



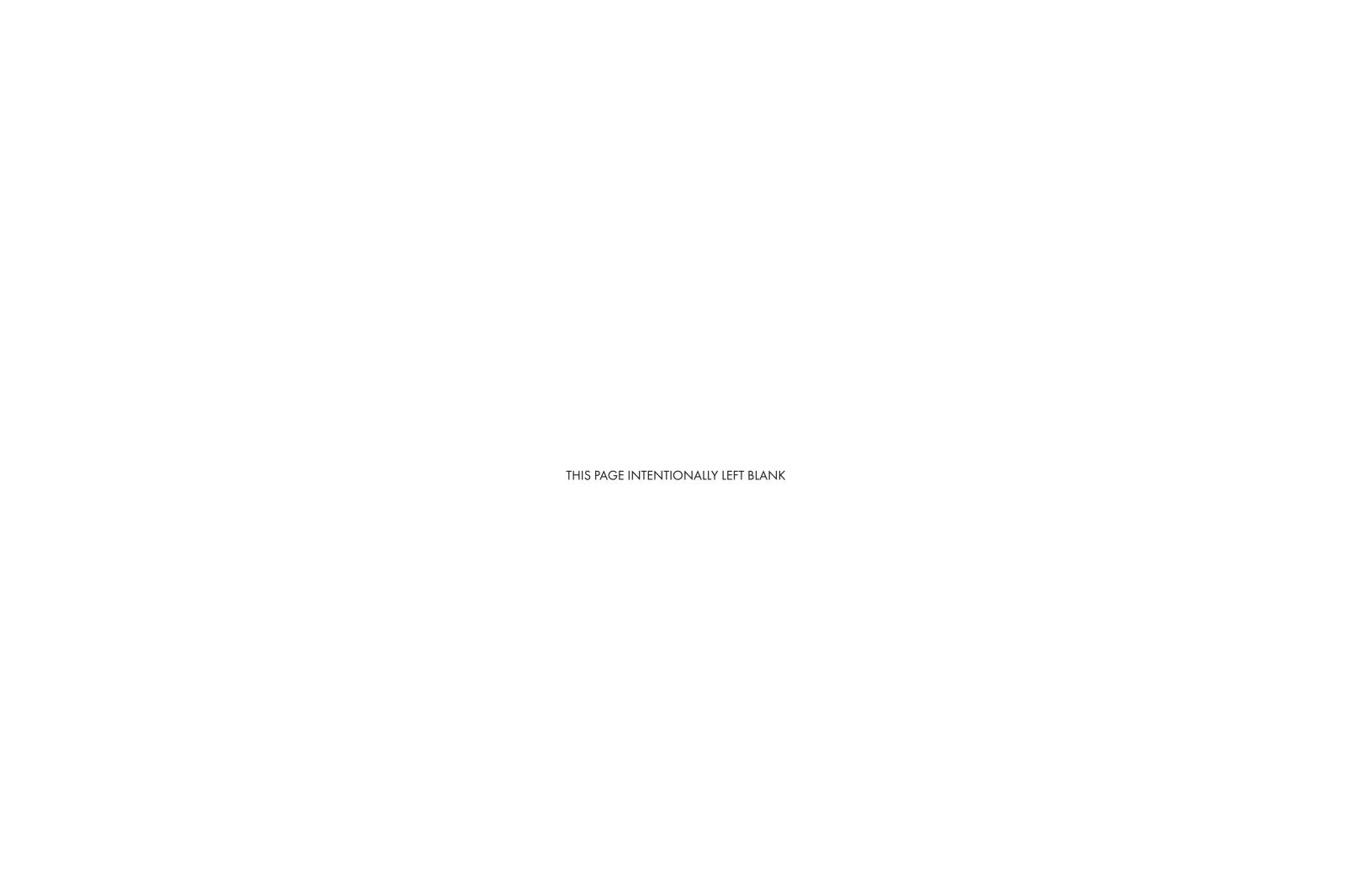




DOWNTOWN ROGERS INITIATIVE PLAN







ACKNOWLEDGMENTS

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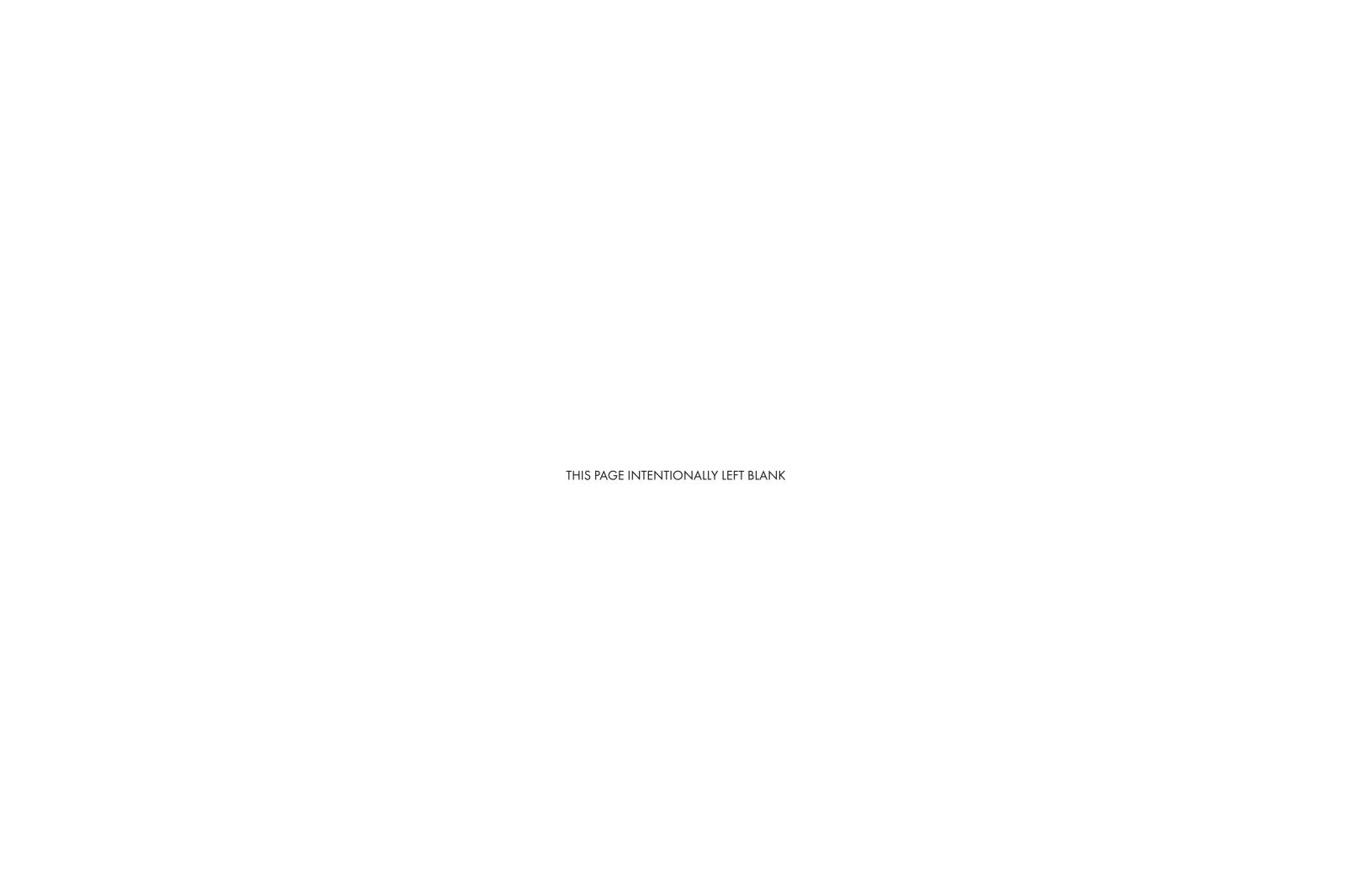


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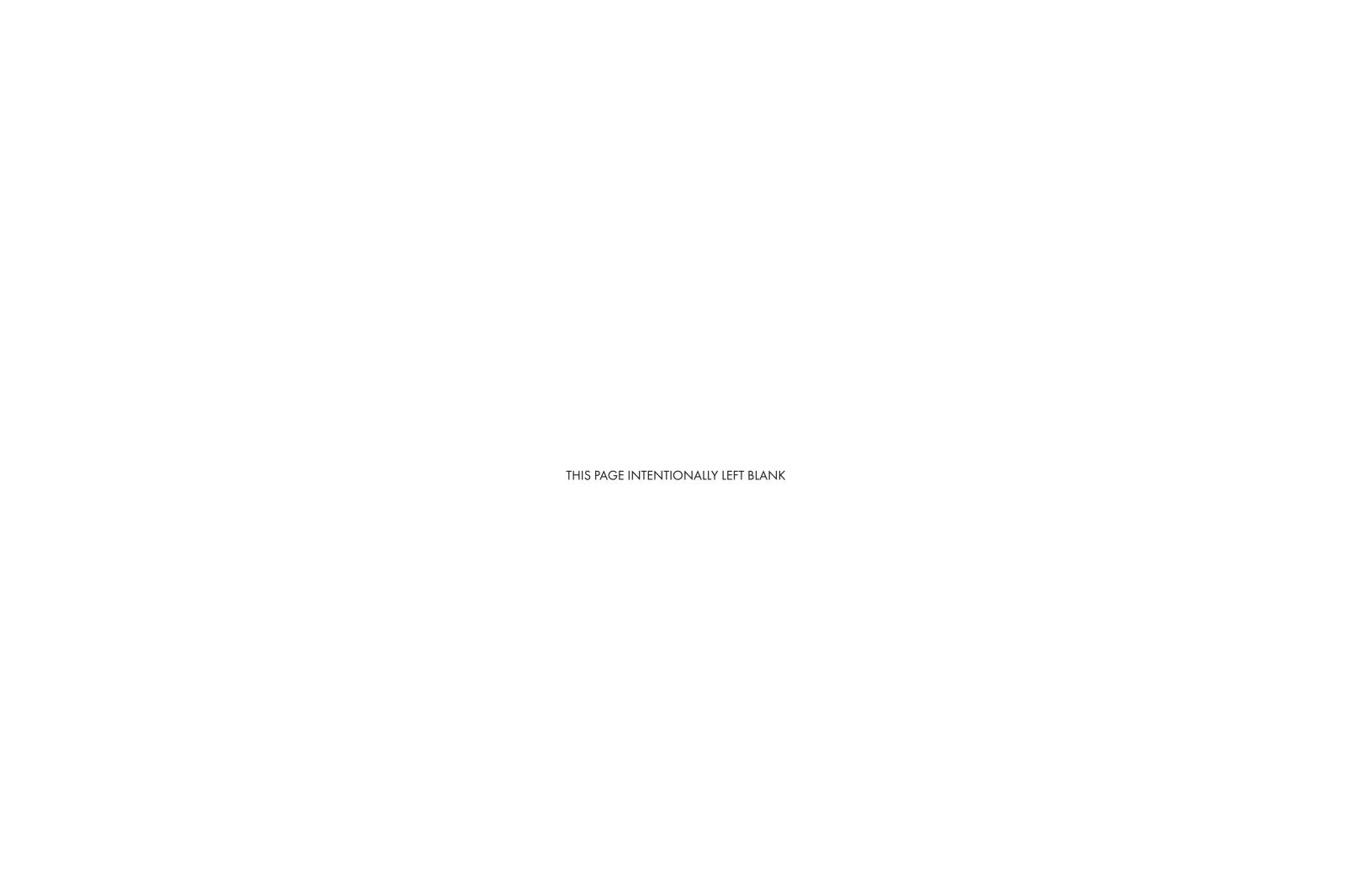
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DRIVERS AND GOALS

In 2014, the Mayor and Rogers City Council embarked on a partnership with local leaders to bring Downtown to the forefront of the community's priorities. The resulting mandate for the Downtown Initiative is fundamentally about preparing for growth in a quality, sustainable way.

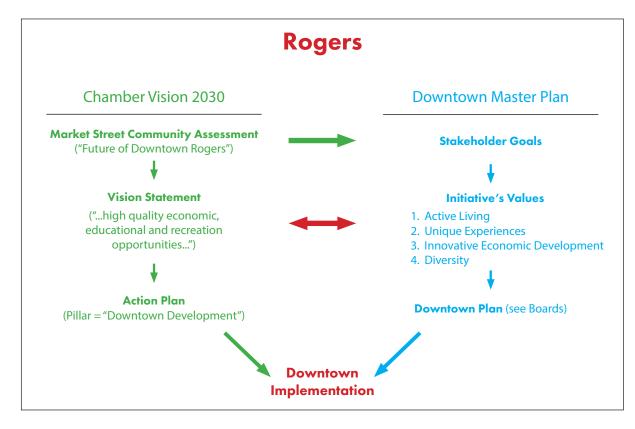
The Project Team was engaged to "build on Downtown Rogers' rich history, capitalize on current momentum and maximize its future potential." The Team was further directed to facilitate a "...plan [that] will bring the diverse group of stakeholders together to build a vision for the area's future and commit to strategies that will achieve cross-sector success."

The seems of time seems of tim

A Word "Cloud" generated during the Vision 2030 process. Downtown revitalization was a key recommendation from the 2030 Vision Community Assessment, and this Downtown Plan addresses the need for activation in Downtown. Source: Vision 2030, 2014.

The focus on cross-sector success emerged out of the Rogers-Lowell Chamber's decision to make Downtown a critical focus of its Vision 2030 update along with the elevated importance of downtowns in the respective regional strategies of the Northwest Arkansas Council and the Walton Family Foundation.

As soon as the Community Assessment for the Vision 2030 update unfolded, the Vision 2030 Action Plan began to dovetail with the Downtown Initiative's goals, values and resulting Master Plan. A result of this dovetailing is the underscoring of downtown development as a key pillar of the 2030 Action Plan.





CORE VALUES AND THEATER OF COOL™

The Downtown Initiative began with interviews of more than 150 local and regional stakeholders. As that discovery process set the stage for a detailed market analysis and then ultimately urban design, values for the Downtown Initiative emerged around the Vision 2030 downtown development pillar:

- Active Living
- Unique Experiences
- Innovative Economic Development
- Diversity

These values reflect a rich authentic community-based history but also contemporary influences. With the re-investment in Lake Atalanta and the Bike Park adjacent to Downtown-and with the emergence of businesses around cycling, running and outdoor fun-active living has become a central storyline in the new future of Downtown. Similarly, unique experiences, such as a visit to the Daisy Museum or the daily surprise dish at Heirloom set the stage for personalities and their stories to find a place in every day in Downtown.

This notion of Downtown as a place for unique personality-driven experiences manifests in this Master Plan and Action Plan as Rogers' version of The Theater of CoolTM. The Theater of CoolTM is a downtown development approach that

aligns infrastructure and development plans with specific retail, activation and governance structures and thereby sets the stage for the overall downtown experience.

As the experiences unfold and the unique personalities emerge on Downtown's stage, opportunities for innovative economic development will become apparent. Those opportunities will be strengthened and sustained as Downtown's



diversity is embraced more and more each day. That diversity is reflected, for example, from the decades' long running Frisco Festival sponsored by Main Street Rogers—in celebration of the robust railroad history in Downtown to the more recent Rogers Cycling Festival. Anchored by the new Bike Park, that cavalcade of fun now can celebrate the unique opportunity for living and playing within Downtown's natural backyard.

Diversity is also brimming in the culinary scene in the heart of Downtown, which is also constructed in the rich architectural and historical variety of the surrounding neighborhoods-places that reflect true cultural, institutional and ethnic diversity. Considering the preference by Millennials and Empty Nesters for walkable urban places, Downtown Rogers' authentic diversity sets the stage for this Master Plan to continue the story.

Downtown Neighborhood + Experiences





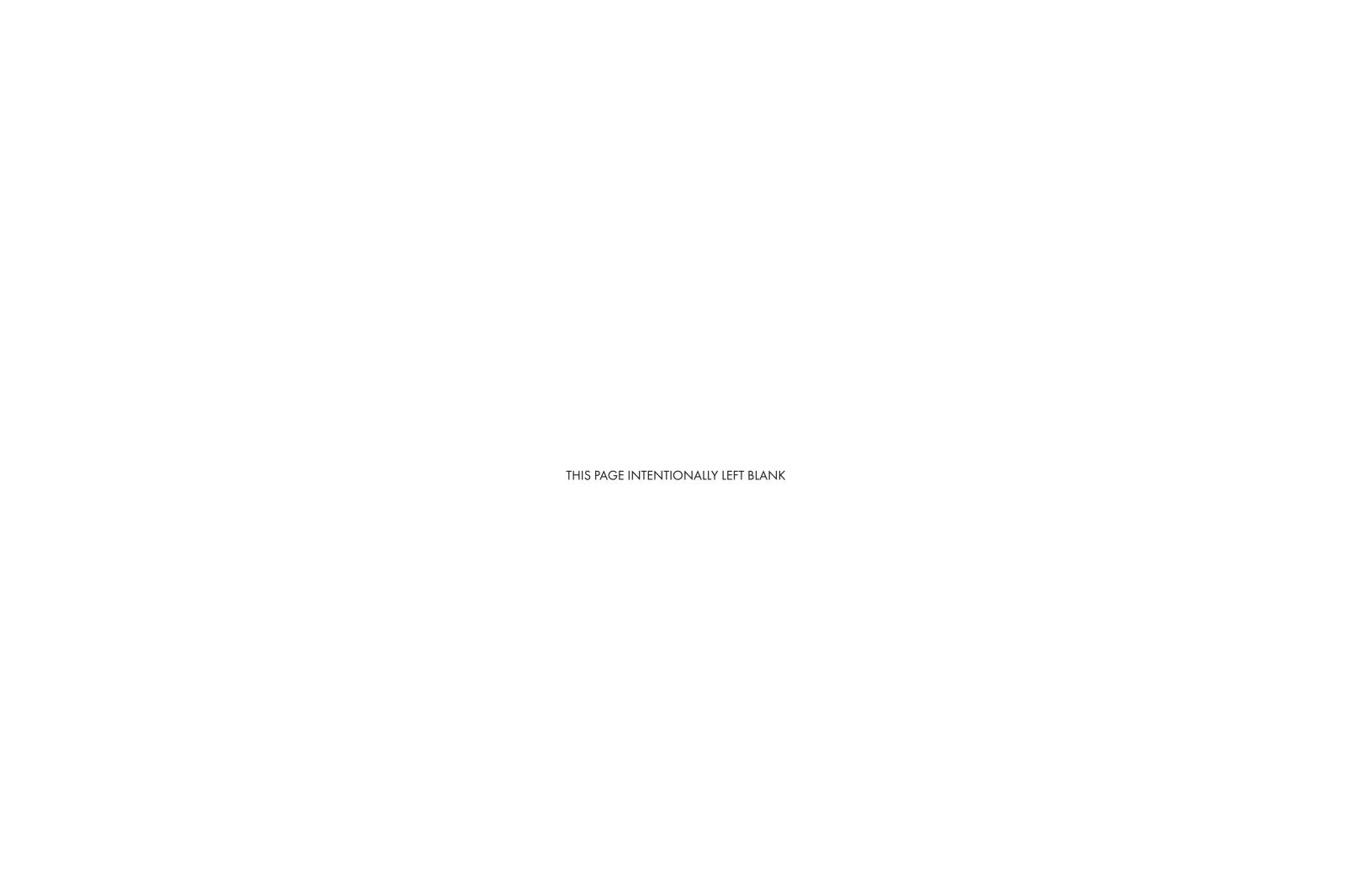
USER GUIDE

This Master Plan document is comprised of the physical Master Plan with its component parts such as buildings, public spaces and streets (Chapter 3), as well as a series of interrelated supporting elements including the Community Process (Chapter 2), the Market Analysis (Chapter 6), a comprehensive Transportation and Access strategy (Chapter 8), and funding approaches under a Funding Strategy (Chapter 9).

The stage is set for this physical and policy plan in the context of core Downtown values (Chapter 1), the Theater of CoolTM (Chapter 4), and Quality of Life considerations (Chapter 5). The Downtown values and Theater of Cool™ also provide a focus for a Merchandising Strategy (Chapter 7) and a Marketing Strategy (Chapter 10) for activation.

Finally, an Action Plan (Chapter 11) of specific implementation opportunities is provided to bring immediate opportunities into focus.







STAKEHOLDERS

Stakeholder Interviews

The Gateway Team engaged local stakeholders at the beginning of the Downtown Initiative in order to uncover the details of Downtown Rogers in terms of its strengths, weaknesses, opportunities and threats (SWOT). These local stakeholders included: corporate human resource representatives; Downtown business owners; the Chamber of Commerce and NWA Council leadership; tourism, museum and historical society representatives; general citizen representatives; bankers and financiers; developers, realtors and brokers; trails, parks and Lake Atalanta representatives; education representatives; neighborhood representatives; restaurateurs; and Downtown land owners. An intensive three-day interview process was held along with City Staff that allowed the Gateway Team to ascertain a comprehensive understanding of Downtown Rogers and its drivers. The following assessment presents stakeholder interview conversations and responses and then translates those conversations into a SWOT/TOWS analysis. This analysis will guide the implementation efforts of the Initiative.

This adjacent word "cloud" represents key items that community members and representatives find important in Rogers and to the future of Downtown. Commonplace words, such as "downtown," and "Rogers," have been removed in order to demonstrate a more accurate picture of what people signified as important.

Talent + Human Resources Implications

Local corporate human resource representatives, including those from Tyson and Wal-Mart, were invited to sit with the Team to discuss what they face in terms of corporate life, work-life balance and retention of quality employees in the Northwest Arkansas region, particularly Rogers. As companies recruit Millennials to Northwest Arkansas, the recruiters find that most new employees gravitate toward Bentonville, especially since it is closer to the Wal-Mart headquarters and has a growing downtown square with nightlife, restaurants and retail options. In contrast, Downtown

Stakeholder Feedback Word "Cloud"



Word "Cloud" created from Stakeholder Feedback on Wordle.net

Rogers does not have as much to offer the incoming recruits or millennials, especially in terms of evening destinations—although that is changing.

Another perception uncovered in attracting Millennials and other qualified workers is the perceived distance from Downtown Rogers to their respective corporate offices. In addition, if people do make the trip to Downtown or choose to live Downtown, the retail and business mix is not yet mature enough to keep people there once they arrive. The representatives stated that if the housing and transportation options were available in Downtown, more people would feel motivated to make Rogers home or to frequent.

The stakeholders also offered that they often struggle keeping employees in the Region for longer



periods of time due to the lack of activity and social experience opportunities. Individuals tend to leave the Region after moving to Northwest Arkansas, expressing that they often do not find close acquaintances or friends due to the lack of those social offerings for the Millennial generation.

Those observations speak to the enormous opportunity for the NWA Region, as well as Rogers. The Corporate recruiters stressed they are looking for the amenities in place to attract and keep employees and talent in the region. If the amenities are not present, the employees will often find it easier to move to other cities that do offer the amenities and the employment. Downtown Rogers' historical amenities, a changing entertainment scene and great local reputation lends itself to filling these niches in the market to help maintain employee growth and happiness.

Downtown Business Owners

Downtown Rogers business owners presented an open and honest conversation about the struggles Downtown currently faces. Several individuals discussed the lack of organized business leadership in the Downtown area and attributed that to the transitional nature of the businesses, many of which lack a strong business plan due to the ambiguity of the nature of what Downtown's focus should and could be. The perception among the owners is that the current businesses are serving too small a population to be sustainable. There were several instances where individuals have gone to a store Downtown mid-day only to find it closed. These frustrations led to the expression that there needs to be a local resource for business owners to use for education of best practices for management and operations.

Several stakeholders also expressed that they often feel disconnected from a coherent Downtown context. They stressed that it is vital to Downtown's future to improve connections and to get businesses to work together so word about Downtown Rogers expands and increases traffic to the area. This reinforced the need for more amenities Downtown and the ability to market those amenities to the larger public. It was noted in this context that Lake Atalanta's revival will be an asset to the community and will provide a marketing foundation for local businesses. Similarly, attractions such as the Victory Theater could be utilized to attract customers into Downtown, especially when paired with local festivals or art events, like Frisco Festival.

Chamber of Commerce + NWA Council Leadership

The local leadership emphasized the strong appreciation and support

Stakeholder Sessions



Stakeholder interview session with local high school students, October 2014. Credit: Gateway Planning

for community investment in the Downtown area such as the Lake Atalanta improvements. This amenity is viewed as an opportunity to continue the familyfriendly environment. After the improvements have been made, the lake will be positioned as an extension of Downtown as an urban amenity.

The Chamber of Commerce and NWA Council leadership expressed Downtown's future in two areas: (1) Building facade enhancements; and (2) a place that will attract people based on a "Rogers" brand. These sentiments were repeated by several other stakeholder groups. In this context, the potential for Downtown Rogers' entrepreneurial attitude was underscored as Downtown has continually reinvented itself to meet the needs of the economy. Underscored several times, today's reinvention opens up an opportunity for Rogers to create that sought after Downtown brand, especially in terms of creating a "heart of Downtown" around Frisco Park.

Similarly, stakeholders expressed a need for more well-defined public spaces in Downtown. Stakeholders also expressed a desire for Downtown to have experiential gateways welcoming visitors to the area and leaving a lasting impression. This branding opportunity could be tied into the festivals and theater events already in progress in the City and with the way finding investment at gateway entries to downtown and with the redesign of Walnut Street in partnership with the AHTD.



Stakeholder interview sessions in April 2014. Credit: Gateway Planning

Tourism, Industry, Museum + Historical Society

The tourism, museum and historical society stakeholders provided insight to the historical, art and cultural presence in Downtown Rogers. The Daisy Museum, Rogers Museum, Farmers' Market and Victory Theater all contribute to the character Downtown and the uniqueness Rogers can capitalize on as it moves forward in its revitalization.

The ability for Rogers to attract Millennials and young professionals to Downtown also relies on Downtown's ability to provide an attractive housing and entertainment mix. The abundance of historical buildings Downtown that are ripe for revitalization provides a chance for these buildings to be repurposed into something unique and attractive. The stakeholders agreed that the buildings Downtown could be tastefully renovated to meet these needs, as well as give reason for people to travel to Downtown. In addition, several stakeholders agreed that significant urban residential infill new construction would be likely well received by the neighborhoods if properly located and scaled.

General Citizen Representatives

A main concern among the general citizen representatives is maintaining Downtown Rogers' character, while encouraging more entertainment and active-oriented development around Lake Atalanta, as well as regional trail connections. People commented that a lot of public spaces in Downtown are currently dedicated to ad hoc uses including parking,

"In order for people to come to Downtown there have to be good businesses; but in order to get good businesses you have to have people coming to the area."

which negatively impacts a pedestrian-oriented environment. In addition, several citizens expressed concern about the higher speeds on Walnut Street approaching Downtown.

These insights to Downtown show the opportunity for improved open and public spaces, as well as provide ideas for how the City can better utilize public spaces already in existence – i.e., Frisco Park and Centennial Park.

Banking + Finance Community

The banking and finance community described current investment strategies, obstacles and opportunities in the NWA Region and Downtown Rogers. The disconnection among the downtown organizations and local businesses is also felt in the banking and finance community. The bankers have been concerned about the impact of a lack of cohesion leading to some good businesses in downtown failing. Long-standing financiers have seen well-intentioned people with a good idea not be able to accomplish much due to this disconnect. In order for people to come to Downtown there have to be good businesses; but in order to get good businesses you have to have people coming to the area. It is a paradoxical dilemma that Downtown Rogers continues to struggle with.

Similarly, according to the stakeholders, a lot of people who come to Downtown with great ideas lack the financing or investors behind them to achieve these great ideas. The interest in Downtown Rogers is there; the projects are just lacking the right financial backing. This interest is not limited to businesses either; several people have expressed interest in home renovations throughout the Downtown area as well. During the discussion, it was acknowledged that some banks do not really fully understand how to underwrite small businesses and mixed-use developments in downtowns.

Developers, Realtors and Brokers

According to the developers, realtors and brokers involved in the stakeholder

commitment to do so. This distance also links to area tours as well, when employers and realtors are touring potential employees, according to the stakeholders, they will often pass over Downtown Rogers because it is perceived to be too far away and the time crunch is too tight to fit it in. This is a huge missed market opportunity for the City.

outreach discussions, one of Downtown's greatest struggles

is its perceived distance from

I-49. People who want to travel

to Downtown Rogers, as of

right now, have to make a time

One observation is that the Pinnacle Hills commercial area will outgrow itself in terms of retail demand, so Rogers has an opportunity to expand a diverse retail base and utilize its Downtown character to draw tenants into Downtown. The stakeholders also expressed the surge in demand for historical buildings and how they will oftentimes see potential residents and visitors come into an area dead-set on living in a historic structure. Rogers has a unique opportunity for these revitalization projects given the abundance of historical buildings and the general lack of multi-family Downtown.

The Tyson and Pel-Freez buildings also sit on prime land in Downtown because of the buildings' proximity to Downtown and Lake Atalanta. The real estate community repeatedly commented that something should be done to help better integrate those properties into the community or into the revitalization efforts through a long term strategy.

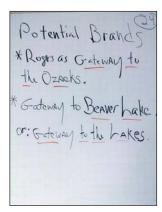
Generally, the developers and realtors emphasized the abundance of opportunity in Downtown, especially with the greenway and trail potential. The rich and interesting alley system in Downtown is another asset many communities do not have, and Rogers could easily capitalize them to its advantage.

Trails, Parks and Lake Atalanta Representatives

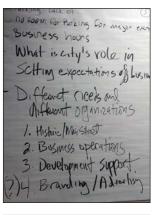
Rogers has several existing amenities and physical features that make it conducive as a major regional destination for active living and lifestyles. The terrain around Lake Atalanta and Downtown, according to the stakeholder representatives, is perfect for mountain biking and other related activities. The City is just not fully utilizing these features. However, Lake Atalanta offers the opportunity to do so. It was noted

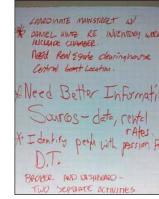
Stakeholder Input

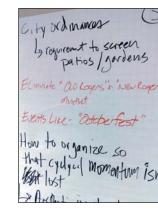


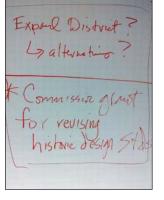


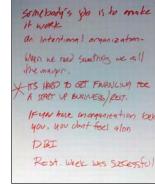














that this opportunity can be leveraged through future investments regionally to the completion of the Razorback Trail and rail transit on the Arkansas Missouri Rail Line.

Secondary and Higher Education Representatives

The surrounding Rogers schools are vital to the growth and development

Downtown. Several education stakeholders discussed implementing bicycle arants at the schools to encourage children to ride their bikes to school. This opportunity could be connected to the high school's outdoor education focus. More generally, the school system representatives underscored a desire to be fully integrated into the downtown community as its schools are located in greater downtown along with a charter school.

Adjacent Neighborhood Representatives

The neighborhood representatives emphasized traffic management and building revitalization in their statements to the Team. The Walnut Street corridor leading into Downtown has a growing aging building stock that could hopefully be revitalized in the process. However, if the project focus does not extend to these areas, the corridor will continue to disintegrate. The Walnut Street Corridor improvement project and the Downtown Initiative need to be integrated together to achieve the best possible outcome.

Another rising concern among the neighborhood representatives focused on the lack of nighttime venues in Downtown. Club Frisco is the only location Downtown where people can go out on the weekends. Once Club Frisco is full, people have nowhere else to go. However, the growing number of restaurants moving into Downtown signifies the area is on the verge of becoming a destination.

Stakeholders also expressed interest in City ordinances that enabled home-operated businesses. The focus cannot remain on only the commercial core in Downtown as the neighborhoods surrounding Downtown could also be revitalized and repurposed into home businesses that will bring residents and commercial growth.

Restaurateurs

The restaurateur stakeholder group described Downtown as ripe for people who want to take a risk and operate a business there. The business environment has become a lot friendlier over the last decade and it is now difficult to find parking on weekends. However, Club Frisco is also the only place open past 10 p.m., which deters a lot of people from coming Downtown since they want to be out doing more things past that time. Once more places open in Downtown and stay open later they can develop a synergistic relationship to attract more people.

Potential business owners (and entrepreneurs) also need to see more investor-

backing, especially from the financial institutions. When entrepreneurs come into a historic downtown area to develop an idea, it makes a huge difference when there is an investor supporting their efforts. A lot of people coming into the area now are spending their own money; but they anticipate an opening up of financing availability as more success continues to be realized.

Downtown Land Owners

For the downtown landowners, development should not be restricted to just the Main Street area. They underscored that quality development needs to expand into the surrounding neighborhoods and Lake Atalanta. This is also where Downtown organizations have an opportunity to step in and raise awareness about Downtown's opportunities.

STRENGTHS, WEAKNESSES, OPPORTUNITIES + **THREATS (SWOT) ANALYSIS**

The detailed stakeholder interviews allowed the Gateway Team and City Staff to conduct a SWOT (strengths, weaknesses, opportunities and threats) analysis. This analysis enables the team to identify a policy context and a guiding approach for the design, feasibility and implementation process. The SWOT Analysis Table highlights some of the key items that were identified and analyzed through this SWOT analyses.

Strengths

Stakeholder meetings provided nuanced insight into the several opportunities Downtown Rogers has already begun to explore. Downtown's historical character, combined with its intrinsic urban layout, create a foundation for revitalization that several towns across the United States do not currently enjoy. Rogers can utilize these basic strengths to their advantage to leverage a large impact on the community. The street grid network provides connectivity, walkability and pedestrian-oriented designs; and as buildings continue to infill or be renovated, the street network can be utilized to regulate the increased traffic flow and build pedestrian-friendly sidewalks.

In this context, Lake Atalanta and the Bike Park are in the perfect position as recreational amenities for Downtown Rogers because no other city in the region has a similar feature as close to its downtown. Downtown Rogers' size also enables the downtown core to leverage itself as a gateway to Lake Atalanta's natural features. The City's clean-up and improvement projects to the lake will also create an additional draw to Downtown as people from around the region will be passing through to get to the lake.

In addition, the Daisy Museum, Rogers Museum, Farmers' Market and Victory Theater all contribute to the character downtown and the uniqueness Rogers can capitalize on as it moves forward in its revitalization. These unique amenities are destinations that can differentiate Downtown Rogers.

During the work session it was pointed out that the Daisy Museum and the Rogers Museum work together to route traffic between each other. This could be harnessed to drive up revenue and encourages visitors to experience more that Rogers has to offer. The Daisy Museum has approximately 12,000 – 14,000 visitors annually; the visitor base certainly shows that the museum has a regional draw and could be utilized in marketing campaigns and in other ways to strengthen Downtown.

Finally, Rogers' political leadership continuity also serves as one of its most significant strengths. The Mayor, City Council, City Staff, the Chamber and the community leadership are invested in seeing Downtown grow in a sustainable way.

Weaknesses

8th Street, Walnut Street, 2nd Street

Hotel and Opera House

Downtown's weaknesses arise out of the disconnect among local organizations

and business owners. The current lack of a clear "Keeper of the Flame," or someone or some organization that can quarterback the Downtown Initiative after the implementation recommendations have been made. The lack of an organization as the clear "Keeper of the Flame" has resulted in no clear pathway for a Downtown governance structure. Timing is key; and the cultivation of a "Keeper of the Flame" after the initiative has completed its work can provide a more likely pathway for the coalescing of a meaningful governance capacity to support investment and redevelopment.

Additionally, in this context, Downtown struggles with a dichotomous reputation among regional and local residents. The prevalence of second-hand and "antique" stores, for example, perpetuates the perception that downtown is

SWOT Analysis Table

Key items brought out during stakeholder interviews as strengths, weaknesses, opportunities and threats in Downtown Rogers.

"outdated." This is not to say that those types of stores do not have a place in Downtown; but the expansion of a variety of businesses will be critical to the overall upgrading of quality businesses and the associated rents proprietors are in a position to pay. In turn, the lack of higher rents, today, stunts the capacity for substantial investment for redevelopment to be considered.

Regarding the multitude of public spaces downtown, several of those spaces are underutilized or sit unused as either empty parcels of land or vacant municipal parking lots. These open spaces lead to a perception that there is limited quality of activity and discourage pedestrian activity in between the businesses.

In other words, Downtown's current context is too auto-oriented; whereas, the environment should be focused on getting people out of their vehicles and walking around to visit the shops and places. Accordingly, the proper redesign of open spaces within an intuitive system of public spaces will improve the pedestrian experience and link a series of meaningful destinations.

Opportunities

One of the key public space opportunities are the alleys. The alleys in Downtown are one of Rogers' most unique assets. The general width, condition and location of the alleys lend themselves to the opportunity to utilize the spaces as extensions of the pedestrian framework. The adjoining business and restaurants can utilize the alleyways for outdoor dining or informal gathering places. Improved lighting and fixtures could be installed to make the alleyways more inviting to pedestrians, and the City could manage the alleys as a paseo for an entirely different experience than what pedestrians enjoy on the other streets.

Another major public space, Lake Atalanta, which also serves as a strength, stands to be an opportunity for Downtown as well. The lake's improvements could be synchronized with Downtown's revitalization to capture the biking and outdoor recreation market that is continuing to grow in Northwest Arkansas. The bike park, trails and event venues will in turn encourage people to visit Rogers, allowing Downtown to capture more destination visitors.

An opportunity directly in Downtown is building on the festivals and markets. The success of those festivals and markets long term will require a focus on the design and program of the public spaces. The current Farmer's Market and multitude of open spaces in Downtown provide an opportunity for outdoor park expansion in a thoughtful and connected way. A realignment of Frisco Park, better open space

STRENGTHS WEAKNESSES Lack of "Keeper of the Flame" Lake Atalanta Oktoberfest Open Space Underutilization Lack of a Parking Program Growth Political Leadership Continuity Lack of Clear Organizational Direction Street Infrastructure Downtown Known for Antique Shops Downtown Size Alley Conditions (Lighting/Pavement) Intrinsic Urban Layout 8th Street, Walnut Street, 2nd Street Rail Influence Historical Character **OPPORTUNITIES THREATS**

Roger's Airport Distance from I-49 Alleys (Lighting, Trash) Downtown not viewed as Growth Beneficiary Residential Utility Capacity (Water + Sewer) Lake Atalanta's Presence Coordinate Utility Priorities Downtown as a Music Center (Events) Eastern Corridor Perception Open Space Programming Development Quality and Character at Walnut, 8th Street Regularly Scheduled Events Eastern Corridor Final Design Outdoor Cafe Seating Farmer's Market

programming and the potential expansion of the Farmer's Market all can encourage more visitors to Downtown, in addition to improving the experience people have at other events Rogers hosts. The growing number of restaurants opening in Rogers also gives a chance for outdoor dining to increase the number of people experiencing the intersection of the outdoor and built environment that come together Downtown..

Another key economic development element for Downtown should be encouraging mutli-family residential units. The lynch pin to a diversified market is a diversified upscale housing mix. The ability to attract Millennials and small business investment in a downtown will require a broadening of the housing mix available.

The Rogers Executive Airport Carter Field's proximity to Downtown and ease of access for business executives and entrepreneurs traveling to the region provide a great opportunity for Downtown businesses. This also allows vendors and other businesses to better utilize the Downtown office and retail spaces due to the convenience of air travel and traffic.

Finally, embracing the Hispanic heritage of the citizenry of Rogers is an opportunity in terms of the family-cohesion and small business investment focus of the Hispanic Community. During the initial interviews, it was underscored that the potential reinvention of public spaces in Downtown should consider the desirability and opportunity to provide places for family-oriented activities and gatherings. This opportunity, however, transcends the Hispanic culture and would be a benefit for the community at large.

Threats

The perceived distance from I-49 and the associated congestion along Walnut Street serves as the biggest threat to Downtown growth. The spike in growth in the Pinnacle area also supports this notion as the growth is deterred from moving to Downtown. In addition, along the Walnut Street corridor, the unknown long term development quality at the intersection at 8th Street and Walnut Street stands as a barrier to further improvements. The underutilized buildings, extensive surface parking and fast traffic, in an area often referred to as the gateway to Downtown, could deter people from continuing into the actual downtown network. The traffic counts past this intersection indicates that the daily counts drop significantly after this intersection as people mostly head north or south along 8th Street. The reasons for that drop definitely are driven by region traffic patterns; but intuitively, some of the drop off is associated with the character of the experience along the corridor at that location.

TOWS STRATEGIC ANALYSIS

In addition to the SWOT analysis, the following TOWS analysis helps identify strategic alternatives that addresses how the strengths can be take advantage of the opportunities, how the strengths can be used to avoid threats, how opportunities can be used to overcome weaknesses, and how weaknesses can be minimized to avoid the threats. It also helps to look at strengths and weaknesses as internal factors that can be controlled or influenced by the City, the opportunities and threats should be viewed as external and are influenced by factors that are not in the City's control. The following analysis shows these internal and external overlaps and the strategic way the City can utilize these tools to develop and revitalize Downtown.

Strengths and Opportunities (SO)

Rogers has several strengths that align with the opportunities identified through the assessment and stakeholder interview process. Lake Atalanta's presence and proximity to Downtown serves as a strength and an opportunity for Rogers to capitalize on the natural and improved amenity. The City can use the lake's presence (strength) as an opportunity to catalyze event programming and attraction to Downtown, in addition to spurring business interest and economic development around the natural feature. Additionally, Lake Atalanta can help spur additional community events in Downtown. These potential new public events (opportunity) could support and enhance the City's strengths already in place with Frisco Festival and Oktoberfest (strengths).

Downtown Rogers also has a strong historical character present in building architecture, quality and surrounding infrastructure. This strength supports the opportunity found in the hotel and opera House revitalization projects. The City can strategically place itself in a position to support the revitalization of these key historic downtown buildings, which then strengthens the core business foundation to catalyze continued growth in Rogers. In relation to the strong core Downtown has, the existing street infrastructure grid connects Downtown's amenities and encourages heightened pedestrian activity. This strong grid network can be used to take advantage of the improvements proposed along Walnut Street, 8th Street and 2nd Street.

Strengths and Threats (ST)

Downtown Rogers can also utilize its strengths to avoid the real and potential

threats that were identified through the initial assessment and stakeholder interview process. The most significant threats, which should be considered external to the City's control, are the perceived notions that Downtown is far in distance from 1-49 and the destination retail located along the highway frontage, as well as the overall Eastern Corridor perception that prevails over the region in general. The majority of the growth has not occurred in that part of the greater corridor, even though the demand and potential has been found to exist. The City has used its continued political leadership support, historical character, Lake Atalanta and continued growth to combat these perceptions and challenge the preconceived notions in the community that could be seen as a threat to Downtown success.

In that context, Downtown is also not viewed as a growth beneficiary with the majority of development happening in Pinnacle area closer to the highway. However, the growth occurring in Downtown disproves this notion as businesses and residences have begun relocating and succeeding in the Downtown area. The City can use these strengths to avoid the continued spread of these preconceived notions about Downtown.

Weaknesses and Opportunities (WO)

The weaknesses and opportunities identified for the Downtown Initiative enable a closer look at the way that the opportunities can be used to overcome the weaknesses. One of the weaknesses identified included an open space underutilization issue in Downtown - this includes the abundance of parcels used for parking lots as well as a better utilization of the community green space already in Downtown. However, Downtown also has an opportunity to program the abundance of open space that is available. A reconfiguration of the open space would encourage increased community use and growth. This opportunity also opens up a discussion for better utilization of the alleyways Downtown has connecting its street grid infrastructure. These unique spaces provide an opportunity for better business utilization, off-the-street festivals or even additional outdoor dining opportunities. All of these factors could help combat the issues identified as weaknesses.

Additionally, the hotel and opera house revitalization in concord with regularly scheduled community events and a re-emphasis on Downtown as a music center tackle the perception Downtown is known for only antique shops. Once these elements are aligned, the lack of a clear organizational direction for downtown that is perceived by the community can be overcome as these enhancements provide the opportunity for the existing organizations to take charge and absorb the "Keeper of the Flame" role for Downtown.

Weaknesses and Threats (WT)

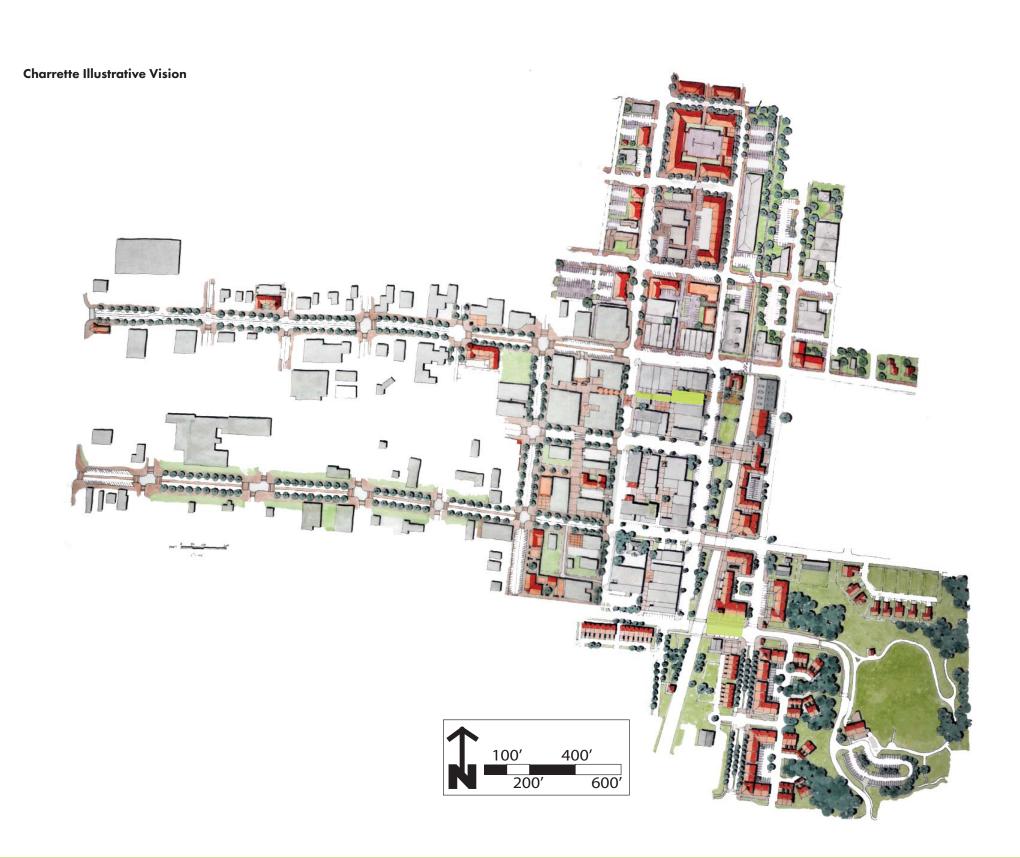
A look at the weaknesses and threats identified for Downtown helps show the ways the City can minimize the weaknesses to avoid the threats. The most prevalent weakness that could lead to a developed threat is the overall perception of Downtown and the Eastern Corridor in general. This perception includes the ideology that there is a lack of a "Keeper of the Flame" entity, an underutilization of open spaces and a lack of retail and commercial variety (i.e., Downtown's antique shop abundance). These weaknesses feed directly into the threats that Downtown is located too far from I-49 and the western growth corridor as well as the view that Downtown is not a beneficiary for growth in the region. To minimize these weaknesses it will be necessary to utilize the identified opportunities to create a context for a change in these perceptions. The factors necessary are already in place, it is now about capturing them to make the opportunities real and disseminating the new message to the public.

THE CHARRETTE

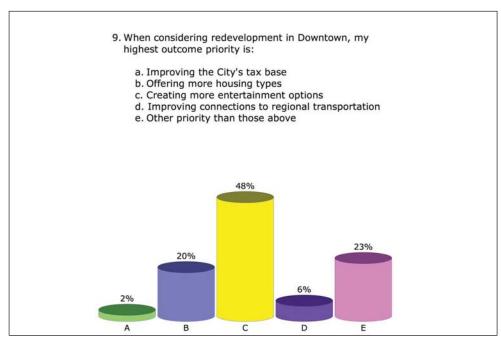
A charrette, a community design tool that gathers residents over a period of time to develop the baseline vision for an area master plan, was facilitated by the Gateway Planning Team in October 2014. Held over a three day period, the Rogers process engaged community members, City Staff and elected officials to explore ideas and understand challenges that will impact the future of downtown Rogers. The charrette built on the extensive early stakeholder interviewing process.

The first day centered on individual additional stakeholder meetings, which helped the Gateway Team identify areas of emerging opportunity. Concurrent design sessions began aligning the shared community vision and four key "Experience Districts" materialized - Frisco Front, Victory Row, Water Tower and Walnut + Poplar Corridors - which were presented later that evening in a community feedback session. These areas are illustrated later in this document.

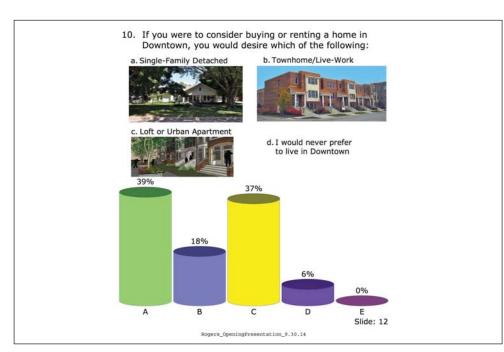
During the design charrette, community opinions were secured through a polling process. These opinions underscored several important views in those interested in Downtown. One important area of priority was the desire for a wider choice of housing options Downtown. A majority of participants selected "Single Family



Community Polling Results



Sample keypad polling question from the charrette's first community meeting, October 2014.



Sample keypad polling question from the charrette's first community meeting, October 2014.

Detached" followed closely by "Loft or Urban Apartment." All of these factors were brought up and discussed during earlier stakeholder interviews.

Another question posed to community members was about the type of experiences or events they would like to see Downtown. An overwhelming number supported more arts and culture events in Downtown, which directly correlates to the Theater of Cool™ philosophy that is woven throughout the "Experience Districts" and the Master Plan itself.

Additional interviews and design sessions were held the following two days, refining the multitude of ideas and capturing them within the various "Experience Districts". The results were presented to the public on the evening of the third night. Local citizens showed up to the meeting held at City Hall where the plans were pinned up for the public to view. The Gateway Team provided presentation that reviewed the process and described the end result. A Community Kick-Off Party was held at the downtown restaurant, Las Palmas, to provide a more informal setting to discuss the plan.

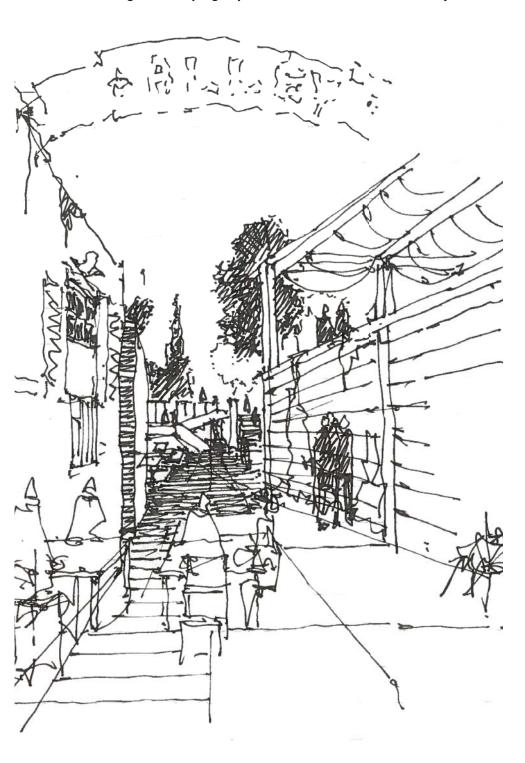
The results of the design charrette — framed by the "Experience Districts" became the bedrock of this Master Plan.

Charrette Design Workshop

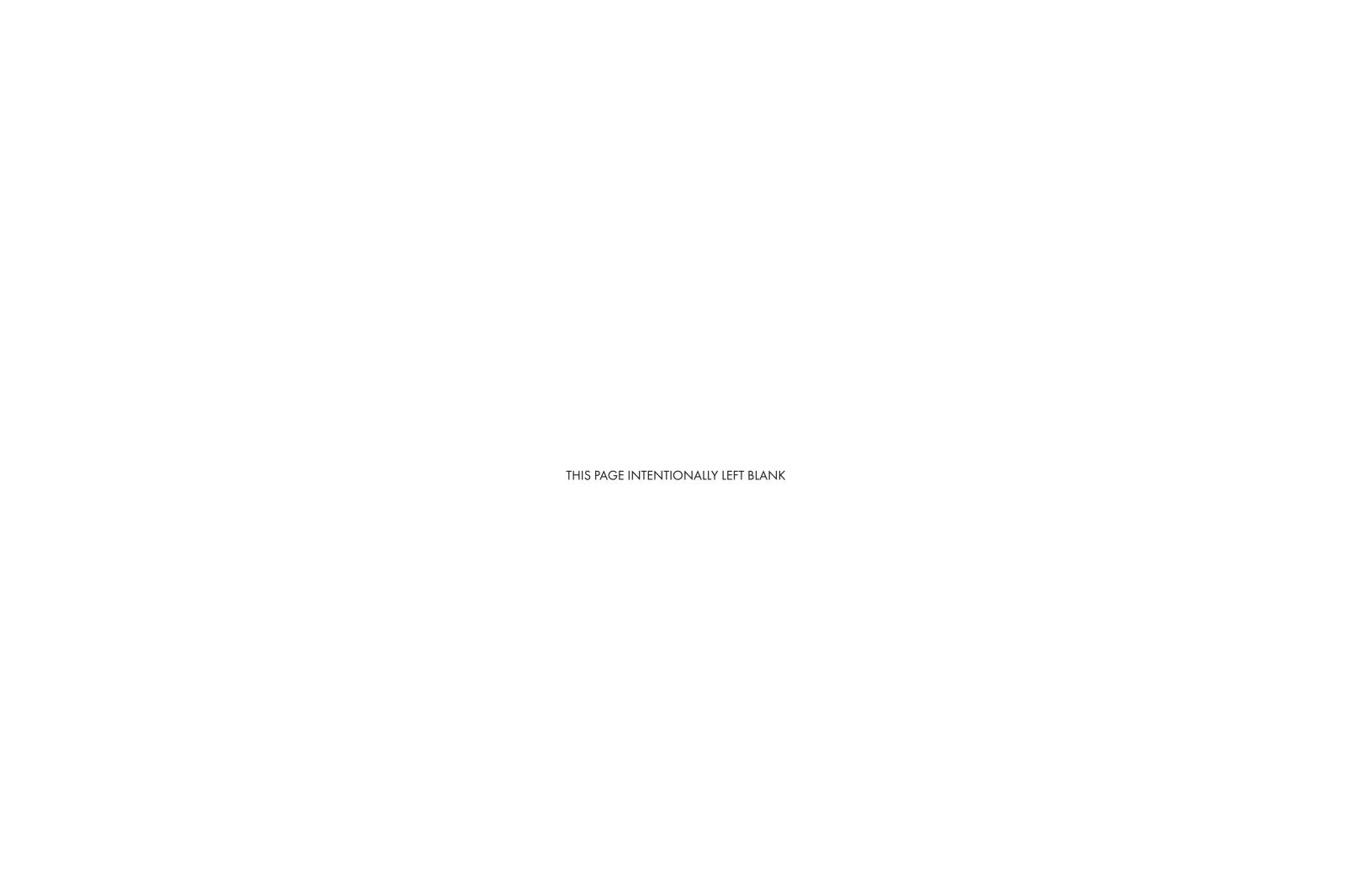


Credit: Gateway Planning, October 2014

Sketches Illustrating Streetscaping Improvements to Promote Walkability









"...the new Bike Park [is] going

to attract folks from all over

the world. So why not look

can take advantage of that

at ways the private realm

opportunity?"

3

INTRODUCTION

The Master Plan for Downtown Rogers is detailed in this section. The overall Master Plan was assembled from the various concepts explored for the "Experience Districts." Through the charrette and subsequent review and discussion of the outcomes, the final Master Plan has been developed.

The Master Plan identifies new development and redevelopment in relation to existing buildings in Downtown. The plan area covers an area larger than most would typically refer to as "Downtown Rogers," to detail the opportunities that Downtown has to grow carefully outside of the presumed borders and into areas previously thought to have been too much to handle. With

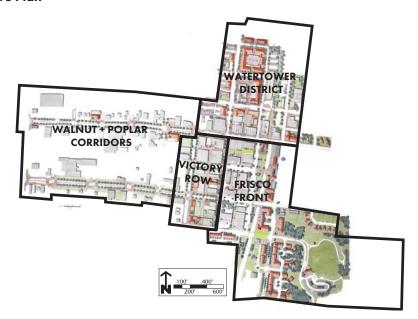
the introduction of carefully designed public spaces and future buildings, it is only fitting that these areas become a part of Downtown. Key destinations like the new Bike Park are going to attract folks from all over the world. So why not look at ways the private realm can take advantage of that opportunity?

The four "Experience District" Illustrative Plans in this section speak to the potential of the infill conditions within Downtown. Taking advantage

of the authentic character, these "Experience Districts" illustrate how the built environment can begin to shape the continued community excellence that Rogers offers.

The Master Plan is comprised of a series of plan components, including existing urban form, new illustrative infill uses and corresponding buildings, public spaces and connecting trails as well as streets.

Overall Illustrative Plan



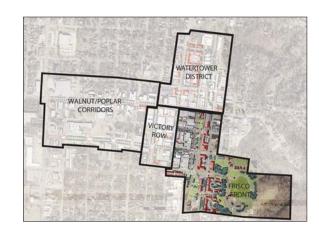
The proposed Regulating Plan for zoning that follows the Master Plan elements embodies the various aspects to be included in the zoning updates needed to activate this Master Plan. The Regulating Plan is comprised of the zones that need to be applied; the street types that are being addressed and implemented; and the frontage requirements for those buildings facing public spaces or particular streets.

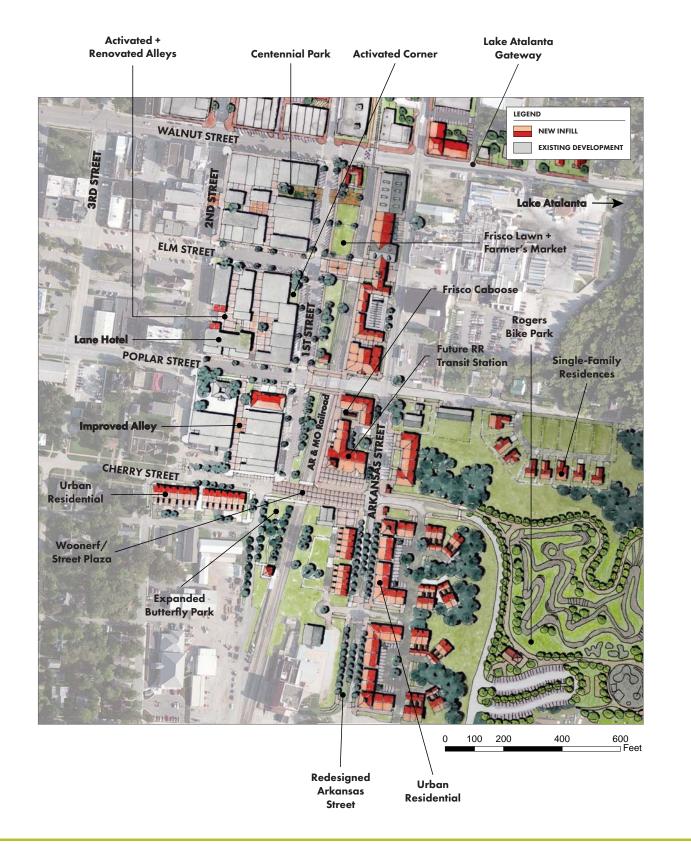
The Regulating Plan zones roughly follow the "Experience Districts," but they also are calibrated to appropriate scale and adjacent attributes for future development. Ultimately, the Regulating Plan sets the expectations and the rules that apply for design standards and public amenities so that the citizens and the developers are equally aware of the likely resulting character of future development within Downtown Rogers.

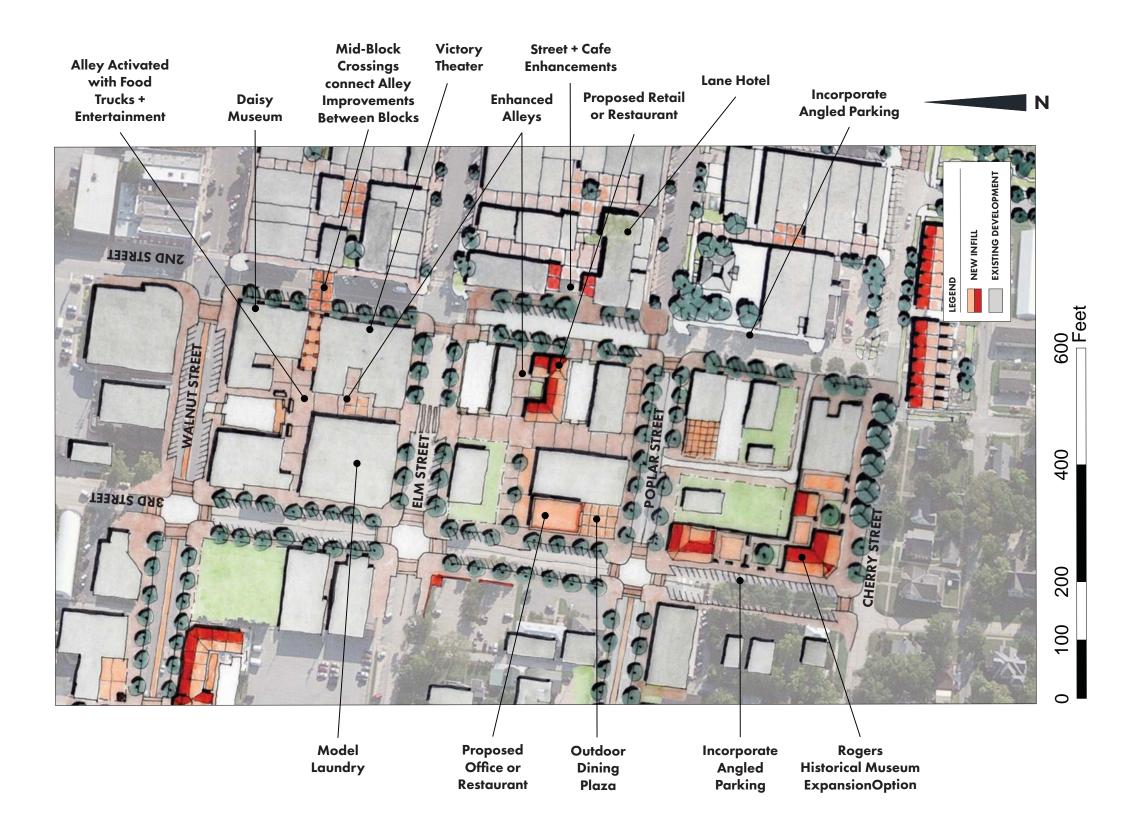


Frisco Front **Experience District**

Downtown's main stage, where all personalities come together and create the arts and cultural experience: envision cafe seating, concerts by local musicians, the farmers' market and businesses catalyzed by the new Rogers Bike Park and Lake Atalanta urban residential will provide a transition from the heart of Downtown to the surrounding neighborhoods.







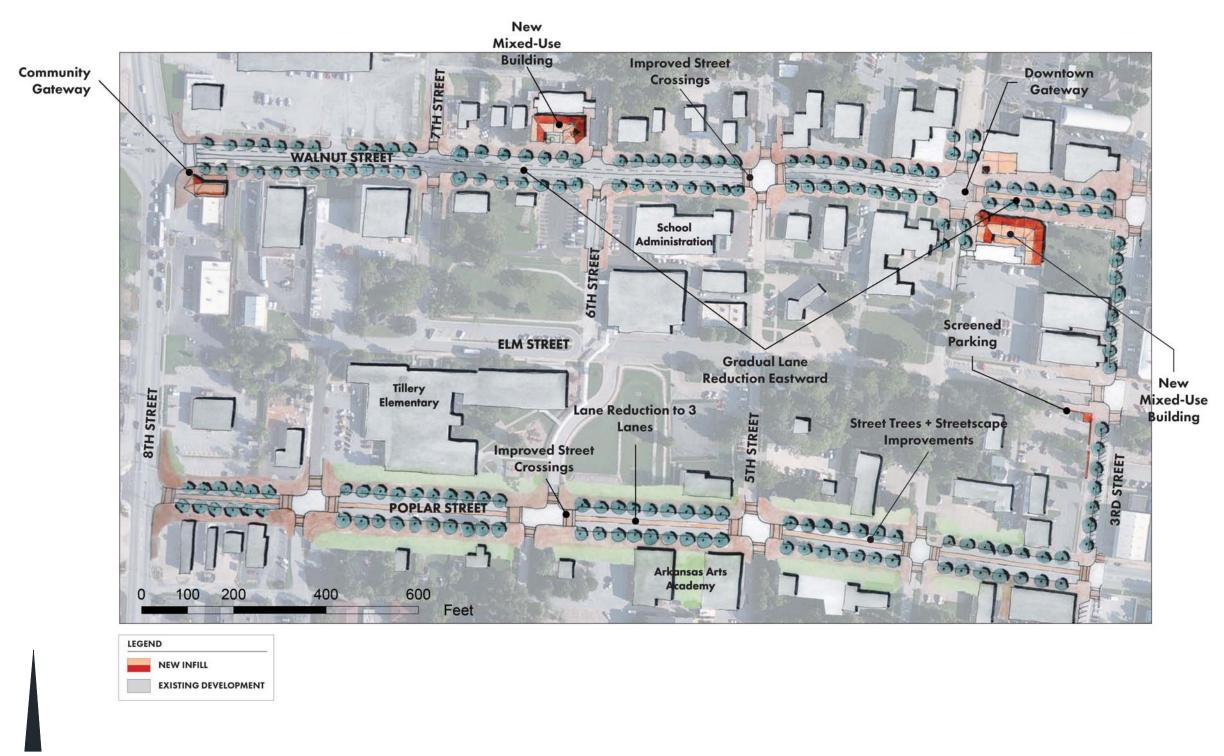
Victory Row **Experience District**

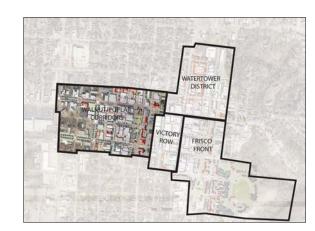
A historical and culinary destination, in which people can go to experience a little bit of Rogers' history, see a play at the locally acclaimed Victory Theater, and then sample some local fare at one of the new restaurants: here people can experience the unique activated alley spaces - adventures will not exist only in front of buildings, but behind.



Walnut + Poplar Corridors Experience District

Downtown's gateway, a prelude to a new place for active living in Rogers: the improvements include on-street parking, reduced speeds and a safe pedestrian experience.

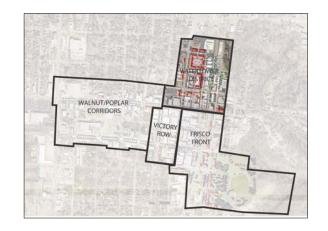




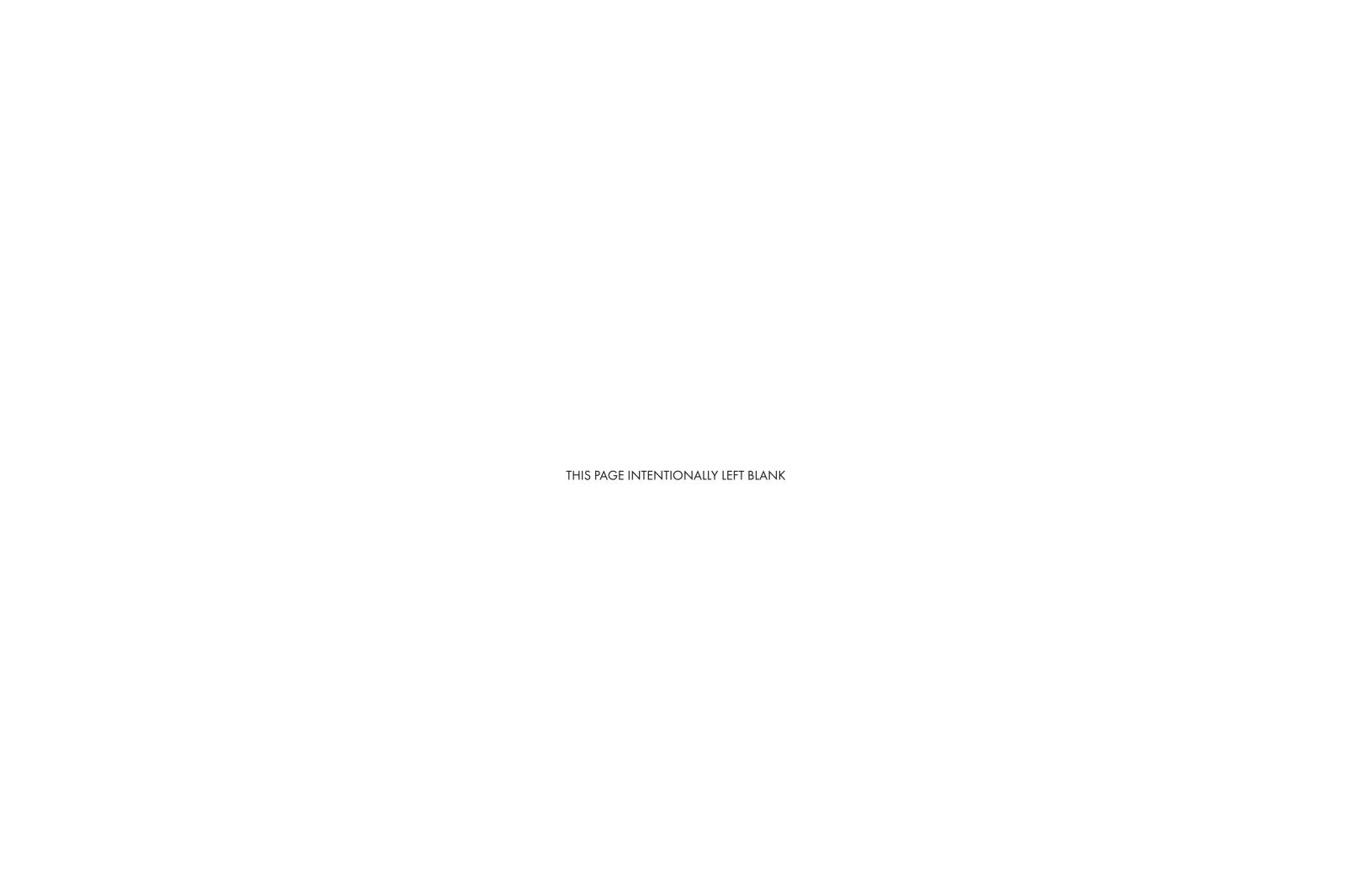


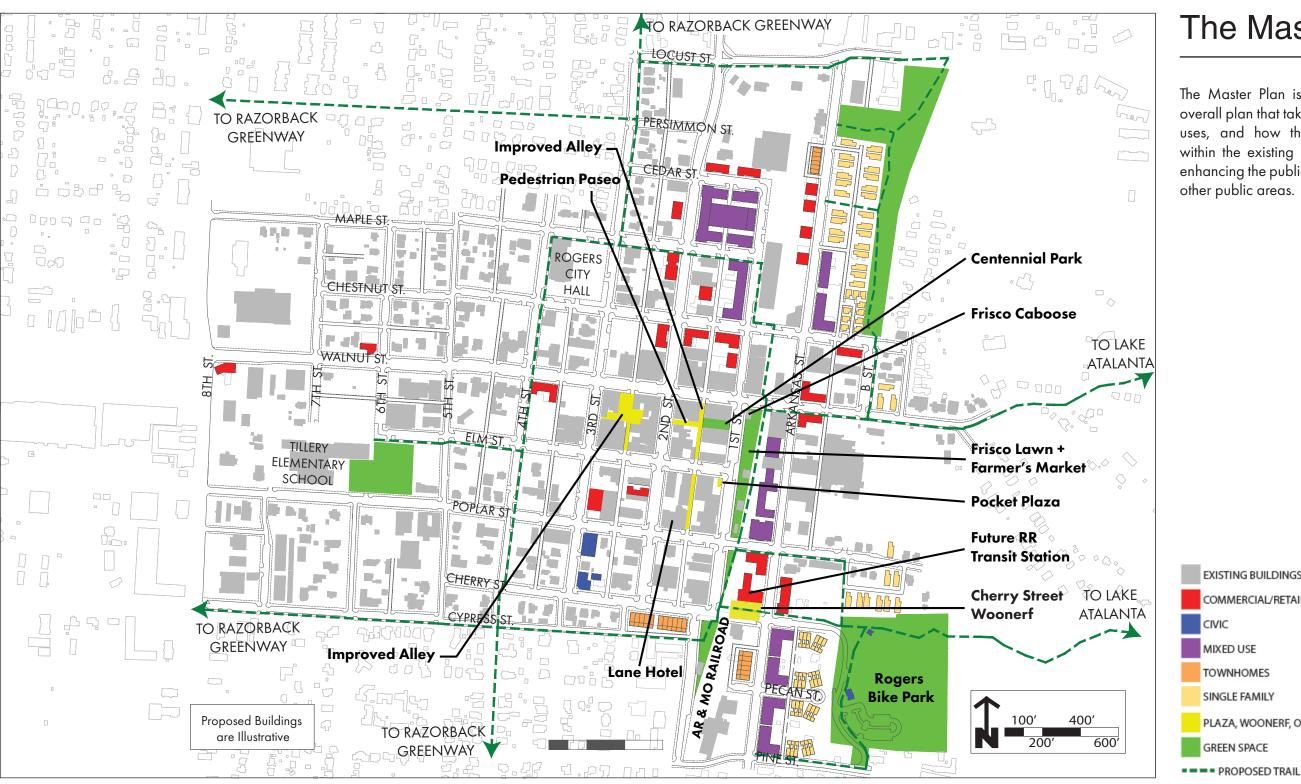
Water Tower Experience District

A place for discovery, providing spaces for innovators who want to work and experience life: imagine the opportunity for businesses and the community to come together to dream, create and to recreate. A neighborhood will emerge where public art, great streets, entrepreneurial energy and diversity provide a platform for Downtown Rogers to be integral to the momentum of Northwest Arkansas.



Ν





The Master Plan

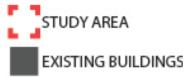
The Master Plan is a refined version of the overall plan that takes into account the various uses, and how those uses can be mixed within the existing urban fabric, focusing on enhancing the public realm's streets, parks and other public areas.



Existing Form

This existing figure ground image depicts the current urban form in Downtown Rogers.







Infill Opportunities

The proposed infill buildings should be focused on filling the need of the market. Best practices of development in downtown would focus on the potential flexibility of buildings so that they are being built to accommodate the market trends for multiple cycles, rather than just the current one.

EXISTING BUILDINGS

COMMERCIAL/RETAIL

CIVIC

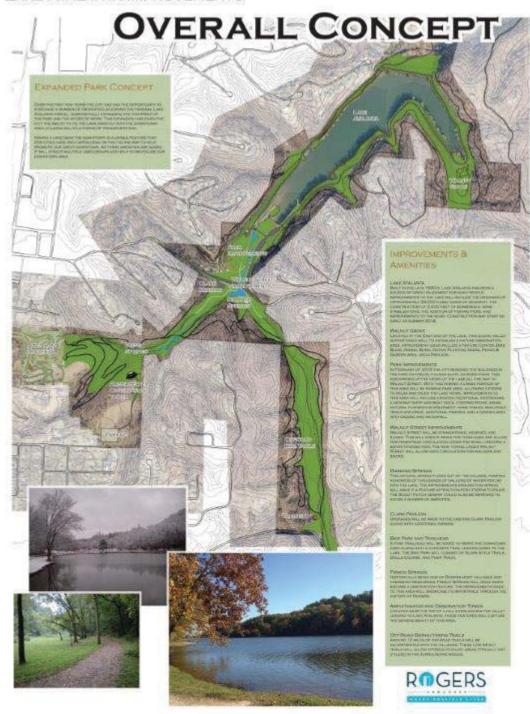
MIXED USE

TOWNHOMES SINGLE FAMILY

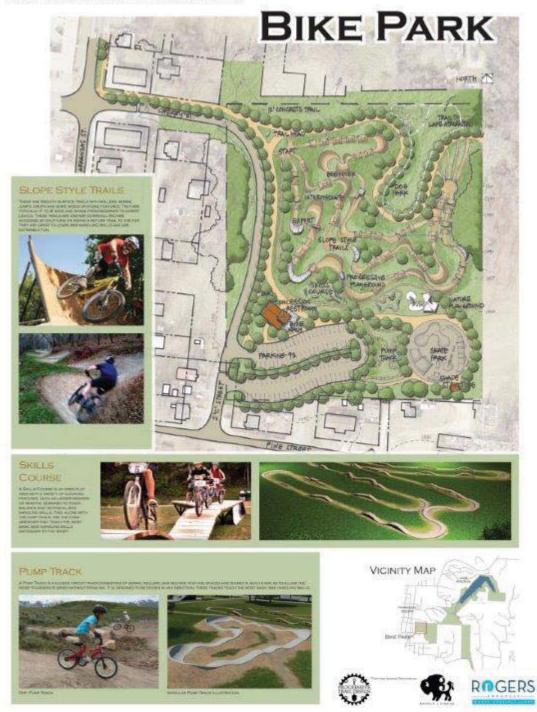
Public Space Plan

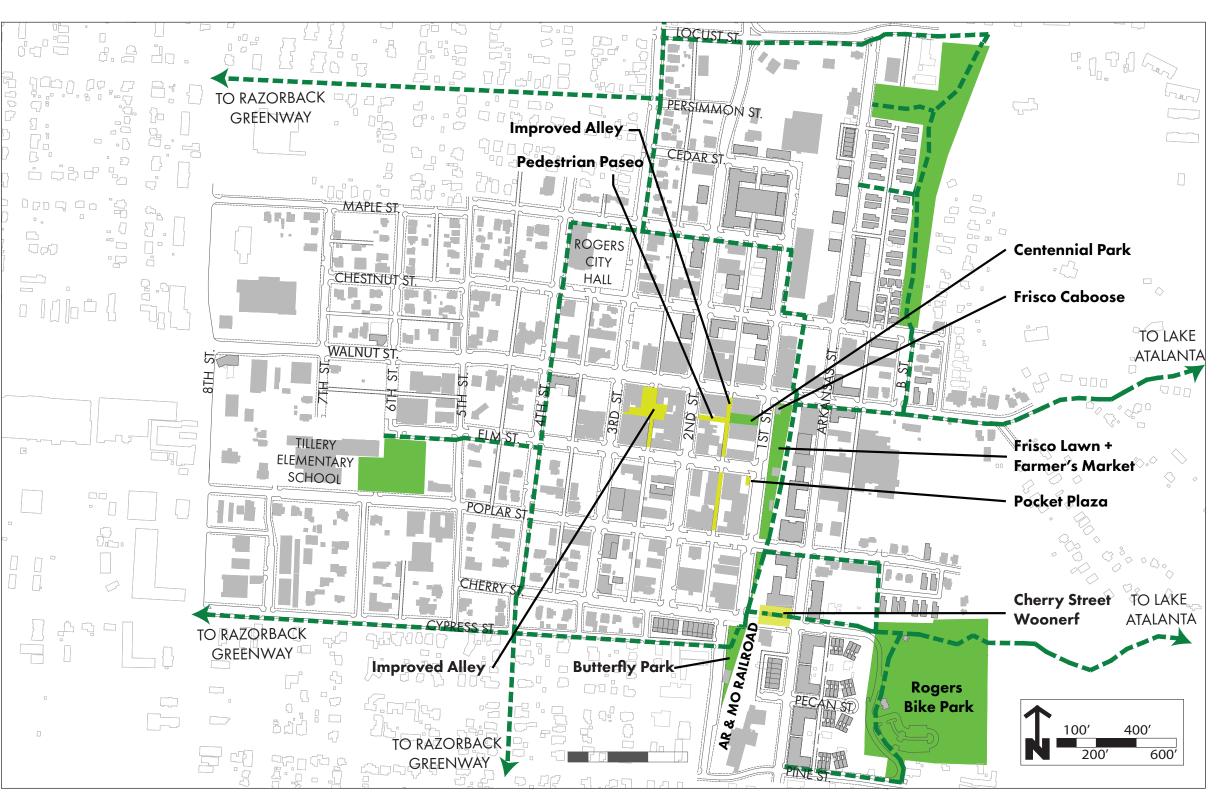
The public space plan identifies existing and proposed public spaces within the plan area. A trail network within Downtown and with connections to the Razorback Greenway and the lakes to the east are also indicated. This public space strategy leverages the investment in Lake Atalanta and the Bike Park as well as the reinvested Frisco Park into Frisco Lawn as Downtown's "Main Stage."

LAKE ATALANTA IMPROVEMENTS



LAKE ATALANTA IMPROVEMENTS





Public Space Plan



Sample Pedestrian Paseo



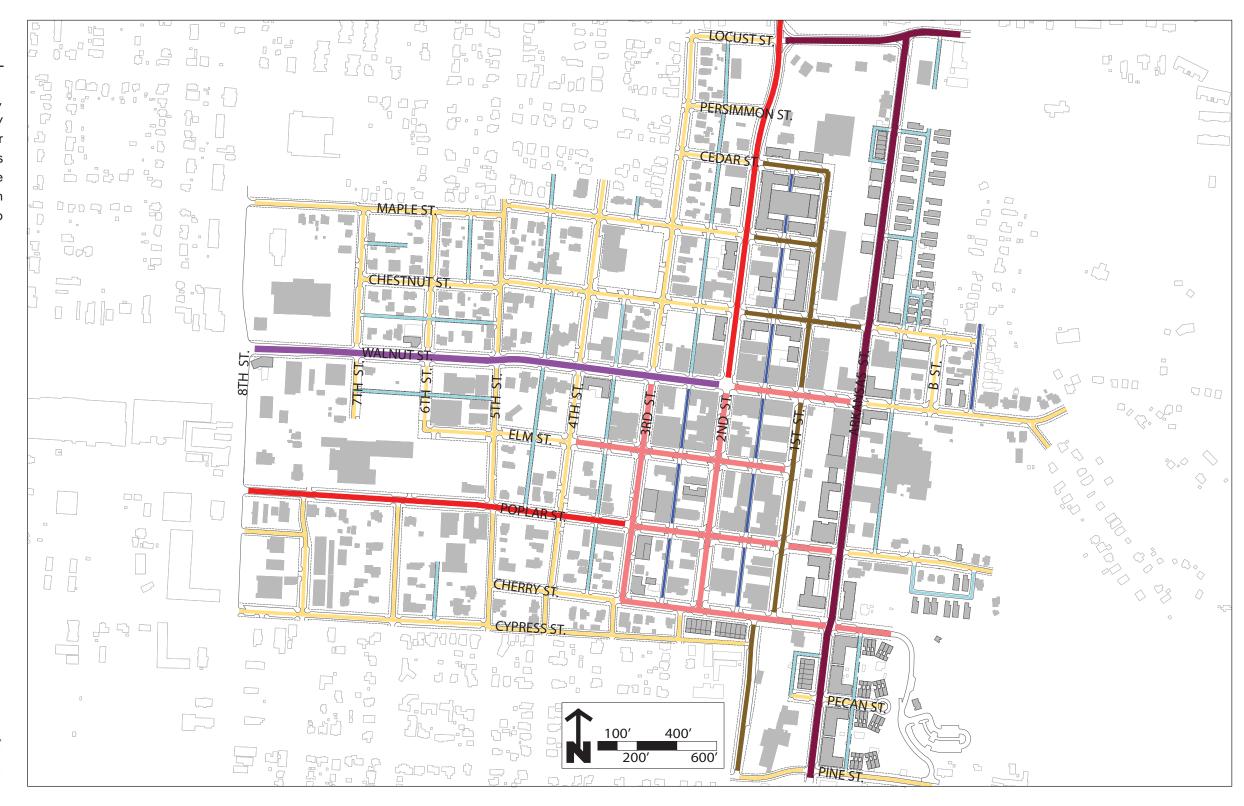
Sample Pocket Plaza

PLAZA, WOONERF, OR PASEO GREEN SPACE

PROPOSED TRAIL

Street Types Plan

When focusing on revitalization of a Downtown, the streets frame the design potential than any other feature. Activation of the streets and their sidewalks as well as other connected spaces such as parks, plazas and alleys encourage private reinvestment in Downtown. This plan delineates the street types that make up Downtown's street network.



ARKANSAS

Walnut Street

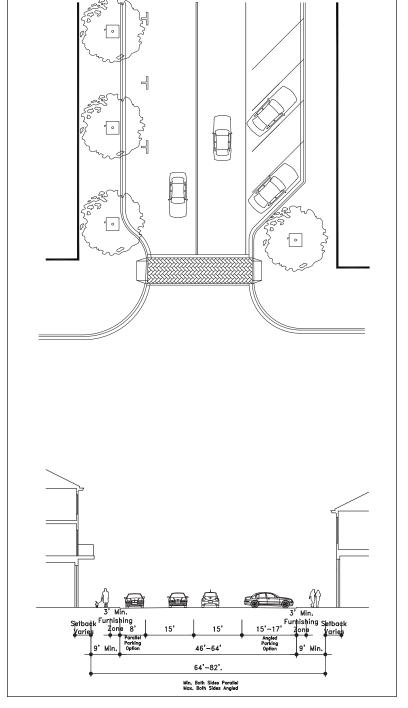
84'-102'

Min, Both Sides Parallel Max, Both Sides Angled

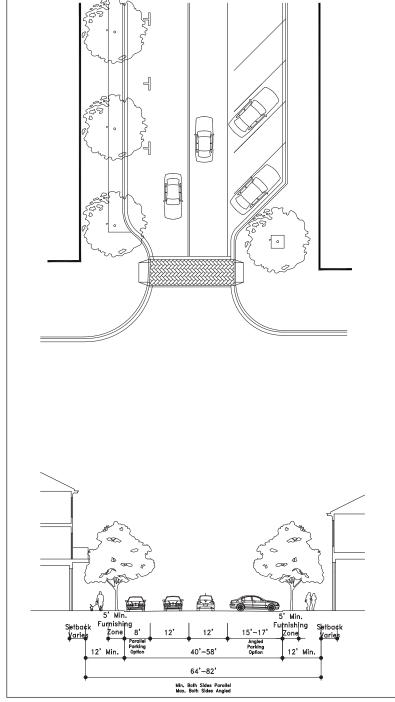
15'-17' 5' Min.

Angled Parking Option 12' Min

Downtown

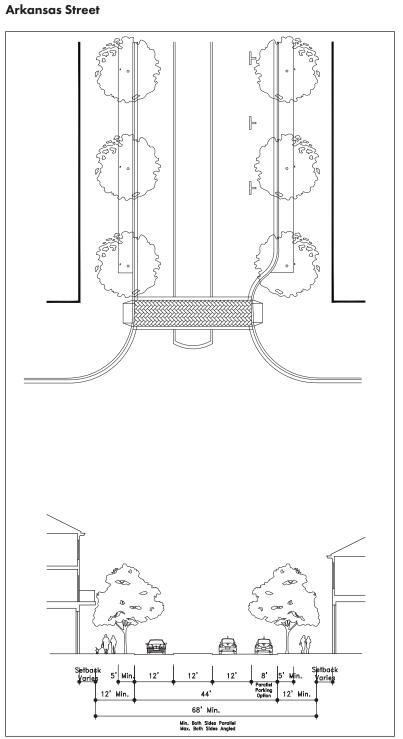


Mixed-Use

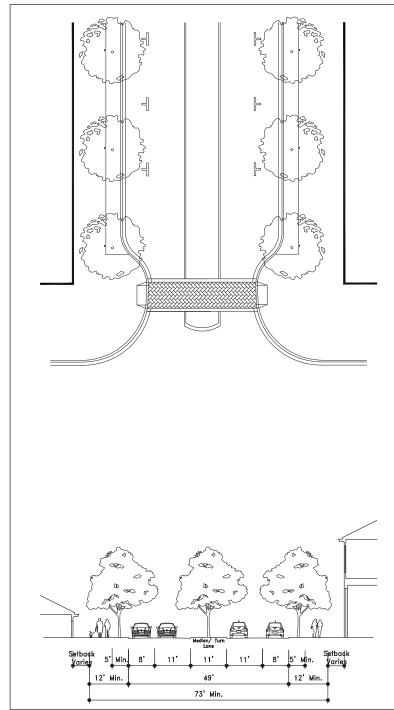


Street Types Plan **Cross Sections**

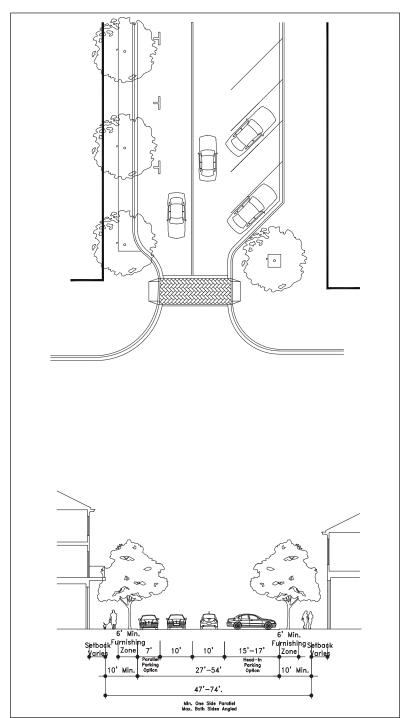
Street Types Plan **Cross Sections**



Connector Street



Neighborhood

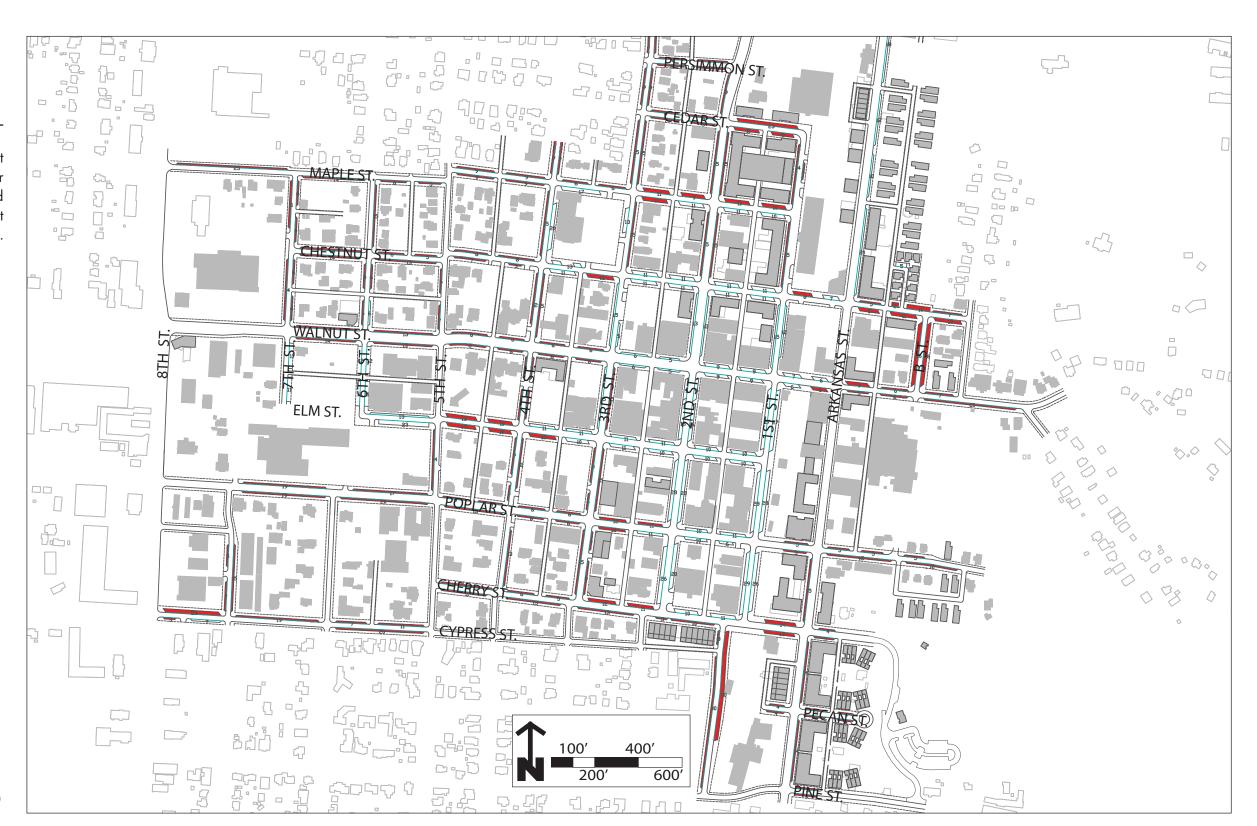


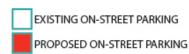
Residential Alley Commercial Alley

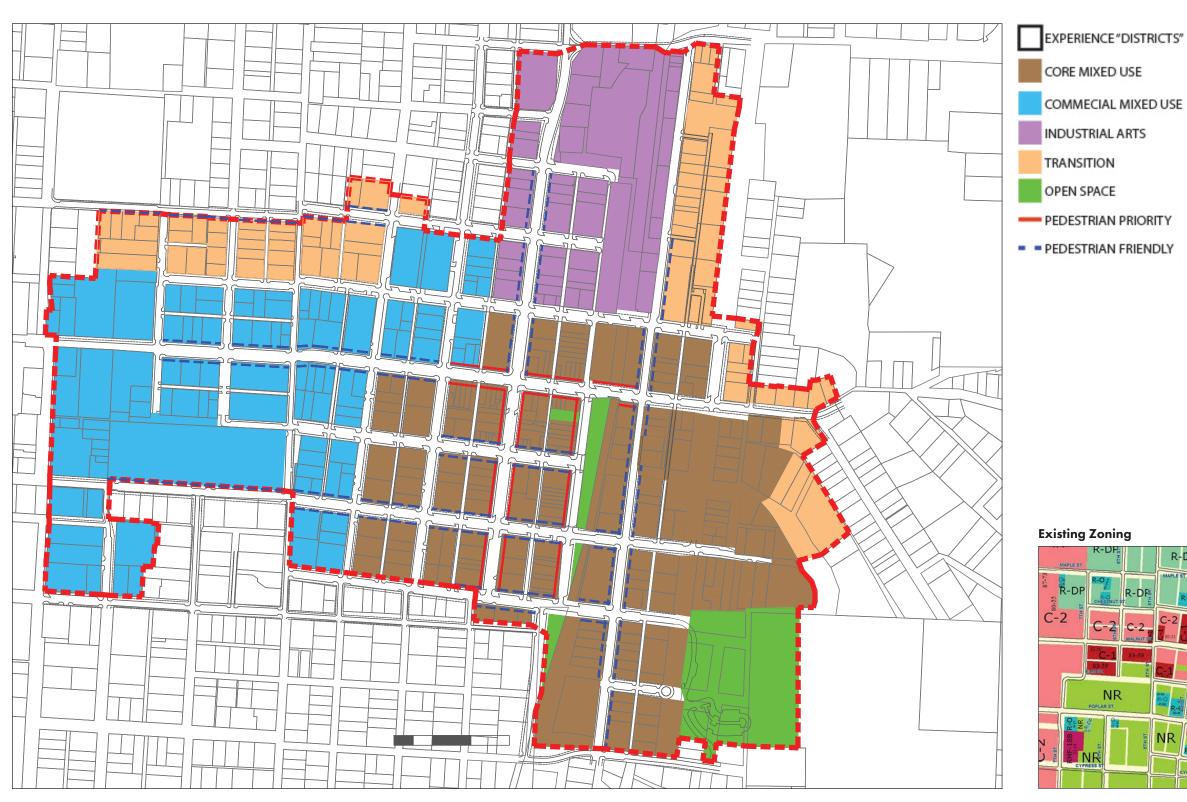
Street Types Plan Cross Sections

On-Street Parking Plan

This plan shows the proposed on-street parking locations and the opportunities for potential parking spaces that can be realized by allocating on-street parking into street reconstruction or restriping plans in Downtown.







Regulating Plan for Zoning

The proposed uses and development patterns in this Master Plan have been used to develop a proposed zoning map. Compared to the existing zoning (featured below), the proposed zoning removes the pockets of alternating zoning conditions and unifies the entitlements within each new zone so that neighborhoods can be comfortable knowing that their properties will maintain value. This predictability is also driven by flexibility so that the resulting creativity in the design, the responsiveness to the market and the overall long term outlook of development in Downtown will encourage reinvestment.

Existing Zoning

CORE MIXED USE

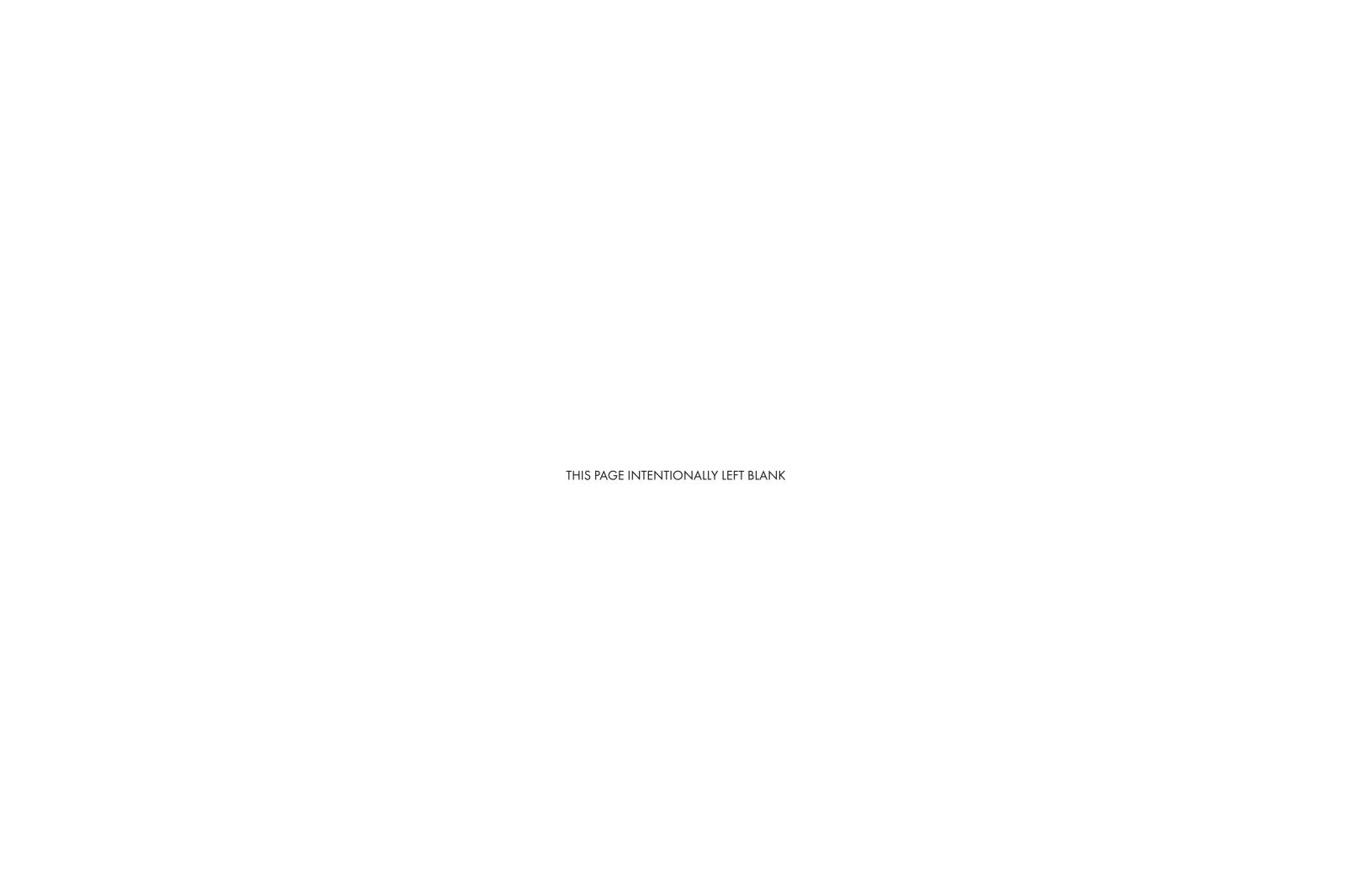
INDUSTRIAL ARTS

TRANSITION

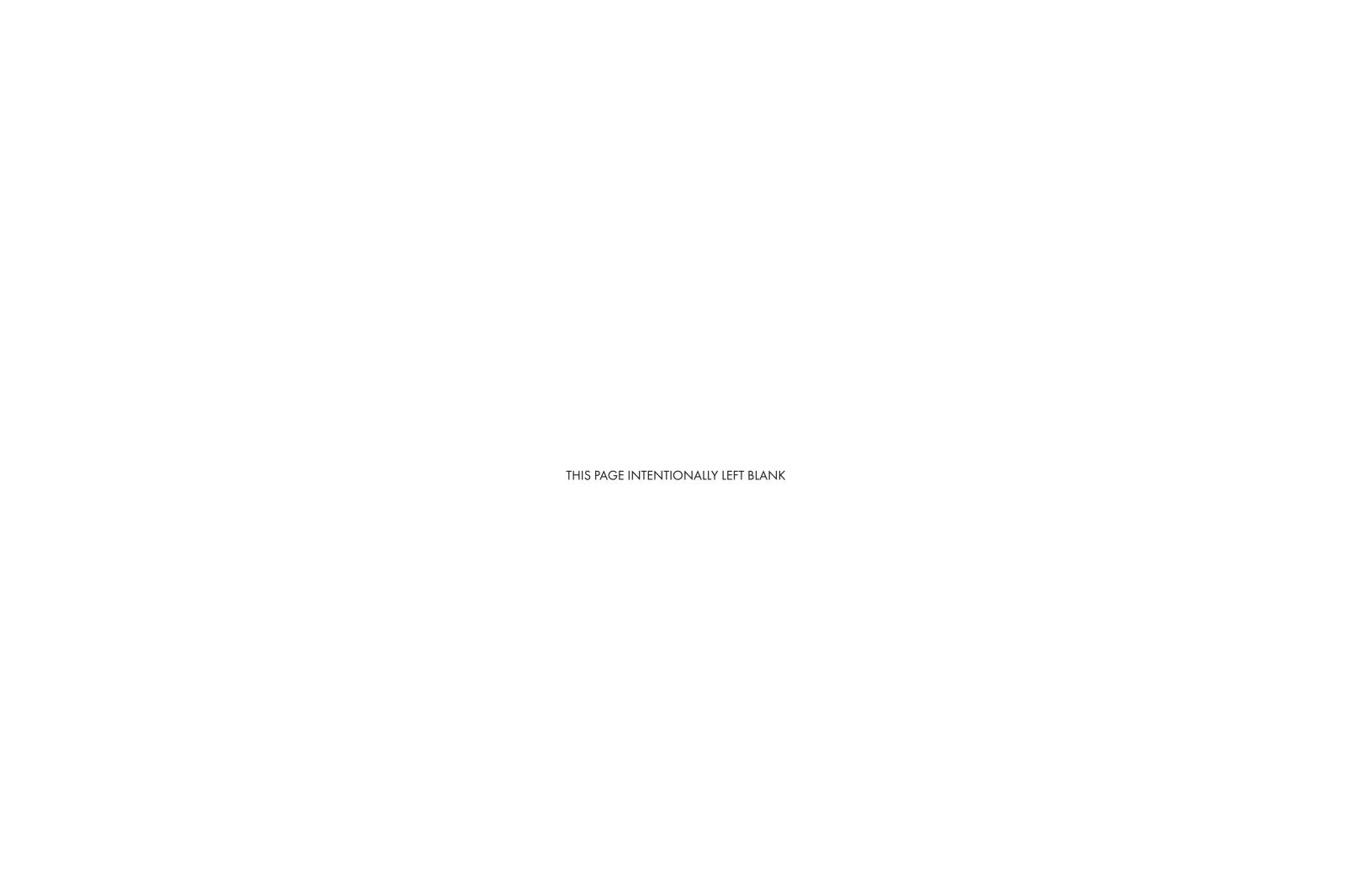
OPEN SPACE

COMMECIAL MIXED USE











SETTING THE STAGE

The Theater of CoolTM is a downtown development approach that aligns infrastructure and development plans with specific retail, activation and governance structure recommendations and sets the stage for the overall downtown experience. This approach was integrated into the process and resulting Master Plan for this Downtown Initiative.

The following elements were or will be undertaken in developing strategies for the Theater of Cool™ of Downtown Rogers:

- **Defined the focus area** by establishing its geographic scope to strategically align and focus municipal, economic, brand and development plans.
- Mapped existing and emerging area personae by identifying distinct "Experience Districts" within the larger district that range between two to six consecutive blocks, resulting in the Frisco Front, Victory Row and the Water Tower District.
- **Identified the connections** between the built environment, applicable uses, business mix, public spaces, street, and alley links within the various "Experience Districts."
- Repositioning and curating public spaces to visually connect the various blocks, streets and buildings within the greater Master Plan area and the overall City brand, such as reinventing Centennial Park and a new undertaking for a proposed pocket plaza along 1st Street, as well as activating the alley behind in order to link the emerging restaurant and bar cluster of Victory Row.
- Developed a Downtown Business Plan that cultivates a strategic residential, retail and restaurant
 mix that supports and advances the desired experience, as represented by this Master Plan.
- Crafting and removing rules and regulations that either forward or limit, respectively, the existing experiences that each "Experience District" will foster, which is why the Gateway Team is developing a complete, revised zoning and infrastructure program for Downtown to activate the Downtown Business Plan.

Local and Innovative Culinary Experiences in Downtown Rogers



Places like Heirloom in Rogers support the "experience" of Downtown. Credit: Gateway Planning.

- Identified and facilitated catalytic projects that will physically launch the "Experience District" vision and create a believable and positive buzz to stimulate additional investment, such as implementation of the Innovation Hub described in Chapter 11.
- **Planning a Downtown Production Season** that will highlight key assets, grow over time, generate economic activity and bring the emerging experience alive!
- Aligning and creating organizational structures that will ensure that this Master Plan is efficiently and effectively implemented.



MANAGING THE DOWNTOWN EXPERIENCE

There are three components that must work together to manage the overall downtown experience: the municipal government, civic organizations and the private sector. The positive interaction between these components create a system capable of withstanding and even strengthening under the stress of natural market fluctuations. In this context, the following focus is recommended:

• The City of Rogers – The City's role is to institutionalize community vision and



Table showing how to manage all elements in a Downtown Experience

set clear implementation rules and procedures for action. It should also actively continue to work with the Civic and Private sectors to remove barriers of implementation, as it had already been doing before the Downtown Initiative.

- Civic and Non-Profit Organizations Organizations such as the Chamber, Main Street Rogers and Rogers Downtown Partners can curate and activate community vision, and they can act as a concierge for investment opportunities in conjunction with the public and private sectors.
- The Private Sector The private sector will implement community vision by aligning business interests with the development of quality projects in line with this master plan, as well as creating and managing relevant businesses and offering needed services in partnership with the public and civic sectors.

Developing the structure for a widely embraced and sustainable entity responsible for the economic development and related activation activities of downtown will be required. Success in this endeavor will be driven primarily by four key factors:

- What are the immediate and long term needs implicated by the opportunities of the master plan as well as the staff requirements essential to serve those needs?
- What degree of advocacy and early phase alignment work is needed to coordinate and implement the master plan and associated "business plan"?
- What scope of activation strategies and the overall production season(s) are needed to generate buzz and attract positive attention to Downtown?
- What is the extent of face-to-face interaction with the general public and the media platform needed over time?

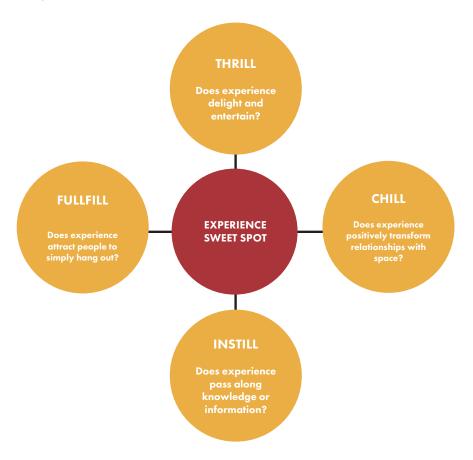
With this master plan as the organization's "Constitution," and a clear framing of these four factors, an economic development-focused entity can develop sustainable business strategies and clearly articulate its work to stakeholders. This clarity will drive organizational value and help generate the resources needed to conduct the business of downtown.

DESIGNING THE DOWNTOWN EXPERIENCE

When developing downtown activation strategies through a coordinated governance structure for a master plan, the "sweet spot" for any experience is when all four of the following realms intersect.

Regularly achieving this "sweet spot" in activation can then propel the effective coordination among downtown organizations to a level that will align institutional partners, identify sustainable revenues, and maximize resources to answer the following questions:

- Thrill Does the experience delight and entertain?
- Chill Does the experience attract people to simply hang out?
- Instill Does the experience pass along knowledge or information?
- Fulfill Does the experience positively transform relationships through space and place?



REFINING THE STAGE FOR DIFFERENT ACTS

The Theater of CoolTM process of highlighting existing or emerging centers of gravity helped identify four distinct "Experience Districts" guiding the Downtown Master Plan (i.e, Frisco Front, Victory Row, Walnut + Poplar Corridors and the Water Tower District). The following items provide more detailed guidance for activation, investment and execution.



Café/Outdoor Seating

- Create Café Seating guidelines that can be used as promotion tool to activate street fronts throughout Downtown area, including style guidelines.
- Focus on café seating in front of Heirloom on 2nd Street.
- Add café seating on 1st Street at Iron Horse Coffee Company and The Rail.
- Add café seating by Kirby's Cupcakes and Roger's Victory
- Create temporary café/biergarten at Lane Hotel terrace during special events or create a special event solely for that purpose during down time in public production season.
- Create an art salon feel along the streetscape of Poor Richards and Dollar Saver.















Public Art and Emerging Arts District

- Develop clear guidelines and policies for both a robust municipal public art program and privately held art in the public realm (such as murals on private property, etc.)
- Work with Downtown galleries to identify artists and/or work to create mural works throughout the Downtown area using 3M heat adhered material. The NWA Arts Academy, Tillery Elementary and the greater Rogers School District is also a unique resource to fill the walls around the Core of Frisco Front and Victory Row "Experience Districts" with art.
- Develop lists of available space and rental rates within proposed arts "Experience District."
- Develop an artist/artisan outreach strategy and promote area as destination.
- For implementation, hold an experience design charrette and ensure entities like Rogers Victory Theatre, Crystal Bridges Museum, Arts Northwest, University of Arkansas, Walton Arts Center and other regional arts organizations are included.



















Alley Reclamation

- \bullet Recommended initial focus on alleyways in core "Experience District" (between 1st and 2nd Streets from Poplar to Walnut).
- Inventory current infrastructure (access to electricity, traffic patterns, lights, public safety, etc.)
- Hold a contest for alleyway design with the best ideas from proposals as core activating principles, and adopt permissive guidelines for activation.
- Post images of the proposals within the alleyways utilizing the 3M heat adhered material.
- Host small, strategic events that include food trucks (see left), live music (see left), and open access to existing business through the back doors.



Food Trucks

- Develop clear municipal guidelines for use of food trucks, trailers and carts at public events on public property, on private property and truly mobile trucks like ice cream vendors, etc.
- Define strategic areas for initial placement to help create and/or forward experience strategy.
- Recruit and foster the types of food trucks that fill current culinary gaps and complement existing restaurant offerings.



















Live Entertainment

- Inventory possible locations for live outdoor music and develop production season and budget, including the reinvented Frisco Lawn.
- Create and promote master calendar for live music and entertainment in Downtown.
- Work with Rogers Victory Theatre, Trike Theatre, Arts Live Theatre, Theatre Squared, Rogers Public Library, etc. to develop outdoor performance opportunities like Shakespeare in the Park, Kinder Concerts, etc.
- Engage Walton Arts Center to help structure production season options in partnership with City of Rogers, Main Street Rogers and Visit Rogers.



Downtown Events

- Develop governance structure on public space for municipal, Main Street Rogers and third party uses.
- Create an initial production season and integrate information about Downtown more generally to roll-out the Master Plan.
- Create additional experimental events over the next six months in alternative spaces throughout Downtown.
- Develop strategies to further integrate the Rogers Farmers Market into the overall development strategy of Downtown.
- Design Frisco Festival and other larger public event footprints to begin activating areas identified in the "Experience Districts."











Other Ideas

- Develop a comprehensive culinary recruitment and development strategy in partnership with House of Webster, Northwest Arkansas Council, Rogers Chamber of Commerce, Main Street Rogers, Rogers Farmers Market and local restaurants.
- Recruit House of Webster, War Eagle Mill or Wal-Mart vendors - and other Rogers' food assets to create unique retail space in downtown.
- Talk with Center for Non-Profits to discuss possibly graduating tenants into empty Downtown office spaces.
- Strengthen the link between Ozark Beer Company and other similar businesses with a Downtown Rogers economic development-focused entity to promote tourism opportunities.







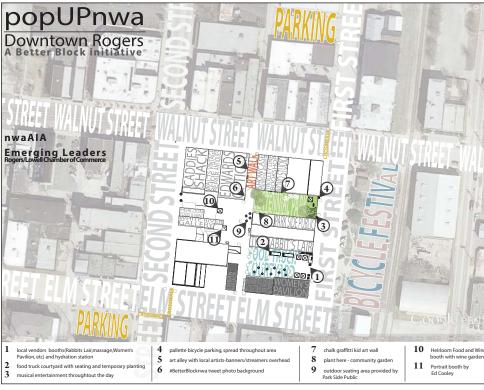


(From Left to Right) Cooking Classes; Unique Rogers Branded Food Product; Reposition Rogers' assets Around Experience; Railway Connection

DESIGNING THE PROPS

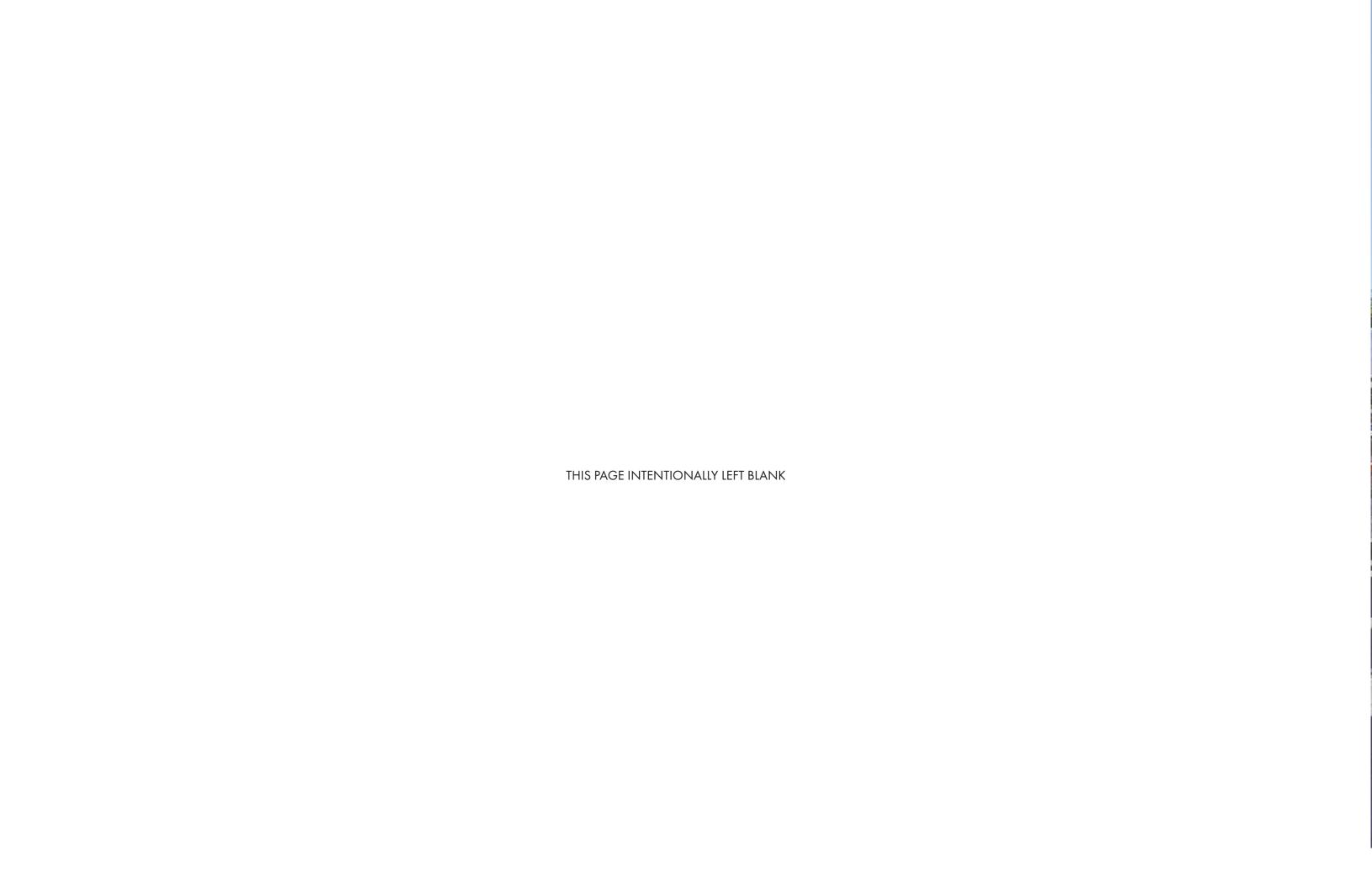
In order to complete the story told through the Theater of CoolTM, the props or real places must be encouraged for generating sustainable business around the experiences to be consumed by the people of Downtown. For example, the undertaking of the popUPnwa project, a collaboration between the Northwest Arkansas Emerging Leaders and the Northwest Arkansas Chapter of AIA, represents organic activation happening in Downtown.

The popUPnwa Plan

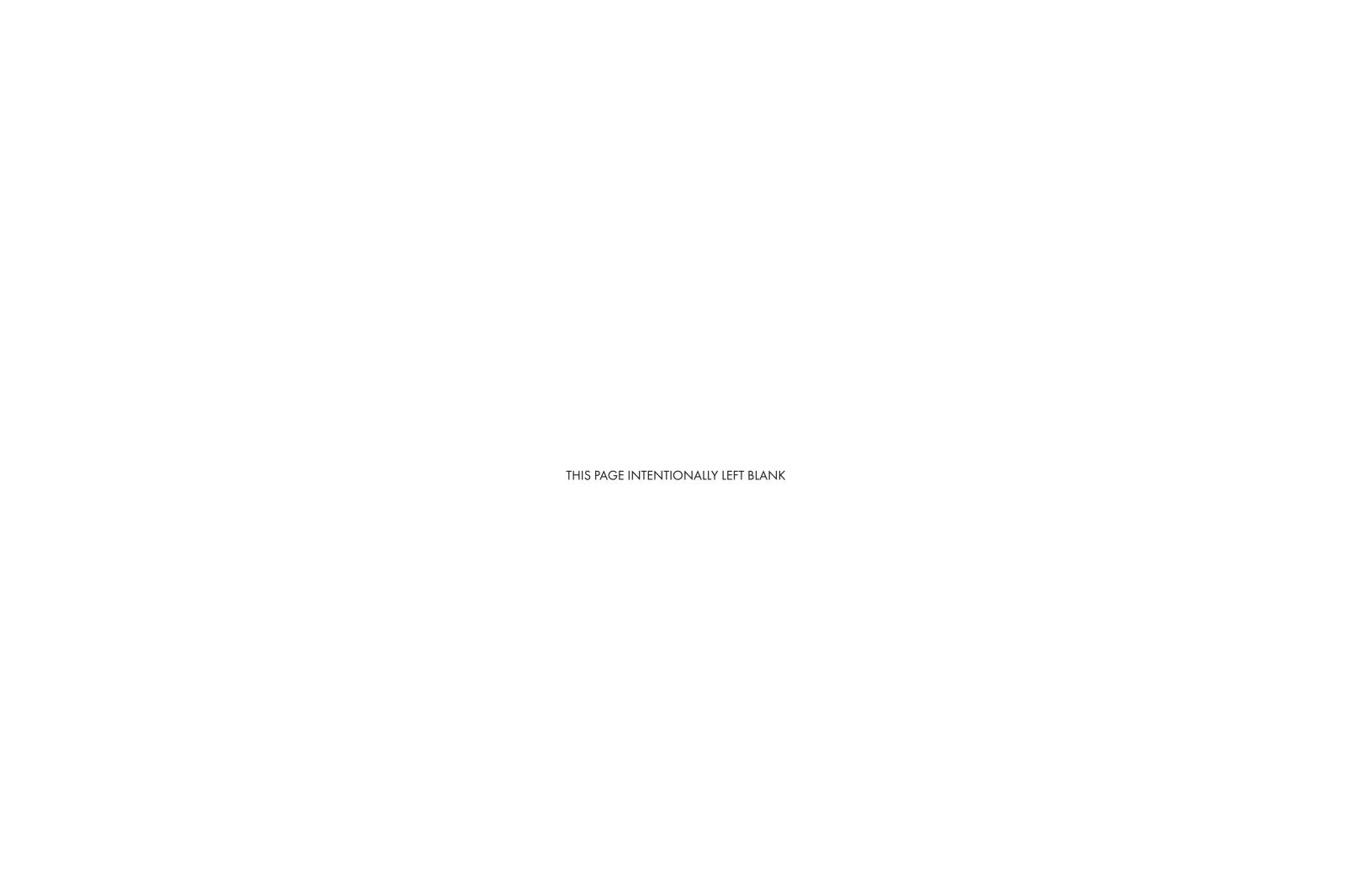


A Collaboration between Northwest Arkansas Emerging Leaders and the Northwest Arkansas Chapter of AIA, 2015.

The Merchandising Plan following the Market Analysis below provides specific recommendations on some "props" that will enable the story of Downtown to unfold in a fun and profitable way.











GLOBAL AND LOCAL

The confluence of living, entertainment, walkable places and office preferences has emerged as a core cultural shift across the country and in Northwest Arkansas. Intuitively aligned with the Theater of CoolTM, the recently published Northwest Arkansas Council Development Strategy, The 2015-



2017 Blueprint, underscored this confluence: "[an] area of broad agreement was that regional 'placemaking,' improving different aspects of quality of life, needed to continue. There was consensus that these efforts greatly benefited from regional collaboration."

During the Gateway Planning Team's early interviews of key stakeholders, several representatives of Wal-Mart and other major employers stressed that quality of life—and the opportunity for the Region's downtowns to advance quality of life—provided an opportunity to markedly maintain and increase retention of the best in class workforce. More particularly,

the role of downtowns has become very important as companies make decisions in where they locate and the role of those locational decisions in quality of life considerations for their workforce.

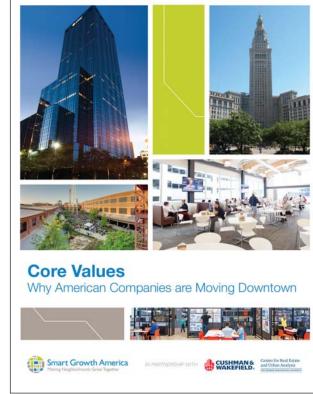
A recent study by Smart Growth America and Cushman & Wakefield, Core Values: Why Companies are Moving Downtown (2015), provides primary research on the trend. That research revealed a fundamental shift in locational preferences. "Of the nearly 500 companies included in our research, 245 relocated from a suburban location (either from the metro area or from a different

region), 91 opened a new downtown location or branch, 76 relocated within downtown, 42 expanded existing downtown office space, 20 consolidated a suburban and downtown location, 10 moved from a different downtown, and 9 were brand new companies."

Three themes emerged from the research as to why companies are shifting back to downtowns:

- To attract and retain talented workers
- To build brand identity and company culture
- To support creative collaboration

The third theme, creative collaboration, provides a particular opportunity to attract more businesses to Downtown Rogers within the global and local shift of quality of life as a central focus of economic development. The implementation of an Innovation District is explored and delineated in detail below. Siting a place for innovation in Downtown will enable













Rogers and the Region to provide a hub of creative collaboration, building on the authentic activity percolating across many sectors such as design, culinary expression, quality manufacturing and sports.

Frisco Front



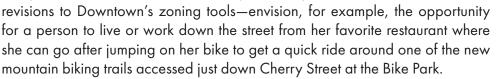
Downtown Rogers Illustrative vision for Frisco Front showing residential uses around the new Bike Park

ACTIVE LIVING

This master plan builds on the extensive focus on active living investments already prevalent in Downtown Rogers and throughout the Region. Anchored by local investment by the City of Rogers in Lake Atalanta and the new Bike Park or regional investment in the Razorback Greenway with future connections into Downtown, the emergence of Downtown Rogers as a center of active living

is fortuitous. The preference for active living by young families, Millennials and Empty Nesters has become a driver of consumer decisions as to where people work and live.

This active living preference provides Rogers the opportunity to nurture more downtown businesses around cycling, running, and other similar sports, as well as a wider choice of living to provide housing types that are convenient for the active lifestyle. This Master Plan—and the complementary



ARTS, CULTURE + EDUCATION

Active living is often complemented by a taste for culture. In this context, Northwest Arkansas continues to strengthen its position as a national arts and cultural tourist destination, and amenities such as Rogers Victory Theater, Rogers Historical Museum, and Daisy Museum provide both the assets and the opportunity to take advantage of that position.

This arts ecosystem provides another "stage" for the Theater of CoolTM. It is reinforced by an expanding culinary scene, an evolving nightlife and activated streets through event series such as Third Friday, Frisco Festival, Rogers Restaurant Week and the Rogers Farmers Market. In addition, the investment in the new Rogers Bike Park and Lake Atalanta project solidify Downtown Rogers as a major destination. The new public space plan will provide a linkage of these

organic, often ad hoc activities. The Catalytic Infrastructure recommendation below can lead to early implementation of small pocket spaces primarily in the Frisco Front.

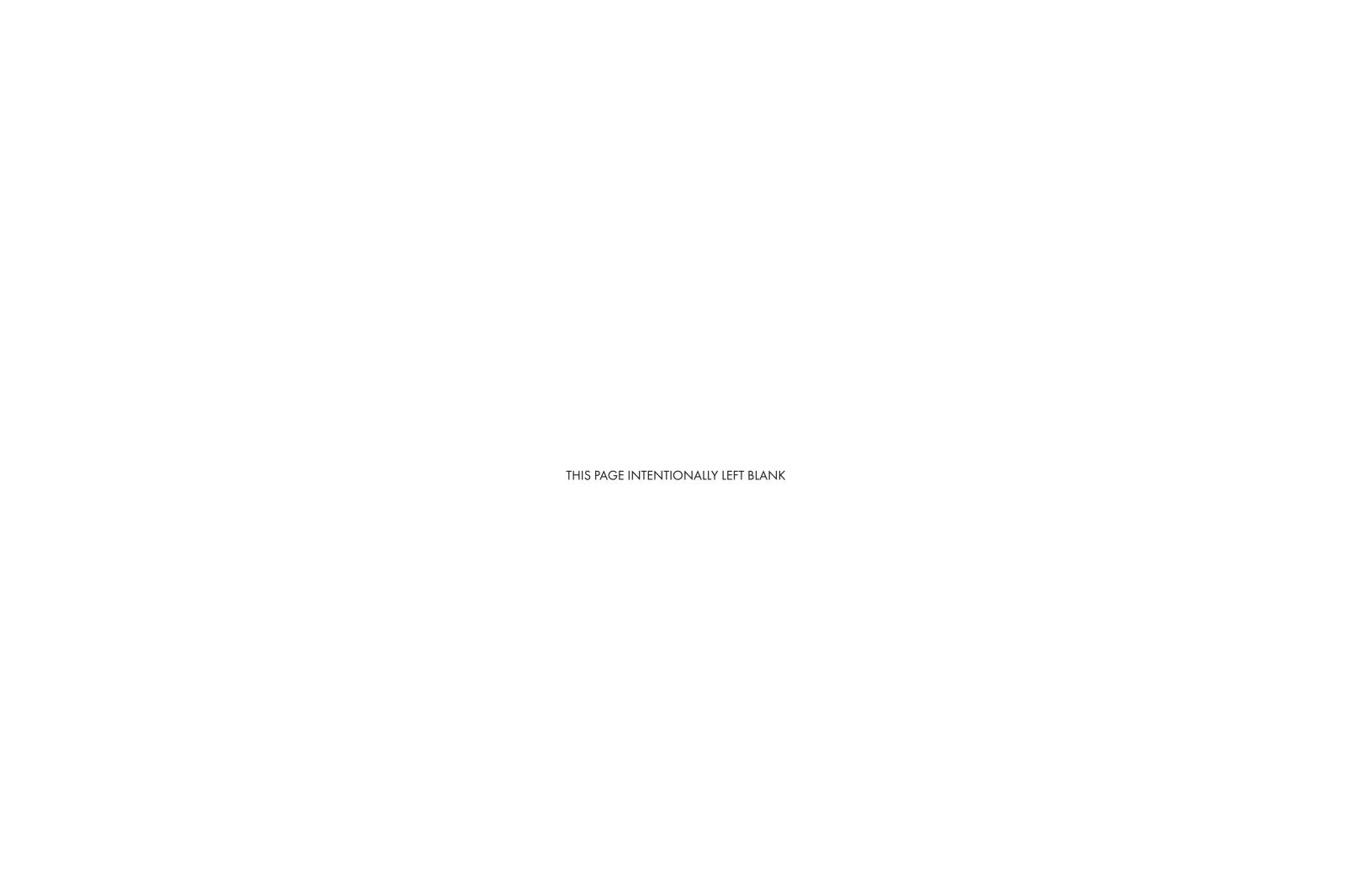
Education also plays a significant role in drawing people to not just visit, but live in the Downtown area. The Arkansas Arts Academy, a nationally recognized arts institution with high academic standards serving K-12 as a public charter school, provides a continuum of learning through art, drama and music. This state and federally funded school has an enrollment open to any child within the Northwest Arkansas area and is now the second largest charter school in Arkansas. Also located Downtown, Tillery Elementary boasts one of the highest teacher/student ratios in the





district and both students and teachers are regularly recognized and awarded for excellence. A coordination of the arts and education provides an opportunity for further advancement of another story of experiences for downtown.









MARKET SUMMARY

Joining the Gateway Planning Team for the Downtown Rogers Initiative, Catalyst Commercial was tasked to conduct a Market Analysis, which included the examination of national trends of successful downtowns and the identification of opportunities for Downtown Rogers to differentiate itself from the regional market. The purpose of this analysis is to understand current market conditions and provide a fact-based/market-based approach for future planning. The overall goal is to identify uses that can support long-term sustainability and use supporting data to find new opportunities that can complement the existing greater downtown in context of the local and regional market.

As part of this analysis, Catalyst:

- Examined the historic, current and projected demographic and employment conditions in the region, city and study area;
- Explored the capacity for retail, office and housing in greater Downtown Rogers;
- Benchmarked the characteristics of successful downtowns across the nation with attributes similar to the Northwest Arkansas regional context;
- Worked with the Gateway Planning Team to understand additional catalytic factors that have become apparent as the downtown initiative has unfolded.

Demographic and Economic Characteristics

Northwest Arkansas is the fastest growing region in the state with 27 percent growth in the previous decade and 33 percent growth projected over this decade. Benton County is the fastest growing county in Northwest Arkansas and is projected to increase in population by 51 percent between 2010 and 2020.

More than half of Rogers' population consists of Millennials and Gen X. In fact, Rogers has a larger portion of Millennials than the overall Market Study Area (MSA). Nearly 30 percent of the

population is classified as Millennial. As Millennials enter the workforce and housing market, their accompanying social and cultural shifts will impact the local and regional market for housing and retail preferences. A 2014 poll by the American Planning Association found that 56 percent of Millennials and 46 percent of active Baby Boomers would prefer to someday live in a walkable community, whether in an urban, suburban or small town location.

Strong economic conditions are driving much of the growth in the region. The Fayetteville-Springdale-Rogers MSA recently ranked second in the nation in short-term job growth. The MSA unemployment rate is 4.5 percent compared to 6.3 percent for the U.S. and 6.1 percent for the State of Arkansas. An additional 6,000 new jobs are projected for the region over the next two years due to economic growth. The fastest growing industries include administrative and support, management, arts, professional and scientific and technical services, and health care.

Residential Market

Catalyst estimated the projected annual demand for multi-family and owner-occupied housing products in greater Downtown Rogers. This analysis included a review of the performance and characteristics of existing and planned supply of multi-family development in order to forecast the market capture, product mix and recommended price range.

Based upon historical demand and estimated growth in the region, the City of Rogers has potential to capture approximately 370 units of owner-occupied residential uses annually The largest portion of this demand, 190 units, will be for units ranging in value between \$100,000 and \$200,000. A substantial portion of this demand, 120 units, will be for higher valued homes ranging from \$300,000 to \$400,000. Downtown Rogers can capture 10 to 20 units annually though absorption of owner-occupied residential downtown units will depend on the context of the development.

Rogers is projected to have the potential to absorb 290 units of multi-family per year. However, the majority of for-rent product demand will be for rents of \$750 per month or less. The strong surge of



Gen X and Millennials creates a strong propensity for downtown demand, but the majority of this cohort is rent sensitive. Downtown Rogers can likely absorb 30 to 69 multi-family units each year. However, market rents need to reach firstclass rates of \$1.05 per square foot or more in order to stimulate new construction activity in the downtown market, but downtown could support redevelopment of existing buildings depending on acquisition costs and development expenses. Opportunities to bridge the new-construction economic gap include:

- Integration of market rate retail and office in the building;
- Utilization of public-private partnerships;
- Mixed-rate housing; and
- Creative financing tools.

Office Development Opportunities

Catalyst examined the general market outlook and potential for additional office inventory in the study area. The analysis included recent trends in inventory, vacancy, absorption and pricing. The performance of existing office, planned inventory and recent transactions were included in the assessment. Rogers has the second lowest rent rates in the region. However, strong growth is expected in the office market over the next several quarters fueled by a positive economic outlook and population and job growth throughout the region.

The office market demand is modest, however Downtown is competitive and the physical characteristics could be made attractive to a large portion of the smalloffice market. Under existing conditions, downtown is only projected to absorb 2,600 square feet of space per year. As Daniel Hintz characterizes it, "the Theater of CoolTM" can increase office attraction and absorption in Downtown Rogers. A hip, high-density environment is increasingly popular with businesses seeking to recruit highly skilled employees that want an urban walkable lifestyle. Co-working space and incubators can be independent catalysts to anchor space and create strong human capital hubs.

Retail Development Opportunity

Rogers has a strong base of existing retail. Destination stores such as Cabela's, Coach, Pottery Barn and Williams Sonoma create a regional draw to the community. Consumers throughout the region are willing to make special trips

"Consumers throughout the region are willing to make special trips to Rogers solely for the purpose of shopping..."

to Rogers solely for the purpose of shopping at these locations, even when the distance or location is not convenient. Existing retail attraction factors create an opportunity for Downtown Rogers to attract local boutique and large credit regional retailers.

Regional Retail Influences

The Northwest Arkansas corridor along I-49 consists of a series of towns offering an array of retail services. The southernmost city along this concentrated Northwest Arkansas corridor is Fayetteville, home to the University of Arkansas Fayetteville's population of nearly 80,000 coupled with its large student population and visitor draw provides the city with a strong retail base. This retail base is comprised of not only national retail chains, but also a unique mix of niche restaurants and drinking establishments. The combination of a large student population and a strong visitor base will continue to provide for Fayetteville's retail viability moving forward.

With nearly the same population of Fayetteville, Springdale also offers an array of national restaurant and retail chains, especially along I-49 on the city's western edge. With a strong local industry base and the relative ease of commuting to the other cities along the corridor, Springdale serves primarily as a bedroom community. Given this appeal, Springdale's retail base is primarily composed of traditional neighborhood retail centers with some national chains located along I-49.

Located further to the north, Bentonville, roughly half the size of Fayetteville and Springdale, features an alluring, traditional downtown district with numerous boutique restaurants and retailers that provides for some regional retail pull. In addition to the downtown district, Bentonville's dominating Wal-Mart headquarters presence creates an intense level of corporate and office concentration. This strong employment and corporate base in turn creates and will continue to provide the ability to sustain a vigorous retail presence.

With a population just over 60,000, Rogers also has a strong national retail

presence, most of which is located along I-49 in the city's western half. Moving towards the city center, Rogers offers some larger retail typologies, such as a mall (Frisco Station) as well as a mix of neighborhood centers. Rogers also features a historic downtown district, which could potentially serve a similar service as the downtown district found in Bentonville. Rogers has the potential to create a destination retail market that combines a uniquely attractive downtown and historic infrastructure with boutique retail and restaurants.

In Rogers, retail demand can be traced to five distinct drivers: local residents, commuter traffic, workforce expenditures, visitor attractions, and the college student population. A majority of retail demand stems from the local residential population base. Commuter traffic is also a source of retail demand, which is generated by commuters that pass by a location and a certain percentage of those commuters are potential customers. Area workforce is also a source of retail demand. Recent studies calculated the weekly spending patterns of workforce populations, specifically convenience items, dining and other workforce related purchases. Visitors can also be a strong source of retail demand. This would come from regional and non-regional visitors who can provide additional retail demand. Nearby colleges have a large daily population on campus, which creates demand for off-site venues for professional and personal gathering spaces and creates opportunity to capture retail expenditures for household goods and services, dining and entertainment.

The total unmet retail demand was examined across retail categories for residents living 0 to 3 miles from the study area, 3 to 5 miles from the study area, and 5 to 10 miles from the study area. The potential capture of unmet retail demand was estimated based on average distance traveled for each retail category. There is a potential for the study area to support 72,000 square feet of additional retail goods and services due to residential demand.

The existing regional visitor economy is strong. Benton County attracted over 1.2 million visitor trips in 2013 who spent an aggregated \$286 million. The capture of a portion of the existing visitor economy will support additional retail, arts, and cultural events in Downtown Rogers. Every 170,000 visitors attracted to Downtown support an additional 50,000 square feet of retail. Additionally, the existing destination retailers pull retail expenditures throughout the region into Rogers. This retail attraction factor creates an opportunity for Downtown to attract local boutique and large credit retailers and restaurants.

There are over 590 businesses that employ nearly 3,600 workers within a five-

minute drive of the study area. Existing annual workforce expenditures on retail and restaurants are approximately \$36 million. A quality development may easily capture 10 percent of potential retail expenditures from the local workforce, which is over \$2.4 million in retail expenditures, excluding transportation and online spending. These expenditures may support an additional 10,600 square feet of retail.

The existing visitor economy, residential market and potential to capture workforce and student expenditures provide support for the expansion of retail in Downtown Rogers. Based on these factors, there is potential demand to support 100,000 square feet of retail in the greater market. Downtown Rogers' existing activedestination tenants may attract additional niche tenants to help create retail gravity.

National Benchmarks

The successful downtowns reviewed in this study all have common elements, including an educated workforce, a vibrant entertainment scene, a strong corporate presence, access to public gathering spaces, walkable neighborhoods, multi-modal transportation, mixed housing options, and a mixture of artistic and cultural places and events. Rogers has a strong foundation for the creation of a viable and authentic downtown. The existing niche retail and restaurants validate the market. Historic downtown buildings offer a cultural place with access to existing neighborhood services, recreation, and other desirable amenities. Adjacent neighborhoods create an immediate base for additional commercial services. Super-regional retail destinations attract large numbers of customers, which present additional opportunities to capture local visitors to cross-shop in unique retail, arts and cultural attractions, and niche restaurants in downtown.

As areas are explored in more detail as part of the full downtown initiative, there are several tasks Rogers can undertake to catalyze the downtown area. Utilizing the existing rail network to link Downtown Rogers to Bentonville and Fayetteville can expand access to the local market. Rogers can enhance walkability and street aesthetics, such as park benches, street signs, public art by local artists, and other eye-level attractions that increase foot traffic.

Currently, there are limited housing options near downtown, and efforts to attract a small scale residential development that creates mixed housing options will help attract entrepreneurs, young professionals and active baby boomers interested in an office or residence in a live-work-play environment.

A further comparison of downtowns revealed that all the comparable cities have national or strong credit regional/local retail and restaurants in the downtown area. Any development plan should include an economic strategy to increase economic quality. A focus on public-private partnerships or incentives to attract strong restaurants and bar brands will help to create a "destination" element to downtown. Strong local brands such as Table Mesa and Tavola Trattoria in Bentonville, and Bordino's, Theo's, and Wasabi in Fayetteville create a regional draw and attract visitors in search of an authentic local experience.

Another common element among successful downtowns is a central-park or public gathering place. Having a central downtown public meeting place allows for both easier navigation for the residents and tourists, but also for city organizers in terms of coordinating events. Downtown McKinney (TX), which is comparable in size to Downtown Rogers, has a small scale square but is still large enough to host live music, craft fairs and annual events for the regional community. Rogers can enhance public spaces to create a central meeting place that the community identifies as the "heart" of downtown. Additionally, the City can capitalize on events and strengthen programming to create opportunities and encourage social interaction. These opportunities will be explored in more detail through this plan.

DEMOGRAPHICS

Population

Northwest Arkansas is the fastest growing region in the State of Arkansas. The population in the Northwest Arkansas Economic Development District (NWEDD) increased from 456,000 in 2000 to 579,000 in 2010 (a 27 percent increase) compared to nine percent growth for the State of Arkansas over the same time period. 1,2 Growth is projected expand at a faster rate during this decade. The State of Arkansas is projected to increase an additional 13 percent between 2010 and 2020, while the NWEDD is projected to increase an additional 33 percent (up to 771,000) by 2020.

The fastest growing county within Northwest Arkansas is Benton County, which increased from 153,000 to 221,000 (a 44 percent increase) between 2000 and 2010. The population is projected to increase an additional 51 percent to 334,000 by 2020. This growth will fuel demand for housing, retail, restaurants and entertainment throughout Benton County, including Rogers.

Population Projects Table

| | Рорг | ulation Estim | % Growth | | |
|----------------------|------------------|------------------|-----------------|-----------------|-----------------|
| | 2000 | 2010 | 2020 | 2000 to 2010 | 2010 to 2020 |
| Arkansas State | 2,673,400 | 2,915,918 | 3,286,838 | 9% | 13% |
| Benton County | 153,406 | 221,339 | 334,330 | 44% | 51% |
| Washington County | 1 <i>57,7</i> 15 | 203,065 | 269,847 | 29% | 33% |
| NWEDD | 456,064 | <i>57</i> 9, 161 | <i>77</i> 1,009 | 27% | 33% |

Source: University of Arkansas Little Rock Institute for Economic Advancement

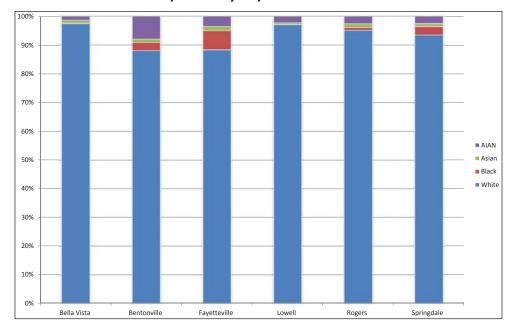
Race + Ethnic Composition

Currently, the majority of the population in Northwest Arkansas is white. This

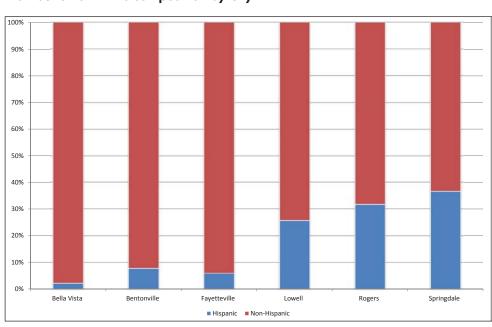
¹ Northwest Arkansas Economic Development District includes Boone, Baxter, Benton, Carroll, Madison, Marion, Newton, Searcy and Waashington County

² University of Arkansas Little Rock Institute for Economic Advancement

Distribution of Racial Composition by City



Distribution of Ethnic Composition by City



Projected Population Composition in Arkansas, NWEDD, Benton County, Washington County 2011 - 2020

| | 2011 | 2012 | 2013 | 2014 | 2015 | 2016 | 2017 | 2018 | 2019 | 2020 |
|-----------------|------|------|------|------|------|------|------|------|------|------|
| Arkansas State | • | | | | • | | | | | |
| White | 77% | 76% | 76% | 76% | 75% | 74% | 74% | 74% | 73% | 73% |
| Black | 15% | 15% | 16% | 16% | 16% | 16% | 16% | 16% | 16% | 16% |
| Other | 8% | 8% | 8% | 9% | 10% | 10% | 10% | 10% | 11% | 11% |
| Hispanic | 7% | 7% | 7% | 8% | 8% | 8% | 9% | 9% | 10% | 10% |
| Benton County | | | | | | | | | | |
| White | 82% | 81% | 80% | 80% | 76% | 75% | 75% | 74% | 73% | 73% |
| Black | 1% | 1% | 2% | 2% | 2% | 2% | 3% | 3% | 4% | 5% |
| Other | 17% | 18% | 18% | 18% | 22% | 22% | 22% | 23% | 23% | 23% |
| Hispanic | 16% | 16% | 17% | 18% | 18% | 18% | 19% | 19% | 20% | 21% |
| Washington Coun | ty | | | | | | | | | |
| White | 79% | 78% | 77% | 77% | 74% | 73% | 73% | 72% | 71% | 71% |
| Black | 3% | 3% | 3% | 3% | 4% | 4% | 4% | 4% | 4% | 4% |
| Other | 18% | 19% | 19% | 20% | 22% | 23% | 24% | 24% | 25% | 25% |
| Hispanic | 16% | 17% | 17% | 18% | 18% | 19% | 20% | 21% | 22% | 23% |
| NWEDD | | | | | | | | | | |
| White | 84% | 83% | 83% | 82% | 79% | 79% | 78% | 77% | 77% | 76% |
| Black | 2% | 2% | 2% | 2% | 2% | 3% | 3% | 3% | 4% | 4% |
| Other | 14% | 15% | 15% | 16% | 18% | 19% | 19% | 19% | 20% | 20% |
| Hispanic | 13% | 13% | 14% | 14% | 15% | 15% | 16% | 16% | 17% | 18% |

population category makes up nearly 90 percent or more of the total population in every city in Northwest Arkansas. However, the white population is the slowest growing population in the state and region. The white population is projected to increase by six percent in the state, 17 percent in Northwest Arkansas and 28 percent in Benton County between 2011 and 2020. However, this population is projected to continue to make up over two-thirds of the population in the State and NWA Region through 2020.

Race and ethnicity are considered separate and distinct identities. Over 20 percent of the population in Rogers, Lowell and Springdale identify as Hispanic in origin. The regional ethnic population mix represents the national experience,

reflecting rapid growth in the Hispanic population. The State of Arkansas Hispanic population is projected to increase by 70 percent between 2010 and 2020 and expand to 10 percent of the state population. This Hispanic population is projected to increase by 78 percent in NWEDD and 87 percent in Benton County over this same time frame. In terms of the proportion of total residents, the Hispanic population will expand to 20 percent of the total population in NWEDD and 23 percent in Benton County.

These demographic changes and the accompanying social and cultural shifts will impact the national and regional market for housing and retail preferences. Hispanics tend to shop less frequently but spend more per trip and are less likely

to purchase promotional sales.³ Multiple studies indicate Hispanic shoppers tend to purchase a larger share of health and beauty products and baby products. While Hispanic buying patterns are differentiated from the overall U.S. purchases, they are just as likely to purchase name brands as the general market and in some categories are more likely to purchase name brands. Studies also indicate that Hispanics tend to shop at Wal-Mart more than local Hispanic markets.

These demographic composition changes will also impact housing preferences. White buyers tend to purchase smaller home and larger lots than non-white buyers. A 2014 study by the National Association of Home Builders (NAHB) examined how housing preferences are affected by homebuyers' racial and ethnic background. White buyers want a median of 2,200 square feet, while African Americans want 2,700 square feet, Hispanics want 2,400 square feet, and Asians want 2,300 square feet. Significantly higher percentages of Asians (64 percent), African Americans (49 percent), and Hispanics (44 percent) would be satisfied with a small 1/8 acre lot size, compared to white buyers (38 percent). Given a choice between single-story, split-level, and two-story homes, large portions of White (61 percent) and Hispanic (48 percent) homebuyers were found to prefer single-story homes. A plurality of Asian (48 percent) and African American (44 percent) buyers were found to prefer two-story homes.

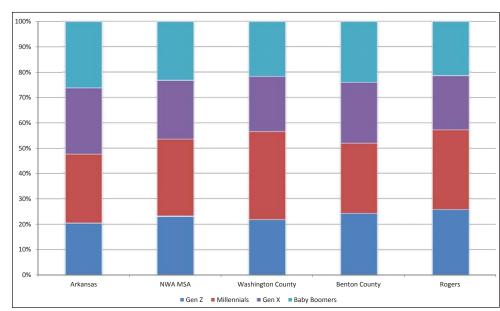
Age

Northwest Arkansas has a younger population than the Arkansas average. In Arkansas, 47 percent of the population is under 34 years of age, compared to 53 percent in the Fayetteville-Springdale-Rogers MSA, and 51 percent in Benton County, and 56 percent in Rogers.

The Millennial households in and near Rogers are located closer to Downtown. More than half of the Rogers population is Millennial and Gen X. Rogers has a slightly larger portion of Millennials than the MSA with just over 30 percent of the population.

The career advancement of Millennials and the retirement of Baby Boomers will affect spending preferences, including home purchases, in the region. These generational cohorts are driving demand for mixed-uses and communities that provide multi-modal transportation alternatives. According to the Pew

Distribution of Generational Cohort 2012 Rogers, Benton County, Washington County, NWA MSA, Arkansas



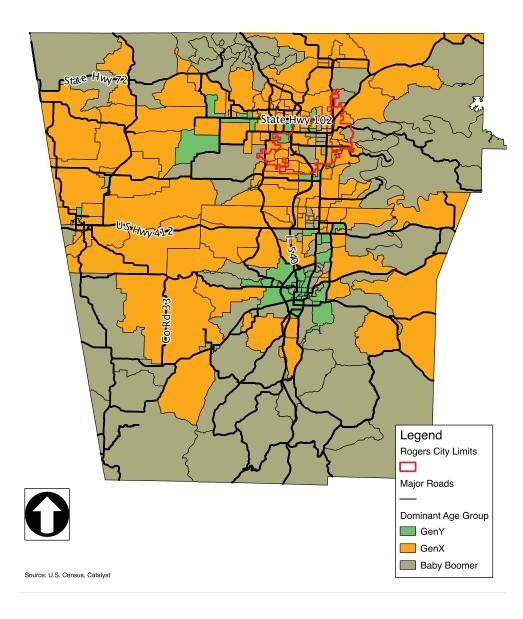
Distribution of Population by Age Cohort, 2012

| | Gen Z | Millennial | Gen X | Baby Boomers |
|-------------------|--------|------------|--------|--------------|
| Arkansas | 20.20% | 26.70% | 26.10% | 25.90% |
| NWA MSA | 22.70% | 29.90% | 25.80% | 22.80% |
| Washington County | 21.60% | 34.30% | 24.50% | 21.40% |
| Benton County | 23.60% | 27.00% | 26.80% | 23.40% |
| Rogers | 25.30% | 31.00% | 26.10% | 21.00% |

Institute, the three dominant preferences of the Baby Boomers are connection with neighbors, convenience, and customization. A 2014 poll by the American Planning Association found that 56 percent of Millennials and 45 percent of active Baby Boomers would prefer to someday live in a walkable community, whether it is an urban, suburban, or small town location.

Income

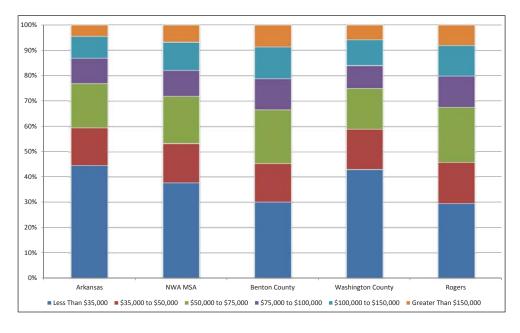
Rogers has a slightly higher income range than the region. Over 50 percent of



Dominant Age Group by Block Group

³ State of the Hispanic Consumer: The Hispanic Market Imperative, Nielson, 2012

Distribution of Household Income 2012 Arkansas, NWA MSA, Benton County, Washington County, Rogers



households in both Rogers and Benton County have an income of \$50,000 or greater compared to 46 percent of households in Fayetteville-Springdale-Rogers MSA and 40 percent in Arkansas.

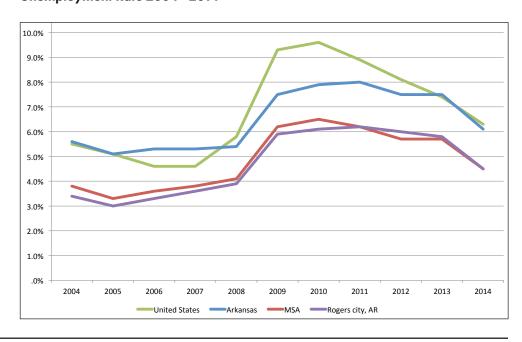
The median household income in Rogers is \$51,000 compared to \$45,000 in the Fayetteville-Springdale-Rogers MSA and \$40,000 in the State of Arkansas. The current median household income in Downtown Rogers is \$39,000.

ECONOMY

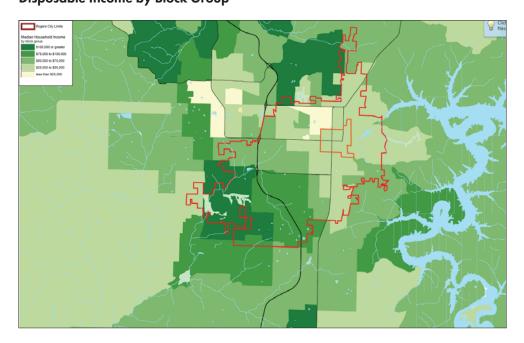
The Northwest Arkansas economy continues to outperform the State and other comparable regions. The Fayetteville-Springdale-Rogers MSA unemployment rate is 4.5% compared to 6.3% for the nation and 6.1% for the State of Arkansas. Employment in the MSA increased by 4,400 jobs between January 2013 and January 2014 to a new peak of 217,000. The NWA MSA recently ranked second in the nation in short-term job growth.⁴ Over the last two years, Rogers, Bentonville, Springdale, and Fayetteville have combined to create 94 percent of the jobs created in Arkansas' ten largest cities.

An additional 6,000 new jobs are projected for the region over the next two years due to economic growth. The fastest growing industries include administrative and support (7% growth), management of companies (6% growth), arts (5% growth), professional scientific and technical services (5% growth), and health care (4% growth). Over 9,000 new job openings are projected after accounting for both new openings and replacement openings. The fastest growing occupations include science, computer and math, business and financial operations, personal care and legal

Unemployment Rate 2004 - 2014

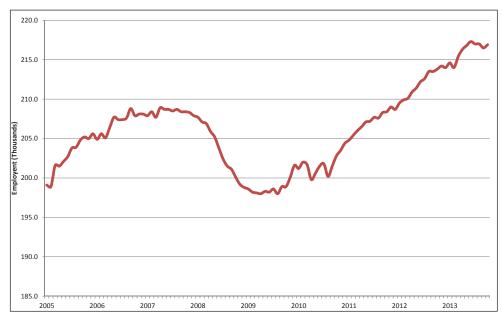


Disposable Income by Block Group

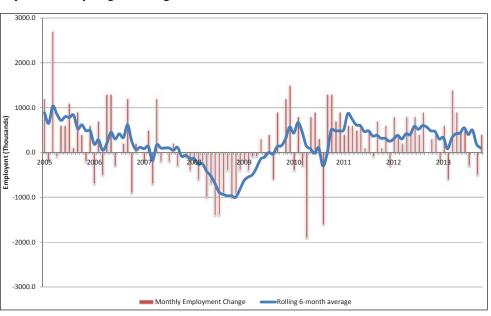


⁴ Milking Institute Best Performing Cities Rank 2013

Employment Fayetteville-Springdale-Rogers MSA



Employment Change Fayetteville-Springdale-Rogers MSA



Projections by Industry

| Industry | 2013 Estimated Employment | 2015 Projected Employment | Net Growth | Percent Growth |
|--|------------------------------|------------------------------|------------|----------------|
| Administrative and Support and Waste Management and Remediation Services | 7,541 | 8,084 | 543 | 7% |
| Management of Companies and Enterprises | 22,288 | 23,547 | 1,259 | 6% |
| Arts, Entertainment, and Recreation | 2,107 | 2,222 | 115 | 5% |
| Professional, Scientific, and Technical Services | 10,061 | 10,574 | 513 | 5% |
| Health Care and Social Assistance | 28,300 | 29,464 | 1,164 | 4% |
| Educational Services | 27,250 | 28,000 | 750 | 3% |
| Retail Trade | 26,997 | 27,696 | 699 | 3% |
| Transportation and Warehousing | 15,405 | 15,747 | 342 | 2% |
| Accommodation and Food Services | 21,715 | 22,156 | 441 | 2% |
| Construction | 8,576 | 8,745 | 169 | 2% |
| Government | 11,094 | 11,252 | 158 | 1% |
| Finance and Insurance | 5,653 | 5,698 | 45 | 1% |
| Other Services (except Government) | 8,132 | 8,189 | 57 | 1% |
| Manufacturing | 33,025 | 33,071 | 46 | 0% |
| Utilities | 1,157 | 1,152 | -5 | 0% |
| Wholesale Trade | 8,541 | 8,410 | -131 | -2% |
| Agriculture, Forestry, Fishing and Hunting | 1,355 | 1,323 | -32 | -2% |
| Real Estate and Rental and Leasing | 2,441 | 2,370 | -71 | -3% |
| Information | 2,425 | 2,349 | -76 | -3% |
| Mining | 143 | 120 | -23 | -16% |
| Total All Industries | 244,206 | 250,169 | 5,963 | 2% |

Projections by Occupation

| Occupation | 2013 Estimated Employment | 2015 Projected Employment | Net Growth | Percent Growth | Annual Openings Growth | Annual Openings Replacement | Annual Openings Total |
|--|------------------------------|------------------------------|------------|----------------|------------------------------|-----------------------------------|--------------------------|
| Life, Physical, and Social Science Occupations | 1,169 | 1,226 | 57 | 5% | 30 | 36 | 66 |
| Computer and Mathematical Occupations | 7,276 | 7,616 | 340 | 5% | 170 | 120 | 290 |
| Business and Financial Operations Occupations | 13,787 | 14,389 | 602 | 4% | 302 | 246 | 548 |
| Personal Care and Service Occupations | 8,491 | 8,815 | 324 | 4% | 177 | 162 | 339 |
| Legal Occupations | 1,575 | 1,632 | 57 | 4% | 28 | 23 | 51 |
| Healthcare Support Occupations | 6,487 | 6,705 | 218 | 3% | 109 | 110 | 219 |
| Healthcare Practitioners and Technical Occupations | 12,496 | 12,901 | 405 | 3% | 202 | 233 | 435 |
| Community and Social Service Occupations | 16,388 | 16,897 | 509 | 3% | 58 | 77 | 135 |
| Building and Grounds Cleaning and Maintenance Occupations | 8,463 | 8,726 | 263 | 3% | 132 | 156 | 288 |
| Education, Training and Library Occupations | 16,388 | 16,897 | 509 | 3% | 254 | 339 | 593 |
| Protective Service Occupations | 3,144 | 3,223 | 79 | 3% | 40 | 96 | 136 |
| Architecture and Engineering Occupations | 2,594 | 2,657 | 63 | 2% | 32 | 58 | 90 |
| Food Preparation and Serving Related Occupations | 21,479 | 21,888 | 409 | 2% | 204 | 910 | 1,114 |
| Installation, Maintenance, and Repair Services | 9,792 | 9,957 | 165 | 2% | 92 | 218 | 310 |
| Office and Administrative Support Occupations | 38,176 | 38,812 | 636 | 2% | 362 | 836 | 1,198 |
| Construction and Extraction Occupations | 9,169 | 9,305 | 136 | 1% | 74 | 151 | 225 |
| Transportation and Material Moving Occupations | 25,139 | 25,509 | 370 | 1% | 191 | 522 | 713 |
| Sales and Related Occupations | 26,543 | 26,919 | 376 | 1% | 208 | 876 | 1,084 |
| Arts, Design, Entertainment, Sports, and Media Occupations | 3,015 | 3,036 | 21 | 1% | 22 | 72 | 94 |
| Production Occupations | 22,937 | 23,082 | 145 | 1% | 134 | 453 | 587 |
| Management Occupations | 27,776 | 27,800 | 24 | 0% | 199 | 488 | 687 |
| Farming, Fishing, and Forestry Occupations | 1,414 | 1,383 | -31 | -2% | 2 | 38 | 40 |
| Total All Occupations | 270,976 | 276,259 | 5,283 | 2% | 3,022 | 6,220 | 9,242 |

RENTAL DEMAND ANALYSIS

The Northwest Arkansas apartment market remained strong in 2013 with high occupancy rates and rising rents. At year-end 2013, the overall occupancy rate for Northwest Arkansas averaged 96.5 percent, down from 97 percent in 2012. Overall rental rates increased 3.3 percent for Northwest Arkansas. Rogers was the only submarket in Northwest Arkansas that did not have an increase in rental rates. The region is projected to have continued job growth and a low unemployment rate, which will continue to create housing demand. Currently, Rogers has demand for additional inventory due to household growth and high occupancy of existing developments. However, low rental rates will limit investment in new developments.

Occupancy and Rental Rates

The average rental rate at year-end 2013 increased 3.3 percent, up \$19 to \$591 per month. The largest increase in rents was for one-bedroom units. The only decrease was for four-bedroom units. The two submarkets that command the highest rents are Fayetteville and Bentonville, with one-bedroom units averaging \$0.87 per square foot and \$0.84 per square foot. Rental rates in Rogers remained flat at \$0.82 per square foot.

The overall occupancy for Northwest Arkansas is 96.5 percent, down from 97 percent the previous year. The Rogers submarket had the highest occupancy rate, increasing from 97.5 percent to 98.5 percent. The Bentonville submarket had the lowest occupancy rate at 93.5 percent.

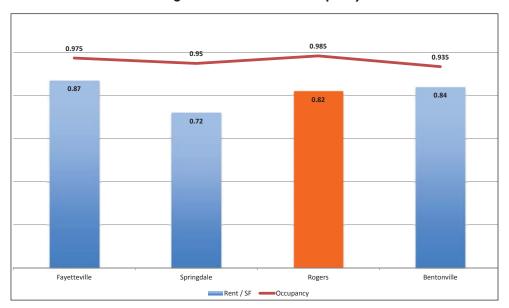
Sales Activity and New Construction

There were six sales transactions over 50 units in size in the region, which is still below the pre-recession levels of seven sales per year. The sales prices were impacted by age, with the oldest units trading for the lowest price. There was one sale for a 1980s property, which sold for \$27,000 per unit down from \$42,000 per unit in 2011. Four of the sales in 2013 were built since 2005 with prices that ranged between \$37,000 and \$73,000 per unit. The sales volume in upcoming years will likely exceed historical trends as high occupancy rates and strong economic factors attract regional and national investors to the region.

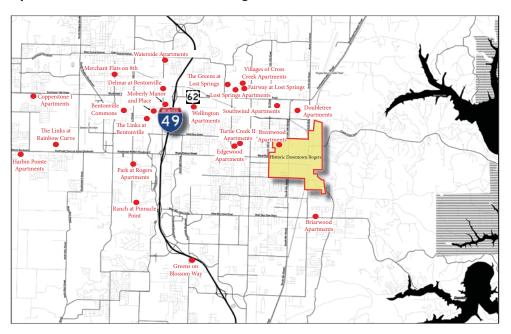
In 2013, there was one new development, Copperstone Phase II in Bentonville.

The Copperstone development added 96 units to the submarket and influenced the decrease in occupancy in Bentonville. Another development, the Trails at Rainbow Curve, is a 487 unit development planned for Bentonville. ERC just

Northwest Arkansas Average Rental Rates and Occupancy



Apartments in Northwest Arkansas Region



completed Thrive, a mixed-use project in downtown Bentonville, which consists of 62 units and ground floor restaurants and retail.

Multifamily Existing Supply

There are 22 multifamily developments in the Greater Rogers/Bentonville market. The average age of these developments is 15 years, and only five of these developments have been built since 2008. The average market rent is \$0.75 per square foot. Rents for multifamily developments near Downtown Rogers are less than \$0.70 per square foot. These low rents create impediments

List of Apartments in Northwest Arkansas

| Rate | Est. Yr. Built | # of Units |
|--------|---|---|
| \$1.28 | 2007 | 142 |
| \$1.02 | 2007 | 392 |
| \$0.86 | 2008 | 196 |
| \$0.85 | 2007 | 250 |
| \$0.84 | 2008 | dnd |
| \$0.78 | 2001 | 432 |
| \$0.73 | 2009 | 492 |
| \$0.70 | 2005 | 32 |
| \$0.69 | 2008 | 188 |
| \$0.63 | 1983 | 80 |
| \$0.63 | 1983 | 128 |
| \$0.63 | 1990 | 336 |
| \$0.62 | 1986 | 96 |
| \$0.62 | 1991 | 108 |
| \$0.61 | 1994 | 180 |
| \$0.61 | 2009 | dnd |
| \$0.60 | 1997 | 120 |
| \$0.57 | 2007 | dnd |
| \$0.54 | 1993 | 240 |
| \$0.51 | 1994 | 72 |
| dnd | 1997 | 216 |
| dnd | 1993 | 156 |
| dnd | 2009 | dnd |
| | \$1.28 \$1.02 \$0.86 \$0.85 \$0.84 \$0.78 \$0.70 \$0.69 \$0.63 \$0.63 \$0.63 \$0.62 \$0.62 \$0.62 \$0.61 \$0.61 \$0.60 \$0.57 \$0.51 dnd | \$1.28 2007 \$1.02 2007 \$0.86 2008 \$0.85 2007 \$0.84 2008 \$0.78 2001 \$0.73 2009 \$0.70 2005 \$0.69 2008 \$0.63 1983 \$0.63 1983 \$0.63 1990 \$0.62 1986 \$0.62 1991 \$0.61 1994 \$0.61 2009 \$0.60 1997 \$0.57 2007 \$0.54 1993 \$0.51 1994 dnd 1997 dnd 1997 |

Benton County Estimated Annual Demand Potential for Multifamily Residential // Based on 2013 - 2020 County Demographic Trends

| Monthly Rent | \$500 | \$ <i>7</i> 50 | \$1,000 | \$1,500 | \$2,000 | |
|--|----------------|----------------|-------------------|-------------------|-----------|--------|
| | \$ <i>7</i> 50 | \$1,000 | \$1,500 | \$2,000 | And Up | |
| Qualifying Income | Less Than | \$35,000 | \$50,000 | \$ <i>7</i> 5,000 | \$100,000 | |
| | \$35,000 | \$50,000 | \$ <i>7</i> 5,000 | \$100,000 | And Up | Total |
| 2013 Total Households ¹ | | | 86,780 | | | |
| 2020 Total Households ¹ | | | 96,102 | | | |
| Avg. Annual Household Growth | | | 1,864 | | | |
| New Household Growth | | | | | | |
| Total Annual New Households ¹ | 1,864 | 1,864 | 1,864 | 1,864 | 1,864 | 1,864 |
| % Income Qualified | 31% | 18% | 19% | 13% | 20% | 100% |
| # Income Qualified | 583 | 327 | 347 | 241 | 366 | 1,864 |
| Renter Propensity | 47% | 33% | 26% | 18% | 12% | 30% |
| Qualified New Households | 272 | 107 | 90 | 43 | 45 | 557 |
| Existing Owner Household | | | | | | |
| Total Households ¹ | 86,780 | 86,780 | 86,780 | 86,780 | 86,780 | 86,780 |
| % Income Qualified ² | 31% | 18% | 19% | 13% | 20% | 100% |
| Owner Propensity ² | 49% | 67% | 68% | 82% | 87% | 68% |
| Total Owner Households | 13,383 | 10,254 | 11,041 | 9, 197 | 14,903 | 58,777 |
| Annual Turnover Rate ² | 9% | 9% | 2% | 6% | 11% | 8% |
| Qualified Owners in Turnover | 1221 | 883 | 218 | 572 | 1570 | 4464 |
| Estimated % Rent vs. Purchase ³ | 72% | 60% | 29% | 46% | 27% | 48% |
| Estimated Owners in Turnover that Rent | 876 | 528 | 62 | 265 | 426 | 2,157 |

| Existing Renters Households | | | | | | |
|---|--------|--------|-------------|--------|--------|--------|
| Total Households ¹ | 86,780 | 86,780 | 86,780 | 86,780 | 86,780 | 86,780 |
| % Income Qualified ² | 31% | 18% | 19% | 13% | 20% | 100% |
| Renter Propensity ² | 47% | 33% | 26% | 18% | 12% | 30% |
| Total Renter Households | 12,681 | 4,968 | 4,172 | 2,022 | 2,103 | 25,945 |
| Annual Turnover Rate ² | 38% | 34% | 37% | 47% | 57% | 39% |
| Qualified Renters in Turnover | 4,814 | 1,683 | 1,539 | 951 | 1,194 | 10,181 |
| Estimated % Rent vs. Purchase | 94% | 52% | 48% | 57% | 11% | 67% |
| Estimated Renters in Turnover that Rent | 4,517 | 875 | <i>7</i> 46 | 541 | 126 | 6,806 |
| Income Qualified Households | | | | | | |
| Total Potential Demand | 5,666 | 1,510 | 897 | 850 | 598 | 9,521 |
| Percent New Renters ³ | 15% | 3% | 3% | 3% | 3% | 10% |
| Total Potential Demand For New | 852 | 45 | 27 | 26 | 18 | 967 |
| City Capture Rate ^{3,4} | 30% | 30% | 30% | 30% | 30% | 30% |
| Total Potential New Multifamily Demand | 255 | 14 | 8 | 8 | 5 | 290 |

¹ ESRI
² U.S. Census American Community Survey
³ U.S. Census American Housing Survey
⁴ U.S. Census Building Permits Survey

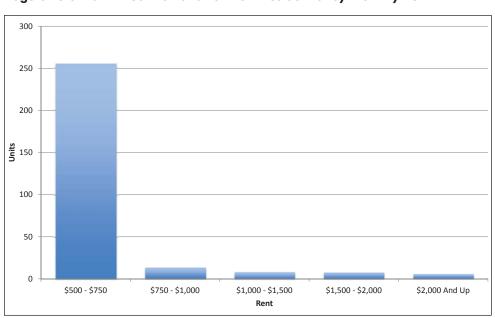
for creation of new developments downtown, but may support loft conversion if acquisition and improvement costs are minimized.

Multifamily Residential Potential Demand

Potential demand for multifamily residential was analyzed by examining current and future household demand for new rental units across multiple income categories in Benton County. Trends were then analyzed to estimate the capture of new rental demand for the City of Rogers. Approximately 1,800 annual new households are projected for Benton County over the next five years. Based on income and recent demand trends, over 550 new households (30 percent of new household growth) are estimated to live in for-rent housing. Of existing households, approximately 58,000 reside in owner-occupied homes and 26,000 households reside in for-rent homes in the County. Of the existing owner households, 4,400 (8 percent) are estimated to move to a new residence each year, and of these movers, 2, 100 (48 percent) will choose to rent upon moving. Of the existing renter households, 10,100 (39 percent) are expected to move each year, and of these movers, 6,800 (67 percent) will rent upon moving.

It is estimated that the City of Rogers has the potential to capture approximately 290 units of new multifamily residential demand annually. However, the

Rogers Potential Annual Demand For-Rent Residential by Monthly Rent



majority of this demand (250 units) will be for rents less than \$750 per month. The demand for units with rents greater than \$750 per month is 35 units per year. Downtown Rogers can likely absorb 30 to 60 multifamily units each year. The context of the development may create increased demand for greater amenities and higher market rents.

EXISTING SINGLE FAMILY RESIDENTIAL MARKET

According to the latest Skyline Report by Arvest Bank, new home occupancy was up 61 percent in the second half of 2013. There were 1,279 new homes occupied in active subdivisions, up from 796 in the first half of 2013.

Building Permits in Northwest Arkansas

| | Number | of Permits | Building Perr | nit Avg. Value |
|--------------------|------------------|------------------|--------------------|--------------------|
| City | 2nd Half 2012 | 2nd Half 2013 | 2nd Half 2012 | 2nd Half 2013 |
| Bella Vista | 13 | 21 | \$207,091 | \$287.095 |
| Bentonville | 277 | 239 | \$266,436 | \$268,964 |
| Bethel Heights | - | 1 | - | \$ <i>7</i> 5,000 |
| Cave Springs | 35 | 56 | \$226,796 | \$206,034 |
| Centerton | 68 | 155 | \$212,639 | \$242,819 |
| Decatur | - | - | - | - |
| Elkins | 4 | 7 | \$107,500 | \$99,143 |
| Elm Springs | 4 | 7 | \$243,500 | \$367,037 |
| Farmington | 21 | 16 | \$215,614 | \$317,558 |
| Gentry | 4 | 1 | \$52,500 | \$112,000 |
| Goshen | 14 | 30 | \$265, <i>7</i> 47 | \$283,175 |
| Gravette | 2 | 3 | - | \$85,667 |
| Greenland | - | - | - | - |
| Johnson | 23 | 11 | \$606,684 | \$556,244 |
| Lincoln | - | - | - | - |
| Little Flock | 5 | 2 | \$359,178 | \$270,000 |
| Lowell | 41 | 43 | \$273,340 | \$301,415 |
| Pea Ridge | 9 | 13 | \$116,104 | \$131,450 |
| Prairie Grove | 14 | 21 | \$94,107 | \$114,831 |
| Rogers | 169 | 180 | \$192,772 | \$192,767 |
| Siloam Springs | 20 | 11 | \$111,400 | \$134 <i>,7</i> 91 |
| Springdale | <i>7</i> 5 | 76 | \$235,340 | \$296,512 |
| Tontitown | 7 | 11 | \$388,881 | \$352,292 |
| West Fork | 6 | 3 | \$73,583 | \$136,333 |
| Northwest Arkansas | 982 | 1,094 | \$236,731 | \$244,575 |

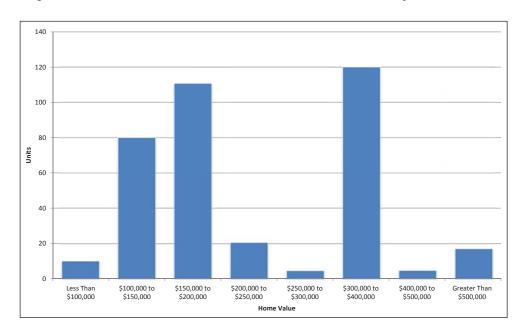
Source: Arvest Bank Skyline Report, February 2014

Both residential building permits and the value of permits are also increasing in Northwest Arkansas. There were 1,094 permits issued in the second half of 2013, up from 982 (11.4 percent) from the same time period in 2012. The average value of permits increased 3.3% from \$236,000 to \$245,000. There were 180 permits issued in Rogers, up from 169 permits in the second half of 2012. Bentonville and Fayetteville were the only two cities with more permits issued than Rogers, with 239 permits and 187 permits, respectively. The average value of permits in Rogers was flat at \$192,700 in the second half of 2013.

Potential For-Purchase Absorption

Potential demand of for-purchase residential was analyzed by examining current and future household demand for new residential units across multiple income categories in Benton County. Trends were then analyzed to estimate the capture of new owner-occupied demand for the City of Rogers. Approximately 1,800 annual new households are projected for Benton County over the next five years. There is projected to be demand for over 1,200 new units for owner-occupied

Rogers Potential Annual Demand for For-Purchase Residential by Home Value



Estimated Annual Demand Potential for Purchase Residential // Based on 2013 - 2020 County Demographic Trends

| Home Value | Less Than | \$100,000 | \$150,000 | \$200,000 | \$250,000 | \$300,000 | \$400,000 | \$500,000 | |
|---|-----------------|-----------------|-----------------|-----------------|-----------------|-----------------|-----------------|-----------------|-----------------|
| | \$100,000 | \$150,000 | \$200,000 | \$250,000 | \$300,000 | \$400,000 | \$500,000 | And Above | |
| Qualifying Income | Less Than | \$40,000 | \$65,000 | \$90,000 | \$110,000 | \$125,000 | \$150,000 | \$200,000 | |
| | \$40,000 | \$65,000 | \$90,000 | \$110,000 | \$125,000 | \$150,000 | \$200,000 | | Total |
| 2013 Total Households ¹ | | • | • | • | 86,780 | • | • | • | • |
| 2020 Total Households ¹ | | | | | 96,102 | | | | |
| Avg. Annual Household Growth | | | | | 1,864 | | | | |
| New Household Growth | | | | | | | | | |
| Total Annual New Households ¹ | 1,864 | 1,864 | 1,864 | 1,864 | 1,864 | 1,864 | 1,864 | 1,864 | 1,864 |
| % Income Qualified | 38% | 24% | 13% | 9% | 3% | 5% | 3% | 4% | 100% |
| # Income Qualified | 701 | 452 | 247 | 176 | 61 | 84 | 61 | 83 | 1,864 |
| Owner Propensity | 51% | 71% | 77% | 79% | 96% | 75% | 100% | 96% | 68% |
| Qualified New Households | 356 | 319 | 189 | 138 | 58 | 63 | 61 | 79 | 1,263 |
| Existing Owner Household | | | | | | | | | |
| Total Households ¹ | 86,780 | 86,780 | 86,780 | 86,780 | 86,780 | 86,780 | 86,780 | 86,780 | 86,780 |
| % Income Qualified² | 38% | 24% | 13% | 9% | 3% | 5% | 3% | 4% | 100% |
| Owner Propensity ² | 51% | 71% | 77% | 79% | 96% | 75% | 100% | 96% | 68% |
| Total Owner Households | 16,548 | 14,842 | 8,794 | 6,425 | 2,723 | 2,930 | 2,835 | 3,682 | 58,777 |
| Annual Turnover Rate ² | 10% | 5% | 3% | 10% | 6% | 7% | 22% | 11 % | 8% |
| Qualified Owners in Turnover | 1577 | 745 | 235 | 671 | 163 | 193 | 630 | 413 | 4,627 |
| Estimated % Rent vs. Purchase ³ | 18% | 28% | 42% | 51% | 65% | 95% | 78% | 84% | 44% |
| Estimated Owners in Turnover that Purchase | 278 | 210 | 98 | 342 | 107 | 182 | 491 | 348 | 2,0.56 |
| Existing Renter Households | | | | | | | | | |
| Total Households ¹ | 86, <i>7</i> 80 |
| % Income Qualified ² | 38% | 24% | 13% | 9% | 3% | 5% | 3% | 4% | 100% |
| Renter Propensity ² | 46% | 25% | 23% | 21% | 3% | 25% | 0% | 4% | 30% |
| Total Renter Households | 15,037 | 5,305 | 2,621 | 1, <i>7</i> 49 | 83 | 983 | 0 | 167 | 25,945 |
| Annual Turnover Rate ² | 40% | 35% | 31% | 32% | 30% | 55% | 48% | 45% | 38% |
| Qualified Renters in Turnover | 5,973 | 1,854 | 818 | 557 | 25 | 540 | 0 | 75 | 9,842 |
| Estimated % Purchase vs. Rent ³ | 9% | 26% | 40% | 47% | 57% | 67% | 58% | 60% | 21% |
| Estimated Renters in Turnover that Purchase | 530 | 491 | 328 | 262 | 14 | 359 | 0 | 45 | 2,029 |
| Income Qualified Households | | | | _ | | | | | _ |
| Total Potential Demand | 1,164 | 1,020 | 615 | 742 | 180 | 605 | 552 | 472 | 5,348 |
| Percent New Buyers ³ | 3% | 27% | 62% | 10% | 9% | 68% | 3% | 12% | 24% |
| Total Potential Demand for New Units | 35 | 275 | 380 | 71 | 16 | 412 | 17 | 59 | 1,264 |
| City Capture Rate ^{3,4} | 29% | 29% | 29% | 29% | 29% | 29% | 29% | 29% | 29% |
| Total Potential New For-Purchase Demand | 10 | 80 | 111 | 21 | 5 | 120 | 5 | 17 | 369 |
| | | | | | | | | | |

² U.S. Census American Community Survey

³ U.S. Census American Housing Survey

⁴ U.S. Census Building Permits Survey

housing. Of existing households, approximately 58,000 (68 percent) reside in owner-occupied homes and 26,000 households reside in for-rent homes in the County. Of the existing owner households, 4,600 (8 percent) are estimated to move to a new residence each year, and of these movers, 2,000 (44 percent) will choose to purchase upon moving. Of the existing renter households, 9,800 (38 percent) are expected to move each year, and of these movers, 2,000 (21 percent) will purchase upon moving.

It is estimated that the City of Rogers has the potential to capture approximately 370 units of new for-purchase residential demand annually. The largest portion of this demand, 190 units, will be for units ranging in value between \$100,000 and \$200,000. Downtown Rogers can capture 10 to 20 units, annually. Though absorption of owner-occupied residential downtown will depend on the context of the development.

RETAIL DEMAND

Rogers is home to some of the top shopping centers in the region. Destination stores such as Cabela's, coach, Pottery Barn, and William's Sonoma create a regional draw to the community. Consumers throughout the region are willing to make special trips to Rogers solely for the purpose of shopping at these locations, even when the distance or location is not convenient. Smaller stores gravitate toward the areas surrounding these destination retailers to leverage the existing market.

One way to measure the effectiveness of retail market performance and its ability to draw consumers from outside its borders is the attraction factor. Regions with the ability to attract more non-resident consumers could capture more dollars for the region that supports additional businesses. Regions capturing nonresident dollars benefit from increased employment opportunities and sales tax revenue generated by non-residents. The attraction factor is basically a location quotient that compares the county per capita sales to the state per capita sales or the city per capita sales to the county per capita sales. Counties with per capita sales greater than the per capital sales of the state would result in an attraction factor greater than 1.0, which indicates that the local retail businesses are able to capture more trade from residents outside the county.

In terms of sales per capita, Rogers is one of the strongest markets in the state, with \$24,000 sales per capita compared to \$9,000 per capita in the state and \$15,000 per capita in Benton County. Rogers has a resident population of 60,000, but the trade area captures approximately 88,900 shoppers from the county. Therefore, the Rogers attraction factor is 1.48. In other words, the City

Retail in Northwest Arkansas



of Rogers attracts nearly 50 percent of consumers from outside its city limits. Similarly, Benton County has an attraction factor of 2.01, which indicates it pulls nearly half of its consumer base from outside of the county.

The City of Rogers retail attraction factor creates an opportunity for Downtown Rogers to attract local boutique and large credit regional retailers. Destination retailers, the strong regional visitor economy, growth in the corporate and workforce presence create a strong market that Downtown shops can leverage to attract customers and drive retail sales.

Pull Factor Table

| | Arkansas State | Benton County | Washington County | Rogers | Bentonville | Siloam Springs | Fayetteville | Springdale |
|--------------------|------------------|-----------------|----------------------|-----------------|--------------------------------|------------------------|-----------------|-----------------|
| Population | 2,959,376 | 237,297 | 216,410 | 60, 112 | 40, 167 | 15,856 | 78,960 | <i>7</i> 5,229 |
| Sales Tax | \$1,808,394,306 | \$37,667,551 | \$41,538,073 | \$29,327,809 | \$20 <i>,7</i> 35 <i>,</i> 513 | \$6,049,394 | \$37,098,102 | \$21,500,681 |
| Sales Tax Rates | 6.50% | 1.00% | 1.25% | 2.00% | 2.00% | 2.00% | 2.00% | 2.00% |
| Sales | \$27,821,450,862 | \$3,766,855,100 | \$3,323,045,840 | \$1,466,390,450 | \$1,036 <i>,77</i> 5,650 | \$302,469, <i>7</i> 00 | \$1,854,905,100 | \$1,075,034,050 |
| Sales per Capita | 9,401 | 15,874 | 15,355 | 24,394 | 25,812 | 19,076 | 23,492 | 14,290 |
| Income per Capita | 22,007 | 26, 199 | 23,211 | 25,211 | 31,667 | 18,332 | 25,398 | 18, <i>47</i> 4 |
| Trade Area Capture | 2,959,373 | 477,005 | 372,811 | 88,893 | 78,944 | 15,5 <i>57</i> | 132, 181 | 55,722 |
| Pull Factor | 1.00 | 2.01 | 1.72 | 1.48 | 1.97 | 0.98 | 1.67 | 0.74 |

TRAFFIC GENERATED RETAIL DEMAND

Existing traffic patterns were reviewed within the study area to examine the potential impact on retail in the area. There is a strong traffic flow along the major thoroughfares within close proximity to the study area. The highest traffic counts downtown are on 8th Street south of Walnut Street at 22,000 vehicles per day. There is a substantial amount of traffic flowing through the study area. There are over 15,000 vehicles per day on 8th Street just south of Olive and over 13,000 vehicles per day on 2nd Street just south of Persimmon.

Overall there are nearly 100,000 vehicles per day passing within the study area. These commuters create an additional market demand for retail. The average

City of Rogers Traffic Counts

| Location | Intersection | 24 Hour Traffic Counts |
|--------------------|--------------------|---------------------------|
| 8th Street | South of Walnut | 22,000 |
| W Walnut Street | West of 3rd | 12,000 |
| W Poplar Street | West of 6th | 4,800 |
| 8th Street | South of Olive | 15,000 |
| 2nd Street | South of Persimmon | 13,000 |
| Olive Street | East of 5th | 4,900 |
| S Arkansas St | South of Pecan | 8,700 |
| Poplar Street | West of Arkansas | 2,500 |
| 13th Street | North of Walnut | <i>7</i> ,100 |
| Olive Street | East of 12th | 7,400 |
| Walnut Street | East of Arkansas | 1,800 |
| | Total | 99,200 |

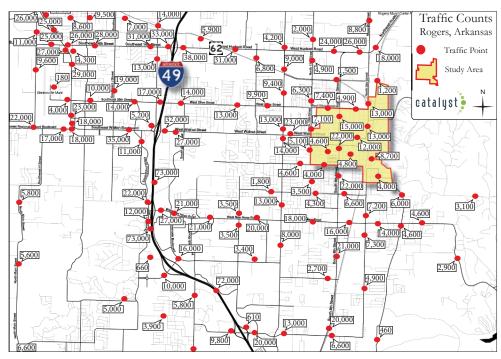
| | Low | Medium | High |
|-------------------------------------|-------------|-------------|-------------|
| Capture Rate | 0.25% | 0.50% | 1.00% |
| Capture | 248 | 496 | 992 |
| Average Weekly Spending | \$131 | | |
| Total Potential Annual Expenditures | \$1,624,400 | \$3,248,800 | \$6,497,600 |

weekly expenditures of commuters traveling to and from work are \$131. The retail expenditures from commuters that the study area may capture varies on whether commuters are likely to spend their money near their place of employment or near their place of residence and the quality and location of goods and services along their path of travel.

The ability of the study area to capture commuter retail spending will vary based on several factors, including visibility of storefronts, convenient hours, recognizable national and regional retail brands, convenient parking, and a critical mass of retail shopping and other businesses that make a stop more convenient for the commuter.

Assuming a medium capture rate of 0.5% and average weekly spending of \$131, the subject site may reasonably capture \$3.2 million in annual retail expenditures by commuters. There is potential to capture \$421,000 in grocery sales, \$446,000 in full-service restaurants and fast food, and \$1 million in other retail categories. Currently, there is potential commuter demand to support nearly 9,800 square feet in additional retail goods and services.

City of Rogers Traffic Counts



| Category | Percent | Weekly Expenditures | Annual Expenditures | Demand (SF) |
|--|---------|---------------------|---------------------|-------------|
| Gasoline Stations | 38% | \$24,800 | \$1,240,000 | 4, 133 |
| Auto Parts, Accessories, and Tire Stores | 4% | \$2,480 | \$124,000 | 248 |
| Grocery Stores | 13% | \$8,432 | \$421,600 | 888 |
| Full-Service Restaurants | 7% | \$4,464 | \$223,200 | 525 |
| Limited-Service Eating Places | 7% | \$4,464 | \$223,200 | 525 |
| Department Stores | 3% | \$1,874 | \$93,689 | 312 |
| Other General Merchandise Stores | 3% | \$1,874 | \$93,689 | 468 |
| Health & Personal Care Stores | 3% | \$1,874 | \$93,689 | 312 |
| Clothing Stores | 3% | \$1,874 | \$93,689 | 341 |
| Shoe Stores | 3% | \$1,874 | \$93,689 | 625 |
| Sporting Goods/Hobby/Musical Instrument Stores | 3% | \$1,874 | \$93,689 | 312 |
| Electronic & Appliance Stores | 3% | \$1,8 <i>7</i> 4 | \$93,689 | 312 |
| Jewelry, Luggage and Leather Goods Stores | 3% | \$1,874 | \$93,689 | 297 |
| Office Supplies, Stationery & Gift Stores | 3% | \$1,874 | \$93,689 | 312 |
| Other | 5% | \$3,472 | \$173,600 | - |
| | 100% | \$64,976 | \$3,248,800 | 9,831 |

VISITOR ECONOMY

During 2013, there were over 23.3 million visitor trips to Arkansas that spent on average \$255 per trip. Overall, the tourism economy in Arkansas is growing. Between 2012 and 2013, the total number of visitors to Arkansas increased 1.9% from 22.8 million person-trips to 23.3 million person-trips. The total travel expenditures increased 3.4 percent from \$5.7 billion in 2012 to \$5.9 billion in 2013. These visitors generated \$311 million in state tax revenue and \$113 million in local tax revenue.

In 2013, Northwest Arkansas received over 13 percent, or \$783 million, of total state travel expenditures. The largest portion of this spending was received by Benton and Washington Counties, which received \$286 million and \$314 million, respectively. Benton County attracted over 1.2 million visitor-trips in 2013. These visitors spend money at restaurants, shops, conventions, attractions, hotels and countless other destinations each year.

Rogers' geographic location and abundance of natural resources allows the City to capture a significant amount of visitors and tourists year round. Major visitor attractions nearby include natural amenities, like Lake Atalanta, destination retailers, museums, art galleries and entertainment venues. These visitors create capacity to support additional retail, arts and cultural events by capturing the existing visitor market in Downtown. The study area is well positioned to capture a strong portion of visitor expenditures on restaurants and retail due to tis close proximity to these major tourist destinations and the spending generated by each. Assuming a conservative capture rate of 5% of annual county visitor expenditures, the Downtown Rogers study area may capture \$14 million in expenditures. The potential capture of this visitor spending may support 14,000 square feet of retail and restaurants.

Tourist Economy

| Visitor-Trips to Benton County | 1,261,236 |
|---------------------------------------|---------------|
| Average Expenditures per Visitor-Trip | \$227 |
| Total Travel Expenditures | \$285,739,351 |
| Potential Capture | 5% |
| Potential Visitor Expenditures | 14,286,968 |

Major Visitor Attractions



1.2 Million visitors creates capacity to support additional retail, arts and cultural events by capturing the existing visitor market into Downtown Rogers

| Category | Percent Total Expenditures | Potential Annual Expenditures | Sales/SF | Demand (SF) |
|--|-------------------------------|----------------------------------|----------|-------------|
| Grocery Stores | 8% | \$1,121,136 | 475 | 2,360 |
| Limited-Service Eating Places | 8% | \$1,121,136 | 300 | 3,737 |
| Full-Service Restaurants | 8% | \$1,121,136 | 425 | 2,638 |
| Clothing Stores | 3% | \$368,238 | 275 | 1,339 |
| Shoe Stores | 3% | \$368,238 | 150 | 2,455 |
| Jewelry, Luggage and Leather Goods | 3% | \$368,238 | 315 | 1,169 |
| Health and Personal Care Stores | 3% | \$368,238 | 300 | 1,227 |
| Entertainment | 10% | \$1,498,002 | - | - |
| Lodging | 19% | \$2,645,302 | - | - |
| Transportation | 37% | \$5,286,178 | - | - |
| | 100% | \$14,265,842 | - | 14,926 |

WORKFORCE DEMAND

The largest employers in and around Rogers include Rogers Public Schools (2,000 employees), Mercy Health System of NWA (1,600 employees), Serco (1,600 employees), Tyson (1,200 employees), and Northwest Arkansas Community College (975 employees). Daytime expenditures of the existing workforce drive daytime retail and restaurant sales in the community. Major employment centers located near Downtown Rogers may create workforce demand that supports additional retailers.

The major employment centers in the region also generate opportunity for the creation of new businesses and industries. A recent study from the Ewing Marion Kauffman Foundation examined metro areas across the United States with high densities of high-tech startups. The study found that the strongest influence on startup density was a concentration of established companies that help spin them off. Several surprising metro areas with a rapid rise in tech start-ups include Kansas City, Portland and Salt Lake City.

There are over 580 businesses that employ nearly 3,600 workers within a

Rogers Workforce



The strongest influence on startup density is not a strong research university in the area, but a concentration of established companies that help spin them off.

five-minute drive of the study area. Research on workforce spending patterns indicates that workers spend approximately \$195 per week. Existing annual workforce expenditures on retail and restaurants is approximately \$36 million. A quality development with national and regional brands, convenient parking, and a wide array of retail and restaurant options may easily capture 10 percent of potential retail expenditures from the local workforce, which is over \$2.4 million in retail expenditures, excluding transportation and online spending. These expenditures may support an additional 10,600 square feet of retail.

Potential Annual Workforce Expenditures

| ¹ Expenditures exclude transportation and online spending | | | | |
|--|-------------|--|--|--|
| Total Annual Expenditures ¹ | \$2,446,353 | | | |
| Percent Capture | 10% | | | |
| Total Weekly Expenditures | \$195 | | | |
| Workforce Employees | 3,605 | | | |

Share of Average Workforce Spending in Urban Markets

| Category | Percent | Weekly Expenditures | Annual Expenditures | Sales per SF | Demand (SF) |
|--|---------|---------------------|---------------------|--------------|----------------|
| Gasoline Stations | 21.9% | \$15,395.15 | \$769,757.63 | 300 | 2,566 |
| Electronic Shopping and Mail-Order Houses | 8.4% | \$5,904.99 | \$295,249.50 | - | - |
| Full-Service Restaurants | 8.1% | \$5,694.10 | \$284,704.88 | 425 | 670 |
| Limited-Service Eating Places | 7.7% | \$5,412.91 | \$270,645.38 | 300 | 902 |
| Department Stores | 3.9% | \$2,741.60 | \$137,080.13 | 300 | 457 |
| Other General Merchandise Stores | 12.0% | \$8,435.70 | \$421,785.00 | 200 | 2,109 |
| Health and Personal Care Stores | 11.7% | \$8,224.81 | \$411,240.38 | 300 | 1,3 <i>7</i> 1 |
| Grocery Stores | 9.6% | \$6, <i>7</i> 48.56 | \$337,428.00 | 475 | <i>7</i> 10 |
| Clothing Stores | 2.0% | \$1,405.95 | \$70,297.50 | 275 | 256 |
| Shoe Stores | 1.5% | \$1,054.46 | \$45,693.38 | 150 | 351 |
| Sporting Goods/Hobby/Musical Instrument Stores | 1.3% | \$913.87 | \$45,693.38 | 300 | 152 |
| Electronic & Appliance Stores | 2.9% | \$2,038.63 | \$101,931.38 | 300 | 340 |
| Jewelry, Luggage and Leather Goods Stores | 2.4% | \$1,687.14 | \$84,357.00 | 315 | 268 |
| Office Supplies, Stationery & Gift Stores | 4.4% | \$3,093.09 | \$154,654.50 | 300 | 516 |
| Entertainment | 2.1% | \$1,476.25 | \$73,812.38 | - | - |
| | 99.9% | \$70,227.20 | \$3,511,360.13 | - | 10,667 |

Potential Annual Workforce Expenditures

| Workforce Employees | 3,605 | | | |
|--|-------------|--|--|--|
| Total Weekly Expenditures | \$195 | | | |
| Percent Capture | 10% | | | |
| Total Annual Expenditures ¹ | \$2,446,353 | | | |
| ¹ Expenditures exclude transportation and online spending | | | | |

College Student Discretionary Spending Patterns

| Category | Percent Total Expenditures | Percent Spent Off-Campus | Potential Annual Expenditures | Demand (SF) |
|--|-------------------------------|-----------------------------|----------------------------------|----------------|
| Grocery Stores | 18% | 92% | \$401,716 | 846 |
| Limited-Service Eating Places | 7% | 88% | \$143,866 | 480 |
| Full-Service Restaurants | 11% | 83% | \$225,008 | 529 |
| Auto Parts, Accessories + Tire Stores | 15% | 95% | \$344,041 | 688 |
| Clothing Stores | 4% | 73% | \$65,966 | 240 |
| Shoe Stores | 4% | 73% | \$65,966 | 440 |
| Jewelry, Luggage and Leather Goods | 4% | 73% | \$65,966 | 209 |
| Electronics and Appliance Stores | 16% | 10% | \$38,077 | 127 |
| Health and Personal Care Stores | 11% | 65% | \$168,140 | 560 |
| Entertainment | 9% | 7% | \$14, <i>7</i> 45 | - |
| | 97% | - | \$1,518,748 | 4,119 |

STUDENT DEMAND

There are two college campuses located within 10 miles of the study area. Northwest Arkansas Community College is located in nearby Bentonville with an enrollment of over 8,000 students in 2013. Bryan University, located on Walnut Street just east of I-49 in Rogers, had an enrollment of 90 students in 2013.

Recent studies on student discretionary spending indicate that the average student spends over \$5,500 annually on retail goods and services. The potential capture of student retail expenditures was estimated based on study area distance from the campus and the percent of expenditures spent off campus for each retail category. There is potential for the subject area to capture over \$1.4 million in student retail expenditures annually, which may support nearly 4,000 square feet of retail and restaurants. Food accounts for the largest portion of student demand. Approximately 36 percent of total discretionary spending is spent on groceries, full-service restaurants and fast food. The next largest categories are automotive (15 percent), clothing and shoes (11 percent), entertainment (9 percent), personal care and cosmetics (12 percent).

RESIDENTIAL DEMAND

The total unmet retail demand was examined across retail categories for residents living 0 to 3 miles from the study area, 3 to 5 miles from the study area, and 5 to 10 miles from the study area. The potential capture of unmet retail demand was estimated based on average distance traveled for each retail category.

Different capture rates were based on different distances by retail category in order to calculate total residential demand for the study area. There are 16,500 households with aggregated annual retail expenditures of \$426 million within three miles of the study area. Of the total retail expenditures there is an unmet annual demand of \$61 million across retail categories. After applying the potential capture of unmet retail demand, the residents living within this geography may support an additional 30,000 square feet of retail space.

There are 12,000 households that reside 3 to 5 miles from the study area and an additional 35,000 households 5 to 10 miles from the study area. Combined, these 47,000 households spend \$1.38 billion on retail goods and services annually. After examining the unmet demand for retail and applying capture rates based on average drive time for each category of retail purchases, there is potential for the study area to capture \$12 million in annual retail expenditures. The residents living within 3 to 5 miles may support an additional 8,000 square feet of retail space, and residents living within 5 to 10 miles may support 33,000 square feet.

Therefore, there is potential for the study area to support 72,000 square feet of retail goods and services due to residential demand. A quality development with mixed housing options, along with residential growth in the region, will generate additional retail demand.

Residential Demand by Range

| Category | 0 - 3 Miles | 3 - 5 Miles | 5 - 10 Miles | Total (SF) |
|---|-------------|-------------|--------------|---------------|
| Automobile Dealers | - | - | - | - |
| Other Motor Vehicle Dealers | - | - | - | - |
| Auto Parts, Accessories and Tire Stores | 1,098 | 784 | - | - |
| Furniture Stores | - | 2,233 | 1,831 | 4,064 |
| Home Furnishings Stores | - | - | - | - |
| Electronics & Appliance Stores | 3,712 | - | 2,412 | 6, 124 |
| Bldg Material and Supplies Dealers | - | - | <i>7</i> 50 | <i>7</i> 50 |
| Lawn + Garden Equip & Supply Stores | 601 | - | - | 601 |
| Grocery Stores | - | - | 1,593 | 1,593 |
| Specialty Food Stores | - | - | 289 | 289 |
| Beer, Wine & Liquor Stores | 3,528 | 1,209 | 955 | 5,692 |
| Health & Personal Care Stores | - | - | 6,306 | 6,306 |
| Gasoline Stations | 12,561 | - | - | 12,561 |
| Clothing Stores | 435 | - | 4,633 | 5,067 |
| Shoe Stores | 1,883 | - | 1,656 | 3,540 |
| Jewelry, Luggage & Leather Goods Stores | 1,167 | - | 890 | 2,057 |
| Sporting Goods/Hobby/Musical Instr Stores | - | 492 | 1,820 | 2,312 |
| Book, Periodical & Music Stores | 6 | - | 581 | 587 |
| Department Stores Excluding Leased Departments | - | - | - | - |
| Other General Merchandise | - | - | - | - |
| Florists | - | 98 | 6 | 103 |
| Office Supplies, Stationery & Gifts Stores | - | - | 451 | 451 |
| Used Merchandise Stores | - | - | - | - |
| Other Miscellaneous Retailers | 1,631 | - | - | 1,631 |
| Full-Service Restaurants | - | - | 3,035 | 3,035 |
| Limited Service Eating Places | - | 787 | 5,217 | 6,004 |
| Special Food Services | 1,261 | 1, 197 | 1,096 | 4,626 |
| Drinking Places - Alcoholic Beverages | 2,159 | 1,372 | 1,096 | 4,626 |
| Total Demand (SF) | 30,043 | 8,170 | 33,790 | 72,003 |

AGGREGATE DEMAND

Retail demand for the study area will be impacted by each of the demand drivers discussed above, which includes commuters, workforce, students and the residential population. The following table shows the potential of each retail category. Based on current demand, the study area has the potential to support over 111,000 square feet of retail across all retail categories. Additional multifamily developments, projected population growth and a growing tourist economy will fuel additional demand over time.

Residential Demand by Range

| Category | Student | Workforce | Commuter | Visitor | Residential | Total |
|--|---------|-----------|----------|---------|-------------|-------------|
| Automobile Dealers | - | - | - | - | - | - |
| Other Motor Vehicle Dealers | - | - | - | - | - | - |
| Auto Parts, Accessories and Tire Stores | 688 | - | 248 | - | 1,882 | 2,818 |
| Furniture Stores | - | - | - | - | 4,064 | 4,064 |
| Home Furnishings Stores | - | - | - | - | - | - |
| Electronics & Appliance Stores | 127 | 340 | 312 | - | 6,124 | 6,903 |
| Bldg Material and Supplies Dealers | - | - | - | - | 750 | <i>7</i> 50 |
| Lawn + Garden Equip & Supply Stores | - | - | - | - | 601 | 601 |
| Grocery Stores | 846 | 710 | 888 | 2,360 | 1,593 | 6,397 |
| Specialty Food Stores | - | - | - | - | 289 | 289 |
| Beer, Wine & Liquor Stores | - | - | - | - | 5,692 | 5,692 |
| Health & Personal Care Stores | 560 | 1,371 | 312 | 1,227 | 6,306 | 9,777 |
| Gasoline Stations | - | 2,566 | 4, 133 | - | 12,561 | 19,260 |
| Clothing Stores | 240 | 256 | 341 | 1,339 | 5,067 | 7,243 |
| Shoe Stores | 440 | 351 | 625 | 2,455 | 3,540 | 7,410 |
| Jewelry, Luggage & Leather Goods Stores | 209 | 268 | 297 | 1,169 | 2,057 | 4,001 |
| Sporting Goods/Hobby/Musical Instr Stores | - | 152 | 312 | - | 2,312 | 2,776 |
| Book, Periodical & Music Stores | - | - | - | - | 587 | 587 |
| Department Stores Excluding Leased Departments | - | 457 | 312 | - | - | <i>7</i> 69 |
| Other General Merchandise | - | 2,109 | 468 | - | - | 2,577 |
| Florists | - | - | - | - | 103 | 103 |
| Office Supplies, Stationery & Gifts Stores | - | 516 | 312 | - | - | <i>7</i> 69 |
| Used Merchandise Stores | - | - | - | - | - | - |
| Other Miscellaneous Retailers | - | - | - | - | 1,631 | 1,631 |
| Full-Service Restaurants | 529 | 670 | 525 | 2,638 | 3,035 | 7,397 |
| Limited Service Eating Places | 480 | 902 | 744 | 3,737 | 6,004 | 11,867 |
| Special Food Services | - | - | - | - | 2,728 | 2,728 |
| Drinking Places - Alcoholic Beverages | - | - | - | - | 4,626 | 4,626 |
| Total Demand (SF) | 4,119 | 10,667 | 9,831 | 14,926 | 72,003 | 111,546 |

REGIONAL OFFICE MARKET

The Northwest Arkansas Office Market continued to experience improvement in the first quarter of 2014, with declining vacancy rates, rising rents and positive net absorption. The overall vacancy rate fell to 9.3 percent in the first guarter of the year. The market experienced positive net absorption for the fourth consecutive quarter with a total net absorption of 76,000 square feet. Asking rent rates increased for the third straight quarter up from \$10.89 per square feet.

The East and West Rogers submarkets combined are the second largest office markets in the region with 2.7 million square feet of office space. This combined submarket experienced positive net absorption of 10,800 square feet in the first quarter of 2014. However, the combined Rogers submarket has an 11 percent vacancy rate, which is the second highest vacancy rate in the region. Asking rents were unavailable in West Rogers. Asking rents in East Rogers were \$8.90 per square foot, which is the second lowest in the region. Strong growth is expected in the office market over the next several quarters fueled by a positive economic outlook coupled with employment and population growth. Currently, the only office submarket with planned office space is West Rogers with 25,000 square feet under construction.

West Rogers continues to attract restaurants, entertainment and hospitality. These amenities, along with innovation centers, shared office space and diverse housing options, are increasingly popular with businesses seeking to recruit highly-skilled employees that want an urban, walkable lifestyle. A recent study by the Brookings Institute found that "highly educated young workers, the life's blood of many industries, have been flocking to downtown in recent years. Gen "Y" prefer hip, high-density walkable lifestyle."

Businesses perpetuate other businesses. New businesses prefer to cluster around a sense of place with other like-minded businesses and amenities that Downtown Rogers can offer. Currently, most small businesses in the area are clustered along I-49 in West Rogers and Bentonville. However, the creation of a live, work, play environment in Downtown Rogers has potential to attract small businesses and start-ups.

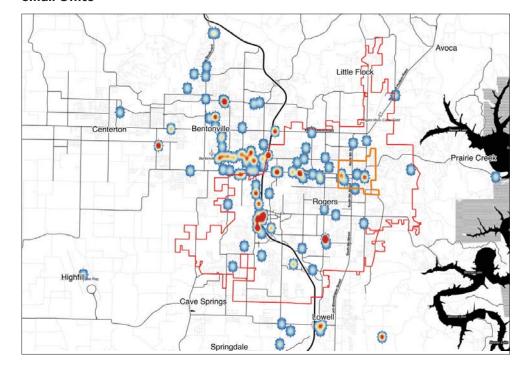
Currently, an estimated 1 million square feet (40 percent) of existing office space in Rogers is small office space. Based on recent market trends, there is potential for the Rogers market to absorb 4,400 square feet of new small

Northwest Arkansas Office Stats

| Submarket | Total Inventory (SF) | Total Occupancy (SF) | Under Construction (SF) | Total Vacancy Rate | Qtr Absorption (SF) | YTD Absorption (SF) |
|--------------------|----------------------|----------------------|----------------------------|-----------------------|---------------------|---------------------|
| Bentonville | 4,842,094 | 4,425,674 | 0 | 8.60% | 23,408 | 23,408 |
| West Rogers | 1,825,243 | 1,608,039 | 25,000 | 11.90% | 10,878 | 10,878 |
| North Fayetteville | 1, 130, 118 | 974, 162 | 0 | 13.80% | 15,804 | 15,804 |
| East Rogers | 905,120 | 824,564 | 0 | 8.90% | 0 | 0 |
| East Springdale | 724,967 | 675,669 | 0 | 6.80% | 26,251 | 26,251 |
| Fayetteville CBD | 610,089 | 569,823 | 0 | 6.60% | -326 | -326 |
| West Fayetteville | 243,943 | 237,600 | 0 | 2.60% | 0 | 0 |
| West Springdale | 64,774 | 64,774 | 0 | 0.00% | 0 | 0 |
| East Fayetteville | 31,164 | 31, 164 | 0 | 0.00% | 0 | 0 |
| South Fayetteville | 13,935 | 13,935 | 0 | 0.00% | 0 | 0 |

office annually .Assuming a five percent capture of projected demand for the local market, Downtown Rogers may absorb 200 square feet annually. Additionally, there is potential for the study area to capture turnover of existing office space, which may create an additional demand of 2,500 square feet. Therefore, based on existing conditions, Downtown Rogers may capture 2,700 square feet of small office space annually. The creation of additional factors, such as alternative housing options, entertainment venues, and boutique restaurants and shops may drive additional demand and increase the capture of new absorption and existing turnover of small open space.

Small Office



Downtown Rogers Small Office Firms

| | Firms | Employees | Employees/Firm |
|---|-----------|-----------|----------------|
| Finance + Insurance | 174 | 1,024 | 6 |
| Real Estate | 161 | 726 | 5 |
| Professional, Scientific and Technical Services | 380 | 1,935 | 5 |
| Management of Companies and Enterprises | 10 | 20 | 2 |
| Health Services | 216 | 1,494 | 7 |
| Arts and Entertainment | 41 | 241 | 6 |
| Total | 982 | 5,440 | 6 |
| Avg SF per Employee | 200 | | |
| Total Small Office SF | 1,088,000 | | |
| Total Office SF | 2,730,363 | | |
| Small Office Portion of Office Space | 40% | | |
| Avg. Submarket Class A + B SF Absorption | 10,878 | | |
| Potential Small Office Class A + B SF Absorption | 4,335 | | |
| Estimated Subject Site Capture Rt. | 5% | | |
| Potential Capture SF from Absorption | 217 | | |
| Potential Turnover | 5% | | |
| Potential Turnover SF | 54,400 | | |
| Avg. Vacancy Rate | 10% | | |
| Total Occupancy from Turnover | 48,960 | | |
| Estimated Subject Site Capture Rt. | 5% | | |
| Potential Capture SF from Turnover | 2,448 | | |
| Total Potential SF | 2,665 | | |

Source: ESRI, CoStar

NATIONAL BENCHMARKS

Catalyst Commercial was tasked to create a Market Analysis for Downtown Rogers that identifies opportunities for Downtown Rogers to differentiate from the regional market. As part of this process, Catalyst benchmarked cities across the nation that have created successful downtowns with potential similar attributes. Catalyst selected six downtowns as examples for successful downtown revitalization with strong regional and/or national reputations, while also sharing similar characteristics with Rogers. The initial step was to create a list of award winning downtowns across the nation. After compiling a list of successful downtowns, the characteristics of each city were compared to Rogers in terms of city population, metro/micro-statistical area population, and major employment centers. The six cities selected include Savanna (GA), Franklin (TN), McKinney (TX), Fort Worth (TX), Grand Rapids (MI), and Des Moines (IA).

Prior to assessing the major attributes of each of the downtowns identified above,

Catalyst reviewed prior research that focused on the determinants of successful downtowns.^{5,6} :The major attributes of a successful downtown identified by previous studies include:

- A mix of retail in downtown with alternative options to department stores and a healthy mixture of restaurants;
- Entertainment, such as movie theaters, sports arenas, and performing arts centers, which drive large amounts of foot traffic into downtown;
- Downtown is walkable with numerous street-level attractions to hold the attention of the pedestrian (street amenities, art, storefronts, signs, architecture):
- Public-private partnerships were a common theme used to create catalytic opportunities;
- Historical preservation and sense of ownership amongst residents with focal points that include cultural activities; and
- A mixture of available housing, which often include some combination

National Benchmark Comparable Cities

| | Savannah | Franklin | McKinney | Fort Worth | Grand Rapids | Des Moines |
|-------------------|---|---|---|--|---|--|
| Population (MSA) | 366,047 | 1,757,912 | 6,426,214 | 6,426,214 | 1,321,557 | 599,789 |
| Population (City) | 142,772 | 68,886 | 131, 117 | 729,727 | 190,411 | 207,510 |
| Major Employers | City of Savannah Gulfstream Aerospace Georgia Pacific Fort Stewar/Hunter Army Airfield | CoolSprings Galleria Community Health Systems Nissan North America Verizon | Raytheon McKinney Independent School District | Lockheed Martin American Airlines Pier 1 Imports RadioShack BNSF Railway Bell Helicopter | Spectrum health Axiox Inc. Meijer Spartan Stores Johnson Controls Herman Miller GE Aviation Systems Furniture Automotive Manufacturing Christian Publishing | Wells Fargo Mercy Medical Center Principal Financial Group UnityPoint Health Nationwide/Allied Insurance |
| Major Industries | Defense Art/Design Education | Healthcare Adversing/Marketing | Defense Education Healthcare | Aviation Healthcare Defense | Automotive Manufacturing Christian Publishing | Finance Insurance |

⁵ Ferguson, Gary. "Characteristics of Successful Downtowns: Shared Attributes of Outstanding Small + Mid-Sized Downtowns."

⁶ Kevin Gardener and Associates. "Downtown Development: Life Cycles and Trends"

of loft-style living, townhomes, condominiums, and a small detached single-family residential district.

All of these categories translate into the Live-Work-Play mantra where any downtown resident or tourist can find the desired amenities needed in a walkable area.

Savannah (GA)

Savannah is the largest city in Georgia, with a population of 142,000. The city is a two-time winner of the All-American City award, given to cities every year on the basis of civic engagement, city improvement projects, and achievements by the city in the past five years. Savannah also houses regional operation centers of 22 Fortune 500 companies. The City is home to four colleges and universities, including Armstrong Atlantic State University, Savannah College of Art & Design (SCAD), Savannah State University, and South University. These institutions work to create a creative class and highly skilled workforce.

Downtown Savannah is most distinct in that it still retains its original town plan, which dates back to the 1700s. The downtown consists of the Historic District, Victorian District, 22 park-like squares, and one of the largest National Historic Landmark Districts in the United States.

The Savannah Civic Center, a multi-purpose facility consisting of four venues, hosts nearly 500 events each year from large-scale conventions to high school graduations. The varied events brought in by the convention center allows downtown Savannah businesses to extend their businesses hours. Savannah is also well known for its many celebrations and festivals throughout the year. The Savannah St. Patrick's Day celebration is the second-largest St. Patrick's Day Parade in the nation, and the two-week Savannah Music Festivals is the largest musical arts festival in the state.

Savannah's downtown resurgence was spurred by the founding of Savannah College of Art & Design, which is a half-mile walk from the downtown Historic District. The growth of the college has created an economic impact of over \$350M for downtown Savannah businesses.

There are a variety of transportation options in downtown, including the Express Shuttle and River Street Streetcar. The newest mode of transportation is the Savannah Belles Ferry offering free ferry service between downtown and



College within 10 minutes walking distance of Downtown: Savannah College of Art & Design (SCAD)

Highly walkable Downtown

Broughton Street (main downtown shopping street) - \$75 million potential revitalization with high-end retail tenants

22 Fortune 500 Companies

Historic Savannah Foundation- Saved 350 historic buildings in

Historic Landmarks- 22 park squares still intact from the 1700snominated in 1994 for inclusion on the UNESCO World Heritage

Savannah still retains its original town plan prescribed by the Ogelthorpe Plan (1700s)

Downtown boasts the second-largest St. Patrick's Day Parade in the nation

Creative Coast - Designed to retain SCAD's

Hutchinson Island, which houses the Savannah International Trade & Convention Center. These transportation options allow both residents and visitors greater access to downtown with enhanced ease of access to move between districts within the City.

Savannah is a city that's long been known for historic preservation. The Historic Savannah Foundation (HSF) has preserved over 350 historic buildings since its founding in 1955, and it hosts lectures and educational events throughout the year. The HSF has a program called the Revolving Fund, which acquires endangered historically significant properties and markets them to local and national buyers that agree to maintain the historical integrity of the structure.

Savannah noticed that graduates of Savannah College of Art & Design (SCAD) tended to leave the city after graduation for places such as Augusta and Atlanta. To combat this, a group of volunteers created a non-profit organization, the Coastal Business & Technology Alliance of Savannah in 1997, which later changed its name to The Creative Coast. The mission of the Creative Coast is to support the "members of the Savannah community engaged in creative or innovative endeavors and to cultivate an environment in which they can thrive."⁷ The Creative Coast has a budget of \$400,000 and is funded by the Savannah Economic Development Authority. The organization develops technology-focused events, such as Geekend! and TEDxCreativeCoast, which create interactive opportunities for entrepreneurs in the creative and technology industries. The Creative Coast has allowed Savannah to retain a larger pool of talent graduating from SCAD, as well as establish Savannah as a southeastern technology hub. The growing need for Creative Coast programing also led to the creation of the Creators' Foundry, a technology accelerator for Savannah startups and venture capitalists.

Franklin (TN)

Franklin (TN) is a community of 62,400 people located 20 minutes south of Nashville. Two small colleges are located within the city limits, O'More College of Design and Columbia State Community College. Vanderbilt University and Belmont University are located about 30 miles north in Nashville.

The city and downtown have won numerous awards in recent years. Most recently, it won Garden & Gun's 2014 "Greatest Southern Town Award". Franklin was named one of BusinessWeek's Top 50 Small Cities to Start a Small

⁷ The Creative Coast. www.Thecreativecoast.org/about-us



Winner of Garden & Gun's "Greatest Southern Towns" 2014 Top 50 Small Cities to Launch a Business-BusinessWeek 2009 Named to National Trust for Historic Preservation's Dozen **Distinctive Destinations**

2008- First city in Tennessee to receive a Civil War marker as part of the Civil War Trails Program

Livability.com- Top 10 Downtowns 2011

Community Engagement/Historic Preservation- Renovation of Franklin Theatre- provides movie screenings and a live music venue

Franklin Jail- being renovated into a non-profit center, current home of the Franklin Heritage Foundation

Business in 2009, based on affordability, labor pool, quality of life, and the business community. Downtown Franklin was named as one of Livability's Top 10 downtowns in 2011. In addition, Franklin was named to the National Trust for Historic Preservation's Dozen Distinctive Destinations.

Downtown Franklin is a 16-block National Register district with over 70 boutique

shops and restaurants and a thriving art scene. Franklin Art Scene Downtown is held on the first Friday of every month and provides an opportunity for art enthusiasts to see more than 30 galleries and working studios in the area. Two of the largest events in downtown Franklin are the Main Street Festival, which draws over 130,000 visitors, and Dickens of a Christmas, a two-day event which was ranked as a Top 20 event in the Southeast, designated by the Southeastern Tourism Society.

The Downtown Franklin Association and the Heritage Foundation of Franklin and Williamson County lead historical preservation efforts in Franklin. One of the most notable preservation efforts was the Franklin Theatre, built in 1937. The Theatre had closed in 2007 due to rising rents, but the Heritage Foundation stepped in and bought the building for \$8 million. The theater was refurbished to create a movie destination as well as adding a live music component. In addition, the Foundation is currently renovating the "Old, Old Jail" turning it into a conference center for nonprofits as well as the headquarters for the Heritage Foundation.

Currently, Downtown Franklin is undergoing expansion and renovation. A 120-room hotel is planned between First and Second Avenue, in addition to 150,000 SF of living space, and 50,000 SF of retail. According to the Franklin Convention and Visitor's Bureau, the fastest growing demographic in Franklin is young professionals and young families. In response, a developer has proposed a \$65 million 406-unit luxury apartment, Nichol Mill Lofts, to target young professionals. Approximately seventy-five percent of the proposed development would be one-bedroom units (500-800 SF). The proposal emphasizes communal amenities throughout the complex such as yoga, classrooms, and business centers. Additionally, the \$700M mixed-use lifestyle project Ovation, located in the Franklin Central Business District in Cool Springs, will feature a variety of multifamily housing types for young professionals and young families.

Fort Worth (TX)

Fort Worth is an outlier in this study, as it is the largest community examined with a population of 741,200. It is the second anchor within the Dallas/Fort Worth MSA. Two university campuses, Texas Christian University (TCU) and



Sundance Square - 35 block zone in the heart of Fort Worthdrawing 10 million visitors

Major Entertainment- Bass Performance Hall, Fort Worth Convention Center, Fort Worth Opera

Large events downtown: Main Street Arts Festival, Chesapeake Energy Parade of Lights, Cowtown Marathon

Fort Worth has a higher city population than other comparable downtowns (741, 206)

Downtown Housing (example of small scale)- The Cassidy-12,000 SF of condo space

University of North Texas Health Science Center, are located within five miles of Downtown Fort Worth.

Downtown contains major entertainment destinations including Bass Performance Hall, the Fort Worth Convention Center, and the Fort Worth Opera. There are over 80 restaurants and bars downtown and nearly half are high-end national brands. There are 27 residential developments in downtown and an additional 280 units are under construction. Approximately half of existing residents in Downtown Fort Worth are Active Boomers, and 42 percent are Millennials.8 Downtown is attracting Boomers from the suburbs that desire the convenience and amenities of a walkable downtown.

⁸ Fort Worth Star Telegram

The centerpiece of Downtown Fort Worth is Sundance Square, a 35-block retail, business and residential zone that draws 10 million visitors annually. ESPN used Sundance Square as the broadcast center for Super Bowl XLV in 2011 and the NCAA Men's Basketball Final Four in 2014. Sundance Square was the recipient of the 2010 Award of Excellence from the Urban Land Institute. A distinct part of Sundance Square is its one-acre plaza with two 36-foot tall Teflon umbrellas, which are the first of their kind in the United States. The plaza also contains a stage and pavilion, which has played host to many national music acts.

Fort Worth has several major events that occur downtown throughout the year. The Main Street Arts Festival, Chesapeake Energy Parade of Lights Festival, and the Cowtown Marathon are events that attract more than 20,000 visitors to downtown Fort Worth.

McKinney (TX)

McKinney is the fastest growing city in one of the fastest-growing counties in the nation. McKinney has a population of 149,000 and is located about 30 miles north of Downtown Dallas in Collin County. McKinney benefits from the large amount of people moving to Dallas/Fort Worth due to the strong job market and the low cost of living. McKinney has received numerous awards including second place on Money Magazine's Best Place to Live in 2012.

Downtown McKinney is a fairly recent development. Old buildings and storefronts were refurbished, and curbs and sidewalks were redone to ensure maximum walkability. The only housing currently located near Downtown McKinney is historic single-family neighborhoods.

Downtown McKinney now boasts over 100 places of business, with a diverse mix of local boutique retail and restaurant operators. The McKinney Performing Arts Center sits in the middle of Downtown and serves as a main cultural point of attraction for downtown events. City Hall is also located in Downtown McKinney, which helps to drive workforce and daytime resident expenditures to local businesses. Downtown also hosts three major annual events including Red, White & Boom (A 4th of July Celebration), Bike the Bricks (A multi-category Cycling Race), and McKinney's Oktoberfest. In an effort to increase community access, downtown McKinney also hosts Community Night on the second Saturday of every month, where businesses keep their doors open until 10 p.m.

The Grand Hotel in McKinney, a five star accommodation, is one of the crown



Historic Downtown has experienced recent redevelopment Over 100 local stores in downtown - retail/restaurant/services mix

McKinney is the fastest growing city in Collin County Downtown redevelopment- Old buildings were refurbished Community night -Second Saturdays - establishments keep their doors open until 10 p.m.

jewels in the Historic District. It attracts both large corporations looking for event spaces as well as suburban couples looking for a romantic night out. In recent months, The Grand Hotel has competed with The Mansion, the noted Downtown Dallas hotel, for many corporate events.

Grand Rapids (MI)

Grand Rapids, with a population of over 1M, is the second largest city in the state of Michigan. Grand Rapids is known as a center for Christian publishing. It is nicknamed "Furniture City," as Grand Rapids is considered a world leader in the production of office furniture. Grand Rapids is considered the gateway city to tourists traveling to



Recent downtown development: Devos Place Convention Center, Van Andel Arena, Grand Plaza Hotel, JW Marriott Hotel

Major downtown cultural event-ArtPrize - 19 Day Art Competition that draws 400,000 visitors to Grand Rapids

Grand Rapids is considered the "Gateway" to the awardwinning outdoors of the Michigan West Coast

Downtown Market- an urban experience that has helped revive the South Division (south side of Downtown) - creating new businesses and young professional housing developments

Major development - \$80 million 5 story hotel

the Michigan west coast, and the downtown area has been drawing retailers who are looking to capitalize on the influx of consumers during the summer months.

The downtown business district is over 291,000 SF in size, and over 36,000 employees work there on a daily basis. Four major universities lie within 10 miles of downtown including Ferris State University, Central Michigan University, Grand Valley State University, and Western Michigan University. The downtown district is in a period of expansion. A \$45 million 11-story

development project, Arena Place, is a mixed-use development planned with retail, office, and housing. Across the street Van Andel Arena will house the new National Basketball Association Development League affiliate of the Detroit Pistons.

The development of the \$30M Downtown Marketplace created a downtown destination attraction and revitalized previously neglected districts. The Downtown Marketplace is a mixed-use facility that brings together production, distribution, marketing, and education about local produce. It includes summer camp for kids, yoga, an indoor vendor market hall, outdoor farmers market, rentable incubator kitchens, rooftop greenhouses, and the nation's first demonstration kitchen for kids.

Additional ways that Grand Rapids is drawing workers downtown is through services like Worklab and Blue35, which provide workstations and office suites for mobile workers. These are innovative office environments designed to create an accessible, professional environment for collaboration and inspiration for mobile workers, start-ups, and corporations.

Des Moines (IA)

Des Moines (IA) is quickly becoming a destination for young professionals. I was voted by Forbes as one of the best cities to move to for young professionals based on the number of businesses per capita, low unemployment, and an inexpensive cost of living. It is often called the "Hartford of the Midwest" due to the amount of large financial and insurance corporations located in the city. The City is also home to an active startup scene. It is ranked 11th in Sparefoot's list of cities that are hubs for solo entrepreneurs based on growth, share of GDP, and the number per capita of one-person businesses.

Redevelopment efforts are helping to attract young professional to downtown with the conversion of existing buildings into lofts, condominiums, and apartments. The Des Moines firehouse was converted into the Des Moines Social Club, which provides everything from a workspace for non-profits to an art gallery, and contains spaces for artistic classes and a theater. The DMSC scheduled over 70 programs and classes for 2014, designed to expose residents to new kinds of art happening in Des Moines. The East Village is an example of another successful redevelopment of vacant buildings. Buildings previously scheduled for demolition were revitalized and converted into over 20 eateries, 30 boutique shops and nine different styles of



apartment housing, as well as a farmers market. In addition, the Des Moines Bicycle Collective moved their headquarters to the East Village as of Spring 2014.

Startup City Des Moines is the main hub for entrepreneurial activity. It is a coworking community located in the former Bank of America building downtown. Startup City provides co-working space, networking, and events to promote a strong community and encourage collaboration for lone entrepreneurs and small teams. Downtown also contains numerous attractions, including the lowa Cubs (the Chicago Cubs minor league baseball affiliate), a skating plaza, the Greater Des Moines Botanical Garden, the Simon Estes Amphitheater, and the State Historical Museum.

REGIONAL ASSESSMENT

Northwest Arkansas shares numerous attributes that similar cities across the nation have utilized in the creation of successful downtowns. The region has a strong corporate presence, highly educated workforce, and low cost of living. Each of these elements are part of the core foundation that the national benchmarks have capitalized on to create vibrant downtowns.

| | Rogers | Bentonville | Siloam Springs | Fayetteville | Springdale |
|---|-----------|----------------|-------------------|--------------------|------------|
| Population (est. 2013) | 60, 112 | 40,167 | 15,856 | 78,960 | 75,229 |
| Households (est. 2013) | 19,828 | 13,966 | 5,061 | 31,849 | 23,613 |
| Bachelor's Degree or Higher (Percent of Persons age 25 yrs +) | 27.0 | 41.4 | 21.6 | 44.8 | 17.6 |
| Per capita income (2013) | \$26,087 | \$32,997 | \$18,110 | \$25,503 | \$18,390 |
| Percent Owner- Occupied Housing Units (2013) | 61.5% | 55.6% | 58.3% | 41.5% | 52.2% |
| Median Value of Owner-Occupied Housing Units (2013) | \$144,000 | \$163,700 | \$115,100 | \$1 <i>7</i> 5,600 | \$134,100 |
| Median Gross Rent, 2009 - 2013 | \$806 | \$ <i>7</i> 33 | \$643 | \$687 | \$685 |

In comparison to nearby communities, Rogers has the third highest population, per capita income, and percent of residents with a college degree. Rogers has the largest percentage of owner-occupied housing units at 61.5%, as well as the highest median gross rent.

Downtown Bentonville has capitalized on historical and architecturally significant properties to create a tourist destination for the city and contains multiple entertainment, dining, and lodging options. Recent developments have focused on the "live work play" mantra that has been successfully implemented in downtowns around the nation. Recent construction includes new condos and lofts and the renovation of historic buildings, which have focused on attracting new residents and businesses. The Bentonville Square is anchored by The Benton County Courthouse and The Walmart Visitor's Center. The Crystal Bridges Museum of American Art is one of the state of Arkansas most popular tourist destinations. In addition to art works, the museum includes walking trails and educational opportunities.

Fayetteville has activated its downtown through attractions that appeal to its large student population and regional visitors to the city. Similar to Downtown Bentonville it has numerous niche restaurants, attractive patio seating, and boutique retailers. There are several parks in and nearby downtown with walking trails, fountains, softball fields, and a dog park. Downtown is also home to historical and architecturally significant building restored to their original styles, in addition to the Airborne and Special Operations Museum.

Both Downtown Bentonville and Fayetteville have numerous festivals and events throughout the year that attract local and regional visitors alike. Fayetteville has several festivals each season that range from honoring veterans, free concerts in the park, family oriented Halloween events, Christmas celebrations, 4th of July, and a year round farmers market. Bentonville events include a farmers market, art and culinary festival, a Christmas parade, pickin' on the square, and more. There are also daily events for children, families, and adults that range from art classes, chess, theater, symphonic music, the Chinese New Years Celebration, and more.

While both Fayetteville and Bentonville have capitalized on numerous amenities that characterize successful downtowns across the region, there are numerous methods in which Rogers can create a unique and vibrant regional destination. Downtown Rogers may provide services and amenities that are currently undermet needs in the region, while creating regional synergy through linkages with other thriving communities within the region including Bentonville and Fayetteville.

Market Street Services recently conducted a community assessment to provide a comprehensive review of the trends and issues facing the Rogers-Lowell area and residents' vision for the future in regards to regional development. Downtown was the most frequently discussed topic, behind traffic and transportation, in focus groups with community stakeholders. Survey respondents most frequently cited "downtown" as what they would like to see different in 10 years. Overall, residents believe downtown should be a gathering place for the local and regional community. "Residents feel strongly about the need for a more vibrant downtown, and see this as an important component to their vision and the community's ability to continue to attract young, new residents."9

The successful downtowns reviewed in this study all have common elements including an educated workforce, vibrant entertainment scene, a strong corporate presence, access to natural green spaces, walkable neighborhoods, mixed housing options, and a mixture of artistic and cultural places and events. Similar to the other comparable downtowns featured in this analysis, the Rogers MSA is home to three Fortune 500 companies. In addition, a student population is located at the Northwest Arkansas Community College in neighboring Bentonville and at the University of Arkansas in Fayetteville. Nearby, Lake Atalanta is another major asset that can be marketed to draw tourists, residents, and small businesses attracted to natural features and recreation.

Rogers continues to attract national restaurant and retailer brands, such as Chuy's, which was built along Pauline Whitaker Parkway in late 2014. There is also a commitment to revitalization, as evidenced by the Main Street Rogers organization's refurbishment of 23 buildings in the Walnut Street Historic District. Downtown Rogers is growing with over 120 businesses downtown, 25 of which were added in 2013. Main Street Rogers also hosts 21 events in the downtown area, including the Northwest Arkansas International Festival and Frisco Festival. Rogers can leverage other nearby attractions and events, including the Northwest Arkansas Nationals Games (the minor league baseball team in nearby Springdale), the Arkansas Music Pavilion in West Rogers, and Crystal Bridges Museum of American Art in Bentonville, to support downtown businesses.

While Downtown Rogers continues to experience improvement, there are several tasks Rogers can undertake to catalyze the downtown area. Each of the comparable downtowns successfully implemented multi-modal transportation options for faster inter-city and/or inter-regional access. There is potential to utilize the existing rail network to link Downtown Rogers to the Bentonville and Fayetteville markets. While walkable areas exist within downtown, Rogers can enhance walkability with additional street aesthetics such as park benches, street signs, public art from local artists, improved lighting and other eye-level attractions that increase foot traffic.

With the exception of McKinney, the other downtown comparable cities have made a conscious effort to create mixed housing options to attract young professionals. However, currently multiple developers are collaborating with McKinney about the prospect of creating mixed-residential housing adjacent to downtown. Rogers has limited housing options near downtown, and efforts to attract a small scale residential development to create greater housing diversity will help attract entrepreneurs, young professionals, and Active Boomers interested in an office or residence in a live-work-play environment.

A further comparison of downtowns revealed that all of the comparable cities have national or strong regional/local retail and restaurants in the downtown area. Any development plan should include an economic strategy to increase retail quality. A focus on public-private partnerships or incentives to attract strong restaurants and bar brands will help to create a "destination" element to downtown.

The integration of historical sites within the downtown district is also a prevailing characteristic of successful downtowns. Savannah continues to capitalize on historic preservation as an attractive feature in recruiting businesses to downtown. Rogers has a strong historical framework and can integrate existing buildings into viable commercial and residential spaces.

Another common element among successful downtowns is a central park or public gathering place. A central downtown meeting place allows for easier navigation for the residents and tourists as well as for city organizers, especially in terms of event coordination. Sundance Square in Fort Worth has done an excellent job promoting itself as the central meeting place for the City and hosts concerts and other events. Downtown McKinney, which is comparable in size to Downtown Rogers, has a small-scale square, but it is still large enough to host live music, craft fairs, and annual events for the regional community. Rogers can enhance public spaces to create a central meeting place that the community identifies as the "heart" of downtown. Additionally, the City can capitalize on events and strengthen programming to create opportunities and encourage social interaction.

FINDINGS

Active Boomers and Millennials preferences will place a greater demand for downtown living. Rogers has a strong foundation for the creation of a viable and authentic downtown. The existing niche retail and restaurants validate the market.

Historic downtown buildings offer a cultural place with access to existing neighborhood services, recreation, and other desirable amenities. Adjacent

⁹ Market Street: Rogers-Lowell Community Assessment

neighborhoods create an immediate base for additional commercial services. Super-regional retail destinations attract large numbers of customers, which presents additional opportunities to capture local visitors to cross-shop in unique retail, arts and cultural attractions, and niche restaurants in downtown.

A strengthening regional economy, strong corporate presence, and small office clusters establish opportunities to create "spin off" businesses and support entrepreneurs. These existing businesses and their highly-skilled workforce are prime for innovation and education centers to fill gaps in technologies, data, logistics, advanced manufacturing, and food-oriented pursuits. The current downtown framework provides affordable office and residential space that may attract young professionals and entrepreneurs seeking an affordable livework-play environment.

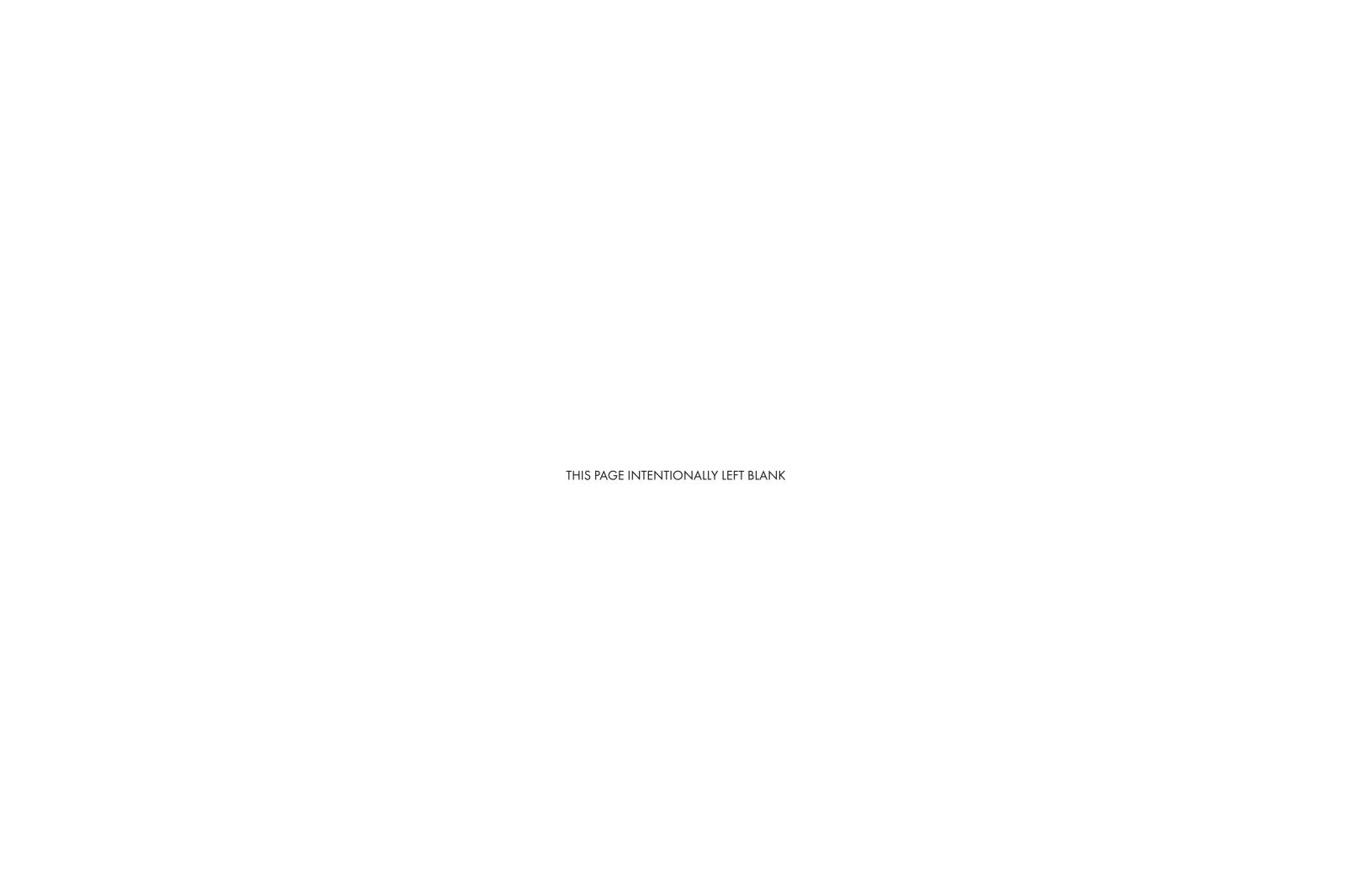
ATTRIBUTES OF ACTIVE DOWNTOWNS

- Access to a highly educated workforce
- Low cost of living
- Vibrant entertainment scene
- Affluent population base
- Strong corporate presence
- Access to natural areas and recreation
- Access to technology infrastructure
- Friendly corporate environment
- Walkable neighborhoods
- Multi-modal transportation
- Mixed housing options
- Arts and cultural variety
- Cultural acceptance and diversity

OPPORTUNITIES FOR ROGERS

- Rogers can utilize rail to access NWACC and University of Arkansas;
- The Gateway Plan will introduce more walkable public spaces;
- The Plan will create economic strategy to increase retail quality;
- Rogers has strong human capital with preference on urban
- Rogers has strong historic framework and can integrate existing buildings into viable commercial and residential
- Roger can increase programming at improved public spaces to capitalize on events/programming;
- Rogers can create co-working and innovation hub to grow creative class concepts.









APPROACH

The Merchandising Strategy is based upon the market analysis and Theater of CoolTM considerations developed as part of the process. In addition, this framework was guided by the Visions and Values developed for this Rogers Downtown Initiative and tailored based upon the existing character, environment and physical constraints of buildings and parcels. Finally, the Gateway Team considered existing concentrations and mix of businesses that could be leveraged and synergistic.

The recommended activation opportunities that follow are mere examples and ideas, intended to be catalytic to the visions, values and character for each "Experience District" described below.

Frisco Front

Most of the values associated with Frisco Front deal with an active and healthy lifestyle. This is evident by looking at the nearby retail – yoga and Pilates, bicycle and skateboard shops, gyms, healthier grocers such as farmers markets, etc. – and the usage of greenspace. Although not as familiar of a term as "destination retail", the Frisco Front provides a unique experience in that it offers "destination recreation". This can be an innovative economic development strategy similar to what is seen in Dallas' Clyde Warren Park area; that is, pop up retailers can offer services such as for-profit bike rentals, outdoor game rentals, small scale farmers markets, etc. This retail strategy combined with the unique land uses provides a strong opportunity for mixed-use development with retail-ready products offered between Walnut and Cherry along First Street.

Victory Row

The active living value aligned with Victory Row would be best fit for the attraction of an "urban grocer" such as Turnip Fair (Nashville, TN) or Royal Blue (Austin, TX). These retailers provide an array of organic foods, juice bars, and a variety of other healthy choice grocery selections. The existing

space in the area is suitably fit for "destination restaurants". Restaurants within this group can make use of eclectic spaces, and can incorporate art incubators by offering services such as art galleries and high quality crafts. By using non-traditional spaces such as the alleyway between Second and Third Street, a district similar to Portland's Union Way could take hold in this area. By improving areas within this district, i.e. the street edge on Walnut and Third Street, an increase in diversity could be obtained.

Walnut + Poplar Corridors

The Walnut Corridor could make use of larger format fitness anchor such as Crunch Fitness (CA) or Equinox (NY), as well as extending the trail network connecting Lake Atlanta. These anchors could create a "sense of arrival" and offer a type of gateway into the downtown area. Co-tenants such as coffee shops and high quality pharmacies could take advantage of the high volume auto-oriented traffic in the area. Developing a proactive retail recruitment strategy that has high quality, high impact retailers that could active the Walnut gateway would help drive this catalytic potential. The relocation of the Las Americas grocery to Walnut Street is a potential example of such an anchor. The suitability of these high quality retailers could be assessed quantitatively by analyzing pull factors of retailers, and qualitatively by assessing the uniqueness of the region.

Water Tower

The active living values associated with the Water Tower area involve a few aspects, such as activating nearby greenspace with an NFC (National Fitness Campaign) court and/or reinventing existing uses such as Dollar Saver into authentic urban grocers such as Turnip Fair or Royal Blue. Attracting fashion oriented retailers with large millennial followings would reinforce merchandising along Walnut Street with boutiques, cafes, local breweries, and food artisans. An "Innovation Hub" type of economic development – for example, co-working "plug and play" spaces – would help create a "hang-out" factor with cafes, coffee shops, and pubs. In-fill uses such as small-office, live-work space, or cultural institutional uses along Second street could strengthen the edge between the Water Tower District and northwestern downtown.



MERCHANDISING STRATEGY

The matrix below applies the emerging values for Downtown to each respective "Experience District" to set the stage for specific retail opportunities as "props" of the unfolding story of the Theater of CoolTM.

This framework will guide the attraction of high-quality retailers, reinforcing the vision and values of Downtown.







| Values | Experience District | | | | |
|-------------------|---|---|--|---|--|
| | Frisco Front | Victory Row | Walnut + Poplar Corridors | Water Tower | |
| Active Living | Fitness oriented uses near bike park or within urban residential with uses such as gym, yoga, pilates (i/e Body Bar), cycling (Life Cycle), and Cross Fit. Target "athleisure" retailers such as Athleta and emerging concepts such as Lou and Grey Fitness retailers such as Performance Bicycles, Index Skateboard shop, etc. Expand Farmers Market with eclectic farm to fork restaurants with active patios to spill into adjacent greenspace. Expand offerings such as The Cheese Lady, food trucks. | Attraction of an urban grocer such as Turnip Fair (Nashville, Tn) or Royal Blue Baker (Austin, TX) with large selection of organic foods, juice bar, and fruits and vegetables. | Assist the reinvention of the 100 block of Walnut with a large format fitness anchor such as Crunch Fitness (CA) and Equinox (NY). Consider extending trail network to connect east and on to Lake Atalanta. | Reinvention of Dollar Saver into an authentic urban grocer such as Turnip Fair (Nashville, Tn) or Royal Blue (Austin, TX) with large selection of organic foods, juice bar, and fruits and vegetables. Explore activation of green space with a NFC fitness court (See National Fitness Campaign). Explore "November Project" type events to utilize existing assets and activate spaces. | |
| Unique Experience | Destination recreation that can enhance the Rogers Bike park such as Under Armors retail store and climbing gym. Encourage "buy and try" retailers to use in local outdoor spaces such as Ute Mountaineer in Aspen, CO and Lewis and Clark in Rogers, AR. | Destination restaurants that can take advantage of the eclectic spaces in buildings such as Model Laundry and activate alley spaces. Cultural uses such as art galleries, art incubators, and high quality crafts. | Create strong anchors at Walnut/8th Street to create a sense of arrival and gateway into downtown. Explore co-tenants that can reinforce the value of Cook's and take advantage of the high volume auto-oriented traffic such as a high quality pharmacy, coffee shop, White Oak Station Pinnacle Market. | Attract fashion oriented retailers that have strong millennial followers. Reinforce merchandising along Walnut Street with high quality boutiques, curio shops, cafes, gourmet foods, fashion retailers, local brewery, and food artisans. Design Center building east of Walnut could be special event space, brewery, or office. | |









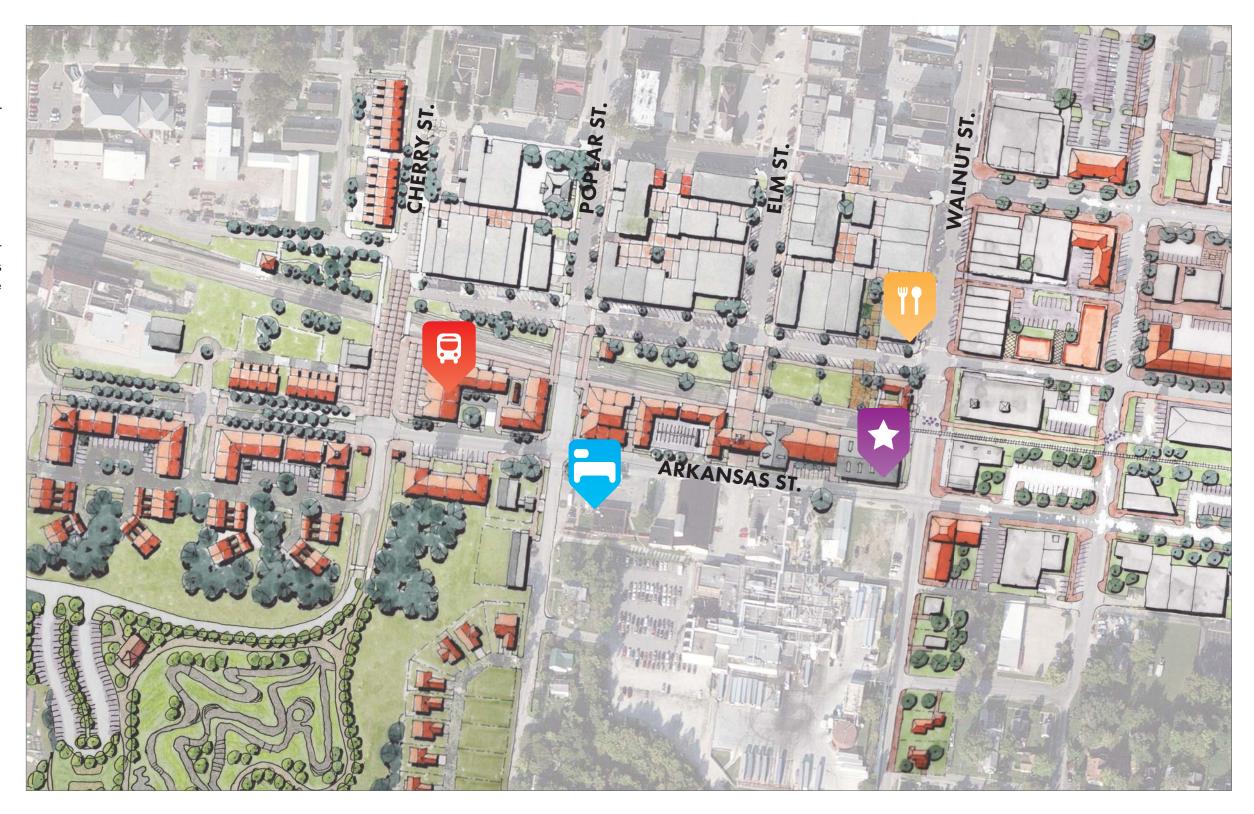


| | Experience District | | | | |
|---------------------------------|--|---|---|---|--|
| Values | Frisco Front | Victory Row | Walnut + Poplar Corridors | Water Tower | |
| Innovative Economic Development | Rogers can create "pop up retail" districts and create a for-profit bike rental, Segway tours, outdoor game rentals (i/e Klyde Warren Park). Partner with existing retailers in inferior locations to relocate to downtown such as New balance shoes, Your total fitness, Golf headquarters on Walnut. Explore relocating Mr. B's Steakhouse to corner of Opera House building. | 1. Using the alley between Second Street and Third Street, develop a "modern arcade of shops" to activate the alley with fashion, boutiques, café's and other wares reinforce the cultural drivers and identity of the district. These modern arcades are compact and can create high impact sales (i/e Portland's Union Way). | 1. Develop proactive retail recruitment strategy that has high quality, high impact retailers that can activate the Walnut gateway. This includes neighborhood services to take advantage of the 8th/Walnut Streets crossroads of large consumer base. Concepts shall be measured on suitability within existing context, sales per square foot, catalytic value to attract other retailers, pull factor, and uniqueness in the region. | Develop Innovation Hub to attract innovative entrepreneurs with a focus on design. Explore feasibility of developing co-working space to offer "plug and play" space" for emerging businesses. Attract 3rd place businesses such as coffee shop, café, or pub with high "hang-out" factor near First/Walnut. City may explore expanding parking field north of Dollar Saver and SWC of Chestnut and 1st Street. | |
| Diversity | 1. Housing - Attract a mix of high quality housing options that contain varied floor plans and can provide stronger edges within the district and integrate naturally into the existing housing to the west and south. Encourage retail-ready product between Walnut and Cherry along First Street. | Work on improving western edge of Victory Row. Attract destination restaurant with patio to activate Walnut. Need to activate at least 180° activation to create energy on Walnut and 3rd Streets. Work on improving public areas and parking with emphasis of street edge on Walnut and along 3rd Street. Expand live music offering near Walnut. Expand ethnic diversity of food choices (Mediterranean, Italian, French, etc.) | Consider relocating Las Americas grocery to Walnut Street as anchor for 8th/Walnut for higher traffic counts and stronger regional location to service diverse population base. | Encourage higher density housing between Chestnut & Cedar along Arkansas, higher amenities such as coffee, courtyard, business services, etc. could attract college students with rail connector to U of A. Pursue in-fill uses, such as small-office, live-work space, cultural or institutional uses along 2nd Street that can strengthen edge between Water Tower District and northwestern downtown. Coordinate with Church on 2nd street to utilize the automotive lot on Maple/2nd for non-profit community use. Alternate use could be private wedding chapel. | |

Frisco Front **Experience District**



The recommendations here provide particular "props," for activation, i.e., potential business and places, for the story unfolding within the Theater of CoolTM.





Corner Bar + Restaurant

As the gateway building to the "living room" of Downtown, this space is important to ensure it is activated until the late evening to turn traffic down 1st Street off to Walnut. A restaurant that serves from 7 a.m. - 9 p.m., with bar service until late, would help. In addition, the 2nd and 3rd floors would make ideal living or Airbnb spaces.





Downtown Bed + Breakfast

With 5 bedrooms, a large kitchen and conveniently located between the Rogers Bike Park, Lake Atalanta and the Frisco Front, this historic home -one of the oldest in Rogers –would make an ideal location for a dynamic bed and breakfast. In addition, the office space in the back of the building could be converted to a small destination farm-to-fork restaurant as well.



Regional Examples: http://www.innat202dover.com/http:// shinnfarmhouse.com/



Concert Hall/Expo Center

This large warehouse offers a unique opportunity to turn the space into an event center, including live music and other performances. A counterpart to John Q Hammons, this space could be a destination for those large events that need the raw space - such as maker fairs, art festivals, etc. as well as weddings, corporate functions and other programs.





Downtown Train Depot

An ideal location for a commuter or leisurely train stop, the building is large enough to accommodate additional experience such as a train museum, small retail spaces or a train themed restaurant and bar. Its location near the municipal lot is ideal for commuter use.



Victory Row **Experience District**



The recommendations here provide particular "props," for activation, i.e., potential business and places, for the story unfolding within the Theater of CoolTM.





Wine Bar/Small Plate Restaurant

As part of the unique schema located near 2nd Street and Elm could leverage its location near other restaurants and entertainment venues to create a social green room where both actors, artists and audience can mingle before or after performances at the Victory Theater.





Arkansas Made Retailer with Demo Kitchen

Focusing on the food, beverage and craft of Arkansas, this specialty retailer can also host a wide variety of programs with their demo kitchen.







Corner Grocery Store

Regional Examples:

http://www.westbankcafe.com/ http://www.casellula.com/ http://www.presswinebar.com/

A unique building at the SEC of Elm and 2nd could host a small grocery store that serves the basic grab-n-go, deli and staples, along with an array of beer/wine and specialty food items for the downtown residents and nearby workforce, or grab and go opportunities for the active population heading to Lake Atalanta for a picnic, or nearby parks.







Bakery with Downtown Living

Bringing back the essence of the Harris Bakery Building, this building could have an active storefront that reveals a small bakery with both sweet and savory, and includes morning, lunch and bistro-style dinner. The remainder of the building could be used for downtown residential lofts.



Regional Examples: http://www.proofbakeryla.com http://www.lepanier.com/#ourstory



The Permanent Pop-Up Store

This eclectic business could serve as an economic incubator for makers space and retail concepts in downtown Rogers. This location could offer short term leases for the retail entrepreneur to launch new concepts. The store would rotate every eight to twelve weeks, completely reinventing itself –from merchandise and store design to floor plan and fixtures -and act as a real time lab by testing strategies of marketing, merchandising, and business development.



Regional Examples: http://thisisstory.com/ http://blog.thestorefront.com/what-exactly-is-a-popup-shop/



Victory Row **Experience District** continued



The recommendations here provide particular "props," for activation, i.e., potential business and places, for the story unfolding within the Theater of Cool™.





The Downtown Marketplace

Due to its location away from the natural hub of downtown, this space needs to be developed as its own destination hub. The corner of Elm and 3rd should include a restaurant concept that wraps the corner and faces the City Hall residential development. Small retailer spaces can be mixed in with 1-2 larger footprint boutiques that face the street. Smaller spaces could include concepts such as designer eyeglasses, a florist, or high craftworks.





Rogers Historical Museum Expansion Option

Due to the size of this building, its vacancy is a significant detriment to the development of the 2 blocks surrounding the building and parking lot. Repurposing the building for a municipal use such as the Rogers Historical Museum provides a unique opportunity to capitalize on a large, unused space while valuing up development opportunities in the direct vicinity.





Fayetteville based Savior Fair or Lolastores.



Small Retail Stores

With a small amount of elbow grease and some entrepreneurial enthusiasm, these small spaces on the front of the vacant Lane Hotel could be converted in the short term to small retail spaces.





Downtown Living

As the terminating vista for 2nd Street, this property is ripe for new higher density housing. The developer could consider limited retail frontage on portions of the 1stfloor to activate the streetscape. To take advantage and coactivate the expanding Rogers Historical Center, this space could accommodate a small restaurant, or retail towards the direction of the expansion to provide activity close to the museum.





Rogers Post Office Building

Currently under utilized, this building could be converted to market rate offices for a short term (2-4 years) strategy, then determine long term needs upon the rehabilitation of the Lane Hotel.





Rogers Lodge

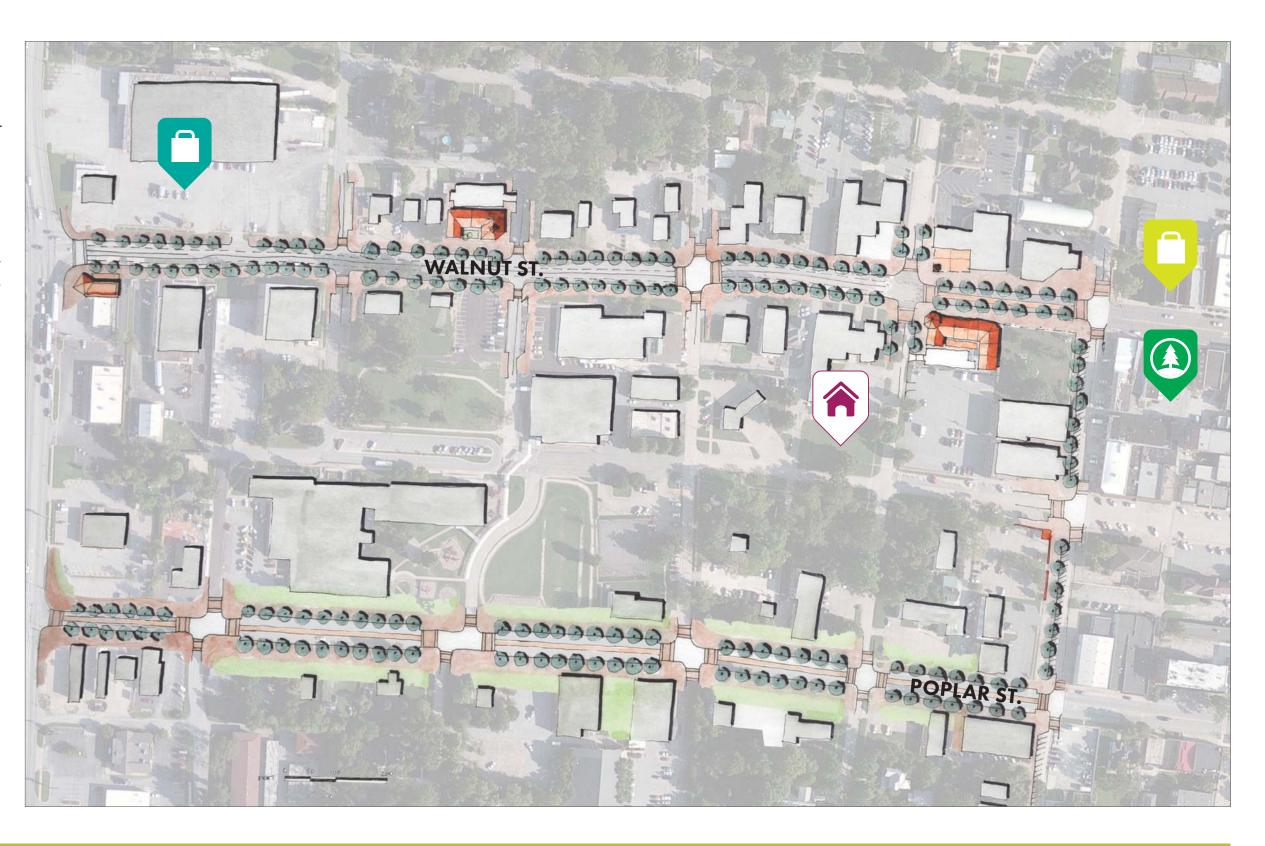
This two-story building is located at one of the key corners in Rogers. This building could be used for first floor retail with boutique retail and upstairs loft-living, or converted to live/work loft units.



Walnut + Poplar **Experience District**



The recommendations here provide particular "props," for activation, i.e., potential business and places, for the story unfolding within the Theater of Cool™.





Multi-Family/Mixed Use Commercial

Old funeral home for sale on Walnut, with large empty lots behind. This area is walkable to nearby schools and only one block from Model Laundry. The strategy could be to attract multi-family to create a stronger western edge of downtown and assist repositioning of the Model Laundry.





213 Walnut

This two-story building is located at the NEC of 3rd and Walnut. This building could be used for high quality retail, art gallery or specialty food with boutique retail. The storefront should be carefully planned to create interest and add to the pedestrian experience along Walnut. The building has great streetscape and strong character that should be maintained. The upstairs space could accommodate office or loft-living.





Parking Lot on the Eastside of Model Laundry

This space could be upgraded with lighting, art and façade elements on the large wall of the Model Laundry and serve and as a pedestrian gateway into a future active alley with restaurant patios that spill outside.







Walnut + 8th Street (Locke Hardware Store)

This property, largely filled with vacant retail, has historical significance as it is where the world's largest retailer, Wal-Mart, started in 1962. The site's historic nature should be preserved, but façade improvements, higher quality parking, lighting and landscaping can increase the vitality and health of the property. This site could cater to specialty foods, service retail, and fitness to take advantage of its regional location.

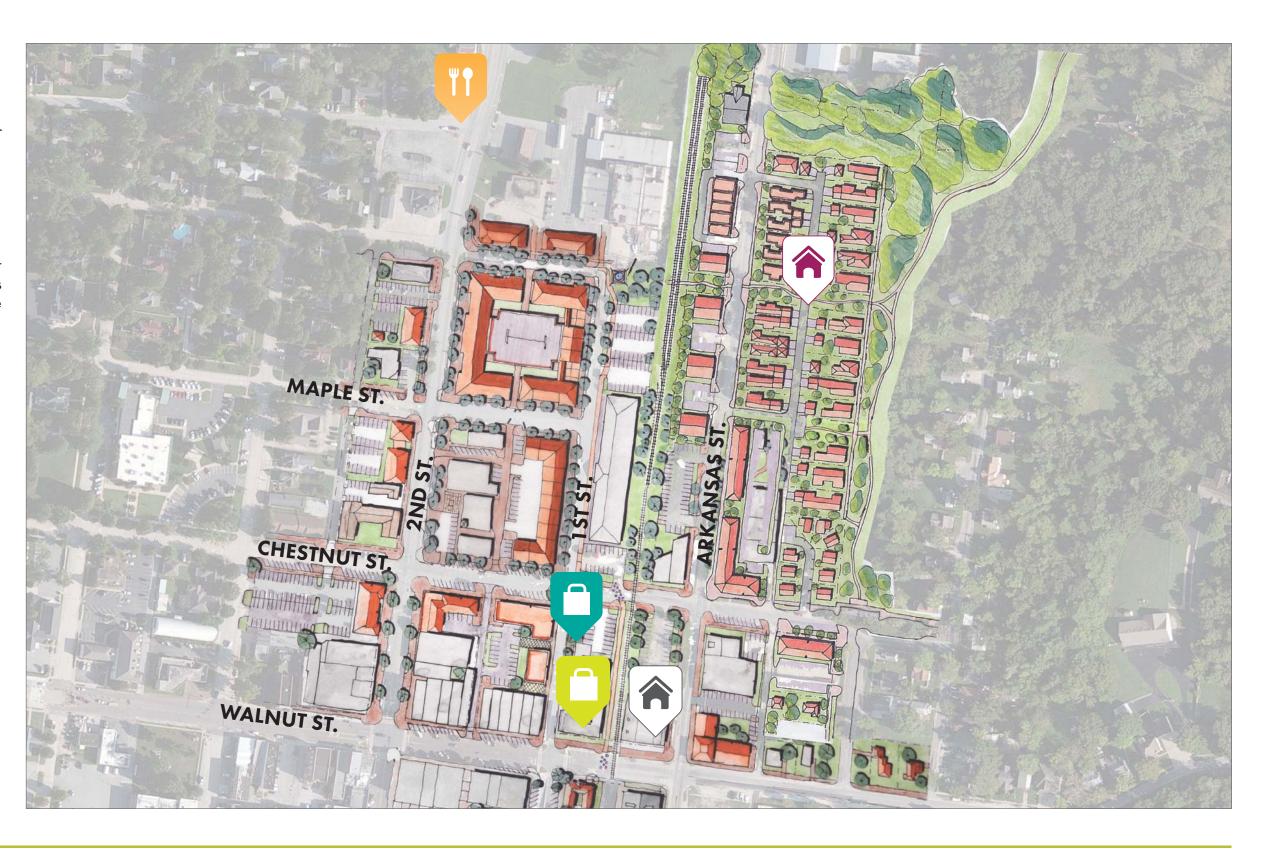


Examples: http://waterstreetcoffeeroaster.com/the-cafes/ downtown/

Water Tower Experience District



The recommendations here provide particular "props," for activation, i.e., potential business and places, for the story unfolding within the Theater of CoolTM.





Downtown Loft Living

This large space on the east side of downtown Rogers could be converted to large format lofts for downtown living to take advantage of the strategic position to accommodate both young and old that have a desire to experience an active nightlife, nearby restaurants and access to numerous outdoor spaces.





Iconic Restaurant

Susie Q Malt Shop on Route 66 has been a part of Downtown Rogers since 1960. This icon helps connect the Initiative in the Water Tower District to the experience in Downtown.





Dollar Saver

This large space is flexible and could accommodate a wide range of mixed-use commercial, including retail, restaurants and office. The Dollar Saver could be utilized to host makers space, or accommodate the Innovation Center concept. This building has great character and could house co-working space, innovation kitchen, coffee shop/café and other entrepreneur businesses.





"Pel-Freeze" Urban Neighborhood

This site has the opportunity to develop into a neighborhood with mixed single-family lot sizes that have easy access to Downtown businesses, Lake Atalanta and Bike Park amenities.



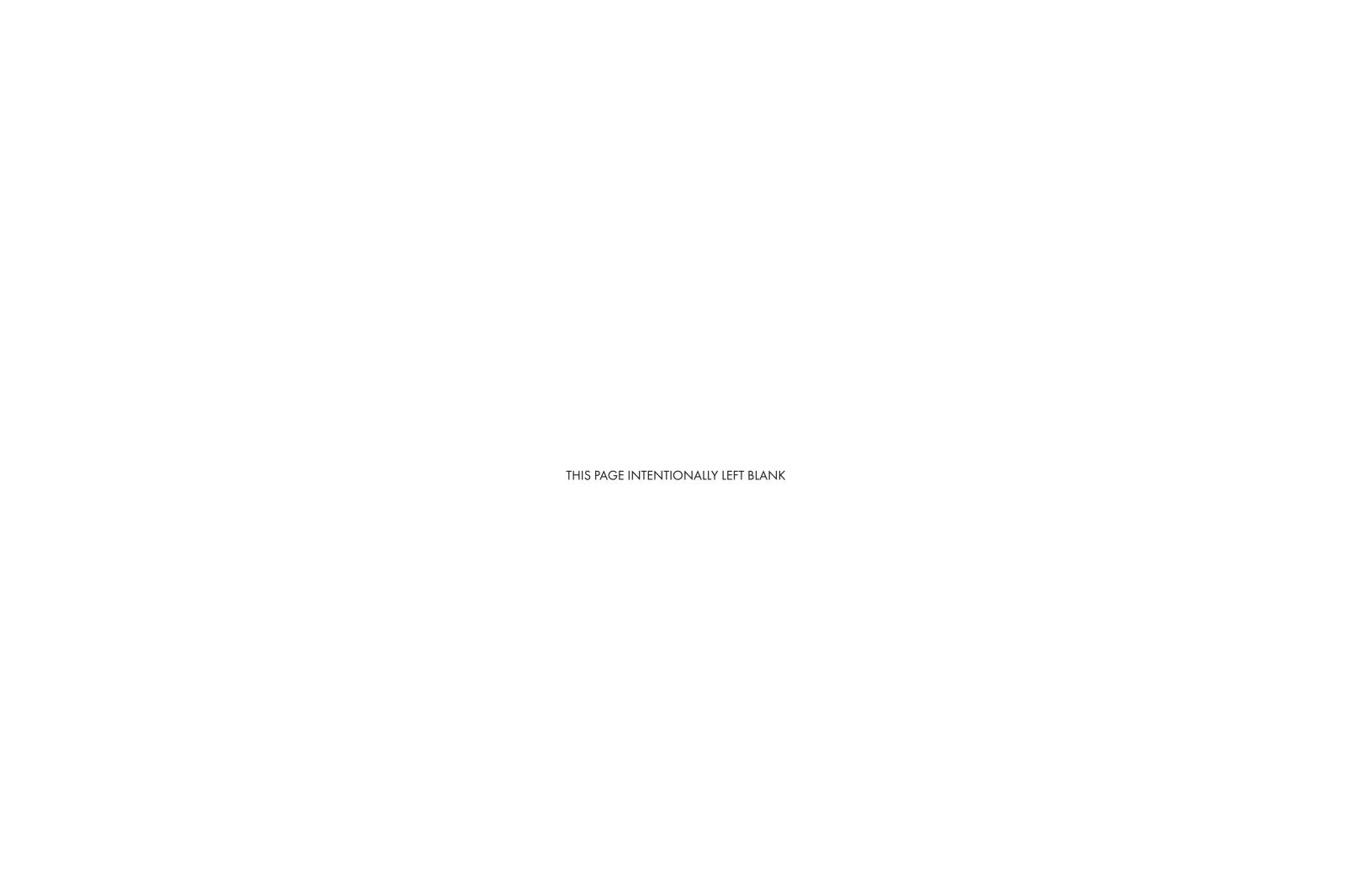


Dollar Saver - The Alley

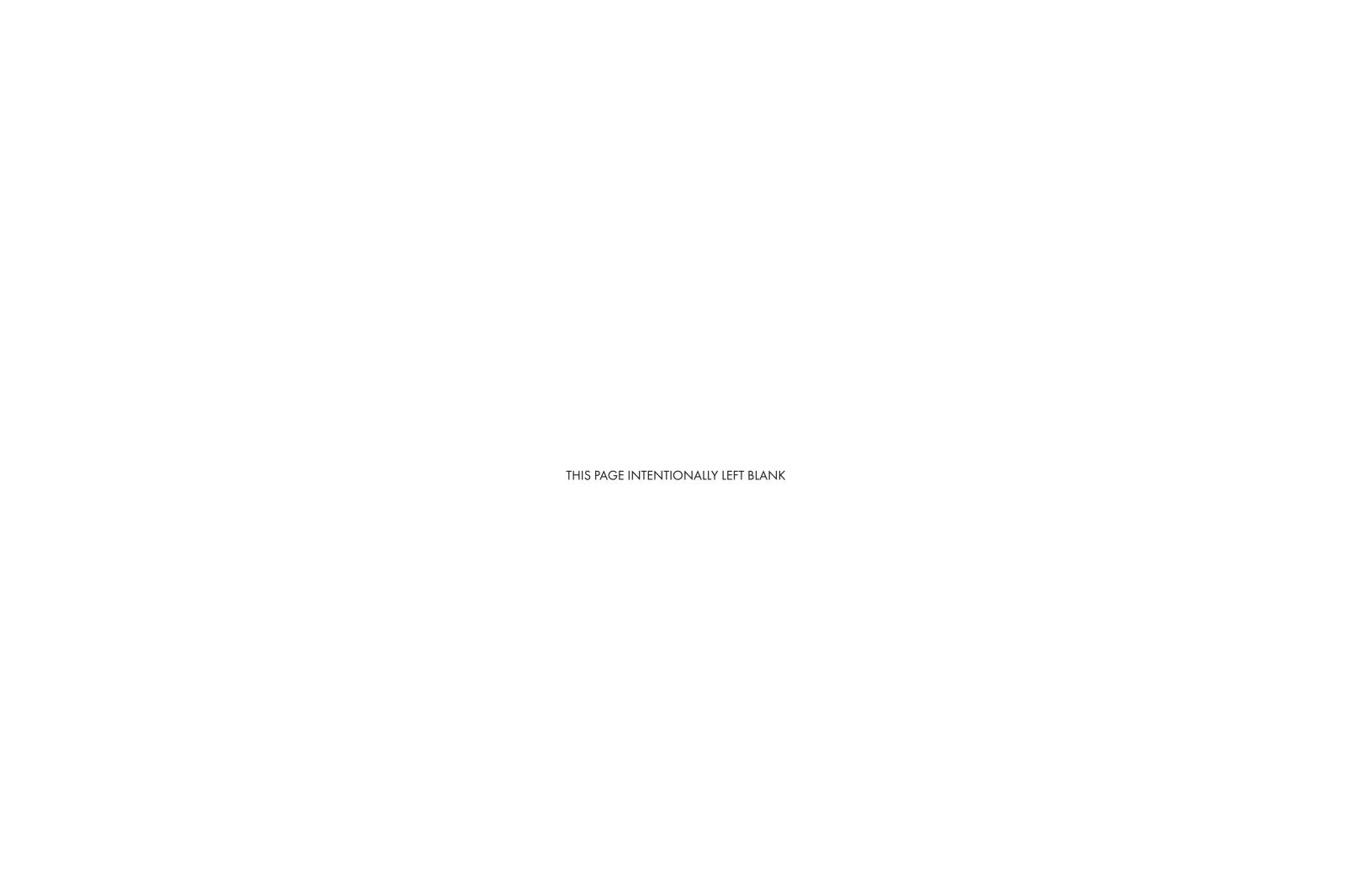
The loading dock along 1st Street could be immediately activated as an outdoor stage for pop-up gallery shows in partnership with Poor Richards in Downtown.















Planned and potential transportation projects, within the downtown plan area and connecting Downtown to other parts of Rogers and the Region, are integral to the physical form of Downtown and its quality of life stage. During the preliminary stakeholder interviews and the design charrette for the initiative, several transportation themes emerged:

- Leverage the investments of Lake Atalanta and the regional trail system through effective connections to Downtown and back out to the Region (and, now, ensure effective connections in coordination with the emerging Beaver Lake Master Plan);
- Figuratively and literally overcome the perception of accessing Downtown Rogers from the rest of the Region by creating intuitive gateways with regional connections;
- Actively encourage the implementation of rail transit along the Arkansas Missouri Railroad Corridor to link Downtown with key destinations including Northwest Arkansas Community College (NWACC) in Bentonville and the University of Arkansas in Fayetteville.

These themes and policies frame three major related opportunities: trails, rails and the bypass.

TRAILS AND RAILS

A Vision for Sustainable Downtowns and as a Sustainable Region

The Razorback Regional Greenway is a 37 mile trail connecting Fayetteville, Johnson, Springdale, Lowell, Rogers, Bentonville, and Bella Vista. The Rogers portion of this trail runs along I-49 near the Pinnacle Promenade and the Mercy Medical Center. Although the greenway does not run through Downtown Rogers, it will be connected via two city connector trails, one from the south and the other from the north. These connector trails are scheduled to complete in 2016 and will not only connect downtown back to the greenway but will also connect other attractions, venues, sites, and neighborhoods within Rogers to downtown. Completion of the southern and northern connectors from the Greenway to Downtown implicate the need for close design and access coordination along

Arkansas Street, as well as East Walnut Street and Cherry Street's extension into the new Bike Park

Like the Razorback Greenway, the Arkansas-Missouri Railroad runs through the aforementioned cities with the exception of Bella Vista. The potential for this railroad corridor to be activated with regular

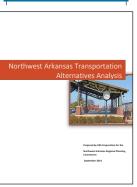
transit services provides an integrated regional multimodal opportunity. Overcoming the perception and reality that Downtown Rogers is "out of the way," the coordination of rail transit and the regional trail system can link pedestrian or cycling trips through the rail transit service, in addition to park and ride opportunities carefully integrated into the potential rail corridor at appropriate locations such as at NWACC's campus at Bentonville where a parking garage already exists.

Currently, the railroad is Class III, primarily operated for freight but intermittently operated as a popular passenger excursion train with scheduled trips throughout NWA, as well as trips further south to Fort Smith and Van Buren, Arkansas. The Arkansas-Missouri Railroad has indicated their willingness repeatedly to explore a regional partnership to bring rail transit service to NWA. Additionally, the City of Rogers recently partnered with Arkansas-Missouri Railroad to offer an excursion train that travels to University of Arkansas on select game days.

Two studies have been undertaken to explore this opportunity. The 2009 NWA Rail: Visioning Rail Transit in Northwest Arkansas, by Steve Luoni, director of the University of Arkansas Community Design Center and his team, sets a compelling opportunity to impact the development patterns

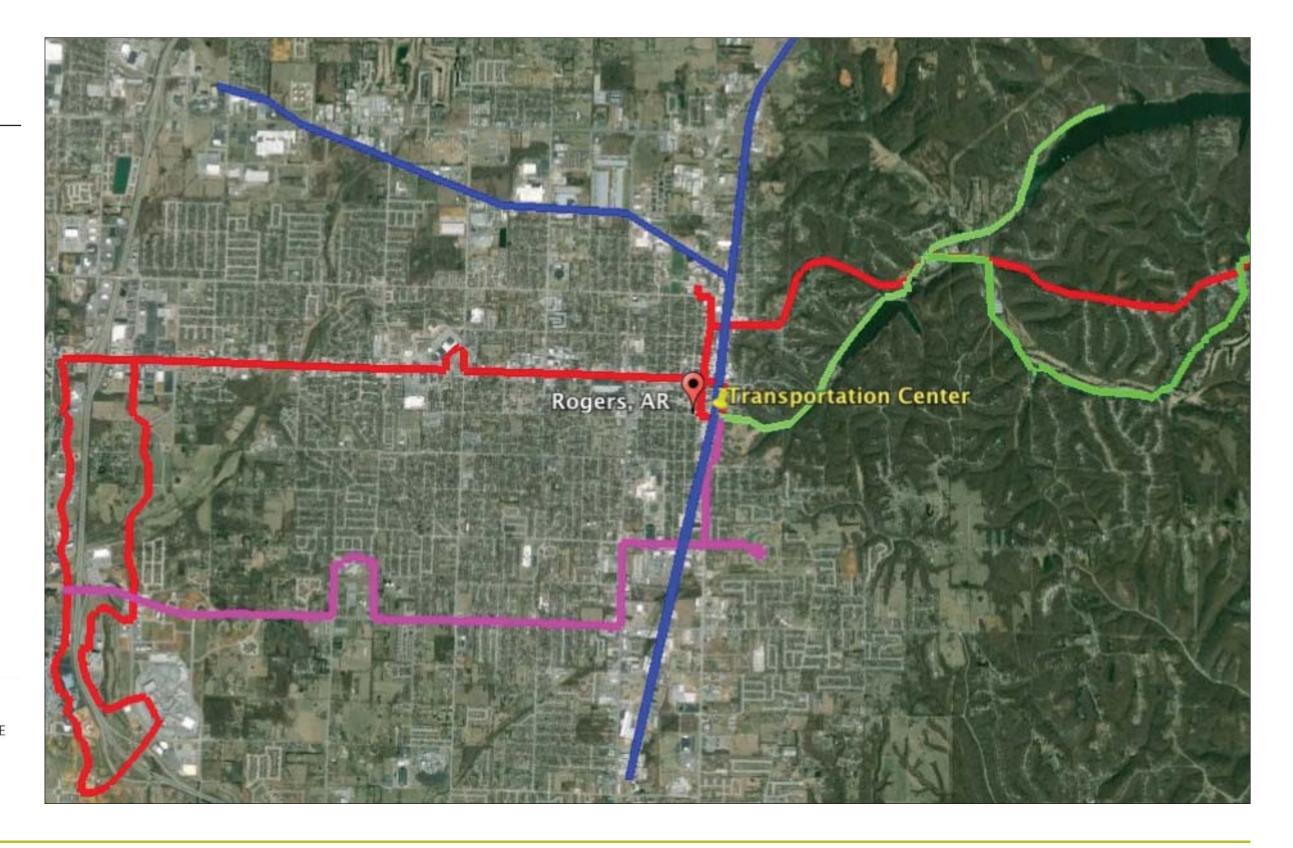
of Northwest Arkansas and to reinforce the importance of the linear region's downtowns through implementation of rail transit. Building on that compelling vision, the 2014 Northwest Arkansas Transportation Alternatives Analysis by URS for the Northwest Arkansas Regional Planning Commission sets forth multiple options to realize the opportunity.







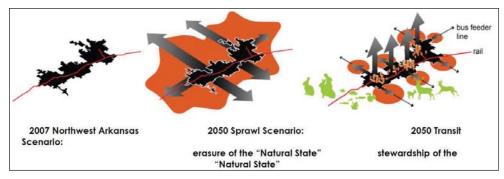
Expanding Transportation



| Downtown | Rail Station at Frisco Front | | |
|---------------------|--|--|--|
| Beaver Lake | Prairie Creek Marina | | |
| Downtown | Rogers Activity Center | | |
| Downtown | Rail Station at Frisco Front | | |
| Walnut Street | Frisco Station Mall | | |
| Walnut Street | 46th Street (Retail, Restaurants, Hotel) | | |
| South 52nd Street | Village on the Creek, Hotels, Restaurants | | |
| Pinnacle Hills Blvd | John Q Hammons Convention Center/Shoppes at Pinnacle Hills | | |
| Northgate Drive | Wal-Mart Amp | | |
| S Promenade Blvd | Pinnacle Hills Promenade | | |
| Rife Medical Lane | Mercy Medical Center | | |
| S 24th Street | Rogers Aquatic Park | | |
| Veteran's Memorial | Park | | |
| Downtown | Rail Station at Frisco Front | | |

Both the Razorback Greenway and the Arkansas Missouri Railroad are a part of a statewide plan of connecting communities along the Mississippi, White, and Arkansas Rivers and the communities served by the Arkansas-Missouri Railroad in Northwest Arkansas through an integrated system heavily centered on rail, trails, and river transportation. This plan is known as the Arkansas River Connection Project. Marinas and transients docks along the rivers, trails both

Rail Scenarios for NWA



Source: 2009 NWA Rail: Visioning Rail Transit in Northwest Arkansas

regional and local, and rail transportation are in various stages of development with some key components completed. Buoyed by this Downtown Initiative, Rogers stands in a strong position to advance this compelling integrated vision.

There is currently no transit service that connects Downtown Rogers directly to the Pinnacle Promenade-Convention Center-AMP corridor along I-49 or to Beaver Lake to the east. Eventually connecting Downtown with these east and west anchors would allow all three areas to leverage their draw factor to increase travel to Rogers.

The City of Rogers could partner with Ozark Regional Transit or another transportation company to operate bus "trolleys" or other attractive vehicles, while also working with Arkansas Missouri Railroad to integrate this east-west service with the railroad's passenger excursion service and eventual regular rail transit service. Funding such a service would pose a challenge; but if it is viewed as an investment, a partnership of the City, Ozark Regional Transit, other public entities, the Railroad, and other private interests could set the stage for a robust fully integrated bus, rail and trail system funded through an even larger partnership among entities throughout the region.

REGIONAL GATEWAYS

As Downtown continues its momentum towards being a place to hang out, dine and be active a need to focus on gateways to downtown will be needed. Focusing on just the immediate gateway or entrance point into Downtown is limiting, as it is difficult to find your way to that point as a visitor. Substantial efforts to transition about a half mile to a mile of roadway prior to entering Downtown will help navigate drivers, but also transition them into a walkable area in a way that slows the vehicles down and makes it more comfortable for pedestrians and bicyclists to start using the streets. Some key locations are highlighted that could act as those regional gateways to Downtown Rogers.

Northern Corridor and Gateway

2nd Street (Ark. Highway 12) from Locust Street (Ark. Highway 12) to Hudson Road (U.S. Highway 62/State Highways 102/94) with gateway at the intersection with Olive Street.

This is the primary route connecting Downtown to Rogers Executive Airport Carter Field, which is located less than two miles northeast on Hudson Road NE and Northwest Arkansas Community College located on Hudson Road West four miles to the northwest. This is also a major tourism route that links Downtown to Eureka Springs, Pea Ridge National Military Park and Beaver Lake. This route is directly on the Butterfield Coach Heritage Trail one of the two Heritage trails in Northwest Arkansas. Daisy Outdoor Manufacturing and House of Webster, two iconic businesses in the region, are located on either side of 2nd Street just north of Downtown. It is recommended that the gateway at 2nd/Olive Streets be constructed with a roundabout to serve as an entry feature and to also facilitate multi-modal traffic.

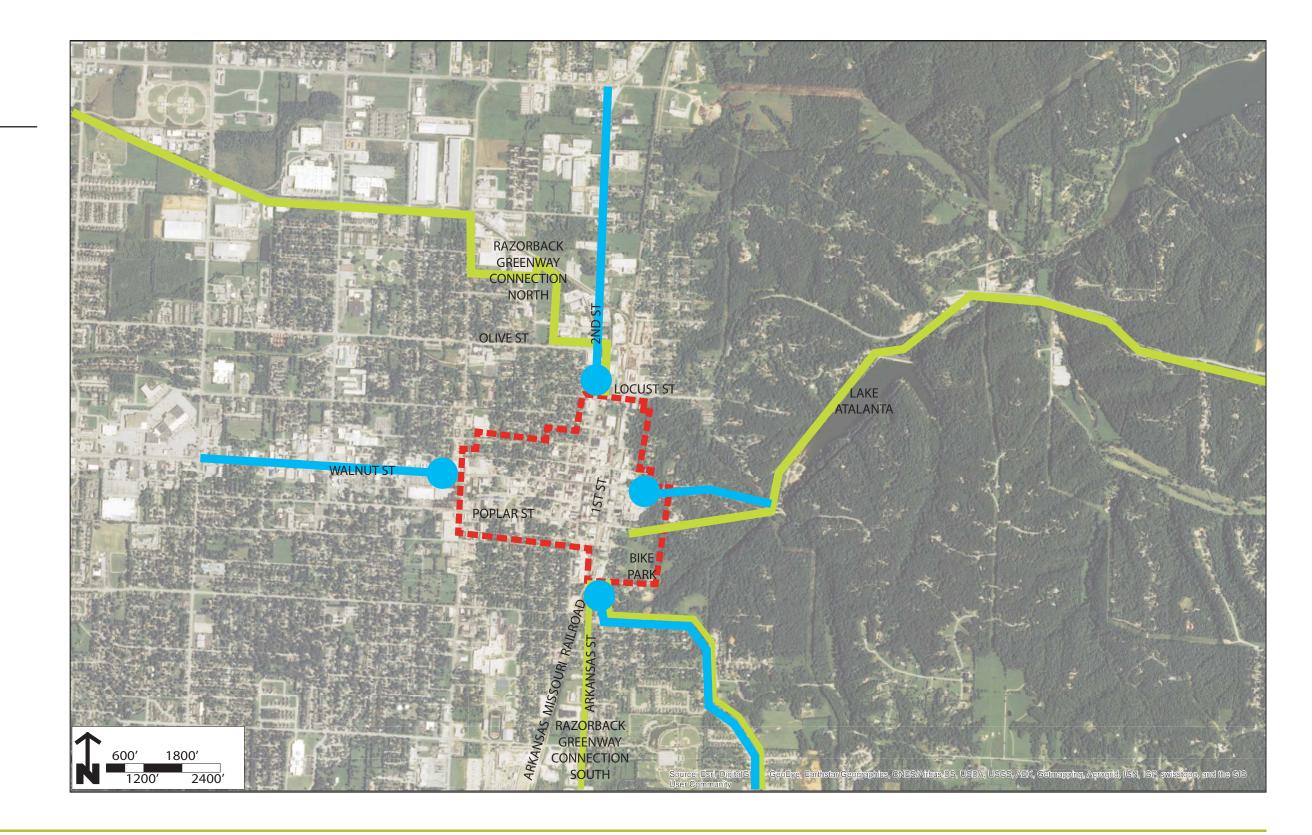
Improvements Planned/Under Construction/Completed on All or Part of this Corridor

Trails - Razorback Greenway North Connector Streets/Streetscape - Locust Street (2nd Street to Arkansas Street) Sidewalks - 2nd Street (Northwest Arkansas Bicycle + Pedestrian Master Plan, 2014)

Improvements Proposed

Streets/Streetscape - 2nd Street (Locust Street to Hudson Road) including lighting, banners, landscaping and signage that is coordinated with Downtown design.

Regional Gateways





Eastern Corridor and Gateway

Walnut Street (Arkansas Street to Lake Atalanta) with gateway at intersection with Arkansas Street.

Locust Street/Hwy 12 (2nd Street to Beaver Lake @ Highway 12 Bridge) with gateway at intersection with Arkansas Street. These corridors link downtown to two of Roger's most important recreational/tourism assets, Lake Atalanta and Beaver Lake and the residential and neighborhoods that surround them. In addition, Highway 12 connects downtown to Prairie Creek Golf Course, Hobbs State Park, and the historic War Eagle Mill.

Improvements Planned/Under Construction/Completed on All or Part of this Corridor

Parks – Lake Atalanta

Trails – Lake Atalanta

Streets/Streetscape - Walnut Street (at Lake Atalanta)

Streets/Streetscape - Locust Street (2nd to Arkansas Street)

Streets/Streetscape - Highway 12 shoulder improvements (Prairie Creek

to Beaver Lake) (Northwest Arkansas Bicycle + Pedestrian Master Plan, 2014)

Streets/Streetscape - Eastern By-Pass (Proposed new highway located roughly between C and E Streets)

Improvements Proposed

Trails - Connect Downtown to Beaver Lake at Prairie Creek Marina and Old Prairie Creek Road Boat Launch

Bike Station - Old Prairie Creek Road Boat Launch Area and Prairie Creek Marina

Transient Dock – Located at Old Prairie Creek Road Boat Launch Area Streets/Streetscape - Highway 12 (Arkansas Street to F Street) including lighting, banners, landscaping and signage that is coordinated with Downtown design.

Southern Corridor and Gateway

Monte Ne Road, from New Hope Road to 1st Street/Arkansas Street, and 1st Street, from New Hope Road to Monte Ne Road/Arkansas Street with gateway roundabout at 1st Street/Arkansas Street/Monte Ne Road intersection.

These corridors link downtown to the neighborhoods to the south, New Hope Road which is an improved east/west corridor, Veteran's Park recreational facility. Rogers Heritage High School is located on Olrich Street just off of 1st Street.

Improvements Planned/Under Construction/Completed on All or Part of this Corridor

Street/Streetscape - Monte Ne Road

Street/Streetscape - 1st Street

Streets/Streetscape - Arkansas Street

Roundabout – 1st Street/Arkansas Street/Monte Ne Road

Trails - Razorback Greenway South Connector (via 1st Street and Arkansas Street to Lake Atalanta Bike Park)

Trails - Monte Ne Road

Street/Streetscape - Eastern By-Pass (Proposed road from 1st Street/ Arkansas Street/Monte Ne Roundabout to Hudson Road east of C Street and west of E Street.)

Improvements Proposed

Streets/Streetscape - To all roadways including lighting, banners, landscaping and signage that is coordinated with Downtown design.

Western Corridor and Gateway

Walnut Street, from Interstate 49 to 8th Street, with a gateway at the intersection with 8th Street.

This is the primary route connecting Downtown to Interstate 49 in the western part of the City and Bentonville. This is also the major route that links to Roger's major new shopping centers, hotels, convention center, Mercy Medical Center and the newer neighborhoods in West Rogers.

Improvements Planned/Under Construction/Completed on All or Part of this Corridor

Street/Streetscape Improvements - Walnut Street (Dixieland Road to 8th Street) A one-mile improvement program funded by the City of Rogers and AHTD. Improvements will include 11 ft. travel lanes with a 12 ft. center turn lane, decorative intersections with stamped concrete and way finding signage at Dixieland Road, 13th Street, and 8th Street intersections, street trees and other landscaping, 6 ft. sidewalks, decorative lighting and outdoor seating on both sides of the street.

Improvements Proposed

Paving Enhanced Intersection – Walnut Street/8th Street Intersection Street/Streetscape - Walnut Street (Interstate 49 to Dixieland Road) including lighting, banners, landscaping and signage that is coordinated with Downtown design.

THE EASTERN BYPASS

An Opportunity Deserving Carefully Executed Design

The Eastern By-Pass is a highway improvement project that would provide a major road connection along the east sides of Fayetteville, Springdale, Lowell, and Rogers. The project will provide the region another north-south transportation route. Currently the portion of this project on Highway 265 between Highway 16 in Fayetteville and Wagon Wheel Road in Springdale is either complete or under construction. The portion running north of Springdale through Rogers currently is in the study and planning stages.

In Rogers, recent plans show the proposed route coming up existing 1st Street at the Rogers city limits to the planned roundabout where 1st Street and Arkansas Street now intersect. At this point, the City's preferred alignment shows a new road being built east of C Street and west of E Street that will connect with Hudson Road just to the east of where 2nd Street and Hudson Road now intersect.

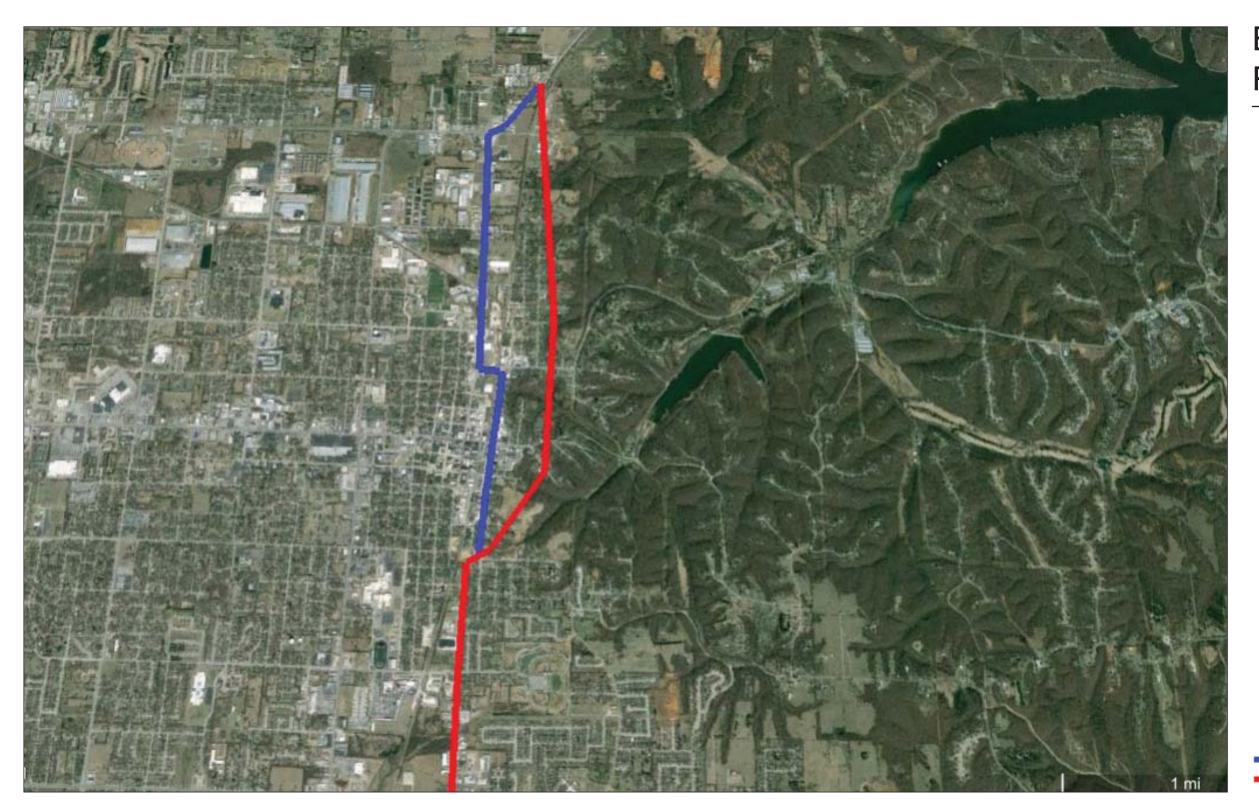
Natchez Trace Parkway



Source: Federal Highway Administration (www.fhwa.gov)

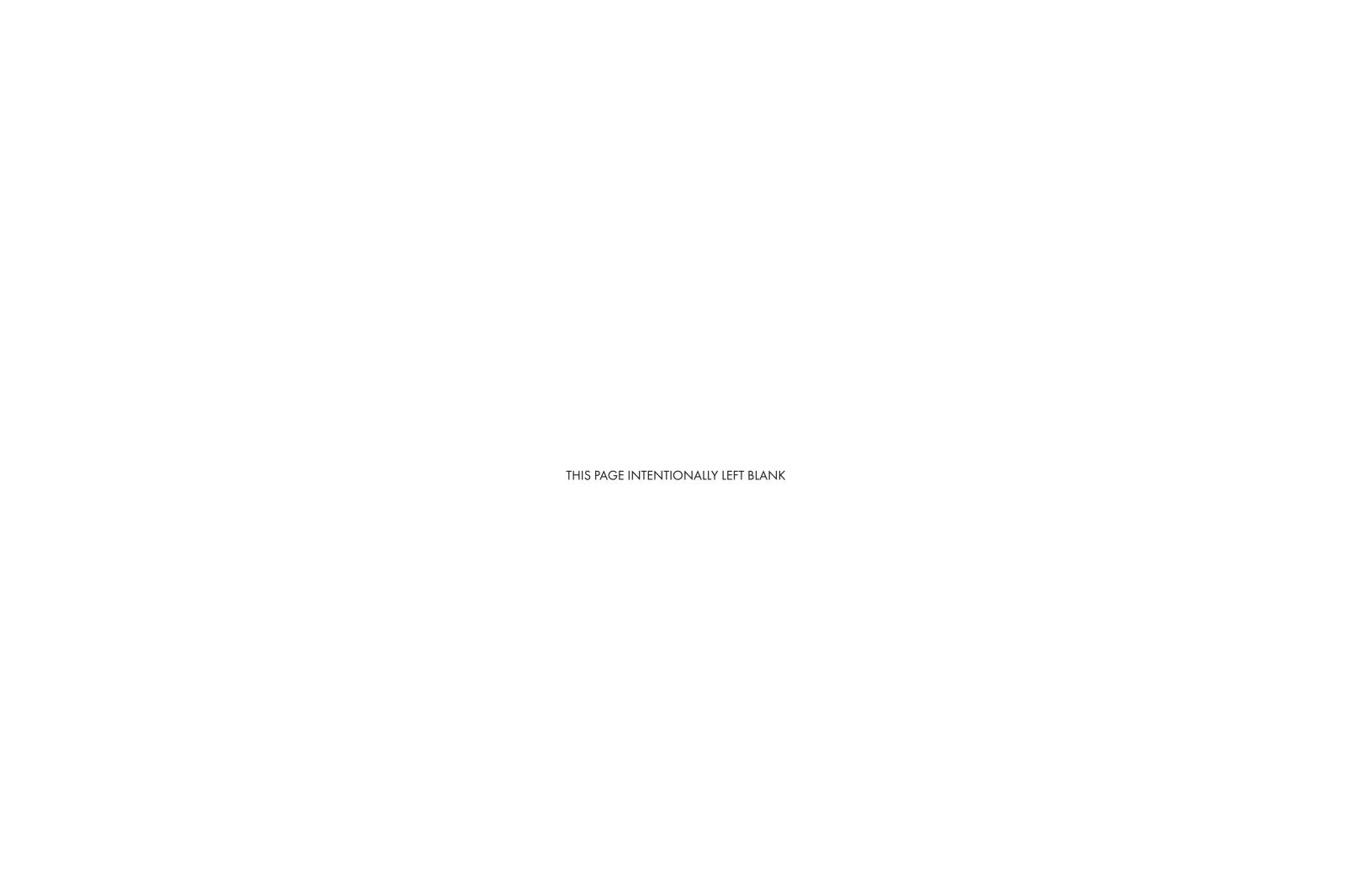
Whether in that location or in the one east of Downtown, the design of this proposed corridor will be critical in terms of context and impact.

The leadership committee of the Chamber's Vision 2030 Initiative and other key stakeholders for the Downtown Initiative have voiced strong support for the bypass; but they also have voiced concern about the impact of the road on the relationship of the eastern urbanized portion of Rogers and the lakes area as they could be split by the new roadway corridor if the Eastern Alternative is selected. In particular, the substantial nature of the bypass can result in a barrier through the Lake Atalanta Area if it is not designed through carefully executed light-impact approaches like those utilized by Olmsted and Farrand for the enduring 19th Century National Parkways on the U.S. East Coast.

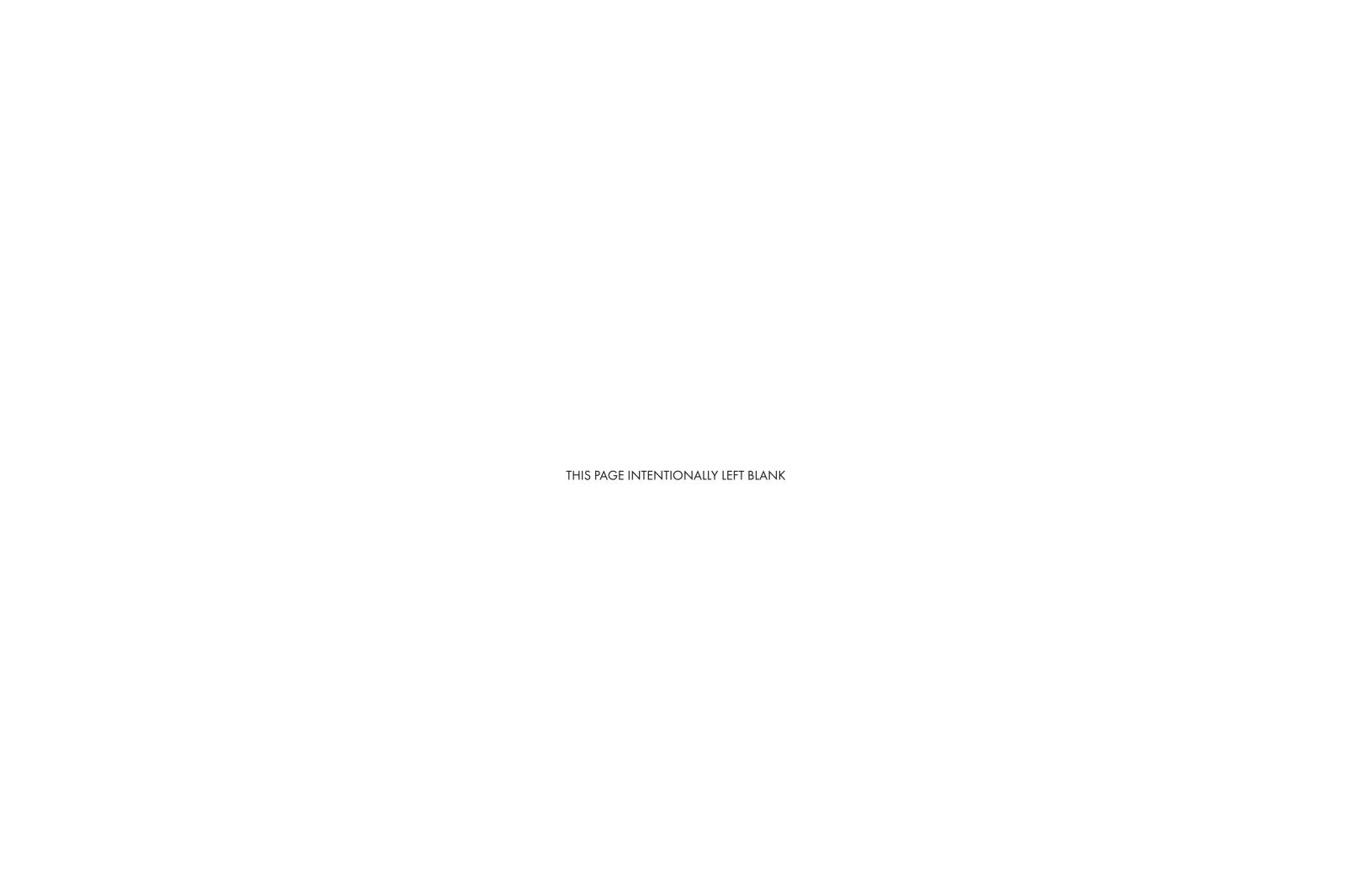


Eastern Bypass Route Alternatives

EASTERN CORRIDOR ALTERNATIVE PROPOSED EASTERN CORRIDOR











INFRASTRUCTURE COORDINATION

This section provides guidance on the key policies and elements to realize a sustainable process for the redesign and construction of infrastructure to activate the Downtown Plan.

Capital Improvement Program (CIP) Policy

The key to an effective CIP is the alignment of the plan's proposed projects with the potential for private quality development. Too often, CIP funds and strategies have been allocated towards the reconstruction of ad hoc improvements rather than towards a targeted approach with a master plan as a guide.

The power behind a properly programmed CIP is the vision of what the outcomes need to be oriented towards. With this master plan vision, there is now a coordinated path for the City, utility providers, Public Works, Community Development interests and others to come together behind projects that could realize significant economic impacts.

With a coordinated CIP, the market will believe that investment Downtown can be productive. As connectivity and utilities in Downtown are upgraded, adjacent neighborhoods will begin to be viewed as an integral part of Downtown. The resulting steady path towards reinvestment is the key to building a sustainable tax base for the City and its citizens.

Transportation

Planned, proposed and potential transportation projects within Downtown and/or connecting Downtown to other parts of the city and region, are an integral part of the physical form of this Master Plan and will have a substantial impact on this plan becoming a reality. The modes of transportation range from highways, streets, trails, rail, water and public transit. The following programs are potential means to initiating and deliverin[g] the various regional projects that could benefit Downtown Rogers

Regional Mobility Authority (RMA)

Legislation was passed in the 2009 that created the ability for local governments to create legal partnerships for regional transportation projects and some authority to charge fees to pay for the projects. In 2011, this legislation was expanded to allow RMA's to enter into public-private partnerships for projects that dealt with rail, trail, or water based transportation.

Projects that might apply for this financing option include:

- NWA Regional Rail
- Expansion of the Razorback Regional Greenway
 - Trails Connect Downtown to Beaver Lake at Prairie Creek Marina and Old Prairie Creek Road Launch Area;
- Bike Station Boat launch area on Old Prairie Creek Road & Prairie Creek Marina;
- Transient Dock Boat launch area on Old Prairie Creek Road.

SJR16

The 2015 legislature referred a constitutional amendment that will be voted on by the citizens of Arkansas in the next general election in November 2016. This legislation will gives local communities more flexibility in financing economic development projects. If passed, more options for financing infrastructure projects will become available.

Projects that might apply for this financing option include:

- NWA Regional Rail
- Transit
- Trolley Buses
- Streets/Streetscape 2nd Street (Locust Street to Hudson Road)



- Streets/Streetscape 8th Street (New Hope Road to Hudson Road)
- Bury Power Lines Walnut Street (Interstate 49 to 8th Street) 3.25 miles
- Street/Streetscape Walnut Street (Interstate 49 to Dixieland Road) 2.25 miles
- Streets/Streetscape Highway 12 (Arkansas Street to F Street)

Advertising + Promotion Tax

Cities in Arkansas have the option to levy a tax up to 3% for the purpose of promoting tourism in their community. The tax can also be used to pay for capital costs for tourism developments. This is a tax that can be assessed to businesses that serve prepared food and/or lodging establishments. Cities have flexibility in deciding if they want to assess the tax on prepared food establishments only, lodging establishments only, or they can do both. The amount of the tax can be different between the two business types as well.

The City of Rogers currently levies a 2% A&P tax on lodging establishments only. An additional 1% on lodging and up to 3% on businesses that serve prepared food is available and could be used as a part of the financing mechanism. Projects that might apply for this financing option include:

- Trolley System including buses, trolley stops
- Downtown Rail Station
- Bike Station
- Transient Dock Boat launch area at Highway 12 Bridge
- Public Marina
- Expanded Passenger Service on Arkansas-Missouri Railroad.

Utilities

Currently there are numerous underground utilities that require some form of upsizing or replacement. These include aging lines with materials that no longer are used in the construction of utility lines, so replacement of utilities throughout downtown will be necessary. Besides bonds the following programs may be useful towards collecting funding for these essential projects:

Community Development Block Grants (CDBG)

Elements of CDBG are already being used by the City of Rogers within their eligible areas, which includes Downtown Rogers. These CDBG funds can be

used for improvements to connectivity and utilities. Considering the immense amount of upsizing and upgrades that are required within Downtown, it may be prudent to begin to focus these funds towards combined redevelopments of roadways that require utility and connectivity improvement needs.

Tax Increment Financing (TIF) Districts

A constitutional amendment granted cities and counties the authority to form TIF districts, in order to finance or reimburse redevelopment projects for making needed public infrastructure improvements. Under Amendment 78, all or a portion of ad valorem taxes (property taxes) levied by taxing units with property located in the TIF district may be diverted to the TIF district to pay for redevelopment costs. The amendment sets forth the primary intent of tax increment financing – only property taxes that occur over a baseline value are able to be accounted towards these funds. The risk of using a TIF is that there may not be enough potential development over the forecasted time frame for a substantial enough amount of TIF funds to fund the needed projects.

DEVELOPMENT

Various development incentive programs are available in addition to the transportation incentives listed above. These include:

Arts & Cultural Districts

Act 1030 was passed in the 2011 Arkansas legislation session to define and create procedures for communities to create these districts. This is the first step in hopefully getting tax incentives passed for people who live and work in these districts.

Central Business Improvement District (CBID)

This legislation allows for the creation of a district for a variety of improvements and services. It takes 2/3 of the property owners to establish the district. Bonds can be issued for capital projects and repayment is made via additional charges levied on the property owner's property taxes.

Arkansas Central Business Improvement District Rehabilitation and Development Investment Tax Credit Act

This investment tax credit is equal to twenty five percent (25%) of qualified rehabilitation

or development expenditures incurred for a qualified project up to the first: (1) Five hundred thousand dollars (\$500,000) on income-producing property; or (2) Two hundred thousand dollars (\$200,000) on non-income-producing property.

Arkansas Capital Corporation

The Arkansas Capital Corporation Group (ACCG) is a privately held group of for-profit and non-profit corporations dedicated to improving the lives of Arkansans. The Arkansas Capital Corporation Group and its affiliate companies empower entrepreneurs by providing capital to businesses through its capital availability programs and advocating for entrepreneurs through capital, educational and technological improvements. ACCG serves as the platform from which new opportunities are launched and today includes seven affiliates including Arkansas Capital Corporation (ACC), Six Bridges Capital Corporation (6BCC), Arkansas Capital Relending Corporation (ACRC), Arkansas Economic Acceleration Foundation (AEAF), Diamond State Ventures (DSV), Heartland Renaissance Fund (HRF) and Pine State Capital (PSC).

- New Market Tax Credits (http://arcapital.com/hrf/)
- EB5 Foreign Investor Program (http://arcapital.com/psc/)
- Venture Capital Programs (http://www.diamondstateventures.com/)

Historic Rehabilitation Income Tax Credit Act

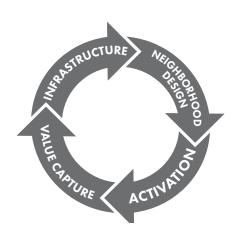
Act 498 of 2009 provides an income tax or premium tax credit to owners of eligible property that have received a certification of completion from the Department of Arkansas Heritage. The credit is equal to 25% of total qualified rehabilitation expenses on the first \$500,000 expenses on income-producing property or first \$100,000 expenses on non-income-producing property; however to qualify, the owner must incur minimum qualified rehabilitation expenses of \$25,000. The credit may be transferred or sold. Any unused credit may be carried forward for 5 years after the tax year the credit was earned or until exhausted, whichever event occurs first.

FISCAL IMPACT

The key to developing a successful and sustainable downtown is through implementation of strategic public projects that complement private investment advancing the Downtown plan. The problem with many public investment projects is that they are spread too thin over a large area and do not gain the traction, economically, that was intended by the initial investment.

Focusing on a prescribed improvement plan, investment by a public entity must return a rate that will allow the public entity to save for the future maintenance and life cycle costs of the investment. When cities build roads, it is not enough to think just about the cost today and maintenance per year. What happens in twenty and

> thirty years, when the utilities underneath the roads need to be repaired?



A positive return on investment is not always possible in terms of specific public projects; but if a capital investment can spur broader quality development, the public investment might make sense if it advances an interconnected vision. such as this Master Plan.

The key for the capital investment process is to support strategically phased private

investment. Detailing a capital project plan that works with the private realm and coordinates the outcome with the timing of the market is essential.

Going forward, continued collaboration with the private sector with this plan as a guide will enable meaningful discussions about the benefits of new infrastructure. This will not only stimulate the creativity of "what is possible" but what will activate the investment to make it happen.

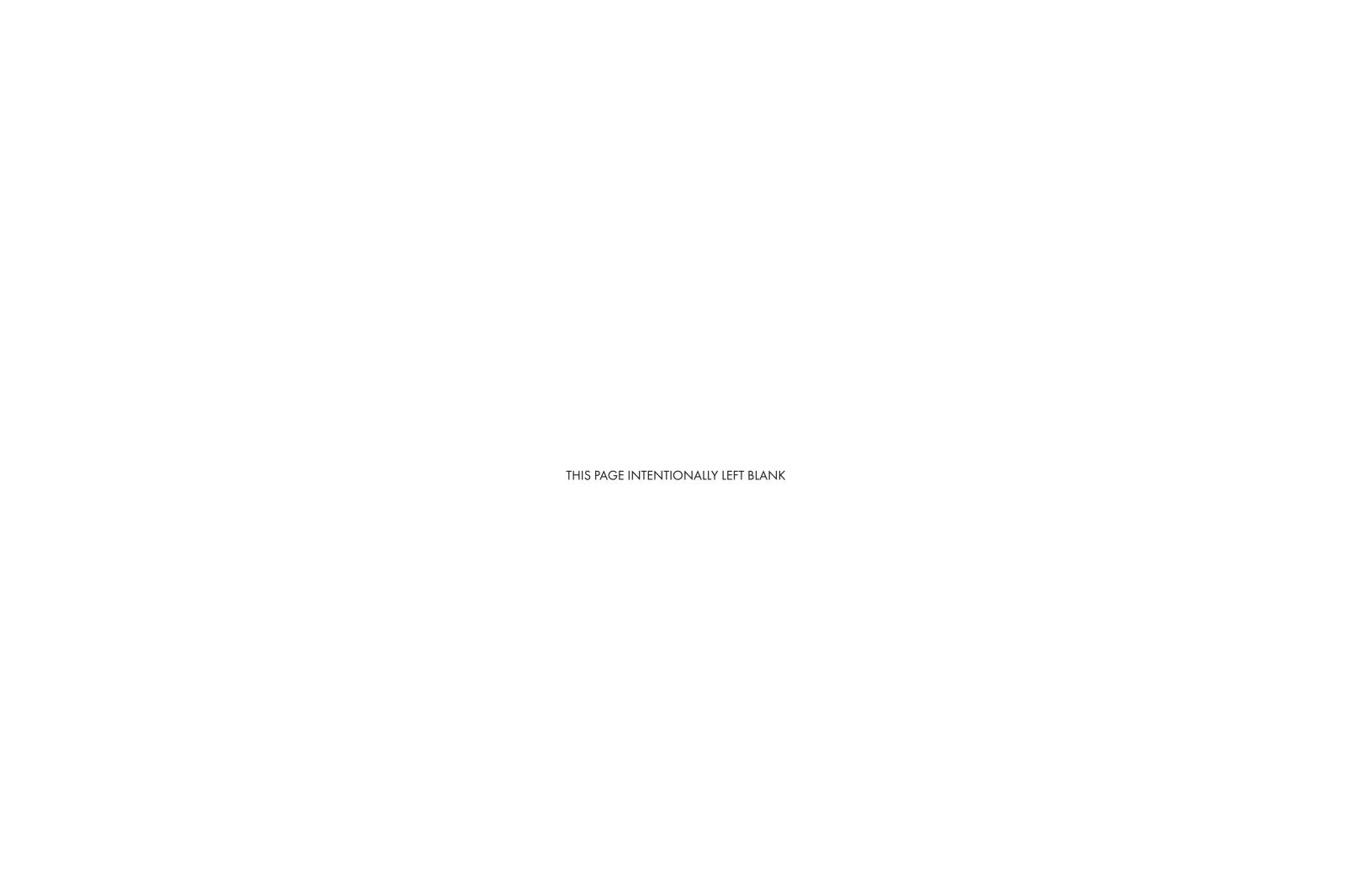
BOND PROGRAM

After developing a specific strategy for capital improvements under this Master Plan, a bond program should be considered.

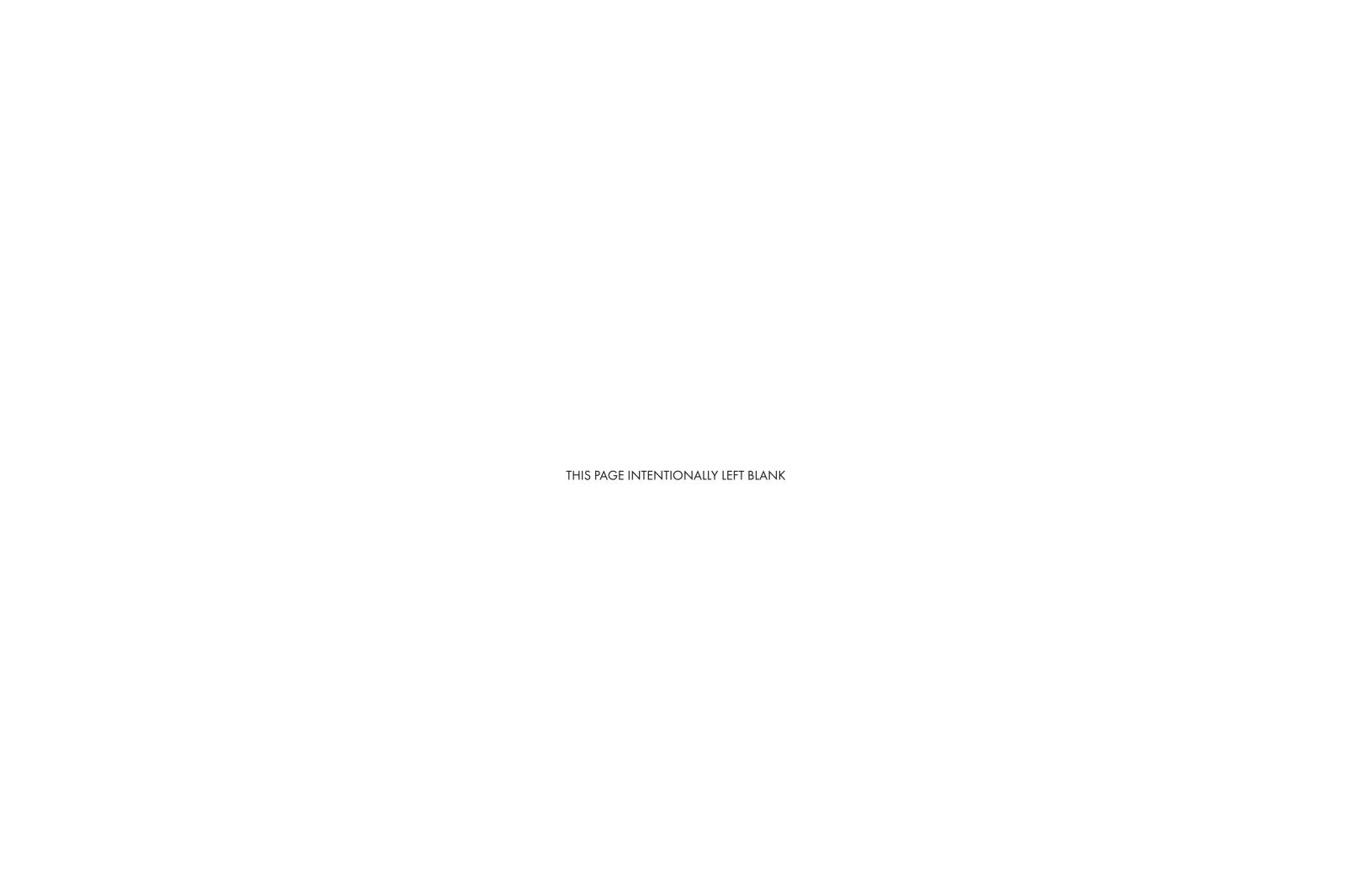
A properly executed bond program can be impactful.

Bonds are paid back through future dollars. Accordingly, a comprehensive analysis guided by this Master Plan should be performed to understand the options for the bond program so that the City can secure the most strategic and leveraged economic investment for the future dollars.

No project is a silver bullet; and without a strategic plan of action, the economic impact that is realized can be short-lived. Accordingly, capital improvements under a bond program should be monitored to determine which subsequent capital projects should be implemented.









MEDIA STRATEGY

Social Media Campaign

Every second, there are millions of human interactions. People are sharing their experiences on a global level and those collective voices are quickly becoming the lens in which we interpret the world. People are attracted to stories because we are social creatures. Great stories inspire, generate ideas, create deeper connections, create champions and call people to action.

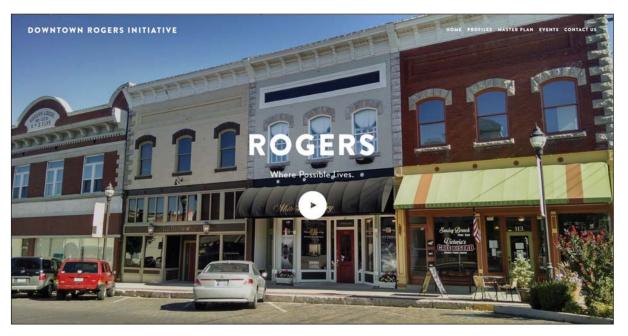
With that in mind, a relevant and ultimately successful master plan must reflect a shared community strategic narrative that engages people in a wider context of their own journey and provides a framework to understand both individual and collective opportunities.

In the process of interviewing community members for the Rogers Downtown Initiative, a common story began to emerge. A strong work ethic and individual determinism - coupled with a pioneering spirit that resonated deeply in the historic roots of the area - kept the downtown alive even with changing consumer buying patterns and economic downturns. A collective of small investments, made incrementally and over time, fed downtown enough to keep it alive even as the emerging activity on the west side of town assembled both attention and resources—and now the downtown community is hungry for action and ready for taking a bold next step.

Setting the stage by outlining the four "Experience Districts" – Frisco Front, Victory Row, Water Tower District and Walnut + Poplar Corridors—and developing the structure for ongoing development and activation—was the first step to launching the new Downtown story.

Next was developing a platform for capturing the human element – the heart of any initiative – and telling peoples' stories. The Gateway Team engaged former reporter and Rogers' raconteur, John Gore, to craft thirteen profiles that highlight just some of the characters in the Rogers story. These

www.RogersPulse.com



profiles were then uploaded to a website (www.rogerspulse.com) dedicated to Downtown.

The Gateway Team also worked with BlkElk Media, a Northwest Arkansas media firm, to develop a video that captured the essence of the downtown Rogers' experience. Strengthening the Rogers brand of Where Possible Lives, the video paid homage to the hardworking folks who are part of the everyday that makes the downtown tick. The video was also uploaded to the website as an additional storytelling opportunity.

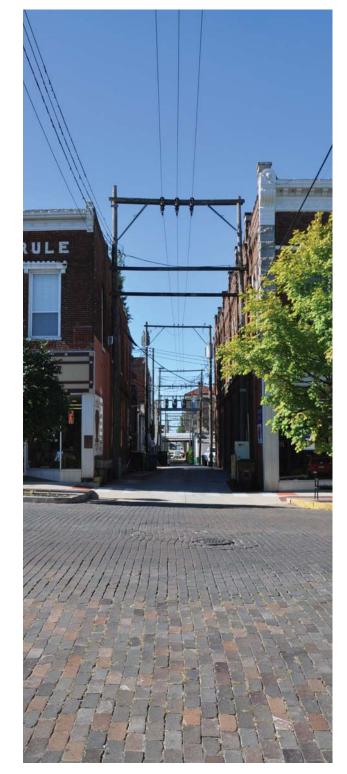
Both the video and the social media profiles went viral as people shared the emerging narrative, inspiring people to look at downtown Rogers through a new lens of excitement and opportunity.



MANAGING THE STORY

The Master Plan outreach effort is a storytelling platform, not a marketing strategy. The Gateway Team designed the initiative as a template for continuous use and development. Constant storytelling—not selling a product—is vital to keeping an authentic downtown buzz alive. An entity must be put in place to help cultivate and curate the story of downtown, of which both the human and economic elements are all part.

The following profiles showcase the unique human stories that can be found in Downtown Rogers.







GARY TOWNZEN

Gary Townzen is an alderman, barber, philanthropist, local historian and a community icon.

"I've been coming to this shop for more than 40 years and I've seen Rogers grow from a small town of 4,000 to over 50,000 today," Townzen said. His grandfather, Herschel Townzen, opened the barbershop in 1927 and his son Arthur joined the shop in 1948. Gary joined the shop with his family in 1969.

"Rogers was a great place to grow up," Townzen said as he looked out the window of his shop on First Street across from Frisco Park.

A life-long Saint Louis Cardinal fan, Townzen has every kind of Cardinal memorabilia imaginable on the shelves, walls and ceiling of the small shop. Townzen jokes when asked if he is a Cardinal fan, "I tell people I just use Cardinal calendars, photos, programs, tickets and other stuff to cover up the wood paneling," he said.

A third term alderman on the Rogers City Council, Townzen mixes his love of history with his desire to help others. He puts together a calendar of historic Rogers photos each year and sells them to raise money for the Samaritan Community Center. He stages a free haircut day the Saturday before Christmas each year and accepts donations for the Center. Each fall he has a coat drive and donates the coats to elementary schools for the children.

"I can't imagine living anywhere but Rogers. This is my home. A lot has changed, but most of the change has been positive. This is an exciting time to live in Rogers. I wish I was 25 again so I could live another 60 years to see what's next for Rogers," Townzen said

Gary Townzen



Credit: John Gore

Levi Rush



Credit: John Gore

LEVI RUSH

Growing up in Prairie Grove, Levis Rush dreamed of being a professional baseball player or Hollywood star while he delivered pizza during high school. Upon graduation, he received a college drama scholarship, but turned it down to earn a hospitality degree at the University of Arkansas. He was on the road to a new dream to become a chef.

Following college, he worked a variety of positions in kitchens and eventually earned the role of chef at James on the Mill before deciding to open his own restaurant. He and his wife Jessica looked at a number of locations throughout the region before deciding on Rogers.

"When this location came open, I knew it was the right place. I bugged the owner of the building, Sean Keith, to let me lease the space. He finally agreed after tasting an entrée I brought with me," Rush said.

Rush and his wife, also a University of Arkansas graduate, opened Levi's Gastrolounge and Low Bar in 2015. It is located at the corner of Second and Poplar streets.

"I like to cook. I learned a lot from my grandmother, who was great cook. My wife takes care of the business end of the restaurant. She's why we are successful.

I couldn't have done this without her help, knowledge and support," Rush said.

Rush prepares a variety of dishes that range from a Sloppy Joe's to a mouthwatering 32-ounce rib eye steak.

"I cook food I like. Some of it's fancy and some of it's simple. Either way, I make sure it's as good as I can make it," Rush said.

THE RAIL: A PIZZA COMPANY

David Davis and Shane Zimmerman, two former construction workers and longtime friends, decided to do what folks had been talking about for years – open a pizza shop in downtown Rogers.

"It wasn't a new idea," said David, "but nobody ever did it."

Wanting to create a space that served great pizza and cold beer in a space that felt like an extension of their living rooms, the partners jumped into the proverbial pizza sauce feet first.

"We almost ruined our kitchens trying to create the right dough, sauce and cheese mixture for a good pizza. We made hundreds of pizzas before we got it right," Zimmerman said.

The Rail: A Pizza Company has now been providing Rogers and the region with pizza for over four years. The success of that endeavor prompted them to open their second restaurant just two blocks north of their first enterprise. Just like the build-out of The Rail, Shane and David designed and crafted their new space themselves, launching Parkside Public in early 2015.

With the Rogers Bike Park opening in 2015 and new businesses being attracted to the opportunities in downtown, both men felt that downtown is coming into its own.

"We had some people in the Rail recently from Tulsa. They drove here to ride our mountain bike trails at Lake Atalanta and the trails aren't even finished yet. The word is spreading that downtown has something to offer," Davis said.

"We live here, this is our home. We want downtown to be successful," the partners said.

David Davis + Shane Zimmerman



Credit: John Gore

Gary + Jan Oftedahl



Credit: John Gore

GARY + JAN OFTEDAHL

Gary and Jan Oftedahl, owners of Oftedahl's Photography, have lived and worked in downtown Rogers for more than 40 years. The couple renovated the upstairs of their building over the studio into a modern, attractive apartment.

"We know our merchant neighbors, we can walk to work, to a restaurant, or to the theater. It's great living downtown," Jan added.

Living in Portland, Oregon in the late 70's, the couple saw an advertisement about a photography studio for sale in a nice southwestern town. "It turned out the 'southwestern' town was Rogers," Gary said with a slight grin.

"We came down here and checked it out. Rogers was just a small town then." said Jan. The studio came with a contract to shoot school photos, so the Oftedahl's had a ready-made business.

"It turned out it was a good move for us. We fell in love with Rogers," the Oftedahls said. The couple agree that downtown has changed considerably over the years

"It's looking a lot better now. It's like waves on a shore. There is more going on in downtown now. The city has beautified the intersections and added antique lamps to the area. This year a major renovation for Lake Atalanta is scheduled, which will help connect downtown with the lake." Jan said.

MIKE RUSH

If Mike Rush had been taller, his athletic and business career might have been very different.

"I didn't make the junior high school basketball team, so I went out for track," Rush said flashing a smile, which he does often.

Rush not only made the junior high school track team, he was a champion runner at Fayetteville High School and the University of Arkansas. He has won several charity races. His wife Alison, who he met in college, is also a champion runner and has qualified for Olympic trials.

"My wife is the real runner. She is a much better runner than I am. She's a real hoss," Rush said beaming with pride.

He turned his passion for running into a business by opening a running store in Fayetteville. A second location followed in Bentonville and he recently opened his third store in downtown Rogers. In addition to managing his three stores, Mike annually trains over 300 runners while working as the director of the Bentonville Half Marathon.

"There's a lot going on Rogers. The downtown area is changing and we wanted to be part of that," Rush said.

"We wanted to be downtown and close to the bike park, as well as trails being constructed around Lake Atalanta and the other Rogers' trails," Rush said.

"I'm never going to get rich running and directing marathons but I love what I do," he added with another Mike Rush grin.

Mike Rush



Credit: John Gore

Clemente + Marcella Reyes - Las Palmas



Credit: John Gore

LAS PALMAS

For more than two decades, Las Palmas has anchored the corner of Second and Poplar Streets in downtown Rogers. Clemente Reyes and his wife Marcella opened the Mexican restaurant in 1994.

"There weren't any other Mexican restaurants in the area, so we thought this might be a good place to open one. It's worked out pretty well for us," Reyes said with a large smile.

Members of his family handle the day-to-day business of the restaurant as they do for the Las Palmas in Bentonville and Tontitown. The family members refer to Clemente as The Boss.

Reyes said he has seen many changes in Rogers over the years, but adds the latest changes seem to be the best.

"We welcome the new restaurants to downtown. The more restaurants, the more choices people have. Our business has picked up significantly since Levi's and the other restaurants opened," Reyes said.

The increase in traffic and the improvements in and around downtown has prompted Reyes to consider adding a patio on the west side of the restaurant for outdoor dining and live music. Much of this has been prompted by the plans the city has for Lake Atalanta, and the bike park just two blocks from his restaurant.

"I'm also excited about the plan to enlarge the historical museum just one building over from us. The more people who visit downtown, the better we all will be," Reyes said.

JOHN MACK

As an architect, John Mack uses form to complement function. As a historian, Mack has a passion for restoring older buildings. As a community visionary, he believes history should influence the future.

"Architects are optimistic people," Mack said smiling.

Mack purchased the Opera House, a three-story structure built in 1895 that sits at the corner of Walnut and First Street, and is currently restoring the building to its original look.

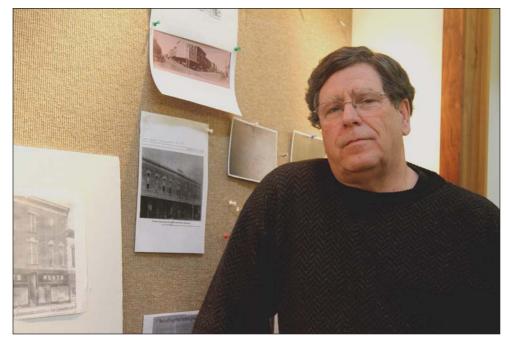
Mack said he is investing time and money into the building for two reasons. First, to save the building. Second, the opera house, office and retail shopping space will add to the redevelopment of downtown over the next few years.

"While it is an investment in downtown, it also preserving the history of Rogers for future generations," Mack said. "I want to see the downtown area expanded so more people can live downtown."

However, Mack knows that development of an area doesn't take place overnight. He notes the work being done by the city, the intersections, the antique lighting, the bike park, the trails, the Lake Atalanta project will all play a part in the redevelopment.

"Club Frisco and Las Palmas were downtown when there was nothing else. Then the coffee house opened, the pizza place and now the burger place. It's just the beginning," Mack said.

John Mack



Credit: John Gore

CJ + Emery Davis



Credit: John Gore

EMERY DAVIS

After years in the oil businesses, Emery Davis, his wife, and three young sons moved from Louisiana to Rogers. He and his family found they liked Rogers and decided to make a go of it in Arkansas.

Davis bought a two-story building at First St. and Poplar St. where his wife, Ruth, had an alterations, tuxedo and liturgical garment business. Her business occupied the front half of the lower floor facing First Street. Davis wasn't sure what to do with the rest of the building at the time.

"Several people told me what was needed downtown was a bar," Davis said. "So I opened Club Frisco. In the beginning business was pretty slow. This was a dry town then and people didn't drink in public," Davis said. Eventually the bar caught on.

In 1998, Davis' oldest son, also named Emery, said he wanted to open a coffee shop downtown. "There wasn't a draw downtown then, but we decided to open the Iron Horse Coffee Shop in a building I owned," the senior Emery said.

As the two businesses began to flourish, Davis called another of his sons, C.J., who was living in Idaho. "I asked him to come back and run the bar," Davis said.

C.J. brought his soon to be wife Jennifer with him to Rogers. The couple now manage the bar for Emery, Sr. "This is a neighborhood bar. It's a place people come to talk, relax, have a couple of drinks and converse with friends," C.J. said.

David Davis, another son, and his business partner Shane Zimmerman have opened the Rail Pizza and Parkside Public in downtown, continuing the tradition of family investments.

ED MCCLURE

Housed in the Victory Theater building on Second Street, the Rogers Little Theater organization has been entertaining area residents for many years.

"In my opinion, we are the best non-professional theater in the state," said Ed McClure. McClure, an attorney who has an undergraduate degree in theater, is the artistic director and both selects and directs the plays for the season.

"When the theater group first formed, it didn't have a permanent home for its dinner theater productions," McClure said. "We moved from venue to venue wherever we could to stage our productions."

In 2000 the group had the opportunity to buy the former downtown movie theater.

"We wanted to be located downtown. We wanted the visibility and downtown was the center of the city for many residents," McClure said.

For more than a decade, the Little Theater productions were the only activity that brought people downtown after the stores closed around 5 p.m. McClure noted that is now beginning to change.

"There are places to eat before and after the show," McClure said, "and the new restaurants and the Little Theater complement each other."

Ed McClure



Dwight Pfeiffer



Credit: John Gore

DWIGHT PFEIFFER

Dwight Pfeiffer, a professional sand volleyball player living in sunny southern California, got into the catering business in Rogers because of Julianne, his soon to be wife.

While on a volleyball road trip, the couple decided to visit Julianne's parents in Rogers. While there, her parents told the couple of a catering business for sale and thought it might be a good opportunity.

"My wife was a fantastic cook, so we took the plunge, moved to Rogers and bought the business," said Pfeiffer. Julianne died two years ago after a struggle with breast cancer.

"Her death changed everything for me. She was the catering business, I was just a helper," Pfeiffer said. He has kept the catering business going, but admits he can't cook as well as his late wife.

"I learned a lot from her, but she just had that something that made everything she cooked great," Pfeiffer said.

He and his daughters live in a loft over Rush Running on Second Street. The majority of the loft is one large living space with a professional style kitchen.

"We moved here because I wanted to live downtown. Both of my girls go to the Arkansas Academy of Arts. The girls can walk to and from school, because it's only a couple of blocks away," Pfeiffer said.

He also likes living downtown because there are five restaurants within walking distance and he enjoys visiting Brick Street Brews on occasion to talk with friends.

"Downtown is a great neighborhood," Pfeiffer said.

ANDY COATES + LACIE BRAY

Andy Coates and Lacie Bray are the married co-owners of Ozark Beer Company. The concept came to them while sitting in a small internet café in Huanchaco, Peru. Andy, who had been researching locations for launching their dream of owning their own brewery, burst out, "Arkansas! The brewery has to be in Arkansas!"

For Lacie, an Arkansas native, the decision was a grand homecoming. For Andy, the Ozarks quickly became a new home.

"Lacie is a Rogers native and I like the Arkansas work ethic and pride. Good hard working people live in Arkansas. I believe if you work hard and create an honest product you get good results," Andy said.

Andy started his career at Great Divide Brewing Company. He also attended the American Brewer's Guild in Vermont. A job opportunity as a full time brewer with Goose Island Beer Co. for Andy and graduate school for Lacie would lead them to Chicago.

Andy and Lacie eventually settled into the Rogers area and quickly involved themselves in the community. It was through these interactions that they determined Arkansas was perfect for the brewery. The pair opened Ozark Beer Company in Rogers in November 2013. Their amazing array of offerings can now be found on tap in over 70 locations across Northwest Arkansas and they have just begun canning the beer for wider distribution.

Andy Coates + Lacie Bray



Credit: John Gore

Brickstreet Brews



Credit: John Gore

BRICKSTREET BREWS

Six friends - Jim and Dana Mather, Rick and Naomi McLeod, Mike Roone and Lynn Atkins - all shared a common interest in beer. They came up with an enterprising idea to create a pub that serves only regionally produced craft beer and wine called Brick Street Brews. The friends wanted a destination that reflected the essence of downtown Rogers - a manifestation of the 80's television series Cheers where everybody knows your name.

With the municipal investments slated for downtown - like the regional bike park, the enhancement of Lake Atalanta and the downtown master plan - the friends agreed it was the right time to invest. Since opening, the concept has exceeded expectations.

"We've been more successful than we expected," Jim added.

"We're all still friends, although it got a little dicey during the construction phase," Dana said, which prompted a roll of laughter from the other owners.

MAYOR GREG HINES

Since being selected as Mayor for a Day while a senior at Rogers High School, Greg Hines knew he wanted to serve as mayor someday.

On the path to his dream job, he worked in real estate, served as a Bentonville police officer and as a Benton County Sheriff deputy investigator. It was becoming the youngest person elected as a city alderman that his dream really started to manifest.

After serving 12 years on City Council, he was elected to serve as the Mayor of Rogers. While there were a variety of issues Hines wanted to address when he first took office, supporting the growth of Downtown was a priority.

"Rogers is my home and Downtown is the heart of the city. I wanted that heart to beat stronger," Hines said.

With several major projects like the Downtown Master Plan, Rogers Bike Park and Lake Atalanta redevelopment underway, Mayor Hines strongly believe that Downtown is on the rise and will generate excitement within the city and throughout the region. Hines has so much faith in Downtown, he built his new house in an older Downtown neighborhood and plans to move in after the Fourth of July.

"Downtown will be a jewel in the Rogers crown," Hines said with a grin.

Mayor Greg Hines



Credit: John Gore

Valere Rene Gregory



Credit: John Gore

VALERE RENE GREGORY

Valere Rene Gregory, a 35-year resident of Rogers, always enjoyed sewing. When a serious illness forced her to guit her job as a dental technician, she took out her sewing machine to help pass the time. Thinking she would just sew some purses and totes for her two teenage daughters, the bags became enormously popular and she began selling on Instagram.

"I always enjoyed sewing as a hobby. With the family income reduced by one salary, sewing became a way for me to make purses and totes for my daughters to take to school." Valere said.

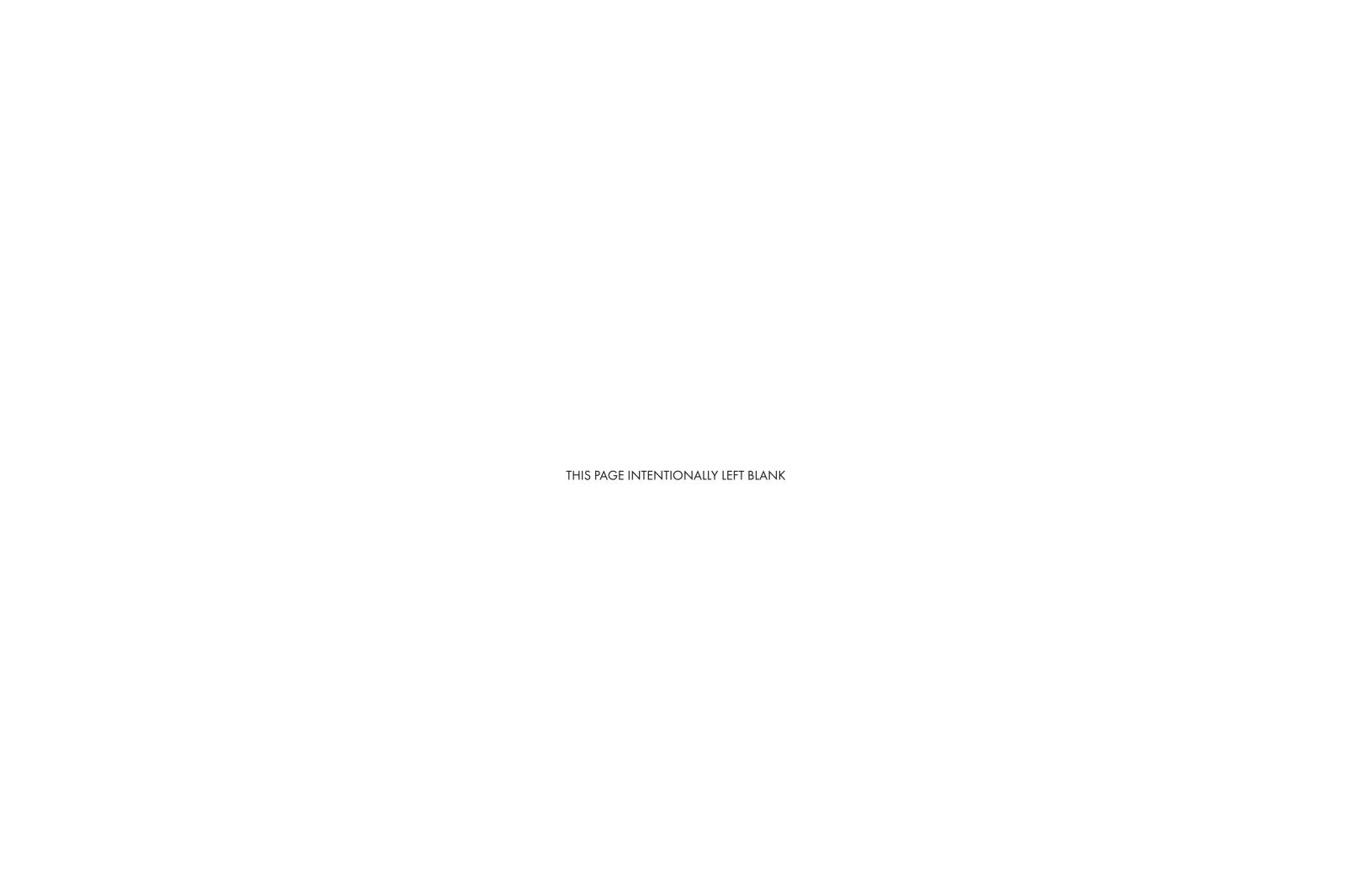
Her totes, hand bags, cosmetic bags, beach bags, jewelry, scarves and baby blankets are now carried in 12 retail stores and shipped all around the world. Last year, she also received the honor of producing one of Arkansas Best Made Products by Celebrate magazine.

"I always knew if I was ever successful enough to open a retail shop, I wanted to be in Downtown Rogers," she said. In January 2015, she opened Valere Rene Handbags at 201 S. First St.

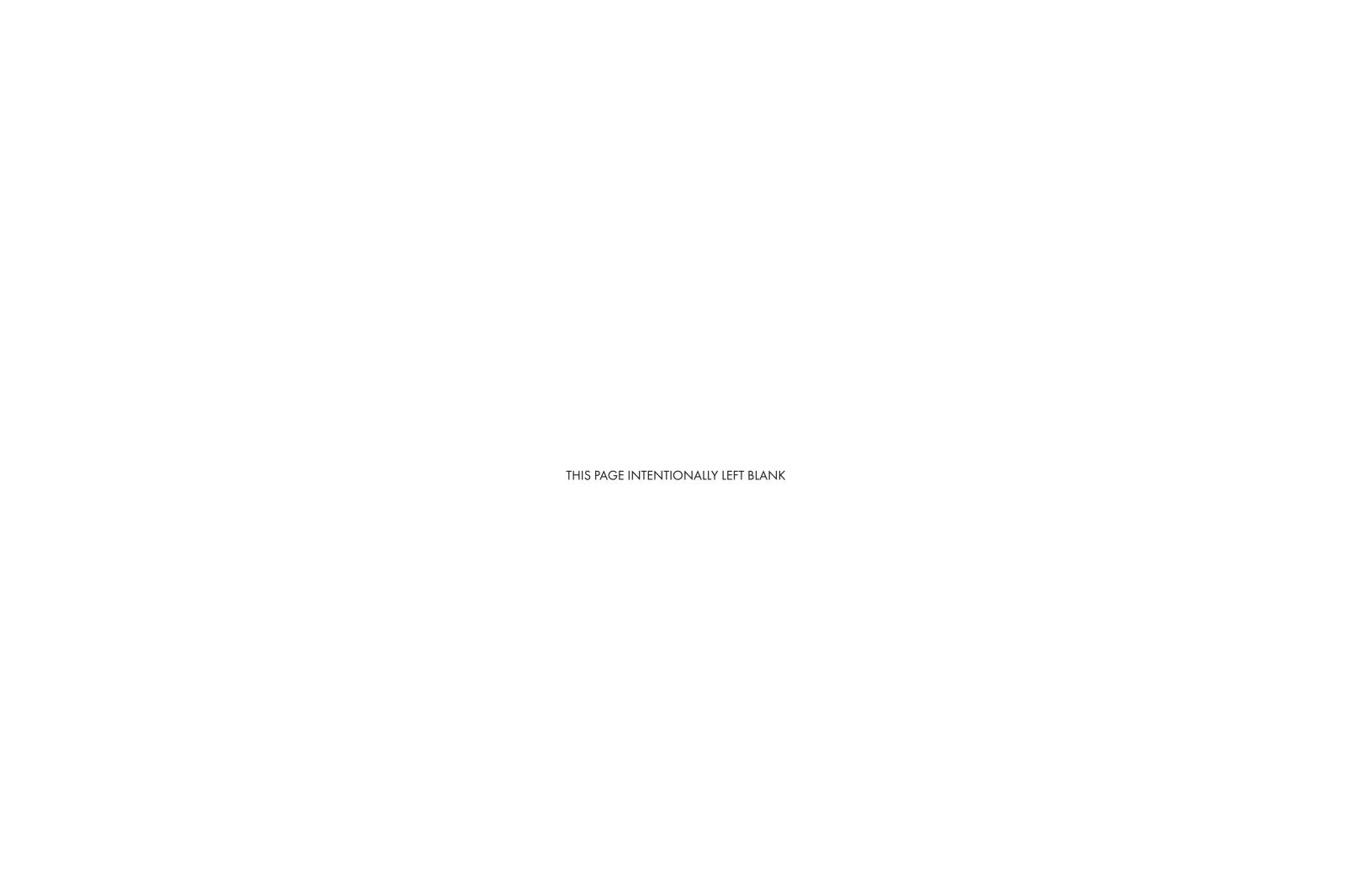
"I have a manufacturing staff helping now," Valere said. "It amazes me that I have actually created jobs in Rogers. I can't believe the blessings I have."

Married to Larry Gregory, family is an important part of Valere's life. Her husband has been her biggest supporter, she adds with a warm smile.

"Downtown is the heart of Rogers and it's just where I want to be," Gregory said.











The following items provide guidance for action in order to ensure activation of this Master Plan. These action items include (i) calibrating zoning with the plan; (ii) Frisco Front infrastructure upgrades to support recent business investments; (iii) an Innovation Hub; (iv) two major catalytic projects, one related to the Innovation Hub; as well as (v) a culminating talent recruitment strategy and (vi) governance structure.

ZONING ALIGNMENT WITH PLAN

Zoning alignment with the Master Plan will be critical for its implementation and durability. Zoning regulations are typically to one extreme — not enough regulation, or to the other extreme — over regulating and requiring more than the market can ever deliver in the best of conditions. The implementation of a new zoning approach can strike this balance so that the vision of Downtown can be realized.

In this context, the proposed zoning for this Master Plan will:

- Enhance the livability and mix of uses in Downtown;
- Strengthen the transition from downtown to the adjacent residential neighborhoods;
- Focus on predictable outcomes for development to ensure that adjacent landowners know what is allowed and anticipated; and
- Create a flexible palette for design, building format and uses for landowners and developers.

With this new zoning approach for Downtown Rogers, the coordination of departments will be important. Without an understanding of why these standards have been developed, lack of coordination between departments may result. On the other hand, coordination among departments on this new approach will lead to a seamless process from site planning to permitting.

In addition, educational tools will make it easy for developers to use this new zoning approach. Accordingly, an information packet should be developed with the following items:

Downtown Rogers Proposed Regulating Plan for Zoning



- Downtown Rogers Regulating Plan for Zoning indicating boundaries of affected properties;
- A user guide on the process and the key standards for the new zoning approach;
- A checklist for submissions to the City; and
- Guidance on how to secure timely approvals.



As projects are processed over time, the City should keep track of variances requested to comply with the Master Plan. When the same variances are continually requested, edits to the new zoning code may be warranted.

FRISCO FRONT INFRASTRUCTURE PROGRAM

Streets + Public Spaces

There are a number of phases that have been planned through this process that affect the public realm. In particular, the streets and public spaces have been a strong focus to connect the various businesses in Downtown with each other, and to introduce moments of respite and relaxation within the urban environment. In the adjacent plan, phased projects are outlined as either a public improvement that can be implemented now, or improvements that should be connected with potential private investment opportunities later.

Phase 1: Short Term Projects

These projects are key locations that can activate corners or public spaces in the short term. These elements focus on introducing low cost public amenities to enhance the core of Frisco Front where the bar and restaurant scene has emerged, and they allow pedestrians to sit, relax, meet up with friends, or enjoy the moment.

These projects include "hang out" spots that can be activated immediately, including reinventing Centennial Park and introducing a pocket plaza at the southwest corner of 1st Street and Elm Street. The key to activation will be utilizing techniques such as movable chairs; durable surfaces for high activity; and simple demarcations such as low wrought iron fencing.

Phase 2: Project to be Coordinated with Private Development

Phase 2 capital projects should progress as private development projects are initiated in the Frisco Front. Capital investment should include underground improvements to water, wastewater and gas utility lines. The funding of these projects should be considered for various grants and programs, such as Community Development Block Grants (CDBG) as they are eligible projects for the sidewalk connectivity and utility improvements, or programmed into a future Downtown bond program.

Alley Activation

Alley improvement projects should be coordinated with adjacent building owners and business owners as some of the available alley space is privately owned. These alley improvements could be aligned in terms of design with Centennial Park.

Cherry Street Improvements

Cherry Street can make an excellent part-time pedestrian street. It can serve as a vehicular roadway during typical working hours during the week. However, the street can be closed to accommodate pedestrians only for specific events. This type of street plaza is referred to as a woonerf. With Cherry Street the main access to the new Bike Park, this enhancement to the pedestrian realm can "stretch" Downtown across the railroad tracks toward the Bike Park.

Arkansas Street

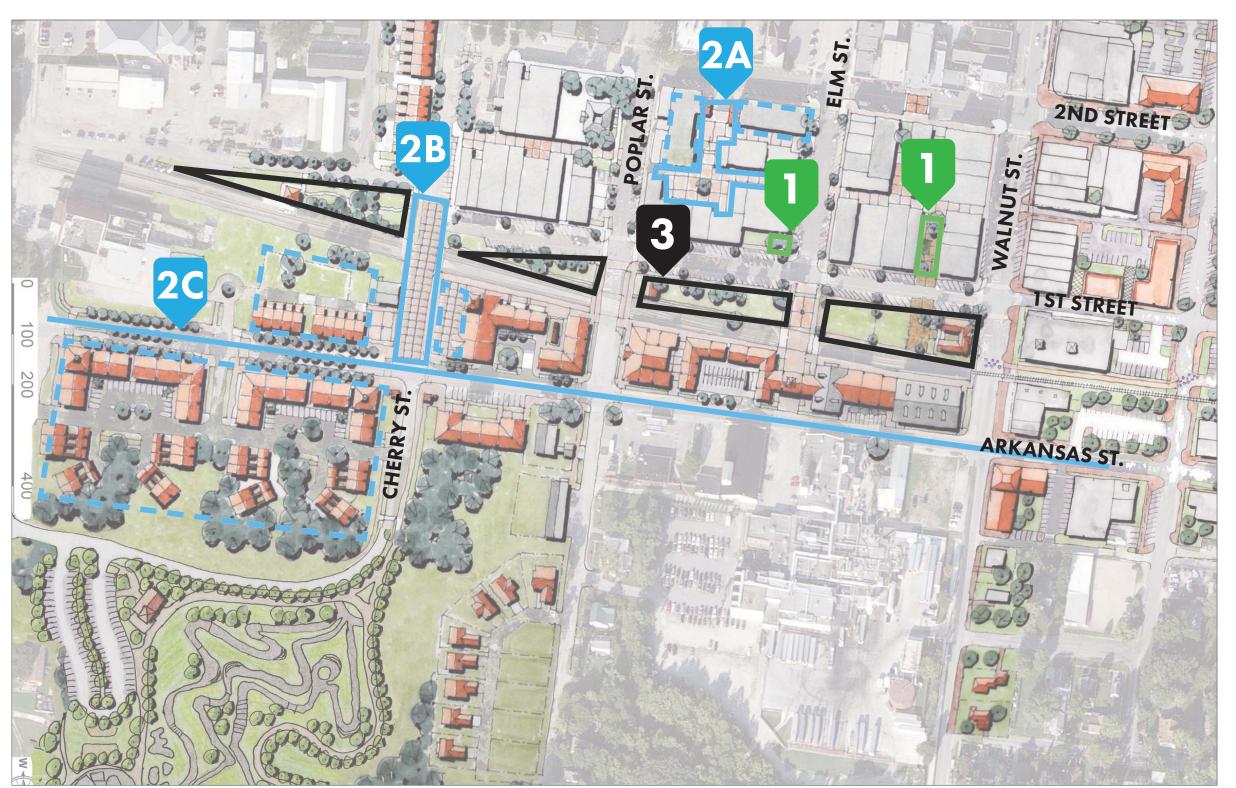
A redesign of Arkansas Street should be undertaken in the medium term to allow for shovel-ready conditions as private development projects are presented. Having one complete design for Arkansas Street will allow the roadway to be constructed in a timely fashion, phase by phase, to accompany potential development projects on either side of the street. With the catalyzing of the east side of Downtown by the Bike Park, there will be the necessity for improvements of the infrastructure. Anticipated development activity on the east side of Arkansas Street will require substantial improvements to utility infrastructure, including a lift station for wastewater and replacement and upsizing of water, gas and wastewater piping. Finally, the cross-section for Arkansas Street should be designed to accommodate neighborhood development as well as safer conditions for continued truck traffic from Tyson.

Phase 3: Frisco Park and Butterfly Park Improvements

As activity increased in Downtown, reinvestment in Frisco Park will need to occur to improve the usability and walkability within the multi-block length of the park. Each area will need to be designed and programmed to accommodate large and small events equally. The concept of a larger "lawn" is envisioned to facilitate this dual programming goal. This would enable, for example, a movable stage for a wider range of programming.

Similar to Arkansas Street, Frisco Park and Butterfly Park should be designed ahead of time to allow for shovel ready improvements as they are warranted. Planning and designing these important public spaces should be handled in one design approach, rather than a piecemeal process to allow for consistent design and programming throughout the multi-block context.

These phased improvements in the Frisco Front, in combination with a complete interconnected trail and enhanced sidewalk system in Downtown (see Public Space Plan in Chapter 3), can provide a true sense of the core of Downtown Rogers.



Frisco Front Infrastructure Phasing Plan



■ PUBLIC IMPROVEMENT

■ PRIVATE DEVELOPMENT

RAIL TRANSIT

Rail Transit Provides a Significant Opportunity to Advance Regional and Downtown Goals Simultaneously

As discussed above in "Transportation and Access," the rail transit opportunity is a fundamental game changer if it can be realized. Accordingly, the following actions are suggested:

- The elected and community leadership of Rogers should participate in organizing activities to frame a partnership approach to activating rail transit along the Arkansas Missouri Railroad with integrated connections to other transit systems, trails and key street network elements within the region.
- Building on the success of the excursion activities on the railroad can provide a community-driven capacity to build support for a regional partnership for rail transit activation.
- The cycling community should be cultivated into the discussion about rail, as the activation of rail transit can extend the reach of the investment in the Razorback Greenway and the new Rogers Bike Park by making it possible to port bicycles on rail by its riders.
- The proposed reinvention of Frisco Park and the potential rail station should be undertaken as an opportunity for rail, but not dependent for rail, so that the benefits of the proposed Master Plan for the "Frisco Front" can be realized before rail is activated.
- Building on early discussions initiated by Mayor Hines, continued coordination with key institutional partners along the corridor will be critical so that rail transit can be seen as a way to enhance the diversity of destinations along the rail corridor as envisioned by the 2009 NWA Rail: Visioning Rail Transit in Northwest Arkansas. This destination-focused approach will enable the various cities, companies and institutions along the corridor to benefit from greater workforce accessibility, higher education cross-cultivation and "railtainment" as people can visit different entertainment destinations without having to drive."

These suggested action steps are offered as a comprehensive means to advance the rail opportunity for Downtown in a politically strategic way while underscoring its importance to leveraging Rogers' focus on Downtown.

INNOVATION HUB (CATALYTIC PROJECT 1)

Rogers has been a key participant in the genesis and growth of entrepreneurial success in Northwest Arkansas. Strong secondary schools and a community college that supports business development with critical workplace skills have both helped build and sustain business and entrepreneurial life. Capitalizing on this success by targeting the education component and its confluence with global business activities is the next logical step in maintaining leadership in the critical area of economic development. An Innovation District with an initial Innovation Center can be this next step, connecting people conceiving entrepreneurial ideas with the essential development tools and support networks that bring them to reality.

An Innovation District or Innovation Hub is a geographically-defined area of the city that clusters leading-edge anchor institutions and companies with start-ups, business incubators and accelerators, an innovation district can be considered similar to a traditional industrial park in which the hard infrastructure of utilities, buildings and transportation are planned and developed in preparation for industry placement. It differs, however, in that an innovation district creates the environment of profitable human interactions that attract entrepreneurs, start-ups and second phase companies. In addition, it can be a virtual "hub" of innovation, expanding its geographic reach through the use of digital technology and social media with allied activities and partners.

While the central location options for these districts can vary, downtowns offer

| A New Model for Economic Development | | | | | | | | |
|--------------------------------------|-----------------------|--|--|--|--|--|--|--|
| Old Approach | New Approach | | | | | | | |
| Suburban | Urban | | | | | | | |
| Automotive | Transportation Choice | | | | | | | |
| Disintegrated | Integrated | | | | | | | |
| Homogeneous | Diverse | | | | | | | |
| Inflexible | Adaptable | | | | | | | |

the necessary links between economic development, place-making strategies and social networking to provide the opportunity of sustained success.

A Cool Place for "High Maintenance" Types, Creating Opportunities for Economic Development

An Innovation Center is a physical location within the Innovation District or Hub that acts as the epicenter of entrepreneurial activity and services. The space usually consists of open office or work areas where similar businesses and individuals can collaborate and share ideas, run networking events, meet venture capitalist and run conferences.

The Innovation Center creates the power of proximity. The center should be both cool and iconic; it should be clear to the community that it is the place to be and for clusters to emerge of related networks of people, ideas and efforts. The space within the center needs to provide sufficient programming for a confluence of those clusters; but it should provide common space for organic collaboration and inspiration. In other words, it should express the knowledge of the community in a compelling way. Many potential expressions are already emerging in Downtown Rogers in this regard, for example, in terms of culinary arts, the design and manufacturing of special items, and cultural arts.

In addition, the Innovation Center should be somewhat focused, yet provide both the programming and physical capacity to expand. The downtown planning process resulted in the "Water Tower" District as the likely best location for an Innovation District because it provides many options for physical locations for the initial Innovation Center and additional locations as the district takes hold. A particular program and pro forma are developed below as an example location for an initial Innovation Center that can also act as a catalytic development opportunity for the Water Tower District. With its proximity to Walnut and the future potential rail transit station, the Water Tower District also offers a strong component of transportation choice and access in terms of cycling, driving and eventually transit. This high access potential is one of the key attributes for an Innovation Center, in addition to the potential for active urban gathering spaces nearby—another key to success for Innovation Districts.

Entrepreneurs are generally viewed as oddballs. For a city to capture the talents and foresight of these visionaries, entrepreneurial crossroads must exist, both metaphysically and physically. Providing active urban gathering spaces and

"We are at the beginning of the beginning of a really interesting movement in the state and we have all the right ingredients here at work. Economists, academics and business professionals agree the entrepreneurial community will likely be the next catalyst for sustainable job creation in the region.

- Jeff Amerine, Director - Technology Ventures, University of Arkansas Walton College of Business

places, a great downtown can provide these crossroads. Physical locations that offer the amenities for such talent to "stick around" need to be created for the region to capture the gains such talent and vision can offer. For a city to truly begin as a startup epicenter, its leaders need to showcase a community's unique business acumen and illustrate how that acumen lends itself to both the regional identity and the individual ideas in various stages of development. This process helps align local and regional resources and initiatives, and leverages a wider range of expertise and networks. With focus comes the convergence of capital, technological talent, innovative ideas and those "oddballs" called entrepreneurs.

Innovation Districts – just like the communities in which they are located – do not magically attract the elusive entrepreneur just because such centers exist. Inventors and creators crave authentic

TYPICAL ELEMENTS

OF INNOVATION

Co-Work Office Spaces

Food Centers/Kitchens

Music/Film/Art Studios

Makers Spaces/Labs

CENTERS

connections to people and places. The New Economy has created a subgroup of smarter, more empowered, more demanding citizens. These "high maintenance" types yearn for the unique and the authentic: it is the search for a community and the sense of manifest belonging that becomes its essential element. It is the marriage of place and purpose. The innovation district or hub, with physical places and spaces that offer amenities attractive to otherwise wandering creative beings, becomes the anchor of new economic progress.

This is why the overall connection of an Innovation District with the broader Downtown Rogers Initiative will be critical. The emerging values of active living, diversity

and uniqueness, underlying the Downtown Initiative, dovetail with those authentic attributes that can be attractive to the "high maintenance" types that can bring entrepreneurship and investment activity to downtown,

Looking out in a broader context - to the global market for human talent - place-making is the new economic development paradigm. Successful communities will be those that align growth and economic strategies to a unique story, build to human scale and cultivate authentic experiences. It is within this paradigm that the networks so important to the start-up community are being born.

The Rogers-Lowell area has consistently positioned itself as a regional leader, evidenced by its Vision statements, first conceived in 1989. The team that was formed then set out to develop the first Vision 2000. The Rogers-Lowell Area Chamber of Commerce, City of Rogers and regional business leaders have subsequently met five times to update the plan, which has had a nurturing role in the seemingly exponential growth of a both the city and the region. The partners have shown a profound understanding that a regional focus with local implementation provides greater opportunity to leverage the resources and amenities all of Northwest Arkansas has to offer.

In the most recent update, Vision 2030, this emphasis of bringing together regional synergy through local implementation was underscored in the following recommendation:

3.6 Issue a local-sourcing challenge to area businesses, encouraging them to identity at least one local alternative to existing suppliers of goods and services located outside the region.

Many communities implement "buy local" campaigns that target residents and encourage them to patronize locally-owned businesses. A local-sourcing challenge targeting area businesses would apply this concept to business expenditures as opposed to consumer expenditures, helping to reduce the leakage of expenditures – and associated impacts such as jobs, wages, and tax revenues - to businesses located outside the region. The Rogers-Lowell Area Chamber of Commerce could utilize its extensive inventory of area businesses to help individual businesses identify and connect with local providers of goods and/or services that are currently being sourced from businesses outside the region.

This strategy could be particularly harnessed through a Downtown Innovation District. Through the process of developing the Downtown Rogers Master Plan, the Gateway Planning Team has identified this unique opportunity that would align the recently updated 2030 Vision, downtown investment and activation, and an emerging regional entrepreneurial development initiative championed by the Northwest Arkansas Council.

Regional ED Policy Promoting Downtowns, Setting the Stage for the First Innovation Hub in NWA

Championing downtowns is the latest effort by the NWA Council to promote economic development and maintain community progress for the future. With the focus now on attracting and keeping workplace talent for the region to remain competitive, an Innovation District or Hub would provide value-adding business services to support the growth of entrepreneurial enterprises, promote a culture of innovation, and stimulate the competitiveness of companies and knowledge-based institutions, all while supporting downtown development strategies identified in the Downtown plan.

In January 2011, the Northwest Arkansas Council released a comprehensive plan, the Northwest Arkansas Regional Development Strategy, which outlined an integrated and collaborative approach to regional development. Among a wide array of findings outlined in the report, a review of labor statistics showed that Northwest Arkansas exceeds all other regions in the employment

"As much as we have to be proud of, we're at a point in the development and evolution of our region at which I believe we need to be very deliberate-very strategic-about how future growth will occur. Our competition as a region isn't with our neighbors down I-540 (I-49) or over in central Arkansas-we're competing for jobs and investment with international cities and regions around the world"

- H. Lee Scott, August 11, 2010

classification of the "management of companies and enterprises." While this high concentration of management positions was touted as a benefit, the report also indicated that the area needed to diversify the economic mix as it continues to grow.

Identified as a strategy to address this needed diversification, the Council outlined three areas in which a comprehensive, regional approach to proactive economic development should occur. One of those recommendations recommended "enhanc[ing] the scale and scope of small business and start up support services in the region." In advancing that recommendation, the report further recommended "develop[ing] a program of services to be offered at the incubator in cooperation with other providers of small business support services throughout the region [and ensuring] that services are complementary and not in competition with existing services offered throughout the region, and focus on the specific needs of service sector startups." Importantly to the importance of Downtown Rogers as a potential core location within the region, the report underscored the Region to "identify potential locations for incubation facilities with preference given to areas that are more centrally located and/or equidistant from the population centers throughout Northwest Arkansas."

The NWA Council also realized that economic development and community development must be integrated to ensure the region remains a vibrant and attractive community for businesses and residents. With that in mind, the NWA Council launched an initiative in 2012 to foster downtowns as the crossroads of culture, community and commerce. The NWA Council convened a series of meetings from 2012-2013 with leaders from Fayetteville, Springdale, Rogers, Bentonville and Siloam Springs, with the goal of cultivating focused downtown development as part of the regional plan. These meetings resulted in the committee recommending milestones for each community.

"The rationale behind this shift is simple," said Mike Harvey, the Northwest Arkansas Council's chief operating officer. "A talented workforce is just as valuable to companies as real estate, roads and taxes – and those regions that attract and retain the best talent will win in a hypercompetitive 21st Century economy. Regions that are winning the battle for talent are the regions focused on developing the best places for those workers to live."

A State-Wide Partnership Opportunity

The Arkansas Regional Innovation Hub is a nonprofit organization dedicated to increasing innovative and entrepreneurial activity in Arkansas by creating a collaborative ecosystem and pipelines that mobilize the resources, programs and educational opportunities necessary to develop, attract and retain talent and to build the state's economy. From this Hub there are "Spokes" being developed that house the individual components of the ecosystem.

The Executive Director of the Arkansas Regional Innovation Hub is State Representative Warwick

"While many Southern states focus on recruiting big businesses, Arkansas is recruiting from within. 'Everybody wants to cut a ribbon on a big manufacturing plant,' says State Representative and Innovation Hub Executive Director Warwick Sabin. 'It's less sexy to focus on small business. Most of our businesses are small business. They are more sustainable. We'll always be outbid for large industrial projects because other states will always have more money. It's a losing and outdated strategy."

Sabin, who is also leading the development and administration of the first spoke of the Hub, the Argenta Innovation Center. That innovation center in North Little Rock is housed in an existing repurposed office building in the heart of the Argenta Arts & Innovation District. The intention is for the Hub to create partnerships with other communities and replicate the essence of the Argenta Innovation Center in locations throughout the state of Arkansas.

Similar to the potential of an Innovation District and Center in Downtown Rogers, the key to the emerging success of the Argenta Innovation Center is its location in the heart of a walkable mixed-use downtown in North Little Rock that provides the vibe and amenities that entrepreneurs are looking for.

The funding of the Arkansas Regional Innovation Hub's start-up program support and administrative functions and the capital cost for the Argenta Innovation Center is coming from a variety of sources including federal agencies such as the Delta Regional Authority, state government sources such as the Arkansas Economic Development Commission, the city of North Little Rock, private foundations such as the Argenta Arts Foundation and Winrock International, individual investors, and the private sector. Funding for ongoing operations of the Argenta Innovation Center will come largely from fees generated from memberships, rental, with some direct funding from the City of North Little Rock.

Downtown Rogers Ready to Go

A successful Innovation District initiative needs to be located in a dynamic workday environment that cultivates profitable collisions between a wide variety of people throughout the day, but also in one that offers a nighttime social environment that allows for stimulation beyond business. With a city with over 1,200+ vendor offices and a downtown already growing fully into a dynamic day and nighttime experience, Downtown Rogers is primed for being home to the first Innovation Hub in the Region.

The particular focus of an Innovation District in Downtown Rogers can be leveraged in a complementary context with the other downtowns of Northwest Arkansas and become another spoke of the new Arkansas Regional Innovation Hub. The diagram below sets out a strategy in which Rogers could be the leader of design and creativity with the other downtowns, focusing on both upstream and downstream activities such as manufacturing and retail innovation. This focus can enable an Innovation District in Rogers to build on the emerging ad hoc activity of downtown that is already more than just in a burgeoning state.

Implementing an Innovation District and Center in Downtown

Because of the work of the Arkansas Regional Innovation Hub on a state level, the NWA Council on a regional level, and the Rogers Chamber of Commerce on a local level, the time and context are ripe for the implementation of an Innovation District and initial anchoring Center. The following delineates a potential critical path to initiate this effort.

1. Agree on the Framework

- Arkansas Regional Innovation Hub
- NWA Regional Innovation Network (NWA Council)
- City of Rogers and Rogers Chamber of Commerce

2. Determine Specific Components of the Rogers Innovation District and Center

- Analyze local economic sectors, including building on Vision 2030 and the merchandising plan for this Downtown Master Plan
- Identify targeted industry clusters in coordination with the NWA Council development initiative (e.g., new product design)
- Create space requirements (see example Catalytic Project proposal)
- Develop programming and services.

3. Identify Partners – (Funding, Programming, Support, Users)

- Rogers Chamber of Commerce (potential managing partner)
- Arkansas Regional Innovation Hub
- Northwest Arkansas Council
- City of Rogers

NORTHWEST ARKANSAS Entrepreneurs + Risk Takers Clustered Industry Expertise Dynamic Talent Pool Robust Venture Capital World Class Education + Training Bentonville **Siloam Springs Springdale Fayetteville** Rogers **Center of Excellence** Center of Excellence Center of Excellence Center of Excellence Center of Excellence Retail + Loaistics Research Retail + Logistics Leadership Manufacturing Start-ups Research Culinary Micro-Manufacturing **Green Tech** Systems Thinking Manufacturina Start-ups **Vo-Tec Training Music Industry 2nd Gen Companies** Start-ups Arts **Experience Economies Woven Throughout** Culinary Arts + Entertainment **Recreation + Trails** Sports **Public Events Smart Growth Policies**

- StartUp Junkie (Jeff Amerine) Programming
- Main Street Rogers
- University of Arkansas
- University of Arkansas for Medical Sciences Northwest Campus
- Northwest Arkansas Community College
- John Brown University

- Other State and Local Institutions of Higher Education
- Rogers School District and private schools including the Arts Academy
- Mercy Medical System
- Center for Non-Profits
- Statewide non-profits (Innovate Arkansas, Accelerate Arkansas)
- Targeted Industry Cluster companies

• Local Business Community (Users and Business Support)

4. Identify Costs

- Identify potential site (see example site below in Catalytic Project example)
- Rent
- Payroll and Taxes
- Administration
- Marketing & Programming
- Maintenance

5. Identify Revenue (Public, Private, Non-Profit)

- Contract (City, NWA Council, Chamber)
- Memberships & User Fees
- Venue Rent
- Partnerships
- Sponsorships
- Contributions & Grants

A Potential Catalytic Opportunity

A key focus of the Rogers Downtown Initiative is the activation of specific streets, public spaces and corridors that can provide support for additional investment and re-investment to adjacent locations, including existing buildings and vacant lots. The catalytic project concept provides a blueprint or business plan for a project to provide the economic support that sustains additional property and investment nearby. A ripple effect is the ultimate result, as one successful project begets another and then another.

An additional focus of the overall plan is to provide the analysis of and concept for an Innovation Center (also referred to as business incubator or accelerator). As discussed above, Innovation Centers can be a concrete element of a community's economic development toolkit; and in recent years these centers have enjoyed widespread community and governmental support throughout North America and Europe.

This catalytic project seeks to perform the proverbial "kill two birds with one stone" by activating an existing large, underutilized and undercapitalized building that can house not only the Innovation Center concept, but also additional

retail, office and other commercial options. The coalescing of a public-private partnership for an Innovation Center can provide the loan underwriting support necessary to fund the capital needs of the project, and also the operating needs of the Innovation Center itself, which would rely on a mixture of grants, fees and corporate and public support to underwrite annual operating costs.

The following spreadsheet provides the illustration of how an investor and/or existing Downtown property owner might approach this catalytic concept in a relatively large-scale, existing building of between 20,000 - 30,000 square feet of space. The scale needed to implement this concept limits both the area of Downtown where such scale is possible and the number of buildings currently part of the Downtown building inventory. It is quite conceivable that a build-to-suit option would be desirable as well.

The operating pro forma in the following spreadsheet illustrates a multi-tenanted building of approximately 25,000 square feet that assumes an existing structure in need of a complete interior structure replacement. The model includes the Innovation Center, which would occupy about 25-30 percent of the space, with retail/restaurant, office, and flex space occupying the balance.

Because the Innovation Center's needs would be substantially different from those of more traditional office space and retail/restaurant, its build-out costs are assumed to be substantially less. The interior "look" of an innovation center would appear more like warehouse space, with finished concrete floor, open rafters, lack of drywall and less conventional furnishings. The main needs of an Innovation Center's interior would include sufficient HVAC airflow, electric outlets sufficient for various equipment and computing needs, and any other infrastructure to support research-development equipment within. Systems furniture that can be reconfigured to meet the needs of an innovation center would be purchased by the innovation center apart from a typical build-out.

The remaining tenants of the space would shoulder tenant improvement costs appropriate for the use, whether that is traditional office, retail or restaurant. The tenant improvement costs would be part of the underwriting tasks that a lender would review and would be an additional loan (apart from the loan for the building capital upgrade) that an investor would take on in completing this project concept.

The pro forma illustrates a positive economic value in that the project demonstrates positive cash flow from its inception. The critical assumption in this illustration is that

the successful developer executes complete occupancy of the square footage and sustains it over the life of the underwriting support. The Innovation Center would provide the anchor over the 10-year period by agreeing to 10-year lease terms, with a public entity acting as the guarantor for the entire length of the lease period.

Over time, it is anticipated that the initial success of the innovation center would allow it to expand into the remaining space, depending on its availability. The remaining tenants would not be subject to 10 year leases and would thus be subject to different lease terms, including the value of their build-out costs upon exiting their space before 10 years.

Loan underwriting support is critical for this catalytic project to proceed. The innovation center itself, as a component of this catalytic strategy, would need approximately \$250,000 of initial annual operating funds to meet the costs of its operations. As the only tenant that would have a 10-year commitment for the space, it would enjoy a lower lease rate frozen from the base year.

This project requires a sophisticated approach in that at least two and perhaps more uses would be housed within one structure. The anchor tenant – the Innovation Center — would maintain a lease commitment for the 10 years of loan underwriting, and public support would be necessary to ensure investor interest and keep potential lender interest. Other tenants face potentially higher rents necessary to support the project, given that the innovation center would receive favorable rent consideration in exchange for its 10-year commitment

Innovation Center Break Even Analysis

| Innova | ation Center Costs | | | | | | | | | | |
|--|--|--|--|--|--|--|--|--|--|--|--|
| Annual % Increase | Cost Categories | Year 1 | Year 2 | Year 3 | Year 4 | Year 5 | Year 6 | Year 7 | Year 8 | Year 9 | Year 10 |
| 0.00% | Building Rent | \$58,322 | \$58,322 | \$58,322 | \$58,322 | \$58,322 | \$58,322 | \$58,322 | \$58,322 | \$58,322 | \$58,322 |
| 3.00% | Salaries / Benefits | \$125,000 | \$128, <i>7</i> 50 | \$132,613 | \$136,591 | \$140,689 | \$144,909 | \$149,2 <i>57</i> | \$153 <i>,7</i> 34 | \$158,346 | \$163,097 |
| 3.00% | Payroll/Admin Costs | \$ <i>7</i> ,500 | \$7,725 | \$7,957 | \$7,957 | \$8,441 | \$8,695 | \$8,955 | \$9,224 | \$9,501 | \$9, <i>7</i> 86 |
| 2.00% | Liability Insurance | \$1,200 | \$1,224 | \$1,248 | \$1,248 | \$1,299 | \$1,325 | \$1,351 | \$1,378 | \$1,406 | \$1,434 |
| 2.00% | Event Costs | \$10,000 | \$10,200 | \$10,404 | \$10,404 | \$10,824 | \$11,041 | \$11,262 | \$11,487 | \$11 <i>,7</i> 17 | \$11,951 |
| 2.00% | Furnishings/Fixtures | \$7,500 | \$ <i>7</i> ,650 | \$7,803 | \$7,803 | \$8,118 | \$8,281 | \$8,446 | \$8,615 | \$8,787 | \$8,963 |
| 2.00% | Supplies | \$10,000 | \$10,200 | \$10,404 | \$10,404 | \$10,824 | \$11,041 | \$11,262 | \$11,487 | \$11, <i>7</i> 17 | \$11,951 |
| 2.00% | Equipment Maintenance | \$5,000 | \$5,100 | \$5,202 | \$5,202 | \$5,412 | \$5,520 | \$5,631 | \$5,743 | \$5,858 | \$5,975 |
| 2.00% | Marketing | \$15,000 | \$15,300 | \$15,606 | \$15,606 | \$16,236 | \$16,561 | \$16,892 | \$17,230 | \$17,575 | \$17,926 |
| 1.00% | Miscellaneous | \$10,000 | \$10,100 | \$10,201 | \$10,201 | \$10,.406 | \$10,510 | \$10,615 | \$10, <i>7</i> 21 | \$10,829 | \$10,937 |
| | Total | \$249,522 | \$254,571 | \$259,760 | \$259,760 | \$270,573 | \$276,205 | \$281,994 | \$287,943 | \$294,058 | \$300,343 |
| Note: Largest cost co | omponent is Salaries/Benefits Cost assu | mes 1 full-time and 1 part-time | e employee. | · | · | · | · | | · | · | |
| Annuc | al Funding Needs | \$249,522 | \$254,571 | \$259,760 | \$265,093 | \$270,573 | \$276,205 | \$281,994 | \$287,943 | \$294,058 | \$300,343 |
| Innovatio | on Center Revenues | | | | | | | | | | |
| Annual % | | | | | | | | | | | |
| Funding | Revenue Categories | Year 1 | Year 2 | Year 3 | Year 4 | Year 5 | Year 6 | Year 7 | Year 8 | Year 9 | Year 10 |
| Funding 20.00% | Revenue Categories Memberships/User Fees | Year 1 \$62,381 | Year 2 \$63,643 | Year 3 \$64,940 | Year 4 \$66,273 | Year 5 \$67,643 | Year 6 \$69,051 | Year 7 \$70,498 | Year 8 \$71,986 | Year 9 \$73,514 | |
| | , | | | | | | | | | | |
| 20.00% | Memberships/User Fees | \$62,381 | \$63,643 | \$64,940 | \$66,273 | \$67,643 | \$69,051 | \$70,498 | \$71,986 | \$73,514 | \$75,086 |
| 20.00% 5.00% | Memberships/User Fees Rental Fees | \$62,381 \$12,476 | \$63,643 \$12,729 | \$64,940 \$12,988 | \$66,273 \$13,255 | \$67,643 \$13,529 | \$69,051 \$13,810 | \$70,498 \$14,100 | \$71,986 \$14,397 | \$73,514 \$14,703 | \$75,086 \$15,017 |
| 20.00% 5.00% 20.00% | Memberships/User Fees Rental Fees Partnerships | \$62,381 \$12,476 \$49,904 | \$63,643 \$12,729 \$50,914 | \$64,940 \$12,988 \$51,952 | \$66,273 \$13,255 \$53,019 | \$67,643 \$13,529 \$54,115 | \$69,051 \$13,810 \$55,241 | \$70,498 \$14,100 \$56,399 | \$71,986 \$14,397 \$57,589 | \$73,514 \$14,703 \$58,812 | \$75,086 \$15,017 \$60,069 |
| 20.00% 5.00% 20.00% 25.00% | Memberships/User Fees Rental Fees Partnerships Contracts | \$62,381 \$12,476 \$49,904 \$62,381 | \$63,643 \$12,729 \$50,914 \$63,643 | \$64,940 \$12,988 \$51,952 \$64,940 | \$66,273 \$13,255 \$53,019 \$66,273 | \$67,643 \$13,529 \$54,115 \$67,643 | \$69,051 \$13,810 \$55,241 \$69,051 | \$70,498 \$14,100 \$56,399 \$70,498 | \$71,986 \$14,397 \$57,589 \$71,986 | \$73,514 \$14,703 \$58,812 \$73,514 | \$75,086 \$15,017 \$60,069 \$75,086 \$45,051 |
| 20.00% 5.00% 20.00% 25.00% 15.00% | Memberships/User Fees Rental Fees Partnerships Contracts Sponsorships | \$62,381 \$12,476 \$49,904 \$62,381 \$37,428 | \$63,643 \$12,729 \$50,914 \$63,643 \$38,186 | \$64,940 \$12,988 \$51,952 \$64,940 \$38,964 | \$66,273 \$13,255 \$53,019 \$66,273 \$39,764 | \$67,643 \$13,529 \$54,115 \$67,643 \$40,586 | \$69,051 \$13,810 \$55,241 \$69,051 \$41,431 | \$70,498 \$14,100 \$56,399 \$70,498 \$42,299 | \$71,986 \$14,397 \$57,589 \$71,986 \$43,191 | \$73,514 \$14,703 \$58,812 \$73,514 \$44,109 | \$75,086 \$15,017 \$60,069 \$75,086 \$45,051 \$15,017 |
| 20.00% 5.00% 20.00% 25.00% 15.00% | Memberships/User Fees Rental Fees Partnerships Contracts Sponsorships Grants | \$62,381 \$12,476 \$49,904 \$62,381 \$37,428 \$12,476 | \$63,643 \$12,729 \$50,914 \$63,643 \$38,186 \$12,729 | \$64,940 \$12,988 \$51,952 \$64,940 \$38,964 \$12,988 | \$66,273 \$13,255 \$53,019 \$66,273 \$39,764 \$13,255 | \$67,643 \$13,529 \$54,115 \$67,643 \$40,586 \$13,529 | \$69,051 \$13,810 \$55,241 \$69,051 \$41,431 \$13,810 | \$70,498 \$14,100 \$56,399 \$70,498 \$42,299 \$14,100 | \$71,986 \$14,397 \$57,589 \$71,986 \$43,191 \$14,397 | \$73,514 \$14,703 \$58,812 \$73,514 \$44,109 \$14,703 | \$75,086 \$15,017 \$60,069 \$75,086 \$45,051 \$15,017 |
| 20.00% 5.00% 20.00% 25.00% 15.00% 5.00% | Memberships/User Fees Rental Fees Partnerships Contracts Sponsorships Grants Contributions | \$62,381 \$12,476 \$49,904 \$62,381 \$37,428 \$12,476 | \$63,643 \$12,729 \$50,914 \$63,643 \$38,186 \$12,729 | \$64,940 \$12,988 \$51,952 \$64,940 \$38,964 \$12,988 | \$66,273 \$13,255 \$53,019 \$66,273 \$39,764 \$13,255 | \$67,643 \$13,529 \$54,115 \$67,643 \$40,586 \$13,529 | \$69,051 \$13,810 \$55,241 \$69,051 \$41,431 \$13,810 | \$70,498 \$14,100 \$56,399 \$70,498 \$42,299 \$14,100 | \$71,986 \$14,397 \$57,589 \$71,986 \$43,191 \$14,397 | \$73,514 \$14,703 \$58,812 \$73,514 \$44,109 \$14,703 | \$75,086 \$15,017 \$60,069 \$75,086 |

Mixed Use Development with Innovation Center Anchor

| Building Square Footage | | | | | Property Capital Cost (Post Upgrade) | | | \$1,485,000 | | | |
|---------------------------|--|--------------|-----------------------|------------------------------|--------------------------------------|--------------------|-------------------|-------------|-------------------|--------------------|-------------------|
| Value in Curren | t State (per SF) | | \$25.00 | | Additional Equity Required | | | \$100,000 | | | |
| Current Value of Property | | | | | Total Invested Capital | | | \$1,585,000 | | | |
| | | | • | | Property Value Equity | | | \$675,000 | | | |
| Estimate of U | pgrade Costs | | | | Contributed E | quity | | \$100,000 | | | |
| To Whitebox: (per SF) | | | | | Total Equity C | Contribution | | \$775,000 | | | |
| Total Upgrade | Costs | | \$810,000.00 | | Annual Rent E | Escalation | | 2.00% | | | |
| | | | | | OPEX Costs E | scalation | | 2.00% | | | |
| | | | | | Baseline Re | ental Rate - Po | er SF. (Average) | \$12.54 | | | |
| | Building Occupancy Percentages - Costs, etc. | | • | | | | | | | | |
| | Occupancy Type | Occupancy SF | Annual Rent Per SF | Annual TI Costs Per SF | Total Rent plus TI | | | | | | |
| | Innovation Center | 7,500 | \$6.00 | \$1. <i>7</i> 8 | \$7.78 | | | | | | 1 |
| | Retail/Restaurant | 13,500 | \$10.00 | \$3.95 | \$13.95 | | | | | | 1 |
| | Small Office Space | 6,000 | \$12.00 | \$3.33 | \$15.33 | | | | | | |
| | Total | 27,000 | \$9.33 | \$3.21 | \$12.54 | | | | | | |
| | | | | | | | | | | | |
| Rent Escalation | Revenues | Year 1 | Year 2 | Year 3 | Year 4 | Year 5 | Year 6 | Year 7 | Year 8 | Year 9 | Year 10 |
| 0.00% | Innovation Center | \$58,322 | \$58,322 | \$58,322 | \$58,322 | \$58,322 | \$58,322 | \$58,322 | \$58,322 | \$58,322 | \$58,322 |
| 2.00% | Retail/Restaurant | \$188,290 | \$192,056 | \$195,897 | \$199,815 | \$203,811 | \$207,887 | \$212,045 | \$216,286 | \$220,612 | \$225,024 |
| 2.00% | Small Office Space | \$91,984 | \$93,823 | \$95,700 | \$97,614 | \$99,566 | \$101,5 <i>57</i> | \$103,589 | \$105,660 | \$10 <i>7,77</i> 4 | \$109,929 |
| | Total Revenues | \$338,596 | \$344,201 | \$349,919 | \$35 <i>5,7</i> 51 | \$361, <i>7</i> 00 | \$367,767 | \$373,956 | \$380,269 | \$386, <i>7</i> 08 | \$393,275 |
| | Less Vacancy | - | - | - | - | - | - | - | - | - | |
| | Net Revenues | \$338,596 | \$344,201 | \$349,919 | \$355,751 | \$361,700 | \$367,767 | \$373,956 | \$380,269 | \$386,708 | \$393,275 |
| Per Sq. Ft. | Operating Costs | | | | | | | | | | |
| \$1.30 | Property Tax | \$35,100 | \$35,802 | \$36,518 | \$37,248 | \$37,993 | \$38 <i>,7</i> 53 | \$39,528 | \$40,319 | \$41,125 | \$41,948 |
| \$0.50 | Utilities | \$13,500 | \$13,770 | \$14,045 | \$14,326 | \$14,613 | \$14,905 | \$15,203 | \$15,507 | \$15,817 | \$16,134 |
| \$0.55 | Insurance | \$14,850 | \$15,147 | \$15,450 | \$15, <i>7</i> 59 | \$16,074 | \$16,396 | \$16,724 | \$17,058 | \$1 <i>7</i> ,399 | \$ 1 <i>7,747</i> |
| \$0.40 | Repair/Maintenance | \$10,800 | \$11,016 | \$11,236 | \$11,461 | \$11,690 | \$11,924 | \$12,163 | \$12,406 | \$12,654 | \$12,907 |
| \$0.75 | Maintenance Fees | \$20,250 | \$20,655 | \$21,068 | \$21,489 | \$21,919 | \$22,358 | \$22,805 | \$23,261 | \$23, <i>7</i> 26 | \$24,201 |
| \$0.70 | Funding Costs | \$18,900 | \$19,278 | \$19,664 | \$20,057 | \$20,458 | \$20,867 | \$21,284 | \$21, <i>7</i> 10 | \$22,144 | \$22,587 |

Mixed Use Development with Innovation Center Anchor continued

| \$4.20 | Total Operating Costs | \$113,400 | \$115,668 | \$117,981 | \$120,341 | \$122,748 | \$125,203 | \$127,707 | \$130,261 | \$132,866 | \$135,523 |
|-----------------------|--|-------------|-----------|-----------|-------------------|--------------------|-----------|-----------|--------------------|-----------|--------------------|
| | Operating Cash Flow | \$225,196 | \$228,533 | \$231,938 | \$235,410 | \$238,952 | \$242,564 | \$246,249 | \$250,008 | \$253,841 | \$2 <i>57,7</i> 52 |
| | Debt Service | | | | | | | | | | |
| Loan Amount | \$850,000.00 | \$113,241 | \$113,241 | \$113,241 | \$113,241 | \$113,241 | \$113,241 | \$113,241 | \$113,241 | \$113,241 | \$113,241 |
| | Cash Flow | \$111,955 | \$115,293 | \$118,697 | \$122,169 | \$125, <i>7</i> 11 | \$129,323 | \$133,008 | \$136, <i>7</i> 67 | \$140,600 | \$144,511 |
| Monthly TI Payment | (10 year Amortization) | Year 1 | Year 2 | Year 3 | Year 4 | Year 5 | Year 6 | Year 7 | Year 8 | Year 9 | Year 10 |
| \$1,110 | Innovation Center | \$13,322 | \$13,322 | \$13,322 | \$13,322 | \$13,322 | \$13,322 | \$13,322 | \$13,322 | \$13,322 | \$13,322 |
| \$4,441 | Retail/Restaurant | \$53,290 | \$53,290 | \$53,290 | \$53,290 | \$53,290 | \$53,290 | \$53,290 | \$53,290 | \$53,290 | \$53,290 |
| \$1,665 | Small Office Space | \$19,984 | \$19,984 | \$19,984 | \$19,984 | \$19,984 | \$19,984 | \$19,984 | \$19,984 | \$19,984 | \$19,984 |
| | Total TI Costs | \$86,596 | \$86,596 | \$86,596 | \$86,596 | \$86,596 | \$86,596 | \$86,596 | \$86,596 | \$86,596 | \$86,596 |
| | DSCR | \$2 | \$2 | \$2 | \$2 | \$2 | \$2 | \$2 | \$2 | \$2 | \$2 |
| | | | | | | | | | | | |
| | Loan to Cover TI | Year 1 | Year 2 | Year 3 | Year 4 | Year 5 | Year 6 | Year 7 | Year 8 | Year 9 | Year 10 |
| | \$650,000.00 | \$86,596 | \$86,596 | \$86,596 | \$86,596 | \$86,596 | \$86,596 | \$86,596 | \$86,596 | \$86,596 | \$86,596 |
| | Cash Flow post TI Pmt. | \$25,359 | \$28,697 | \$32,101 | \$35,573 | \$39,115 | \$42,727 | \$46,412 | \$50,171 | \$54,004 | \$57,915 |
| Investment A | nalysis | | | | | | | | | | |
| | | Year 1 | Year 2 | Year 3 | Year 4 | Year 5 | Year 6 | Year 7 | Year 8 | Year 9 | Year 10 |
| Return on Inve | st. Capital | 1.60% | 1.81% | 2.03% | 2.24% | 2.47% | 2.70% | 2.93% | 3.17% | 3.41% | 3.65% |
| Return on Equi | ity Capital | 3.27% | 3.70% | 4.14% | 4.59% | 5.05% | 5.51% | 5.99% | 6.47% | 6.97% | 7.47% |
| (Note: ROIC and RO | E are based on net cash flows annually, exclude Yr. 10 cash inflow from assumed sale.) | | | | | | | | | | |
| Total Equity | Contribution | (775,000) | | | | | | | | | \$3,400,000 |
| Net Post Del | ot Pmt CFs | \$(749,641) | \$28,697 | \$32,101 | \$35,5 <i>7</i> 3 | \$39,115 | \$42,727 | \$46,412 | \$50, 1 <i>7</i> 1 | \$54,004 | \$3,457,915 |
| IRR | | 21.25% | | | | | | | | | |
| NPV | | \$1,196,933 | | | | | | | | | |
| | | | | | | | | | | | |
| Assumed Ca | p Rate | 7.50% | | | | | | | | | |
| Building Val | ue Year 10 | \$3,436,690 | | | | | | | | | |
| Avg. Annual | Asset Value Increase | 11.60% | | | | | | | | | |

URBAN RESIDENTIAL (CATALYTIC PROJECT 2)

Retail shops and office scenes have long defined Downtown Rogers. At one time, as many as four drug stores, several retail dry-goods stores, and a host of hardware, automotive, grocery and five-anddimes served the needs of families who lived in the Downtown neighborhoods north and south of the main Walnut Street corridor. Attorneys, accountants, dentists and doctors all made Downtown Rogers the place for their offices. As recently as three decades ago, more than a half-dozen full service gas stations continued to operate within the Downtown area all the way up to 8th Street.

The dramatic changes in the past 30 years have redefined Downtown Rogers, but one thing has continued: the dominance of retail and office enterprises as the core of the Downtown commercial scene.

What has not emerged is a new housing component, which prevents the transformation of Downtown into a place where people can live, work, walk to and from stores and businesses and make Downtown home. In recent years cities large and small have found a new growth driver for formerly bypassed downtowns: an expanding community of "downtown dwellers" who become the backbone of new businesses and civic life.

The strategy that some downtowns have tried to execute on - a destination hub of shops and restaurants for residents living cross town

- has had only tenuous success. Many communities have discovered more recently that rather than creating a destination scene, the real driver for urban renewal becomes downtown residents themselves and these "urban pioneers" become the sustainers of new business activities, which include greater varieties of stores, restaurants, shops, and service businesses. Downtown residential communities also become a gravitational force for attracting others who want to become part of the downtown scene, even if they live outside of the downtown core.

Downtown Rogers currently offers a scant set of options. Outside of older homes in the adjacent neighborhoods, many of which have been renovated in recent

Urban Residential (Catalytic Project 2) Break Even Analysis

| Development Cost Assumptions: | | | Per SF |
|--------------------------------------|--------------------------------|----------------|----------|
| All-In Development Costs | | \$3,988,848 | |
| | Building Area SF | 36,000 | |
| | Lot Size SF | 32,670 | |
| | FAR | 1.1 | |
| | Land Costs per SF | \$138,847.50 | \$4.25 |
| | Soft Cost per SF | \$250,000.00 | \$6.94 |
| | Construction Costs per SF | \$3,600,000.00 | \$100 |
| | All-In Development Cost Per SF | | \$111.19 |
| Break Even Analysis: | | | |
| | Minimum Baseline Rental Rate | \$875.00 | |
| | Minimum Number - Rental Units | 30 | |
| | Maximum Lending Rate | 6% | |
| | Minimum Amortization Period | 25 Years | |
| | Minimum Retail Rental Rate | \$12.00 | |
| | Minimum Annual Rent Increase % | 2.50% | |
| | Maximum OpEx Increase % | 3% | |
| | Minimum Equity Required | \$450,000.00 | |
| | Assumed Cap Rate | 7% | |
| | Minimum Operating Ratio | 32% | |

years, Downtown living options remain limited to a very few small-scale standalone buildings built some four and six decades back. With the exception of renovated upstairs' of historic buildings, there have been few if any additions to the Downtown residential inventory since the 1970s.

Why such limited multi-family investment downtown? Most downtown blocks are divided into roughly one-quarter acre lots, which make scalable apartment planning and construction difficult. That constraint -- coupled with antiquated zoning requirements for setbacks, parking and other needs -- has likely restricted the ability to create the scale necessary to make multi-family investment work. It is much easier to build a relatively small to mid-size office or retail building and

cover the remaining land area with parking and still achieve an attractive return on investment while keeping development costs low. Re-development of downtown blocks and quarter blocks in recent years has actually been the opposite of what is proposed herein: many older homes, hotels and apartments serving a downtown community of yesteryear were converted into downtown office and retail spaces, with large surface parking lots to accommodate a society more attached to the automobile than ever. That reality, however, is changing.

With changing demographics too and the desire of many to live in downtown milieus apart from suburban scenes, the feasibility of downtown urban apartments and condos has become a development model to consider as part of the overall resurrection of Downtown Rogers and all such cities of the future.

Catalytic Project 2, then, becomes the model for Downtown multi-family development planning for the future. The following spreadsheet features an apartment or condo project of considerable scale on an approximately half to three-quarters of an acre of available city block space. The assumption for now is that setbacks, landscaping and minimum parking within the tract of land would take up from one-third to up to 45 percent of the available development space.

Building footprint would take up about half or more of the available square footage and scale would be achieved by going upward to two or more stories. While this model includes interior

space for parking, a major aim for downtown development of the future should be to minimize parking within the developable portion of a piece of dirt and allow for perimeter parking and shared parking to absorb the remaining parking needs of residents and visitors.

The floor-to-area ratio (FAR) for urban projects of any type is typically stated in whole numbers. As cities become more densely populated, FARs shoot up dramatically, while the value of the land does so as well. This project is modeled with a FAR of about 1.10. Adding additional stories provides large increases in FARs, as a larger numerator is divided by the fixed denominator.

Urban Residential (Catalytic Project 2) Pro Forma

| Land Savara Fastana / Annuaria | antaly 2 /4 manas | | 32,670 | | Total Invested Carrital | | | \$3,988,847.50 | | | |
|---|--------------------------------------|--------------|----------------|----------------------|--|-----------------------|--------------|-----------------------|--------------|--------------|-----------------------|
| Land Square Footage (Approxim | | | | | Total Invested Capital | | | 33,988,847.30 | | | |
| Building Square Footage - Two Sto | - | ¢ 4 0 5 | 36,000 | | C | I | | T + 450 000 00 | | | |
| Cost of Land (Includes Clearing - Site W | /ork) | \$4.25 | \$138,847.50 | | Contributed Equity Annual Rent Escalation | | | \$450,000.00 | | | |
| Soft Construction Costs | | \$6.94 | \$250,000.00 | | | | | 2.50% | | | |
| Hard Construction Costs | | \$100.00 | \$3,600,000.00 | | OPEX Costs Escalation | | | 2.00% | | | |
| Total Development Costs | - | \$111.19 | \$3,988,847.50 | | Baseline Rental Rate | Apts. | | \$975.00 | | | |
| | | | | | Number of Rental Units | | | 32 | | | |
| | | | | | Retail Space Square Foot | | | 3,500 | | | |
| | | | | | Retail Rental Rate - Annua | al l | | \$14.00 | | | |
| | | | | | Loan to Value Ratio | | | 88.72% | | | |
| | | | | | Loan Rate | | | 5.50% | | | |
| | | | | | Loan Term (Minimum) | | | 25 Years | | | |
| | | | | | Cash Flow Stabilization | on | | Year 5 | | | |
| Rent Escalation | Revenues | Year 1 | Year 2 | Year 3 | Year 4 | Year 5 | Year 6 | Year 7 | Year 8 | Year 9 | Year 10 |
| 2.50% | Revenues - Apts. | \$374,400.00 | \$383,760.00 | \$393,354.00 | \$403,187.85 | \$413,26 <i>7</i> .55 | \$423,599.23 | \$434,189.22 | \$445,043.95 | \$456,170.04 | \$467,574.30 |
| 2.50% | Revenue - Retail | \$49,000.00 | \$50,225.00 | \$51,480.63 | \$52,767.64 | \$54,086.83 | \$55,439.00 | \$56,824.98 | \$58,245.60 | \$59,701.74 | \$61, 194.29 |
| | less: vacancy | 15% | 4% | 3% | 3% | 3% | 3% | 4% | 4% | 4% | 4% |
| | Net Revenues | \$359,890.00 | \$416,625.60 | \$431,489.59 | \$442,276.83 | \$453,333.75 | \$464,667.09 | \$471,373.63 | \$483,157.97 | \$495,236.92 | \$507,617.84 |
| Baseline Per Sqft. | Operating Costs | | | | | | | | | | |
| \$1.17 | Property Tax | \$42,042.45 | \$42,883.30 | \$43,740.97 | \$44,615.79 | \$45,508.10 | \$46,418.26 | \$47,346.63 | \$48,293.56 | \$49,259.43 | \$50,244.62 |
| 0.3 | Utilities | \$10,800.00 | \$11,016.00 | \$11,236.32 | \$11,461.05 | \$11,690.27 | \$11,924.07 | \$12,162.55 | \$12,405.81 | \$12,653.92 | \$12,907.00 |
| 0.4 | Insurance | \$14,400.00 | \$14,688.00 | \$14,981 <i>.7</i> 6 | \$15,281.40 | \$15,587.02 | \$15,898.76 | \$16,216.74 | \$16,541.07 | \$16,871.90 | \$17,209.33 |
| 0.4 | Repair/Maint. | \$14,400.00 | \$14,688.00 | \$14,981 <i>.7</i> 6 | \$15,281.40 | \$15,587.02 | \$15,898.76 | \$16,216.74 | \$16,541.07 | \$16,871.90 | \$17,209.33 |
| 0.70 | Mgt. Fees | \$25,192.30 | \$25,696.15 | \$26,210.07 | \$26,734.27 | \$27,268.96 | \$27,814.33 | \$28,370.62 | \$28,938.03 | \$29,516.79 | \$30,10 <i>7</i> .13 |
| 0.15 | Admin/Misc. Costs | \$20,827.13 | \$21,243.67 | \$21,668.54 | \$22,101.91 | \$22,543.95 | \$22,994.83 | \$23,454.73 | \$23,923.82 | \$24,402.30 | \$24,890.34 |
| \$3.12 | Total OPEX | \$127,661.88 | \$130,215.12 | \$132,819.42 | \$135,4 <i>7</i> 5.81 | \$138,185.32 | \$140,949.03 | \$143, <i>7</i> 68.01 | \$146,643.37 | \$149,576.24 | \$152,56 <i>7.7</i> 6 |
| Operating Cash Flo | ow | \$232,228.12 | \$286,410.48 | \$298,670.17 | \$306,801.02 | \$315,148.42 | \$323,718.06 | \$327,605.62 | \$336,514.60 | \$345,660.68 | \$355,050.08 |
| | Operating Ratio | 35.47% | 31.25% | 30.78% | 30.63% | 30.48% | 30.33% | 30.50% | 30.35% | 30.20% | 30.06% |
| Debt Service | | | | | | | | | | | |
| Loan Amount | \$3,538,847.50 | \$260,779.44 | \$260,779.44 | \$260,779.44 | \$260,779.44 | \$260,779.44 | \$260,779.44 | \$260,779.44 | \$260,779.44 | \$260,779.44 | \$260,779.44 |
| | Cash Flow post Debt Svc. | -\$28,551.32 | \$25,631.05 | \$37,890.73 | \$46,021.58 | \$54,368.99 | \$62,938.62 | \$66,826.18 | \$75,735.16 | \$84,881.24 | \$94,270.64 |
| | DSCR | 0.89 | 1.10 | 1.15 | 1.18 | 1.21 | 1.24 | 1.26 | 1.29 | 1.33 | 1.36 |
| Investment Analysis (Note: ROIC and RO excluding any sale of property.) | OE are based on net annual CFs only, | | | | | | | | | | |
| | Rtrn on Invested Capital | -0.72% | 0.64% | 0.95% | 1.15% | 1.36% | 1.58% | 1.68% | 1.90% | 2.13% | 2.36% |
| | Return on Equity Capital | -6.34% | 5.70% | 8.42% | 10.23% | 12.08% | 13.99% | 14.85% | 16.83% | 18.86% | 20.95% |

Urban Residential (Catalytic Project 2) Pro Forma continued

| Net Post Debt Pmt CFs | (\$478,551.32) | \$25,631.05 | \$37,890.73 | \$46,021.58 | \$54,368.99 | \$62,938.62 | \$66,826.18 | \$75,735.16 | \$84,881.24 | \$5,427,194.03 |
|---|----------------|-------------|-------------|-------------|-------------|-------------|-------------|-------------|-------------|----------------|
| IRR | 35% | | | | | | | | | |
| NPV | \$2,480,888.81 | | | | | | | | | |
| (Note: IRR and NPV values depend on sell of property at end of Year 10 Sale value based on assumed cap rate.) | | | | | | | | | | |
| Assumed Cap Rate | 7.00% | | | | | | | | | |
| Building Value Yr. 10: | \$5,072,144 | | | | | | | | | |
| Avg. AnnualAsset Value Increase | 2.72% | | | | | | | | | |
| Compound Annual Growth Rate | 2.43% | | | | | | | | | |

Recent data is available for Downtown Rogers apartment living that suggests that Class A apartment units can sustain rents of up to \$1,000.00 per month, depending on the mix of amenities available and along with other attractive features. The accompanying spreadsheet models approximately 32 apartment units on land that takes up about three-quarters of an acre of space, setbacks, parking, green space included. Building costs in this region offer marginal advantages to investors as wages are non-union and land costs are, as of now, not overwhelming. Rates of return for this model are attractive and project stability is achieved within the norm for multi-family projects nationwide.

An additional element of this multi-family model includes a small amount of ground level space for retail use. Introducing a mixed-use component into a multi-family project adds value and becomes an attractive amenity to residents. The retail function may be a complementary function to residents or it may be a convenience-style function to both residents and passers-by.

The accompanying spreadsheet models an optimum development package of 32 rental units with average monthly rent of \$975.00, which recent data supports. Additional scenarios would allow rents to drop as low as \$875.00 per unit per month, the effect being pushing project stabilization out beyond five years, while likely requiring additional equity. Any lower rental rates cause the project to be unfeasible. The rental rate component is the single most sensitive component of this model, and can kill a project, regardless of other factors being shown to be more favorable. With operating costs, lending terms and construction costs largely known

"...downtown has become a sudden lifestyle choice for those wanting to live the urban life and spend more time walking and less time driving."

and not prone to large variations, top-line revenue and limited vacancy become the critical factor in investment success for multi-family in the downtown market.

Feasibility, then, requires rising rental rates, minimum amortization terms of 25 years, maximum building coverage within land constraints, and operating costs that can be kept within 35 percent of revenues.

The additional challenge for Downtown multi-family investment is a financial one and centers around lack of "comparables" and perceived risk. This is ultimately the main concern of potential lenders, who would prefer to see completed projects that they would use as part of the loan review and underwriting process. Lenders will perceive more risk for a downtown project until several such projects are completed and observable as successful.

For multi-family investors in Downtown Rogers, urban multi-family infill opportunities should be plentiful, but the same opportunities require vastly more creativity than multi-family projects built in open suburban spaces. With the tightly formed urban grid of streets and well-formed city blocks, multi-family infill may require considerable time assembling scalable land, additional costs in demolishing existing (non-historic) structures, while building design will need to conform to more urban-style tastes and land availability restrictions.

Multi-family options in older downtowns were once hardly conceivable --nor desirable -- in cities with cheap land on which to expand in all directions. However, as this growth has matured -- along with the limitations of suburban planning -- downtown has become a sudden lifestyle choice for those wanting to live the urban life and spend more time walking and less time driving. Welldesigned and planned downtown multi-family projects can supply the needs of a growing demand for more options in housing from a changing demographic.

TALENT RECRUITMENT

Talent Access is Opportune due to the Momentum of NWA

Downtown Rogers is well positioned to attract top talent within Northwest Arkansas. Nationally, a big obstacle in talent recruitment is access to knowledge workers and a base of a skilled workforce. Rogers already has an advantage due to its strong base of existing talent from its proximity to a large concentration of corporate headquarters, driven by Walmart, Tyson and other major global companies. In addition, the Region has a continual annual source of emerging knowledge workers from the University of Arkansas and NWACC.

The Region also benefits from a strong and robust economy. This offers job seekers stability and confidence in relocating to NWA. The Region also offers a myriad of natural amenities, emerging nightlife, first class cultural centers, and many other strategic advantages as compared to other peer markets. A new report published by IHS Global Insight reports that the NWA economy likely will grow at least by 4.2 percent annually through 2020. According to the report, only two other MSAs in the nation are expected to grow at a faster rate.

Combined with the focus on downtown place making, these regional attributes position Rogers to capitalize on both retention and relocation of residents, workers and employers.

Undertake Talent Acquisition Deliberately

The second challenge to talent recruitment is acquisition. Talented employees are in limited supply; and with the proper skills and experience, they are in very high demand. Rogers enjoys a very low unemployment rate and therefore shares in the scarcity of available talent within the region.

According to the Northwest Arkansas Council's recent Greater Northwest Arkansas Development Blue Print for 2015 to 2017, the number one issue in the region is skilled labor. With low unemployment (due to low supply) and specific weaknesses in industry talent, sourcing and attracting top talent is a very competitive process within the Region. The alternative is investing in human capital and increase the quality and quantity of the talent pool. This is a role expected to be assumed by employers. However, due to scarcity of resources and a lack of training programs, employers would rather recruit and hire existing talented employees.

Hiring externally is accretive to the economy, but it can be counterproductive if the talent is "poached" from one company to the other within the Region. The opportunity cost of this dynamic can be significant for the existing employer because it results in efficiency loses and increased demand on resources to seek and train new talent. The economic opportunity for the region—instead of a heavy reliance on "poaching"—is to immigrate more talent.

However, Deloitte reports that the average cost to recruit a new employee in 2014 was approximately \$4,000. In this context, according to Forbes, "major corporations are reluctant to spend time and money that may end up subsidizing their own competition." This concern is underscored by the fact that the tenure of employment continues to decline, making investments in human capital risky if not undertaken carefully. According to BLS, as of January 2014, the median number of years that wage and salary workers had been with their current employer was 4.6 years. This is a "short runway" to capitalize on recruitment, training in order to extract enough productivity from the investment. Nevertheless, recruiting talent into the Region and training the under-employed can make sense given the amazing attributes regionally and locally in Rogers.

The proposed Innovation Hub for Downtown described below can mitigate the expense of mentoring and training under-employed candidates and provide very specific formal training to the local companies for employee-readiness as well as talent recruitment and refinement. The Innovation Hub can also provide technical training and skills for industries that Rogers has strong capacity for, but lacks sufficient skill sets and training, such as the emerging design and culinary scene.

In combination with the initiation of the Innovation Hub, a formal survey of industry needs within Rogers should be considered to develop a more detailed talent recruitment and refinement strategy. It is already known, however, that the Region has a reported shortage of culinary, manufacturing and technical talent as well as an over-imbalance of managerial and professional occupations.

The Innovation Hub can contribute to workforce optimization in sectors such as services and culinary needs by integrating a culinary training kitchen that can serve as a facility amenity, and it also can provide physical space to foster new businesses and better resources for individual entrepreneurs that lack sufficient access to proper pathways for success especially in terms of design and IT.

The Innovation Hub also join forces in a broader regional recruitment network to

manage talent gaps and tap into younger innovative-types and foster disruptive idea generation that can propel the Region. Located in Downtown Rogers, the proposed Innovation Hub will be attractive to those individuals and emerging companies.

Backing this approach, The Greater Northwest Arkansas Development Strategy outlined many objectives to strengthen the Region. Significant attention was placed on physical improvements to create attractive places for next generation knowledge workers. The Development Strategy specifically recognized the importance of the physical realm and noted "[one key goal is to] align placemaking activities to support new talent recruitment."

According to Business Climate, a national publication regarding economic development, "[q]uality of place attributes are integral to attracting and keeping talent, and a deep pool of talent will be a key selling point for bringing new investment to a community." The opportunity for Downtown Rogers to attract businesses based on a quality workforce can be strong within a purposefully integrated focus on innovation, activation and attractiveness. This will require that Rogers' efforts ensure that its anticipated success in cultivating and attracting talent are congruent with marshaling the necessary resources and quality infrastructure necessary to retain them.

Embracing Diversity will be the Key to Sustaining Talent

A key value that emerged for this initiative is diversity. Diversity is especially important to the younger generations entering the workforce. Accordingly, the strategy to focus on diversity as a downtown value will provide greater

opportunities across all ethnicities and talents. There has been no better time in history in which diversity can play a strong role in talent recruitment. Inclusion and the benefits of diversity are key to success. A Harvard study found that companies that harness the benefits of diversity not only perform better, but also create an environment with an inclusive culture that creates a sense of value and respect.



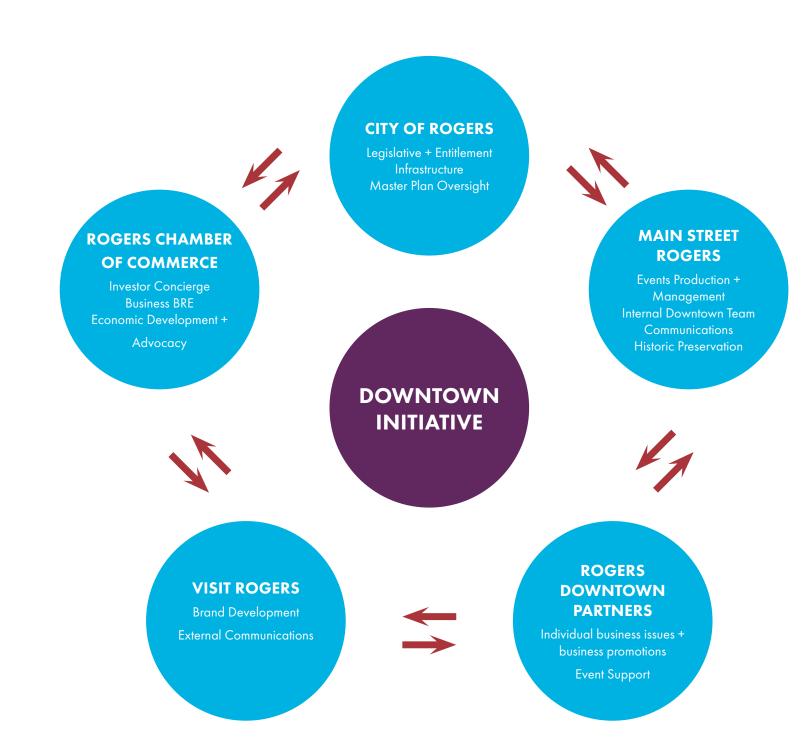
This culture will ultimately transcend the workplace and will create an environment with greater appeal, attracting a broader consumer and employment base. Already a diverse place in terms of ethnicity, age and income, Downtown Rogers is primed already to take advantage of the benefits of intentionally cultivated diversity.

Rogers has an opportunity to build on the regional momentum of talent cultivation. As it does this, innovation and recruitment efforts tailored to downtown will need to be complemented by housing options to meet diverse market needs. A focus on diversified housing in and around Downtown can also provide quality housing for a wider audience. Supported by stakeholder perspectives, this Master Plan has charted a plan and the tools for delivering opportunities for housing choice in this regard.

When coupling housing diversity with Downtown's emerging entertainment, active living and cultural base, a focus on buttressing innovation can provide the incubation context to sustain success. Whether leading to increased investment in Rogers' plethora of downtown commercial spaces or spawning more "props" for the people living out the downtown stories of the Theater of CoolTM, Rogers' can become the place to work, live and play in NWA.

GOVERNANCE STRUCTURE

As Downtown evolves under this Master Plan, a nuanced governance structure will be needed to support activation, sustain momentum, prioritize investments and promote economic development. The graphic below suggests the potential focus of key stakeholders vested in the future of Downtown.





EXISTING CONDITIONS

Rogers is located in Northwest Arkansas approximately 17 miles from the Northwest Arkansas Regional Airport and 8 miles from Downtown Bentonville. The City is approximately 38 square miles and contains frontage on Interstate 49. The eastern side of Downtown abuts Lake Atalanta and the tributaries that lead to Beaver Lake. Downtown is three miles from Rogers Executive Airport Carter Field.

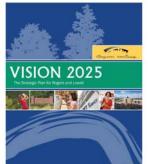
This section summarizes the City's existing conditions as they relate to Downtown, including prior plans, redevelopment projects and other conditions likely to affect future development downtown.

PRIOR PLANS

Vision 2025 Plan (2008)

More than 800 residents participated in the process through surveys, messages

and meetings. Overall priorities for Lowell, Rogers and the Region were established early in the process. This Vision 2025 Plan set forth a series of envisioned priorities for Rogers including:



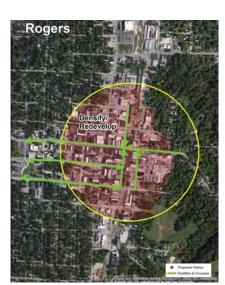
- Local street improvements;
- Community appearance and beautification;
- Parks, facilities and green space;
- Advancement of Downtown Rogers;
- Workforce recruitment and retention;
- Trails, bike trails and community connectivity;
- 7. Proposed arena/community gathering place;
- 8. Engagement of emerging leadership;
- 9. Public school district promotion.

Regarding Downtown, the Vision 2025 Plan states the "...advancement of downtown Rogers was a resounding theme during Vision 2025, with individuals across all sectors as well as throughout Rogers, Lowell and beyond, desiring an effort to improve the economic health and vitality of downtown Rogers. Most critical is the definition of a downtown 'Central Business District' of nearly 60 blocks,

which provides the critical mass of both households and businesses necessary for economic development."

Northwest Arkansas Commuter Corridors Alternatives Analysis: Transit Oriented Development Scenarios (2014)

This report summarizes the "observations and findings related to implementing high capacity regional transit in the Northwest Arkansas Region and Transit



Rogers Station Context Northwest Arkansas Commuter Corridors Alternative 2014

Oriented Development surrounding potential commuter rail stations." It explains the draw for transit oriented development the requirements of the community and region if a plan of action is to be set in motion.

Rogers, in particular, is identified as having an excellent site in Downtown for commuter rail service. The study recognizes Roger's existing development pattern and its focus on Downtown improvements to streetscaping, visual appeal and building stock. The report also recognizes Downtown Rogers as a Main Street type in their typology of station areas. The emphasis in Downtown Rogers should be on a small park-n-ride, if any,

really focusing on the place, walk-up usage from nearby residential and feeder bus routes in the area.

Vision 2030: A Community Action Plan

The Northwest Arkansas region, including the City of Rogers, has a strong track record of community involvement, investment and support. As a guiding post for this initiative, the Vision 2030 plan provided a comprehensive overview of the trends and issues that face the region in the present and the future. The next installment of Vision initiatives from the Rogers-Lowell Area Chamber of Commerce. This report

focuses on key areas much like the 2025 Plan, including:

- 1. Public Education
- 2. Infrastructure Investment
- 3. Economic Diversity



- Beautification and Renewal
- Downtown Development
- Amenities and Entertainment
- Nature and Recreation
- Engagement and Inclusion

The report seeks to understand and present the changing faces of the Northwest Arkansas region as more household types migrate to the area as well as focus on key efforts that involve public-private partnerships and key infrastructure investments from the public realm to increase walkability, improve

aesthetics and transition development in a means to attract additional businesses and development to Downtown Rogers.

REDEVELOPMENT PROJECTS + REHABILITATION **OPPORTUNITIES**

Lane Hotel

This historic building was noted in the Vision 2030 Plan for being an excellent opportunity and a catalyst development for Downtown Rogers. It has potential to be rehabilitated into a hotel or other residential uses with ground floor retail at the street level. The buildings lack of parking on the current site may be a hindrance to investment, as some sort of off-street parking may be required in order to obtain affordable financing for rehabilitation of the building.

City Hall Lofts

The site of the original City Hall in Rogers. This site has been purchased and is slowly being converted to residential lofts. This development will make an excellent addition to the housing stock in Rogers and represents some of the best character and form within Downtown Rogers.

Opera House

The Historic Opera House is one of the most iconic buildings in Rogers. It anchors the corner of 1st and Walnut which is essentially the corner of Main and Main. It is a labor of love of historic downtown advocate and architect John Mack. Mr. Mack plans on restoring the building to complete structural soundness repairing the exterior walls, roof and windows to prevent weather intrusion into the structure. His plans are still in flux but the intent is to restore the performance space, renovate the side upper levels to be office space and prepare the first floor to once again have a pleasant street frontage.

Model Laundry

The Model Laundry building is located on the 200 block of West Elm Street and is comprised of a total of four buildings (approximately 20,000 square feet). The building is current vacant and the idea is to convert the former industrial space into businesses that will contribute to Downtown. The original building was called Model Steam Laundry and was built in 1897 ("Grant Kicks Off Laundry Remodel, "Gore, 2014), the current Model Laundry building was built in 1926-

27 and the remaining two connected buildings were built in the 1950s. The spacious interior, once remodeled, has the potential to bring unique businesses and a mixed-use environment to Downtown, especially as renovations get underway and the building is refurbished to its former glory.

Rogers Historical Museum

The Rogers Historical Museum is only one of seven museums in Arkansas that is fully accredited and has a mission to tell Rogers' story. The Museum currently has plans for an approximate 28,000 square foot expansion along West Cherry Street and 2nd Street in Downtown. The design is in progress, but early renderings have been released to the public. The goal of the expansion is to provide a new approach to Downtown as well as to continue telling Rogers' creation, development and expansion story. The Museum includes several components, including: Natural History, Social history, the development of the Frisco Railroad, oral histories of Rogers' local families, and demographic trends in Rogers and Northwest Arkansas.

Lake Atalanta and the Relation to Downtown

Lake Atalanta is a large undertaking by the City of Rogers to revitalize and restore one of the City's greatest (and most underutilized) natural amenities. The restored lake will be complemented with a world-class bike park, trails and entertainment venues that will attract visitors and residents to Rogers.

The Lane Hotel



The historic Lane Hotel in Downtown Rogers, 2014. Credit: Gateway Planning

City Hall Lofts



The City Hall Lofts under renovation, 2014. Credit: Gateway Planning

OVERVIEW OF HISTORIC DISTRICT CORE ASSETS

The City of Rogers grew out of the north and south-bound development of the rail lines in the later 1800s. Though no longer dependent on the railroad company and related economic impact, Downtown Rogers continues to define itself historically as a "rail town." The railroad motif is still visible in present Rogers, particularly Frisco Park and the train caboose that sits at the north end of the park. Several businesses downtown also use the motif to support their local character and focus. An active freight line continues to operate on the tracks that pass through downtown and the whistle can be heard several times throughout the day.

Rogers also has a deep history in apple orchards. In the late 1800s and early 1900s produce houses lined the railroad tracks as apples were processed and apple cider vinegar was created for distribution. This production helped establish the large commercial district in Downtown spurring development in the City. Although the orchards and processing centers are no longer operating in Downtown, the historic buildings from that era remain and give Rogers a historical character that is quickly dissipating in towns across the country and one that several places try to replicate.

Building Stock + Historic Grid

Downtown Rogers is fortunate to have a wonderful fabric of historic buildings woven together by an intact street grid. Several of the core blocks of downtown feature improved pedestrian amenities and clearly delineated on-street parking. Many of the downtown streets are right-sized and the public investment is reflected well in successful private businesses. By expanding the successes of the core downtown blocks in to the surrounding blocks in every direction can enhance the overall downtown and encourage opportunities for redevelopment.

Authentic Activity

An intangible benefit of public sector investment is the robust presence of entrepreneurship through locally owned shops, restaurants and bars. This vibrant but fledgling activity is something that can be bolstered by increasing the diversity of uses in downtown and making further investments in the public infrastructure. Examples of private initiatives like the improvements to the Historic Opera House

as well as civic activity like the farmers market and Rogers Museum expansion all add vitality to downtown from various types of entities.

Pockets of Uniqueness

Good urbanism can only exist when unique elements are allowed flourish. A great example of this is Centennial Park, a small pocket park tucked in-between buildings and 1st Street and the alley between 1st and 2nd street. City Staff has undertaken some preliminary designs to improve this space to capitalize on its proximity to several popular restaurants. This space could be designed to function as a pedestrian paseo from 1st street to the alley that could be an activated space. This paseo could also be extended through to 2nd Street creating a perpendicular pedestrian way linking together several local restaurants building on the local entertainment district. This could be further enhanced by improving the alley to connect the popular Club Frisco to the network. The alley would still serve its utilitarian purpose and the primary pedestrian activity should be the street shop fronts but an activated ally is a unique way to add life to urban areas.

TRANSPORTATION ASSESSMENT

Current Downtown Capital Improvement Program

Current plans for sidewalk improvements through Downtown and connecting to adjacent neighborhoods are planned. A key emphasis on upgrading utility systems as concrete is torn up should be noted as the projects proceed..

Walnut Street east of Downtown, towards Lake Atalanta has a segment under design to bring the 2-lane alignment to 3-lanes.

As this project proceeds additional focus on utilities within the Downtown will be needed. This includes:

- 1. Upgrades to gas lines (resizing and replacement);
- 2. Potential undergrounding of electrical and telecommunication lines that do not run through alleys;
- 3. Upgrades of water lines from outdated materials, resizing and some complete replacement;
- 4. Upgrades to wastewater lines, resizing and replacement; and
- 5. Installation of lift stations in order to accommodate development east of Arkansas Street.

Regional Projects

Commuter Rail System

With a privately owned and operated rail line extending through most downtowns in Northwest Arkansas, there is an opportunity for creation of a Commuter Rail line that feeds the economic development approaches that these same cities are striving for. Private development adjacent to the station areas should be planned to be rail ready, but not necessarily rail dependent, as this project may take time to implement in the region. Rogers is particularly situated to receive a station in its immediate Downtown, where this public transportation option could feed restaurants and events significantly more users, that would not require the burden of parking lots and garages.

Northwest Arkansas Razorback Greenway

A trail system that flows through all of the same cities along the rail line. This trail system runs by Downtown to the east and efforts to connect the greenway to Downtown Rogers will need to be made through a loop system, which would also connect the greenway to the current bike park and trail system to the west of Downtown.

Eastern North-South Corridor

This project is a long term process that is currently being studied and is not yet funded for design nor construction. A preliminary preference for alignment has been supplied by the City of Rogers that is east of Arkansas Street and within access to Downtown, but not going through Downtown.

Ingress/Egress to Downtown

The main ingress/egress roadways are along 8th Street, Walnut Street, Arkansas Street and 2nd Street. Major flows of traffic within the Downtown area are from a few directions:

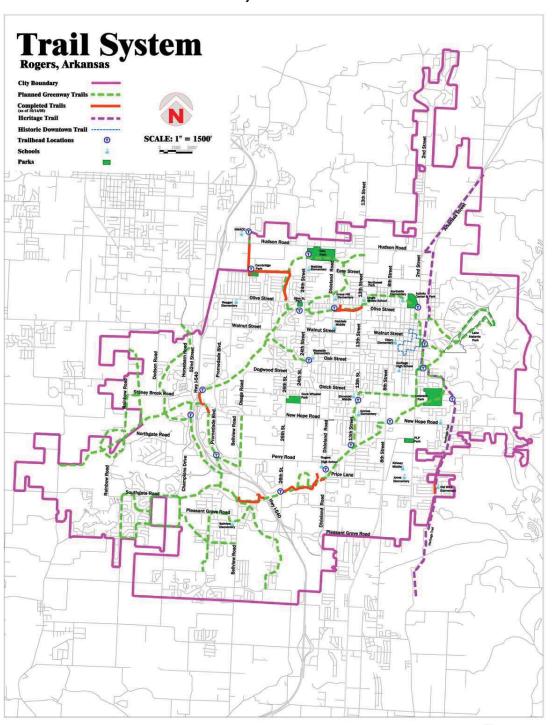
- 1. Walnut Street through Downtown to Lake Atalanta and Arkansas Street;
- 2. Walnut Street to Downtown then North along 2nd Street, including reverse traffic from 2nd Street to eastbound along Walnut Street; and
- 3. Arkansas Street through Downtown to Walnut Street and Highway 12.

Key Gateways that influence the Downtown area and reflect the true entry into Downtown are:

- 1. Arkansas and Cherry Street;
- 2. Walnut Street and 4th Street;
- 3. Olive Street and 2nd Street; and
- 4. Walnut Street and Arkansas Street.

These gateways should have a strong focus on the built environment and the public infrastructure that is placed in this location. A focus on transition of sidewalk and streetscaping elements, building height and orientation to the intersection, and significant pieces of art and signage are appropriate things to explore in this initiative.

Northwest Arkansas Razorback Greenway



REDEVELOPMENT CONDITIONS

Core Redevelopment Locations

Downtown Rogers has many great historic buildings and structures that contribute to a vibrant urban environment. However, there are also vacant areas, auto oriented or functionally obsolescent structures that are redevelopment opportunities.

In the core of downtown- roughly Walnut to Cherry and the Railroad to 3rd Street the majority of redevelopment would be smaller scale and commercial in nature, filling -in between existing good buildings.

To the South and east of this core near the bike park and along Arkansas St. as well as north of Walnut St. there are larger parcels that are vacant or diminishing industrial uses that can accommodate larger residential or mixed use development. These larger redevelopment areas can be combined with public investment in the infrastructure to extend the revived street and utility work from the downtown core in to the surrounding blocks.

Utility Needs + Agency Coordination Challenges

In order to be feasible and entice redevelopment, especially in the blocks surrounding the core of downtown, improvements need to be prioritized to the water, wastewater, gas and electric systems. Many of the utility systems in downtown are reaching the end or are past the effective life and need to be replaced – so there is an opportunity to coordinate the replacement of utilities with surface level street work to make the projects more cost effective and conducive to redevelopment.

A rebuild of Arkansas St. and replacement of utilities on Arkansas St. in particular would serve to improve a needed thoroughfare and spur redevelopment on that corridor. In the core of downtown utility work on the 1st./2nd St. alley could be the impetus for pedestrian improvements to make that a secondary pedestrian corridor. As much as possible wet utilities should be placed in alleys to reduce their impact on street function and if possible overhead utilities be placed underground to decrease visual clutter and reduce the amount of utility poles along streets and sidewalks.

The pending utility and infrastructure work will require a high level of coordination between public works, public utilities, franchise utilities and other impacted parties in order to have the highest positive impact at the lowest cost.

Existing Utilities Map



Zoning Context

The existing Zoning for Downtown Rogers is a traditional zoning ordinance that is created to function in suburban contexts and often conflicts with a historic downtown's development pattern and mix of uses. When the zoning rules are out of step with the existing context and community desires it leads to a lack of attention towards the downtown or, more often, development of new structures that are not congruent with the existing historic fabric. A zoning approach that meets the needs of the Downtown Vision has been developed through this process.

Public Space Needs

Ample public space exists with the current Frisco Square, new bike park, trails and Lake Atalanta. The key for future development will be to improve existing public sidewalks to allow for a pleasant walking experience for visitors to downtown businesses. In addition, a focus on new developments including public space in their development may be incentivized by allowing an additional story of construction on their building. This would provide some public space where it is still needed, but allow developers meet their fiscal needs in order to develop a great project downtown. Some additional explorations will be conducted through this initiative to determine the needs and the mean to address the needs within Downtown Rogers.

Rogers Existing Zoning



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