

JOINT RESOLUTION NO. _____

AMENDMENT TO THE COMMUNITY REDEVELOPMENT PLAN FOR THE UPTOWN AREA TO INCLUDE AN UPDATED PLAN FOR THE UPTOWN MIXED USE CENTER; AN UPDATED PLAN FOR THE UPTOWN WEST AND GAYOSO BAYOU GREENWAY AREA; IMPROVEMENTS FOR SECOND ST.; A REHABILITATION PLAN FOR SINGLE-FAMILY, MULTI-FAMILY, COMMERCIAL AND HISTORIC STRUCTURES WITHIN THE UPTOWN REDEVELOPMENT AREA; UPDATED MAPS AND FINANCIAL SPREADSHEETS; AND CLARIFICATION OF OTHER PROVISIONS WITHIN THE COMMUNITY REDEVELOPMENT PLAN FOR THE UPTOWN AREA.

WHEREAS, pursuant to the Community Redevelopment Act of 1998 (the “Act”) the City of Memphis, Tennessee and Shelby County, Tennessee established a joint Community Redevelopment Agency (“CRA”) to ameliorate the slum and blight conditions within the City of Memphis and the unincorporated areas of Shelby County; and

WHEREAS, the Shelby County Board of Commissioners, the Memphis City Council and the Memphis and Shelby County Community Redevelopment Agency (CRA) approved the establishment of the UPTOWN Community Redevelopment Area, and in 2001 adopted the Community Redevelopment Plan for the Uptown Area pursuant to the requirements of Section 12 of the Act; and

WHEREAS, the Memphis Housing Authority (“MHA”) and its development partners, The Henry Turley Company and Belz Investco, (the Development Partners) have fulfilled the HOPE VI Grant commitment, and as the partnership will now focus on future sustainability initiatives outlined in the Community Redevelopment Plan for the Uptown Area and in this proposed amendment; and

WHEREAS, pursuant to the requirements of Section 13 of the Act it has become both necessary and desirable to amend, modify and update the Community Redevelopment Plan for the Uptown Area so as to complete the scope of the original redevelopment plan and to continue in the elimination of slum and blighted conditions in the Uptown Redevelopment Area; and

NOW, BE IT RESOLVED, by the Board of County Commissioners and the Memphis City Council that the Community Redevelopment Plan for the Uptown Area be amended as follows:

SECTION 1. That page 31 of the Community Redevelopment Plan for the Uptown Area under the heading Future Land Use Plan is hereby amended to remove the following text:

The two proposed Neighborhood Centers along Auction and Chelsea are mixed use centers with required first floor commercial uses.

and replace with the following:

The proposed Neighborhood Center in the vicinity of Auction/North Parkway and Danny Thomas Boulevard is a mixed use center consisting of a combination of at least two of the following uses: retail, office, civic/institutional or residential uses.

SECTION 2. That page 31 of the Community Redevelopment Plan for the Uptown Area under the heading Neighborhood Center District is hereby amended to remove the following text:

- i) Proposed Land Uses
 - (1) The red areas of the Land Use Plan Map depict the Neighborhood Center District. This district does not resemble any of the existing zoning districts, with the exception of the Central Business (CBD) zoning district with regard to permitted uses. The first floor of new development in the Neighborhood Center District must be reserved for commercial use to encourage pedestrian activity at street level.

and replace with the following:

- i) Proposed Land Uses
 - (1) The red areas of the Land Use Plan Map depict the Neighborhood Center District. This district does not resemble any of the existing zoning districts, with the exception of the Central Business (CBD) zoning district with regard to permitted uses. The first floor of new development in the Neighborhood Center District should be reserved for commercial use to encourage pedestrian activity at street level.

SECTION 3. That page 34 of the Community Redevelopment Plan for the Uptown Area under the heading Future Land Use Plan, subheading Interstate 40 Ramp to North Third is hereby amended to remove the following text:

Interstate 40 Ramp to North Third

There is currently no clear access from the east into the St. Jude Campus. A ramp from Interstate 40 west onto North Third Street would correct this situation.

and replace with the following:

Interstate 40 Ramp to Access the Pinch District and the St. Jude Campus

There is currently no clear access from the east into either the Pinch District or the St. Jude Campus. A ramp from Interstate 40 West at a specific location as recommended by TDOT and the City of Memphis would correct this situation.

SECTION 4. That page 35 of the Community Redevelopment Plan for the Uptown Area under the heading Area intended for parks, recreation and open space is hereby amended to remove the following text:

The Future Land Use Plan and documentation prepared by LRK shows three park/open space areas to be developed in the Uptown Area: 1) development of the east and west shores of the former Wolf River into the Memphis Harbor Park; 2) redevelopment of the Gayoso Bayou flood control system into an Urban Greenway, and 3) the redevelopment of Hurt Village will also include a neighborhood park.

and replace with the following:

The following park/open space areas are to be developed in the Uptown Area: 1) development of the west shore of the former Wolf River as part of the Harbor Town Planned Development; 2) development of the east shore of the former Wolf River as part of the Uptown West redevelopment area; 3) redevelopment of the Gayoso Bayou flood control system into an Urban Greenway and/or other appropriate uses compatible with the uptown neighborhood, and 4) the redevelopment of Hurt Village will also include a neighborhood park.

Pending collaboration with and approval of the City of Memphis Park Services Division, other park/open space areas may be created throughout the neighborhood where appropriate if parcels held in the MLB-Uptown are unfit for other uses due to size, geographic or other constraints.

SECTION 5. That page 36 of the Community Redevelopment Plan for the Uptown Area under the heading Description of the Community Redevelopment Plan, subheading Redevelopment of Hurt Village, is hereby amended to remove the following text:

A section of Hurt Village along North Parkway will be ground leased to the developer to create 70,000 square feet of commercial and retail development, with market-rate loft apartments on the second floor.

and replace with the following:

A section of Hurt Village in the vicinity of Auction/North Parkway and Danny Thomas Boulevard will be redeveloped to create a mixed-use center consisting of a combination of at least two of the following uses: retail, office, civic/institutional or residential uses.

SECTION 6. That page 37 of the Community Redevelopment Plan for the Uptown Area under the heading Description of the Community Redevelopment Plan, subheading Redevelopment of Hurt Village, is hereby amended to remove the following text:

Ground lease payments to MHA for the commercial facilities will be utilized for a CSS (Community and Supportive Services) endowment fund to ensure long-term sustainability of resident programs and services.

and replace with the following:

Any ground lease payments to MHA for the commercial facilities will be utilized for a CSS (Community and Supportive Services) endowment fund to ensure long-term sustainability of resident programs and services.

SECTION 7. That page 37 of the Community Redevelopment Plan for the Uptown Area under the heading Description of the Community Redevelopment Plan, is hereby amended to remove the following text:

Improvements to Wolf River Lagoon – grant application has been submitted to HUD’s Brownfields Showcase Community to fund a project that would redevelop land into green space located along the eastern side of Wolf River. This project would include relocating industries to a more appropriate location.

and replace with the following:

Uptown West – the area located along the eastern side of Wolf River bounded by approximately the former Wolf River to the west; North Main Street to the east, Auction Avenue to the south and Mud Island Road to the north will be redeveloped to include public green space; however, if engineering studies, flood control studies, environmental considerations, and economic feasibility studies reveal that residential and/or commercial uses are feasible then the area shall be redeveloped to include public green space and residential and/or commercial uses. This project would include relocating industries to a more appropriate location.

SECTION 8. That page 38 of the Community Redevelopment Plan for the Uptown Area under the heading Description of the Community Redevelopment Plan, is hereby amended to remove the following text:

Other road improvements include the addition of an Interstate 40 ramp to North Third Street that will provide a clear access to St. Jude Hospital.

and replace with the following:

Other road improvements include the addition of an Interstate 40 ramp at a specific location as recommended by TDOT and the City of Memphis that will provide a clear access to St. Jude Hospital and the Pinch District.

SECTION 9. That page 38 of the Community Redevelopment Plan for the Uptown Area under the heading Description of the Community Redevelopment Plan, is hereby amended to remove the following text:

The future land use plan designates mixed uses along some of the former commercial areas including the following:

- Chelsea Avenue between Second and Ayers Street
- Jackson Avenue between Seventh and Ayers Street
- Poplar Avenue
- Downtown area south of Auction Avenue between Front and Third Street
- Second Street between Greenlaw and Cedar Avenue
- Danny Thomas Boulevard between Chelsea and Wells Avenue
- Harbor Town Boulevard
- Mixed Use and Commercial along Auction / North Parkway

and replace with the following:

The future land use plan designates mixed uses along some of the areas including the following:

- Jackson Avenue between Seventh and Ayers Street
- Poplar Avenue
- Downtown area south of Auction Avenue between Front and Third Street
- Danny Thomas Boulevard between Chelsea and Wells Avenue
- Harbor Town Boulevard
- Mixed Use and/or Commercial along Auction / North Parkway

SECTION 10. That page 39 of the Community Redevelopment Plan for the Uptown Area under the heading Planned Initiatives & Demonstration Areas, subheading Planned Initiatives is hereby amended to remove the following text:

Memphis Harbor & Gayoso Bayou Greenway – Development of the East and West shores of the former Wolf River into the Memphis Harbor Park, and redevelopment of the Gayoso Bayou flood control system into an Urban Greenway – connecting the neighborhood and St. Jude with the Memphis Harbor Park.

and replace with the following:

Uptown West & Gayoso Bayou Greenway – Development of East shore of the former Wolf River and adjacent area bounded by approximately the former Wolf River to the west; North Main Street to the east, Auction Avenue to the south and

Mud Island Road to the north will be redeveloped as appropriate into Uptown West. Uptown West shall be redeveloped to include public green space: however, if engineering studies, flood control studies, environmental considerations, and economic feasibility studies reveal that residential and/or commercial uses are feasible, then the area shall be redeveloped to include public green space and residential and/or commercial uses and shall include the redevelopment of the Gayoso Bayou flood control system into an Urban Greenway connecting the neighborhood and St. Jude with Uptown West and the former Wolf River. Any redevelopment of the Gayoso Bayou flood control system may also include residential, neighborhood serving commercial, and institutional uses which are appropriate and compatible with the neighborhood as a whole.

SECTION 11. That page 39 of the Community Redevelopment Plan for the Uptown Area under the heading Planned Initiatives & Demonstration Areas, subheading Planned Initiatives is hereby amended to add the following text:

Rehabilitation Plan

The rehabilitation of existing structures throughout the community is integral to the removal of slum and blight and to the continuing sustainability of the neighborhood. Planned Initiatives contribute to the removal of slum and blight and are consistent with the Community Redevelopment Act of 1998.

In each of components listed below, policies and procedures will be established and good faith efforts will be exercised to attract and utilize small, minority, and women's business enterprises primarily through outreach, and recruitment activities.

Privately owned multi-family, single-family, historic, and commercial properties within the rehabilitation zones identified on the Rehabilitation Zone map may, upon application by the owner of the property and approval of the CRA Board, be eligible for rehabilitation assistance in accordance with the terms and conditions of the Rehabilitation Plan set forth below. The Rehabilitation Plan will be open to all property owners that meet the redevelopment criteria. An advertising campaign to be approved by the CRA Board will be developed and implemented by the applicant as a part of the rehabilitation plan.

For the purposes of this plan, rehabilitation may include but is not limited to: repair or replacement of roofs, flooring, plumbing, electrical, HVAC systems, or windows; improving structural stability; and interior and exterior painting. Rehabilitation does not include the purchase or installation of any appliances.

There are many multi-family properties, single family homes, and certain commercial properties within the Uptown neighborhood which have become blighted in recent years and are in need of repair and rehabilitation to prevent their further decline and eventual demolition. Many of these properties are only partially occupied with units boarded up and others being left open and unsecured. There are also properties throughout the Uptown area that have historic value, some of which are on the National Register of Historic Places and some which are not. Upon application and approval of the CRA Board, an applicant may be eligible for rehabilitation assistance consistent with the following rehabilitation plan guidelines for the respective properties indicated:

REHABILITATION OF EXISTING STRUCTURES – MULTI-FAMILY

1. Any eligible structures shall be located within one of the multi-family rehabilitation zones delineated on the Rehabilitation Zone map.
2. Each eligible structure shall have at least 3 residential units.
3. The owner must represent that they will use their best efforts to ensure that for a period of not less than fifteen (15) years from the date of rehabilitation, either (a) at least 20% of the multi-family property in the receiving rehabilitation assistance will be occupied by individuals whose income does not exceed 50% of the median gross income for Shelby County; or (b) at least 40% of the multi-family property receiving rehabilitation assistance will be occupied by individuals whose income does not exceed 60% of the median gross income for Shelby County.
4. To be eligible for assistance the applicant must submit a complete rehabilitation application consisting of a detailed rehabilitation plan and detailed cost estimate to the CRA Staff prior to the start of construction. Within ten (10) business days of receiving the complete rehabilitation application, the CRA Staff shall submit the rehabilitation application to MHA, or MHA's designee, as agent for the CRA in administering the rehabilitation plan, for review and comment. Within ten (10) business days of receiving the rehabilitation application MHA, or MHA's designee, shall review and submit comments and recommendations to the CRA Staff. Within fifteen (15) business days of receiving comments and recommendations from MHA, the CRA Board shall consider the rehabilitation application.
5. All rehabilitation and construction work must conform to the approved rehabilitation plan.
6. Following the rehabilitation, tenants occupying the building must be qualified by the MHA utilizing criteria established by the MHA and approved by the CRA Staff.
7. Loans or Grants under an approved multi-family rehabilitation plan may not exceed \$25,000 per unit, adjusted annually according to the Consumer Price Index (CPI) for U.S. Housing.
8. If assistance is in the form of a loan, exact interest rates and terms shall be determined by the CRA Board and will depend on market conditions at the time of loan application and closing. All loan proceeds and interest shall be returned to the Uptown Redevelopment Trust Fund.
9. All rehabilitation and construction work must be completed within eighteen (18) months of loan/grant closing with the CRA or the CRA's designee.
10. Loan or grant proceeds are to be disbursed to applicants by the CRA or the CRA's designee upon completion of construction and certification of compliance with the rehabilitation plan by MHA, or MHA's designee.
11. Applicants may be considered for a grant based on the public benefit to be derived from the project, including such factors as rent level, social services provided, intensity of management, located adjacent to or in close proximity to other redevelopment activities, etc.
12. Every effort should be made to prevent the displacement or relocation of residents however, if rehabilitation activities cannot be performed while a resident is in place, that resident shall be relocated to a similar unit (in size and rent) while activities are performed (within the same complex where possible).
13. In the case of a "forgivable loan" or grant, if owner sells or refinances within ten (10) years of the disbursement of the grant or loan, owner must reimburse the CRA 10% of the grant amount per year remaining in the ten (10) year period following

grant/loan disbursement (Example: Structure sold in year five (5) following grant disbursement, owner must reimburse CRA 50% of the original “forgivable loan” or grant.) A statement to this effect shall be included in the grant or loan agreement with all monies returning to the Uptown Redevelopment Trust Fund.

REHABILITATION OF EXISTING STRUCTURES – SINGLE-FAMILY

1. Any eligible structures shall be located within the following boundaries: Chelsea, Manassas, Auction and Front Street, as shown on the Rehabilitation Zone Map.
2. Single-family or duplex units may be eligible. Existing duplex units may be converted into a single-family unit; however, single-family units may not be converted into a duplex without prior approval by the CRA Board.
3. In the case of a single-family unit, the unit must be occupied by the owner of the structure. In the case of a duplex, at least one unit must be occupied by the owner of the structure.
4. To be eligible for assistance the applicant must submit a complete rehabilitation application consisting of a detailed rehabilitation plan and detailed cost estimate to the CRA Staff prior to the start of construction. Within ten (10) business days of receiving the complete rehabilitation application, the CRA Staff shall submit the rehabilitation application to MHA, or MHA’s designee, as agent for the CRA in administering the rehabilitation plan, for review and comment. Within ten (10) business days of receiving the rehabilitation application MHA, or MHA’s designee, shall review and submit comments and recommendations to the CRA Staff. Within fifteen (15) business days of receiving comments and recommendations from MHA, the CRA Board shall consider the rehabilitation application.
5. All rehabilitation and construction work must conform to the approved rehabilitation plan.
6. Loans or Grants under an approved single-family rehabilitation plan may not exceed \$25,000 per structure, adjusted annually according to the Consumer Price Index (CPI) for U.S. Housing.
7. If assistance is in the form of a loan exact interest rates and terms shall be determined by the CRA Board and will depend on market conditions at the time of loan application and closing. All loan proceeds and interest will be returned to the Uptown Redevelopment Trust Fund.
8. All rehabilitation and construction work must be completed within twelve (12) months of loan closing or grant dispersal with the CRA or CRA’s designee.
9. Loan or grant proceeds are to be disbursed by the CRA or CRA’s designee to the Certified Contractor identified in the rehabilitation plan with notice to the property owner, in monthly installments during the construction period upon inspection and certification by the MHA or MHA’s designee.
10. Low income owners will be considered for a “forgivable loan” or grant, if awarded. Low income is defined as a median household income of less than 60% of the area median income for Shelby County.
11. In the case of a “forgivable loan” or grant, if owner sells or refinances within ten (10) years of the disbursement of the grant or loan, owner must reimburse the CRA 10% of the grant amount per year remaining in the ten (10) year period following grant/loan disbursement (Example: Structure sold in year five (5) following grant disbursement, owner must reimburse CRA 50% of the original “forgivable loan” or grant.) A statement to this effect shall be included in the grant or loan agreement with all monies returning to the Uptown Redevelopment Trust Fund.

12. For the purposes of the single-family rehabilitation plan, rehabilitation may include minor to moderate repairs (roof, electrical, plumbing, siding, painting, windows, etc.) in order to prevent further decline and deterioration, all the while making the homes safer, warmer and drier for their occupants.

REHABILITATION OF EXISTING STRUCTURES – HISTORIC

1. Any eligible structures shall be located within the following boundaries: Chelsea, Manassas, Auction and Front Street, as shown on the Rehabilitation Zone Map.
2. Residential, commercial, industrial or institutional structures may be considered provided that the structure is blighted and is either listed on the National Register of Historic Places or Memphis Landmarks Commission or is eligible to be listed with one of these organizations.
3. If on the National Register, historic consultants must be engaged and plans must be tailored to meet the strict requirements associated with structures on the Register and eligible for historic tax credits. If not on the Register, inquiries must be made to determine the structure's eligibility on a case-by-case basis, and programs tailored dependant on that determination.
4. To be eligible for assistance the applicant must submit a complete rehabilitation application consisting of a detailed rehabilitation plan and detailed cost estimate to the CRA Staff prior to the start of construction. Within ten (10) business days of receiving the complete rehabilitation application, the CRA Staff shall submit the rehabilitation application to MHA, or MHA's designee, as agent for the CRA in administering the rehabilitation plan, for review and comment. Within ten (10) business days of receiving the rehabilitation application MHA, or MHA's designee, shall review and submit comments and recommendations to the CRA Staff. Within fifteen (15) business days of receiving comments and recommendations from MHA, the CRA Board shall consider the rehabilitation application.
5. All rehabilitation and construction work must conform to the approved rehabilitation plan.
6. Loans or Grants under an approved historic rehabilitation plan may not exceed \$50,000 per structure, adjusted annually according to the Consumer Price Index (CPI) for U.S. Housing.
7. If assistance is in the form of a loan exact interest rates and terms shall be determined by the CRA Board and will depend on market conditions at the time of loan application and closing. All loan proceeds and interest will be returned to the Uptown Redevelopment Trust Fund.
8. All rehabilitation and construction work must be completed within eighteen (18) months of loan closing with the CRA or CRA's designee.
9. Loan or grant proceeds are to be disbursed by the CRA or CRA's designee to the Certified Contractor identified in the rehabilitation plan with written notice provided to the property owner, in monthly installments during the construction period upon inspection and certification by the MHA or MHA's designee and the historic consultant.
10. Certain structures may be considered for a "forgivable loan" or grant, based on the public benefit to the neighborhood, including such factors as the historical significance of the previous occupants or events or the special architectural character of the structure.
11. In the case of a "forgivable loan" or grant, if owner sells or refinances within ten (10) years of the disbursement of the grant or loan, owner must reimburse the CRA 10%

of the grant amount per year remaining in the ten (10) year period following grant/loan disbursement (Example: Structures sold in year five (5) following grant disbursement, owner must reimburse CRA 50% of the original “forgivable loan” or grant.) A statement to this effect shall be included in the grant or loan agreement with all monies returning to the Uptown Redevelopment Trust Fund.

REHABILITATION OF EXISTING STRUCTURES – COMMERCIAL

1. Any eligible structures shall be located within one of the commercial rehabilitation zones delineated on the Rehabilitation Zone map.
2. Following rehabilitation consistent with an approved rehabilitation plan, structures may be used for commercial, institutional or residential purposes in conformance with the Uptown Redevelopment Plan.
3. To be eligible for assistance the applicant must submit a complete rehabilitation application consisting of a detailed rehabilitation plan and detailed cost estimate to the CRA Staff prior to the start of construction. Within ten (10) business days of receiving the complete rehabilitation application, the CRA Staff shall submit the rehabilitation application to MHA, or MHA’s designee, as agent for the CRA in administering the rehabilitation plan, for review and comment. Within ten (10) business days of receiving the rehabilitation application MHA, or MHA’s designee, shall review and submit comments and recommendations to the CRA Staff. Within fifteen (15) business days of receiving comments and recommendations from MHA, the CRA Board shall consider the rehabilitation application.
4. All rehabilitation and construction work must conform to the approved rehabilitation plan.
5. Loans or Grants under an approved commercial rehabilitation plan may not exceed \$50,000 per structure, adjusted annually according to the Consumer Price Index (CPI) for U.S. Housing.
6. If assistance is in the form of a loan exact interest rates and terms shall be determined by the CRA Board and will depend on market conditions at the time of loan application and closing. All loan proceeds and interest will be returned to the Uptown Redevelopment Trust Fund.
7. All rehabilitation and construction work must be completed within 18 (eighteen) months of loan closing with the CRA or CRA’s designee.
8. Loan or grant proceeds are to be disbursed by the CRA or CRA’s designee to the Certified Contractor identified in the rehabilitation plan with written notice to the property owner, in monthly installments during the construction period upon inspection and certification by the MHA or MHA’s designee.
9. Certain structures may be considered for a “forgivable loan” or grant by the CRA based on the public benefit derived from the project, including such factors as the nature and economic well being of the tenants occupying the building, (i.e. Neighborhood grocery store, child care facility, medical service center, etc.), economic feasibility of the project and significance of the building to the neighborhood.
10. In the case of a “forgivable loan” or grant, if owner sells or refinances within ten (10) years of the disbursement of the grant or loan, owner must reimburse the CRA 10% of the grant amount per year remaining in the ten (10) year period following grant/loan disbursement (Example: Structures sold in year five (5) following grant disbursement, owner must reimburse CRA 50% of the original “forgivable loan” or

grant.) A statement to this effect shall be included in the grant or loan agreement with all monies returning to the Uptown Redevelopment Trust Fund.

SECTION 12. That page 45 of the Community Redevelopment Plan for the Uptown Area under the heading Publicly Funded Projects, is hereby amended to remove the following text:

In addition to these projects there have been discussions during planning meetings that CIP funds designated for Greenlaw Community Center improvements include some landscaping and be timed to coincide with the redevelopment of the Uptown Area, maintenance and minor landscaping funds committed to the area retention ponds, and utilizing some of the street repaving funds to be times with new development and road improvements mentioned earlier.

and replace with the following:

In addition to these projects there have been discussions during planning meetings that CIP funds designated for Greenlaw Community Center improvements include some landscaping and be timed to coincide with the redevelopment of the Uptown Area, maintenance and minor landscaping funds committed to the area retention ponds, and utilizing some of the street repaving funds to be times with new development and road improvements mentioned earlier.

Should activities at the Greenlaw Community Center cease and the site become available it may be acquired, but if acquired, it must be redeveloped in a manner appropriate to the neighborhood as a whole.

SECTION 13. That the Land Use and Transportation Plan maps located between pages 35 and 36 of the Community Redevelopment Plan for the Uptown Area are hereby replaced with the Land Use and Transportation Plan maps in Attachment A to this Resolution.

SECTION 14. That the Planned Initiatives and Demonstration Areas maps located between pages 40 and 41 of the Community Redevelopment Plan for the Uptown Area are hereby replaced with the Planned Initiatives, Demonstration Areas, Uptown Redevelopment Proposed Acquisition, and the Rehabilitation Zones map in Attachment B to this Resolution.

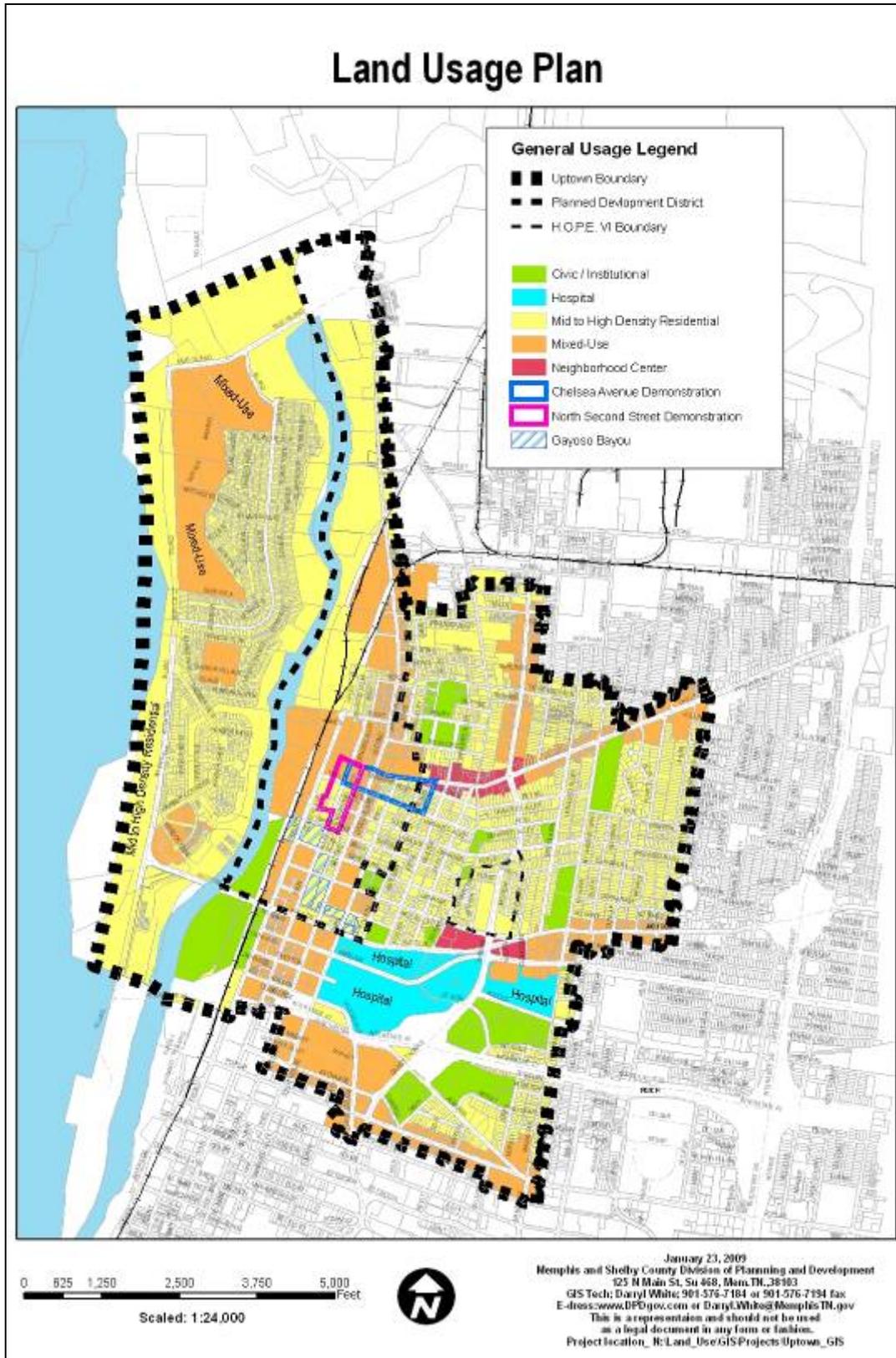
SECTION 15. That the Acquisition Plan map located between pages 45 and 46 of the Community Redevelopment Plan for the Uptown Area is hereby amended to reflect the additional properties delineated on the Uptown Redevelopment Proposed Acquisition map in Attachment B to this Resolution.

SECTION 16. That the Planning Complementary Initiatives; Redevelopment / TIF District; and Complementary Initiatives / Infrastructure Assumptions financial spreadsheets located in Appendix B of the Community Redevelopment Plan for the Uptown Area are hereby replaced with the Planning Complementary Initiatives; Redevelopment / TIF District; and Complementary Initiatives / Infrastructure Assumptions financial spreadsheets in Attachment C to this Resolution.

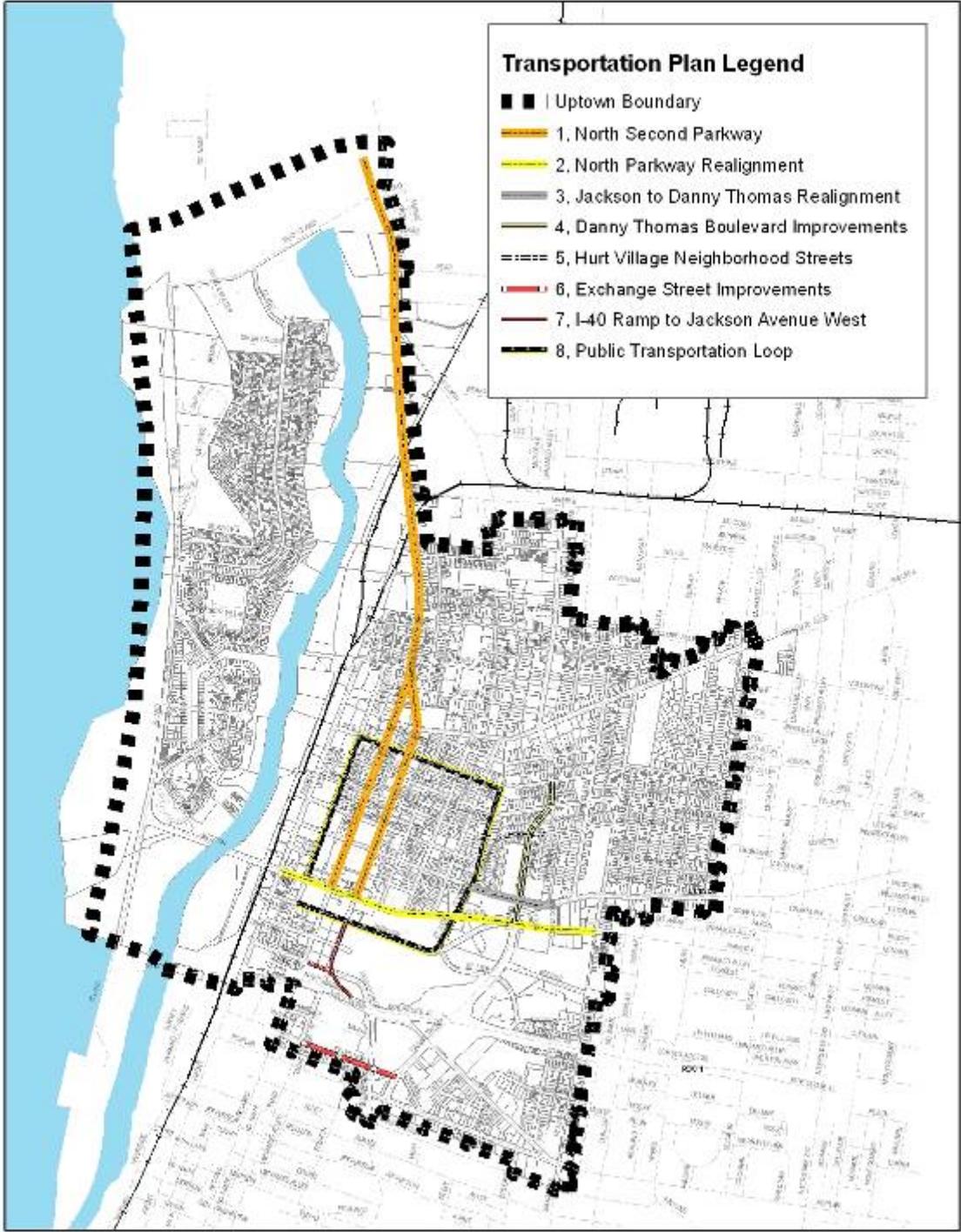
BE IT FURTHER RESOLVED, that the Board of County Commissioners and the Memphis City Council that the final budget amount exhibited in Attachment C to this resolution not be exceeded unless the Community Redevelopment Plan for the Uptown Area is further amended.

Attachment A

Land Usage Plan

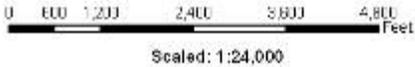


Transportation Plan



Transportation Plan Legend

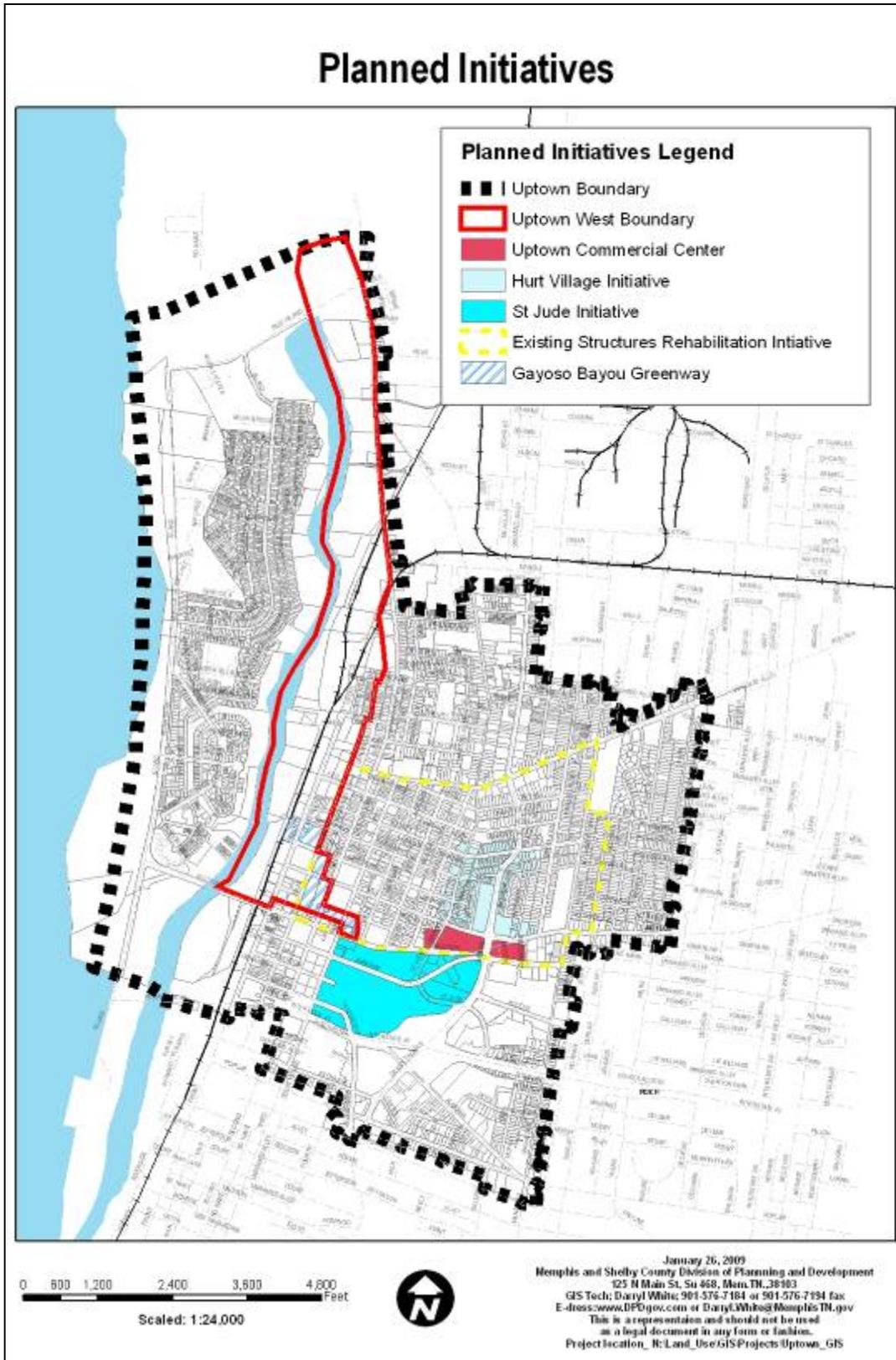
- | Uptown Boundary
- 1, North Second Parkway
- 2, North Parkway Realignment
- 3, Jackson to Danny Thomas Realignment
- 4, Danny Thomas Boulevard Improvements
- 5, Hurt Village Neighborhood Streets
- 6, Exchange Street Improvements
- 7, I-40 Ramp to Jackson Avenue West
- 8, Public Transportation Loop



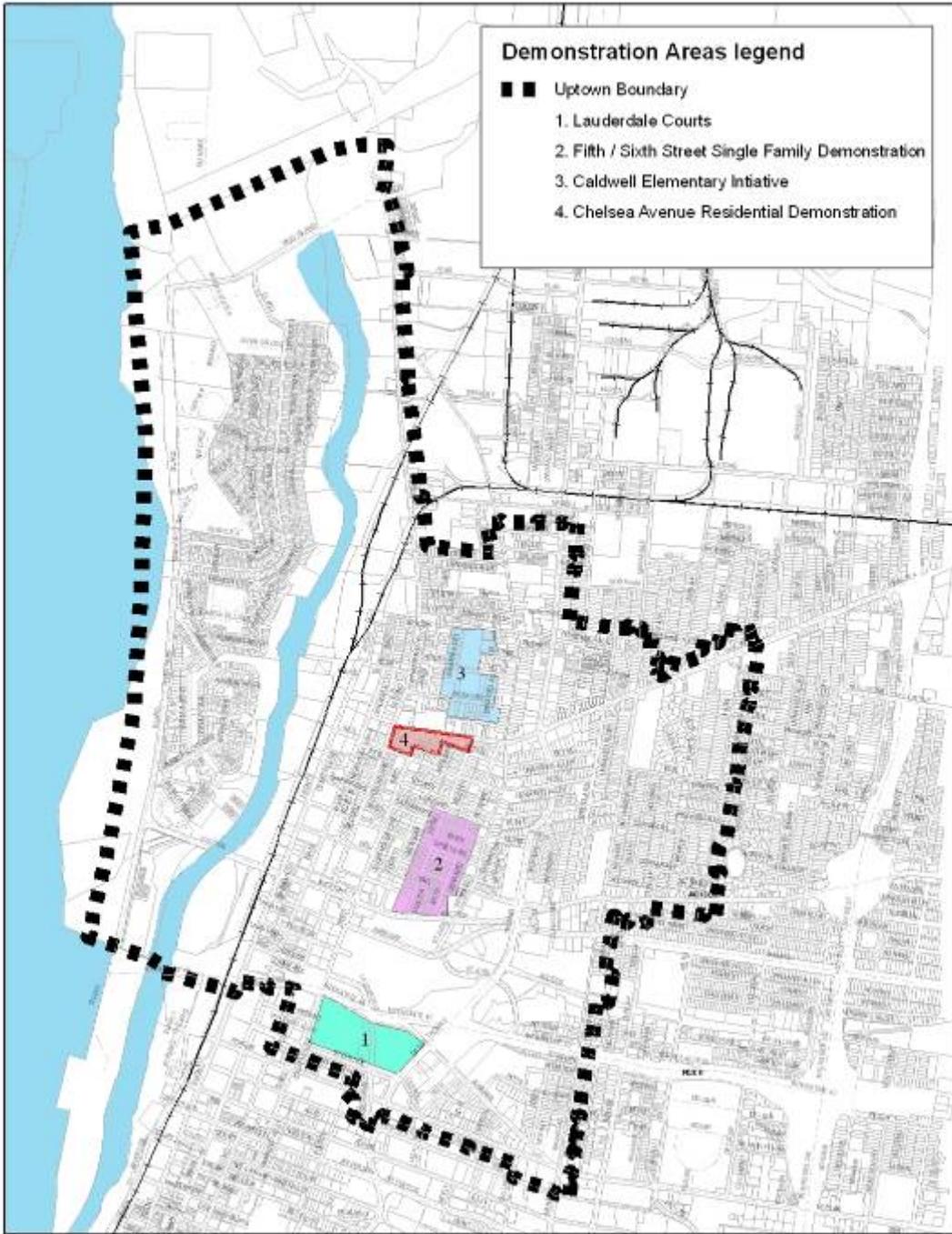
January 26, 2009
 Memphis and Shelby County Division of Planning and Development
 125 N Main St., 5th Floor, Memphis, TN 38103
 GIS Tech: Darryl White 901.576.7184 or 901.576.7191 fax
 E.dms:www.DPO.gov.com or Darryl.White@MemphisTN.gov
 This is a representation and should not be used
 as a legal document in any form or fashion.
 Project location_N&I_and_UseGISProjectsUptown_GIS

Attachment B

Planned Initiatives

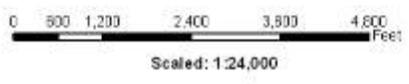


Demonstration Areas



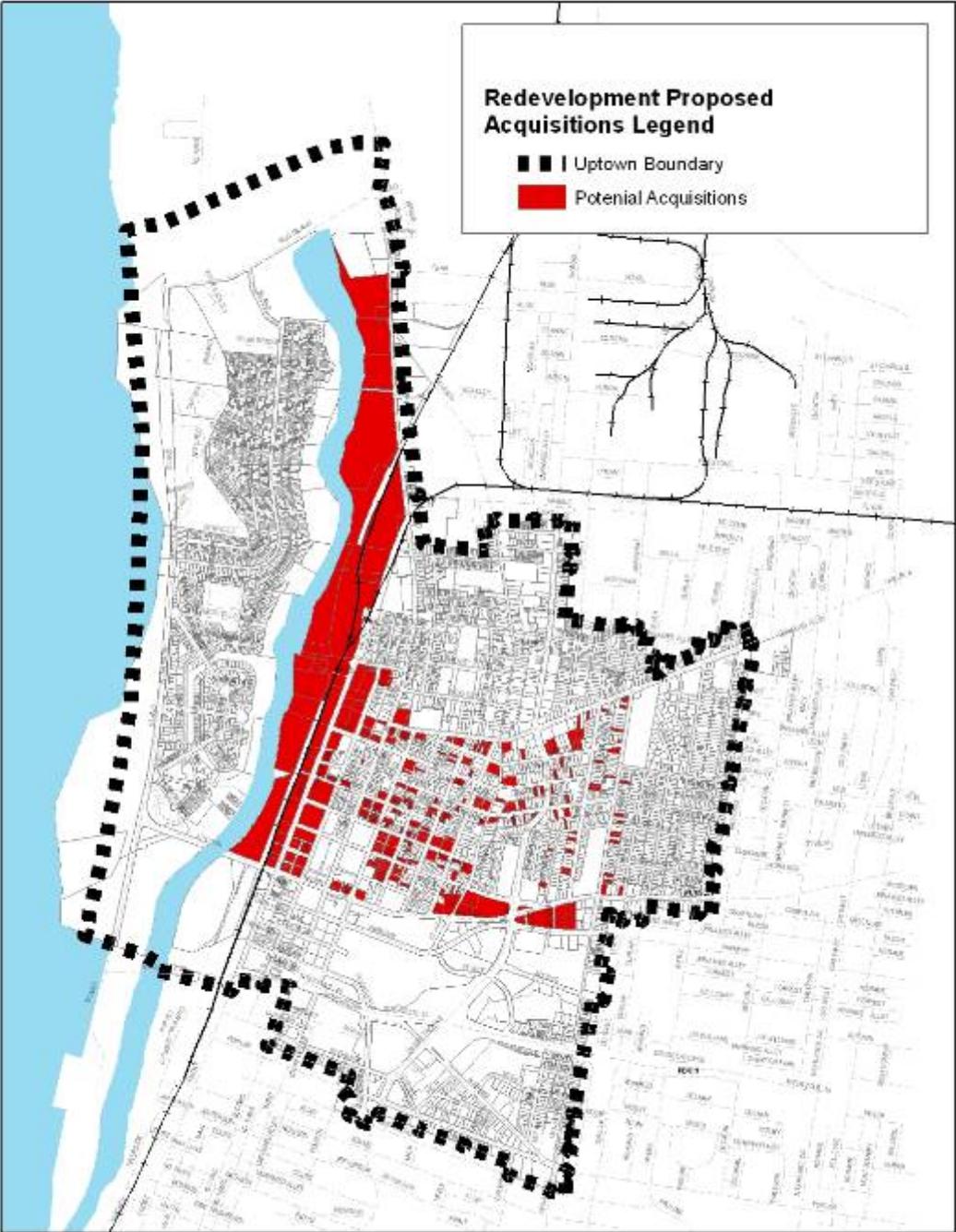
Demonstration Areas legend

- ■ Uptown Boundary
- 1. Lauderdale Courts
- 2. Fifth / Sixth Street Single Family Demonstration
- 3. Caldwell Elementary Initiative
- 4. Chelsea Avenue Residential Demonstration



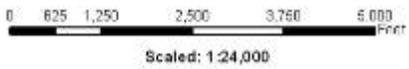
January 23, 2009
Memphis and Shelby County Division of Planning and Development
625 N Main St, Su 468, Mem, TN, 38103
GIS Tech: Darryl White; 901-576-7184 or 901-576-7194 fax
E-Draw: www.DPD.gov or Darryl.White@Memphis.TN.gov
This is a representation and should not be used
as a legal document in any form or fashion.
Project location: R:\Land_Use\GIS\Projects\Uptown_GIS

Redevelopment Acquisition Plan



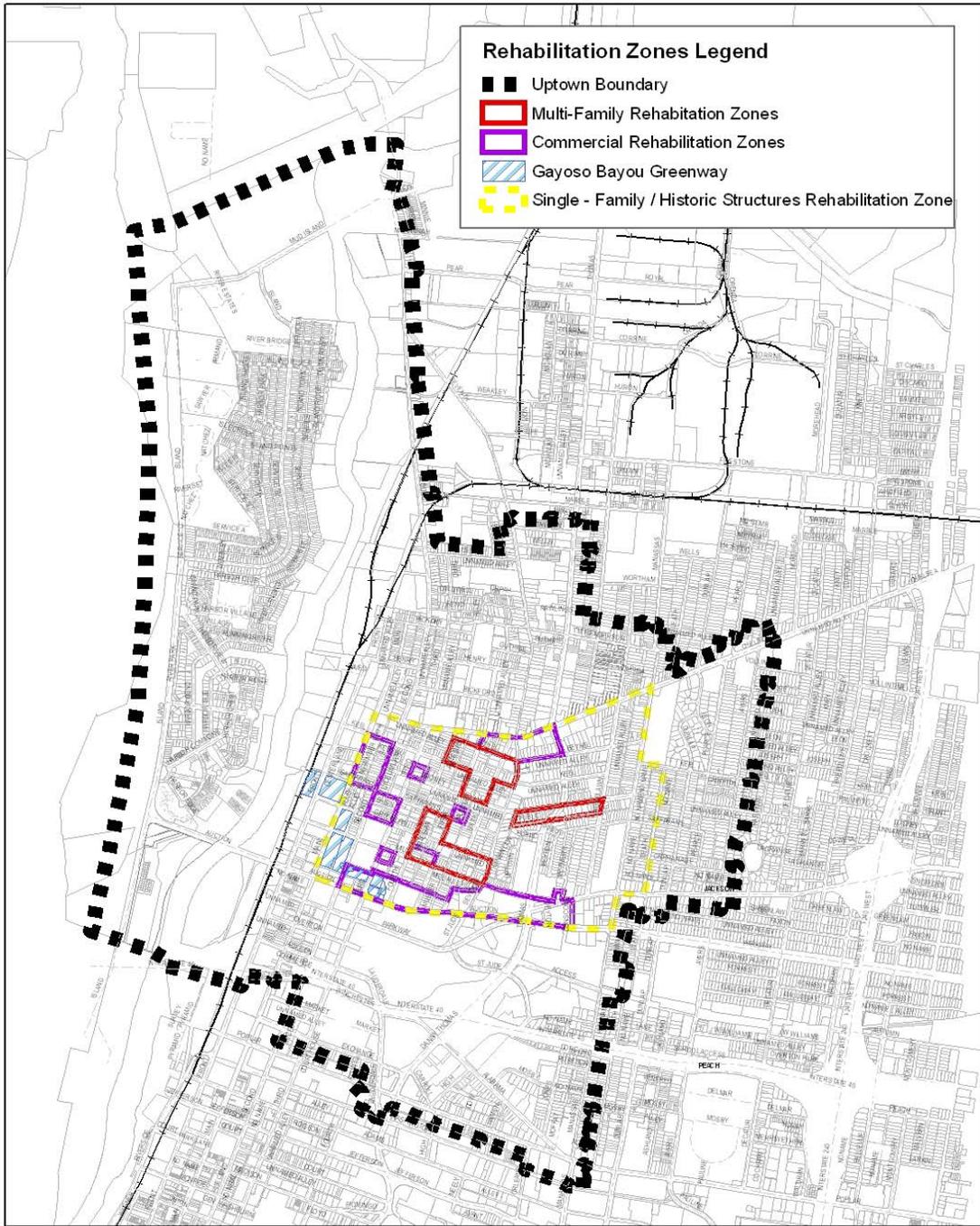
Redevelopment Proposed Acquisitions Legend

- | Uptown Boundary
- Potential Acquisitions



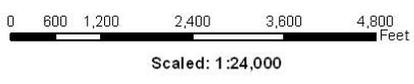
January 26, 2009
Memphis and Shelby County Division of Planning and Development
925 N Main St, Su 468, Mem, TN, 38103
GIS Tech: Darryl White: 901-575-7184 or 901-575-7194 fax
E-mail: dwhite@shelbycountytg.com or Darryl.White@memphistg.org
This is a representation and should not be used as a legal document in any form or fashion.
Project location: N:\Land_Use\GIS\Projects\Uptown_GIS

Rehabilitation Zones Map



Rehabilitation Zones Legend

- ■ Uptown Boundary
- Multi-Family Rehabilitation Zones
- Commercial Rehabilitation Zones
- Gayoso Bayou Greenway
- Single - Family / Historic Structures Rehabilitation Zone



January 26, 2009
 Memphis and Shelby County Division of Planning and Development
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 Project location_ N:\Land_Use\GIS\Projects\Uptown_GIS

Attachment C

Phasing Complementary Initiatives

Phase I - Complementary Initiatives		
	USES	
Scattered site Phase I infrastructure + streetscape (16 blocks)	Typ. Infrastructure + streetscape	\$ 1,072,000
Greenlaw Renaissance Apartment 1 infrastructure + streetscape (A&B)	Typ. Infrastructure + streetscape	\$ 134,000
Greenlaw Renaissance Parks (Gayoso Bayou ponds)	Park	\$ 900,000
Greenlaw Community Center landscaping	Park	\$ 25,000
Sycamore Ave. & alleys closure for Bridges site	Street (Bridges funded)	\$ -
N. Parkway close; interim reconfig. Auction, D. Thomas, Jackson, Parkway	Street	\$ 350,000
Lauderdale Courts I-40 sound attenuation	Street (TDOT funded)	\$ -
Lauderdale Street median	Street	\$ 90,000
	TOTAL USES	\$ 2,571,000
	SOURCES	
2001 A&D Budget allocated to Complementary Initiatives	CIP	\$ 775,000
CIP allocated to N. parkway interim reconfig.	CIP, THPs	\$ 300,000
2001 A&D Budget for typical infrastructure per lot	CIP	\$ 242,050
Assumed for gap	TIF	\$ 1,250,000
	TOTAL SOURCES	\$ 2,567,050
Phase II - Complementary Initiatives		
	USES	
Scattered site Phase II infrastructure + streetscape (32 blocks)	Typ. Infrastructure + streetscape	\$ 2,144,000
Greenlaw Renaissance Apartment II infrastructure + streetscape (C)	Typ. Infrastructure + streetscape	\$ 87,000
Hurt Village streets & typical infrastructure	Street + infrastructure + streetscape	\$ 4,062,500
Hurt Village Danny Thomas median	Street	\$ 560,000
Hurt Village park	Park	\$ 800,000
Widen Auction, reconfigure Parkway, Auction, Jackson, Mill	Street	\$ 6,232,950
	TOTAL USES	\$ 13,886,450
	SOURCES	
	TIF (amount assumed in HOPE VI)	\$ 7,700,000
	State, County, City, THPs	\$ 6,232,950
	TOTAL SOURCES	\$ 13,932,950
Phase III - Complementary Initiatives		
	USES	
Scattered site Phase III infrastructure + streetscape (52 blocks)	Typ. Infrastructure + streetscape	\$ 3,250,000
Phase 3 construction completion; street lighting; alleys and sidewalks; acquisition & lot prep; streetscape installation	Typ. Infrastructure + streetscape	\$ 1,792,875
Acquisition & lot prep; demolitions, infrastructure/site prep; Uptown Center mixed-use infrastructure/site prep	Typ. Infrastructure + streetscape	\$ 2,000,000
Disposition and development MLB parcels; acquisition, development & disposition of future targeted parcels; Uptown Center mixed-use interior infrastructure/additional acquisitions	Typ. Infrastructure + streetscape	\$ 1,912,893
Existing Structure Rehabilitation (multi-family, single-family, commercial and/or historic); Chelsea Ave. redevelopment		
<i>Acquisition Planning - Multi-Family (preparation of acquisition strategy)</i>		\$ 26,000
<i>Rehabilitation Planning - Multi-Family (preparation of rehabilitation strategy; cost estimates, tenant relations)</i>		\$ 150,000
<i>Legal Planning - Multi-Family (development of agreements with Not-For-Profit Owners and Private Management Companies)</i>		\$ 46,750
<i>Acquisition - Multi-Family (acquire priority properties)</i>		\$ 850,000
<i>Construction Oversight - Multi-Family (bid and construction of rehabilitative activities)</i>		\$ 100,000
<i>Rehabilitation Implementation - Multi-Family (actual rehabilitation activities)</i>		\$ 1,400,000
<i>Program Development - Single-Family; Commercial; Historic (preparation of plan; coordination with partners)</i>		\$ 50,000
<i>Neighborhood Coordination - All Categories (tenant relations, communications with current owners, non-profits etc.)</i>		\$ 60,000
<i>Chelsea Avenue Redevelopment</i>		\$ 250,000
<i>Developer Fee - Multi-Family, Commercial, Historic (10%)</i>		\$ 298,275
<i>Developer Fee - Single-Family (assumes 40 units @ \$1,500 per unit)</i>		\$ 60,000
<i>Developer Fee - Chelsea Avenue redevelopment (10%)</i>		\$ 25,000
<i>Grant Funds - Single-Family (to match partner in-kind contributions)</i>		\$ 200,000
<i>Grant / Loan Funds - Historic Properties</i>		\$ 150,000
<i>Grant / Loan Funds - Commercial Properties</i>		\$ 150,000
<i>Acquisition and Disposition Fees - Multi-Family; Historic, Commercial</i>		\$ 84,000
	TOTAL	\$ 3,900,025
Uptown West / Wolf River acquisition & redevelopment		
<i>Development Planning (preparation of preliminary development plan)</i>		\$ 120,000
<i>Acquisition Planning (preparation of acquisition strategy)</i>		\$ 24,000
<i>Engineering / Flood Control (conduct flood control studies and develop alternate flood control plan)</i>		\$ 240,000
<i>Development Planning (develop strategy for working with the railroad on abandoned properties and lines)</i>		\$ 24,000
<i>Acquisition (acquire priority properties)</i>		\$ 1,200,000
<i>Infrastructure Planning (prepare an infrastructure plan for design and installation of necessary Phase 1 infrastructure)</i>		\$ 160,000
<i>Infrastructure Implementation (design and prepare bid package for Phase 1 infrastructure)</i>		\$ 60,000
<i>Infrastructure Construction (bid and construction Phase 1 infrastructure)</i>		\$ 1,600,000
<i>Infrastructure Construction (retain Construction Manager to oversee infrastructure construction)</i>		\$ 80,000
<i>Developer Fee (10%)</i>		\$ 350,800
<i>Engineering / Planning / Acquisition and Disposition Fees</i>		\$ 576,200
	TOTAL Typ. Infrastructure + streetscape	\$ 4,435,000
Second Street Parkway Improvements		
2009 Match		\$ 1,000,000
2010 Match		\$ 1,000,000
	TOTAL Typ. Infrastructure + streetscape	\$ 2,000,000
	TOTAL USES	\$ 19,290,793
	SOURCES	
	TIF	\$ 3,250,000
	TIF Sustainability 2007-2008	\$ 5,705,768
	TIF Sustainability 2009	\$ 8,335,025
	TIF Sustainability 2009-2010	\$ 2,000,000
	TOTAL SOURCES	\$ 19,290,793
	UPTOWN Infrastructure 2001-2011 TIF	\$ 12,200,000
	Lauderdale Courts (5yr@\$1,520,000/yr) TIF	\$ 7,610,000
	UPTOWN Sustainability 2007-2008 TIF	\$ 5,705,768
	UPTOWN Sustainability 2009 TIF	\$ 8,335,025
	UPTOWN Sustainability 2009-2010 TIF	\$ 2,000,000
	UPTOWN TIF Uses, 2001-2011	\$ 35,850,793

Redevelopment / TIF District

DEVELOPMENT INVESTMENT												
UPTOWN Revitalization	unit/acre	% devel	acre	# units	\$/unit	Develop Cost (\$)	Increment Tax/Case (\$)	Increment Tax/Yr [cost x 25% x 0.0691]				
Hurt Village On-Site Rental	-	18%	-	134	\$ 103,929	\$ 13,926,514	PILLOT	\$ -				
Lauderdale Courts On-Site Rental	-	46%	-	347	\$ 105,718	\$ 36,694,090	PILLOT	\$ -				
Greenlaw Renaissance Apartments Phase 2 (C)	-	6%	-	44	\$ 93,318	\$ 4,105,996	PILLOT	\$ -				
Greenlaw Renaissance Apartments Phase 1 (A&B)	-	6%	-	44	\$ 93,318	\$ 4,105,996	PILLOT	\$ -				
Scattered-Site Rental	-	11%	-	80	\$ 150,435	\$ 12,034,814	PILLOT	\$ -				
Hurt Village On-Site Homeownership	-	5%	-	38	\$ 153,825	\$ 5,845,365	\$ 5,845,365	\$ 1,00,979				
Off-Site Homeownership	-	9%	-	72	\$ 153,813	\$ 11,074,502	\$ 11,074,502	\$ 191,312				
				759		\$ 87,777,279	\$ 16,919,867	\$ 292,291				
100%												
MUD ISLAND RESIDENTIAL*												
Actors + Reverse Apartments	-	-	-	412	\$ -	\$ -	PILLOT expire 2001	\$ 490,000				
Mud Island, north, low density (homes)	7	100%	79	1210	\$ 175,000	\$ 211,750,000	\$ 211,750,000	\$ 3,657,981				
Mud Island, south, mid-to-high density (condominiums)	15	100%	10	200	\$ 350,000	\$ 70,000,000	\$ 70,000,000	\$ 1,209,250				
Mud Island, north, mid-to-high density (apartments)	-	-	-	1347	\$ 68,739	\$ 92,592,000	\$ 92,592,000	\$ 1,599,527				
Mud Island Harbortown condominiums	-	-	-	81	\$ 169,136	\$ 13,700,000	\$ 13,700,000	\$ 236,668				
Mud Island Harbortown (homes - remaining lots)	-	-	-	60	\$ 250,000	\$ 15,000,000	\$ 15,000,000	\$ 259,125				
				3310		\$ 403,042,000	\$ 403,042,000	\$ 7,452,551				
MARKET-DRIVEN DEVELOPMENT Residential*												
UPTOWN scattered-site residential	6	100%	480	175	\$ 126,000	\$ 21,875,000	\$ 21,875,000	\$ 377,891				
April Woods West Apartments residential	-	-	-	117	\$ 119,658	\$ 14,000,000	\$ 14,000,000	\$ 241,850				
Riveland Apartments residential	-	-	-	30	\$ 126,667	\$ 3,800,000	\$ 3,800,000	\$ 65,645				
Wolf Riverfront (East Shore), west of 2nd residential	6	75%	80	360	\$ 150,000	\$ 54,000,000	\$ 54,000,000	\$ 932,850				
South/East of Lauderdale Courts, residential	6	25%	68	102	\$ 50,000	\$ 5,100,000	\$ 5,100,000	\$ 88,103				
Mixed-Use, Pinch residential (OWN)	10	34%	90	315	\$ 75,000	\$ 23,600,000	\$ 23,600,000	\$ 407,690				
Mixed-Use, Pinch residential (rent)	-	-	-	315	\$ 75,000	\$ 23,600,000	PILLOT	\$ -				
				1414		\$ 145,975,000	\$ 122,375,000	\$ 2,114,028				
MARKET-DRIVEN DEVELOPMENT Mixed-Use*												
Mixed-Use, Mud Island, Harbor Town Square	-	100%	-	89,600 sq. ft.	\$ 201	\$ 18,000,000	PILLOT	\$ -				
Mixed-Use, Mud Island, River Inn	-	100%	-	35,000 sq. ft.	\$ 266	\$ 9,300,000	PILLOT	\$ -				
Mixed-Use, UPTOWN Center	-	10%	-	42,000 sq. ft.	\$ 200	\$ 8,400,000	PILLOT	\$ -				
Mixed-Use, 2nd Street corridor	294	25%	1.7	125	\$ 309,375	\$ 38,700,000	PILLOT	\$ -				
Mixed-Use, Poplar	294	25%	0.4	29	\$ 309,375	\$ 9,000,000	PILLOT	\$ -				
Mixed-Use, Thomas, north of Chelsea	294	25%	0.1	7	\$ 309,375	\$ 2,200,000	PILLOT	\$ -				
				7		\$ 85,600,000	\$ -	\$ -				
				5483		TOTAL \$ 722,394,279	\$ 542,336,867	\$ 9,858,869				
						New Housing Units						

UPTOWN INFRASTRUCTURE BUDGET ASSUMPTIONS									
UPTOWN SCATTERED SITE ACQUISITION & REDEVELOPMENT									
Phase I	Scattered Site Infrastructure + Streetscape	\$	1,206,000	18 blocks	\$	67,000			including sites "A" & "B"
Phase II	Scattered Site Infrastructure + Streetscape	\$	2,211,000	33 blocks	\$	67,000			including site "C"
Phase III	Scattered Site Infrastructure + Streetscape	\$	3,484,000	52 blocks	\$	67,000			
OTHER MAJOR COMPLEMENTARY INITIATIVES									
Greenlaw Renaissance Parks (Gayoso Bayou Ponds)									
	Greenlaw Community Center Landscaping	\$	25,000						Reference
	Sycamore Ave. & alleys closure for Bridges site	\$	-						L-G est
	N. Parkway close, interim reconfig, Auction, D. Thomas, Jackson, Parkway	\$	350,000						Bridges funding assumed
	Lauderdale Courts I-40 sound attenuation	\$	-						L-G est
	Lauderdale Street median	\$	90,000	1540 ft.	\$	50	per ft.		TDOT funding assumed
	Hurt Village streets + typical infrastructure improvements	\$	4,062,500	6250 ft.	\$	650	per ft.		L-G est
	Hurt Village Danny Thomas median	\$	560,000	1120 ft.	\$	500	per ft.		HOPE VI, Hubby 042001
	Hurt Village Park	\$	800,000	1 large	\$	800,000	park		HOPE VI, Hubby 042001
	Widen Auction, reconfigure Parkway, Auction, Jackson, Mill	\$	6,232,950						MOU, HOPE VI
TYPICAL RESIDENTIAL BLOCK INFRASTRUCTURE + STREETScape									
	Alley repair, repave, curb	\$	35,700	600 ft.	\$	50	per ft.		Reference
	Sidewalk repair/replace, as needed, assumed - 12.5% each block	\$	2,775	150 ft. est.	\$	18.50	per ft.		L-G est
	Curb & gutter repair/replace, as needed	\$	2,700	150 ft. est.	\$	18.00	per ft.		est. length required
	Street trees	\$	7,800	1200 ft.	\$	325	per tree		L-G est
	Street lights	\$	18,000	1200 ft.	\$	1,500	per light		spacing ft: 50
	Typical Infrastructure + Streetscape/block	\$	67,000				per block		spacing ft: 100
	300' x 300' blocks with bi-directional alleys			16			lots/block		