

Application for Development Plan Point Ruston Master Development Plan

Jurisdiction – Town Of Ruston

Project Name- Point Ruston

Parcel Number – 02212-31-000

Owner – Point Ruston LLC, 5219 North Shirley, Suite 100, Ruston, WA 98407

Contact – Gary Pedersen, 253-617-8544

**Zoning District – Master Planned Development (MPD) Zone and Ruston Shoreline Zone
SEPA compliance – 2008 Final Supplemental Environmental Impact Statement (FSEIS)**

Description of Project – The proponent, Point Ruston LLC, proposes to develop the property on that portion of the property formally owned by ASARCO that lies within the Town Of Ruston. The Project will be a mixed-use project consisting of approximately 16 buildings in Ruston, including all utilities, public streets, private vehicle and pedestrian access and internal circulation, landscaping, open space improvements and shoreline improvements. This Development Plan will govern all improvements and the mitigation described in the attached 2008 Final Supplemental Environmental Impact Statement and Appendix and will become a part of this plan.

It is intended that the Point Ruston Master Development Plan will replace and supersede the Asarco Master Development Plan and Ruston Ordinance 1002.

Attachments – The following attachments are provided with this application and are intended to provide the material required by Ruston Municipal Code (RMC) Title 25 section 25.01.060:

- 1- Point Ruston Master Development Plan (PRMDP)
- 2- 2008 FSEIS and Appendix B through G
- 3- Conceptual Site Plan
- 4- Analysis of Ruston Comprehensive Plan
- 5- Parks and Open Space
- 6- Topographic (Grading) Plan
- 7- Additional View Analysis not included in the FSEIS
- 8- Vicinity Plan
- 9- Conceptual Utility Plan
- 10- Draft Covenants, Conditions & Restrictions (CCR's)
- 11- Architectural Renderings
- 12- Intentionally Left Blank
- 13- Existing Conditions
- 14- Legal Description
- 15- ASARCO Letter
- 16- District Map
- 17- Second Amendment to EPA Consent Decree



18- Project Background –

“Point Ruston” is a proposed master planned redevelopment project on the site of the former ASARCO Tacoma Smelter located in the City of Tacoma and the Town of Ruston, Pierce County, Washington. Overall, the Commencement Bay waterfront site is approximately 82.24 acres in size with approximately 4800 linear feet of shoreline. Approximately 16.3 acres of the site are submerged tidelands.

Point Ruston LLC purchased the property in November 2006 in bankruptcy court approved sale from ASARCO and is charged with completing all remaining remediation required by the Environmental Protection Administration.

Point Ruston is anticipated to be one of the most significant Superfund redevelopment projects in the country. The site was listed on the first National Priorities List as a Superfund site in 1983. Site stabilization activities began in 1987 with demolition of the facilities in the stack area. The smelter stack was demolished on January 17, 1993 and phase 2 of building demolition followed. Site remediation has been ongoing since. Remaining remediation tasks will be completed under EPA supervision. The development when completed shall satisfy the EPA requirements contained in the Second Amendment to the Asarco Consent Decree. EPA will maintain authority over the site during construction.

Pierce County Tax Parcel Number 02212-31-000 is located at the western end of the site that is located within the Town of Ruston and is the subject of this application. In accordance with the FSEIS, the address for this site is 5211 North Bennett Street. The site consists of approximately 37.81 acres of which 34.14 acres are uplands above the Ordinary High Water Mark (OHWM). This site specific Development Plan is based upon the master plan proposal currently being reviewed in the City of Tacoma.

The site of this proposed Development Plan is located within the Master Planned Development (MPD) zone of the Town of Ruston. The MPD zone was established to facilitate development of large areas of land in which a variety of uses were appropriate in accordance with a specific development plan.

The following narrative describes how this project complies with the general provisions of RMC 25.01.060(b) (4) (A-D) as well as the development plan submittal requirements of RMC 25.01.060(c).

Project Narrative

Land Use

The site-specific development plan for Point Ruston Waterfront calls for an urban village neighborhood of a mixed-use type development, containing multifamily residential, hotel and commercial/retail development (see Attachment 3). The project may also contain institutions, recreational or other public or quasi-public development in addition to recreational uses such as the shoreline promenade and open/green space areas designated within the development,

depending upon future market demands. This would most likely be in the form of a fitness club that may be membership-based and common parks/open space.

Although residential uses are allowed under MPD zoning and encouraged by the Town's Comprehensive Plan, ASARCO's original opposition to future residential development resulted in residential being classified as a conditional waterfront use in the 1997 ASARCO MDP. Since the property was purchased from Asarco, Point Ruston has received approval from ASARCO to develop residential uses (see Attachment 15). The inclusion of residential development has also been supported by the Town of Ruston in Resolution 333. Furthermore, mixed-use development, as cited in WAC 173-26-241, is its own unique use, distinct from either residential or commercial, and is considered an important component of master programs in shoreline development.

The types of commercial uses proposed in this mixed-use development plan include food and beverage establishments, wellness and fitness facilities, retail sales, hotel and hospitality, office and professional business, research and development, financial services, business services, personal service businesses, health care, institutional facilities, sales and distribution business, educational institutions, grocery and office supply stores, gas stations and convenience stores, and boat sales and service. It is anticipated that these businesses will provide employment opportunities and attract a local and regional customer base and are thus likely to contribute to stabilization of the Town's tax revenue.

At full build-out, Point Ruston would involve development of an urban village neighborhood, organized into four identifiable mixed-use districts (Attachment 16.):

- ☐ Marina District – This area would be located in the north one-third of the site, adjacent to the Metropolitan Park's Yacht Basin containing the Tacoma Yacht Club and Breakwater Marinas and Metro's Peninsula Park property (Ruston);
- ☐ Baltimore District – This area would be located in the west-central portion of the site near the intersection of Baltimore and Ruston Way (Ruston); and,
- ☐ Promenade District – located centrally within the site (Ruston and Tacoma);
- ☐ Viewpoint District – This area would be located within the south one-third of the site (Tacoma).

Within the Town's jurisdiction, the Districts include the northerly half of the Promenade District, the Marina District, and the Baltimore District. Dividing the project site into distinguishable districts provides diversity and uniqueness among areas of the site. In addition, dividing the site into districts helps to organize infrastructure improvements that would be required for the project in terms of improvements within each phase of the project and connections for subsequent phases. Throughout the development a range of land uses would be provided including: residential dwellings, a hotel complex, retail space, restaurants, commercial office space, publicly-accessible parks and open space, recreational facilities, and parking.

Public accessibility is critical to viability of the retail and commercial uses proposed along the streets and parks throughout the development. This general public accessibility is created through the various buildings and their courtyards and is essentially “islands” within the public open spaces. These public open spaces will accommodate vehicular and pedestrian access, view corridors, landscape recreational activities, amenities and art. Such public accessibility also meets the policies of the WA State Shoreline Management Act that applies to the shoreline of this site. The applicant indicates that it is intended that this approach provides a much greater proportion of public spaces than would occur otherwise and that these guiding design concepts are aimed at creating interesting districts within the overall neighborhood where people can live, work, shop, gather and recreate. The attached PRMDP provides regulations including development and design standards for the project.

Point Ruston will be a mixed-use development that is implemented over a period of 8 to 10 years. Upon approval of the PRMDP the development plan is intended to remain in affect for the duration of the project and further govern future remodels, additions, and modifications to the site. RMC 25.010.060 (e) states that the approved development plan shall lapse if no construction has begun within the 18 month timeframe stipulated in the plan. The 18-month timeframe is arbitrary in nature and therefore, the timeframe for construction is stipulated herein as follows: 1) the project duration is governed by market conditions and will remain in effect as the entitlements for the property are being obtained; and, 2) construction will begin as market conditions allow with no time limit for beginning construction. Attachment 2 contains the overall site plan for the entire Point Ruston development and indicates the portion of the development that would be located within the Town of Ruston and that portion located within the City of Tacoma. As shown, the development would largely be located between Ruston Way and the shoreline, extending a total distance of approximately 4,800 lineal feet along the Ruston-Tacoma shoreline. Other than the proposed use of a converted ferry boat to be located in Tacoma as a sales office, all development would be on land above the Ordinary High Water Mark (OHWM) and the bulk of the development other than the shoreline promenade is outside of the shoreline area.

The districts are primarily intended for marketing purposes and to create an organizational sense for the project. The following is a discussion of each of the districts within the Town’s jurisdiction and MPD zoning area, as well as a description of the anticipated uses. The buildings described are for general discussion purposes. The actual buildings may change, but will conform to the development standards contained in the PRMDP.

Promenade District – Located centrally in the widest portion of the site, this District would serve as the retail core of the urban village neighborhood and be split between Ruston and Tacoma. Access would primarily be via Grand Avenue., which would be located along the boundary between the two municipalities and extend from the main entrance of the development on Ruston Way to a 200-foot wide central gathering space referred to as the Grand Plaza. This District would contain the greatest concentration of retail uses within the Point Ruston development – with predominately retail shops at street level and residential or office space located above. It is anticipated that some smaller professional service offices

may be included among the retail. This District would consist of 8 to 10 buildings ranging in height as outlined in the PRMDP attached.

It is anticipated that the retail core would be constructed in a coordinated fashion with potentially 50 - 75 percent of the buildings completed simultaneously. The infrastructure, roads, plazas and promenade in this District would be completed at the same time. It is anticipated that construction would begin within this District in two to three years subsequently to the infrastructure development in the View Point District and the Ruston Way realignment. The Promenade District is anticipated to be open to the public and fully operational approximately two years after construction in the Promenade District begins.

This retail core will be anchored by a 150-room hotel proposed for the east-central portion of the project site depicted as Building 17 on the site plan, located within the Town of Ruston. The hotel would contain at least one restaurant, a lounge, conference/meeting rooms and typical fitness and spa facilities. It is anticipated that the hotel would be a maximum of 60 feet in height and set back from the shoreline at least 100 feet. Parking would be accommodated within and under the building with an off-street porte-cochere valet drop-off at the front entrance. Provisions for service vehicles and loading areas are to be made from the surface parking lot at the rear of building.

Adjacent to the Grand Plaza would be at least two free standing restaurants. These structures would be 1 to 2 stories in height and contain an estimated 6,000 to 8,000 sq.ft. each, with outdoor seating on the water-side toward the plaza. Parking for these restaurants would be provided in a multiple-level parking garage located across Main Street under and behind the neighborhood market (Building 11A), which is intended as the main retail parking structure supplemented by on street parking throughout the District. The restaurants, hotel and spa/fitness facility may provide valet service utilizing portions of that garage.

Buildings 9A B & C are expected to be a wellness center complex that includes a fitness facility and associated spa, health facility and recreational or athletic related retail. This building may consist of multiple structures with an interior courtyard, as shown. The storefronts located along the roadways may include -- in addition to the fitness center -- establishments such as a juice bar, day spa, physical therapy, boutique sporting goods retailers and/or outdoor outfitters. The parking for this complex would be provided below-grade, beneath the complex and the courtyard. The garage parking would be supplemented by surface parking located around the building. Potentially 10- 15 multifamily lofts or a similar amount of commercial space would be located in 1 or 2 floors above the facilities at street level – extending to a height of up to 45 feet.

Building 11A, at the corner of Yacht Club Road and Ruston Way, is envisioned as a neighborhood grocery and produce market with an associated deli. It would be one or potentially two stories in height (maximum height of 45 feet) and built over a below grade parking garage of 1 or 2 sub-grade stories that would span beneath the market and the adjacent “surface” parking lot. In addition to meeting the parking requirements for the market and adjacent retail, this facility would serve as a general public parking lot for the retail core, supplementing what is provided by each establishment. It is anticipated that the hotel,

restaurants and wellness center could use portions of this garage for valet parking, as well. Building 11B would have street level retail along Central Avenue and potentially retail above facing the surface parking lot above the garage. It could also contain 8-10 multifamily units located above the retail to a height of approximately 45 feet above grade.

Building 16 is assumed to provide an additional 10,000 to 15,000 sq.ft. of retail space at street level with potentially up to 2 stories of multifamily units located above (maximum height of 45 feet).

Baltimore District – This area consists of two or more potential building sites in proximity to the intersection of Ruston Way and the Baltimore Street reconnection to the South and Yacht Club Road to the North. These sites would be located across the street from the retail core but have high visibility from Ruston Way and convenient access. The development of this District is dependent on the location of Ruston Way and construction of Yacht Club Road from which access and utilities would be provided. It is anticipated that these sites would be developed concurrently with the development of the Promenade District or soon thereafter.

The Building 10 site would be created as a result of the relocation of Ruston Way onto the Point Ruston property. It consists of property remaining on the south side of the new alignment combined with the existing right-of-way, which is proposed to be vacated at the time the new right-of-way is dedicated. Development of this building site would entail a small commercial or retail space in the range from 4,000 to 8,000 sq.ft. This structure could be up to a 3 stories and up to 35 feet in height.

Building 12 would be located on the north-side of the Ruston Way and Yacht Club Road intersection, at the base of Promontory Hill. This building site would also be the result of property remnants following relocation of Ruston Way and vacated existing right-of-way that would no longer be utilized as part of the new alignment. This site could support one or more small, 1 to 2 story buildings with commercial uses (e.g., office/credit union) 3,000 to 5,000 sq.ft. in size and up to 35 feet in height.

Marina District – This District is located at the northwest end of the property, at the base of Promontory Hill Park and adjacent to the Metropolitan Park District's Yacht Basin housing the Tacoma Yacht Club and Breakwater Marinas. The proposed Yacht Club Road will provide public access to through the Point Ruston property and onto the Metro Park property, as depicted in Table 8-1 in the PRMDP. Depending on infrastructure that would be extended through the Promenade District, it would most naturally develop following completion of the retail development in that District. This portion of the property is relatively narrow and somewhat isolated from the adjacent retail core accessed from Yacht Club Road.

Building 15 is envisioned as a multifamily complex with potentially 200 – 240 units. The building would be about 60 feet in height and contain approximately 250,000 sq.ft. of living space. Parking would be provided within the structure with supplemental on-street and surface parking lot for guests.

Building 14 is envisioned as additional structured parking with possible office/commercial space or multifamily units above. Also located at the base of the Promontory Hill Park, at 60 feet in height, the building would not be taller than the grade at the top of the adjacent Promontory Hill (On-Site Containment Facility (OCF)).

DENSITY/AREA PER USE

Overall: This site development plan encompasses approximately 37.81 acres of land located in the Master Planned Development (MPD) zone. Point Ruston, LLC is currently proposing approximately 437,100 square feet of development between residential/hotel living space and leasable commercial/retail space.

Residential: The approximate number of proposed dwelling units is 225- 240. With 225-240 units proposed on a 37.81 acre site, the approximate density would equate to between 6.28 to 7 units per acre. The approximate area of living space in the residential development is 264,000 square feet.

Commercial: There is approximately 52,000 square feet of leasable retail sales and approximately 133,500 square feet total of leasable commercial area. The hotel habitation space will be approximately 150 units plus a restaurant of approximately 6,000 to 8,000 square feet, meeting rooms of similar size, a lobby, and common area amenities of approximately 30,000 square feet in addition to typical corridors and mechanical/utility spaces. Some if not all of the required parking would be in a structured garage below the hotel.

Buffering

The physical characteristics of the site already provide a natural buffer to the surrounding area. The site is located in a topographic bowl with the surrounding residential properties separated by approximately 100 feet elevation difference. In addition open/green space, public roads and railway lines further buffer adjacent properties. Uses within the development are arranged to provide buffering as well, surrounding the busier retail area with residential and commercial uses.

Open Space, Landscaping and Recreation

The PRMDP proposes various open space areas as shown on Attachment 5. These areas include approximately 25.4 acres. These areas include a waterfront promenade, walking paths, bike paths, potentially a recreation field, landscaping, green spaces, public fountains, art and other amenities and various pedestrian and bicycle connections from Ruston Way to Point Defiance. Vehicular access and parking is also proposed in association with these areas. The width of the view corridors is included in the PRMDP (see Attachments 1 & 5). The actual location of the view corridors will be determined during design development for the buildings but the total area for individual view corridors will remain intact.

Building 15 is the only building in Ruston that will contain residential units with private yards and open space that is provided specifically for the building's residents. Residents in the remaining units, generally above street level retail and commercial spaces, will utilize common areas and open space within the development rather than private yards for recreation.

Landscaping standards are included in the PRMDP and are intended to provide an environment that is pedestrian friendly and aesthetically pleasing from near and far views of the site.

Traffic, Circulation and Access

Vehicular circulation is provided by an internal road network a redesigned, realigned Ruston Way and a reconnection of Baltimore Street to Ruston Way. The project will be accessed from Ruston Way and Yacht Club Road. This project makes use of traffic roundabouts on Ruston Way to allow for the continual flow of traffic. Ruston Way and Yacht Club Road will be public roads. The internal road networks within the site are proposed to be privately owned and maintained.

Parking Facilities

Street improvements will be made in accordance with the PRMDP. Parking will be located along the internal streets, in structured parking garages, and on surface parking lots. The surface parking lot behind Building 11 is actually the top of a multi-level parking structure that will serve as the general parking for the retail core and may be utilized by the hotel, wellness/fitness center and restaurants for valet parking service. There will also be on-street parking within the development. Loading areas are planned in conjunction with the commercial uses. The required parking for the project is included in the PRMDP. On street and structured parking may be combined to meet the parking requirements especially during the phasing of the project. Ultimately parking will exceed the parking requirements outlined in RMC 25.01.090 and reflected in the PRMDP. Internal circulation and non-motorized access will be designed as private roads and will be built to parking lot standards but treated as public streets with regard to landscaping requirements.

Signage

Signage is regulated in the PRMDP and is intended to provide consistency in appearance with the Tacoma portion of the overall project.

Nuisance Control

Nuisance will be controlled through Covenants, Conditions and Restrictions (CC&Rs) for the project and with the use of Crime Prevention Through Environmental Design (CPTED) design concepts. CC&Rs for the neighborhood will provide for a master association to adopt and enforce such conditions and restrictions. A draft of the CC&Rs proposed for this site specific development plan has been included with this application. The CC&Rs address, among other things, such items as noise curfews, loitering and vandalism. The CCR's also

govern the maintenance and operation obligations as required by EPA under the Consent Decree.

Utilities

Onsite storm water will be a private system and will be collected and treated on site and released to Commencement Bay in accordance with all applicable regulatory requirements via the Tacoma and Edwards Street Outfalls (see Attachment 9 Conceptual Utility Plan). Storm water facilities will be constructed in the public streets by Point Ruston, and will be transferred to the appropriate jurisdiction upon completion. Domestic water and fire flow will be provided to the project via an extension of the Tacoma Public Water system during the construction phase.

Sanitary sewer will be collected and conveyed to a City of Tacoma public sewer main within the Ruston Way right-of-way and within utility easements as depicted on the Conceptual Utility Plan. Sewer capacity and availability in the Town of Ruston is established in the Town's sewer agreement with the City of Tacoma, and is limited to 0.15 million gallons per day. The current sewer agreement with Tacoma will expire in 2014. A call to the Town's billing clerk indicates that sewer usage in a peak month is 0.072 million gallons per day. The addition of Stack Hill's 35 single family homes will add an additional estimated 0.0077 million gallons per day (35 x 220 gallons per day per single family residence) to the system for a new total of 0.0797 million gallons per day on the system. At full build-out, Point Ruston's waterfront site will add approximately 0.1199 million gallons per day to the system. This would lead to final total of 0.1996 million gallons per day on the system, which exceeds the capacity allotted to the Town. The phasing of Point Ruston is expected to be carried out over a ten year period. A new sewer agreement between the Town and City of Tacoma will likely be reached before the sewer system reaches capacity. Finally, if it is determined that a sewer capacity issue exists, the Town may renegotiate their agreement with Tacoma or request sewer service be provided Tacoma. Therefore, Point Ruston is not expected to constrain other development opportunities in upland portions of the Town.

Dry utilities such as telephone, cable, natural gas and power will be provided throughout the development by local purveyors.

Shoreline

The site includes the entire shoreline of the Town of Ruston along Commencement Bay. The Town's shoreline is governed by Ordinance No. 651 adopted in 1974. The improvements in the Ruston shoreline zone include a portion of the hotel, Building 15A and the promenade. A Shoreline Substantial Development/Conditional Use permit application for these improvements will be made shortly after the adoption of the PRMDP.

MPD zone submittal requirement Discussion (RMC 25.010.060)

The following is a discussion of how each item submitted fulfills the requirements of a site specific development plan as outlined in RMC 25.01.060(c). The requirement is listed with the response in italics:

RMC 25.01.060

(b) General Provisions

(1) Qualifications. MPD districts may be established on parcels of land which, because of their unified ownership or control, size, topographic proximity to larger public facilities, or exceptional or unusual locational advantages, are suitable for planned development in a manner consistent with the purposes of this section.

Response: The Point Ruston property is already zoned MPD; therefore, the Town has already determined compliance with this section through its actions.

(2) Permitted Uses. All uses would be permitted in substantial harmony with the Comprehensive Plan subject to approval by the Town Council.

Response: The PRMDP includes a list of permitted uses, an analysis of the Ruston Comp Plan showing compliance with and harmony with the plan is included in the submittal.

(3) Property Development Standards. All land uses in an MPD district shall conform to the property development standards set forth in the development plan approved by the Town Council.

Response: Development standards are included in the PRMDP addressing heights, parking, landscaping, design standards, use, utilities, parks and open space, and views and view corridors. Future building permit applications will be reviewed against these standards once the PRMDP is approved by the Town Council.

(4)(a) Whenever residential development is proposed within a MPD district, the development plan shall contain at least the following information:

- (i) The approximate number of dwelling units proposed by type of dwelling and the density, i.e., the number of dwelling units proposed per gross acres for each type of use.**
- (ii) The standards of height, open space, building coverage, yard area, landscaping and pedestrian facilities, parking facilities and the kinds of street and land improvements proposed.**

Response: The PRMDP calls for mixed-use development including residential (multi-family), hotel, and commercial components. Approximately 225-240 residential units are proposed which equates to between 6 and 7 dwelling units per acre. The maximum height of each district is stipulated in the PRMDP.

Public/open/green spaces are provided as indicated on Attachment 5 providing view corridors and pedestrian and non-motorized as well as vehicular access through the site, notably from Ruston Way to the shoreline promenade and the Metropolitan Park's Point Defiance Park and Peninsula Park properties. Building 15, the structure containing the majority of residential units within the Ruston portion of the development, provides private yards for its residents. Remaining residential units are predominately located above street level commercial/retail, and it is contemplated that common areas rather than private yards would be utilized for recreation for the residential units in mixed-use buildings. Landscaping will comply with the landscape standards stipulated in the PRMDP. In addition, the project will include other urban landscape features, public amenities and art.

Parking standards are included in the PRMDP. The required amount of parking will be met at full build out. It is anticipated that the total parking provided will be in excess of the minimum required. Although roughly 1,050 parking stalls are required per this plan, approximately 1,670 parking stalls are anticipated to be provided including structured (garages), surface parking, and on-street stalls. Street improvements will be made according to the standards stipulated in the PRMDP.

(4)(B) For MDP districts or sections thereof for which commercial development is proposed, the development plan shall contain at least the following information:

(i) The approximate retail sales floor area and total area proposed for commercial development.

(ii) The types of uses proposed to be included in the development.

(iii) The standards of height, open space, buffering, landscaping, pedestrian and vehicular circulation, off-street parking and loading, signs and nuisance controls intended for the development.

Response: Currently proposed in the Ruston portion of the development is approximately 52,000 square feet of leasable retail sales area and approximately 133,500 square feet total leasable commercial area. . The hotel habitation space will be approximately 150 units plus a restaurant of approximately 6,000 to 8,000 square feet, meeting rooms of similar size, a lobby, and common area amenities of approximately 30,000 square feet in addition to typical corridors and mechanical/utility spaces.

The PRMDP calls for mixed-use development that contains both water related/water enjoyment and non-water related commercial and retail development The types of commercial uses proposed in this mixed-use development plan include food and beverage establishments, wellness and fitness facilities, retail sales, office and professional business, research and development, financial services, business services, personal service businesses, health care, institutional facilities, sales and distribution, grocery and office supply stores, gas stations and convenience stores, and boat sales and service facilities. A hotel as defined in RMC 25.01.020 will also be included in the project.

The standards for height, open space, buffering, landscaping, etc. are included in the PRMDP and will become the requirements for commercial and hotel development against which development proposals will be evaluated.

(5) Optional Materials

(A) Economic analysis of a specific development proposal.

Response: The Town of Ruston completed a financial analysis in February 2008, commonly referred to as the Marcotte Study that provides an economic analysis of the financial impacts of development upon the Town.

(B) Other material necessary to fully evaluate the Proposal.

Response: The Second Amendment to the EPA Consent Decree is provided as Attachment 17.

(C) Development Plan. The application shall be accompanied by a development plan which shall consist of:

- (1) A map or maps drawn to a suitable scale, showing at least the following:**
a. The boundary of the proposed MPD and its immediate vicinity and the Town.

Response: See Attachment 3.

- b. The topographic character of the land.**

Response: a topographic (grading) map showing the EPA grade of 2.75% sloping upward from the top of wall at the shoreline (see Attachment 6). This map is to be used to determine grade for the purpose of determining height of buildings.

- c. Views to Puget Sound and Mount Rainier from the development site as well as the surrounding area.**

Response: See 2008 FSEIS (Attachment 2) and Additional View Analysis (Attachment 7) The combined view analyses fully analyzed the impact of the project from numerous vantage points. The criterion used in the analysis is that used for view analysis for shoreline areas.

- d. Drainage accommodations.**

Response: The 2008 FSEIS analyzed the drainage needs for the project, and the mitigation outlined in the FSEIS will be provided as part of the development.

- e. Accommodations for all utilities.**

Response: The Conceptual Utility Plan by ESM indicating locations of the proposed public utilities is included with this application as Attachment 9. All utilities will be provided by Point Ruston. City Of Tacoma standards will be used for public utilities and storm water. Private utility providers such as Puget Sound Energy, Qwest and Comcast will apply their own standards to their privately owned utility improvements. Engineering for utilities will be

submitted to the appropriate utility providers at the time of building permit application. Standards will be in compliance with the appropriate utility provider.

f. Any major re-grading intended.

Response: The Conceptual Grading Plan Sheet by ESM showing the proposed grading required for site development is included with this application as Attachment 16. Building pads and street/parking lots will be benched to accommodate construction. Grading and erosion control will be under the jurisdiction of EPA. The quantity of residential soils imported to the site is still unknown. Grades shown may vary depending on EPA requirements. It is believed grades shown will not vary more than 2 feet overall.

g. The proposed uses of the land.

Response: The uses proposed in this development plan for the Ruston portion include food and beverage establishments, fitness and public assembly facilities, retail sales, hotel and hospitality, residential, office and professional business, research and development, financial services, business services, personal service businesses, health care, institutional facilities, sales and distribution business, grocery and office supply stores, convenience stores, and boat sales and services. The application project narrative, PRMDP, and FSEIS identify specific uses currently proposed by building. Uses may change from time to time as market conditions change or as tenants relocate. The Development Plan is intended to provide flexibility in uses to ensure success.

h. The approximate location of all public streets, right-of-way and sidewalks and other pedestrian and bike facilities.

Response: The Conceptual Site Plan (Attachment 3) shows conceptual roads, sidewalks and other pedestrian and bike facilities. At this time, the only public streets will be the future realigned Ruston Way, the new Yacht Club Road, Baltimore Street and that portion of North 51st Street reconstructed to meet the new alignment. The internal streets/parking lots will be privately owned facilities. The engineering for all on site work will be submitted with building permit applications for review by the Town Engineer. City of Tacoma standards will be used.

i. Location of public uses proposed, if any, such as schools, parks, playgrounds, trails or other recreational facilities.

Response: Public parks and open space areas are included in the Parks and Open Space Attachment along with the Public Access/Open Space Area Attachment included with this application as Attachment 5.

j. The locations of any critical areas.

Response: The Existing Conditions Sheet (Attachment 13) submitted with this application shows that there are no critical areas located on the site other than the shoreline of Commencement Bay.

k. Relationship to Puget Sound shoreline and related facilities.

Response: The Point Ruston waterfront site within the Town of Ruston is located within the 200' shoreline and upland area of the Puget Sound and drains to the Puget Sound through existing outfalls. Conceptual shoreline facilities proposed include the shoreline promenade and connections from Ruston Way to the promenade and Metro Parks adjacent Point Defiance Park and Peninsula Park properties and also portions of buildings 17 and 15A. A Shoreline Substantial Development/Conditional Use permit will be applied following approval of this Development Plan.

(2) A development program including but not limited to:

a. A legal description of the MPD boundary

Response: A legal description is included in this application as Attachment 14.

b. Size of area.

Response: The total area of Point Ruston within Ruston is outlined in the Point Ruston Short Plat Alteration application and is approximately 37.81 acres in size.

c. The overall density and type of structures proposed.

Response: See Project Narrative Density/area per use

d. The nature of development proposed.

Response: This proposal is characterized as an urban village neighborhood, and will consist of mixed-uses such as residential, commercial/retail, a hotel, promenade and open/green space and view corridors, together with the infrastructure necessary to serve the development... The project was fully analyzed in the 2008 FSEIS and all mitigation contained therein will be provided.

e. The disposition of lands proposed for public facilities.

Response: Attachment 5: Public Access/Open Space Area identifies the property proposed for public roads and access. The Conceptual Utility Plan, Attachment 9, identifies the route of public utilities and related facilities and easements.

f. The anticipated timing for each unit of the district proposed to be developed separately.

Response: The anticipated timing for Point Ruston within the Town of Ruston as indicated in the FSEIS published by the City of Tacoma. The construction will be phased over an approximate ten year period within three development districts. Please see the District Map Attachment 16 for more information. Construction is anticipated to begin with Building 17(hotel) and 18 A & B (restaurants). Buildings 9, 11, and 16 (commercial/retail/office) may be built at the same time but schedule will depend on market conditions. Buildings 10 and 12 are neighborhood commercial buildings and will be constructed in the latter phases of the development dependent on market conditions. Buildings 14 (commercial and parking structure) and 15 (residential) will be constructed in the final phase of the development.

g. The delineation of development units which shall be integral units planned for development at different stages and phases.

Response: See above response to (f). The Point Ruston development within the Town of Ruston will be phased over a 10 year period as market conditions allow.

h. Development standards for each of the proposed uses.

Response: Development standards for the construction of structures are contained within the PRMDP

i. The approximate size, in acres, of each development unit.

Response: While not formal development units, the development within the Town of Ruston is divided up into districts for the purpose of marketing, organizing uses and phasing. That portion of the Promenade District located in Ruston is approximately 13 acres; the Marina District is approximately 15 acres; and the Baltimore District is approximately 6 acres.

j. A description of the status and progress of any environmental remediation activities of the MPD site.

Response: Remediation at the site has been ongoing for over a decade and has included extensive surface and groundwater monitoring, soils testing, geotechnical investigations, demolition of structures, excavation of contaminated soils, shoreline armoring, and construction of the On-Site Containment Facility (OCF). The OCF, a triple-lined cell containing the most contaminated soils excavated from the site, was completed by Asarco in

2005. The last large structure, the Fine Ore Bins Building (approx 800' long x 100' high) was demolished in 2004. Small outfall buildings and construction trailers remain on the site.

The current use of the property is vacant land under remediation. Point Ruston, LLC purchased the property out of the ASARCO bankruptcy in 2006 as high bidder in a competitive bidding process and agreed to complete all remaining on-site remediation and significant portions of offsite remediation under the Second Amendment to the 1996 Consent Decree with EPA and Asarco. Remaining remediation activities dovetail well with development and will be completed concurrently with development under EPA's supervision. Point Ruston, LLC began placement of the cap sub-grade at the site under EPA's oversight in September, 2006. The cap sub-grade consists of soils containing low levels of metal contamination from the Asarco residential yard remediation project in Ruston and North Tacoma. These soils will be capped as part of continued remediation with new building foundations and impervious surfaces. Green spaces within the project will be capped with an impermeable layer, a clean soil cover, and landscaped. Clean utility corridors will be constructed during the phased development. These soil capping measures will be completed in phases to coincide with the phased development of Point Ruston. During the phasing process, remediated areas will be separated and protected from un-remediated areas through a series of environmental health measures established by the EPA. Such measures may include, but are not limited to, temporary capping, application of dust suppression agents, air monitoring, tents, and wind fences.

The shoreline of the site was formed by slag placed in Commencement Bay during operation of the Asarco Smelter. Rock riprap has been placed along a portion of the shoreline over the slag fill on an adjacent parcel located in the City of Tacoma. Shoreline armoring will be completed on the remainder of the site under EPA oversight as part of the remaining remediation required by the Second Amendment to the Consent Decree.

k. Proposed mitigation measures to address impacts of the MPD

Response: Mitigation measures related to the impacts of the MPD were originally addressed in the 1997 ASARCO MDP Final EIS. The 2008 FSEIS (Attachment 2) outlines required mitigation for this specific project.

(3) All proposed restrictive covenants

Response: A draft of the developer's restrictive covenants is included with this application as Attachment 10. Such covenants are subject to EPA approval per the Second Amendment of the Consent Decree.

Describe how the MPD uses will be compatible with the areas surrounding the proposed development, the Town's Comprehensive Plan and related zoning, subdivision and shoreline regulations.

Response: The proposed mixed-use MDP development is compatible with the areas surrounding the project as it provides essential and complementary uses to an area generally developed with single-family and multi-family residences to the west, a Burlington Northern Santa Fe Railway line and new single-family residential development to the south, future mixed-use development to the east, and Commencement Bay to the north and park property and marina to the west.

The mixed-use development is part of the larger Asarco site with a Comprehensive Plan designation of Master Planned Development (MPD) calling for mixed-use development. The project complies with the overall development concept by providing a balance of residential, commercial and open spaces in a manner that will contribute to the tax base while maintaining the character of the town. The on-site and nearby residents and employees of the development will have convenient pedestrian access to local stores and services, while art work and site history Attachments will enhance the historical nature of the site. Development of the site will also allow the public new visual and physical access to the Town's previously inaccessible waterfront. A shoreline promenade with an average width of 100 feet will run the entire length of the Ruston shoreline and will be open to the public.

The proposed mixed-use development is in conformance with the zoning code as it meets the requirements of the MDP zone. This zone requires the approval of a Development Plan, which is included as Attachment 1.

Within the MPD district development units may be established of any size whatever but shall be logical in size and shape and shall function by themselves and in relationship to other development units within the district of adjacent property.

Response: The proposed development plan identifies three informal MDP districts for the purpose of organizing uses and the phasing and development of infrastructure. The Promenade District (Retail Core) is approximately 13 acres and lies within both Ruston and Tacoma. The Marina District (Residential Mixed-use) is approximately 15 acres, and the Baltimore District (Neighborhood Commercial) is approximately 6 acres. While not rigid development units, these districts function by themselves and are compatible with each other and buffer the retail core from adjacent residential properties.