AGENDA

A. Welcome / Introductions Deidra Krys-Rusoff
B. Approval of May 9, 2012, Committee meeting minutes Deidra Krys-Rusoff
C. Land Use Projects – Information Update Cheryl Twete
D. Elephant Habitat and Related Infrastructure Project Design Progress Jim Mitchell
E. Condor Habitat – Project Design Progress Brent Shelby
F. May Bond Sale Results Craig Stroud
G. Committee Member Reappointments Craig Stroud
H. Monthly Project Status Reports Craig Stroud
   1. Elephant Habitat and Related Infrastructure
   2. Condor Habitat
   3. Remote Elephant Center
   4. Updated Conditional Use Master Plan and Land Use Reviews
   5. Interpretive Experience Design Services
   6. Percent-for-Art
I. Program Status and Financial Information at a Glance Craig Stroud
J. Consolidated Oregon Zoo Bond Program Schedule Craig Stroud
K. Open Discussion/Questions Deidra Krys-Rusoff

Meeting dates for 2012 –Wednesdays, 3 to 5 p.m.:
Nov. 14 Room 370A/B, Metro, 600 NE Grand Ave., Portland

Meeting dates for 2013 –Wednesdays, 3 to 5 p.m. at the Oregon Zoo:
Feb. 13 Skyline Rm.
May 8 Sunset Rm.
Sept. 11 Skyline Rm.
Nov. 13 Skyline Rm.
Oregon Zoo Bond
Citizens’ Oversight Committee
Metro Regional Center – Rooms 370 A, B
Wednesday, May 9, 2012
3 to 5 p.m.

MINUTES

MEMBERS PRESENT
Deidra Krys-Rusoff (Chair)  Ferguson Wellman Capital Management
Marcela Alcantar   Alcantar & Associates
David Evans     The ODS Companies
Ann Gravatt     Climate Solutions
Sharon Harmon    Oregon Humane Society
Benjamin Jackson   REAP, Inc.; Jefferson High School
Bill Kabaiseman  Garvey Schubert Barer
Bob Tackett     Northwest Oregon Labor Council

MEMBERS ABSENT
Jacqueline Bishop   Roberts Kaplan LLP
Greg Gahan    NW Construction Management, Inc.
Jim Irvine    The Conifer Group, Inc.
Tony Jones    Metropolitan Contractor Improvement Partnership
Carter MacNichol  Shiel's Obletz Johnsen, Inc.
Sheryl Manning  Oregon Zoo Bond Citizens' Oversight Committee
Ray Phelps     Allied Waste Services
Penny Serrurier  Stoel Rives LLP
Michael Sestric   Michael Sestric Facilities Planning

GUESTS
Denine Heinemann
Holly Gann
Courtney Scott   Beyond Productions
Nick Stack
Eileen Stark

ELECTED OFFICIALS AND STAFF
Shirley Craddick   Metro Councilor
Suzanne Flynn     Metro Auditor
Jim Mitchell     Oregon Zoo Bond Construction Manager
Joel Morton     Metro Senior Attorney
Margo Norton     Metro Finance and Regulatory Services Director
Joanne Ossanna   Oregon Zoo Finance Manager
Scott Robinson   Metro Deputy Chief Operating Officer
A. **Welcome / Introduction**
Chair Krys-Rusoff opened the meeting at 3:04 p.m. and welcomed members. Members introduced themselves.

B. **Approval of Feb. 8, 2012, Oversight Committee meeting minutes**
Members approved the minutes of the Feb. 8, 2012, Oregon Zoo Bond Citizens’ Oversight Committee (“Oversight Committee” or “the Committee”) meeting.

Chair Krys-Rusoff reported that she had presented the committee’s annual report to the Metro Council. Craig Stroud accompanied her. The Councilors asked several questions and thanked the committee for their service.

C. **Land Use Projects – Information Update**
Cheryl Twete, Metro senior development advisor, presented an update on land use. She delivered the information contained in meeting packet section C document, and presented a slide presentation of images for the future South Entry vision.

Chair Krys-Rusoff—with removal of the West Lot from the zoo’s new CUMS application, is funding from the 2008 zoo bond or another source?
Craig Stroud responded that the application will fund from the zoo operating fund and not the 2008 bond.
Scott Robinson added that separating the West Lot application allows neighbors to focus on an issue that is central to them without holding up bond program progress.

Cheryl Twete discussed the draft Good Neighbor Agreement (GNA).
Craig Stroud asked if the zoo is required to create a GNA as part of the CUMS.
Cheryl Twete responded no, a GNA is useful to document agreements and commitments reached among parties but is not a requirement of the CUMS process.

Cheryl Twete described a new draft parking agreement being negotiated with Portland Parks. Parks intends to assume parking management duties by the end of the year.

Sharon Harmon—Do you anticipate issues if parking meters are installed while the land use application is going through the process?
Cheryl Twete responded that the zoo already charges nonmembers a parking fee and meters are viewed as a different system, but not a new concept.
Bill Kabaiseman stated that neighbor impacts could arise when meters are put into use through increased parking spillover.
Cheryl Twete said that some neighbors believe the lot needs the meters to incent other mode splits and some say neighbors shouldn’t be charged to use their neighborhood park.
Cheryl Twete presented slides of a visioning study of the south entry. Scott Robinson stated that the visioning study is not bond-funded. The envisioned improvements are not funded yet and are conceptual.

Craig Stroud said that some stormwater management and landscaping improvements in the vision are required by city code, and will need to be phased within five years. Other improvements, such as the parking garage, need funding identified and the schedule is not known.

Marcela Alcantar said she understands the vision is not bond-funded, but asked if there is a separate funding source identified for the vision improvements.

Craig Stroud replied that the zoo and Portland Parks are funding the vision work and that some revenues from paid parking are intended to fund some of the vision improvements. Funding for the grand vision of a parking garage and new green space has yet to be determined.

Sharon Harmon asked where the $100,000 in budget variance for land use would fund from - contingency or future project elements.

Craig Stroud responded the program is carrying healthy contingency reserves for just this reason. Cost control and management is an important program consideration and is always an important focus of the program’s work. The program also concluded all three previous construction projects under budget – Veterinary Medical Center, Penguin Life Support System Upgrade, and the Water Main Building.

Ann Gravatt asked for clarification on the elements of the $680,000 of new CUMS land use work.

Craig Stroud responded that estimate includes costs for Cheryl Twete on land use and Marcia Sinclair’s time for public engagement plus consultant fees. All technical work is represented. The estimate does not include an extended legal process, as those costs will depend on the choices made at that time.

D. Elephant Habitat and Related Infrastructure – Entering Design Development

Jim Mitchell delivered the information contained in meeting packet section D document.

Craig Stroud said the zoo director and staff are pleased with the design revisions. Most design changes were subtle details that wouldn’t be obvious to external stakeholders. Most related to eliminating or minimizing large site soil cuts.

Jim Mitchell stated the design process has three formal budget review milestones to ensure the design scope matches available funding.

Councilor Craddick asked if the revised design aligns with the philosophy of No Animal Left Indoors.

Craig Stroud responded yes, the design changes did not compromise any of the animal programming or choice features in previous designs.

Scott Robinson added that the CMGC process has been very helpful to provide information about constructability and cost estimates. He asked Craig and Jim to discuss benefits of CMGC observed to date.
Craig Stroud responded that CMGC is an alternative contracting process that brings a general contractor into the design phase instead of waiting until the construction phase. The general contractor provides constructability, phasing, cost estimating, and risk management information to inform the design process. The process results in the three project partners – owner, architect and contractor – working together through design. In the case of a complex project, the contractor can provide valuable insight and information. Under a standard design-bid-build process, the valuable contractor perspective is absent until sealed envelopes are opened and the contract is subsequently awarded based on the low bid. For complex projects, design flaws or changes result in costly change orders with budget risk.

Ann Gravatt asked if anyone thought about feasibility and challenges of the ravine connection in elephants, given the zoo’s geologic conditions and history.

Jim Mitchell responded that past geotechnical studies concluded the hill area had subsurface rock. Recent borings concluded that the hill and surrounding areas are silt from a prehistoric landslide. Jim described former landslides and measures taken to stabilize the area since the 1950s.

Craig Stroud added that the elephant pre-schematic relied on the work of a separate geotechnical firm that used prior analyses and above ground site observations to inform the design. The program believes geotechnical risk is one of the greatest risks facing the elephant project and that the work of the current geotechnical engineering firm to bore test sites and analyze subsurface conditions was reasonable and important to perform early to mitigate those risks.

E. One Percent-for-Art – Committee Representation
Marcela Alcantar volunteered to serve on the committee.

F. Monthly Project Updates
No substantive discussion other than what was discussed in agenda items C and D.

G. Program Status and Financial Information at a Glance
Chair Krys-Rusoff stated it appears everything is on track except the land use budget overages.

H. Consolidated Oregon Zoo Bond Program Schedule
No substantive discussion

I. Open Discussion/Questions
Craig Stroud announced the retirement on April 13 of Lee Campbell, bond program project manager. The program is assessing and modifying the position’s duties to align with upcoming program needs.

Chair Krys-Rusoff asked management’s confidence in the success of the West Lot strategy.
Scott Robinson responded that the strategy is intended to reduce risk for the zoo’s new CUMS application.

Chair Krys-Rusoff asked about the process to identify funding for the remote elephant center operating costs.
Craig Stroud responded that the zoo director is discussing this issue with the Oregon Zoo Foundation. The foundation is creating a development plan to guide their support activities.

Scott Robinson added that staff continues to work on operational costs and that the estimate of costs is tied to the specific property chosen.

Bill Kabaiseman asked about possible revenue generating activities for the REC.
Craig Stroud said a range of possibilities is being explored. Ideas include educational programming activities such as camps and classes, elephant viewing fees, rental of portions of the site, etc. No conclusions yet, and some activities may not be allowable due to land use restrictions.

Sharon Harmon asked how a program surplus would be used.
Craig Stroud responded that program staff would make recommendations. The Oversight Committee would have a role about how to use surplus funds. The use would have to be capital and not for operations.

Councilor Craddick asked the current schedule to move the penguins into their exhibit.
Craig Stroud responded the current schedule is early summer.

Chair Krys-Rusoff adjourned the meeting at 4:26 p.m.
Land Use Project Updates

For this agenda item, Cheryl Twete will recap the progress since the last Oversight Committee meeting for the updated new Conditional Use Master Plan application and the West Lot application. The monthly status report, including expenditures to date and specific activities, can be reviewed in the meeting packet in agenda item document H-4.
For this agenda item, Jim Mitchell will recap the project design progress since the last Oversight Committee meeting for the Elephant Habitat and Related Infrastructure project. The monthly status report, including expenditures to date and specific activities, can be reviewed in the meeting packet in agenda item document H-1.
For this agenda item, Brent Shelby will recap the project design progress since the last Oversight Committee meeting for the Condor Habitat project. The monthly status report, including expenditures to date and specific activities, can be reviewed in the meeting packet in agenda item document H-2.
OREGON ZOO BOND CITIZENS’ OVERSIGHT COMMITTEE

Worksheet

Presentation Date: September 12, 2012    Time: 3:00 p.m.

Presentation Title: May 2012 Bond Sale Results

Presenter: Craig Stroud, Bond Program Director, 503-220-2451

BACKGROUND
In May 2012, Metro issued $65 million of bonds of the zoo’s remaining $105 million of bond authority. Metro previously issued a total of $20 million across two earlier sales. Given market conditions and Metro’s excellent credit ratings, the recent bonds sold at considerable premium. A premium is a condition where bonds sell for an amount greater than the published value of debt issued and required to be repaid. In this instance, Metro sold $65 million of bonds and received a $10.4 million premium, with proceeds totaling $75.4 million. Attachment 1, prepared by Margo Norton, Metro’s Chief Financial Officer, provides a comprehensive background and explanation of the bond sale.

From a cash flow expenditure perspective, Internal Revenue Service regulations require the program reasonably expect to expend 85 percent of the bond sale proceeds, including the premium, within three years of issuance. Meeting this spending threshold also eliminates remaining proceeds from potential arbitrage liability. The forecast for investment returns over the next three years is low, and creating an arbitrage liability is unlikely.

ISSUE
The Bond Implementation Plan (BIP) adopted by the Metro Council in October 2011 outlined the remaining bond projects, timing and fund allocations. Discussions around issuance timing and size were held with Metro Finance, program staff and external consultants, with a decision to issue a third tranche of $65 million in 2012 to primarily fund the condor and elephant projects. Metro intended to finance the remaining projects through a fourth and final tranche in the future. Issuing bonds for such a material premium was not anticipated at that time, and this document discusses the continuum of options and a near-term recommendation for managing the premium.
The following graphic depicts the continuum of options for managing the premium:

Net Premium

- Use $10.4mm premium to reduce total bond issuance from $125mm to approx. $115mm. This results in the program spending approx. $125mm of bond-related funds to complete projects.

Add Premium

- Use a portion of the $10.4mm premium to off-set a portion of the $125mm. This results in the program spending >$125mm and <$135mm of bond-related funds to complete projects.

- Add the $10.4mm premium to $125mm total bond issuance. This results in the program spending approx. $135mm of bond-related funds to complete projects.

The continuum represents that the premium could be completely or partially used to off-set the total amount of bond issuance in the future, or be completely used to add to the bond authority and increase funds for zoo capital projects. Any choice along the continuum is legal. The primary question is what best represents the Metro taxpayers interest in terms of supporting capital improvements to infrastructure and animal welfare at the Oregon Zoo.

If the premium was completely used to off-set the total amount of bond issuance in the future, the program would execute the current BIP as adopted by council.

There are opportunities and uses the premium could be used to fund that increase the improvements Metro could deliver to the public under the bond authority. Those opportunities and uses include:

1. Provide funding for budget gaps within the adopted BIP that have been identified since adoption. The program would need to fund these identified costs through combinations of scope reductions to remaining projects and program contingency if not funded from new sources. Known costs include:
   - Percent for solar requirement, estimated at $1 million
   - Metro support services allocated costs, estimated at $1.2 million

2. Fund one or more previously identified BIP projects additive alternates. For example, the primate project could add one more chimpanzee and mandrill “pod” habitats to the base project scope.

3. Fund a Comprehensive Capital Master Plan (CCMP) project that was expected to be completed in the future from sources yet to be identified. As you may recall, the 20-year CCMP identified a series of projects for completion after the BIP was completed. The CCMP includes high-need and priority projects, such as a new
animal food storage and food preparation commissary. The current commissary does not meet all aspects of existing standards and needs to be addressed.

4. Fund a large-scale sustainability project. The zoo is working to implement Metro’s sustainability goals and funding could be used for a variety of sustainable projects assessed and outlined in the CCMP, including:
   - Solar photovoltaic or hot water systems
   - Geothermal heating and cooling system expansion
   - Wastewater treatment and reuse
   - Waste to energy systems

5. Hold the funds as contingency for the BIP projects. This option precludes using the funds on anything outside of the adopted BIP in the near term and provides the program an additional $10.4mm of contingency to ensure the projects outlined in the bond are completed.

SUGGESTIONS AND IMPLICATIONS
There is not significant time pressure to decide the use of the premium funds. Opportunities 1 and 2 would necessitate partial uses in the near term; however, zoo and program staff support foregoing those uses and continuing to execute the BIP adopted by the Metro Council. For the budget gaps identified after the BIP adoption, the program will manage those through scope control and cost containment with relatively minimal impact in the near term.

One important consideration is that the conditions existing today that would influence a decision on the use of the premium funds will likely change in the future. For that reason, and the fact that a decision is not necessary in the near term, program staff suggests continuing to execute the BIP and deferring the premium decision to a future period. The timing for a decision to be made is likely several years out and needs to be made prior to the final bond issuance to determine the sizing of that issuance.

To meet the IRS three-year cash flow expenditure threshold, program staff is assessing options for starting planning and possibly construction for the next major project, the Conservation Discovery Zone, sooner than originally scheduled. This brings forward an existing bond project that would otherwise require funding from the next bond issuance. Using the premium proceeds in this way provides the most assurance that the funding to complete the remaining bond projects is adequate.

QUESTION PRESENTED FOR CONSIDERATION
Program staff placed this item on the meeting active agenda to:
   1. Provide the May 2012 bond issuance and premium background information, and
   2. Seek committee feedback on the recommendation to continue with the current BIP and to defer the premium decision to a future period. Under this option, the premium funds will be used to fund capital construction already planned and entirely preserve the range of options for premium disposition.
To: Martha Bennett, Chief Operating Officer  
Scott Robinson, Deputy Chief Operating Officer

From: Margo Norton, Director  
Finance and Regulatory Services

Subject: Recap of Premiums offered in May 2012 bond sale

We have recently received the transcripts from the May 2012 bond sales and have made the final entries to reflect both the Series A proceeds for the Natural Areas and the Zoo Infrastructure and Animal Welfare programs and the Series B refunding of the 2002 Open Spaces. Because the premiums associated with this sale are much larger than the premium we received in the 2007 sale, it is useful to highlight the significant aspects of these transactions.

**AAA ratings qualify Metro as a High Grade Credit**

Metro was rated for these transactions by both Standard & Poor’s and Moody’s Investors Services. Both agencies confirmed our AAA/Aaa ratings in early May. The ratings reports emphasized the strong financial reserves of the agency, the low debt ratio and the significantly broad tax base. In addition, the region is showing slow signs of recovery, neither leading nor lagging the rest of the country. S&P also upgraded Metro’s financial management from good to strong, citing Metro’s adherence to its financial policies even during the downturn. The ratings and the ratings reports are important in qualifying Metro as an attractive, high grade credit.

**Conditions imposed by Voters**

The ballot title for the respective authorizations sets clear parameters about how much debt can be authorized. For example, the Zoo ballot title reads: “Shall Zoo protect animal health and safety; conserve, recycle water; issue $125 million in general obligation bonds; require independent audits.”

The ballot summary also included “promises” about the tax impact: “Bond cost estimate less than 9 cents per $1,000 assessed value per year. The average home owner in the region pays $1.40 a month. Bonds mature in 21 years or less.”

It is important to distinguish debt from spending, particularly because of the large premiums offered.

**Conditions imposed by the Notice of Sale**

The Notice of Sale was issued 10 days prior to the sale day. It included the ratings, general information from Metro about the terms of acceptable bond offers and the basis for award. The
ballot requirement of debt service of no more than 19 cents per thousand for the Natural Areas and 9 cents per thousand for the Zoo Infrastructure are general conditions. Below are the conditions for the Series A sale.

**BIDDING CONSTRAINTS:** All bids will be subject to the terms and conditions of this Official Notice of Sale. All bids for the Series 2012A Bonds must comply with the following conditions: (1) the interest rate must be a multiple of 1/8 or 1/20th of one percent; (2) the Series 2012A Bonds must bear interest from their date to their stated maturity date at the interest rate specified in the bid; (3) all Series 2012A Bonds maturing on the same date must bear the same rate of interest; (4) bids must be for a purchase price of not less than one hundred percent (100.00%) and not more than one hundred and eighteen percent (118.00%) of the principal amount of the Series 2012A Bonds; and (5) the reoffering prices for each maturity cannot be less than ninety-nine percent (99.00%) of the principal amount of such maturity; and (6) no bid will be considered that does not offer to purchase all of the Series 2012A Bonds.

**BEST BID:** Unless all bids are rejected, the Series 2012A Bonds will be awarded to the responsible bidder submitting the bid which results in the lowest true interest cost based on the submitted bid to Metro [emphasis added].

**REOFFERING PRICES:** The successful bidder shall provide the Financial Advisor with the reoffering prices and yields within 1 hour after award of the bid. The reoffering prices and yields so provided will be printed on the inside cover of the final official statement. In addition, the winning bidder must provide an Issue Price Certificate, substantially as shown below under “FORM OF ISSUE PRICE CERTIFICATE FOR SERIES 2012A AND SERIES 2012B BONDS” and satisfactory to Bond Counsel, not later than two business days prior to the closing of the Series 2012A Bonds

**Premiums affect bond structure, not true interest cost**

A premium is used by the buyer to induce Metro to agree to a favorable reoffering structure, but the terms of award are strictly based on the true interest cost (TIC). The bidder does factor the premium into making its TIC offer, calculating the value of the structure the bidder wants to have accepted but recognizing that some structures and premiums will produce a non-competitive TIC.

**Bidding results**

Metro received eight bids for the Series A offering with only 17 basis points separating the bidders. We consider this a very competitive sale, reflecting the value of Metro’s high grade credit as well as the market conditions present during the week in which the sale took place. Metro was fortunate that its sale occurred in a week where the market was seeking high grade credit (security) over yield.
The overall TIC above (2.271) has been broken down separately for the Natural Areas and Zoo Infrastructure because of the difference in maturity dates.

**BOND SUMMARY STATISTICS**

Metro
$75,000,000 General Obligation Bonds, Series 2012A (Natural Areas)
Final Pricing Numbers

- Dated Date: 06/06/2012
- Delivery Date: 06/06/2012
- Last Maturity: 06/01/2026
- Arbitrage Yield: 1.924546%
- True Interest Cost (TIC): 2.225300%
- Net Interest Cost (NIC): 2.512558%
- All-In TIC: 2.241841%
- Average Coupon: 4.764283%

**BOND SUMMARY STATISTICS**

Metro
$65,000,000 General Obligation Bonds, Series 2012A (Zoo Projects)
Final Pricing Numbers

- Dated Date: 06/06/2012
- Delivery Date: 06/06/2012
- Last Maturity: 06/01/2028
- Arbitrage Yield: 1.924546%
- True Interest Cost (TIC): 2.382169%
- Net Interest Cost (NIC): 2.639084%
- All-In TIC: 2.398585%
- Average Coupon: 4.438152%
The successful bidder, J.P. Morgan Chase, offered a $25.3 million premium to acquire Metro’s Series A $140 million bonds at par. The table also includes information about the 2002 Refunding which was won by Citigroup with $2.2 million premium in a separate sale.

### Decision making regarding offered premium

Metro anticipated a premium from this sale, based on prior offerings. In 2007 when the initial Natural Areas Series was sold, Metro received a $6 million premium for a $124.5 million par offering. The $25.3 million premium was near the middle of an estimated $20 million - $28 million which we received a few days before the sale. The issuer does have some options regarding the premium and needs to make an active decision. The options included:

1. **Accept the premium.**

   **Key Consideration:** Can we reasonably expect to spend the additional proceeds within the 3-year time period to protect the tax exempt status of the bonds?

   **Conclusion:** We consulted with the program managers who recognized the challenge of managing the additional proceeds but concluded that we could reasonably expect to spend 85 percent (the federal requirement) in the three years. At today’s earnings rate, the arbitrage yield calculation presents very low risk.

2. **Reduce the bond offering**

   In essence, the par offering is reduced to $115 million which, with the premium, yields the targeted $140 million in proceeds and preserves the option to sell $25 million at a later date.

   **Key Consideration:** Will we be able to issue the preserved $25 million in 2015 or later at a more advantageous rate?

   **Conclusion:** Metro’s last major bond sale occurred in 2007 before the economic collapse. The TIC for the Natural Areas issue was 4.0759 percent. While we are not expecting market
conditions to return to pre-recession levels anytime soon, we are expecting some upward pressure. The likely interest rate in 2015 will be higher than in 2012.

3. Lowering the tax rate

Key Consideration: does either option change the tax burden?

Conclusion: Underlying both options is the potential impact to the region’s taxpayers. The award criterion, lowest true interest cost, was unaffected by whether we accepted the premium or reduced the bond offering. The sale generated significant competition which is reflected in the TIC. The winning bid yielded an estimated 12 cents per thousand for Natural Areas and 6 cents per thousand for Zoo Infrastructure, well below the general conditions of 19 cents and 9 cents respectively. Rejecting the premium would not lower the debt service cost; accepting the premium would not increase the tax burden.

Accepting the premium

Metro ultimately decided to accept the premium. The debt service rate is highly favorable to the region’s payers and is likely more favorable than issuing debt in subsequent years. The Natural Areas program can deliver more to the voters than promised by acquiring additional acreage because of the favorable premiums in both the 2007 and the 2012 sales. The Zoo’s construction plan is spread out over 6-8 years, making it vulnerable to escalating construction costs as economic recovery occurs. The additional premium provides an extra margin of safety. If either program determines that the premium exceeds the amount Metro needs to deliver on its bond promises, we can recommend not issuing some or all of the remaining debt authorization in 2015.
Committee Membership

Seven of the 17 Oversight Committee members’ terms expire Dec. 31, 2012. These individuals are eligible to serve an additional two-year term from Jan. 1, 2013 to Dec. 31, 2014. The members with expiring terms are:

Deidra Krys-Rusoff  Portfolio Manager, Ferguson Wellman Capital Management, Inc.; Chair, Oregon Zoo Bond Citizens’ Oversight Committee
Benjamin Jackson  Student, Jefferson High School; REAP, Inc.
Tony Jones  Executive Director, Metropolitan Contractor Improvement Partnership
Carter MacNichol  Principal, Shiels Obletz Johnsen, Inc.
Penny Serrurier  Attorney, Stoel Rives LLP
Michael Sestric  Facilities Planner/Architect, Michael Sestric Facilities Planning
Bob Tackett  Executive Secretary Treasurer, NW Oregon Labor Council

If you are an individual listed above, please email Chair Krys-Rusoff and Craig Stroud by Sept. 30 stating your desire to serve or decline a third term. Program staff will begin the required Council legislative process to reappoint members by Dec. 31.

In addition, several members have resigned from the committee over the past two years. Chair Krys-Rusoff would like to briefly discuss the backgrounds and current members, and identify any particular skill-sets that could be recommended to Metro Council President Hughes for consideration as part of the new member nomination process.
Oregon Zoo Bond Citizens’ Oversight Committee meeting

Sept. 12, 2012

Agenda Item H. Monthly Project Status Reports

1. Elephant Habitat and Related Infrastructure
2. Condor habitat
3. Remote Elephant Center
4. Updated Conditional Use Master Plan and Land Use Reviews
5. Interpretive Experience Design Services
6. Percent-for-Art
Oregon Zoo Bond Project Status Report
Design Phase

Project Title: Elephant Habitat and Related Infrastructure  Project Manager: Jim Mitchell
Reporting Period #014/Status Date: August 20, 2012  Project Manager Phone: 503-914-6025

Project Description: Provide a new elephant habitat, expanding from 1.5 acres to 6 acres, allowing for an evolution in the way the elephants use their space, which supports the zoo’s vision for elephants to live in family herds. Sub-projects include: 1) relocating the train, 2) a new perimeter service road, 3) relocating the Wild Life Live program and 4) water and energy sustainability measures, including LEED Silver Certification and a new campus geothermal loop to reduce the use of fossil fuels for heating and cooling.

Status at a Glance

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LEGEND:
- Moving along nicely, no significant concerns at this time.
- Must be addressed or may be escalated to off-track mode.
- Causing significant impact to the project.

Design and Construction Schedule

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Critical Issues

None to Report

Summary Status

Milestones/deliverables for this reporting period
- The eighth design workshop was conducted on July 18, 19 and 20.
- The design team continues to refine drawings and work with the zoo team on details.
- Four preliminary permit application meetings have been conducted with the City of Portland.
- The permit set of drawings for Wildlife Live were submitted to the City of Portland on August 17.
- The venue closure schedule was distributed to zoo staff for planning when items need to be moved or venues closed, which will impact revenue.
- The construction schedule end date has been changed from May 2015 to December 2014. The new end date was established in the Critical Path Method schedule provided by Lease Crutcher Lewis.

Planned milestones/deliverables for the next reporting period
- Design workshop number nine is scheduled for August 21, 22 and 23.
- Review and refine sub- bidding/procurement process with Lease Crutcher Lewis. A meeting was held with Metro’s MWESB Coordinator and Lease Crutcher Lewis’s bid team to define outreach strategy.
- Continue to identify and organize a plan to relocate existing elements within the Elephant Habitat footprint, including totem pole, hoop houses, artwork, train equipment, and guest service venues.
Oregon Zoo Bond Project Status Report
Design Phase

Project Title: Condor Habitat
Project Manager: Brent Shelby
Reporting Period #07/Status Date: August 21, 2012
Project Manager Phone: 503-525-4240

Project Description: The new condor habitat will highlight the Oregon Zoo’s successful condor breeding program and inspire visitors to learn more about these iconic birds that once flew over the Columbia River Gorge.

Status at a Glance

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<tr>
<td>Schedule and signoffs</td>
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<tr>
<td>Deliverables</td>
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</table>

LEGEND:
- Moving along nicely, no significant concerns at this time.
- Must be addressed or may be escalated to off-track mode.
- Causing significant impact to the project.

Project Schedule

<table>
<thead>
<tr>
<th>START DATE</th>
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Total Project Budget

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<th>COSTS TO DATE OF STATUS</th>
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Critical Issues

No critical issues to report for this period.

Summary Status

Milestones/deliverables for this reporting period

- On July 31 notice was given to project design consultant team, Atelier Dreiseitl + PLACE, to proceed with design development.
- A design development meeting was held on Aug. 16 between consultants and zoo team. The team reviewed revisions to the design. At the next meeting, on Sept. 4, work will be broken into smaller specialty groups to focus on refining details such as bird holding building, caging and stormwater management.
- Atelier Dreiseitl + PLACE delivered a fee proposal for additional work at farm for impacts of condor habitat construction. The proposal is being reviewed. If approved, the design consultant contract will be amended with this additional scope.
- A coordination meeting between condor interpretive experience design consultants and habitat design consultants is scheduled for Aug. 22 to define work responsibilities, coordinate schedules and share work to date.
- The condor stakeholder engagement team is still working on a project proposal for quiet engagement during condor habitat project design and construction. Given the timeline required for engagement, any interpretive content from stakeholder groups, such as Native American Tribes, will be incorporated as part of a second phase. This will ensure the engagement process does not delay the condor habitat project’s schedule while still incorporating stakeholder content in the project.

Planned milestones/deliverables for the next reporting period

- Condor stakeholder engagement team meeting with leadership to review project proposal
- Design development meetings between consultants and zoo design team
- Condor interpretive content development and coordination
Oregon Zoo Bond Project Status Report

Project Title: Remote Elephant Center – Phase II
Project Manager: Mike Keele
Reporting Period/Status Date: August 15, 2012
Project Manager Phone: 503-220-2445

Project Description: Metro Council Resolution No. 11-4230 authorized the COO to enter into options to purchase real property for the purpose of providing an elephant reserve under the 2008 Oregon Zoo Bond Measure. Staff was also authorized to continue financial feasibility planning and initiate a fundraising campaign for capital costs and operating expenses with the help of the Oregon Zoo Foundation.

Status at a Glance

<table>
<thead>
<tr>
<th>Status Item</th>
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<th>Caution</th>
<th>Off-track</th>
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LEGEND:
- Moving along nicely, no significant concerns at this time.
- Must be addressed or may be escalated to off-track mode.
- Causing significant impact to the project.

Schedule

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<tr>
<td>$7.2 million</td>
<td>$38,806</td>
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Note 1: The Metro Council adopted Bond Implementation Plan allocates $7.2 million for the offsite facilities capital improvements. Once a site is selected, programming, operating, and capital plans will be able to be updated to identify refined capital construction funding requirements. The baseline budget will show $7.2 million until that work concludes.

Critical Issues for Corrective Action: none at this time.

Summary Status

Milestones/deliverables for this reporting period
- Project Plan development continues. Major components include planning and design, funding strategy, securing land use approvals and communications.
- No progress with development of conservation/education/community program activities.
- Met with staff to revisit proposed elephant management program to determine pros and cons of site distance from zoo. Outcome of meeting is to develop FAQ around the program management need of the off site to support the zoo’s elephant program. FAQ can be used as a communication tool for staff and Councilor briefings. Also, check to see about expanding the property search radius from one hour to four hours from the zoo.
- Began researching fresh water supply and waste water regulations and requirements.

Planned milestones/deliverables for the next reporting period
- Develop FAQ addressing elephant management program with zoo and offsite facilities.
- Check into expanding property search radius from one hour to four hours distance from the zoo.
- Research water supply needs, well water requirements and waste water system needs.
- Continue to develop and formalize conservation/education/community program activities. (Pending review of proposed elephant management program.)
- Develop Project Plan for staff review prior to Oregon Zoo Bond Advisory Group presentation and review.

i Not loaded for allocated costs.
Oregon Zoo Bond Project Status Report
Planning Phase

<table>
<thead>
<tr>
<th><strong>Project Title:</strong> New Conditional Use Master Plan (CUMS) and West Lot Conditional Use Application</th>
<th><strong>Project Manager:</strong> Cheryl Twete</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Reporting Period/Status Date:</strong> August 17, 2012</td>
<td><strong>Project Manager Phone:</strong> 503-797-1774</td>
</tr>
</tbody>
</table>

**Project Description:** Prepare city conditional use application for the updated Zoo Comprehensive Capital Master Plan, and applications for related reviews, such as environmental review and adjustments (if any). Prepare separate conditional application, jointly with Portland Parks and Recreation and other venues for West Parking Lot. Achieve land use approvals from the City of Portland for the updated master plan, bond program projects and other improvements at the zoo campus. Engage Washington Park Alliance (WPA) members to prepare 1) an urban design vision for the entry/parking lot area, and 2) an updated joint transportation management strategy.

**Status at a Glance**

<table>
<thead>
<tr>
<th>Status Item</th>
<th>On Track</th>
<th>Caution</th>
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<tbody>
<tr>
<td>Budget</td>
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<td>Schedule and signoffs</td>
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<tr>
<td>Deliverables</td>
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</table>

**LEGEND:**
- **X** Moving along nicely, no significant concerns at this time.
- Must be addressed or may be escalated to off-track mode.
- Causing significant impact to the project.

**Schedule**

<table>
<thead>
<tr>
<th>START DATE</th>
<th>COMPLETION DATE</th>
</tr>
</thead>
<tbody>
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<td>BASELINE</td>
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**Total Project Budget**

<table>
<thead>
<tr>
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<th>ESTIMATE AT COMPLETION</th>
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Note 1 – Extensive planning in the past months has identified project scope/budget for consultant services. If city staff requires additional technical analysis as part of the land use review, there may be some additional consultant costs. This project budget is carrying all land use project manager and public outreach/communication staff costs.

**Critical Issues for Corrective Action:** None at this time.

**Summary Status**

- **Budget Status**
  - No significant change
- **Schedule and Signoffs Status**
  - **West Lot Summary**
    - The full West Lot application was submitted to the Bureau of Development Services on July 9.
    - Staff reviewed for completeness and requested two additional pieces of information in order for the application to be deemed complete. That additional information was submitted and the application was deemed complete. The Hearings Officer hearing is scheduled for Sept. 26.
    - Staff is preparing for the hearing with co-applicants, and expects Portland Parks and Recreation and the other attractions to actively participate in the presentation.
New CUMS Application

- The new zoo CUMS application was submitted on Aug. 14 and is under completeness review by city staff. No hearing date has been set yet, but the hearing is expected to be four to six weeks after the West Lot hearing.
- Currently, the strategy is to maintain the 120-day land use review timeline (i.e., not waiving the 120-day rule). The timeline is activated once the application is deemed complete.

Other Related Project Activities

- Metro and PP&R staff have revised the draft Good Neighbor Agreement in response to the two neighborhood associations’ revised proposal and sent it to them for their consideration. The list of outstanding issues is narrowing. Metro and PP&R have requested that the two neighborhood associations review, discuss with Metro and PP&R, and take neighborhood board action in September. No large group neighborhood association meetings are expected in the coming summer months. Instead, negotiations with one or two representatives from each organization will occur on the Good Neighbor Agreement.

- Related to the CUMS work, the phase II South Entry/Parking Lot Visioning study is in final draft report and is undergoing review by key staff and consultants. It will be completed in August. (The zoo bond is not funding this work.) The two neighborhood associations are very supportive of this vision.

- Another related work item this past year has been negotiations between Portland Parks and Recreation and Metro on a new parking management agreement for all parking in Washington Park. The new agreement is in final draft form and represents a holistic approach to parking and access management. The goal is to complete the agreement by September and present it to City Council and the Metro Council for approval, as well as to the boards of the four other venues in Washington Park.

➤ Deliverables Status

- West Lot completeness package was submitted July 30.
- The new zoo CUMS application was submitted Aug. 14.
- The South Entry Visioning Study was reviewed by Metro and PP&R staff and is being finalized by the consultant team.
- The draft new parking management agreement was discussed again in July at the Washington Park Alliance and was generally well-received. Negotiations among the parties continue. Technical work to begin implementing the program is underway.

Planned milestones/deliverables for the next reporting period

- West Lot conditional use hearing preparations will continue.
- If requested, additional information to complete the new CUMS application will be submitted.
- The South Entry Visioning Study will be completed, including phasing plans and cost estimates for improvements.
- Negotiations on the new parking management agreement with PP&R and the other venues will continue into September.
- Negotiation of the Good Neighbor Agreement with the two neighborhoods will continue.
Oregon Zoo Bond Project Status Report

Project Title: Interpretive Experience Design Services
Reporting Period #07/Status Date: August 21, 2012
Project Manager: Brent Shelby

Project Description: Interpretive elements are the printed, graphical and electronic activities, experiences and signage in and around exhibits that provide mission-based communication to connect guests with the zoo’s animals, mission and values. In addition to explaining information at exhibits, the interpretive experience will address campus orientation and navigation, branding, amenities, and the holistic guest experience. The program’s strategy is to use a single team to plan, design and install all interpretive packages for the upcoming bond projects to ensure consistency of theme, style, etc.

Status at a Glance

<table>
<thead>
<tr>
<th>Status Item</th>
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<td>Deliverables</td>
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LEGEND:
- Moving along nicely, no significant concerns at this time.
- Must be addressed or may be escalated to off-track mode.
- Causing significant impact to the project.

Project Schedule

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Total Project Budget

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Critical Issues

No critical issues to report for this period.

Summary Status

Milestones/deliverables for this reporting period
- Interpretive experience design consultants have been working to finish interpretive roadmap document.
- Work order proposals for elephant and condor project-specific interpretive experience design have been approved, as has a work order proposal for bond-funded wayfinding (visitor orientation and trip-planning) components. The first workshop to specifically address these assignments is scheduled for week of Sept. 24.
- An online front-end evaluation survey, via Metro’s Opt In regional survey system, will be distributed by Aug. 27. The survey is intended to capture visitor expectations and preferences regarding the zoo’s interpretive experience as well as a base of understanding of intended key interpretive messages. This information will relate to the interpretive roadmap and will inform design and content decisions.
- The zoo has worked with designers to schedule a series of coordination meetings between elephant and condor habitat design teams and the interpretive experience design consultants. The meetings will enable all teams to define work responsibilities, coordinate schedules and share work progress to date.

Planned milestones/deliverables for the next reporting period
- Opt In survey results complete by mid-September
- Coordination meetings with habitat design consultants
- Interpretive experience design workshop week of Sept. 24.
Oregon Zoo Bond Project Status Report

Project Title: Percent-for-Art
Reporting Period #07/Status Date: August 21, 2012
Project Manager: Brent Shelby
Project Manager Phone: 503-525-4240

Project Description: Metro Council resolution 11-4282 approved the recommendation to use the Percent-for-Art funds for zoo bond program programmatically rather than on a project-by-project basis. This enables a more strategic approach to the selection and installation of public art at the zoo and leverages the monies to greater effect for the public and the campus.

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Status at a Glance

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<tr>
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**LEGEND:**
- Moving along nicely, no significant concerns at this time.
- Must be addressed or may be escalated to off-track mode.
- Causing significant impact to the project.

---

Project Schedule*

<table>
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Total Project Budget

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*This is an ongoing initiative, throughout the duration of the bond program, and does not have a definitive start and end date.

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Critical Issues

No critical issues to report for this period.

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Summary Status

Milestones/deliverables for this reporting period

- At the Public Art Advisory Committee meeting in August, the group discussed the Warren Illif Sculpture Garden, which will need to be relocated due to new elephant habitat construction, and evaluated statistics concerning the zoo’s current public art collection. This work is preparation for decisions concerning procurement of new art under the percent-for-art ordinance and the relocation of existing public art impacted by bond project construction.
- There are developments concerning the relocation of the zoo’s two totem poles, also to be displaced by new elephant habitat construction:
  - For options to store the 50-foot Lelooska totem pole, the Oregon Zoo Foundation and Bond Steering Group will look at the list of 27 companies that make up the Working Waterfront Coalition (WWC) to see if we have a relationship or donor history with any of them. The Regional Arts and Culture Council (RACC) suggested this coalition to the zoo, as a chance for the companies to provide an in-kind donation and opportunity to support art and cultural history of Portland. Established in 2005, the WWC is an organization of businesses concerned about the environmental health and economic vitality of the Portland harbor. The WWC advocates for sound public policy that promotes environmental, social and economic sustainability. WWC created Industry and Art, an art program to engage the community and build stronger connections between industry and the community at large.
  - A list of Metro-owned sites will be reviewed for potential totem pole storage as well.
Percent-for-Art Project Status Report

- Totem Pole carver Ray Losey provided a cost estimate for “Survival” 14.5-foot totem pole: $2,950 to restore, including carve new cedar wings, paint and make a new base. Transportation to his studio and back to the zoo and reinstallation would be an additional expense. Estimated total cost should not exceed $6,000.
- Art relocation costs may be funded by percent-for-art allocation, but costs for restoration/repair of existing art is not eligible for percent-for-art dollars.

Planned milestones/deliverables for the next reporting period
- Public Art Advisory Committee meetings.
- Evaluate options for existing art, to be relocated due to new bond construction projects (elephants and condors).
- Evaluate opportunities for procurement of new art, under percent-for-art program, associated with new bond construction projects (elephants and condors).
### Construction Projects

<table>
<thead>
<tr>
<th>Project</th>
<th>Pre-Schematic Design</th>
<th>Design Development</th>
<th>Construction Documents</th>
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### Planning Projects

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<th>Interim Reports</th>
<th>Final Deliverables</th>
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### Land Use Processes

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<thead>
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<th>Project</th>
<th>Determine-Appropriate Process and Negotiate</th>
<th>Establish Project Scope and Baselines</th>
<th>Project Execution - Technical Studies and Prepare Application</th>
<th>Public Meetings</th>
<th>Submit CV AS to City for Approval</th>
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<td>10%</td>
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### Program Administration

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<th>Project to Date Expenditures</th>
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# CONSOLIDATED OREGON ZOO BOND PROGRAM SCHEDULE

As of Aug. 16, 2012

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<td>3</td>
<td>Engage City officials and staff</td>
<td>3/17/10</td>
<td>7/2/12</td>
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<td>4</td>
<td>Define Land Use Approach</td>
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<td>5</td>
<td>Hire Transportation Consultant</td>
<td>8/10/10</td>
<td>9/30/10</td>
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<td>6</td>
<td>Prepare Transportation Final Work Scope</td>
<td>8/10/10</td>
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<td>7</td>
<td>Ongoing Public Outreach/Communications</td>
<td>8/12/10</td>
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The Comprehensive Capital Master Planning effort identified the schedule and sequencing for the remaining bond projects. This schedule only includes active projects.