



## Town Council Agenda Report

---

Date: March 10, 2020 Item No. 6

To: Honorable Mayor and Town Council

Subject: REQUEST FOR PROPOSALS, PREPARATION OF A SPECIFIC PLAN AND ENVIRONMENTAL IMPACT REPORT FOR THE APPLE VALLEY VILLAGE

From: Douglas Robertson, Town Manager

Submitted by: Lori Lamson, Assistant Town Manager

Budgeted Item:  Yes  No  N/A

---

### RECOMMENDED ACTION:

Authorize and direct staff to circulate a Request for Proposal for the preparation of a Specific Plan and Environmental Impact Report (EIR) for The Village in Apple Valley.

### SUMMARY:

The Village Property Business Improvement District (PBID) has requested that the Town assist them in the formation of a Specific Plan for The Village. This request is consistent with the goals of the Town's General Plan that encourages the formation of a Village Specific Plan to encourage revitalization and reuse of the Village to attract more visitors and shoppers to the small businesses that make up the area. The PBID has incorporated the projected cost of the project into their budget preparations and are prepared to bear the complete cost of the plan preparation. They have submitted an application for a Specific Plan to the Planning Division. Town staff has prepared a draft Request for Proposal (attached) to advertise and circulate to appropriate urban design, architectural and planning firms to receive quality responses proposing the preparation of both the Specific Plan and the necessary EIR that will be required to comply with the California Environmental Quality Act (CEQA).

Preparation of a Specific Plan has been a goal of the Town for over 20 years and most recently identified as a Policy/Program in the 2009 comprehensive update of the General Plan, as depicted below:

**Policy 6.C**

*The Town shall encourage the development and/or redevelopment of The Village.*

**Program 6.C.3**

*Future development and redevelopment of The Village shall be governed by a Specific Plan.*

One of the main reasons that a Specific Plan would be appropriate for the Village, is due to its unique character, age and development challenges that face the revitalization of the area. Due to the bifurcation of the area by Highway 18, the Outer Highway frontages, the size of the lots, age of the buildings, existing drainage challenges and lack of public parking, the Village is a perfect scenario for unique standards and problem solving methods that a Specific Plan can offer. In addition, a Specific Plan will enable the participants in the process, to identify a character or design preference for future building improvements or new development. Downtown Specific Plans are very common throughout California and the nation, allowing rejuvenation of the area through unique standards to encourage revitalization.

Once proposals have been received by the Town, members of Town staff and representatives of the PBID will work to find the best proposals and qualifications and will conduct interviews. Staff will take into consideration all recommendations and choose the final proposal. The award of the contract should be before the Town Council for approval in June 2020. Staff will work with the consultant to make sure there are plenty of design workshops, allowing everyone who wants to participate in the process the opportunity to engage in the preparation of the documents. The Town will serve as the lead on the project will work in hand with the consultants.

**Fiscal Impact:**

The cost of the Specific Plan and EIR will be paid for by the Village PBID, established through a contractual obligation. Prior to awarding of the contract to prepare the Specific Plan and the EIR, a contract outlining the pass through financial obligation of the PBID will be brought to the Town Council for approval.

**Attachments:**

Request for Proposal

**TOWN OF APPLE VALLEY  
COMMUNITY DEVELOPMENT DEPARTMENT**

**REQUEST FOR PROPOSALS**

**FOR**

**THE PREPARATION OF  
THE VILLAGE SPECIFIC PLAN &  
ENVIRONMENTAL IMPACT REPORT**

**MARCH 10, 2020**



**RFP/RFQ Issued: March 16, 2020**  
**RFP/RFQ Submittal Deadline: April 27, 2020**

**TABLE OF CONTENTS**

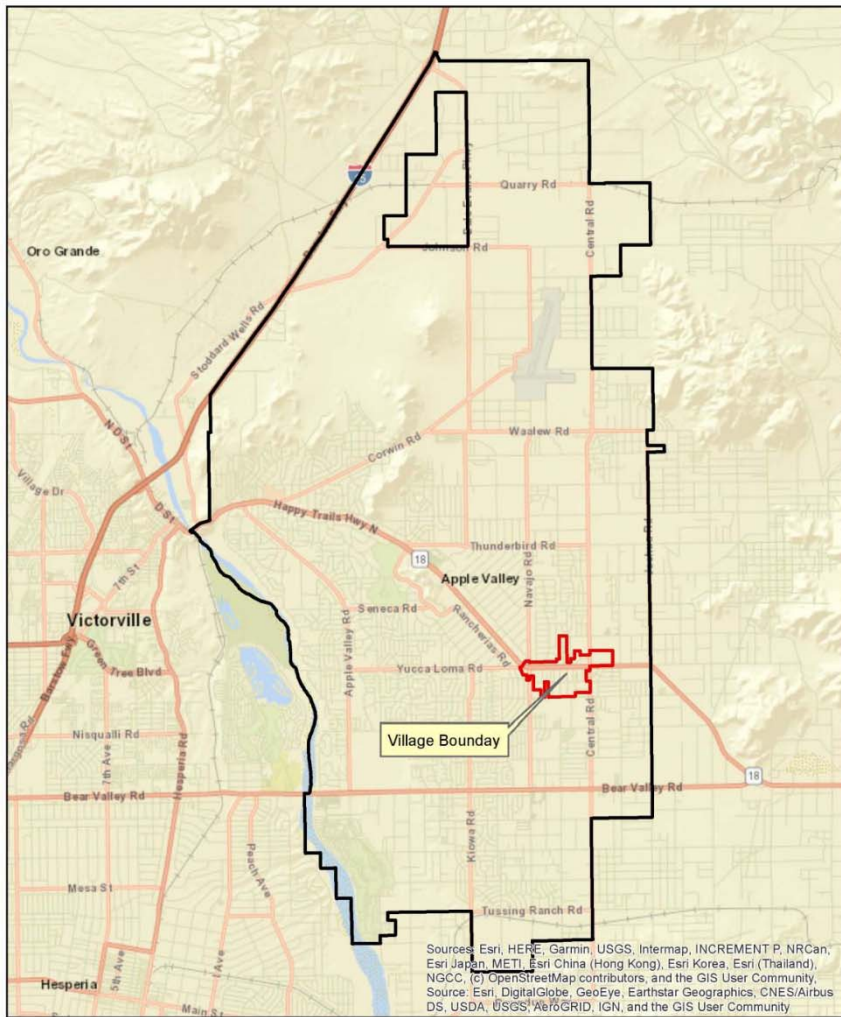
*Vicinity Map*  
*Town Map*

- I. PROJECT SUMMARY**
- II. ABOUT THE TOWN OF APPLE VALLEY**
- III. ABOUT THE HISTORIC VILLAGE DISTRICT**
- IV. PREVIOUS STUDIES**
  
- V. SCOPE OF SERVICE**
  - A. General**
  - B. Project Initiation Meeting**
  - C. Review Existing Planning Documents, Recent Study & Other Resource Material**
  - D. Evaluate Project Setting**
  - E. Community Involvement**
  - F. Community Issues Summary Report Summarizing Existing Setting and Identifying Project Vision**
  - G. Conceptual Village Plan**
  - H. Land Use Alternatives**
  - I. Community Workshops to Review Alternatives**
  - J. Planning Commission and Town Council Review of Alternatives**
  - K. Preferred Land Use Alternative**
  - L. Draft Specific Plan**
  - M. Community Workshops to Review Draft Specific Plan**
  - N. Draft General Plan Amendment and Zoning Ordinance Amendment**
  - O. Prepare Draft Environmental Impact Report (EIR)**
  - P. Public Review of Draft EIR**
  - Q. Provide Responses to Comments and Develop Final EIR and Final Draft Plan**
  - R. Planning Commission and Town Council Review and Adoption of Final Draft Plan and EIR**
  
- VI. WORK PRODUCTS**
  
- VII. PUBLIC MEETINGS**
  - A. Workshops and Presentations**
  - B. Public Hearings**
  
- VIII. PROJECT ADMINISTRATION**
  - A. Meetings, Graphics and Timetable**
  - B. Project Team Meetings**
  - C. Progress Reports**

- IX. SPECIAL STUDIES**
- X. USER FRIENDLY DOCUMENT**
  
- XI. SUBMITTAL REQUIREMENTS AND DEADLINE**
  - A. Qualifications of Consultant and/or Consultant Team**
  - B. Proposal Submittal Requirements**
  - C. Submittal Deadline**
  
- XII. SELECTION PROCESS**
- XIII. CALIFORNIA PUBLIC RECORDS ACT**
- XIV. MISCELLANEOUS**
- XV. ATTACHMENTS**
  - Exhibit 1: Village Vicinity Map/Aerial*
  - Exhibit 2: Existing General Plan Land Use Map*
  - Exhibit 3: Existing Zoning Map*
  - Exhibit 4: Photos of The Village*

DRAFT

### Village District Vicinity Map





**I. PROJECT SUMMARY**

The Town of Apple Valley Community Development Department is requesting proposals from urban design and planning consultant firms interested in providing consulting services for the preparation of The Village Specific Plan. The Specific Plan will require an amendment of the Town of Apple Valley 2009 General Plan to allow for unique development standards and envisioned revitalization to spur economic growth. Once the Town's primary commercial area, the Village now struggles to compete with other commercial areas within the Town and the region. With some recent projects and investment in the Village, this trend is starting to shift. The Specific Plan project will enable a cohesive blueprint for future development and investments to enhance the character of the Village and restore its success as a thriving business district and destination.

**II. ABOUT THE TOWN OF APPLE VALLEY**

The Town of Apple Valley, California, is located in the Victor Valley of Southern California, and has a population of roughly 74,000. Apple Valley's rich history is closely tied to an agrarian culture that disappeared as a result of the Great Depression in the 1930's. Emerging out of this change was ranch owners began taking advantage of their isolated desert setting and marketing it to city-dwellers seeking health, relaxation, and recreation. They converted their land into dude ranches, retreats and sanitariums, and the area attracted Hollywood film companies. After flourishing for nearly a decade, these activities gradually diminished in the post- World War II era and eventually vestiges of the orchards and ranches disappeared as other development occurred in the area. In 1945, a new type of settlement and development of Apple Valley began through the Apple Valley Building and Development Company. This enterprise planned and built out a community that included business, public facilities and residential development. During the years of 1946-1960 the main business district, along State Route 18, locally known as Happy Trails Highway, makes up the current Historic Village District.

**III. ABOUT THE HISTORIC VILLAGE DISTRICT**

The Village District runs along Highway 18, roughly between Navajo and Central Roads. Most of the post-World War II buildings still remain and are currently occupied by many Apple Valley businesses. In 2007, the Village District voted to assess themselves, forming a Property Business Improvement District (PBID), to provide added amenities to the area which have included, landscaping, signage, road improvements, marketing and special events. The PBID has since been renewed by vote in 2012 and 2017. In order to take the next steps to encourage revitalization of the Village, the PBID has requested that the Town assist them in the formation of a Specific Plan. This concept is consistent with the goals of the Town's General Plan that encourages the formation of a Village Specific Plan to encourage revitalization and reuse of the Village to attract more visitors and shoppers to the small businesses that make up the area. There are many challenges that exist in the Village area including but not limited to the location on Highway 18, the Outer Highway frontages, size of lots, age of the buildings, the existing



drainage channels, lack of public parking and no cohesive design. The efforts that the PBID funding and events have provided to the Village, are just the beginning of transforming this area into the potential of a thriving economic attraction that it could be. This next step is the formation of a Specific Plan.

#### **IV. PREVIOUS STUDIES**

In September 2019, The Village Corridor Enhancement Plan was prepared by KOA Corporation, Leslie Scott Consulting and David Evans & Associates, Inc. and was funded by a Caltrans Sustainability Grant. The Town was required to provide a local match through Measure I Funds. This plan was completed to address transportation challenges related to the Outer Highway 18 configuration and improve the overall access to and from the State Route. The plan was able to recommend ways to improve overall traffic operations, pedestrian accessibility, and roadway network layout for all modes of transportation, all while creating a more inclusive and more inviting environment for Town residents, business owners, employees and visitors alike. This plan is available on the Town's website [www.applevalley.org](http://www.applevalley.org).

#### **V. SCOPE OF SERVICES**

The tasks outlined below in the Scope of Services section represent what the Town believes to be a logical approach in carrying out this project; however, the consultant is encouraged to provide comments that express their approach or vision for addressing the various issues and opportunities for this project.

##### **A. General**

The consultant shall prepare amendments to the 2009 General Plan and a Specific Plan in accordance with Government Code Section 65450 et. seq. to implement the amended General Plan. The proposal should address all studies, activities and disciplines necessary to complete the Plan. Consultant responsibilities are those listed below, which are not exhaustive. The Town encourages innovation in concept, design and implementation. It is not intended that the plan include construction level engineering and design; however, the work must be of adequate detail to evaluate needs, capacity and cost.

- Assemble and review existing information and data.
- Develop new information and data to support the Plan.
- Conduct workshops and/or design charrettes with the Village business and property owners to engage ideas, understand challenges and obtain opinions.
- Present background information and data as a separate compendium (i.e. Community Issues Report). The consultant's recommendation on the most effective approach on preparing a Community Issues Report identifying the

existing setting and challenges is requested. All information should be made available in electronic format suitable for display on the Town's website.

- Subcontract as needed with other consultants in specific discipline and manage any such subcontractors including coordination, editing and integration of subconsultant work into the format and style of the lead consultant, management of time schedules and billing, insurance, etc. Except as otherwise noted, the Town will not be responsible for separate contracts with any subconsultants.
- Prepare all text, illustrations and maps contained in the Plan. Provide administrative draft(s) for internal Town review, a screen check draft, a public review draft, and final documents reflecting all modifications directed by the Town. Provide documents in sufficient quantity for review by Town officials, property owners, PBID and for public circulation, and provide all materials in an electronic format suitable for publication on the Town's website.
- Provide new maps and diagrams as necessary. The consultant will be required to develop all maps and exhibits in the latest version of ArcGIS or compatible form, so that all work produced by the consultant can also be manipulated and reproduced by Town staff without any technical or conversion problems.
- Prepare an infrastructure cost analysis and phasing plan for financing infrastructure, taking into account market factors and site conditions.
- Develop CEQA alternatives including land use, roadway and drainage improvements.
- Coordinate with the Town to ensure consistency of documents and that they are mutually supportive.

**B. Project Initiation Meeting**

An initiation (or "kick-off") meeting with staff will be held to accomplish the following:

- Provide an overview of community issues
- Provide an overview of the environmental setting
- Identify valuable resources
- Define key player roles and public participation
- Identify contact agencies, organizations and individuals
- Refine the Work Program, Scope of Work and schedules
- Establish product review procedures
- Establish a strategy for Specific Plan consistency with ongoing development applications

- Determine optimum scale and format for Plan maps in coordination with the Community Development Department, Engineering Department and Public Services Department
- Provide Base Maps
- Provide examples of and/or discuss suggested Specific Plan formats display of content, text and graphics
- Define the public participation process

**C. Review Existing Planning Documents, Recent Study & Other Resource Materials**

The following documents and data resources are available to the Consultant for this Specific Plan project:

- 2009 General Plan
- 2010 Development Code and amendments
- 2016 Update of the Climate Action Plan
- 2019 Village Corridor Enhancement Plan

**D. Evaluate Project Setting**

- Site visits
- Stakeholder interviews
- Review of Resources and Materials

**E. Community Involvement**

Define the future of the community through the following actions:

- Community and Business Leaders – Interviews
- Community Workshops with the PBID members (minimum of four)
- Joint Planning Commission and Town Council Workshops (minimum of three)

**F. Community Issues Summary Report Summarizing Existing Setting and Identifying Project Vision**

The results of the workshops, interviews and the following:

- Summary of present conditions
- Analysis of key challenges and constraints to set stage for alternatives and policy formulation.
- Evaluation of important inter-relationships among various planning issues and trade-offs between solutions.
- Community Workshop to review and comment on community issues and update the General Plan Alternatives Reports
- Joint Planning Commission and Town Council workshop to solicit comments on the Community Issues and Alternatives Reports and select a preferred alternative.

**G. Conceptual Village Plan:**

Work with Town staff to consider background and constraint analysis to prepare a conceptual plan. The following concepts and constraints shall be considered:

- Include zoning regulations, new zoning designations and development standards
- Establish design guidelines
- Market Assessment and Demand Analysis
- Opportunity Site Analysis
- Public Parking opportunities
- Public Space and Uses
- Historic Preservation
- Cultural and Historic Recognition
- Financing measures necessary to carry out the Specific Plan
- Transportation measures to remove or modify the barriers of Hwy 18 bisecting the Village.
- Sustainability
- Concepts for improving the drainage channels that become physical barriers for infrastructure improvements to the Village
- Public infrastructure
- Public Safety Measures
- Specific Plan Administration

**H. Land Use Alternatives**

The Consultant will prepare a minimum of three land use, circulation and infrastructure alternatives, which examine different future scenarios that would be possible under the proposed Specific Plan. The Conceptual Alternatives will be presented to the Planning Commission and Town Council for preliminary endorsement to allow environmental review to begin.

**I. Community Workshops to review Alternatives**

Meeting with PBID and Community

**J. Planning Commission and Town Council Review of Alternatives**

Joint Planning Commission and Town Council Meeting to review Alternatives. Consultant shall prepare work/study session staff reports for joint meeting and compile data necessary and provide to the Town.

**K. Preferred Land Use Alternative**

Base on input received from staff, the public, PBID members, the Planning Commission and Town Council, the Consultant will develop a preferred alternative, which will serve as the basis for The Village Specific Plan. To complement the preferred alternative, the Consultant shall develop design and streetscape standards based on staff and community input.

**L. Draft Specific Plan**

The Consultant will prepare a draft Specific Plan that complies with State Law. In conjunction with the Town's General Plan, the Specific Plan will serve as the Town's long range, comprehensive land use, circulation, infrastructure and implementation plan for guiding development within the plan area boundary.

**M. Community workshops to review Draft Specific Plan**

Meeting with PBID and Community

**N. Draft General Plan and Zoning Ordinance Amendments**

The Consultant will prepare the text, maps and diagrams necessary to amend the Town's General Plan and Zoning Ordinance to implement the draft Specific Plan

**O. Prepare Draft Environmental Impact Report (EIR)**

**P. Public Review of Draft EIR**

- Optional meeting with Community and PBID to discuss Draft EIR
- Planning Commission and Town Council Joint workshop to Review Draft Plan and Draft EIR

**Q. Provide Responses to Comments and Develop Final EIR and Final Draft Plan**

Incorporating staff and public comments, revise the draft document.

**R. Planning Commission and Town Council review and adoption of Final Draft Plan and EIR**

- Prepare notification for Planning Commission and Town Council meetings
- Prepare Planning Commission and Town Council Staff Reports
- Present Plan and EIR to Planning Commission and Town Council

**VI. WORK PRODUCTS:**

*The consultant shall submit:*

- Preferred land use alternative: ten (10) hard copies and (1) electronic copy in press quality Adobe PDF and Microsoft Word 2010 format;
- Administrative Draft Specific Plan, Draft General Plan and Zoning Amendments, Draft EIR: twenty (20) hard copies and one (1) electronic copy in press quality Adobe PDF and Microsoft Word 2010 format;
- Final Specific Plan and Final EIR: twenty (20) hard copies and one (1) electronic copy in press quality Adobe PDF and Microsoft Word 2010 format;

- Final General Plan and Zoning Amendment: twenty (20) hard copies and one (1) electronic copy in press quality Adobe PDF and Microsoft Word 2010 format;
- One electronic copy on a thumb drive (or similar) of all spatial data developed for this project in an ESRI geodatabase or shapefile format;
- Two (2) hard copies (one mounted on foam board backing) and one (1) electronic copy (in press Adobe PDF format) on a thumb drive of all large format display graphics; and,
- All maps produced must be compatible for incorporation into the Town of Apple Valley GIS system.

## **VII. PUBLIC MEETINGS**

- A. Workshops and Presentations** – Workshops and presentations to The Village Property Business Improvement District (PBID).
- B. Public Hearings** – Total of four (4) public hearings, two (2) before the Planning Commission and two (2) before the Town Council.

## **VIII. PROJECT ADMINISTRATION**

### **A. Meetings, Graphics and Time Table**

- Consultant shall be responsible for coordinating with staff; conducting all meetings; preparing agendas, public notices and mailing lists; postage, and, related activities.
- Consultant shall be responsible for providing the Town with one (1) copy of each document for in-house review and/or public review.
- Consultant and Planning staff shall develop the project schedule (with milestone dates) based on a nine month time frame to commence upon approval and receipt of the signed Agreement for Professional Services Contract by the Town Council.

- B. Project Team Meetings** – Conducted by Planning staff and the Consultant at least monthly throughout the project process. Some of these meetings may occur over the phone.

- C. Progress Reports** – The Consultant shall submit a monthly progress report to Planning staff.

## **IX. SPECIAL STUDIES**

---

The preparation of special studies for the Specific Plan preparation may include conducting preliminary studies as needed and incorporating them into applicable sections of the Specific Plan. The Town anticipates that the following special studies may be required. The need for additional special studies may be identified through the Specific Plan preparation process.

1. A determination of the total net change in traffic volume for the sum of all proposed changes in land use, and provide a Traffic Impact Analysis as necessary to satisfy the CEQA and San Bernardino County Congestion Management Program (CMP) requirements.
2. A transportation/circulation/parking study that will evaluate the existing street system, public transit, bike paths, multi-use/equestrian trails and pedestrian paths and determine future circulation needs.
3. An infrastructure study that analyzes the Town's existing services in the Village and projects its future needs.
4. An analysis of expanded crime prevention possibilities for use in the Specific Plan.
5. Conduct a comprehensive survey of the existing land uses and development standards.

#### **X. USER FRIENDLY DOCUMENT**

It is expected that the Specific Plan will be a well-organized, user-friendly document that clearly establishes the framework for development of The Village District.

The Town desires the consultant to produce a state of the art, cutting-edge planning document that will be highly user-friendly for Town staff to administer; and for potential tenants, owners, the public, and elected officials to understand and apply. The Plan should be concise as possible, well-organized and provide adequate flexibility to allow efficient and appropriate land uses and regulations in the area. It should be a lively document, easy to read, and it should be illustrated by pictures, figures, tables, etc. appropriate to the Apple Valley Historic Village District.

#### **XI. SUBMITTAL REQUIREMENTS AND DEADLINE**

##### **A. Qualifications of Consultant and/or Consultant Team**

The following items are required as part of the qualifications submittal:

1. List of the Individuals on the Consultant Team; and, Identification of the Project Manager;
2. Qualifications of the Consultant Team;

3. Resumes for all Individuals on the Consultant Team (to be included as an Appendix to the Submittal Document);
4. Description of Similar and/or Relevant Projects (no more than 5);
5. List of References (no more than 5; and, include the name of the firm or agency, name of the project contact, address, telephone number, fax number and email address); and,
6. Specific Plan Preparation Process (limited to one page; a description or outline of a typical Specific Plan preparation process that identifies the key components and/or strategies).

The qualifications submittal shall be limited to no more than 20 pages, excluding the Appendix of Resume(s) required in Item No. 3.

#### **B. Proposal Submittal Requirements**

The following items are required as part of the qualifications submittal:

1. Describe in detail your firm's understanding of the services requested and provide a complete scope of services to address the Town's primary objectives regarding consultant services for this project.
2. Provide a proposed time schedule for the project that demonstrates how the update will be completed within the eighteen month time frame.
3. Describe your firm's philosophy regarding the role of the Consultant versus the role of the Town throughout the update process.
4. State the full name of your firm and indicate whether the company operates as a partnership, corporation or sole proprietorship. State the number of years the organization has been in business and include the name and business address of company owners. Identify the individual by name and title authorized to negotiate contract terms and enter into legally binding commitments.
5. Describe the general steps that can be taken to reduce overall costs.
6. Provide any other information that you feel is relevant to this Specific Plan preparation process, and that will assist the Town in selecting a Consultant.

Items 7 through 9 shall be submitted in a separate, sealed packet.

7. A project budget that includes an itemized list of the costs associated with each task identified in the Scope of Services. The itemized list shall include the cost per task, hours required to complete each task, and the associated hourly rate(s) for all Consultant and subconsultant costs. Costs must include all fees and expenses that the Consultant expects to be compensated or reimbursed for, including all costs for reproduction of materials, and attendance at meetings and public workshops and hearings.



8. A statement that all charges for services will be a "not to exceed fee", as submitted with, and made part of, said Consultant's quote.
9. A copy of the Consultant's hourly rate schedule, with direct costs broken out separately from overhead rates, and a written statement that said hourly rate schedule is part of the Consultant's quote for use in invoicing for extra work incurred that is not part of the RFQ/RFP.
10. A statement that this RFQ/RFP shall be incorporated in its entirety as part of the Consultant's quote.

**ANY RESPONSE NOT CONTAINING FULL AND COMPLETE RESPONSES TO THE ABOVE MINIMUM ELEMENTS WILL BE DEEMED UNRESPONSIVE TO THE RFP/RFQ. ALL LATE AND UNRESPONSIVE PROPOSALS WILL BE SET ASIDE BY THE REVIEW PANEL AND ELIMINATED FROM FURTHER CONSIDERATION. ONLY THOSE SUBMISSIONS RESPONSIVE TO THIS RFP/RFQ AND SUBMITTED BY THE DEADLINE NOTED BELOW, WILL BE EVALUATED BY THE REVIEW PANEL AND PRESENTED (ONE PROPOSAL) TO THE TOWN COUNCIL, AS APPROPRIATE.**

**C. Submittal Deadline**

Submit ten (10) copies of the qualifications and proposals to the following address:

Town of Apple Valley  
Community Development Department  
Attn: Lori Lamson, Assistant Town Manager  
14955 Dale Evans Parkway  
Apple Valley, CA 92307

**Qualifications and proposals shall be received by the Town no later than 4 p.m. on Monday, April 27, 2020.**

**XII. SELECTION PROCESS**

It is the Town's intent to review all qualifications and select a minimum of qualified consultants to participate in the interviews to be held in May 2020, with the selection of the Consultant and award of contract by June 2020. The selection of candidate consultants to participate in the interview process shall be at the sole discretion of Town staff.

**XIII. CALIFORNIA PUBLIC RECORDS ACT**

It is the Consultant's responsibility to identify information in their qualifications and proposal that they consider confidential under the California Public Records Act. To the extent that the Town of Apple Valley agrees with that designation, such information will be held in strict confidence. All other information will be considered public.

**XIV. MISCELLANEOUS**

This Request for Qualifications and Proposals does not commit the Town to award a contract or to pay any costs incurred in the preparation of a response to this request. This request is not a contract or commitment of any kind. All qualifications and proposals submitted in response to the request will become the property of the Town of Apple Valley and may be used by the Town in any way deemed appropriate. The Town reserves the right to accept or to reject, in part or in its entirety, the qualifications submittal if such action is deemed to be in the best interest of the Town.

The Town requests that contact with staff be limited to no more than one or two phone calls or visits to the public counter and through the qualifications and proposals submittal itself. A copy of the Town of Apple Valley General Plan is on file with the Community Development Department and available on the Town's website at [www.applevalley.org](http://www.applevalley.org) for consultant review.

The Request for Proposals (RFP) is available for download from the Town of Apple Valley website at: [www.applevalley.org](http://www.applevalley.org)

**XV. ATTACHMENTS:**

- Exhibit 1. Vicinity/Aerial Map of The Village District
- Exhibit 2. Town of Apple Valley General Plan Land Use Map for The Village area
- Exhibit 3. Town of Apple Valley Zoning Map for The Village area
- Exhibit 4: Photos of The Village

Exhibit 1

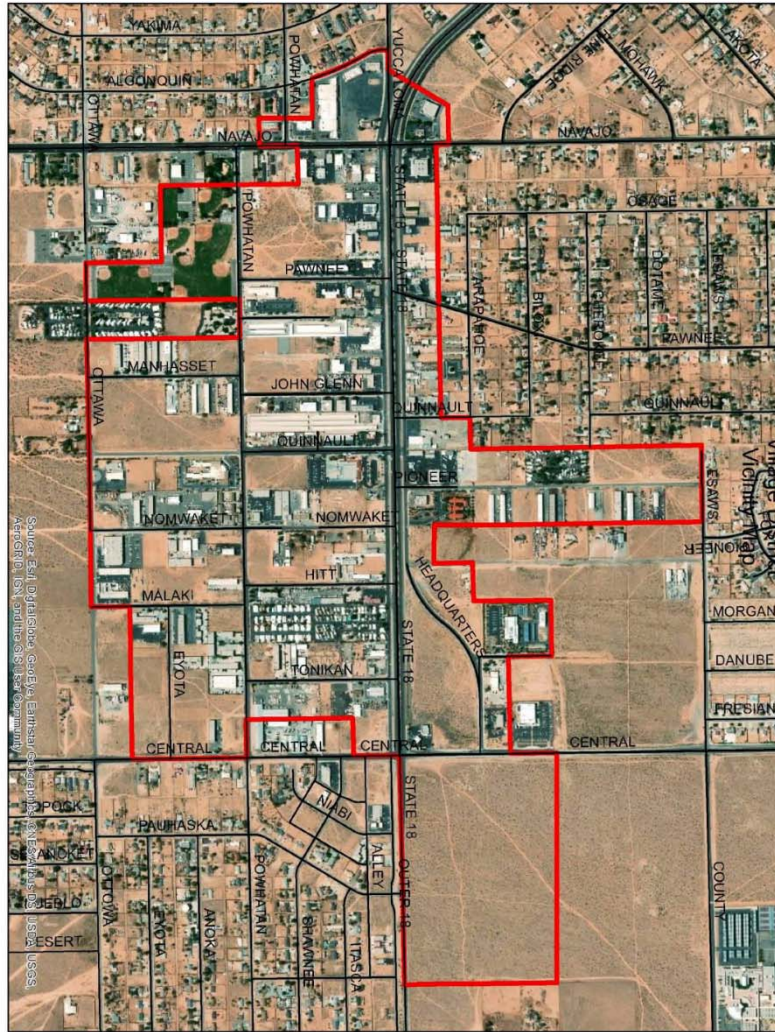


Exhibit 2

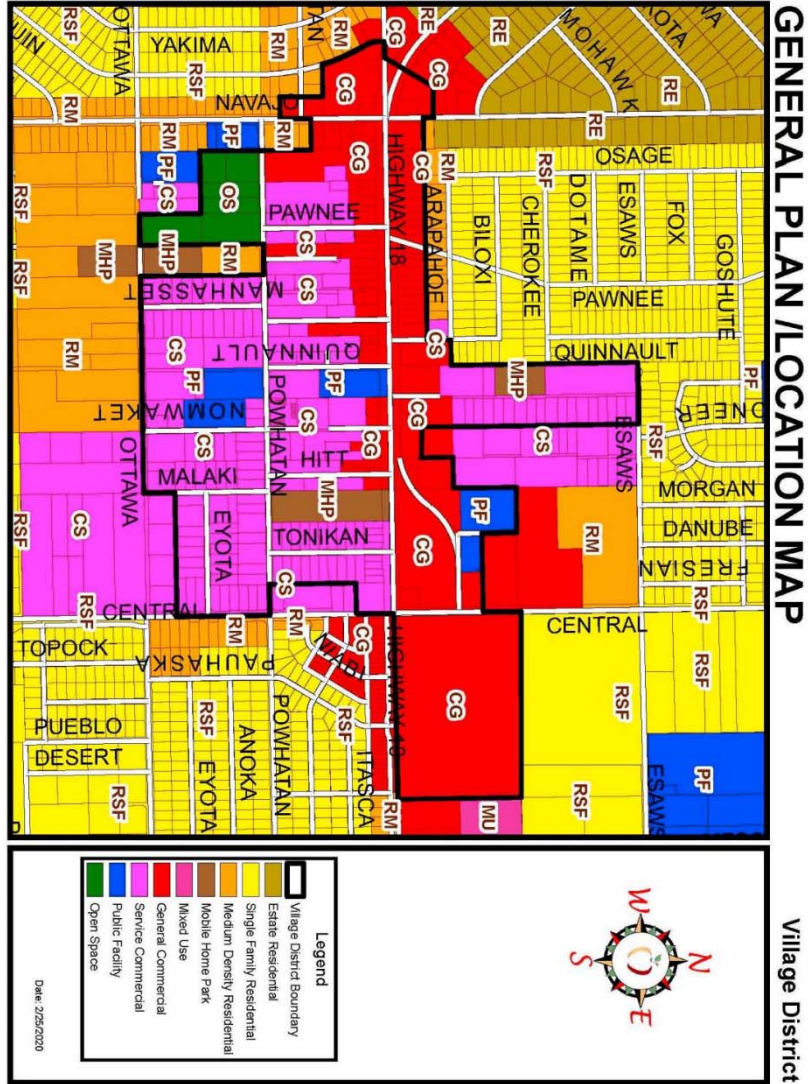


Exhibit 3:

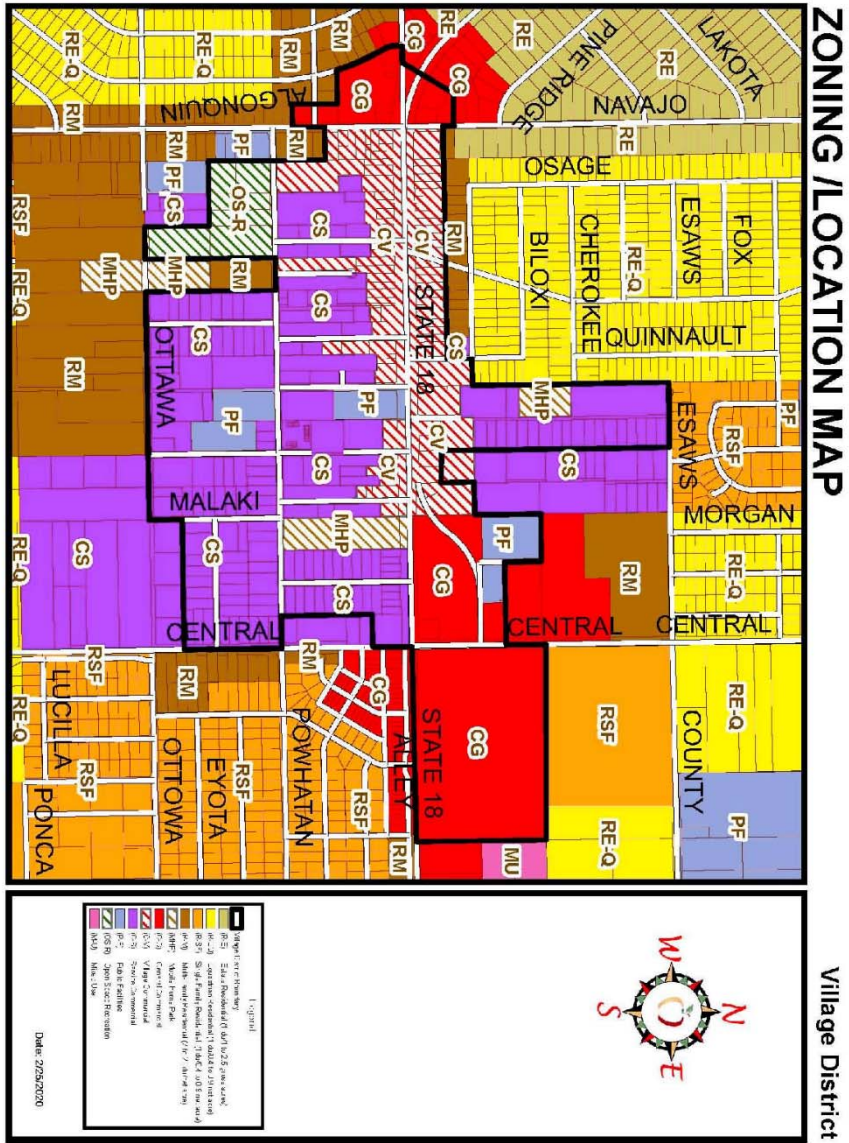


Exhibit 4:









