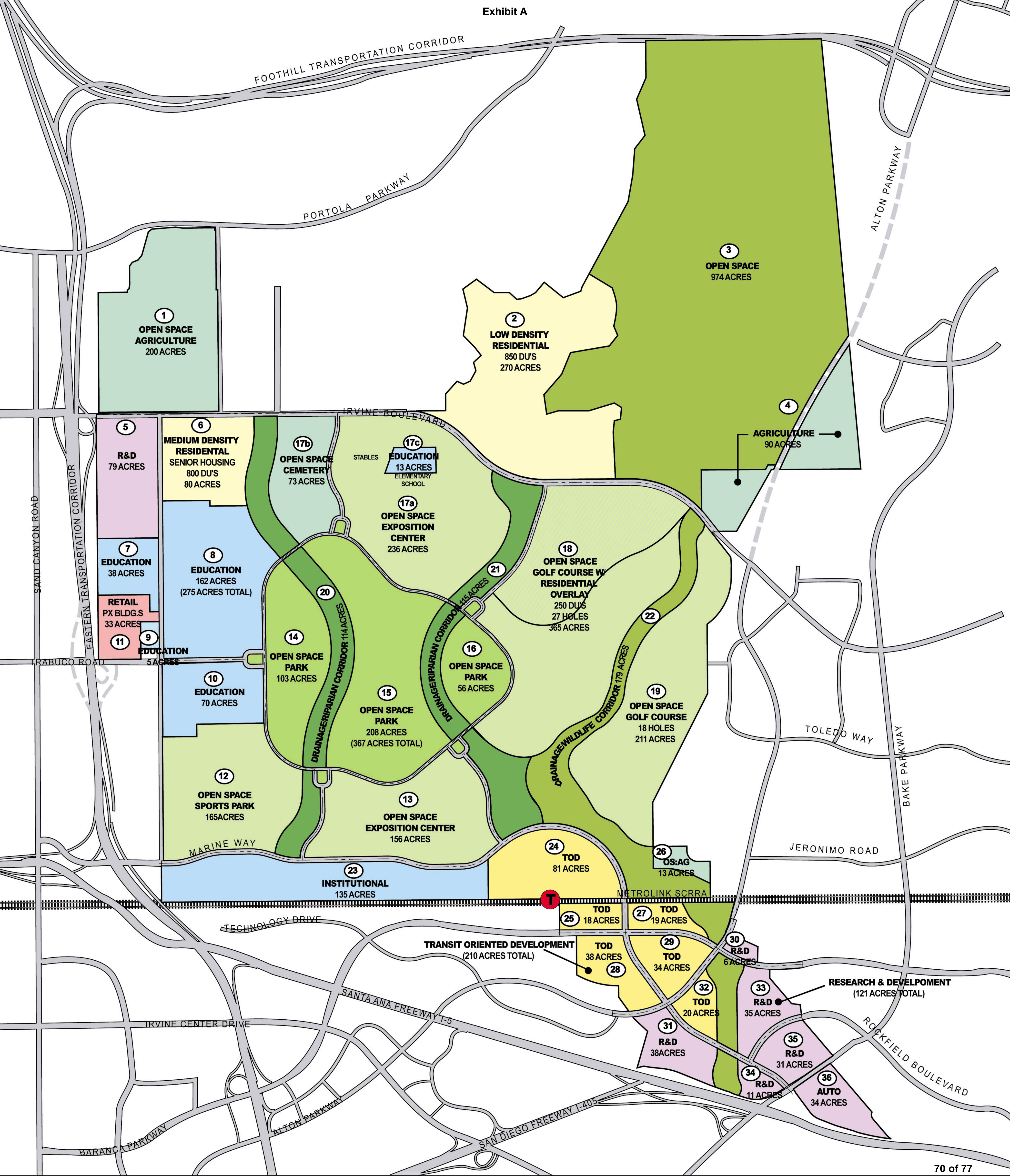


Exhibit A



Not to scale
Boundaries approximate

Exhibit A

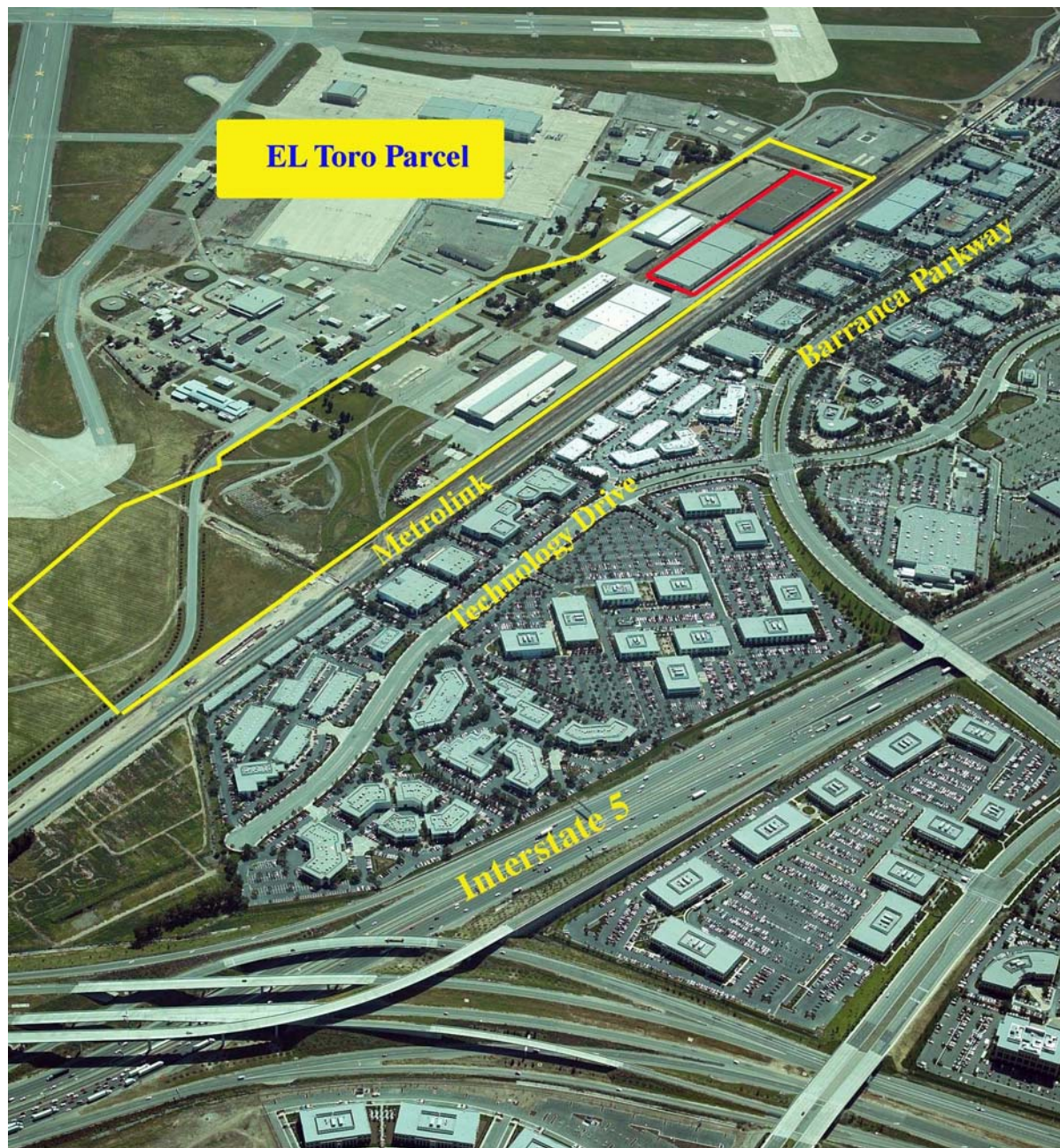
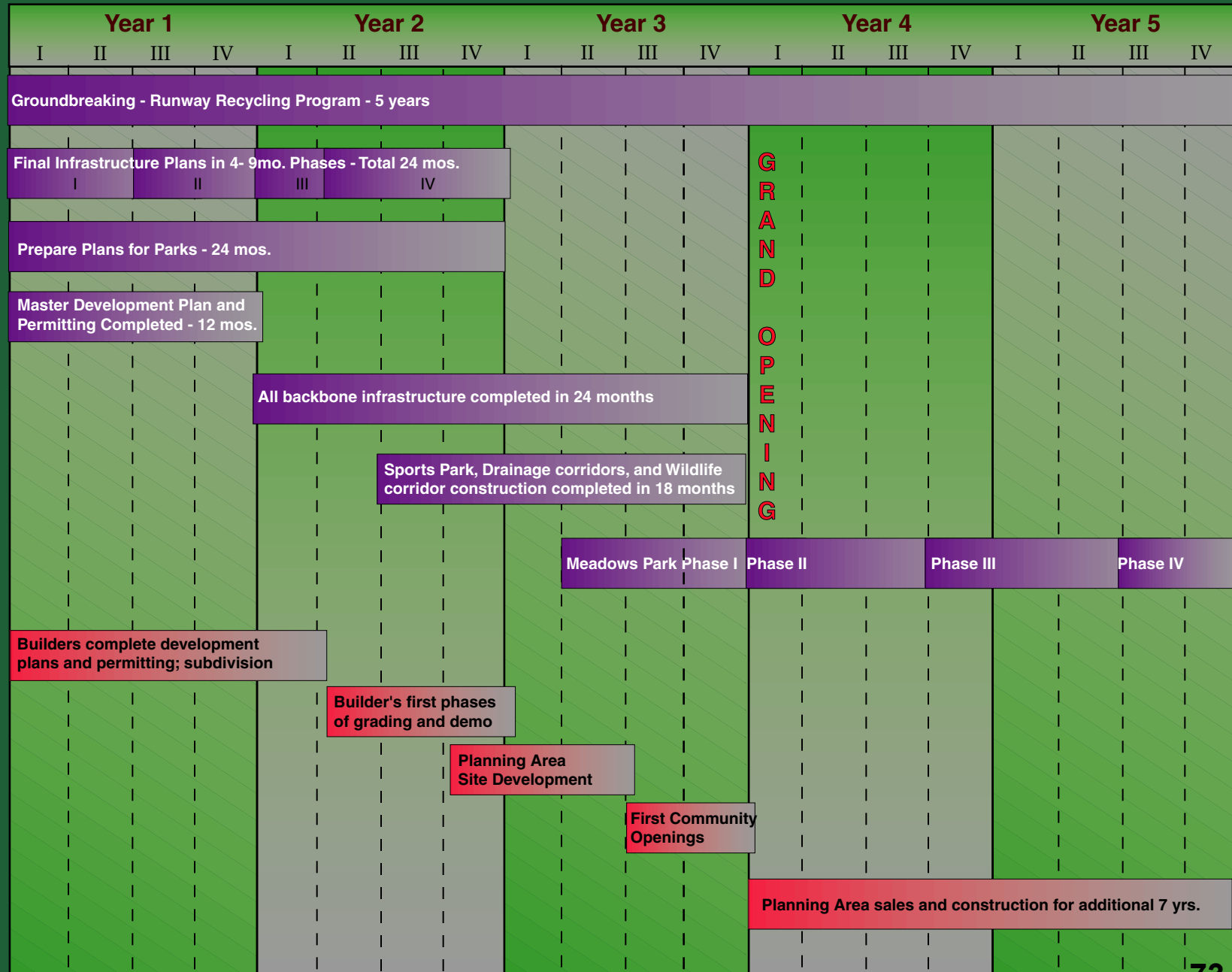


Exhibit A Orange County Great Park Five-Year Timeline Project Implementation





COUNTY OF ORANGE

RESOURCES & DEVELOPMENT MANAGEMENT DEPARTMENT

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May 10, 2007

STAKEHOLDER OUTREACH

SUBJECT: 100-ACRE PARCEL OF LAND

FORMERLY: EL TORO MARINE CORPS AIR STATION (MCAS) IRVINE, CALIFORNIA

As you may have heard, Orange County is in the process of taking ownership of a 100-acre parcel of land located at the southwest corner of the former El Toro Marine Corps Air Station in the City of Irvine. The parcel is adjacent to the proposed Great Park (see the attached map) and is predominantly vacant, with hangers and other former MCAS buildings standing on the east side. The process and schedule by which the County will ultimately take fee title to the property is directly tied to the U.S. Navy's site cleanup activities. Planning and development of the site could take as long as 15 years.

The County Board of Supervisors believes that this parcel presents an excellent opportunity to enhance the quality of public service to the community and stimulate private sector development. As such, they are inviting you to participate in an interview to discuss your interest and ideas on how these opportunities could best be realized. Your interview will be one in a series of interviews the County will be conducting with other public and private sector entities. **Gensler, our planning consultant, will contact you within the next 10 days to affirm your interest in the process and schedule your interview.** Representatives from Gensler and Orange County's Resources and Development Management Department (RDMD) will attend the interview which should last no longer than two hours.

We'd like you to know that the discussions between you and the County will be informal and at a conceptual level and should by no means be construed as a commitment to develop the site through any particular process or for any specific purpose. Our goal is to collect "hopes and dreams" level of feedback from each organization we talk to, allowing us to gauge the overall interest in the site and identify major emerging themes that will aid in guiding future planning. Feedback and analysis from our interviews will be presented to the Board this summer for their discussion and further direction on this important issue.

Cleanup and Acquisition Schedule

The County's 100-acre site was once part of the now closed El Toro Marine Corps Air Station and requires significant environmental cleanup. Federal law prohibits fee simple transfer until cleanup of the entire site is complete. The U.S. Navy has responsibility to complete the cleanup

Exhibit A

COUNTY OF ORANGE

RESOURCES & DEVELOPMENT MANAGEMENT DEPARTMENT

STAKEHOLDER OUTREACH

100-ACRE PARCEL OF LAND

FORMERLY: EL TORO MARINE CORPS AIR STATION (MCAS), IRVINE, CA

May 10, 2007 – Page 2 of 2

but relies on congressional allocations for funding. As of March 2007, it appears that this effort could take approximately eight years. As an interim transaction, the Federal Government will enter into a "Lease In Furtherance Of Conveyance" (LIFOC) with the City of Irvine. The City of Irvine, in turn, will execute a sub-LIFOC with the County of Orange. During this period, low intensity, surface uses would be permitted (e.g. open storage, event venues, etc.) in areas free from cleanup activities or encumbrances. Once the site is cleaned and regulatory clearance given, fee title would transfer to the County and significant development could occur.

We look forward to meeting with you and having fruitful and candid conversations about the opportunities this valuable parcel of land creates. Feel free to contact either Paul Natzke of Gensler at 310-449-5815 or me at 714 834-2830 if you have any questions.

Sincerely,



Bob Wilson

Director

Resources & Development Management Department / Internal Services

Attachment

Exhibit A

County of Orange El Toro Stakeholder Outreach Interview Question Set

4-12-07

Board Office

1. What is your vision for the best overall use(s) of the El Toro site?
2. What is your expectation of the timing for development or disposition of the site?
3. Do you see any beneficial collocation opportunities with other County, Municipal, State or Federal tenants?
4. How will you attempt to make a judgment on use? Economic factor, community needs, County needs, etc?
5. What processes or information would you like to see utilized to help the Board arrive at a consensus or prioritized list of uses for the site?
6. Are there any other groups or entities that you would like our firm to interview?
7. Is there any other information or issues that you feel are important and should be brought out as part of any discussion?

Public Sector

1. What is your vision for the best overall use of the El Toro site?
2. What is your vision for your use of the El Toro site?
3. How would you justify your vision for use of the site?
4. How does your vision for this land use support the community, especially in terms of servicing unmet needs?
5. What is your time frame for implementation?
6. Are there any considerations that would make development of adjacent areas for private sector use problematic?
7. What are the key barriers/challenges your plan would face on the site? (traffic, public transportation, adjacent uses, location, etc.)
8. In general, do you have a perception of the community's issues with respect to land development for the site?
9. Do you see any beneficial collocation opportunities with other County, Municipal, State or Federal tenants?
10. Is utilization of the El Toro site a high priority in context with your agency's total needs?
11. Do you have a viable funding source for your vision on the El Toro site?
12. What benefits to the County are realized by your proposal?
13. What issues are you aware of that may impact development time frames?
14. Is there anything else you would like to add or note?

Private Sector

1. What is your vision for the best overall use of the El Toro site?
2. What is your vision for your use of the El Toro site?
3. How would you justify your vision for use of the site?
4. How does the Great Park Plan, the Heritage Field Plans, and the Transit District impact your vision? For example, would you leverage the adjacent athletic fields or would you orient your project toward the business park on the other side of the tracks?
5. Approximately how much land would be needed for the use(s) you have described? (maximum is entire 100 acre site)

Exhibit A

County of Orange El Toro Stakeholder Outreach Interview Question Set

4-12-07

6. Have you conducted any market studies of the area? Would you be willing to share them with the County?
7. If you were the selected developer of the 100 acres, or a portion thereof, would a public/private venture with customer- service offices be a plus or a minus ?(e.g. Health Services)
8. How would you incorporate a public use component?
9. What types of transactions would tend to work best...outright purchase, ground leases, sale-leasebacks, etc.?
10. Public agencies typically must go through a complex proposal process when they dispose of public lands. Have you ever acquired property from a public agency? If so, what were the advantages and disadvantages of the process?
11. If you have not attempted to acquire publicly owned land when it became available and you were interested in the site, what prevented you from participating in the process?
12. What are the key barriers/challenges your plan would face on the site? (traffic, public transportation, adjacent uses, location, regulatory environment, site conditions, etc.)
13. What issues are you aware of that may impact development time frames?
14. What are your typical investment criteria?
15. What type of land developments have you been involved with?
16. Are there others to whom we should speak with about your vision for this site?
17. What is the current status and phasing of the Lennar development?
18. How will the Lennar development impact your vision for this site?
19. Are there any considerations for Joint Venture with the County of Orange?
20. What are the monetary and/or other benefits to the County?
21. Is there anything else you would like to add or note?

Additional Questions for the Great Park and the City of Irvine

1. What is the current status and phasing of the Great Park Master Plan?
Could the first priority (i.e. phasing) for the Park's and/or residential development be altered to add catalytic economic benefits to the 100-acre site ?(e.g. accelerating development of the sports park or transit district)
2. Proposed uses for this parcel will, in part, determine the appropriate orientation to the Great Park. What uses would best be oriented to a) the Great Park, b) the Transit District, and c) the existing adjacent business park?
3. What issues (environmental, Department of the Navy, soil stability, planning and other issues) are you aware of that may delay development of this property?
4. Is there anything else you would like to add or note?