

RTD TOD ASSESSMENT

Findings & Recommendations to the RTD Board of Directors
October 13, 2015

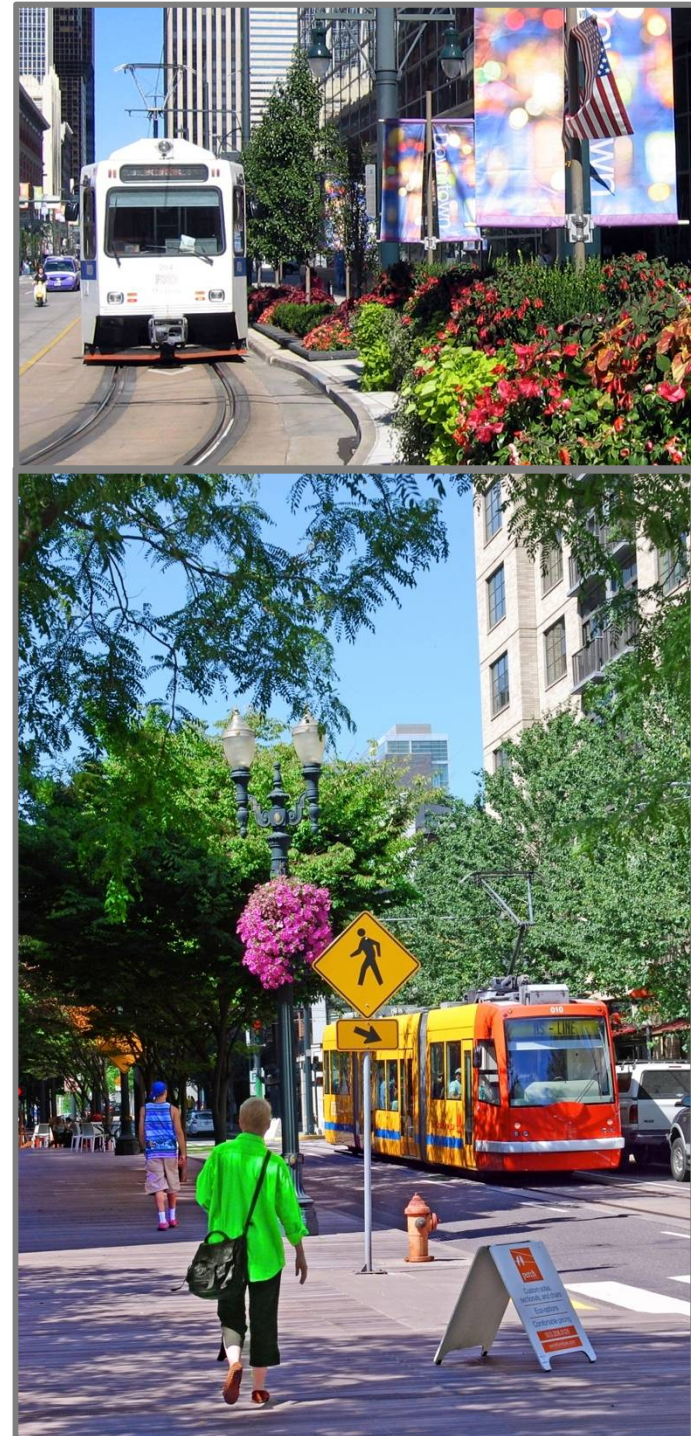


place making



OVERVIEW

What we shared with you
in May and July
Board interviews
Key recommendations
Short-term action agenda
Proactive TOD pipeline



WHAT YOU ARE GOING TO HEAR

*Six big themes
to pay attention to*

RTD on track with TOD

More to do to be ready for 2016

Elevate TOD within RTD

Strengthen tools and decision making

Update TOD Strategic Plan

Move to a proactive TOD pipeline



University of Minnesota,
Minneapolis

WHAT WE DID

STEP 1

How Are You Doing Relative To:

- The opportunity
- The market
- Expectations (yours & your partners)

STEP 2

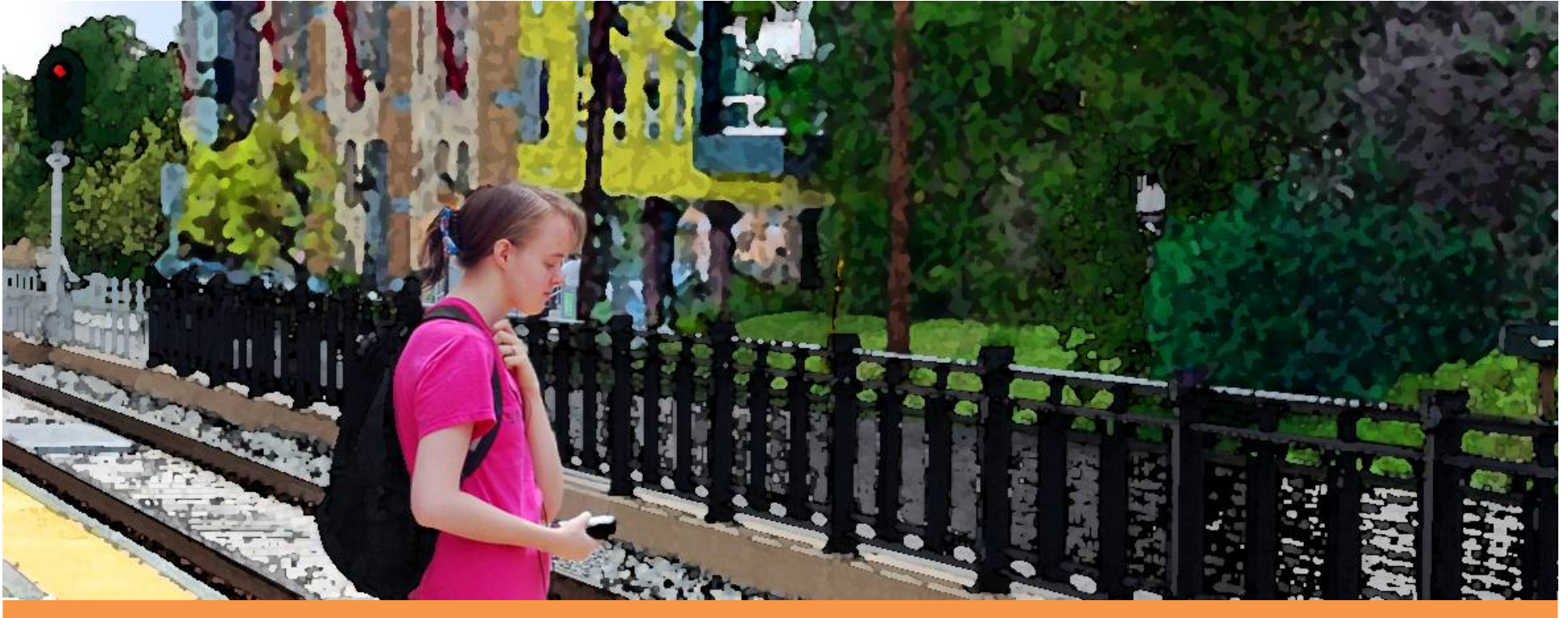
Evaluation Lens:

- National Best Practice: How do you stack-up
- 360 review of RTD TOD projects
- Feedback from partners

STEP 3

Recommendations for Moving Forward:

- What's working well
- What to borrow (tools, policies, structure)
- What needs tweaking



Peer Agency TOD Review

PEER AGENCY TOD REVIEW

Key findings

RTD's TOD program has evolved and grown since the 2010 TOD Strategic Plan

RTD compares well with national best practice

RTD should selectively borrow from its peers – help take the program to the next level



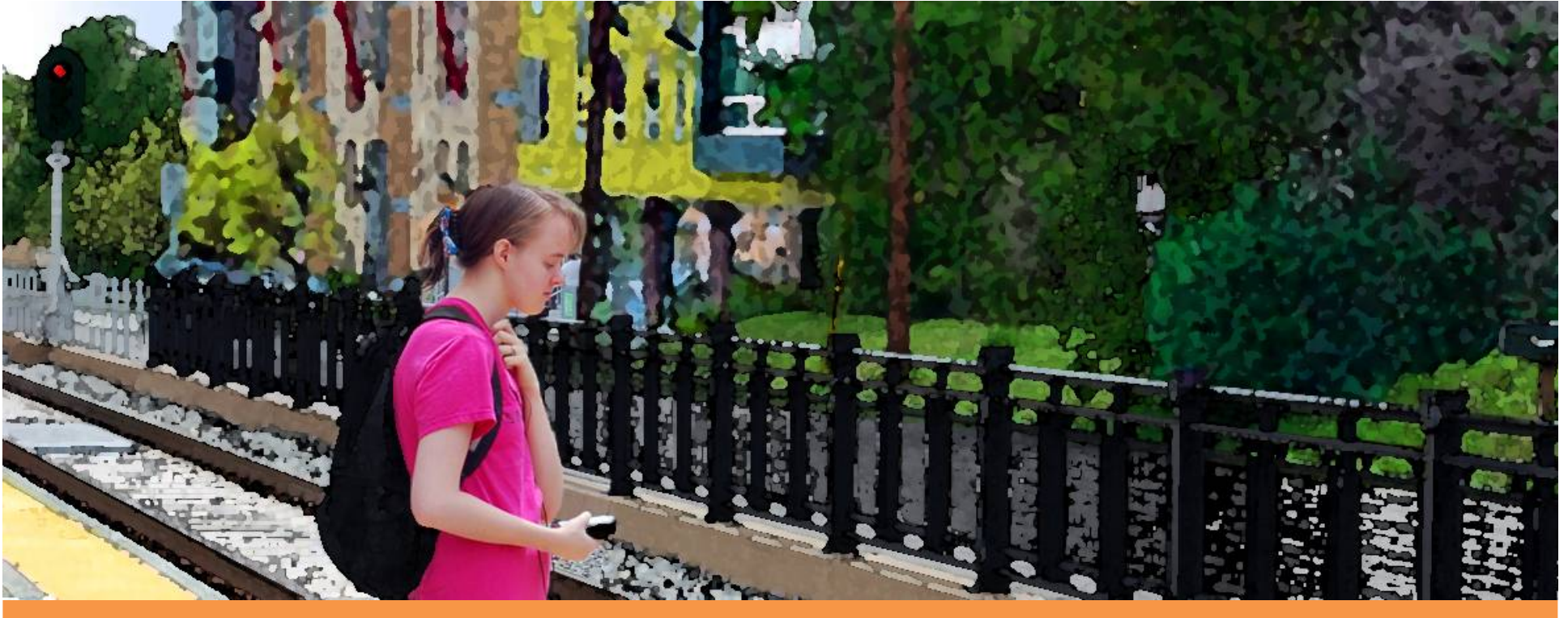
SEATTLE: YOUR TOD PEER

*RTD and Sound Transit
Can Learn from Each Other*

Hybrid Programs
Expanding transit systems
Growing TOD markets
Similar goals / point of evolution



Rainer Vista, Seattle
Hope 6 public housing
project w/ TOD design



External 360 Degree Interviews

EXTERNAL INTERVIEWS

Takeaways from the Interviews

The TOD Pilots raised the region's TOD competency

- RTD, Cities & Developers

RTD TOD decision making
problematic

TOD Group not empowered
to do its job



Sheridan, Arvada, Alameda
Stations

EXTERNAL INTERVIEWS *continued*

Observations on RTD TOD Decision-making

RTD departments interests compete
Decision-makers often contradict
each other

TOD projects impact almost every
department without sufficient coordination
RTD TOD projects lack sufficient priority
TOD group is not enabled or empowered



Denver Union Station Art

EXTERNAL INTERVIEWS *continued*

RTD's approach to TOD needs to evolve further

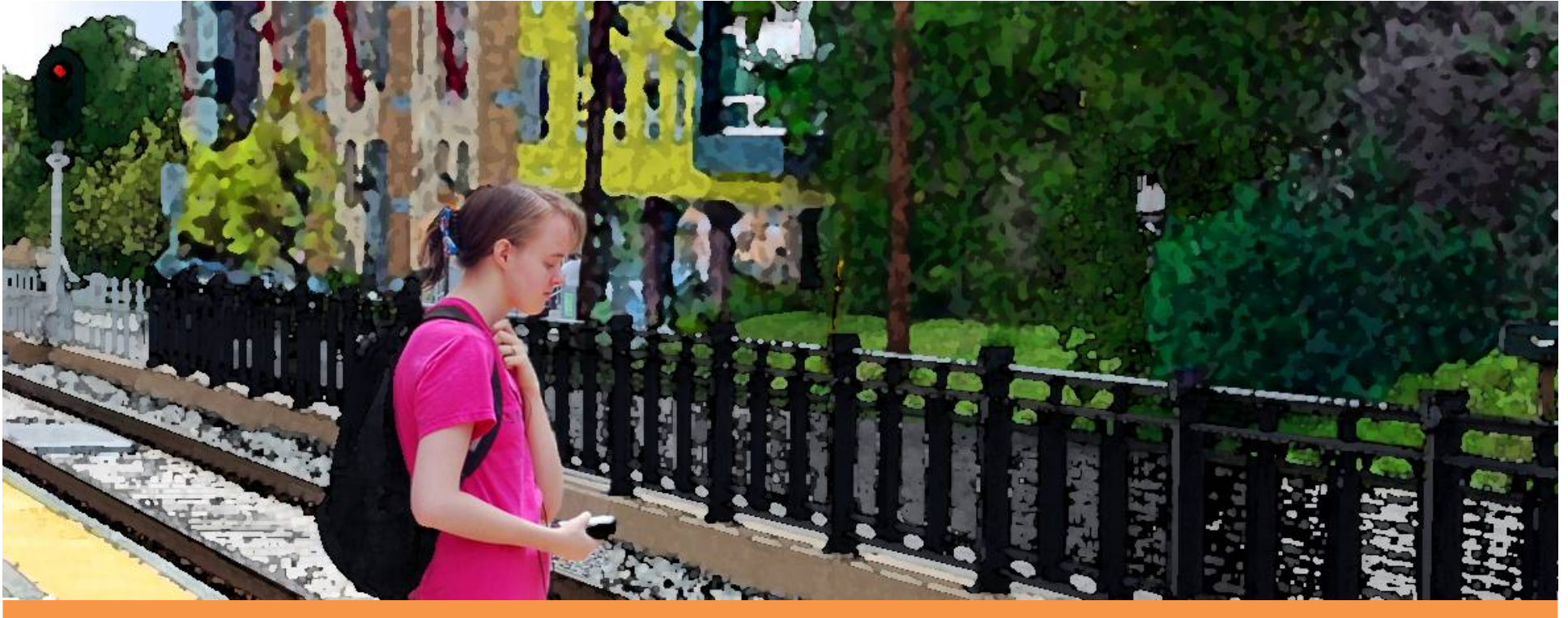
Decisions take too long
Mixed signals resulted in
increased costs
TOD not embraced across
the agency
Reactive rather than proactive



Sheridan Station
Master Plan



PARK PLACE OLDE TOWN



Internal Assessment

INTERNAL ASSESSMENT

Build Processes. Become more Systematic. Be more Proactive.

Create Internal TOD Swat Team

Create transparent processes

- Streamline approvals & document decisions



Attachment: TOD Assessment 10.13.15 (2546 : TOD Assessment)

INTERNAL ASSESSMENT *continued*

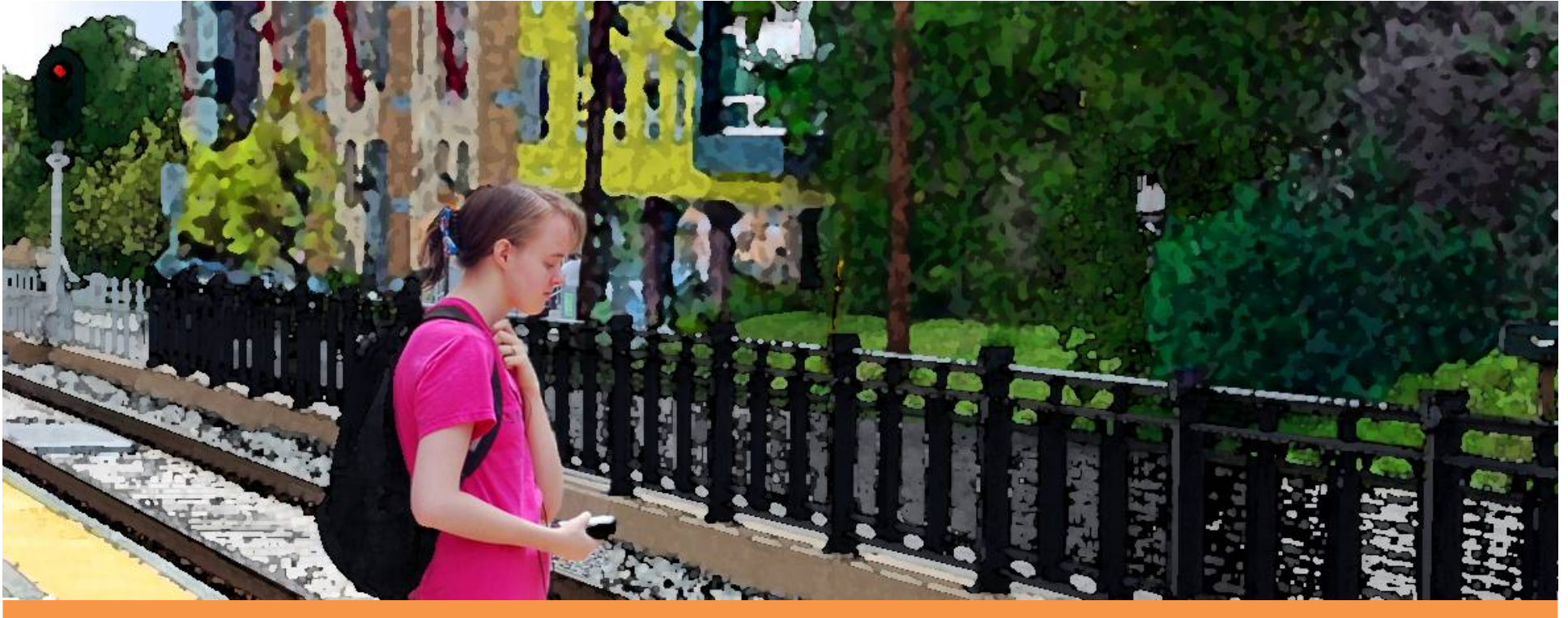
Key themes continued

Create systems and responsibility
for managing completed TODs

Manage real estate to identify
and capitalize on

- New opportunities for TOD
- Revenue generating initiatives
(concessions/real estate leasing)





Our Sense Of The Situation

OUR SENSE OF THE SITUATION

*TOD will rise in importance
in the region*

RTD will need to step up
its attention to TOD

The TOD group doesn't have
the tools it needs

- Real estate / finance expertise
- Due diligence resources
- Permanent staff
- Real estate information/inventory database



Station Square
Pleasant Hill BART Station
TOD on transit agency land

Attachment: TOD Assessment 10.13.15 (2546 : TOD Assessment)

OUR SENSE OF THE SITUATION *continued*

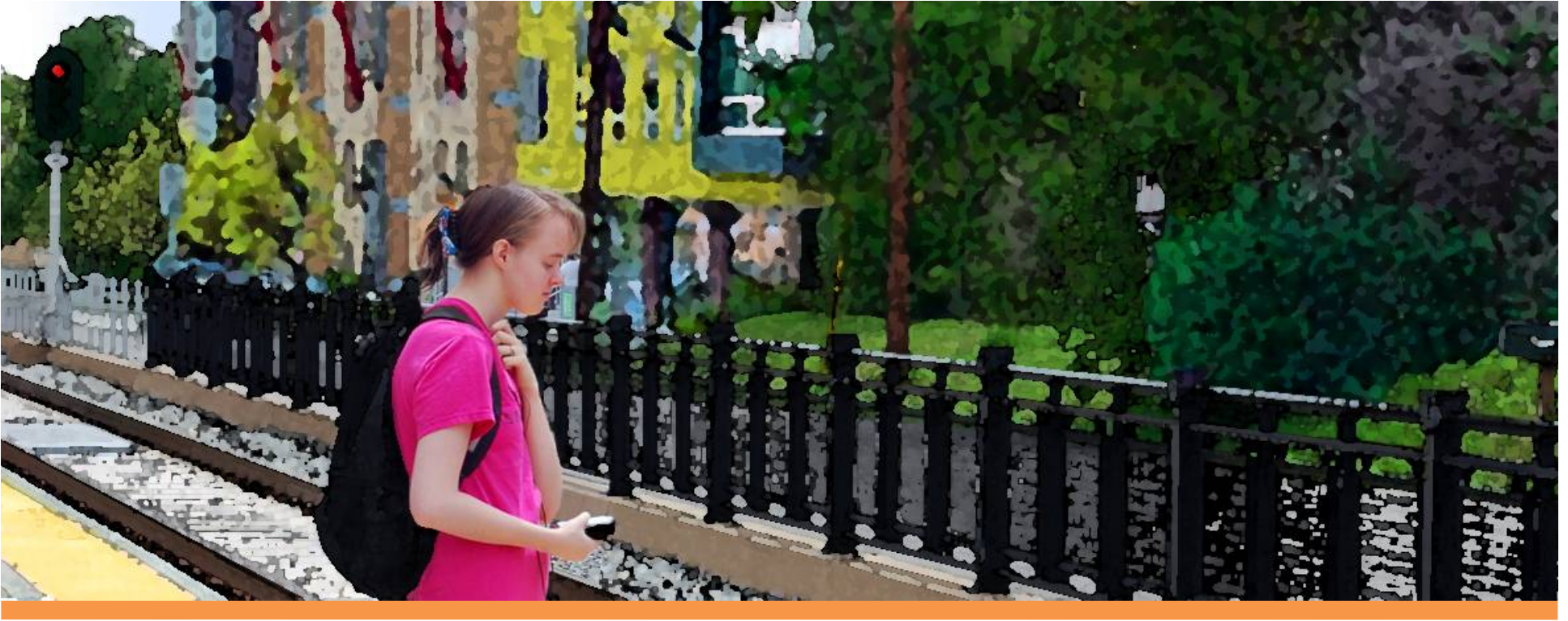
Better Integrate TOD into RTD

TOD planning, execution and management become a core RTD function

Design, operations, and facilities management need to be open to TOD concepts at rail stations and key bus stops.



University Pointe, Portland
Acquired for TOD
zero parking

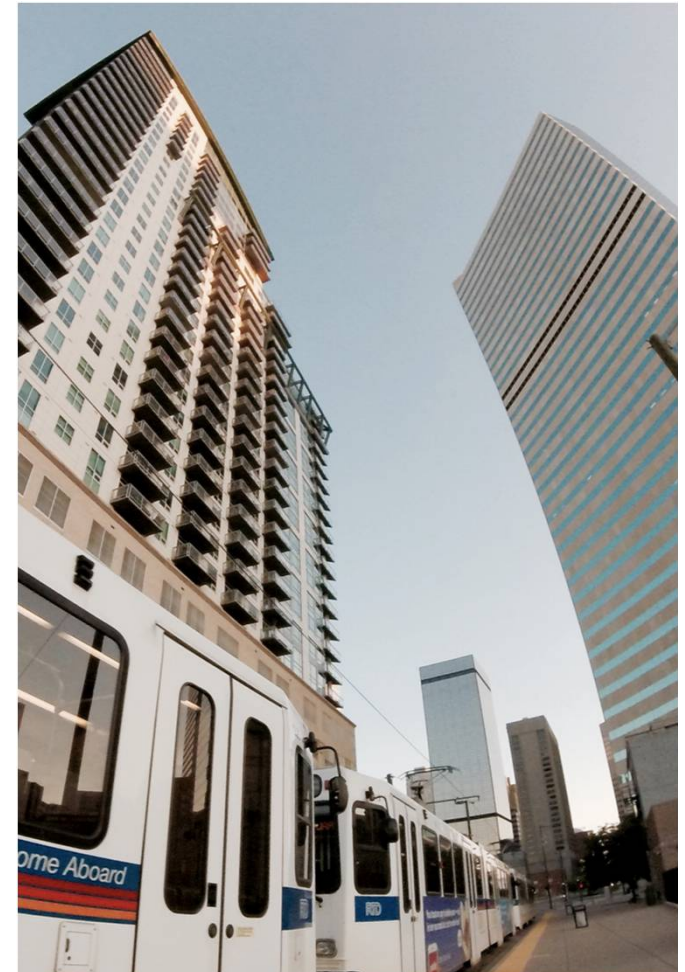


Board Interviews

BOARD INTERVIEWS

*Met with
a majority of the Board*

Solicited their thoughts on TOD
Role of TOD at RTD
Got feedback on our key findings



COMMON BOARD THEMES

Raise the TOD programs profile in RTD

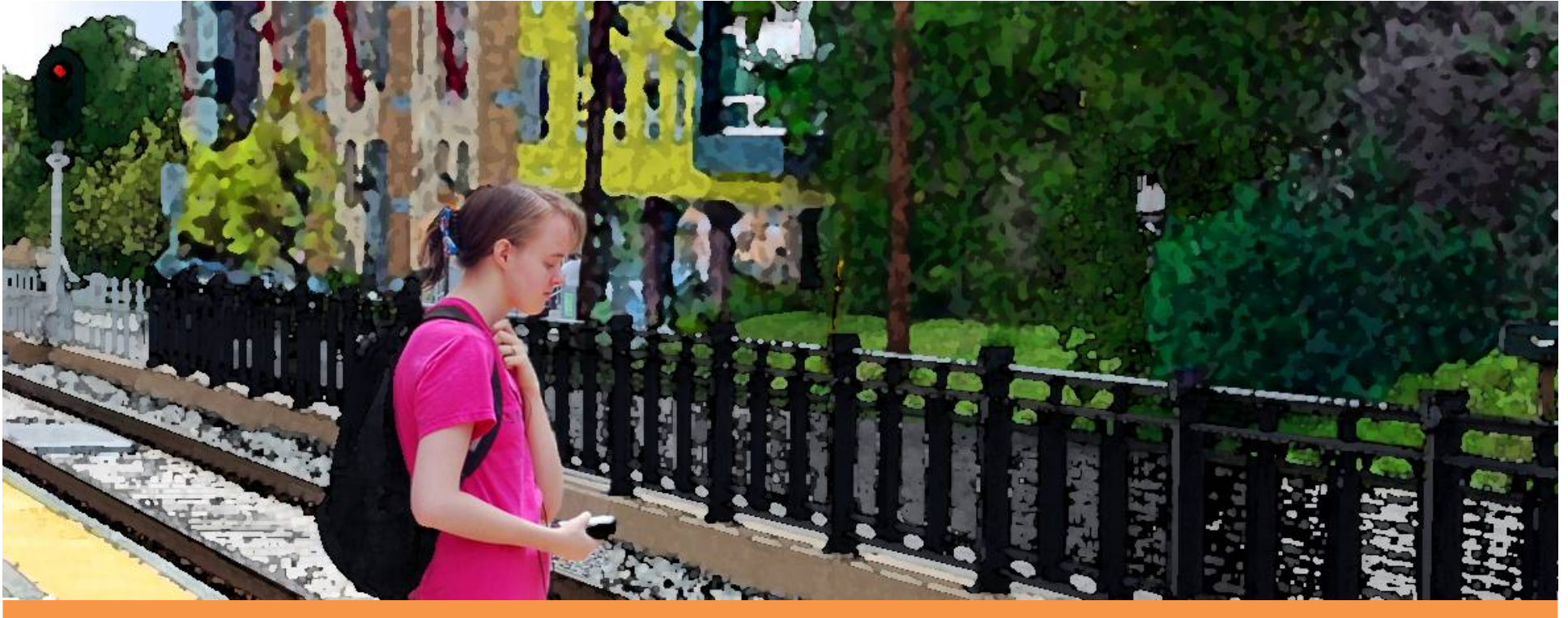
Strengthen partnerships in delivering TOD

Develop a proactive TOD program

Add new TOD tools within fiscal constraints

TOD should contribute revenue where feasible





Major Findings & Recommendations

TOD DESTINED TO BE A LARGER PART OF RTD'S FUTURE

Success of DUS as a new
transit-oriented neighborhood

Growing market preference
for urban living

Adoption of TOD plans
at virtually every RTD station

Scale of TOD development activity
across the region

Imminent opening of 5 new lines
in 2016



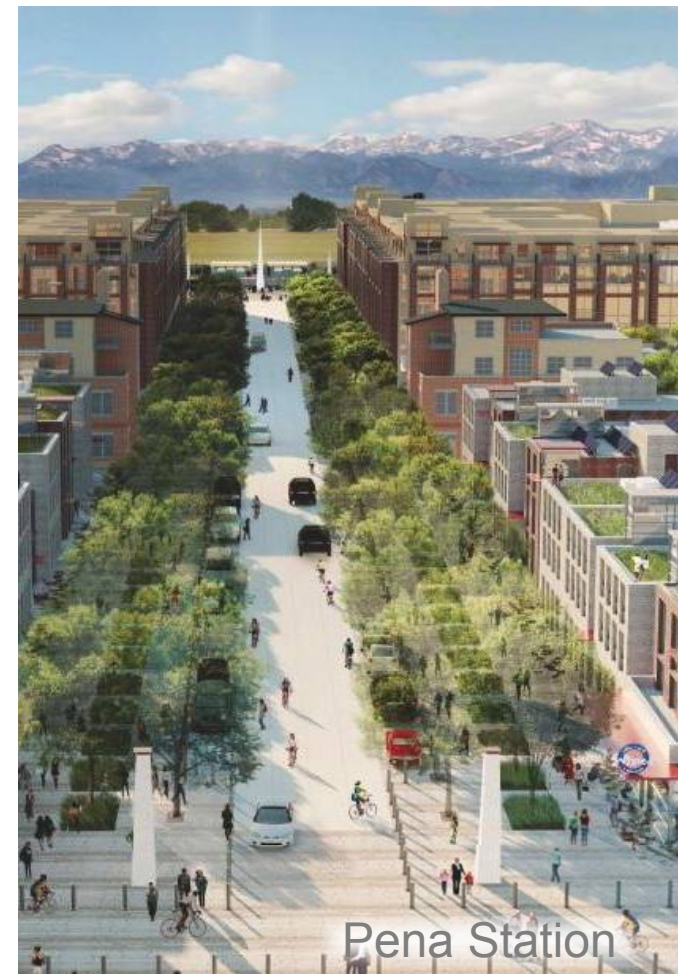
TOD RISK: MISSING THE MARKET

Scale of the opportunity
unprecedented in modern
US transit history

RTD needs to view TOD with a
greater sense of urgency

The market won't wait for RTD

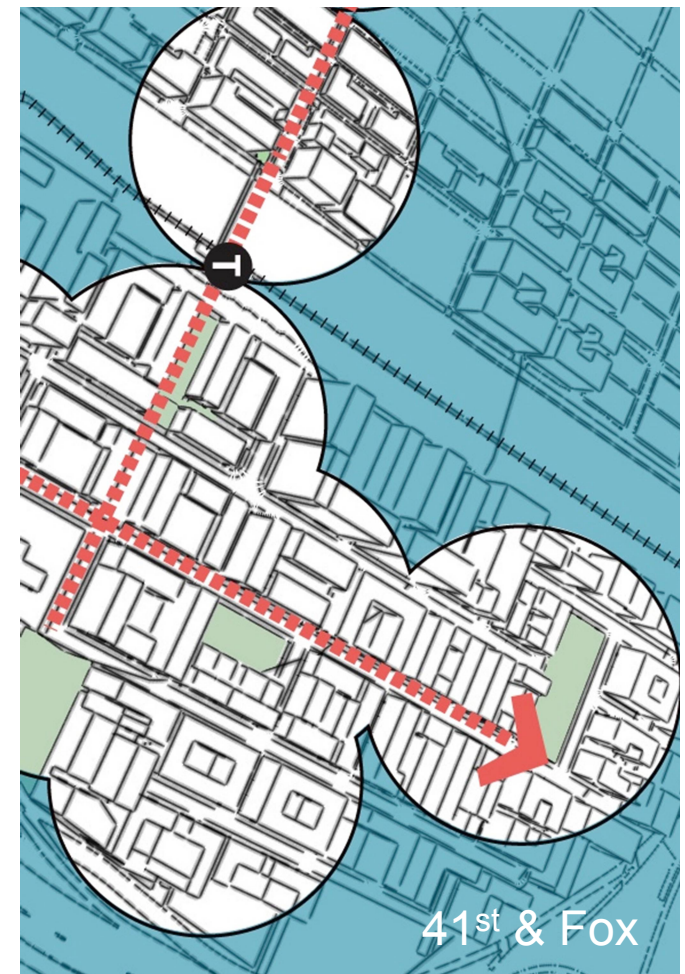
Now is the time to take steps to be
ready

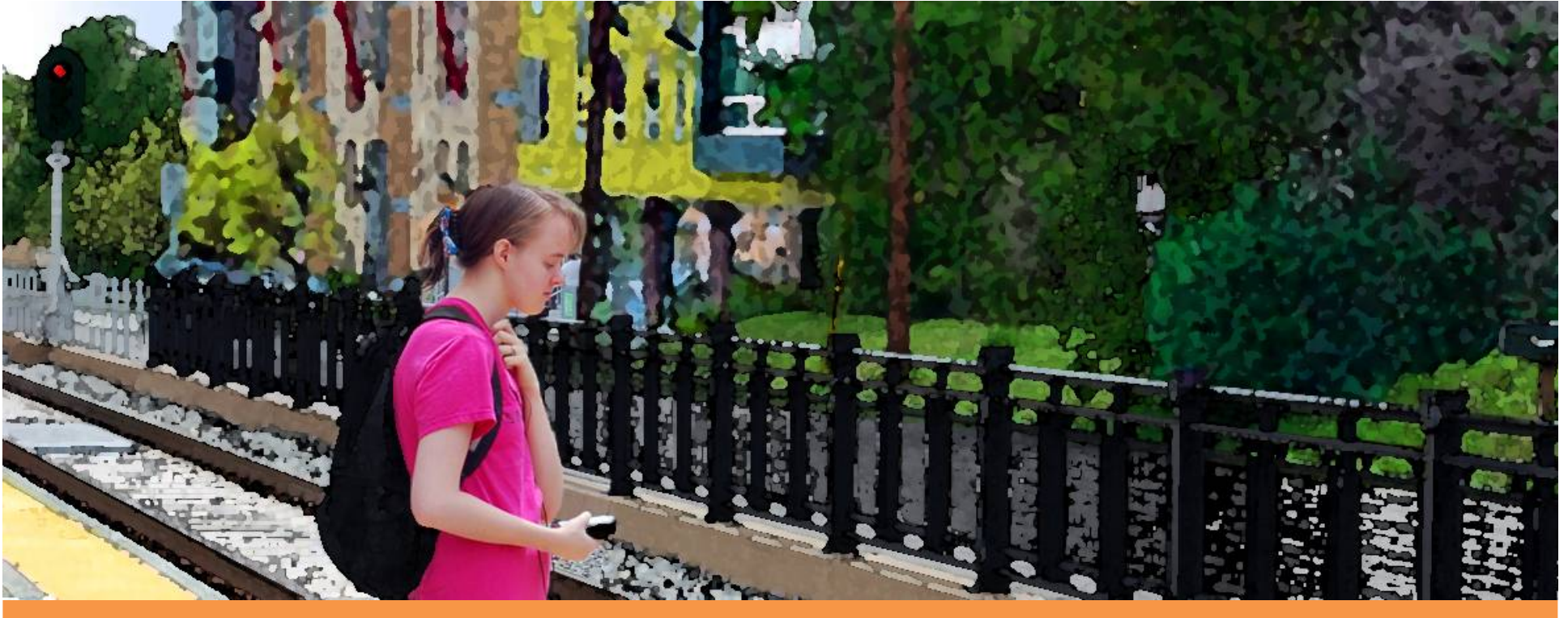


Pena Station

FOUR MAJOR RECOMMENDATIONS

1. Elevate TOD within RTD
2. Complement and Augment RTD's TOD Tool Box
3. Strengthen Internal Process for Developing and Managing TOD
4. Update the TOD Strategy and Resolve Some Key Issues





Short Term Action Agenda

SHORT TERM ACTION AGENDA

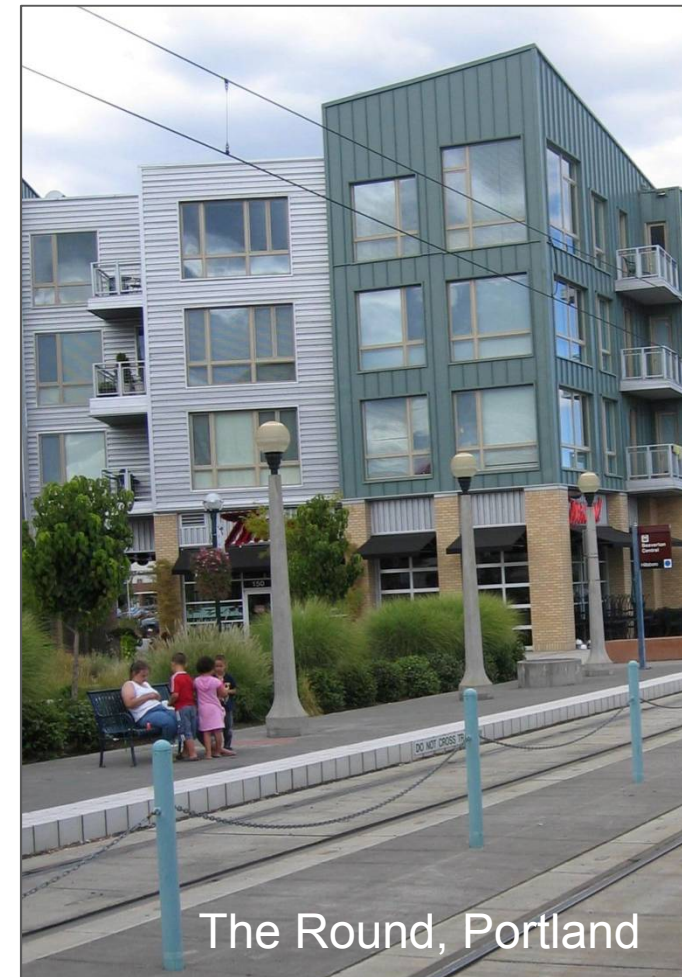
Achieve Mission Clarity
Change Internal Processes &
Evaluate Organizational Fit
Be Ready for 2016



Attachment: TOD Assessment 10.13.15 (2546 : TOD Assessment)

ACHIEVE MISSION CLARITY

The RTD Board needs to provide clear policy direction on TOD and how it should be considered in making agency decisions



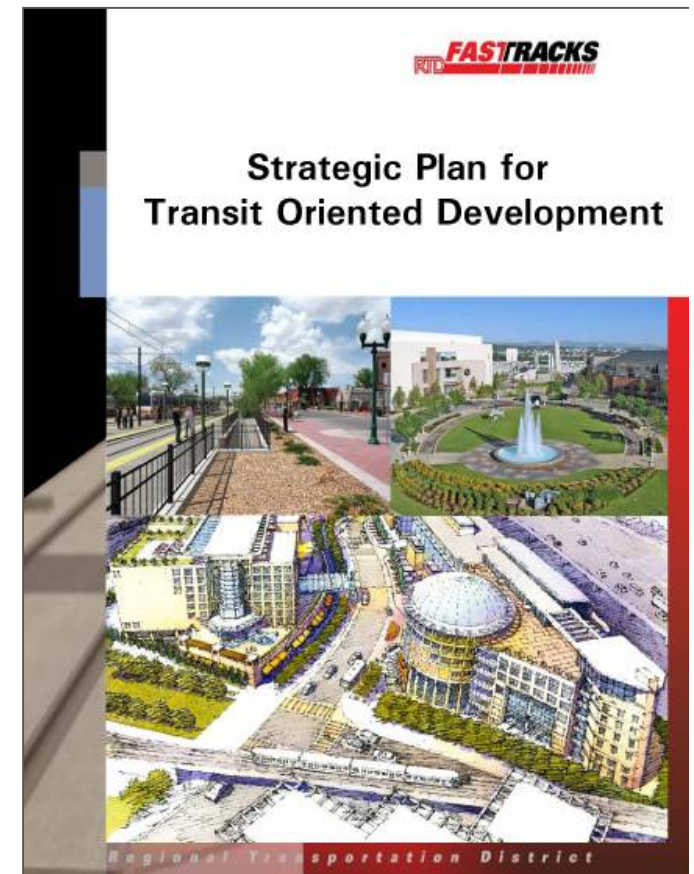
The Round, Portland

ACHIEVE MISSION CLARITY *continued*

TOD Strategic Plan Update

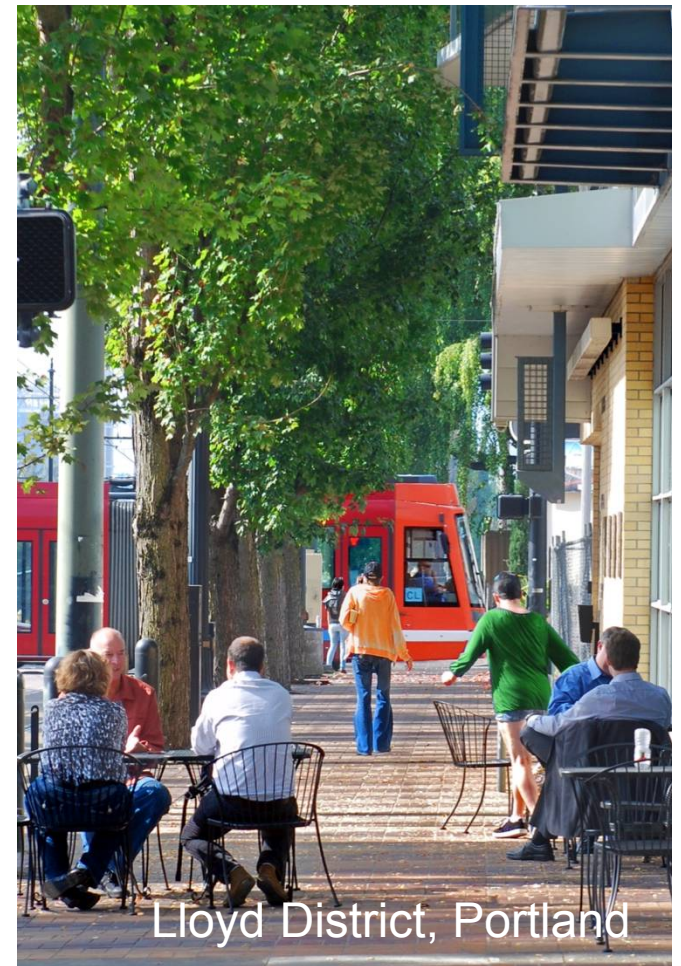
Get underway with scoping and updating the TOD Strategic Plan

At a minimum address mission, parking, consolidated functions and communications



ACHIEVE MISSION CLARITY *continued*

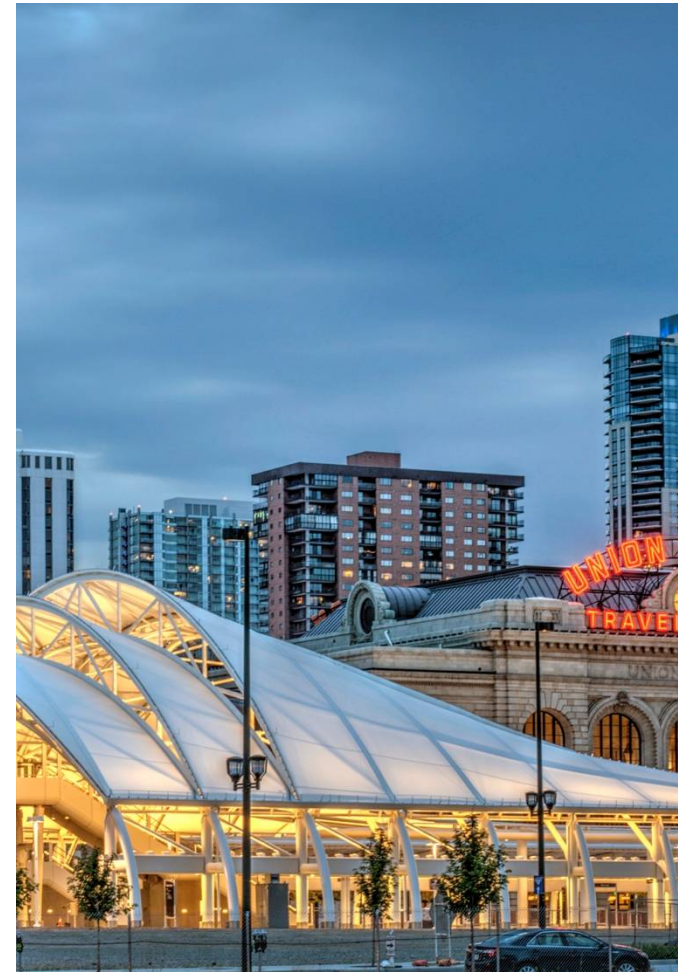
Continue to engage the Board on
TOD issues
Mission
Priorities



Lloyd District, Portland

INTERNAL PROCESS & ORGANIZATIONAL FIT

Strengthen internal TOD
decision-making & transparency
Adopt an unsolicited
proposals policy
Create an internal TOD Swat Team
Establish TOD group as a the point
of contact for TOD
Act as an ombudsman for
development partners



INTERNAL PROCESS & ORGANIZATIONAL FIT

Once a new GM is in place consider our recommendations for elevating TOD within RTD in combination with the GM's vision for the agency



BE READY FOR 2016

Complement and augment RTD's TOD toolbox:

Appraisals, real estate expertise,
real estate legal counsel, other
due diligence expenses
Sufficient permanent staffing
Digital real estate inventory system

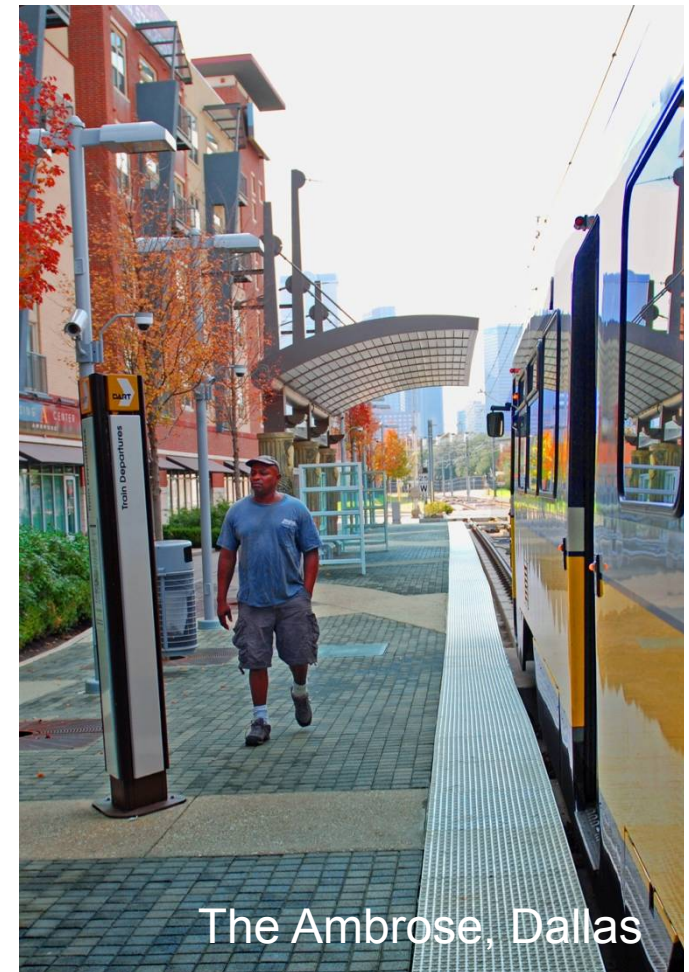


Attachment: TOD Assessment 10.13.15 (2546 : TOD Assessment)

BE READY FOR 2016

Foundation for a Proactive Program Clear framework for TOD Portfolio Analysis

- Determine and assess promising stations
- Feasibility analysis of opportunity stations



BE READY FOR 2016

Initiate Station Access Typologies:

- Make transit work
- Placemaking + TOD
- Connect to community
- Develop prototypical templates
 - Get internal ownership for how to modify stations

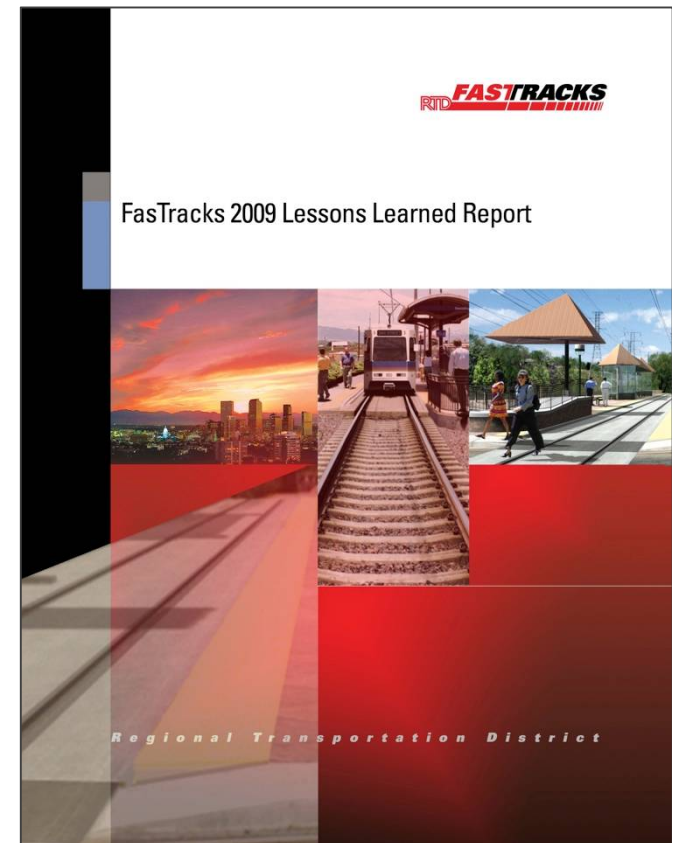
Make
Transit
Work

Create a
Place

Connect to
Community

BE READY FOR 2016

Complete TOD Pilot Lessons
Learned report
Key findings and course revisions



Attachment: TOD Assessment 10.13.15 (2546 : TOD Assessment)

BE READY FOR 2016

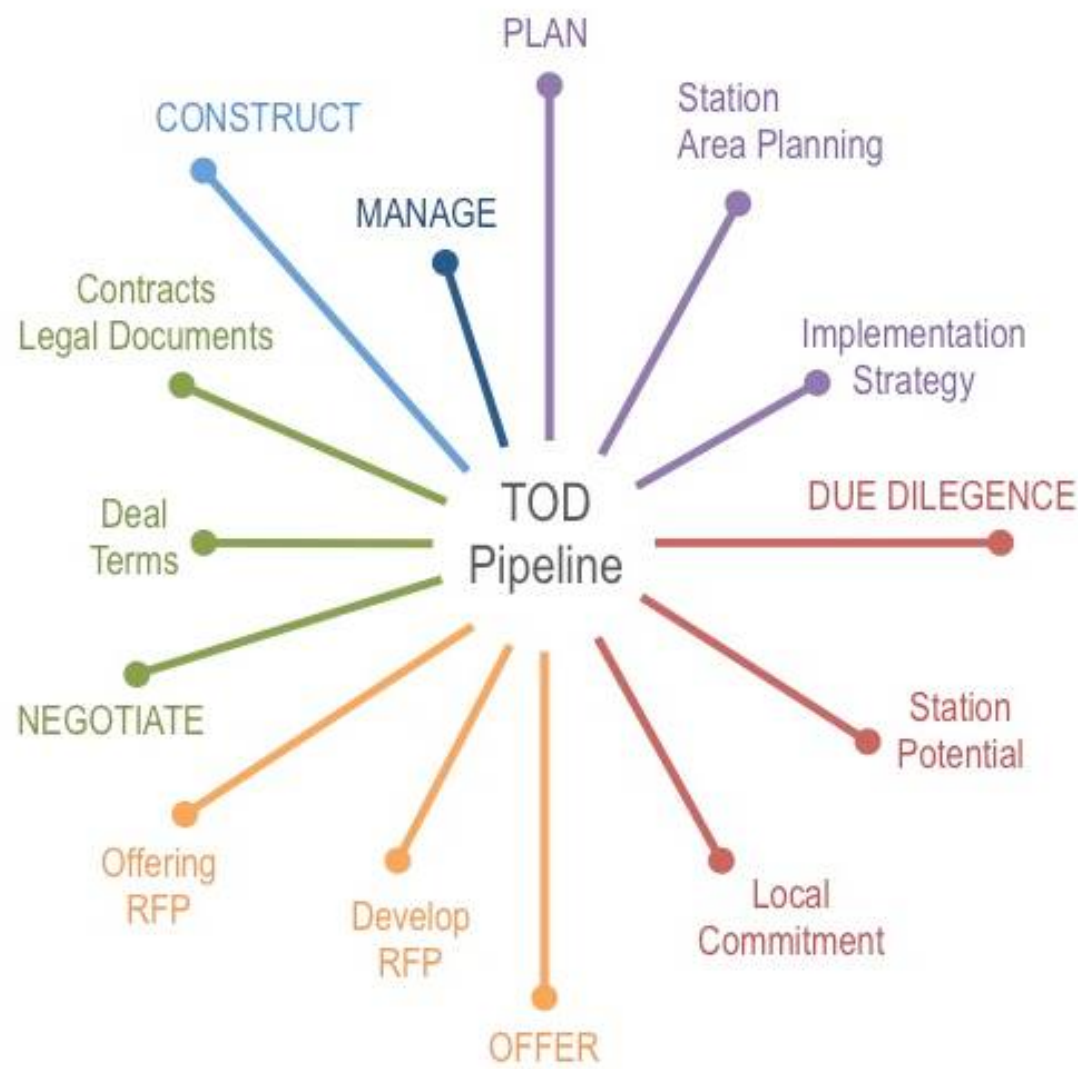
Assess concessions opportunities
Develop concession pilot program



Attachment: TOD Assessment 10.13.15 (2546 : TOD Assessment)

A PROACTIVE TOD PIPELINE

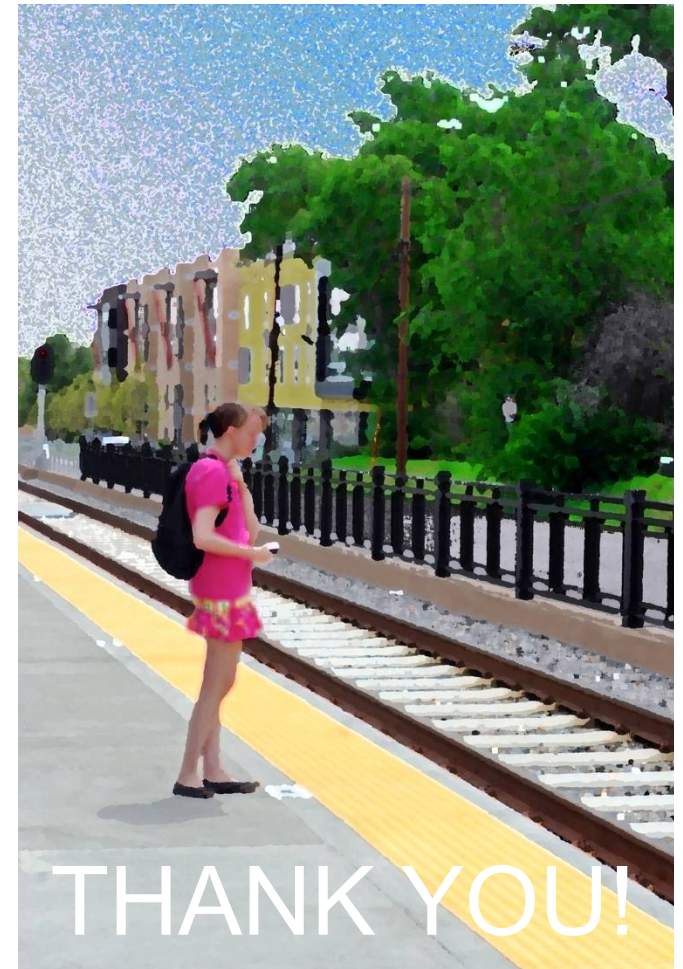
A TOD Strategy
Scaled to the
Needs of
Each Station



Attachment: TOD Assessment 10.13.15 (2546 : TOD Assessment)

WHAT YOU HEARD

RTD on track with TOD
More to do to be ready for 2016
Elevate TOD / become proactive
Strengthen tools and
decision-making
Update TOD Strategic Plan
Board feedback tracks with
our assessment



THANK YOU!

Draft Executive Summary

RTD TOD ASSESSMENT

September 3, 2015

GB Place Making
TRA
ArLand

Attachment: ExecutiveSummary_9.3.15 (2546 : TOD Assessment)

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Executive Summary

A rising tide of Transit Oriented Development (TOD) is slowly sweeping across Denver's high plains. Along the RTD system over 27,000 new housing units and 26 million square feet of government and commercial space have been built or are underway since FasTracks passed in November 2004. Denver Union Station (DUS) has shepherded a new transit-oriented downtown neighborhood. The opening of five new rapid transit lines in 2016, changing real estate market preferences for urban living, the adoption of local plans encouraging TOD at virtually every RTD station and the attractiveness of the Denver region as a place to live, work and play all point to the inevitability of more and more TOD.

TOD has become a prominent fixture in Denver's real estate picture propelled by the reach of FasTracks, market preferences and local plans. This report summarizes how

Experience reveals guiding, shaping and developing TOD is complicated, typically no one entity has all the tools required to enable TOD. Over the years RTD's role in TOD has evolved considerably. The RTD Board has raised a number of timely questions about how RTD's TOD program is doing. In response, RTD hired GB Place Making, TR Advisors and ArLand to assess the effectiveness and efficiency of RTD's TOD function and prepare recommendations to guide the continued evolution of the program.

The scope of this assignment did not include considering the competing priorities of RTD's overall mission and budgetary constraints. Instead it includes observations and recommendations from the consultant team for creating a robust TOD program, meeting the expectations of its partners, and maximizing RTD's ability to benefit from the potential opportunity. Defining a clear mission for the TOD group, what its job will ultimately be, and how it will be funded is an endeavor for the Board, supported by staff, to undertake.

In a nutshell, the team found RTD's TOD program compares well to its national peers. The TOD pilots raised the region's TOD competency (RTD, Developers, Cities) – learning by doing as intended. At the same time, competing interests between groups within RTD and the lack of necessary processes have resulted in decisions taking too long, sending mixed signals to partners, and causing project delays.

With the right program, policies and procedures RTD is poised to be a proactive national TOD leader. Getting there will require RTD to improve decision making and operate TOD as a core RTD function by



better integrating TOD planning, execution and management into RTD's organization and providing the resources and authority that will empower the TOD group to do its job.



How is RTD Doing with TOD?

The RTD Board wanted to know how RTD has been doing in facilitating and enabling TOD, and what RTD needs to do to be positioned

to fully realize the TOD opportunity facing the region. To answer the Board's questions we divided our

assessment into three steps.

STEP 1

ASSESSING RTD's TOD FUNCTION

How Are You Doing Relative To:

- The opportunity
- The market
- Expectations (yours & your partners)

STEP 2

Evaluation Lens:

- National Best Practice: How do you stack-up
- 360 review of RTD TOD projects
- Feedback from partners

STEP 3

Recommendations for Moving Forward:

- What's working well
- What to borrow (tools, policies, structure)
- What needs tweaking

On the whole we found RTD's TOD program compares well with its peers and national best practice. And, like many of its TOD peers,

there is considerable room for innovation and improvement. RTD can selectively borrow from its peers to help take the program to the next level. The findings of our review fit into six themes:

RTD's TOD competency has grown. To be more successful with TOD, RTD needs to improve decision making, complement its tool box and empower the TOD group to do its job

1. With the right program, policies and procedures, RTD is poised to be a national TOD leader. RTD compares well to its peers – RTD's TOD program has evolved and grown since the 2010 TOD Strategic Plan.

2. RTD's TOD competency has grown as the program has evolved. The TOD pilots raised the region's TOD competency (RTD, Developers, Cities) – learning by doing as intended.

3. TOD will be a growing part of RTD's future.

Now is the time to make the transition and better integrate TOD into RTD's culture and the existing and growing transit system.

4. TOD decision making has been a challenge within RTD.

Competing interests between groups and the lack of necessary processes have resulted in decisions taking too long, sending mixed signals to partners, and causing project delays.

5. The TOD group is not empowered to do its job. To continue its success, the TOD group needs additional tools, budget, capabilities and the resources to complete project due diligence and management.

6. The path to success with TOD at RTD requires a new approach. RTD needs to build new processes; become more

systematic; be more proactive; and elevate TOD within RTD.

TOD is Destined to be a Larger Part of RTD's Future

RTD's TOD function has been a study in evolution, and has grown from a passive program emphasizing "the T in TOD" in the early 2000's, to an emerging national TOD leader propelled by the reach of FasTracks. To be equal to the coming opportunity, RTD will need to continue the evolution by repositioning and elevating how the agency as a whole approaches TOD.

TOD is destined to become an increasingly larger part of RTD's future as a myriad of intersecting factors point to this inevitability. Consider the widely heralded success of DUS as a new downtown transit-oriented neighborhood, a growing market preference for urban living, the adoption of community driven TOD plans at virtually every RTD station, the scale of TOD development activity across the region and the imminent opening of 5 new lines in 2016. Along the RTD system over 30,000 new housing units and 28 million square feet of government and commercial space have been built or are underway since FasTracks passed in November 2004. Collectively, it seems like a safe bet that those drivers should serve to accelerate the inescapable – more and more TOD in and around RTD stations.

Attachment: ExecutiveSummary_9.3.15 (2546 : TOD Assessment)

RTD and its riders can look forward to directly benefiting from the continued emergence of TOD. The experience from RTDs national peers is clear:

- TODs generate new riders at a lower cost per rider
- TODs help transit riders by creating new opportunities at stations to live, work, shop and play
- TODs have fewer impacts on the surrounding community – residential TODs produce half as many daily automobile trips as conventional development
- TODs create new revenue opportunities

What is RTD Seeking from its TOD Program?

Guiding TOD in the 21st century will require RTD to be clear about what it is seeking from its TOD program. The 2010 Strategic Plan for TOD led to a more focused effort around RTD's encouragement and role in creating mixed income communities around transit. For the first time RTD put affordable housing, jobs and community building on the table as TOD objectives. Going forward the TOD program needs to be more intentional and proactive, with a clearly defined mission.

RTD can fill a void in regional TOD leadership by regularly convening its partners to collectively articulate and carryout a proactive forward looking regional TOD agenda

Mission Clarity. What land use mix, types of TOD and

returns will RTD seek from the next wave of TOD projects? The national landscape for TOD has continued to evolve since the Strategic Plan for TOD was adopted. More transit agencies are rethinking their goals and asking for more from their TOD programs. RTD must define the balance its program will seek among equity, community building, economic development, increased ridership, and financial returns.

Equitable TOD. To many of RTDs peers, simply achieving more TOD is no longer enough. Displacement and gentrification need to be considered as well. In response, TOD is being paired with strategies for creating greater economic opportunity, such as affordable housing and middle-skilled jobs for low-income residents. For example, Los Angeles Metro has set a goal that 35 percent of housing on Metro land be affordable.

Balancing the mode of access. Portland, Seattle and Atlanta are examples of systems that are reducing their dependence on the automobile by routinely replacing parking to build TODs at their stations. Continued reliance on long term parking as the primary means of access to RTD facilities is not sustainable. A long-term strategy to transform RTDs parking into TODs, where appropriate and supported by local jurisdictions, would incentivize TOD and represent a fundamental shift in the way riders get to stations and how stations fit into the surrounding community.

Recapturing Value. It has become increasingly clear transit investments together with supportive plans and policies create a positive impact on real property values. Most agencies lack strategies



to monetize the value of the accessibility they create. Others, like Boston, have utilized sophisticated programs of real estate leasing and concessions to serve riders, create TODs and help support their general fund.

Regional TOD Leadership. The Denver region will continue to focus growth around RTD's stations. There are many TOD players regionally, but no group or individual playing a leadership role or articulating a regional TOD agenda. RTD has "led by doing", creating model TOD projects through its partnerships. The question at hand is what other regional TOD leadership roles RTD should play? Should RTD convene partners to articulate and carryout a cohesive regional TOD agenda? What role will RTD play, relative to its partners, in its TOD program?

Like its TOD peers RTD will need to make informed choices on some of the trade-offs inherent in these policy choices. For example, putting an emphasis on making money from land sales typically comes at the expense of enabling affordable TOD housing.



New Tools and a New Mindset for TOD

The Board's 2016 Strategic Plan anticipates the coming change and speaks to transformation and Transit-Oriented Communities as a key thrust. Moving TOD to the next level at RTD will require new tools and a readjustment of the mindset of how the TOD group and RTD approach projects and take advantage of the TOD opportunities in and around its stations. In our view, that means an RTD TOD program which operates as a core function of the agency in facilitating quality TOD outcomes, growing new riders and contributing to RTD's bottom line by generating revenue.

RTD and its partners were consistent in their assessment – since the TOD pilots were launched, RTD's TOD program has come a long way. Likewise they agreed RTD has further to go. Specifically a new proactive approach to TOD will enable RTD to grow and improve the TOD program. Some of the essential changes are programmatic. Some are procedural. Some involve adding new skills and realigning staff and consultants. Others will come down to implementing a change to RTD's culture in order to better integrate the planning, execution, and management of TOD into the organization.

Moving TOD to the next level means operating TOD as a core function by better integrating TOD planning, execution and management into the organization

Attachment: Executive Summary 9.3.15 (2546 : TOD Assessment)

RTD's job in TOD is to enable projects consistent with local plans that:

- 1) Complement and enhance RTD facilities
- 2) Achieve quality TOD outcomes in terms of design, density, equity and parking ratios that reflect the presence of transit
- 3) Better connect RTD stations to the community and create quality places
- 4) And, where possible generate revenues or otherwise create value for RTD

The recommendations from the TOD Assessment address much of what RTD needs to do to raise the profile of TOD in the agency and to enhance RTD's capacity to create successful partnerships to implement TOD. Taking the TOD program to the next level will require solving problems and filling gaps revealed in our assessment in four areas:

- Elevate TOD within RTD
- Complement and Augment RTD's TOD Tool Box
- Strengthen Internal Process for Developing and Managing TOD
- Update the TOD Strategy and Resolve Some Key Issues

Elevate TOD within RTD

Organization of TOD. The organizational question of where TOD belongs within RTD, and what other functions need to be aligned

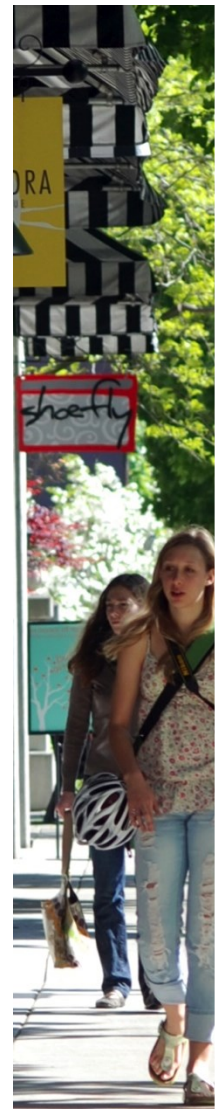


with it, is central to a successful program. Getting to that point can flow from the following thoughtful sequencing:

1. Immediately develop and put the new recommended processes and systems in place to strengthen internal decision making and transparency on TOD projects.
2. Create a clear mission for TOD and update the Strategic Plan for TOD
3. Once the new GM is in place conclude the evaluation of how to strengthen TOD leadership within the agency and create a stronger tie to the Real Property Division which will also be going through a transition from focusing on FasTracks property acquisition to proactively managing RTD's real property assets.

Update RTD Design Criteria. Incorporating TOD decision making into other departments and following good TOD design criteria at all levels will require RTD departments to view things a little differently since modifications to existing facilities will often be required to accommodate TOD. *Design, operations, and facilities management will need to incorporate TOD concepts at potential TOD locations, including rail stations and key bus stops.*

Single Point of Contact. Today there is a lack of consistency on TOD responsibilities; there are instances where different groups have taken the lead on TOD projects. *The TOD group*



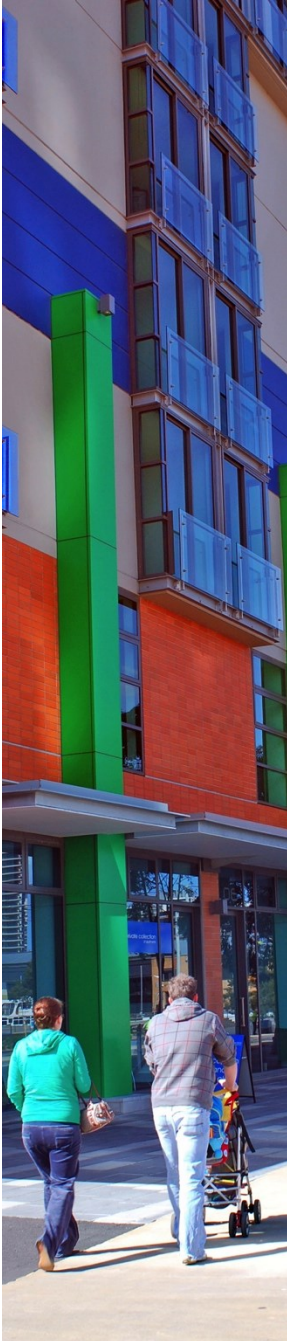
Attachment: Executive Summary 9.3.15 (2546 : TOD Assessment)

needs to be the single point of contact and lead negotiator on all TOD projects.

Strengthen Partnerships. TOD is complicated; typically no one entity has all the tools required to do TOD. Successful TODs flow from strong partnerships. *RTD will benefit from developing and fostering strong partnerships with local governments, non-profits and your selected development partners.*

TOD Ombudsman. Inconsistent decision-making between RTD departments has added time, increased costs and uncertainty to TOD projects. *To help remedy that, the TOD group needs to take on the role of an advocate / ombudsman for your selected TOD project / developer. Much like a city land use review process, the TOD group needs to take the lead and assume the responsibility to provide consolidated RTD comments to a development partner in a transparent, timely, consistent and predictable manner.*

Complement and Augment RTD's TOD tool box



Due Diligence. The TOD group currently depends on other departments' contracts and priorities to obtain the consultant support it needs. *The TOD group should have its own resources to complete "project due diligence," and have direct control of the full complement of consultants it needs. Its budget should reflect these needs and it should have the ability to access support from other departments in a timely manner to support TOD goals.*

Fund TOD Positions. One of the TOD group's staff position is a part of the FasTracks program budget. *This project position should be considered for permanent status and moved to the base budget.*

Real Estate Expertise. Through staffing decisions /use of consultants, RTD needs to become more knowledgeable about real estate transactions and development financing in order to better understand the perspective of a developer and better protect RTD's interests. *The TOD group should bring its consultants into the project earlier in order to receive the best counsel and advice. In addition, by having a consistently assigned counsel from the Legal Department as well as access to specialized outside counsel, RTD can develop more expertise over time and become a more timely and competent negotiating partner.*

Real Estate Data Base. No real estate database exists that could help with the identification of opportunities, encumbrances, and constraints

by the TOD staff. All departments agreed that a GIS based real estate ownership inventory with a scanned document index would be very useful. *Developing this technology would enhance the work of all departments, not just TOD related work, and would also be useful in analyzing RTD property for other potential revenue producing opportunities.*

Strengthen Internal Process for Developing and Managing TOD

Internal TOD Swat Team. Insufficient communication among affected departments also leads to delays and uncertainty both within RTD and with its developer partners. The TOD group needs to take the lead to work across departments to

complete “internal due diligence” (operations, design, parking, access, return) early on before providing specific guidance to a developer / local government.

By convening an internal “Swat Team” comprising all affected departments at the beginning of each project, issues of concern can be identified early on and misunderstandings reduced or eliminated.

A TOD “Swat Team” would help to avoid delays and uncertainty in TC decision-making and lead to a more transparent process in how RTD manages TOD

Transparent Processes. A streamlined and documented process would help to manage the expectations of both internal and external stakeholders. The TOD group should document and evaluate the lessons learned so far, as well as incorporate input from this report, in order to streamline the process going forward. *A comprehensive checklist of all the possible steps required for all the potential types of disposition related to TOD should be developed.*

Manage Completed TODs. RTD is lacking the systems and a clear line of responsibility for managing completed TOD projects. *Lease administration, tenant management, rent collection, and other property*

Attachment: ExecutiveSummary_9.3.15 (2546 : TOD Assessment)

management issues need to be addressed with the TOD department having clear responsibility for these activities.

Manage New Revenue Opportunities. With new systems and tools in place, RTD can also investigate new revenue generating opportunities from concessions and compatible real estate leasing. *RTD should implement industry standard real estate asset management techniques to capture value from a variety of sources and uses. For some of RTD's peers, this is the greatest source of non-fare revenue from real estate assets. With the right tools, RTD can definitively identify its potential.*

Update the TOD Strategy and Resolve Some Key Issues

Update the TOD Strategic Plan. RTD has a strong TOD Strategic Plan from 2010, however, with the pilots nearly completed, and the new emphasis on Transit Oriented Communities, *the Strategic Plan needs to be updated to clarify the mission, how the group is organized, and the parking policy, among other things. Once updated, it is important that the Plan be communicated with all RTD departments and key stakeholders to ensure good understanding of RTD's mission for TOC.*



Parking Replacement Policy. A clear policy for parking replacement needs to be defined and clearly communicated to all departments.

Unsolicited Proposals. RTD should implement an updated unsolicited proposal policy. *Implementation of a new proposal policy should help RTD to be more transparent, proactive and effective in TOD and maintain control over its priorities for TOD development.*

Be Proactive with TOD. At times the opportunities for TOD will exceed RTD's ability to keep up. The TOD program needs to shift from being reactive to becoming proactive. *In part that means going where you have a willing partner and where the preconditions to success are in place, both informed by a station portfolio analysis.*

Prioritize TOD Opportunities. Virtually every RTD station area has TOD plans in place. Local governments and community groups have spoken on what they want, the new station area plans paint a picture of TOD as the desired urban form. *The TOD group should complete its analysis of station access, market, and community development opportunities at stations and prioritize the best TOD opportunities based upon readiness for development.*



A Timeline for Putting the Pieces in Place

Fall 2015:

- Recommendations delivered to RTD management and the Board
- Start internal work on strengthening TOD processes and capabilities
- Initiate TOD Swat Team
- Undertake station access planning
- Assemble a consolidated real estate inventory
- Process for responding to unsolicited proposals
- Identify budgetary needs

2016 and beyond:

- Identify and Prioritize Station Portfolio
- Start developing Station Access Plans
- Update policies and procedures
- Update regulations as needed

- Update TOD Strategic Plan (mission, parking, consolidated functions, communications)
- Evaluate concessions and other real estate leasing opportunities
- Communicate mission / program changes