

Agenda Item #



**TOWN OF CAREFREE
INFORMATION SUMMARY**

MEETING

DATE: January 3, 2023

SUBJECT

DISCUSSION AND POSSIBLE ACTION to conduct a public hearing and approve the Village Center Redevelopment Plan.

ATTACHMENTS

- Final Draft of Village Center Redevelopment Plan

SUMMARY

As part of the required statutory process, the Planning and Zoning Commission, by a 4 yay to 0 nay vote, has recommended approval, of the Village Center Redevelopment Plan, by Town Council, The Planning and Zoning Commission held several public workshops to publicly discuss edits to the Village Center Master Plan. The purpose of these edits were to: 1. Update the Village Center Master Plan to meet the requirements of Arizona Revised Statutes (ARS) to be a Redevelopment Plan. 2. Address any changes to the plan based upon activities already completed and to incorporate further minor changes to allow the plan to be more effective in executing the vision of the community.

Through this process, the Village Center Master Plan has been edited to be titled "Village Center Redevelopment Plan".

The purpose of this public hearing is to further fulfill the statutory obligation under state statute to seek approval of the Village Center Redevelopment plan, by a 2/3 majority Town Council Vote. If approved, this will mark the final step in activating the redevelopment area, for which Town Council has already approved, and will allow the Town of Carefree access to all the benefits provided under Arizona Revised Statute.

All affected Property Owners have been notified by mail and the public hearing posted in accordance with state statute.

Background

August, 2021, the Carefree Town Council, by resolution, declared the area of the Town Center a redevelopment area. A redevelopment area is a provision in Arizona Revised Statutes that allows communities greater control and access to tools for the purpose of revitalization. Prior to the area taking effect, the Town of

Carefree must also approve a Redevelopment Plan. This plan, per ARS, must meet several requirements.

In 2015, the Carefree Town Council approved the Village Center Master Plan. Through an extensive public process, this plan outlined the vision, goals and objectives, as well as an implementation guide to revitalizing the Town Center. In order to meet ARS requirements for a Redevelopment Plan, and continuing the implementation of the vision set in the Village Center Master Plan, the Town went through the process to include the ARS elements into to the existing plan.

Additionally, it allowed for updates to the plan for completed objectives, such as the development of a key anchor project, and further clarity and direction on implementing the plan over the past 7 years.

Through an extensive public process, and staff has held 5 Planning and Zoning Commission workshop sessions to discuss edits to the plan, has engaged the local business community and property owners, and held 6 neighborhood meetings and 2 general open houses. The edits to the plan incorporate input from a wide spectrum of stakeholders.

The edits in summary include:

- Renaming the Village Center Master Plan to Village Center Redevelopment Plan
- Including the ARS requirements
- Updating plan accomplishments and administrative changes
- Addressing more comprehensive design review for Town Center Development
- A stronger emphasis on revitalization versus redevelopment
- Addressing appropriate densification and scaling
- The need for zoning changes to enable more flexibility of use to achieve the desired outcome
- Slight adjustments to the economic impacts and area absorption
- Reinforcing future processes to include public input
- Providing further definition to implementation items

ACTION NEEDED:

Approval of the Village Center Redevelopment Plan

REPORT PREPARED BY:

Steve Prokopek, Economic Development Director

RESOLUTION 2023-01

**A RESOLUTION OF THE MAYOR AND TOWN COUNCIL OF
THE TOWN OF CAREFREE ESTABLISHING THE VILLAGE CENTER
REDEVELOPMENT PLAN, AS THE REDEVELOPMENT PLAN FOR THE VILLAGE
CENTER REDEVELOPMENT AREA**

WHEREAS, Arizona Revised Statutes Title 36, Chapter 12, Article 8, provides for the creation of a Redevelopment Area

WHEREAS, The Mayor and Town Council approved, by resolution, the Village Center Redevelopment Area on August 3, 2021

WHEREAS, Exhibit A, defines the boundary for the Village Center Redevelopment Area

WHEREAS, in 2015, the Town Council approved the Village Center Master Plan, which was edited in a series of Planning and Zoning public workshops to include the requirements outlined by Arizona Revised Statutes for Redevelopment Plans, and was renamed "Village Center Redevelopment Plan"

WHEREAS, The Planning and Zoning Commission, on December 12, 2022 made a formal recommendation for the Town Council to approve the Village Center Master Plan

WHEREAS, Arizona revised Statutes Title 36, Chapter 12, Article 8 requires Redevelopment Plans to be heard at a public hearing and approved by a two-thirds vote of the Town Council.

NOW, THEREFORE, IT IS RESOLVED by the Mayor and Town Council of the Town of Carefree, Arizona

Establishes the Village Center Redevelopment Plan as the redevelopment plan for the Village Center Redevelopment Area.

PASSED AND ADOPTED BY the Mayor and Town Council of the Town of Carefree, Arizona, this 3rd day of January, 2023.

AYES _____ NOES _____ ABSTENTIONS _____ ABSENT _____

FOR THE TOWN OF CAREFREE

ATTESTED TO:

John Crane, Mayor

Kandace French-Contreras,
Town Clerk

APPROVED AS TO FORM:

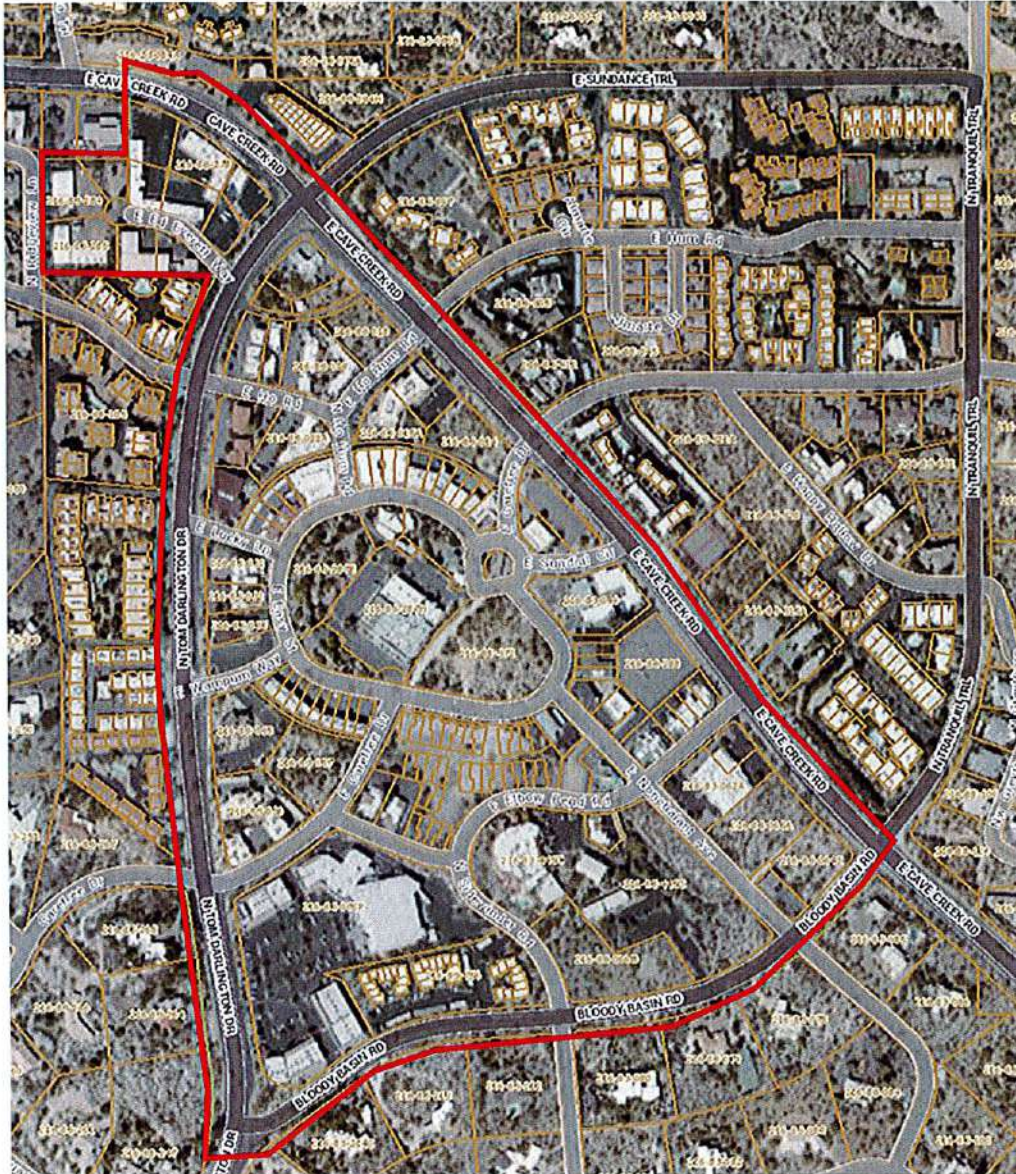
Michael Wright, Town Attorney

Exhibit A

Village Center Redevelopment Area Boundary

The Proposed Redevelopment Area Boundary includes all properties and public rights of way in the area generally bounded by Tom Darlington Drive, Ed Everett Way, Ridgeview Lane, Cave Creek Road and Bloody Basin Road. For clarification, the boundary includes the full public rights of way for Cave Creek Road, Bloody Basin Road, and Tom Darlington Drive.

Village Center Redevelopment Area





Town of Carefree

Village Center

Redevelopment Plan

Planning & Zoning Commission Final Draft

December 12, 2022

Acknowledgments

Carefree Town Council

John Crane – Mayor
Cheryl Kroyer – Vice Mayor
Sheila Amoroso
Vince D'Aliesio
Tony Geiger
Stephen Hatcher
Michael Johnson

Carefree Planning & Zoning Commission

Tom Cross, Chairperson
Lyn Hitchon, Vice Chairperson
Heather Burgett, Commissioner
Peter Burns, Commissioner
Phil Corso, Commissioner
Daniel Davee, Commissioner
Ralph Ferro, Commissioner

Town Staff

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Table of Contents

Chapter 1: Introduction	1
Plan Purpose.....	1
Legislative Authority and Benefits of a Redevelopment Plan.....	1
Regional Context.....	1
Planning Process & Redevelopment Area.....	1
Historical Overview & Public Outreach.....	2
User's Guide to the Redevelopment Plan.....	4
Chapter 2: Carefree Today	5
Historical Context.....	5
Land Use.....	6
Existing Conditions.....	10
Urban Form.....	11
Mobility.....	13
Market Analysis.....	15
Chapter 3: The Vision	18
Vision Statement.....	18
Redevelopment Goals.....	19
Redevelopment Master Plan.....	19
Chapter 4: The Plan for Action.....	22
Objective 1 - Improve the Village Center's visibility and access.....	22
Objective 2 - Foster development in the Village Center.....	26
Objective 3 - Enhance the Village Center experience.....	31
Objective 4 - Market and Promote the Village Center.....	36
Objective 5 - Develop a strong organizational structure.....	40
Chapter 5: Implementation	44
Implementation Guide.....	44
Funding.....	48

List of Appendices

- Appendix A – Resolution for Redevelopment Area & CBD Establishment
- Appendix B – Market Analysis (2015 Master Plan)
- Appendix C – Community Participation (2015 Master Plan)
- Appendix D – Cultural Facility Evaluation Guidelines (2015 Master Plan)

List of Figures

Figure 1 - Regional Context.....	3
Figure 2 - Redevelopment Area.....	4
Figure 3 - General Plan Land Use.....	7
Figure 4 - Existing Zoning.....	7
Figure 5 - Existing Land Use/Business Inventory.....	8
Figure 6 - Property Ownership.....	10
Figure 7 - Property Status.....	11
Figure 8 - Street Network.....	13
Figure 9 - Market Analysis Area.....	16
Figure 10 - Market Trade Area.....	16
Figure 11 - Redevelopment Master Plan.....	20
Figure 12 - Street Hierarchy Improvements (E. Ho Road).....	24
Figure 13 - Pedestrian and Bicycle Improvements.....	25
Figure 14 - Adaptive Reuse Concept (Los Portales).....	28
Figure 15 - Trail of Interest.....	32
Figure 16 - Signage Improvements.....	34
Figure 17 - Activating the Desert Gardens.....	35

Chapter 1: Introduction

Over the last seven years the Town of Carefree has undertaken a number of public projects and initiatives as a way to encourage development and redevelopment that supports the ongoing success of Carefree's Village Center. Despite this investment and activity, several areas within the Village Center continue to require improvement, particularly in new retail and housing options, but also around infrastructure, transportation, and safety improvements. This Redevelopment Plan recognizes recent improvements within the Village Center and builds on the area's original Village Center Master Plan (2015) to recommend enhanced strategic initiatives, and in turn, make available additional redevelopment tools that are not currently accessible to improve conditions within the Village Center.

This Chapter provides essential information about the components of this Redevelopment Plan, including its purpose, study limits, and planning process. At the end of this Chapter is a user's guide. This guide should be utilized by all interested parties to better understand how to most effectively use this Redevelopment Plan.

Plan Purpose

The primary purpose of the Carefree Village Center Redevelopment Plan is to function as a unifying guide to help Town officials and community stakeholders restore and enhance the economic vibrancy of the Village Center in a way that supports the long-term viability and sustainability of the entire Carefree community.

Legislative Authority and Benefits of a Redevelopment Plan

State Law strictly limits the manner in which Cities and Towns can use public funds for private use as well as the way in which public property can be managed and sold.

In response, a Redevelopment Plan (Arizona Revised Statute 36-1474) enables a special set of tools, where communities can use public resources to leverage private investment. These tools allow:

- The ability for municipalities to have greater control over the disposition of real estate.
- The ability to enter into public/private partnerships, allowing public sector investment in the revitalization of private property.
- Enhanced rules for bond financing of municipal improvements.
- Access to federal grants and loans.

Further, it is important to note, this plan does not propose relocation of any residents as part of the implementation of this redevelopment effort.

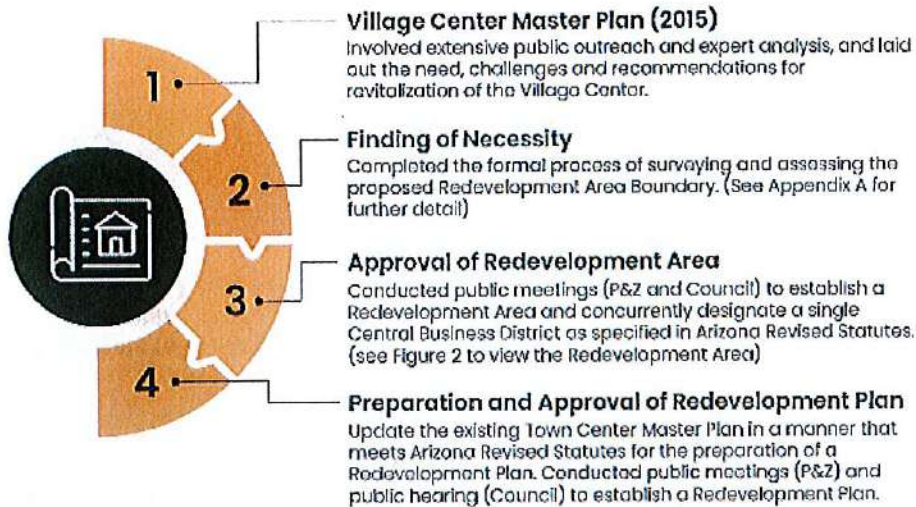
Regional Context

The Village Center is located in the heart of the Town of Carefree. Carefree is located along the northern edge of the Phoenix Metropolitan Area, approximately 10 miles north of Loop 101 and 10 miles east of Interstate-17. Situated around picturesque Black Mountain, Carefree is 9 square miles in size and is one of three communities that combine to form the area known as the Desert Foothills. Generally, land locked, Carefree is positioned between the communities of Cave Creek to the west, Scottsdale to the south and east, and a small pocket of mountainous unincorporated land to the north. The Town also serves as the gateway to Bartlett Lake, which is located approximately 16 miles east of the Carefree town limits. *See Figure 1 – Regional Context*

Planning Process & Redevelopment Area

To establish this Redevelopment Plan and access the redevelopment powers allowable under Arizona law, the Town of Carefree underwent the planning process identified on the following page, which included conducting a "Finding of Necessity" and approval of the Plan's formal "Redevelopment Area".

Redevelopment Area - The Village Center Redevelopment Area is sited in the geographic center of the Town and encompasses approximately 81 acres. Through formal adoption by the Town Council on August 3, 2022, the Redevelopment Area was determined to be defined by Tom Darlington Drive to the west (including parcels along Ed Everett Way and within Mariachi Plaza), Cave Creek Road to the north and east, and Bloody Basin Drive to the south. *See Figure 2 – Redevelopment Area and Appendix A – Resolution for the Redevelopment Area/CBD Establishment.*



Historical Overview & Public Outreach

Historical Outreach

The previously prepared 2015 Carefree Village Center Master Plan, upon which this Redevelopment Plan is based, was the product of a multi-phased, community driven process that was designed to provide opportunities for community input at a variety of levels. This original planning process included technical advisory committee meetings, one-on-one interviews with key project stakeholders, and multiple community workshops. Following is a brief summary of the previous public outreach elements of the 2015 Village Center Master Plan process:

Village Center Steering Committee - A 19-member Steering Committee (SC) was appointed by the Town to provide oversight to the planning process. Over the course of the project the SC met four times to review and discuss materials presented by the planning team and to provide feedback and direction. SC membership was designed to represent a broad cross-section of the community and included: Town residents; downtown business and property owners; Town staff and elected officials; members of the development community; and members of the local Chamber.

Stakeholder Interviews - Project team members conducted numerous one-on-one interviews with key project stakeholders over the life of the project. These meetings were held to gather background information and to obtain a variety of perspectives on the issues impacting the Village Center.

Community Open Houses (2015) - Two Community Open Houses were held during the visioning and draft concept review portions of the planning process (November 18, 2004, and December 13, 2004) to increase awareness of the committee's ongoing efforts and to solicit feedback on various aspects of the Village Center Master Plan.

Redevelopment Plan Outreach

As part of the process to update the original 2015 Village Center Master Plan and prepare this Redevelopment Plan, additional stakeholder and public outreach was conducted:

Planning & Zoning Commission - Multiple public workshops and public meetings were conducted with the Planning & Zoning Commission over the course of this effort.

Economic Development Advisory Panel (EDTAP) - To supplement and expand on the feedback provided by the Planning & Zoning Commission, input was also garnered from the Carefree EDTAP. This panel is comprised of property owners and representatives as well as business owners within the Village Center.

Community Open House & Outreach - Along with the opportunity to attend all public workshops and meetings that were conducted with the Planning & Zoning Commission to review this effort, a community open house was also hosted by the Town to inform residents about the project and gain feedback on any aspects of the planning process. Approximately 70 participants attended the meeting and the resulting input was incorporated into the final plan. Community engagement and public involvement will continue to be an integral part of the implementation of the Village Center Redevelopment Plan.

Figure 1 - Regional Context

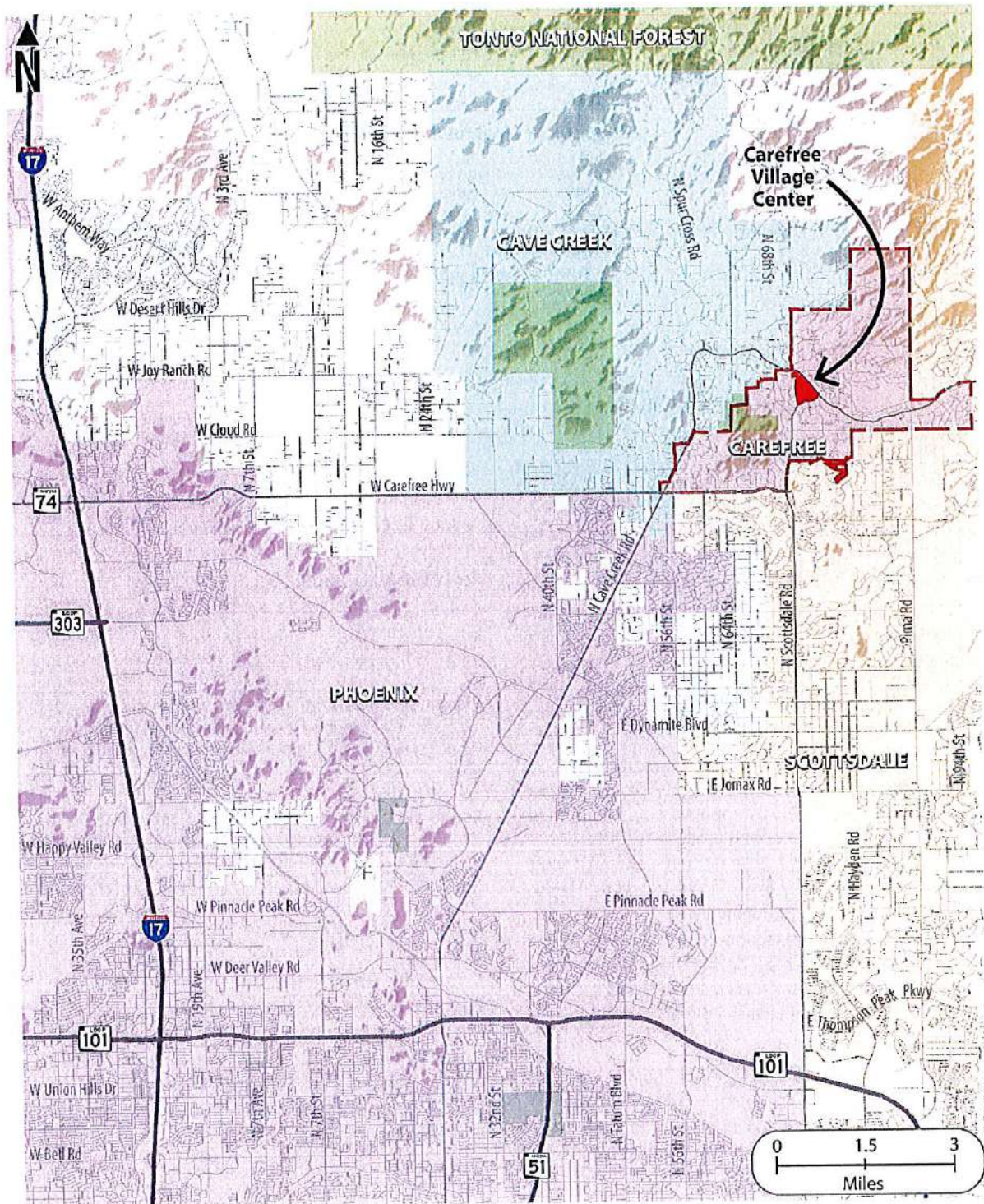


Figure 2 – Redevelopment Area



User's Guide to the Redevelopment Plan

Since the Redevelopment Plan will be utilized by a variety of users (such as property owners, Town staff, business owners, residents, and elected and appointed officials), this user's guide was developed to help quickly direct a reader to portions of the plan that are of most interest to them. The Redevelopment Plan consists of the following mutually supportive Chapters:

Chapter 1: Introduction

This Chapter provides a summary of the plan's purpose, legal authority, and overview of the Redevelopment Area along with an outline of the project's history, public outreach and planning process.

Chapter 2: Carefree Today

This Chapter provides detailed background information related to conditions that are currently present in the Village Center such as, historical context, land use, urban form, mobility, marketing, promotions and organization.

Chapter 3: The Vision

This Chapter describes the overall vision and goals, as well as presents the overall Redevelopment Master Plan for the Carefree Village Center.

Chapter 4: The Plan for Action

This Chapter outlines the planning framework for revitalizing the Village Center, including identification of primary objectives, strategies, and supporting action items. Maps, illustrations and photos in this section help outline the major concepts for achieving the Village Center vision.

Chapter 5: Implementation

This Chapter provides a framework for implementing the Redevelopment Plan. The framework includes a detailed matrix that outlines and prioritizes the timing of specific strategies, as well as identifies those priority projects that should be implemented first and the funding mechanisms that may be used to facilitate them.

Chapter 2: Carefree Today

The foundation of an effective Redevelopment Plan begins with a clear understanding of where the Carefree community is today. This Chapter includes a comprehensive overview of issues and opportunities in the Redevelopment Area relative to past or existing history, land use, urban form, mobility, market, promotion, and organization conditions.

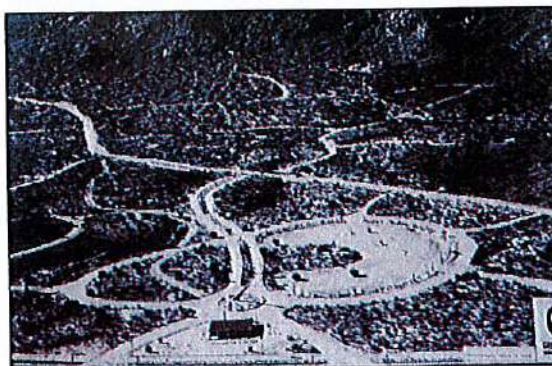
Historical Context

The Town

Despite having only been incorporated as a town for 38 years, Carefree's history is nearly twice as long. The Carefree area was originally a goat farm until the mid-1950s, when K.T. Palmer and Tom Darlington purchased the farm and conceived the development of a master planned community. The Town's name originated from the lighthearted development company formed by the pair, the "Carefree Development Corporation." The name Carefree stuck and was enhanced by the whimsical street names, such as Tranquil Trail, Easy Street, and Ho Hum Drive. At the same time, they maintained its Western heritage with street names like Long Rifle, Stagecoach and Bloody Basin. Planning for Carefree's various subdivisions began shortly after, and in 1959 the first home was built and sold. After several attempts, Carefree incorporated as a town in 1984.

The Village Center

The Village Center has served as Carefree's center of social and economic development since its inception. The Village Center continued to gain importance as both the central business district and the Town's primary source of revenue from 1984 to today, suffering recently during the economic recession. The Village Center was conceived as the center of a master planned community of unique residential subdivisions surrounding a Spanish Colonial village of eclectic shops and restaurants. Strategically positioned along the Desert Foothills Scenic Drive, which became a very popular day trip for seasonal tourists, the Village Center benefited from its ideal location. However, the remote picturesque drive that initially enticed visitors to the area has slowly vanished in place of residential and commercial development. The Village Center, which has historically relied upon local resident patronage and the seasonal in-migration of tourists for its success, must now evolve to compete within the Desert Foothills market place.



Carefree Village Center (1959) – This aerial image displays the original natural setting of the Village Center and the prevalence of a well-defined two-lane divided main entry drive that connects directly to the sundial in the foreground.



Carefree Village Center (2014) – This more recent aerial photo shows the level of development that has occurred within and around the Village Center, as well as shows how the original main Carefree Drive entry experience has been altered.

Recent Improvements

Beginning in 2000, the Town has taken several proactive steps to enhance the Village Center and position it for success in the future. In 2000 and 2001, three documents were created to help enhance the Village Center. These plans include "The 2000 Town Center Specific Plan", the "2001 Town Center Parking Analysis" and the "Town Center Improvement Plans". These involved the construction of the Carefree Desert Gardens, Pavilion, on-street parking, traffic circles at Village Center entrances, a drainage system, and outdoor lighting, among other features. Recent improvements include gas lamp period lighting and new business directory signs. Subsequent efforts to update the Town's 2002 General Plan included a new section on Economic Development, which outlines the Town's goal to refocus its efforts in the Village Center. The impetus behind this goal was to ensure the Village Center continues to develop in a manner consistent with the Town's ideals and unique character.

Since 2015, the Town has experienced a significant surge in new businesses locating in the Village Center, development of vacant properties, placement of gateway arches, enhancements to the Carefree Desert Gardens, and an enhanced schedule of community events.

Material Review

The Town of Carefree has undertaken a number of plans and policy documents in the recent past that specifically, or in part, relate to the Village Center. Each of these documents was extensively reviewed to help inform this redevelopment effort. A partial list of these plans include, the Carefree General Plan 2030, Carefree Zoning Ordinance, 2014 Urban Land Institute (ULI) Arizona Technical Assistance Panel (AzTAP) Summary Report, 2000 Town Center Specific Plan, Carefree Economic Development Strategic Plan, Maricopa Association of Governments (MAG) Cave Creek/Carefree Transportation Framework Study, Carefree Commercial Design Guidelines, as well as various existing and past private development plans.

Land Use

General Plan 2030

The Carefree General Plan estimates the potential for 100 future residential dwelling units located within the Village Center. Thirty of these anticipated residential units are currently being developed as part of "The View Carefree" development. When multiplied by 2.0 persons per housing unit (based on the 2020 Census), the estimated new population at build-out in the Village Center would be approximately 200 residents. Planning for the development of residential units directly in the Village

Center is a positive objective of the General Plan, because a permanent population base that actively lives in the Village Center, is a key ingredient to developing a more vibrant Town core environment.

According to Maricopa Association of Governments (MAG) 2019 Socioeconomic Projections, there are a total of 1,600 jobs in Carefree compared to a workforce (age 16-64) of 1,496 people (2020 ACS 5-Year Estimate). 98.2% of the existing workforce in Carefree out commutes to work, in turn, over 98% of the existing jobs in Carefree are filled by non-Carefree residents. MAG estimates by the year 2040 the total number of jobs in Carefree will increase to 2,400 jobs. Consequently, a large number of future jobs in Carefree are expected to continue to be filled by workers who live outside of Carefree. These existing and future workers, particularly in the Village Center, represent a consumer base that should not be overlooked for their potential contribution to creating a more active Village Center.

The current "Town Center" (TC) land use designation identified for the Village Center promotes many of the components needed for a vibrant Village Center; however, it is important to note that the inability to develop stand-alone residential development possibilities in the TC district (without a General Plan Amendment) greatly limits the development flexibility and potential population/ customer base expansion needed to drive increased market potential for commercial use in the study area. *See Figure 3 – General Plan Land Use*

Zoning

A detailed review of the Carefree Zoning Ordinance identified numerous opportunities to strengthen existing zoning standards in order to promote economic vitality in the Village Center. This may include but is not limited to; introduction of mixed-use development regulations to encourage greater design flexibility; development of shared parking standards that reduce parking requirements by accounting for different peak parking demands; and creating additional zoning districts or updating development standards that account for the unique identity and development potential of the Village Center. In addition, a review of existing Commercial Design Guidelines relative to development within the Village Center found them to be appropriate and favorable to the urban fabric but could benefit from some additional enhancements to further improve the function and form of the built environment. *See Figure 4 – Existing Zoning*

Figure 3 - General Plan Land Use

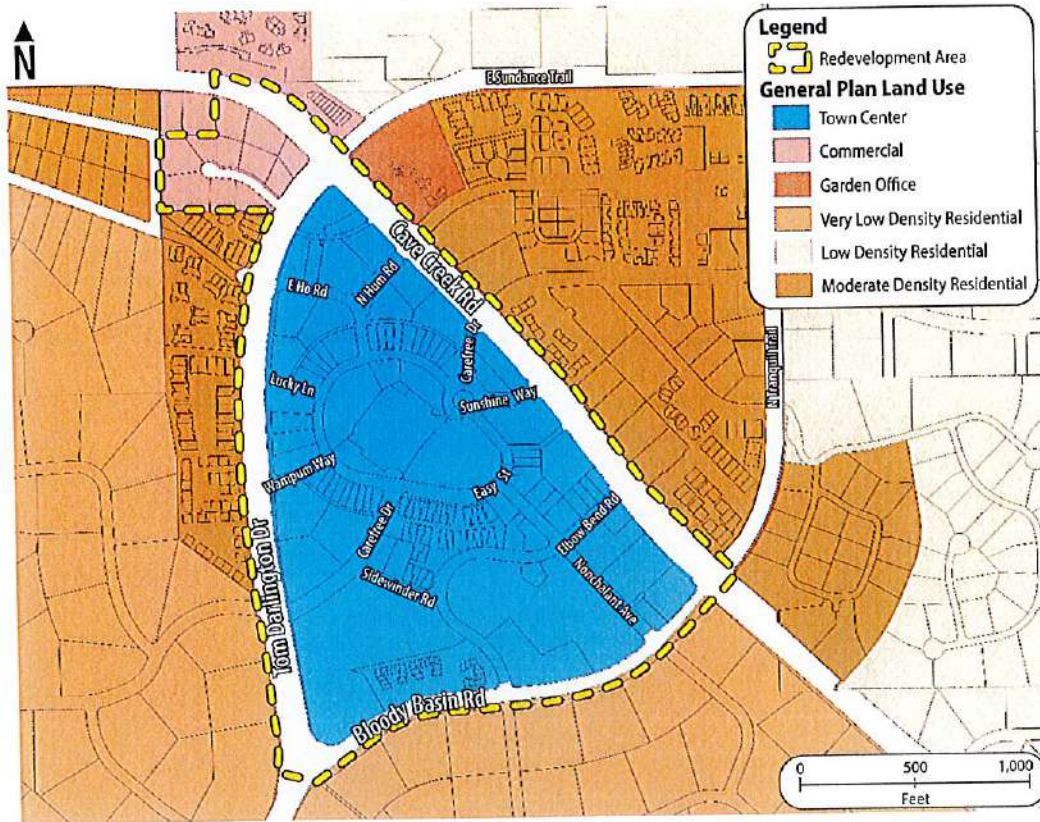
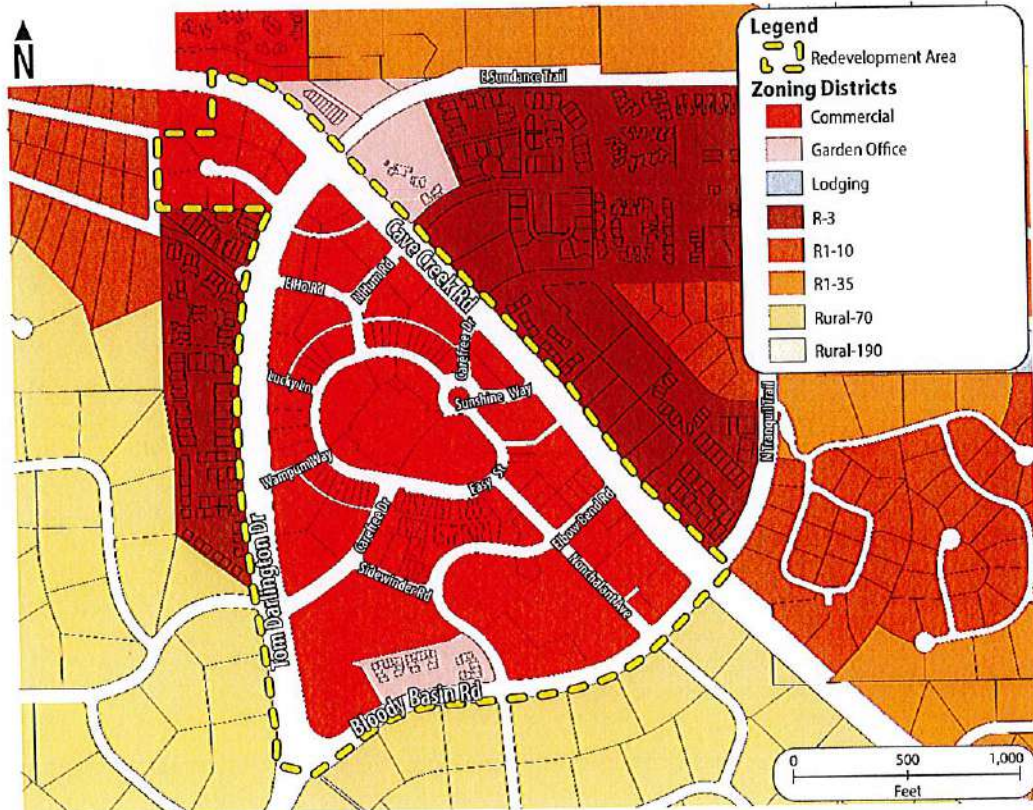


Figure 4 - Existing Zoning

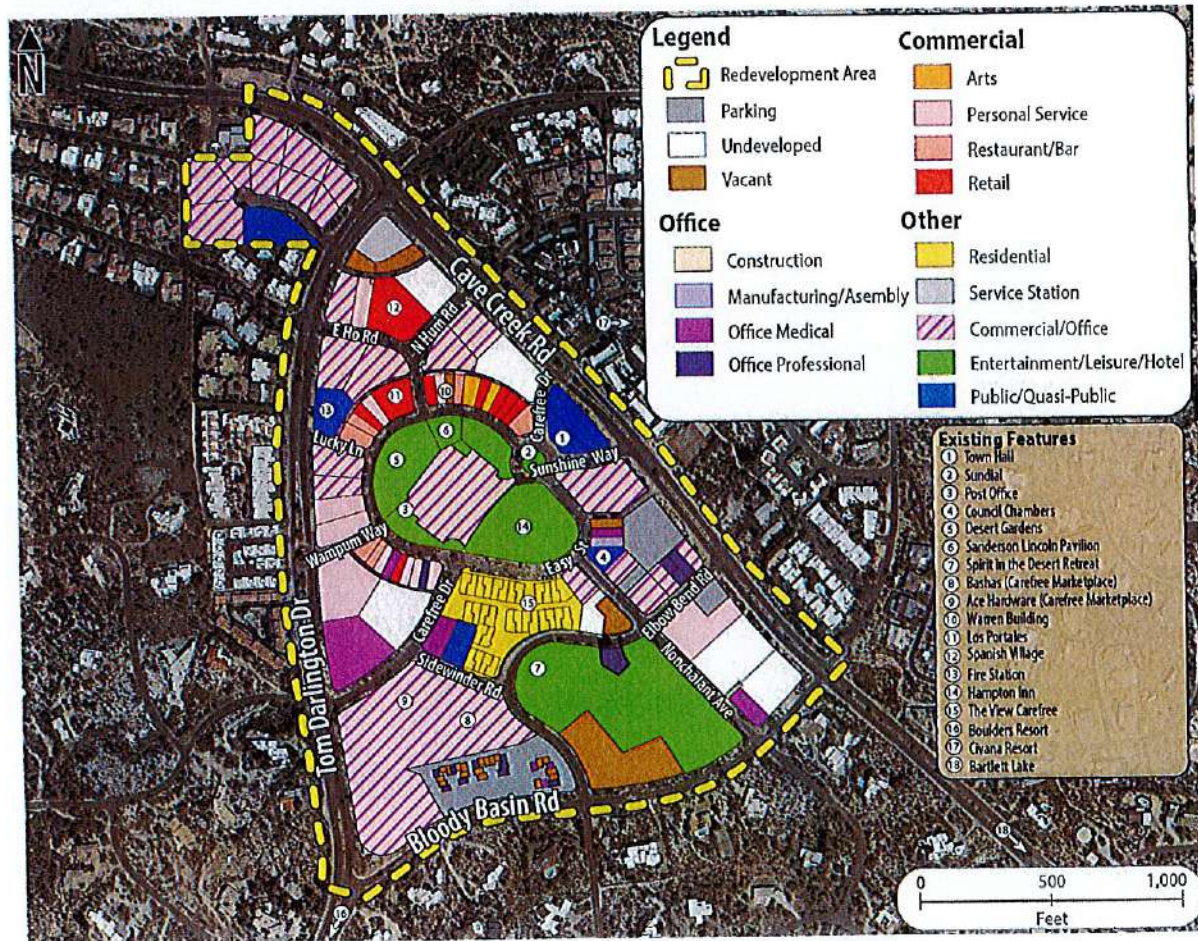


Existing Uses

VILLAGE CENTER – Non-retail type businesses including medical, personal and professional office uses account for over half of the establishments within the Village Center; while retail and restaurant/bars only account for one quarter; and government uses, religious centers, and leisure uses combine to comprise the remaining quarter. Most recently, a 97-room hotel opened along Easy Street. However, to attract new and return visitors, the distribution of businesses in the Village Center must be improved to provide a higher concentration of commercial services (e.g. retail, restaurants, entertainment) that support the needs of this desired consumer group. See Figure 5 – Existing Land Use/Business Inventory

There is currently a very limited amount of housing in the Village Center, with only a couple second floor apartments located along Tom Darlington Drive and the 30 units within "The View Carefree", a townhome community currently being developed along Easy Street. While there are several residential developments that exist around the periphery of the Village Center, housing within the Village Center is a critical part of infusing energy into a downtown area. In addition, over 41 percent of community survey respondents indicated they would consider living in the Village Center, so there is a clear demand in the market place that is currently not being met.

Figure 5 – Existing Land Use/Business Inventory



A large number of non-retail uses are intermixed within the retail and restaurants located along Easy Street. While office uses are an important anchor to any downtown, the non-retail nature of these uses can detract from creating an active streetscape during peak evening and weekend periods.

There is no home mail delivery in Carefree; all residents must pick-up their mail at the post office. This unique situation is one of the charming qualities of Carefree and causes the post office to function as an important social hub of the community that promotes opportunities for impromptu shared interaction. While creating opportunities for casual social meetings fulfills one of the key elements of a healthy downtown; the Post Office's preeminent location, non-retail nature, and need for constant vehicular access by residents can be in direct conflict with the retail demands and frequent special event activities that occur in the Village Center.

Another important element regarding the composition of land uses within the Carefree Village Center is the presence of a large number of "Lifestyle" businesses. The lack of consistent traditional retail business hours that these establishments maintain deflate the potential for added energy/vibrancy in the Village Center which in turn reduces the shopping experience and the potential of attracting return visitors.

COMMUNITY SETTING – The abundant, unique, and diverse amenities that surround the Carefree Village Center should also be viewed as a beneficial opportunity. The Village Center is fortunate to have convenient access to a high concentration of adjacent residential condominium neighborhoods as well as two full-service resorts, the CIVANA Wellness Resort and the Boulders Resort. However, non-vehicular connectivity to these adjacent uses is lacking. Elements such as dedicated paths to these adjacent uses or bike rentals at these nearby resorts could be developed to capitalize on this "built-in" residential and tourist base. The Village Center is also a gateway to Bartlett Lake, Spur Cross Ranch, and the Tonto National Forest. Establishments that offer access to these exceptional amenities, such as jeep tours, boat rentals, or guided hikes should be introduced to expand the services of the Village Center beyond its physical footprint.



Easy Street has an eclectic mix of retail, office restaurant, and recreational uses. Providing an environment where people can shop, eat, work and play is important to creating a vibrant "downtown"; however, the physical placement of these uses is just as important in order to promote and maintain an active streetscape.



The Town Mall is an integral part of the Village Center due to its central location and use as the Town Post Office; unfortunately, these qualities also conflict with many of the special events held in the Village Center.

Hours:
 Monday 10am-5pm
 Tuesday 10am-5pm
 Wednesday 10am -5pm
 Thursday 11am - pm
 Friday 10am - 5pm
 Saturday 10am - 5pm
 Sunday Closed

Many businesses in the Village Center do not maintain traditional or consistent business hours, which deflate the vibrancy of the Town's retail core and reduces the potential of attracting return visitors.

Existing Conditions

Property Ownership

A large part of the Village Center is controlled by a select number of individuals or entities that own more than one parcel within the study area. This fact is important to note as partners are sought in the future that may be able and willing to improve/assemble their properties to make a proposed development option not only more feasible but a significant component in the revitalization of the Village Center. See Figure 6 – Property Ownership

Underutilized Sites and Spaces

Despite the presence of several successful businesses within the Redevelopment area, there are a number of underutilized or vacant spaces that currently detract from the Village Center’s overall character, appeal, functionality and economic vitality. There are select vacant and/or majority vacant parcels located within the Village Center.

These vacancies are predominantly found within the developments of Los Portales, the Sundial Courtyard of Carefree, and the parcels south of the Shell gas station. The prominent location of these developments within the study area causes these parcels to have the highest need and greatest opportunity for enhanced utilization.

The three most prominent undeveloped pieces of land in the heart of the Village Center are located along Cave Creek Road and Carefree Drive (south). As previously stated, a new townhome residential project and a hotel are currently being developed along Easy Street. The residential and visitor serving components of these projects are in harmony with the existing need to support the desired economic base of the Village Center and will be a catalyst for a vibrant, year-round restaurant and retail destination. See Figure 7 – Property Status

Figure 6 – Property Ownership

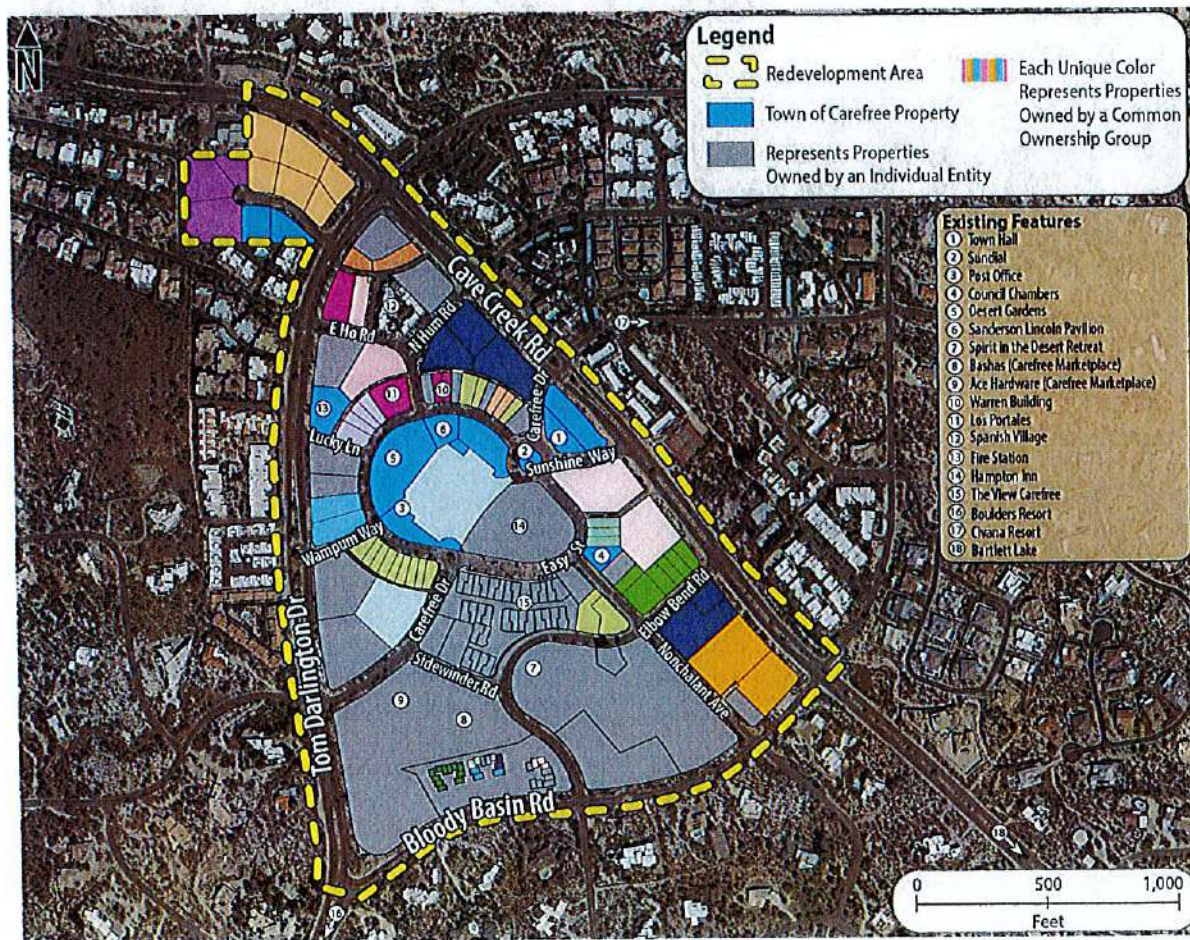
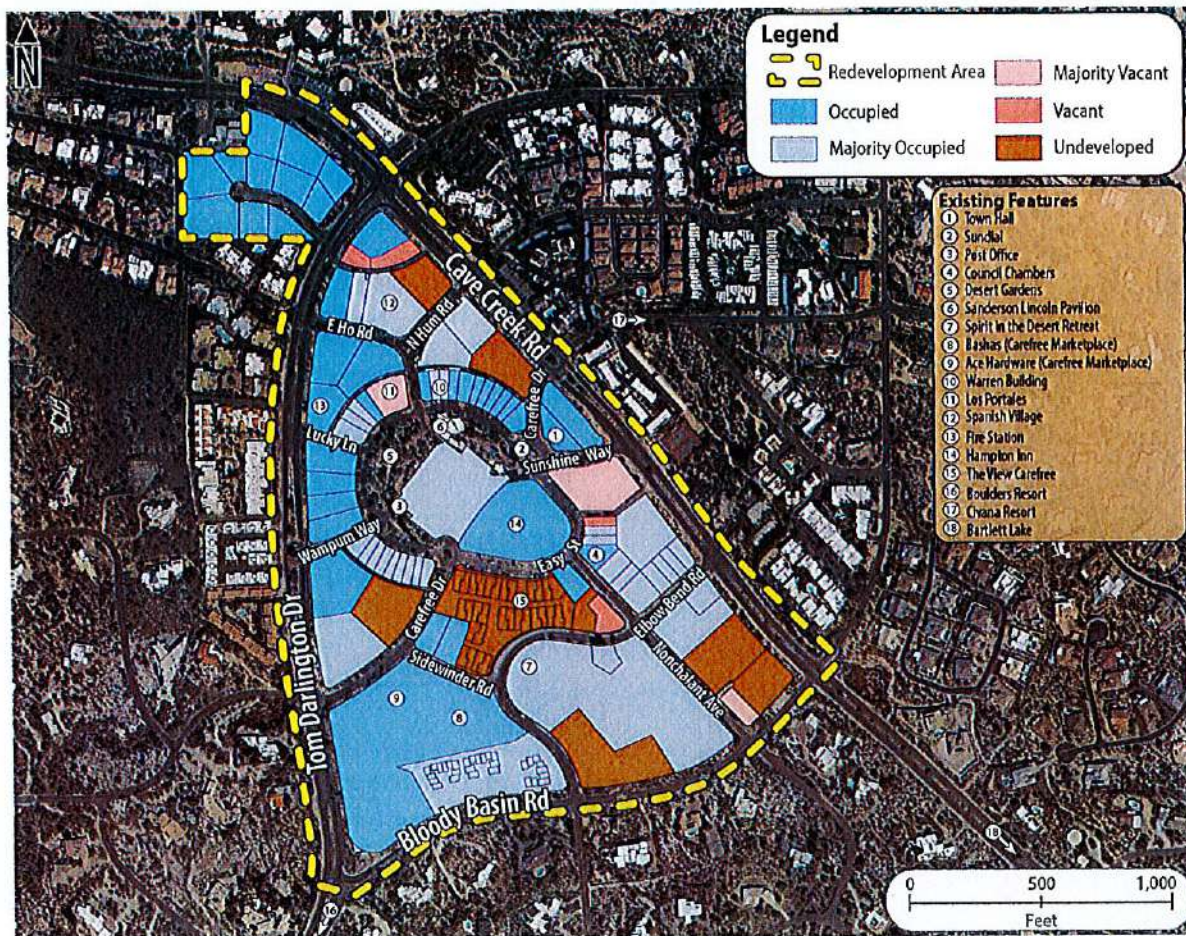


Figure 7 – Property Status



Urban Form

Physical Design

The internal, circular design of the Village Center is one of its most uniquely defining characteristics, but also causes many visitors to believe the businesses along Tom Darlington Drive represent the extent of “downtown Carefree” and/or overlook the presence of the larger Village core due to a lack of direct vehicular visibility from the perimeter roadway network. Consequently, the matter of how the Village Center physically connects/interfaces with Tom Darlington Drive and Cave Creek Road is a critical issue.

Architectural Character

The Carefree Village Center is fortunate to exhibit a solid architectural design aesthetic. The diverse yet complimentary mix of Spanish Colonial and modern mid-century style buildings, particularly along Easy Street creates a visually appealing and inviting environment.

Although, just beyond Easy Street within the southeastern portion of the study area, the distinctive character of the Village Center is significantly diminished due to a lack of consistent architectural style, complimentary building materials, and pedestrian friendly design elements.

Building Facades

A community’s overall image is instrumental to its success in the competitive marketplace. Many participants who participated in the initial master planning process commented that the various commercial developments located in the Village Center looked “tired”. Comments received noted that there were a number of empty storefronts, and that some buildings and facades needed repair – from minor cosmetic improvements (paint, new awnings and/or repair of window and door casing) to “major overhauls”.

Building Heights

The historic community support for strict control of building heights in the Village Center has maintained the quaint Village feel of the study area and effectively protected external views of Black Mountain to the west and Continental Mountain to the north. However, a possible unintended consequence of limiting building heights prescribed in the zoning ordinance is the lack of visibility of the Village Center from the edge of the study area.

Streetscape

Many locations along Easy Street and Hum Road have wide, ample sidewalks, shaded arcades, and verdant landscaping. These design qualities combine to create an inviting public space that offers room for a leisurely stroll, opportunity for outdoor dining areas, casual places to sit, and protection from the desert heat. This is in contrast to other sections of the Village Center streetscape that are unappealing due to a car-centric design, constricted sidewalks or no sidewalks at all, lack of shade, improperly placed seating, and poor landscaping. Improving this condition is complex because unlike many communities where the sidewalks and streets are all located within the public right-of-way, many of the sidewalks in the Village Center are located on private property and the public right-of-way only extends to the edge of the street or parking areas.

Civic Spaces/Landmarks

Certainly, key features of the Village Center are the Desert Gardens and Sanderson Lincoln Pavilion. These civic spaces are extremely well designed, landscaped, maintained, lit and the public restroom amenities are also very clean and in good working order. One critique of the lush vegetation in the gardens and the structures associated with the pavilion is that they obstruct the viewshed through the Village core and prohibits visitors from identifying the existence of additional shopping destinations in the Town Mall.

Another element of the Village Center that is synonymous with Carefree is the Sundial. While it certainly is an iconic symbol of Carefree, the sentiment shared by many residents and business owners is the Sundial does not capture visitor's attention for very long. This condition brings to light the need for additional features in the Village Center that will extend a visitor's length of stay and evoke a positive experience that encourages return visitation.



The inward facing design of the core retail area causes many visitors to overlook the Village Center due to the lack of direct vehicular visibility from the primary perimeter access roads.



The composition of Spanish and modern mid-century style architecture combine to create a diverse, yet visually appealing environment that is distinctive to Carefree.



This view along Wampum Way, towards Easy Street, demonstrates the current lack of verticality in the Village Center, which contributes to the limited visibility of the retail core from the primary access routes located along the fringe of the redevelopment area.



One critique of the Desert Gardens and the Sanderson Lincoln Pavilion is the lush vegetation and ancillary structures can obstruct views through the Village Center, making it difficult to identify the existence of additional shopping destinations

Mobility

Access and Gateways

One of the primary obstacles that needed to be overcome during the original 2015 planning process in order to ensure successful revitalization was addressing the lack of a sense of entry into the Village Center from Tom Darlington Drive and Cave Creek Road. In response, one of the recent improvements conducted within the Village Center included the design and placement of gateway arches along both Tom Darlington and Cave Creek Road. Travel along each of these roads, also shows they are congested with a large number of roadway intersections and parking lot driveways. This prevalence of vehicle access points is confusing and makes it difficult for the typical visitor to navigate around the Village Center.

To assist with navigation, Carefree has facilitated the placement of several wayfinding signs at each entry road to direct visitors into the Village Center. Unfortunately, the traffic circles where some of these signs are located are not entirely effective in directing passerby's into the Village Center and appear to only promote the misconception that the commercial strip along Tom Darlington Drive or Cave Creek Road is the sum total of "Downtown" Carefree. Similarly, while very attractive and widely accepted by residents, the sundial wayfinding

signs actually blend into the surrounding landscape and thus are overlooked by many visitors as they drive by.

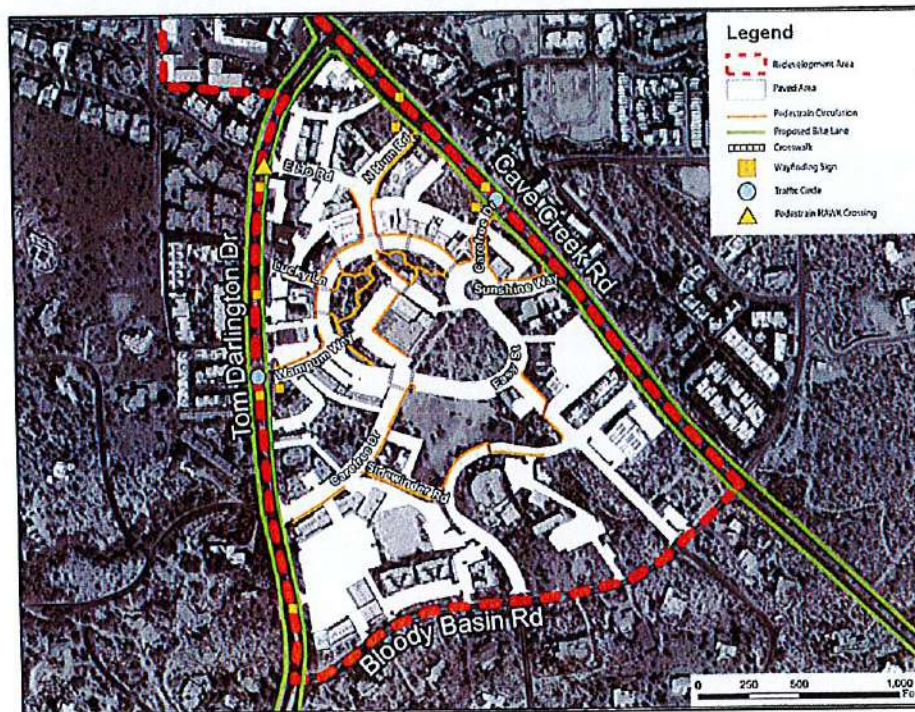
Street Network

The study area's existing internal street pattern forms a pinwheel configuration that radiates out from Easy Street, creating a confusing web of collector streets, local streets, alleys, and driveways. Creating a defined street hierarchy within the study area will help to accentuate the gateways into the Village Center. *See Figure 8 - Street Network*

Non-Motorized Network

Outside of the Easy Street corridor and Desert Gardens; which is a very walkable, safe environment that generally incorporates wide sidewalks, defined crosswalks and sidewalk bulb-outs; the Village Center contains very few sidewalks along roadways or adjacent to on-street parking. The limited areas that include sidewalks frequently contain large gaps, dead ends, or do not provide connections from common points of origin to desired destinations. Improving this condition is necessary to encourage visitors to experience the Village Center on foot rather than a vehicle and to allow visitors the ability to explore all the shops the downtown has to offer.

Figure 8 - Street Network



Parking

Carefree's current zoning code identifies parking requirements and demand ratios that are fairly standard for a small suburban community. However, applying these universal parking standards to the Village Center does not adequately address the unique shared parking needs of this multi-use core area.

Beyond reviewing the existing parking requirements associated with the Village Center, the planning team also completed a general analysis of its physical parking conditions to determine if existing and future parking demands are being met. The parking analysis of the Village Center determined there are more than enough parking spaces within the Village Center to accommodate current demand based on the existing levels of occupancy.

Through the initial public outreach efforts of this ongoing revitalization effort, comments relating to inadequate parking surfaced as a frequent complaint of residents, businesses and property owners. After further review of the current parking condition, it was determined that the primary parking issue is not associated with the availability of vehicular parking; rather it is focused on the location and placement of that available parking. In the Village Center, when the limited public spaces located in front of a particular business become occupied, there is a perceived issue that sufficient parking does not exist, even though the Village Center overall has adequate capacity.

The availability of parking during special events and/or direct access to parking for a specific business (e.g. the post office) during special events was also a frequent comment by residents during public outreach efforts. The Cave Creek/Carefree Transportation Framework Study reviewed this existing issue and proposed a series of recommendations to improve parking during special events.

A selection of these recommendations includes:

- Improve shoulder parking along Tom Darlington Drive between Bloody Basin Road and Cave Creek Road;
- Improve shoulder parking along Cave Creek Road between Tom Darlington Drive and Bloody Basin Road;
- Encourage private businesses to open parking lots to the public during larger special events, and
- Consider establishing priority lots for special event visitors that carpool.



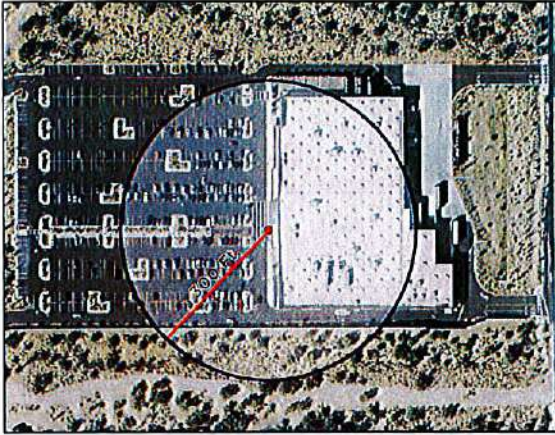
Several streets are car-centric and lack amenities, which discourage visitors from exploring the Village Center.



The Town has invested in the placement of many attractive wayfinding elements along Tom Darlington Drive and Cave Creek Road to enhance the visibility of the Village Center, unfortunately, many of these features blend into the landscape and are often overlooked by visitors as they drive by.



Outside of the Easy Street corridor, the lack of sidewalks and/or bike facilities between common points of origin and desired destinations, create an uninviting environment.



An analysis of a typical walking distance from a parking spot to the front door of a big box store (top image) and that same distance in the Village Center (bottom image) shows that even if a visitor is unable to park directly in front of their desired Village Center destination and must park elsewhere, they will still probably walk a shorter distance than they would visiting a big-box store.

Market Analysis

A retail market analysis was prepared in early 2022 to supplement the Carefree Village Redevelopment Plan. This analysis represents an update to the original market

analysis completed in 2015 for the Carefree Village Center Master Plan. (please see Appendix B to review the detailed 2015 Market Analysis of Carefree and the Village Center)

Methodology

The defined study area and methodology used in this analysis are the same as the 2015 report. When forecasting the demand for retail space within Carefree Village, a variety of data sources were utilized including information from the Town, MAG, CoStar, US Census and Esri. Varied assumptions were incorporated into the demand model including the percentage of household income spent on retail items, retention of sales within Carefree, employee and hotel guest spending within the commercial core, and demand from the greater trade area. The demand analysis is for 2020 (base year) and projected to 2030.

There are two notable differences in the MAG data sets used in the 2015 and 2022 reports. For the 2022 report, the 2019 MAG socio-economic data projects Carefree household growth to be minor with an annual growth rate of 0.6 percent through 2030. This is less than MAG's 2014 socio-economic projection of 1.3 percent used in the 2015 report. Second, there is a reduction in square footage of existing retail space within the town center. Retail square footage data is from CoStar for both timeframes, however, the methodology used by 3rd parties for collecting the data may have differed.

Findings

The following compares key data from the 2015 report to the 2020 analysis. Based on household growth and expenditures, demand from workers and hotel guests, and spending from the greater trade area, the analysis reflects a projected retail demand of 70,503 square feet by 2030, which is greater than the 2015 report at 41,180 square feet. This increase in square feet demand can be attributed to a combination of household growth, demand from workers, hotel guests and secondary trade area, as well as the reduction in existing square feet of space in the Town Center.

Figure 9 - Market Analysis Area

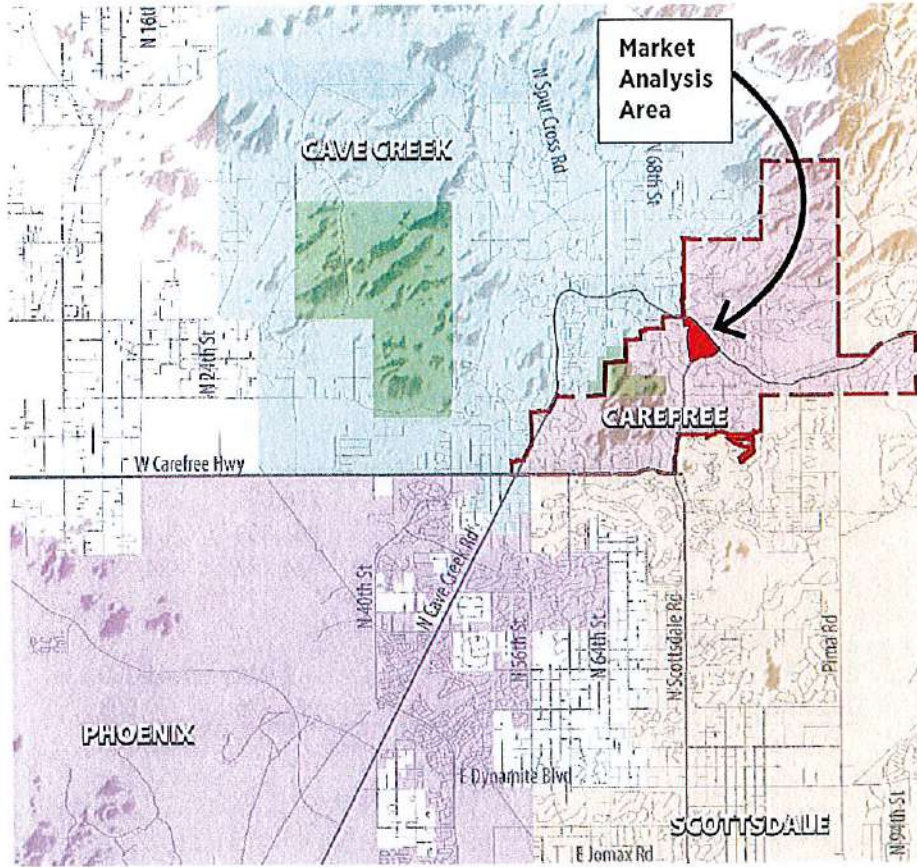


Figure 10 - Market Trade Area

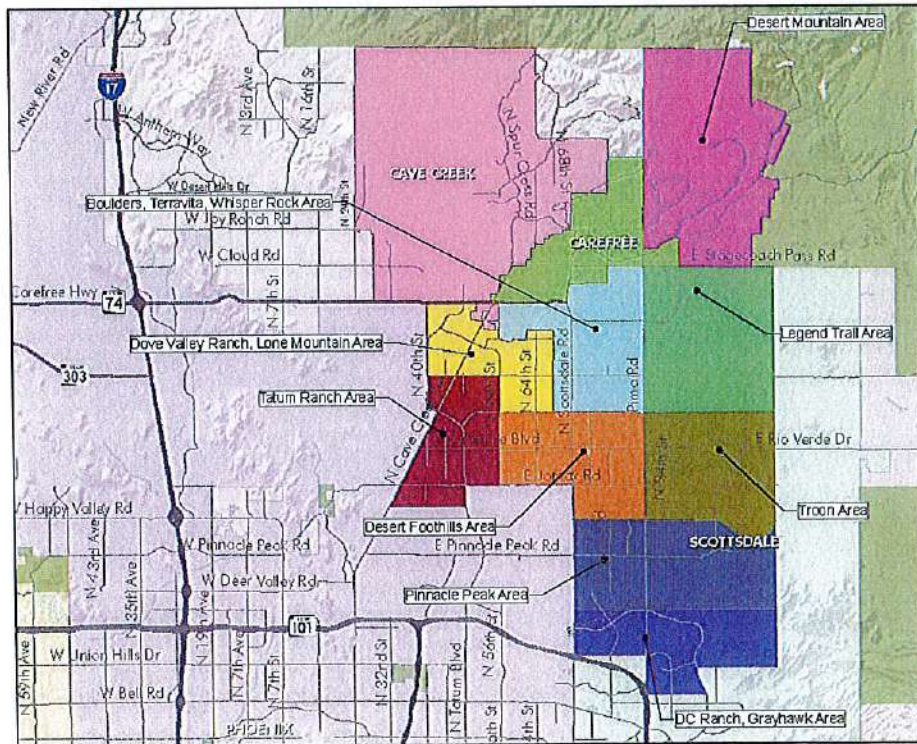


Table 1 – 2015 and 2022 Retail Market Analysis Comparison

	2020	2030
Households		
2015 Report	1,839	2077
2022 Report	1,865	1968
Difference	26	-109
Forecast Square Feet Demand		
2015 Report	289,013	327,261
2022 Report	283,275	332,402
Difference	-5,738	5,141
Existing Retail Square Feet		
2015 Report	286,081	286,081
2022 Report	261,899	261,899
Difference	-24,182	-24,182
Residual Square Feet Demand		
2015 Report	2,932	41,180
2022 Report	21,376	70,503

Chapter 3: The Vision

To support actions that can be taken to revitalize the Carefree Village Center, there needs to be a clear vision that describes the physical outcomes this plan is intended to bring about. This Chapter provides a direct response to this need by establishing what the Village Center should be 10 or 15 years from now. This Chapter also provides supplementary guidance by describing the key Goals the planning team focused on to effectively develop a plan to achieve this desired vision. In the following Chapter – The Plan for Action, these Goals are translated into a series of five Objectives, each encompassing a set of Strategies and supporting Actions that form the comprehensive “Redevelopment Master Plan” for the Village Center.

The desired outcomes and principles outlined below came out of an initial public involvement process conducted in 2015 organized around a series of steering committee meetings, community survey, stakeholder interviews, and community workshops that were focused on clarifying the community’s aspirations for the Village Center. This feedback was then validated through additional public outreach as part of the preparation and review of this Redevelopment Plan.



Vision Statement

The Carefree Village Center vision statement was developed to serve as the foundation for decisions made throughout the redevelopment plan process. A vision is a broad statement which communicates where the Town would like to be in the future. Written in the present tense, the vision describes the Town’s accomplishments 10 to 15 years from now for the Village Center. The following represents the community vision for the Village Center:

“Carefree’s Village Center is the heart of a progressive community that is also a regional magnet for activity. Entry to the Village Center is distinct and beckons visitors and locals alike to wander and discover new goods, services and entertainment within. A diverse mix of specialty shops, art, and dining opportunities leverage the unique design and natural setting of the Village Center to thrive and prosper. Selected cultural amenities and exceptional annual events showcase the authentic character of the community and attract new residents who choose to live in the Village Center and enjoy the true “Carefree” lifestyle.”

Redevelopment Goals

To further refine the vision statement into direction-able items, a series of Goals or guiding principles were developed. Goals, like a vision statement, are broad in nature but usually provide a level of specificity which seeks to give purpose or define results of the redevelopment process.

Each Goal represents some part of the vision and begins to provide direction for what the community should focus on to realize the desired end state. In the next Chapter, these Goals were then shaped into a set of more specific actionable Objectives and Strategies. Rather than individually apply to a specific Goal, it is envisioned the following objectives and strategies will “cross pollinate” and collectively rollup to accomplish the Plans stated Goals below:

- *Goal 1 - Aggressively market a “Village” image that is unique, yet readily identifiable as Carefree.*
- *Goal 2 - Create cultural anchors and community focal points that repeatedly attract local residents and regional visitors.*
- *Goal 3 - Improve the economic viability of the Village Center through enhancement of the mix of retail, business, arts and culture.*
- *Goal 4 - Enhance the physical visibility of the Village Center while preserving its architectural and pedestrian character.*
- *Goal 5 - Thoughtfully regulate development of vacant land and promote repurposing of underutilized buildings.*
- *Goal 6 - Strengthen public-private partnerships to achieve mutual goals.*

Redevelopment Master Plan

The Redevelopment Master Plan (see Figure 11) provides a look into the future of the Carefree Village Center. It offers the Town and community stakeholders an illustration of one potential scenario for redevelopment within the Village Center. It is possible that redevelopment could occur in a different manner than that which is shown on the plan. Therefore, the Redevelopment Master Plan illustration should not be viewed as an absolute plan or form of regulation. There are many unforeseen conditions, opportunities and/or constraints that may arise in the future. Instead, this

Redevelopment Master Plan should serve as a guide for where and how future development and redevelopment within the Village Center may occur and provide a common purpose that all investors can rely upon, contribute to, and derive value from.

In addition, Table 1 – Redevelopment Master Plan Summary, outlines the redevelopment or new development potential for each Plan ID site. This planning approach was based on evaluating existing conditions along with, 1) future occupancy and absorption potential, 2) future use potential, 3) probability of development, 4) availability of water resources, 5) input from property owners, and 6) input from the community, especially regarding density expectations. In support of this planning approach, Table 2 – Redevelopment Master Plan Build-out Matrix was prepared to outline the anticipated net change to the Village Center over the 10-year period of this Redevelopment Plan. Collectively, the following objectives and strategies illustrate the essential efforts, projects, amenities and infrastructure improvements that are necessary to stimulate market demand in the Village Center while positively responding to this Plans overarching vision and goals. Development density and intensity projections are estimates and may occur through different distributions than shown in Table 2. Final net development impacts for each Plan ID will be based on current market conditions at the time of construction.

Property owners within the Redevelopment Area are anticipated to utilize and support the recommendations of this Redevelopment Plan by submitting required applications to the Town and by gaining necessary approvals from the Town to carry out the vision of the following Redevelopment Master Plan. These applications may be for new development or redevelopment, renovation of existing development, or simply to eliminate a substandard or detrimental condition as identified in the Finding of Necessity and approval of the Redevelopment Area. (see Appendix A for the Redevelopment Area approval)

Adequate public utilities exist to accommodate projected future growth and redevelopment of the Village Center; provided, however, that select infrastructure may be improved as deemed necessary during future more detailed design and/or construction phases. Further, this plan does not propose the relocation of any residents within the Redevelopment Area.

Figure 11 - Redevelopment Master Plan

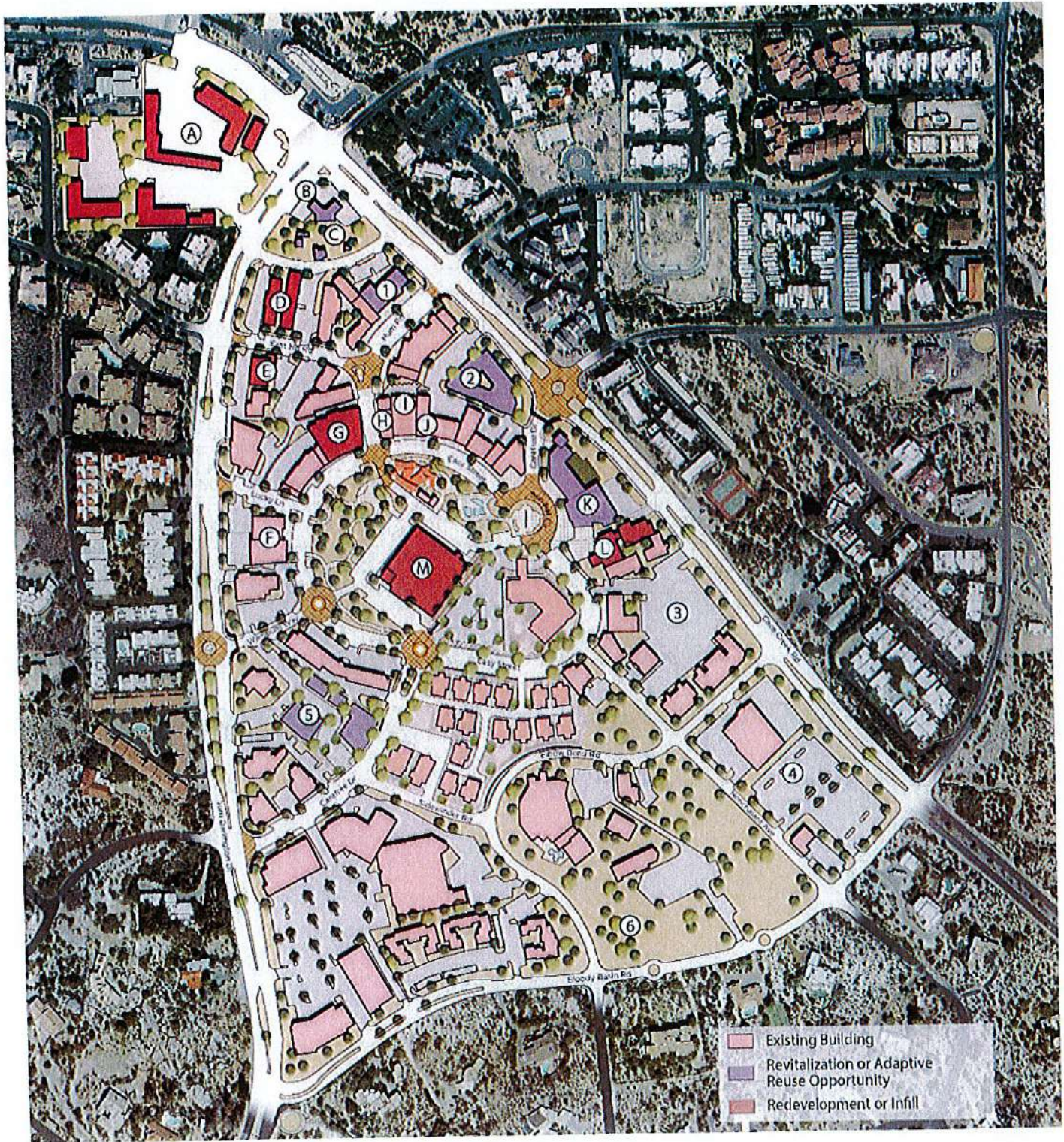


Table 1 – Redevelopment Master Plan Summary

Plan ID	Parcel (Common Name/APN)	Development Type	Current Use	Potential Use
A	Mariachi Plaza	Revitalization	Retail	Retail
B	Shell Station	Redevelopment	Retail/Gas	Retail/Gas
C	216-83-017D & 017F	Redevelopment	Vacant	Parking
D	Sundancer Plaza	Revitalization	Retail	Retail
E	Mansford Builders	Revitalization	Retail/ Residential	Retail/Residential
F	Chamber Building	Enhanced Use	Office	Retail/Office/Residential
G	Los Portales	Adaptive Reuse	Retail	Retail/Residential
H	Ortegas	Revitalization	Retail	Retail/Residential
I	Warren Plaza	Enhanced Use	Retail/Service	Retail/Residential
J	Native American Gallery	Enhanced Use	Retail	Retail/Residential
K	Town Hall	Redevelopment	Office	Restaurant/ Residential
L	11 Sundial (Bank)	Adaptive Reuse	Office	Restaurant/ Residential
M	100 Easy Street	Revitalization	Retail/Office	Retail/Restaurant/ Office
1	216-83-018	Infill	Undeveloped	Retail
2	216-83-014	Infill	Undeveloped	Retail/Residential
3	216-83-288	Infill	Undeveloped	Office/Parking
4	216-83-063A & 064C	Infill	Undeveloped	Retail/Residential
5	216-83-037	Infill	Undeveloped	Residential
6	216-83-066B	Infill	Undeveloped	Residential

Table 2 – Redevelopment Master Plan Build-Out Matrix

Net Office* (SF)	Net Residential* (units)	Net Restaurant* (SF)	Net Retail* (SF)	Net Parking* (spaces)
-1,800	60	9,000	3,500	155

* Totals reflect the anticipated net change within the Redevelopment Area over the 10-year period of this plan.
(note: parking will be both onsite and offsite)

Chapter 4: The Plan for Action

Redevelopment and revitalization of the Carefree Village Center will not be achieved through a few simple policy changes or one “silver bullet” development project. Rather, successful improvement of the Village Center will occur through initiating a series of complimentary, well-defined efforts that build upon one another to set the course for real change.

The following “Plan for Action” establishes the blueprint for achieving this desired change by outlining a framework of **Objectives** that focus on achieving the community’s Vision and Goals for this critical area of the Town. Each strategy includes a summary of its importance to the Village Center, key **Strategic Initiatives** toward which planning efforts should be directed, and detailed **action steps** that could be undertaken to advance each strategy.

To give further structure and guidance to this redevelopment plan, as well as to support the additional implementation measures detailed in Chapter 5, each action step listed in Chapter 4: Plan for Action are identified as: **potential projects** – indicating they will require physical development, **regulatory updates** – indicating they will require revisions to Town regulatory documents, **in-kind support** – indicating they will require Town, stakeholder or volunteer time commitments, or **catalyst projects** – indicating the action is a critical component of the redevelopment plan.

Objective 1 – Improve the Village Center’s visibility and access

The manner in which a visitor approaches the Village Center directly establishes their first impression of the area. A favorable first impression is important to fostering an enjoyable experience for visitors, because ultimately the more comfortable a visitor is the more likely they are to patronize businesses and directly contribute to the success of the Village Center. Therefore, promoting and maintaining an environment that is welcoming to existing and new visitors is critical to the Village Center redevelopment efforts.

The Village Center today is relatively compact and offers a pedestrian friendly inward facing design. As part of the Town’s revitalization efforts following the development of the 2015 Master Plan, gateway entrances were placed along Tom Darlington Drive and Cave Creek Road. However, the Village Center has a limited formal presence along these regional significant roadways and many tenants shared concern that visitors have trouble finding it. In fact, many consumers in the larger trade area expressed they were unaware that Carefree has a Village Center at all. Compounding this issue is the fact that vehicular circulation routes are not well defined,

pedestrian connectivity to adjacent neighborhoods is limited, several directional signs intended to provide guidance to visitors lack visibility, and a perception of a parking problem exists.

These following recommendations provide gateway enhancements to help infuse life into the Village Center; improved auto, pedestrian, and bicycle connections to create a more cohesive Village Center identity; and signage and parking modifications to support these visibility and access improvements.

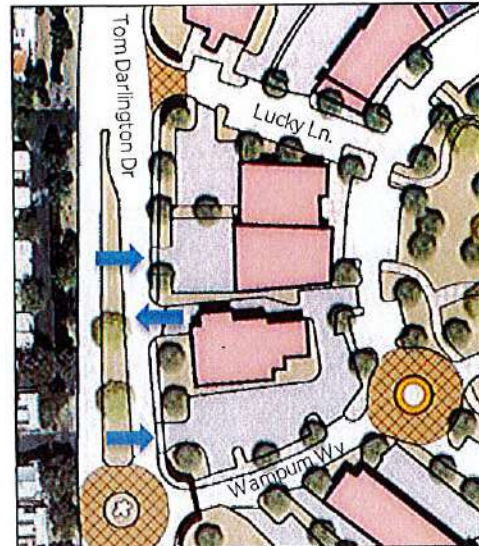
Strategic Initiatives

- a. **Celebrate the points of arrival into the Village Center to counteract the inward facing design.** Enhancing the character and appearance of these points are important factors in establishing the overall visibility and perception of the Village Center to new and unfamiliar visitors.
 - i. Build upon the placement of the primary Village Center gateway arches by designating all other entry drives into the Village Center from Tom Darlington Drive and Cave Creek Road as secondary gateways. Design and place entry

features that are similar in character to the primary arched gateways, but simpler in form such as monument pillars or low half-walls. These alternative entry points are intended to be used primarily by those who are already well oriented to the Village Center, such as residents and current workers of the area. *(Potential Project)*

- ii. Enhance seasonal plantings at each entry point to further distinguish from the surrounding natural landscape. *(Potential Project)*
 - iii. Improve the visual character of the Tom Darlington Drive and Cave Creek Road intersection by placing enhanced wayfinding signage and landscape islands. *(Potential Project)*
 - iv. To fully achieve these improvements, portions of private property at each intersection may need to be acquired, consolidated with Town owned right-of-way, then cleared and improved. *(Potential Project)*
- b. Decrease the number of entry drives along Tom Darlington Drive and Cave Creek Road.** At first view from Tom Darlington Drive and Cave Creek Road, the Village Center struggles to look well defined or inviting to visitors given the prevailing number of entry roads and driveways located along these auto-oriented corridors.
- i. Identify opportunities to consolidate the number of existing entry drives along Tom Darlington Drive and Cave Creek Road to reduce confusion to visitors and encourage entry to desired primary and secondary gateway entrances. Possible alternatives include, abandoning Sunshine Way and relocating driveway entrances along Tom Darlington to adjacent side streets. *(Potential Project)*
- c. Establish a hierarchy of street typologies.** The arrangement of streets, driveways, and alleys should be legible and attractive. Well-designed, appealing, and navigable streetscapes will help provide clarity to the Village Center as well as contribute to visitors enjoying their stay, which encourages return visits and positive referrals to others.
- i. Clearly define primary streets over secondary service streets (i.e. alleys, private drives) to guide visitors to desired points in the Village Center. *(Potential Project)*

- ii. Primary Streets include: Carefree Drive, Wampum Way, Lucky Lane, East Ho. Hum Road, Ho Hum Drive and Easy Street. *(Potential Project)*
- iii. Design and provide common streetscape elements such as vertical curbs, alternate paving material, on street parking, sidewalks, seasonal landscaping, signage and streetlamps to clearly denote these primary streets as preferred travel routes. *(Potential Project)*

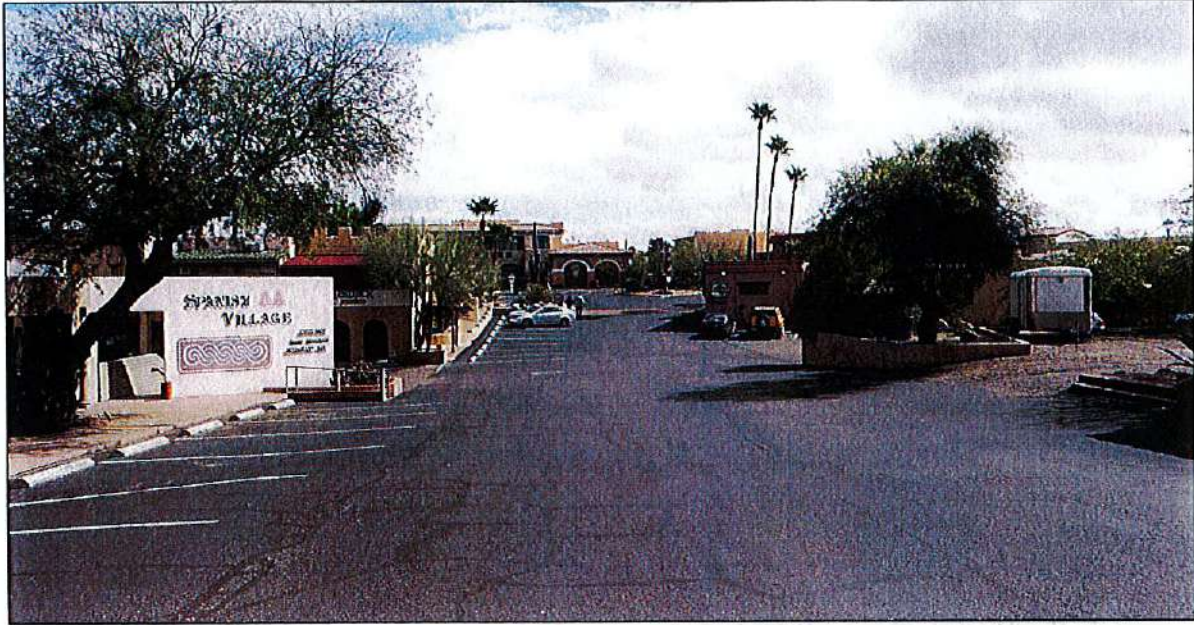


Existing Conditions: Currently there are several entry roads and driveways along Tom Darlington Drive that impeded traffic flow and clutter access to the Village Center.



Conceptual Rendering: Creating cross-access connections and relocating entry drives to side streets reduces the number of entry drives along Tom Darlington Drive and helps encourage visitors to utilize desired primary access points when entering the Village Center.

Figure 12 – Street Hierarchy Improvements (E. Ho Road)



Existing Conditions: In many areas of the Village Center, the circulation system lacks clarity, making it difficult for a visitor to discern what is a roadway, driveway or alley.



Conceptual Rendering: Establishing a more complete street cross-section along key entrance drives, that has clearly defined travel ways, sidewalks, artistic focal points, wayfinding, lighting, and landscaping will create a more inviting environment and bring needed order to the circulation system within the Village Center.

d. **Build-upon the Village Center's pedestrian and bicycle friendly design.** Studies have proven that successful pedestrian and bicycle environments contribute to increased usage and enjoyment of downtown areas. Greater ease of non-vehicular movement to and within the Village Center will also allow the area to become a more integral part of the Desert Foothills. Therefore, long-term revitalization success depends upon integrating the Village Center's limited pedestrian and bicycle amenities with surrounding neighborhoods and the larger trade area.

- i. Construct sidewalks along identified primary streets to create stronger pedestrian connections between destination points, including adjacent residential neighborhoods, Carefree Marketplace, Spanish Village, and Sundance Center. *(Catalyst Project)*
- ii. The usage of bicycles should also be supported and accommodated, especially given the placement of bike lanes along Tom Darlington Drive and Cave Creek Road, which connect to the greater Desert Foothills region. Enhanced elements should include posting Wampur Way and Carefree Drive as bike routes, locating additional bike racks in the Village Center, and coordinating bike rentals with adjacent resorts. *(Potential Project)*

- iii. Create additional access to the Village Center by developing an urban trail system to connect to the existing Civana and Boulders resort destinations. *(Potential Project)*
- iv. As development occurs, ensure appropriate cross-access connectivity between businesses along Easy Street by placing a pedestrian corridor along the original Carefree Drive alignment. *(Potential Project)*
- v. Improve the public realm during summer months by placing pedestrian friendly amenities such as misters, shade trees, and arcades. *(Potential Project)*
- vi. Explore ability to work with existing property owners to place sidewalks into the public right-of-way. *(Potential Project)*

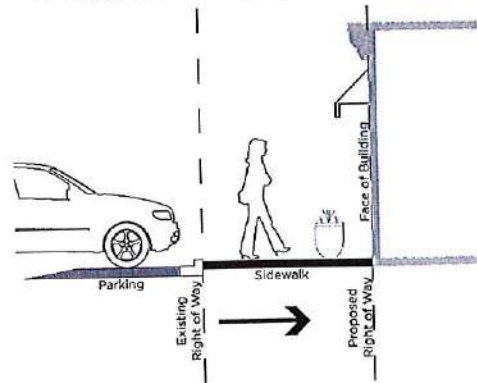
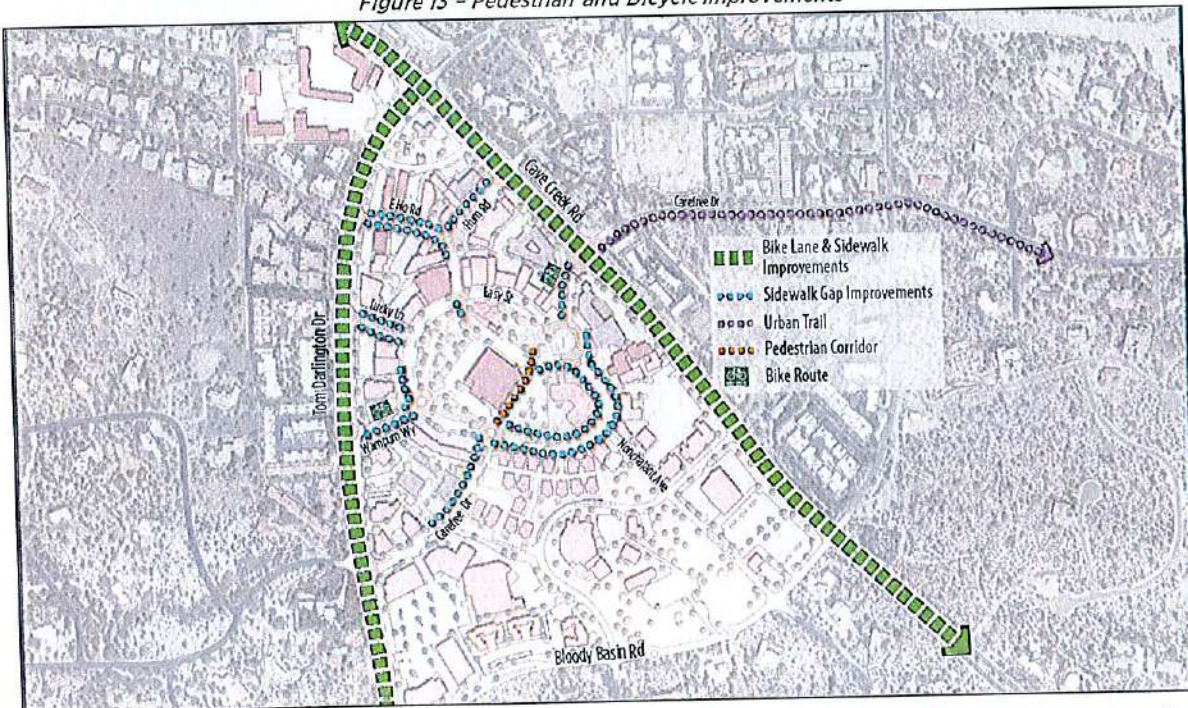


Figure 13 – Pedestrian and Bicycle Improvements



Improving non-vehicular connectivity will help to promote the compact, pedestrian friendly design of the Village Center as well as encourage customers to park once and convert single-purpose trips into multi-purpose trips.

- e. **Create additional parking opportunities.** While a parking analysis indicated that there is adequate parking to meet the current demand in the Village Center, the perception by many residents and property owners of limited parking is still a real concern.
- i. To combat this perception problem, Carefree should invest in wayfinding signage to clearly identify and direct visitors to existing parking options. *(Catalyst Project)*
 - ii. Seek opportunities to acquire undeveloped land to preserve future parking options when needed. Consider vacant land at southwest corner of Cave Creek Road and Carefree Drive and behind the Shell station at the intersection of Cave Creek Road and Tom Darlington Drive. *(Catalyst Project)*
 - iii. Review right-of-way conditions within the Village Center to determine where further on street parking may be placed. *(Catalyst Project)*

Objective 2 – Foster development of a strong retail, residential, entertainment, and service core in the Village Center

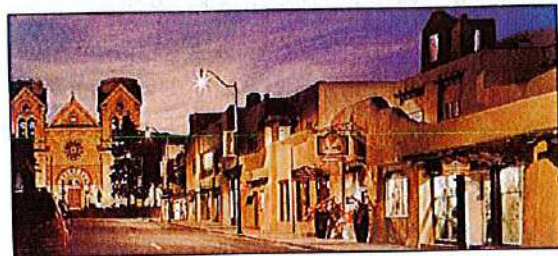
Developing a strong relationship to the local economy is a necessary step toward formulating a successful Village Center. However, the current land use and tenant mix of the Carefree Village Center does not meet the needs of residents, future residents and customers in the greater trade area and must change in order to maximize its potential and ability to increase market share and subsequently retail sales.

As noted in the 2015 consumer survey, residents and trade area consumers desire a variety of commercial related uses including restaurants, a specialty food store, and a bakery; a better and wider selection of merchandise; and entertainment venues for concerts, culinary festivals, live theater and independent films. Moreover, survey results showed a strong support/demand for residential opportunities in the Village Center.

The following recommendations address how to organize to help existing businesses succeed, attract new business and engage/encourage property owners to envision and work toward a vibrant, unified Village Center.

Strategic Initiatives

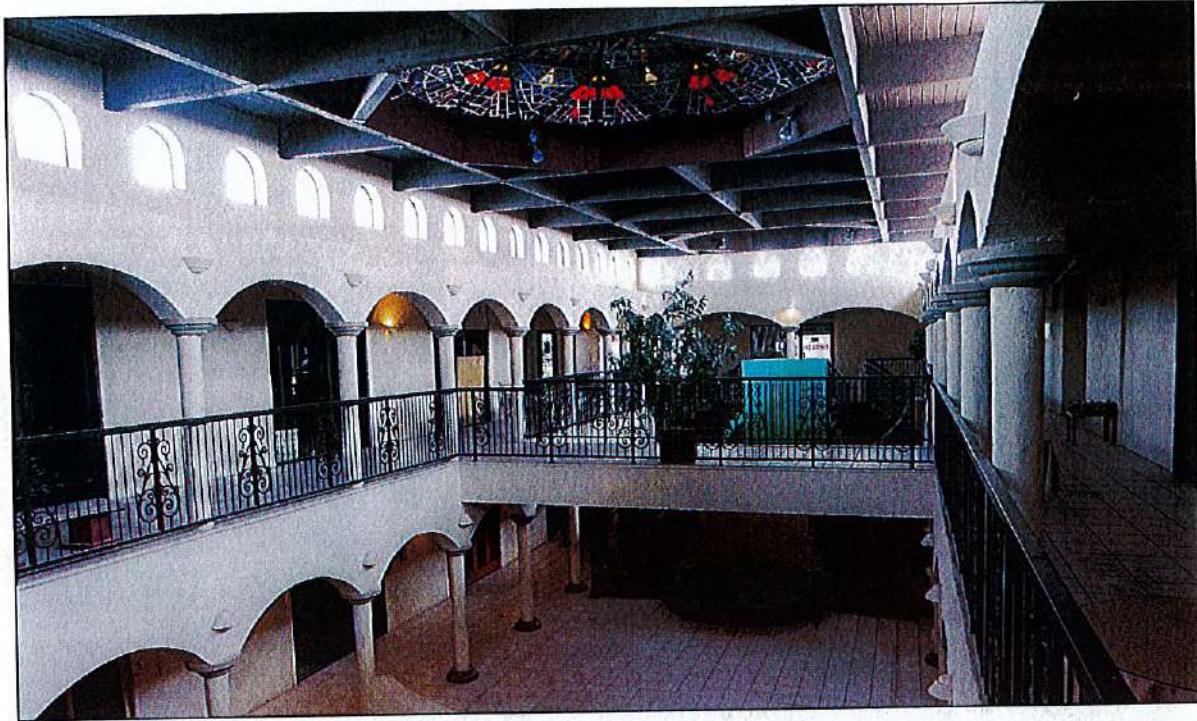
- a. **Identify and pursue key anchor or cultural center projects in strategic locations that can be a catalyst for economic change.** In order to further attract new and repeat visitors, Carefree needs to establish anchor destinations that provide reasons for people to visit the Village Center. Attracting the right "anchors" to increase foot traffic was a key theme noted in the ULI Technical Assistance Panel Report which would help support existing establishments and enhance the viability of the Carefree Village Center. A thriving Village Center sometimes requires uniting public and private interests and resources to accomplish a variety of goals.
- i. Consider creative alternatives to developing museum-like spaces. This could include a phased implementation approach or joint use space with other local (Sonoran Arts League), regional (Arizona-Sonoran Desert Museum), or national (International Arts & Artists) cultural institutions. *(Catalyst Project)*
 - ii. Evaluate the Town Mall (post office) location and create a vision for more sophisticated uses that complement the foot traffic generated by patrons of the post office. *(Catalyst Project)*
 - iii. Before formal approval, all discussions regarding key anchor projects should be conducted in a business appropriate environment that allows for open public dialogue and fosters collaboration. *(Catalyst Project)*
 - iv. Ensure a thorough project proforma, business plan and funding strategy is completed for any project utilizing public funds. A clear memorandum of understanding (MOU) should be created that defines the business relationship, responsibilities, and exit strategy of each project. *(Catalyst Project)*



Case Study – Santa Fe, NM: Iconic downtowns, such as Santa Fe's, utilize multiple anchor destinations (i.e. cathedrals, museums, performing arts venues, exhibition spaces, lodging and public plazas) to attract new and repeat visitors.

- b. **Help foster the growth of existing Village Center business establishments.** Statistics show that it is far more cost effective to retain an existing business than to attract a new one. Carefree should implement a comprehensive business strengthening strategy focused on business retention/expansion.
- i. Develop a Business Retention and Expansion program (BRE) that hosts business visitation meetings to communicate strongly to businesses that the community is interested in their challenges and in keeping them in the area. It is recommended that the Town of Carefree, in partnership with the Chamber of Commerce, consider conducting systematic business visitations as one of its priorities for the next 18 months to build a stronger network among the business community and help link businesses with resources and technical assistance. *(In-Kind Support)*
 - ii. Work with the Carefree/Cave Creek Chamber of Commerce to promote programs that target supporting small business education. Using information gathered through business visitations, tailor programs to meet the needs of the Center's business owners as well as consider focused assistance in the areas of hospitality training, customer service, displays/presentation, social media, and e-marketing. *(In-Kind Support)*
 - iii. Explore the feasibility of creating a special assessment district, like a Business Improvement District (BID), within the Village Center. Services that BID's can provide include marketing and promotion, planning, recruitment and retention, parking and enhanced security services, to mention a few. In the early stages of plan implementation, it is not advisable to pursue the BID option, because assessments may confer an economic disadvantage on business owners until the inherent value of the area is built up. *(In-Kind Support)*
 - iv. Work with developers and building owners to cluster businesses together with similar customer bases to boost sales. By grouping together a mix of businesses that can benefit from each other's sales, customers, and market, the Village Center could create a stronger identity causing it to stand out in customers' minds amongst the various shopping choices. *(In-Kind Support)*
- c. **Revitalize existing commercial areas/buildings through redevelopment, rehabilitation, and adaptive reuse.** Improvements to revitalize existing commercial space has been widely used in other markets to help upgrade an area's image, allow modern retailing to exist in an aged downtown environment, and or make it more convenient for shoppers. There are buildings in the Village Center that have some historic significance to Carefree but are not performing at the level that they used to. These buildings do not meet retailers' standard models in terms of square footage, frontage and other assorted requirements.
- i. Collect data on potential development/redevelopment sites and work to fill vacancies with appropriate adaptive reuse and/or rehabilitation concepts. Consider redeveloping underutilized buildings as incubator spaces for small start-up or niche businesses (i.e. indoor food market, maker studio and art incubator, home and hearth retail, etc.). Investigate alternative reuse possibilities, such as a culinary school or housing. *(In-Kind Support)*

Figure 14 - Adaptive Reuse Concept (Los Portales)



Existing Conditions: The charming character and design of the Los Portales building makes it a great asset to the Village Center. Unfortunately, it largely sits vacant because most of the interior spaces do not meet today's retailers' standard model in terms of square footage, frontage and other requirements.



Conceptual Rendering: Repurposing the building as an incubator space for small start-up culinary or niche artist businesses is one concept that could be implemented to capitalize on the buildings existing design as well as offer a more flexible retail space in the Village Center.

- ii. To help facilitate reuse concepts, explore opportunities to team with experienced developers who can help curate vendors, merchants, or operators. *(In-Kind Support)*



Case Study – Anaheim Packing House: The City of Anaheim repurposed a historic packing plant into a food hall and teamed with LAB Holding to help curate the 28-gourmet food and beverage vendors. *(Source: www.planetizen.com)*

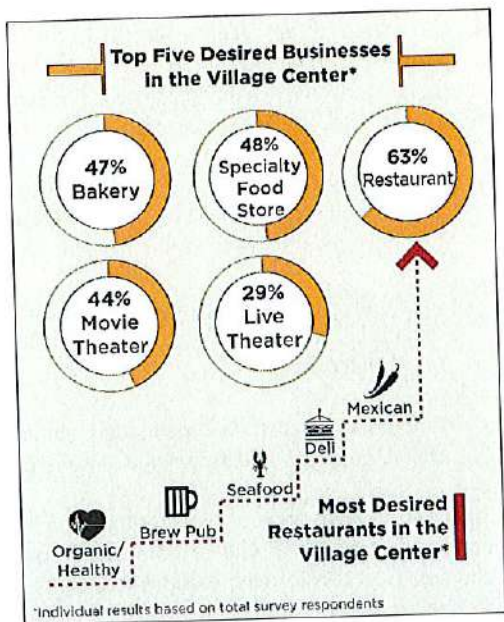
- iii. Work with building owners and developers to create larger retail floor plates in new developments and renovations. *(In-Kind Support)*
- iv. Consider providing a redevelopment incentive for qualified projects by reimbursing a percentage of the construction sales tax, which could help the property owner defray some of their expenses making redevelopment financially feasible. *(Potential Project)*
- v. Develop an Infill Incentive District that would allow expedited processing of plans, waiver of permit fees, and relief from development standards to encourage redevelopment and construction of new spaces. Additionally, the property owner could consider joint venturing with a development company who could structure a financial arrangement that would mitigate the financial impact of the lost revenue stream. *(Potential Project)*
- vi. Allow pop up retail to take place to; take advantage of underutilized space, expose small entrepreneurial talent, build brand awareness, and drive additional foot traffic to the area. Identify empty space in the Village Center that can be programed during peak seasons. Meet with the property owner(s) to talk about the concept and obtain their participation. Prepare a

list of potential business establishments that you would like to include and issue an invitation. Consider soliciting retail prospects from the list of exhibitors at the various Town festivals, and/or research and identify desirable pop-up retail in other commercial venues in the Valley. *(Potential Project)*



Case Study – Grand Rapids, MI: The City of Grand Rapids coordinated with Middle West a retail co-op to develop a two-day pop-up retail store in their downtown that featured products only made in Michigan. *(Source: www.mlive.com)*

- d. **Develop a recruitment campaign targeting specific restaurant and retail business establishments.** One of the key ingredients of a successful downtown is providing a retail mix that meets the needs of the desired consumer base. The market demand analysis shows that sales leakage is taking place in nearly every major category in Carefree, which is a clear indicator that consumer needs are largely not being met. This also suggests there is solid potential for expanding the existing commercial base. However, to adequately support a larger commercial base (particularly restaurants), Carefree will need to broaden its appeal and embrace the larger trade area.
 - i. Capture a larger share of regional spending and investment by promoting businesses that cater to the demographic and lifestyle trends of the larger trade area such as childless households, families and local workers. *(In-Kind Support)*
 - ii. Create a list of potential retail and restaurant prospects to pursue. Focus on local chains or independently owned and operated "fine casual" restaurants, boutiques, specialty stores and services. Assess each retailer's site location needs including space requirements, median household income, parking, etc. Determine potential Village Center locations for each retailer on the list. *(In-Kind Support)*



- iii. Develop marketing materials that showcase the vision for the Carefree Village Center, its location, area amenities, demographics and potential commercial demand. These materials should be available on the Town's web site and in hard copy format. *(In-Kind Support)*
 - iv. On an ongoing basis, work with developers, and building owners to collect all information on vacant retail space within the Village Center, including floor plans, photos, terms, timeframes, and contact information. *(In-Kind Support)*
 - v. Target commercial real estate brokers and developers who specialize in retail and present information to begin to educate them on business opportunities in the Carefree Village Center. *(In-Kind Support)*
 - vi. Identify local/regional business prospects by conducting site visits to other preferred neighborhoods or downtowns and initiate business recruiting calls directly from the Town. *(In-Kind Support)*
 - vii. Assign Town staff person to develop and maintain a prospect database that keeps track of calls and conversation details. *(In-Kind Support)*
- e. Establish the Village Center as the next great neighborhood.** People are drawn to the energy of living downtown and they have a powerful multiplier effect on an areas economy by providing businesses with a "built-in" customer base. A component currently missing in the Carefree Village Center is housing, at a density high enough to achieve a critical mass, which would bringing people to the area and help to activate the street during daytime and evening periods. The results of the consumer survey show that people want to live in the Carefree Village Center and are primarily interested in condo ownership.
- i. Build a captive audience that can help support businesses during day and evening hours by adding housing to the mix of uses in the Village Center. *(Catalyst Project)*
 - ii. Continue to work with property owners to create additional alternative living options through new construction and work with existing building owners to develop upper story renovations. *(Catalyst Project)*
 - iii. Update permitted uses and development standards (i.e. setbacks, lot coverage, parking requirements, etc.) in the Zoning Code to allow for compatible mixed use residential development by right or through minimal entitlement procedures. *(Regulatory Update)*
 - iv. Plan for complementary amenities that are desirable to residential development such as grassy areas or walking paths. *(In-Kind Support)*
- f. Consider Town acquisition of available properties to directly guide/seed redevelopment efforts.** Investing directly in a project that contributes to achieving a community's vision for their downtown is a common approach used by cities to get a revitalization process off the ground and to build the critical momentum needed to spur a long-term cycle of private development and investment.
- i. Identify opportunities where the Town can acquire/assemble property to directly create development opportunities that are consistent with the Redevelopment Plan Vision. *(Catalyst Project)*
 - ii. Consider developing a Municipal Property Corporation to assist in implementing this recommendation where appropriate. *(Catalyst Project)*
 - iii. Consider use of the Government Property Lease Excise Tax (GPLET) as an incentive for redevelopment. *(Potential Project)*
 - iv. Utilize a formal request for proposal process and a public/private partnership to identify potential

development partners that can help to achieve the desired end use for these opportunity sites. *(Catalyst Project)*

g. Modify existing land use policies/development standards. Setting a clear vision for preferred enhancements in the Village Center is important to the redevelopment effort, but Carefree must also be open to doing what it takes to help create the right environment for desired private sector development and investment.

- i. Create a special Village Center zoning or overlay district that establishes development standards that carry forward the Vision for the Village Center. Assist property owners by facilitating rezoning efforts to this new zoning district. *(Regulatory Update)*
- ii. Require ground-level activity generating, retail, restaurant, and entertainment uses and avoid placing ground-level, street facing office uses. *(Regulatory Update)*
- iii. Improve development standards including: requiring additional right-of-way to allow placement of sidewalks within public realm, reduce front setback from 10-feet to 0-feet, increase "by right" height limits for mixed use residential projects, and enhance shared-use parking guidelines. *(Regulatory Update)*
- iv. Increase and promote sidewalk cafes and outdoor dining. Create an easier outdoor dining permit process and encourage developers designing new space or renovating existing locations to include an area for outdoor dining. *(Regulatory Update)*
- v. Further refine the Village Center design guidelines to promote attractive, high-quality architecture and public spaces. Ensure refinements address the following *(Regulatory Update)*.
 - Establish a vibrant environment that lends to a dynamic, exciting, and welcoming atmosphere that defines the Village Center Vision.
 - Promote thoughtfully designed pedestrian-scaled mixed use infill development and redevelopment.
 - Create a safe and pedestrian-friendly environment for all use groups.

- Enhance and reinforce the identity of the Village Center through the design of building facades, cohesive signage, lighting, streetscape elements, public art, shade and landscape.
 - Promote quality development and construction that respond to community values of exceptional architectural design and distinctiveness.
 - Create an interesting, unique neighborhood that reflects the values and cultures of the people who reside in the area.
 - Emphasize existing landmarks and community characteristics to create a unique sense of place.
- vi. To stimulate ideas and concepts for these guidelines, conduct a design charrette (a community collective and creative brainstorming session) to discuss issues related to development, public space, connections, various modes of traffic, and the future character of the Carefree Village Center. *(Regulatory Update)*

Objective 3 – Enhance the Village Center experience

While diversifying the types of land uses within the Village Center will foster a distinct community destination, urban design principles need to be applied to achieve a unified and "exciting" urban atmosphere. Historically, Carefree was a destination within the region and functioned as a popular day trip for shopping and culture. A key strategy of this plan is to renew the reputation as a focal point in the region by fostering lively street activity for all to enjoy. To achieve this, the Village Center should have attractive design elements, great open spaces, vibrant streetscapes, public art, programming of activities and attractive architecture.

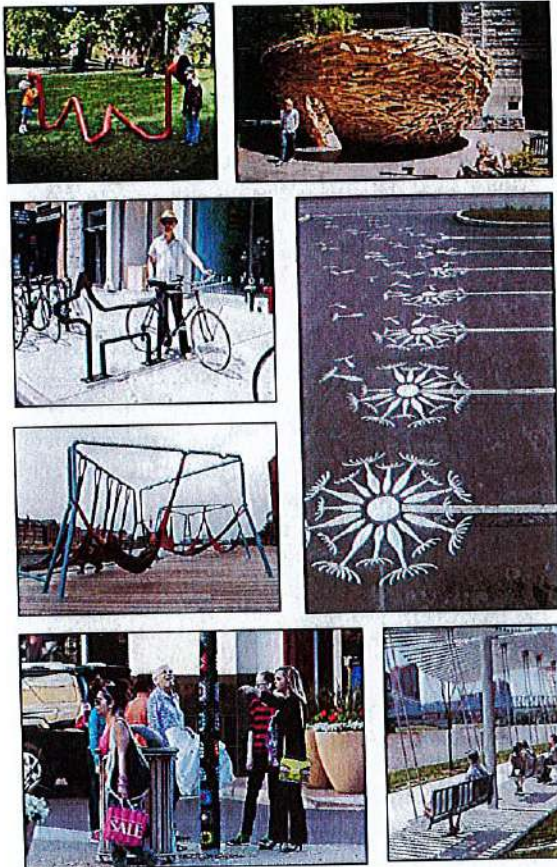
This section outlines recommended design elements and encourages attention to detail. In order for the Village Center to function as both a local and regional destination, it should not be conceptualized as a place for "cookie-cutter" development; rather, one that is authentic, exceptional, and unique.

Strategic Initiatives

- a. **Foster characteristics that set the Village Center apart from other places in the Valley.** The legacy of Carefree and the Village Center itself should be highlighted wherever possible. This is not to suggest that projects should replicate the past or past styles, rather that the area should highlight the past through

interpretive means that are unique, distinguishable, and memorable.

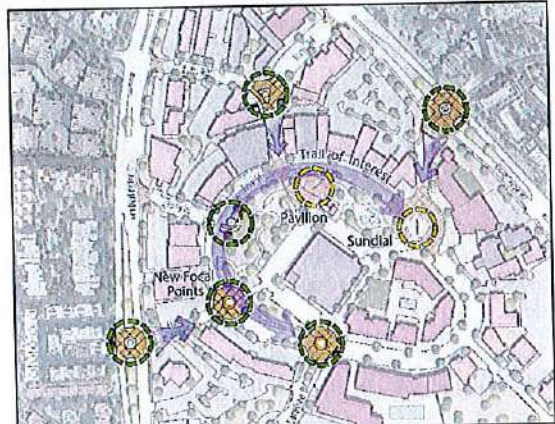
- i. Be audacious, move away from "sameness" and exploit Carefree's historic qualities, like the whimsical street names, to develop a character that is unique to Carefree. *(In-Kind Support)*
- ii. Utilize common public elements such as seating, shade canopies, bike racks, trash cans and parking areas as opportunities to promote this unique "Carefree" atmosphere. *(Potential Project)*



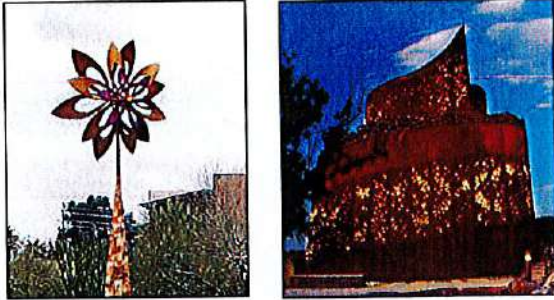
b. Enhance the Village Center's prominence through iconic imagery. Public art provides an opportunity to make a place exceptional, to celebrate local identity, to stimulate social interaction, and to honor heritage. Carefree has had a successful history in celebrating arts and culture and strong support for building upon this identity was provided by residents during the public involvement process.

- i. Build on the historic whimsical character of Carefree and the original design qualities of the Sundial to provide interesting experiences through public art. *(Potential Project)*
- ii. Introduce new works of iconic public art that make an impact at critical nodes in the Village Center (i.e. Wampum Way, Carefree Drive and Ho Hum Road). Allow these nodes or focal points to act as a "Trail of Interest" that draws the visitor into and through the Village Center. *(Potential Project)*
- iii. Establish criteria related to the size, type and quality of the public art. "Plop art"—art that is put down simply to fulfill a requirement with no relation to context—should be avoided. *(Potential Project)*
- iv. Consider interactive art that incorporates the viewer, artistic lighting, sustainable art, "SmartArt" that takes advantage of smartphone technology and provides self-guided tours, or transitory art that is situated on a temporary basis. *(Potential Project)*
- v. Create a Public Art Program to help develop and administer the effort, and explore utilizing crowdfunding to launch the campaign or create an open design competition to increase exposure. *(Potential Project)*

Figure 15 - Trail of Interest



Place iconic public art pieces at key decision points to establish a "Trail of Interest" that draws visitors in and guides them through the Village Center.



Public art should not only be utilized to create an identity that is unique to Carefree, but should be interactive and utilize elements such as light, wind, solar energy, and "smart" technology to incorporate the viewer.



Case Study – Mankato, MN: The City placed 25 sculptures in their City Center by artists from around the world. Each piece was displayed for a full year and visitors were encouraged to vote for their favorite. The winner was purchased by the City for permanent display. (Source: *City Art Mankato*)



Case Study – Bakersfield, CA: Bakersfield Downtown Business Development Corporation launched a crowdfunding website to gain funds to launch phase I of their downtown plan. (Source: www.indiegogo.com)

c. **Create incentives for commercial building and site improvements.** A community's overall image is key to its success in the competitive marketplace. Consequently, improving the physical aspects of the Village Center buildings, facades and storefronts must be a priority.

i. Initiate an incentive grant program (i.e. façade improvement program) to spur exterior building improvements. Identify and pursue funding that

allows various levels of financial assistance to support simple paint and fix-it projects to more extensive rehabilitations of buildings or storefronts. (*Potential Project*)

ii. Create a volunteer "makeover" program. As part of "Spruce Up the Village Center" campaign, develop a competitive program that mobilizes volunteers to make a major difference in the appearance of one property in a day (plus prep time) through repairs, painting, and installation of landscaping. (*In-Kind Support*)

d. **Work with businesses to improve their physical presentation as well as enhance the presentation of empty storefronts.** In tandem with access to the Village Center; storefronts, displays, signage and overall exterior presentation of businesses contribute to a visitor's first impression of the Center. Business owners need to continually be attentive to front entrances, window displays and interior conditions to improve the overall image of the Village Center as well as to help "sell" the Village's economic opportunities.

i. Encourage cleanup and maintenance. Meet one-on-one with property owners to encourage them to remove old signs, products and junk from vacant buildings and especially from vacant display windows. Create a list of local companies or resources to assist with window cleaning, awning repair, removal of junk or debris, and painting. (*In-Kind Support*)

ii. Create a program for displays in vacant storefronts. Create "phantom galleries" to display art, small museum exhibits, merchandise from other Village Center businesses, promote community events or link visitors to local amenities like jeep tours and boat trips on Bartlett Lake. (*In-Kind Support*)



Case Study – Sedona, AZ: Window display within the Tlaquepaque Arts & Crafts Village

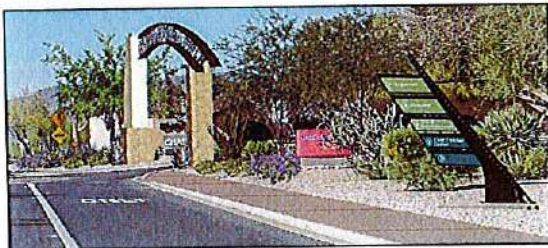
e. Encourage exploration by improving wayfinding and signage. Signage is placed to inform and direct the unfamiliar visitor, so care should be given to develop signs that respect the natural area as residents identified they preferred, but ultimately must stand out to help guide the desired visitor.

- i. Develop a comprehensive sign package that carries a common design theme through the Village Center. *(Catalyst Project)*
- ii. Relocate and enhance the visibility of existing signage along Tom Darlington Drive and Cave Creek Road. Signage should include vibrant earth tones to avoid blending into the background; signs should be placed on the right shoulder of the road; and information should be limited to primary activities and destinations rather than specific businesses. *(Catalyst Project)*
- iii. Design and place appropriately scaled new signage that directs visitors traveling in vehicles at high speeds (trailblazer signs), low speeds (identification signs), as well as on foot (pedestrian signs/kiosks). *(Catalyst Project)*
- iv. Place a Village Center directory and location map kiosk in the Desert Gardens to promote visitors to explore beyond Easy Street and discover all destinations in the Village Center. *(Catalyst Project)*

Figure 16 – Signage Improvements



Existing Conditions: Existing signage along the periphery of the Village Center is attractive, but blends into the surrounding landscape and does not give visitors proper advance notification.



Conceptual Rendering: Adding brighter earth tones to existing signs as well as relocating them in advance of desired turning movements will help to better guide visitors into the Village Center.

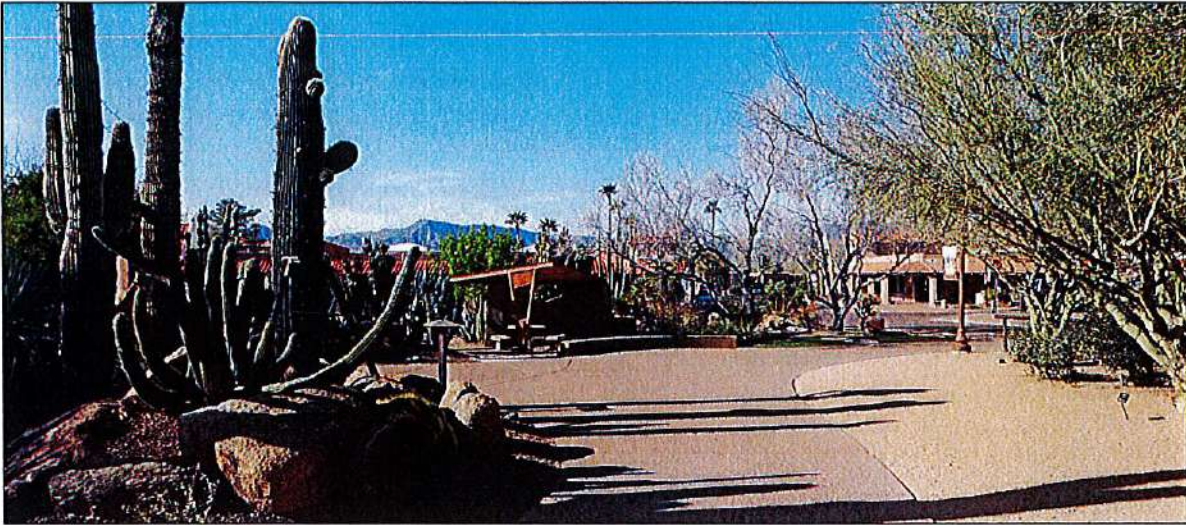
f. Activate the Desert Gardens during non-event periods. The Desert Gardens are a great and unique asset for special events, but they offer an inherent value to the Village Center that extends well beyond these limited periods. The Desert Gardens qualities should be embraced outside of special events to maximize use of this community asset.

- i. Cater to the needs of Carefree residents, the larger trade area, and the out of state visitor by developing multi-generational public amenities that attract retirees, families, singles and tourists. *(In-Kind Support)*
- ii. Introduce retail kiosks, moveable seating, informal street entertainment, and/or a snack vendor for al fresco dining to encourage visitors to linger and extend their stay in the Desert Garden. *(Potential Project)*
- iii. Cluster complimentary elements to create synergy (place a coffee cart, next to outdoor seating, that is next to a fireplace). *(Potential Project)*
- iv. Explore areas for adding pockets of grass to soften the public spaces, provide additional green to the Center, and offer alternative gathering spaces. *(Potential Project)*

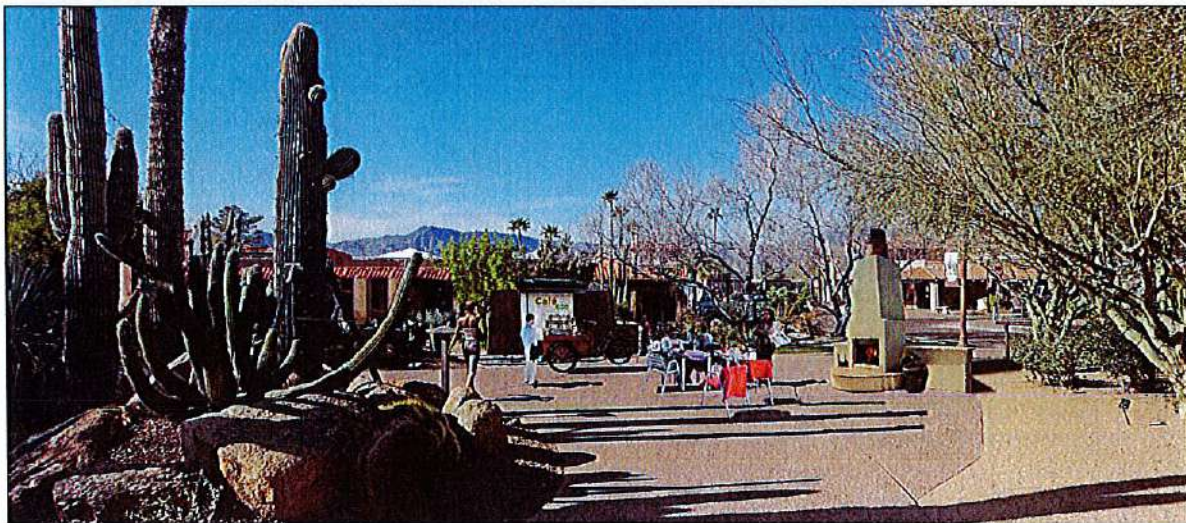
g. Improve sightlines through the Village Center. The Desert Gardens must function as a component of the overall pedestrian circulation network within the Village Center. This includes promoting connections between the buildings and businesses that face it by tying the individual blocks together (i.e. connecting Easy Street Shops with Town Mall Shops).

- i. Strategically trim/thin vegetation in the Desert Garden to create specific view corridors that allow visitors to physically see alternative shopping destinations or activities within the Village Center. *(Potential Project)*

Figure 17 – Activating the Desert Gardens



Existing Conditions: The Desert Gardens is a unique and inviting amenity in the Village Center and hosts several special events. However, during non-event times the Gardens are underutilized and can be a "line of sight" barrier to experiencing other parts of the Village Center.



Conceptual Rendering: Placing complimentary elements within the Desert Gardens such as, a coffee cart, next to moveable seating, next to a fireplace begins to create synergy that encourages visitors to linger and extend their stay in the Village Center. Trimming some of the trees and plantings in the Desert Gardens also will contribute to this synergy by increasing viewsheds, which encourages further exploration by visitors.

Objective 4 – Market and Promote the Village Center

The Market Trade Area for Carefree encompasses 148 square miles and includes Cave Creek, and portions of the cities of Phoenix and Scottsdale. The analyzed population of the trade area is 82,150 compared to the Town of Carefree at 3,690 (2020 Census). In addition, on a typical workday, there are nearly an equal number of people out commuting to work as in commuting to Carefree for jobs. These workers who come to Carefree, as well as the solid population base in the trade area, represent potential customers the Carefree Village Center businesses can draw upon. However, a consistent flow of promotions or activities focused on attracting these two markets to the Village Center are limited to almost non-existent. This creates an opportunity for the business community and supporting organizations to explore strategies to pull together, leverage resources and implement a formalized calendar of promotional activities specifically targeted at the local Carefree resident, the families within the market trade area and the day workers within the region.

The following summary provides distinctive recommendations aimed at improving the Carefree Village Center's draw as a destination for tourism. This includes strengthening the Center's existing marketing to attract visitors, building upon the Center's events and promotional calendar, improving the image of the Center's commercial areas and making sure visitors find the experiences they are looking for. Strategies to create a stronger link between local businesses and local customers with focus on the people who live and work in or near Carefree are also included in this section. Guidance on how to involve the community and engage the various organizations in supporting the Village Center Redevelopment Plan and making it a reality are provided as well.

Strategic Initiatives

a. **Create a comprehensive Village Center marketing plan.** A downtown's image and ability to attract customers is directly tied to its marketing efforts. Managing a unified, consistent approach to marketing the Village Center's unique qualities can help to establish the desired brand for the Center and can contribute to strengthening consumer confidence in the area, which results in increased commercial activity and investment. Successful shopping centers and malls routinely utilize focused and deliberate

marketing plans to distinguish and promote themselves in the marketplace.

- i. Align the data, recommendations, and action steps outlined within the Redevelopment Plan with future promotional and marketing strategies. *(Potential Project)*
 - ii. Continue to make periodic visits to the local and regional resort/hotel concierges to keep them informed of the various festivals, venues and attractions in Carefree. *(In-Kind Support)*
 - iii. Consider hosting a tour of key attractions, restaurants and galleries for the concierges. Put together a "goodie" bag for the attendees and make sure that they go back to their place of work with ample marketing materials about the Carefree Village Center in hand. *(In-Kind Support)*
 - iv. Host regular meetings with the businesses, venues and attractions to layout the current advertising campaign being supported, identify how they can leverage the results as well as ideas for future strategies. *(In-Kind Support)*
- b. **Encourage businesses and organizations to tie-in their own advertising efforts with those promoting the Village Center in general.** While utilizing a comprehensive marketing plan is critical to supporting the Village Center's revitalization efforts, individual businesses must still work to develop/maintain their own consumer base. This reality creates challenges when independent marketing materials are not consistent with the image or quality that the larger Village Center is trying to convey. In contrast, this reality creates opportunities for likeminded or complimentary businesses to collaborate and further strengthen the overall marketing approach for the Village Center.
- i. The Village Center businesses that advertise on a regular basis should collaborate to develop programs with their local advertising media to cluster their advertisement and leverage cooperative opportunities when possible. Once the Village Center logo and tagline is created, include it in all cooperative and cluster advertising as well as including information on upcoming events or activities. *(In-Kind Support)*

- ii. Working with the local newspaper, prepare quarterly inserts that combine advertising, positive and informational editorial content (including upcoming events), photos, and a listing of all the Center's businesses. Overruns of this insert can be distributed at the Visitor Center, Town Hall, provided to concierges, etc. Have it available as a PDF on the visitor and Town websites as well. *(In-Kind Support)*
 - iii. Create a VillageCenter couponbook. The books could offer discounts, 2-for-1 dining opportunities, and service and professional offerings. The books could be distributed at key events in goodie bags, in the event information booth, offered to Carefree Resort and the Boulders to put in rooms and distributed to new residents or explore ways to create a digital couponbook. *(In-Kind Support)*
 - iv. Village Center businesses should cluster advertising about their businesses in high quality, professionally produced flyers to cross-promote between related businesses and share advertising costs. These flyers should be placed in the advertised businesses, Chamber of Commerce, Carefree and Boulders Resort, Visitor Center, etc. *(In-Kind Support)*
- c. Enhance web, social media, and e-marketing campaigns.** Simply utilizing nontraditional marketing efforts is not enough to compete in today's marketplace. When a potential visitor is trying to plan their trip or itinerary to a location, they don't want to just be able to find relevant web content, they want the web process to be as easy and seamless as possible without having to go to various sites to gather information. Equally important, social media has become one of the most vital, cost-efficient tools in tourism marketing. Effective use of social media has been proven to boost the number and length of visits, as well as visitor satisfaction and number of return visits. Utilizing e-mail marketing has also become a proven method for reconnecting to visitors and "inviting" them back to enjoy the events, activities and venues.
- i. Continue to utilize visitcarefree.com as the "Official On-line Visitor Guide to Carefree, AZ" Ensure the website has weekly, content-rich blogs, (which will assist with increasing its search engine optimization), links to the local visitor/tourist based businesses, venues and attractions, and a current calendar of events and promotions. *(In-Kind Support)*
 - ii. Other Carefree focused websites that also contain information relevant to visitors should cross promote the primary visitor website as well as link to it accordingly. *(In-Kind Support)*
 - iii. Explore strategies of how to capture emails during events, through visitor touch points such as encouraging businesses to have a guest book that asks for comments and email addresses. These databases can then be used for an email marketing campaign. *(In-Kind Support)*
 - iv. The e-marketing campaigns should cross promote other attractions within the region that would also be appealing to visitors such as jeep tours, lake activities, horseback riding, hiking, etc. This helps to begin establishing Carefree as a home base for longer day trips. *(In-Kind Support)*
 - v. Inquire if CIVANA and the Boulders would be inclined to share the consumer e-newsletter with their visitor database. *(In-Kind Support)*
 - vi. Encourage businesses to use social media. The Chamber of Commerce regularly hosts workshops and seminars on social media. Continue to encourage the Village Center businesses to attend these workshops and engage in social media—especially ratings sites such as Yelp, Foursquare, and TripAdvisor where people may already be posting opinions about their businesses. *(In-Kind Support)*

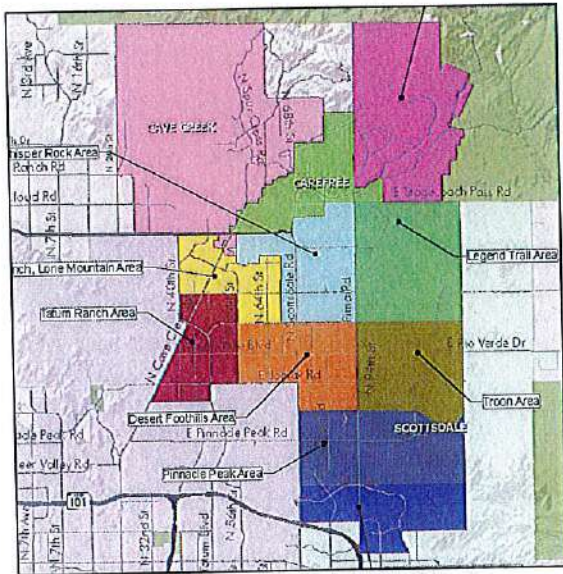


Case Study – Desert Ridge Marketplace: During the holiday season Desert Ridge encouraged visitors to take “selfies” in front of their Christmas tree and post them to their Facebook page for a chance to win a Desert Ridge gift card

- d. Leverage local markets to boost the Center's Commerce.** The trade area is comprised of many sub-markets or consumer groups that have varied preferences, desired activities, and expendable income levels. By capitalizing on the different needs

of the consumer groups in the trade area, businesses can better drive visitors to the Village Center.

- i. Utilize available resources and implement a formalized calendar of ongoing promotions and mini events (like customer appreciation month, "move-in" coupon books, resort room advertisements, restaurant guides, "bounce back promotions", "Girl's Night Out" or "Evening on the Town" event's) specifically targeted at the local Carefree resident, the families within the larger market trade area and the day workers within the region. *(In-Kind Support)*
- ii. Work with the Chamber to ensure that marketing collateral about the Village Center is always included in relocation packets. *(In-Kind Support)*
- iii. Develop a "Shop Local" campaign. The majority of businesses located in the Village Center are independently owned, which makes the Center the perfect candidate for capitalizing on the national "shop local" movement. Contact Local First Arizona to come and make a presentation to the local business community on the various ways this organization can support them. <http://www.localfirstaz.com/> *(In-Kind Support)*



The Carefree trade area includes all of Carefree, Cave Creek and Dove Mountain Ranch as well as extends to DC Ranch to the south and Tatum Ranch to the west.

- e. **Strategically program and manage the calendar of events.** Special events are important to increasing awareness of and interest in the Village Center. They create a sense of liveliness, build community and

provide a safe, inviting atmosphere for visitors to have fun. While they generally do not generate a significant increase in retail sales, they are critically important in creating a positive feeling towards the Village Center. Yet resident and stakeholder input have indicated the current slate of special events in Carefree has lost some of these qualities.

- i. Continue to maintain the existing arts and cultural events to keep key festivals fresh and unique, meeting the expectations of the attendee and building upon the strong arts and cultural brand. *(In-Kind Support)*
- ii. Compliment the art and culture calendar of events by developing events or promotions that are not primarily art-focused activities. Ideas shared by residents and stakeholders included Farm-To-Table event (leveraging the healthy eating movement), road cycling race, Wellness and Health Fair, "Maker Faire" (<http://makerfaire.com/>), Chili or BBQ Cook off, or a Taste of Carefree. *(In-Kind Support)*
- iii. Fully leverage the Desert Gardens by continuing to regularly host music performances and movie nights along with other events such as a Spring Garden Festival, Dinner in the Garden, Art in the Garden, Shakespeare in the Garden, etc. *(In-Kind Support)*
- iv. Carefree should strive to add events or promotions during the months of May through September to balance the current Calendar of Events thus generating a more consistent flow of consumers to the Village for businesses to draw upon. *(In-Kind Support)*
- v. Due to the summer heat, consider evening events like a Light Festival, Car Show or a Culinary & Wine Stroll. The summer events do not need to be long, drawn-out three-day festivals but shorter, indoor or outdoor promotions. *(In-Kind Support)*





Case Study – Rome, Italy: The “whatami” exhibit is an elegant, yet fun, temporary landscape, art, and light installation situated within the piazza of the MAXXI museum. (Source: www.designboom.com)

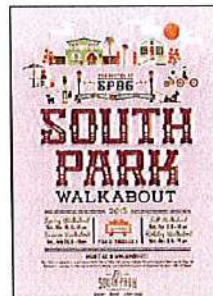


Case Study – Houston, TX: The “Bubbles” glowing ornament seasonal art installation was placed in Discovery Green, a civic park developed through a public-private partnership in downtown Houston. (Source: www.discovergreencm.com)

- vi. The Town should encourage the event organizations to provide some type of communication piece that can be given to every business in the Village informing them of days and times of the event, any street closures or parking restrictions and opportunities for participation, sponsorship and/or advertising. *(In-Kind Support)*
- vii. Due to the fact that there are a number of non-profit organizations as well as professional promoters who wish to utilize the Village Center for their events, it is imperative that the Town develops strong and consistent guidelines to ensure that EVERY event meets the overall standard and quality the community demands. *(Regulatory Update)*
- viii. Consider having exist surveys from attendees to gather feedback on the event. *(In-Kind Support)*
- ix. Periodically survey the businesses to capture input on how they leveraged the event to drive customers into their establishments. *(In-Kind Support)*

- f. Continue to work towards all businesses being open year-round and consider implementing an “Open All Year Round” campaign to support the goal. 70% of all consumer spending (both locals and visitors) takes place after 6:00 pm). If the Village Center is truly going to achieve its vision, there must be a concentrated effort focused at getting the majority of retail, restaurants, and art galleries to be open year-round as well as expand the hours that they are open (Saturday, Sunday and later in the evening). As in many traditional commercial business districts that are comprised of independently owned businesses, their biggest weakness is not being open when the consumer or visitor is available or wanting to come down to shop, stroll and visit. The Village Center must be open to capture the “working” resident as well as the day or weekend visitor who might drive up to Carefree to explore the area or attend an event.

- i. One strategy that other communities have implemented to support making the shift toward opening both year-round and/or seven days a week is hosting a specific “Open” campaign targeted at driving business to a particular time of the year, day of the week and/or evening hours. *(In-Kind Support)*
- ii. Have businesses commit to being open during specific summer or special evening hours. Have businesses sign an agreement that they will make the commitment and encourage them to promote it within their own advertising and marketing venues. Plan several “mini” events specifically during these hours such as an evening “walkabout” with refreshments offered at participating businesses or “hot days of summer” promotion. As a group, promote that the Village Center is open during these hours and list participating businesses through a variety of promotional venues such as a display ad in the local media, press releases, websites, flyers, posts on bulletin boards, direct mail, table tents in restaurants, and inserts in visitor packets. *(In-Kind Support)*



Case Study – San Diego, AZ: The South Park neighborhood in San Diego hosts several walkabouts throughout the year to showcase businesses within the district. The event includes maps, complimentary treats, live entertainment and special promotions. (Source: www.southparkscene.com)

- iii. Work with, educate, and encourage property owners to incorporate provisions in their lease agreements that promote consistent operating hours and days. *(In-Kind Support)*

- g. **Support the Town's Visitor Center located in the Village Center amphitheater and continue to collaborate with the Cave Creek/Carefree Chamber of Commerce Visitor Center on Easy Street (operated by the Chamber) as the primary visitor information outlets.** When visitors or tourists finally arrive at their desired location they may still need additional information, brochures or a personal welcome to the area. Each Visitor Center that is conveniently located in the Village Center is designed to function as a comprehensive "visitor center" experience. The center includes ample marketing collateral about the various events, attractions and activities in the town and region, volunteers who meet, greet and answer visitor questions, and artifacts and gift items related to the area.
 - i. During the peak season, the Visitor Centers should strive to be open on the weekends or consideration should be given to developing a Village Center ambassadors program where volunteers walk the Center and assist visitors as needed. *(In-Kind Support)*
 - ii. The Town Hall can continue to have collateral on hand and answer questions from visitors if needed but efforts should be made to ultimately direct individuals to the dedicated Visitor Centers. *(In-Kind Support)*
 - iii. Encourage everyone located in the Village Center to cross promote the Chamber's visitor center as the area's official Visitor Center and Carefree's visitor center as the Town's official destination for tourism information. *(In-Kind Support)*

Objective 5 – Develop a strong organizational structure

At present, like most communities, there is no one entity or organization that is solely responsible for all aspects of maintaining, promoting, and managing the Village Center. As the Town moves forward in implementing the Village Center Redevelopment Plan, there will be ample opportunities for all sectors of the community to be involved in supporting each of the various plan strategies. Strengthening relationships and communication among the various organizations will need to be a priority as well as supporting a structure that engages the business and

property owners in the process. In order to be competitive in the marketplace the Town must have a framework that does not rely on one entity, but includes all of the community with each understanding their function, role and mission.

The recommendations outlined for this strategy provide the necessary focus to bring all downtown organizations and interests together to achieve common goals for the revitalization of the Village Center.

Strategic Initiatives

- a. **Build and sustain a strong downtown network and organizational structure.** To maintain a focus on the Carefree Village Center, develop a strong organizational structure that represents both the private and public sectors. There are many options for organizing the effort, but the approach must reflect the character and resources of the community and have the long-term capacity to properly manage the Center and engage all the various stakeholders and partners. The goal of the organizational framework should involve as many components of the community as possible and not rely on just one entity to single-handedly keep the commercial area "vitalized". To create a commercial district that is competitive in all aspects, it must have dedicated resources, a strong organizational structure, and dedicated staff to focus just on the Village Center area.
 - i. Facilitate a meeting with the organizations who have a key role in implementing the Village Center Redevelopment Plan to discuss each of their function or mission, identify the types of programs or activities they currently support and outline areas of synergy, collaboration and/or overlap. Use this meeting as the base for forming a Carefree Village Center alliance or collaborative that meets quarterly. Encourage members of this collaborative to share information about their current and upcoming activities. Provide opportunities for members to form task groups or committees and work on projects together (such as marketing advisory committee, business development task force, and beautification and aesthetics team.) *(Catalyst Project)*
 - ii. Support the formation of a Village Center merchant group or Carefree Tourism and Merchant Committee. In the past there was a grassroots merchant group formed that helped with facilitating cooperative advertising

opportunities and promotions for the Village Center. Activate this group again with the focus of carrying the common voice for the Center's businesses forward and participating in the collaborative meetings. *(Potential Project)*



Case Study – Cottonwood, AZ: The Cottonwood Old Town Association evolved from an ineffective organization into a cohesive 501(c)(3) merchant association. Their recent efforts have assisted in obtaining a grant from the Arizona Office of Tourism for three billboard advertisements and they also host the annual Walking on Main and Chocolate Walk events. *(Source: www.oldtown.org)*

- iii. Continue to expand the community's knowledge of commercial district development and management. Members of the Carefree Village Center alliance or collaborative, other stakeholders, and supporting agencies should continue to attend conferences and other educational opportunities including field trips to other successful communities. *(In-Kind Support)*
- iv. Explore the Main Street Four Point Approach® as a possible structure to strengthen the public/private partnerships and help carry forward the key strategies outlined in the Redevelopment Plan. The Main Street Four-Point Approach® developed in the early 70's has been one of the most successful and proven economic development tools to assist traditional commercial districts and downtowns with reaching its full potential both economically and as a community-gathering place. A functioning Main Street program can be viewed as a grassroots business retention program that focuses on helping businesses understand how to stay competitive (economic restructuring), promoting the area as a destination to attract consumers (promotion), keeping the downtown looking attractive (design) and maintaining

communication and advocacy on behalf of the businesses and property owners (organization). *(In-Kind Support)*

- b. **Maintain the Marketing and Communication Coordinator position.** Continue to uphold the Marketing and Communication Coordinator position to help form and work with the Center's merchant group; interface with event promoters to ensure success between all parties; work with businesses to implement specific promotions and initiatives, and assist in bridging any communication gaps between the Town and the Center property and business owners.

- i. Conduct outreach to maintain engagement of the property owners in the Village Center improvement efforts. It will be critical to the overall success of the Village Center to gain the support of various Center property owners and get their buy-in for the overall vision. *(In-Kind Support)*
- ii. Similar to the business visitation program described previously, initiate a separate outreach program focused on property owners, which will help connect them to resources to improve their properties and participate in efforts to grow and recruit businesses. *(In-Kind Support)*
- iii. Maintain an accurate database of all Center property owners. Use the database to mail (or email) business newsletters and invitations to upcoming community meetings and keep property owners informed on what is happening in downtown. Maintain mailing addresses of out-of-town property owners and management companies and make sure they are included in mailings. *(In-Kind Support)*
- iv. Create and distribute a property owner "news flash." Consider periodically (about twice a year) publishing a one-page downtown property owner "news flash" that covers specific issues and needs related to downtown properties. This could include a current listing of vacancies, properties that were recently leased, new programs or incentives for owners, educational pieces on keeping properties clean and pristine, and upcoming meetings. *(In-Kind Support)*
- v. Host a downtown property owner brown bag lunch. Informal brown bag lunches should be held on a quarterly basis and be targeted to gather feedback from property owners

regarding their current needs or issues concerning leasing, *(In-Kind Support)*

- c. **Maintain consistent communication regarding the Carefree Village Center Redevelopment Plan.** As Carefree begins to implement the recommendations outlined in the Redevelopment Plan, a consistent communication effort will be key to keep stakeholders, partners and the community well informed.

- i. Dedicate a regular section in the "Carefree Connection" to promote the Village Center Redevelopment Plan. Identify new projects or programs, new businesses, property improvements, incentives or trainings available, educational articles, meetings, and information about how to get involved. Keep the Redevelopment Plan "alive" and the community engaged. *(In-Kind Support)*

- ii. Host bi-annual, structured community town hall events to disseminate information about projects and successes related to the Village Center and provide opportunities for input. Send invitations to stakeholders and promote these events to the general public. Include ways to engage passionate individuals such as asking them to volunteer on a committee or support an activity. *(In-Kind Support)*

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Chapter 5: Implementation

The Plan for Action outlines the direction for the Village Center over the next 10 to 15 years. While the plan contains multiple strategies and actions to pursue, each recommendation requires a different set of partners, level of effort, and funding sources, which impacts their timeline for implementation. In response, this Chapter provides a framework for implementation and funding mechanisms that may be used to facilitate the plan. Within this framework, Town staff will actively work with the Planning and Zoning Commission and Town Council as the Plan is implemented to update priorities, review proposals, and evaluate projects. Collectively, these public coordination efforts will include comprehensive engagement with businesses, property owners and Carefree residents.

Implementation Guide

To assure the momentum from planning to implementation is clearly directed and not delayed, the following matrix is presented to detail the timeframe, responsibility and partners, and priority actions/projects for each strategic initiative.

- The matrix is organized according to the five Village Center **Objectives** that were outlined in the previous Chapter of this Redevelopment Plan.
- Individual **Strategic Initiatives** associated with each Objective are then listed and identified as a short (0-2 years), mid (2-5), or long (5+) term effort.
- Within each short-term strategy, **priority actions/projects** are also identified, which represent those specific actions steps that should be undertaken immediately to take advantage of current conditions and/or effectively jump-start the redevelopment process.

This guide is intended to provide a road map to success and enables stakeholders to also keep track of the community's progress in implementing the plan's strategies. However, while this implementation plan provides clear and specific direction to initiate change in the Village Center; project timelines, key players, and priority actions may need to be modified over time as market demands change, behavioral patterns shift, and momentum builds around the Village Center itself. In response, as the plan is implemented Town staff will provide periodic updates to the Planning and Zoning Commission and Town Council on overall redevelopment progress as well as seek further direction on preferred priorities and/or action efforts.

Ultimately this implementation plan exemplifies that work must be done on the ground every day to ensure that each Redevelopment Plan Goal is met, and tangible change occurs. Village Center stakeholders will need to work together to continue to build public and private support for the Redevelopment Plan and to ensure that every project is implemented to its maximum extent.

Implementation Matrix

Objective	Strategic Initiative	Key Players		Priority Action/Project	Order of Magnitude Cost	Short Term (0-2 Years)	Medium Term (2-5 Years)	Long Term (5+ Years)
		Lead Entity	Partners			Implementation Phase		
						Implementation Phase	On-Going Implementation	
Objective 1 Improve the Village Center's Visibility and Access	Celebrate the points of arrival into the Village Center to counteract the inward facing design.	Town of Carefree	Business Development Task Force; Business owners; Property owners; local organizations	Complete detailed wayfinding and signage plan for the Village Center	\$70K - \$80K	Implementation Phase		
	Decrease the number of entry drives along Tom Darlington Drive and Cave Creek Road.	Town of Carefree	Business owners; Property owners				Implementation Phase	Implementation Phase
	Establish a hierarchy of street typologies.	Town of Carefree	Business owners; Property owners; Management Companies				Implementation Phase	
	Build-upon the Village Center's pedestrian and bicycle friendly design.	Town of Carefree	Business Development Task Force; Business owners; Property owners; local Resorts				Implementation Phase	Implementation Phase
	Create additional parking opportunities	Town of Carefree	Business owners; Property owners;	Identify and acquire properties for preservation of future parking alternatives	\$60K - \$80K (study)	Implementation Phase		Implementation Phase
Objective 2 Foster development of a strong retail, residential, entertainment, and service core in the Village Center	Identify and pursue key anchor projects in strategic locations that can be a catalyst for economic change.	Town of Carefree	Business Development Task Force; Business owners; Property owners; Property Management Companies; Chamber;	Continue to collaborate with potential anchor/cultural partners.	In-kind Support	Implementation Phase	Implementation Phase	
	Help foster the growth of existing Village Center business establishments.	Town of Carefree	Business Development Task Force; Business owners; Property Management Companies; Chamber;	Conduct business visitations of all Village businesses and rank highest needs accordingly	In-kind Support	Implementation Phase		
	Revitalize existing commercial areas/buildings through redevelopment, rehabilitation, and adaptive reuse.	Town of Carefree	Business Development Task Force; Business owners; Property Management Companies; Chamber;	Identify empty space in the Village Center that can be programmed for pop up retail during peak seasons; meet with the property owner(s)	In-kind Support	On-Going Implementation	On-Going Implementation	On-Going Implementation
	Develop a recruitment campaign targeting specific restaurant and retail business establishments.	Town of Carefree	Business Development Task Force; Business owners; Property Management Companies; Chamber	Create a list of potential prospects to pursue; develop marketing material; meet with local real estate brokers to review	In-kind Support	On-Going Implementation	On-Going Implementation	On-Going Implementation

Objective	Strategic Initiative	Key Players		Priority Action/Project	Order of Magnitude Cost	Short Term (0-2 Years)	Medium Term (2-5 Years)	Long Term (5+ Years)
		Lead Entity	Partners			Implementation Phase		
						Implementation Phase	On-Going Implementation	On-Going Implementation
Objective 2 Foster development of a strong retail, residential, entertainment, and service core in the Village Center	Establish the Village Center as the next great neighborhood.	Town of Carefree	Business Development Task Force; Business owners; Property owners; Property managers					
	Consider acquisition of available properties to directly guide/seed redevelopment efforts.	Town of Carefree	Property owners					
	Modify existing land use policies/development standards.	Town of Carefree	Business Development Task Force; Business owners; Property managers	Amend zoning code/design guidelines to promote Redevelopment Plan Vision	\$15K-\$30K			
Objective 3 Enhance the Village Center Experience	Foster characteristics that set the Village Center apart from other places in the Valley.	Town of Carefree	Business Development Task Force;	Be audacious, move away from "sameness" and focus on the whimsical character of Carefree's history	In-kind Support			
	Enhance the Village Center's prominence through iconic imagery.	Town of Carefree	Business Development Task Force; Business owners; Property owners; Property Management Companies; Chamber; Sonoran Arts League	Research the feasibility of creating public art program; review other cities programs on how art is funded and how artists are selected	\$10-\$20K			
	Create incentives for commercial building and site improvements.	Town of Carefree	Business Development Task Force; Business owners; Property owners; Property Management Companies; Chamber	Launch a volunteer "façade makeover" demonstration project	\$5-\$10K		Formal Incentive program	
	Work with businesses to improve their physical presentation as well as enhance the presentation of empty storefronts.	Town of Carefree	Business Development Task Force; Business owners; Property owners; Property Management Companies; Chamber					
	Encourage exploration by improving wayfinding and signage.	Town of Carefree	Business Development Task Force	Develop a sign package; repurpose and relocate existing signage to better guide unfamiliar visitors to the Village Center; place a directory kiosk in Desert Garden to direct visitors to Village shops off Easy Street	\$60K - \$80K (study)			
	Activate the Desert Gardens during non-event periods.	Town of Carefree	Business Development Task Force	Explore introducing kiosk retail with seating during weekend periods to energize gardens and promote local business	\$10-\$20K			

Objective	Strategic Initiative	Key Players		Priority Action/Project	Order of Magnitude Cost	Short Term (0-2 Years)	Medium Term (2-5 Years)	Long Term (5+ Years)
		Lead Entity	Partners			Implementation Phase		
						On-Going Implementation		
	Improve sightlines through the Village Center.	Town of Carefree		Strategically trim/thin vegetation in Desert Gardens to maintain shade and promote key view corridors	In-kind Support			
Objective 4 Market and Promote the Village Center	Create a comprehensive Village Center marketing plan	Town of Carefree	Chamber	Draft a Marketing Plan identifying key markets and the types of promotional and advertising tactics to reach them. Present the plan to the businesses, supporting organizations and venues for input	\$50K-\$80K			
	Encourage businesses and organization to coordinate the advertising efforts	Town of Carefree	Village Center businesses and local organizations	Host a meeting to discuss where, what and how businesses/ organizations are advertising and are there opportunities to collaborate	In-kind Support			
	Enhance web, social media, and e-marketing campaigns	Town of Carefree	Chamber	Draft recommendations of how to improve engagement and "likes" on facebook page, draft strategies of how to capture emails during events	In-kind Support			
	Leverage local markets to boost the Center's Commerce	Town of Carefree	Chamber	Hold a meeting with businesses to identify one initial or a series of promotions to reach consumers. Meet with Local First Arizona	In-kind Support			
	Strategically program and manage the calendar of events	Town of Carefree	Promoters of events; businesses;	Evaluate current calendar of events and draft new recommendations. Look for "low hanging fruit" (such as seasonal events, continue movies in the Pavilion)	In-kind Support		Phase in new events	
	Continue to work towards all businesses being open year-round	Town of Carefree	Chamber	Launch some type of "open one night a week during the summer (i.e. After the Sun Sets)" promotion	In-kind Support			
	Support the Town and Chamber Visitor Center's	Chamber	Town of Carefree;	Strive to have the Visitor Center open on the weekends during high season	In-kind Support			

Objective	Strategic Initiative	Key Players		Priority Action/Project	Order of Magnitude Cost	Short Term (0-2 Years)	Medium Term (2-5 Years)	Long Term (5+ Years)
		Lead Entity	Partners			Implementation Phase		
						Implementation Phase	On-Going Implementation	On-Going Implementation
Objective 5 Develop a Strong Organizational Structure	Build and sustain a strong downtown network and organizational structure.	Town of Carefree	Business owners; property owners; organizations; Chamber; Promoters; citizens	Form a Village Center Alliance or Collaborative; create task groups or teams (such as Marketing Advisory, Business Development, Beautification and Aesthetics) to assist with implementation of the Redevelopment Plan	In-kind Support			
	Maintain the Marketing and Communication Coordinator Position	Town of Carefree		Continue to maintain a staff point person that can focus on implementing the specific recommendations of this plan	\$50k - \$70k			
	Maintain consistent communication regarding the Carefree Village Center Redevelopment Plan.	Town of Carefree	Leaders of each committee or task force or team	Hold a meeting with the property owners and management companies to discuss Redevelopment Plan recommendations and gather feedback of what is important to them.	In-kind Support			

Funding

Many of the action items outlined within this Redevelopment Plan can be implemented administratively or on a volunteer basis with minimal effort. However, other recommended action items will require financial assistance.

While the projected tax revenue generated by existing and new development establishes the business case for targeted public investments associated with the Master Plan projects that are most likely to stimulate further sustained private investment, Carefree cannot provide this financial assistance with public funds alone. Ultimately, the implementation of the Village Center Redevelopment Plan will depend upon the Town's ability to access alternative sources to fund public improvements as well as develop programs to incentivize direct private development.

Building off the various funding sources presented within the Plan for Action Chapter, Carefree should evaluate and consider the following list of assorted funding sources and/or mechanisms to support the specific action items

recommended in this plan. It is important to keep in mind that many projects—especially physical ones—will often require unique funding strategies that creatively combine a multitude of these sources to ultimately finance each effort.

Funding Sources and Mechanisms

- **Public Bonding such as:** Improvement (Assessment) Bond, General Obligation Bond or Revenue Bond
- **Special Taxing District such as:** Business Improvement District, Municipal Improvement District, Special Assessment District, Community Facilities District, etc.
- **Infill Incentive District**
- **State Incentive Programs:** Angel Investment
- **Municipal Property Corporation**
- **Government Property Lease Excise Tax (GPLET)**
- **User Fees:** Parking fees

- **Voluntary Agreements such as:** Development Agreements, Public-Private Partnerships, Payback Agreements, etc.
- **Loans such as:** Greater Arizona Development Authority - GADA loans, Section 108 Loan Guarantee Program, Community Facilities Loan & Grant Program
- **Viable Grant Programs such as:** Community Development Block Grants (CDBG), Community Facilities Loan & Grant Program, Arizona Office of Tourism, Maricopa County Proposition 302 program, National Endowment for the Arts - Our Town Grant Program, etc.,
- **Partnerships with public agencies or non-profit interests such as:** US Small Business Administration - Development Centers, Main Street Four Point Approach, Local First Arizona, Chamber, etc.
- **Sponsorships with corporate or private interests such as:** naming rights (Sanderson Lincoln Pavilion), product sampling displays, adoption crowdfunding, etc.
- **Creation of non-profit agency such as:** Village Center Association, Public Art program, etc.

APPENDIX A

**Resolution for the Redevelopment Area
& CBD Establishment**

**TOWN OF CAREFREE, ARIZONA
RESOLUTION 2021-13**

**A RESOLUTION OF THE MAYOR AND TOWN COUNCIL OF
THE TOWN OF CAREFREE DECLARING THE NECESSITY OF THE A
REDEVELOPMENT AREA, ESTABLISHING THE BOUNDARY OF A
REDEVELOPMENT AREA IN THE CAREFREE VILLAGE CENTER AND
DECLARING THIS AREA THE CENTRAL BUSINESS DISTRICT FOR CAREFREE,
ARIZONA**

WHEREAS, Arizona Revised Statutes Title 36, Chapter 12, Article 8, provides for the creation of a Redevelopment Area, and requires this declaration per 36-1472. Legislative finding and declaration of necessity

WHEREAS, Exhibit A, defines the boundary for the Redevelopment Area described as the Village Center Redevelopment Area

WHEREAS, The attached document, Village Center Redevelopment Area, outlines the required necessity of finding.

WHEREAS, Staff completed extensive investigation and presented to Town Council the necessity and value of creating a Redevelopment Area on March 2, 2021, and where staff received further direction during a May 24, 2021 joint session of the Planning and Zoning Commission and Economic Development Advisory Panel, to agree to necessity and accept the attached Exhibit A, and to further engage property owners.

WHEREAS, On June 6, staff sent letters to all property owners, by first class mail, per Maricopa County Assessor Records June 6, 2021 soliciting input, and further sent notification of this Public Hearing, by first class mail, to all property owners, per Maricopa County Assessor records on July 6, 2021.

WHEREAS, funds have been budgeted in 2021-2022 to complete the Redevelopment Plan.

NOW, THEREFORE, IT IS RESOLVED by the Mayor and Town Council of the Town of Carefree, Arizona

It is declared:

1. That there exist in municipalities of the state slum or blighted areas which constitute a serious and growing menace, injurious and inimical to the public health, safety, morals and welfare of the residents of the state.

2. That the existence of these areas contributes substantially and increasingly to the spread of disease and crime, necessitating excessive and disproportionate expenditures of public funds for the preservation of the public health and safety, for crime prevention, correction, prosecution, punishment and the treatment of juvenile delinquency and for the maintenance of adequate police, fire and accident protection

and other public services and facilities, constitutes an economic and social liability, substantially impairs or arrests the sound growth of municipalities and retards the provision of housing accommodations.

3. That this menace is beyond remedy and control solely by regulatory process in the exercise of the police power and cannot be dealt with effectively by the ordinary operations of private enterprise without the aids provided by this article.

4. That the acquisition of property for the purpose of eliminating the conditions or preventing recurrence of these conditions in the area, the removal of structures and improvement of sites, the disposition of the property for redevelopment and any assistance which may be given by any public body in connection with these activities are public uses and purposes for which public money may be expended and the power of eminent domain exercised.

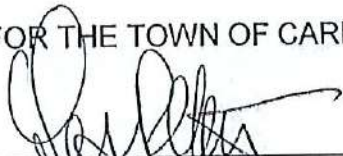
5. That the necessity in the public interest for the provisions of this article is declared as a matter of legislative determination.

That the area described in Exhibit A is the Central Business District.

PASSED AND ADOPTED BY the Mayor and Town Council of the Town of Carefree, Arizona, this 3rd day of August, 2021.

AYES 6 NOES 0 ABSTENTIONS 0 ABSENT 0

FOR THE TOWN OF CAREFREE



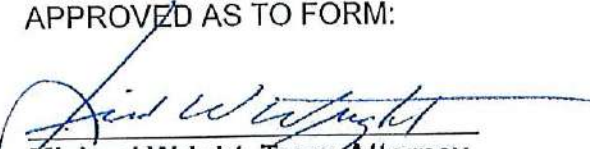
Les Reterson, Mayor

ATTESTED TO:



Kandace French-Contreras,
Town Clerk

APPROVED AS TO FORM:



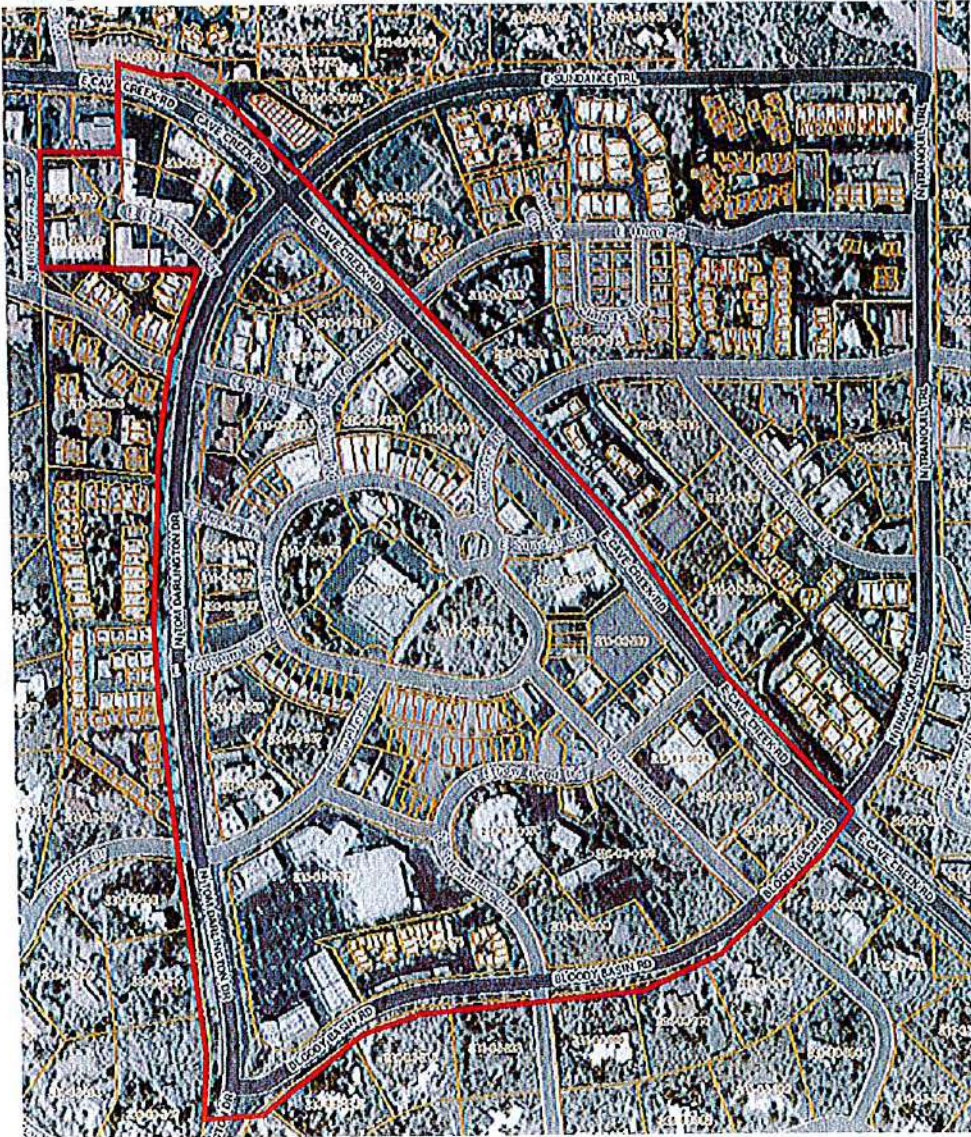
Michael Wright, Town Attorney

Exhibit A

Village Center Redevelopment Area Boundary

The Proposed Redevelopment Area Boundary includes all properties and public rights of way in the area generally bounded by Tom Darlington Drive, Ed Everett Way, Ridgeview Lane, Cave Creek Road and Bloody Basin Road. For clarification, the boundary includes the full public rights of way for Cave Creek Road, Bloody Basin Road, and Tom Darlington Drive.

Village Center Redevelopment Area



APPENDIX B

**Market Analysis Summary
(2015 Master Plan)**

TOWN OF CAREFREE CAREFREE VILLAGE CENTER MASTER PLAN

MARKET ANALYSIS



SUBMITTED BY:



ESI CORPORATION

January 4, 2015

Table of Contents

- I. INTRODUCTION1**
 - BACKGROUND.....1
 - STUDY AREA.....1
 - REPORT OVERVIEW.....3
- II. SUMMARY OF FINDINGS.....4**
 - SOCIO-DEMOGRAPHICS.....4
 - SURVEY RESULTS.....5
 - DEMAND ANALYSIS.....6
 - MARKET SEGMENTS.....7
- III. MARKET OVERVIEW.....9**
 - CAREFREE TRADE AREA9
 - SOCIO-DEMOGRAPHICS.....10
 - POPULATION AND HOUSEHOLDS.....10
 - INCOME11
 - AGE12
 - HOUSING12
 - RACE AND ETHNICITY13
 - EDUCATIONAL ATTAINMENT14
 - EMPLOYMENT15
 - WORKER INFLOW/OUTFLOW.....17
 - TAPESTRY SEGMENTATION.....20
- IV. CONSUMER SURVEY26**
 - SHOPPING LOCATION AND EXPERIENCE27
 - WHAT YOU WANT.....32
 - ABOUT YOU.....42
- V. DEMAND ANALYSIS45**
 - HISTORICAL TAX COLLECTIONS.....45
 - TRADE LEAKAGE.....46
 - RETAIL GAPS.....48
 - CONSUMER EXPENDITURE PROJECTION51
 - DEMAND FORECAST53
 - REAL ESTATE TRENDS53
 - RETAIL DEMAND.....56
 - OFFICE DEMAND58
 - MARKET SEGMENTS.....58



LIST OF APPENDICES

Appendix A – Tapestry Segmentation Profiles..... A-1
Appendix B – Carefree Consumer Survey Tables.....B-1
Appendix C – All Respondent Survey Tables.....C-1



LIST OF TABLES

Table 1 - Carefree Town Center Establishment Mix	3
Table 2 - Population and Projections, 2010-2040.....	10
Table 3 - Households and Projections, 2010-2040	11
Table 4 - Carefree Location of Employment/ Residence, 2011	18
Table 5 - Carefree Employment and Workforce Statistics, 2011.....	19
Table 6 - Tapestry Segmentation Market Profiles	21
Table 7 - Carefree Sales Tax Collections and Total Sales by Fiscal Year.....	46
Table 8 - Carefree and Trade Area Projected Consumer Expenditures.....	52
Table 9 - Retail Inventory Comparison, Carefree, Trade Area and Phoenix MSA, 2nd Quarter 2014.....	53
Table 10 - Office Inventory Comparison, Carefree, Trade Area and Phoenix MSA, 2nd Quarter 2014	55
Table 11 - Carefree Village Retail Market Demand.....	57
Table 12 - Carefree Village Office Market Demand	58
Table 13 - Carefree Village Commercial and Entertainment Potential.....	59



LIST OF FIGURES

Figure 1 - Carefree Village Town Center	2
Figure 2 - Population Growth Rate per Decade, Carefree, Market Trade Area and Maricopa County	4
Figure 3 - Carefree Market Trade Area	9
Figure 4 - Compounded Annual Growth Rate, 2014-2040	10
Figure 5 - Median Household Income, 2014	11
Figure 6 - Age Distribution, Carefree and Market Trade Area, 2014	12
Figure 7 - Median Home Values, Carefree and Market Trade Area	13
Figure 8 - Housing Occupancy, Carefree and Market Trade Area, 2014	13
Figure 9 - Race and Ethnicity, Carefree and Market Trade Area, 2014	14
Figure 10 - Educational Attainment, 2014	15
Figure 11 - Employment by Industry, Carefree and Trade Area, 2014	16
Figure 12 - Occupation of Employed People 16 years and Older, 2014	16
Figure 13 - Carefree Worker Inflow and Outflow	17
Figure 14 - Tapestry Segmentation, Carefree, Market Trade Area and U.S.	20
Figure 15 - Per Capita Tax Collections by Fiscal Year	45
Figure 16 - Town of Carefree Trade Leakage	48
Figure 17 - Town of Carefree Leakage/Surplus Index	49
Figure 18 - Trade Area Leakage/Surplus Index	50
Figure 19 - Carefree Retail Trends	54
Figure 20 - Market Trade Area Retail Trends	54
Figure 21 - Carefree Office Trends	55
Figure 22 - Market Trade Area Office Trends	56



Disclaimer

All direct and indirect written information supplied by the client, its agents and assigns, concerning the community is assumed to be true, accurate and complete; additionally, information identified as supplied or prepared by others is believed to be reliable. However, no responsibility for the accuracy of such information is assumed.

This analysis is for the sole purpose of assisting the Town of Carefree in assessing commercial demand to aid in the creation of the downtown redevelopment plan and marketing to prospective tenants or investors.

ESI Corp makes no claim that this study may be used for a specific development and makes no claims that any business sited will be financially successful. This analysis is not intended to be a specific market study for a specific type of retail, office or housing development and should not be viewed as such. Any entity that seeks to invest in, develop or redevelop any retail, office or residential project should undertake their own detailed and specific market study for the exact intended type of development. ESI Corp takes no responsibility for any results or consequences resulting from using this study in any way, intended and, or unintended.



I. INTRODUCTION

BACKGROUND

The Town of Carefree is situated in the northeastern quadrant of the Phoenix metropolitan area. The community is located approximately 35 miles from downtown Phoenix, approximately 10 miles north of Loop 101 and approximately 10 miles west of the I-17. Carefree is bordered on its western boundary by the Town of Cave Creek; on the south and east by the City of Scottsdale and on the north by unincorporated land in Maricopa County. The City of Phoenix is located south and west of Carefree.

The Carefree Village is the heart of the central business district for the Town of Carefree and historically has been a place where Carefree residents shop, dine and visit. Over the years the Carefree Village has faced several challenges including expanded competition for retail sales from neighboring communities, aging commercial space, an increase in vacancy rates, the absence of private sector investment within the Village, and a lack of sense of entry and visibility to potential visitors. This has resulted in a steady decline in per capita government revenues to adequately sustain the community's quality of life. Town leaders recognize these challenges and have determined that a market study is needed to uncover the Carefree Village market potential and provide general guidance to the creation of a Carefree Village Master Plan.

This market study was conducted to provide timely information on existing and future market dynamics for Carefree, including socio-demographics, retail trade leakage, real estate supply and demand, and a consumer survey of residents and visitors to Carefree. This survey was conducted to understand existing shopping patterns and identify potential opportunities that attract and retain the types of businesses that complement the Carefree Village and meet consumer demands.

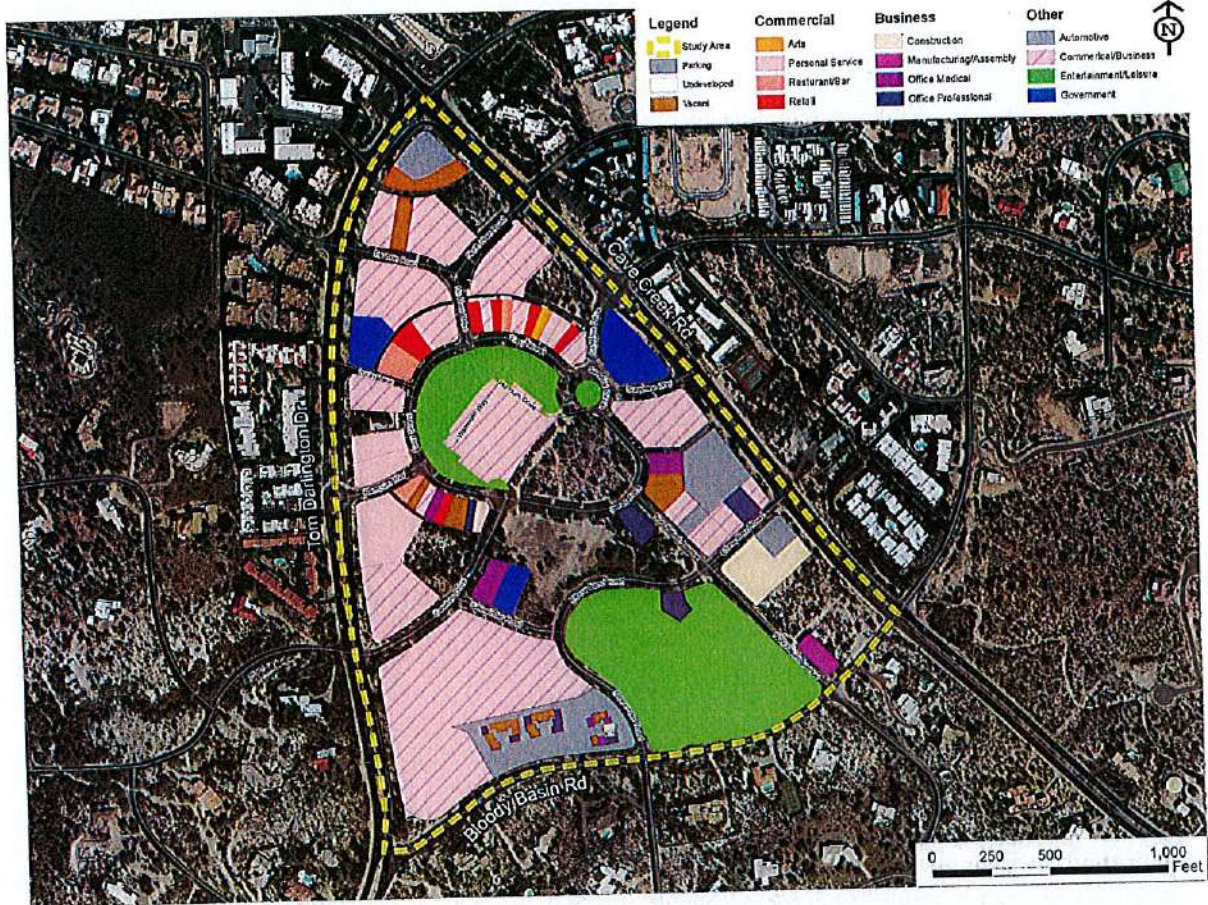
Data that was utilized in this market analysis come from a variety of sources including the Town of Carefree, U.S. Census, Maricopa Association of Governments (MAG), Maricopa County Assessor's Office, Esri, and Colliers International.

STUDY AREA

The Carefree Village is estimated to consist of 68 acres and is located generally south of Cave Creek Road, east of Tom Darlington Drive and north of Bloody Basin Road, as depicted in Figure 1. The Village Center is home to Carefree's municipal government and community amenities including the Desert Garden and Sundial. The mix of business establishments range from retail and restaurants to office, including professional and healthcare services, entertainment and government.



Figure 1 - Carefree Village Town Center



A database of establishments was provided by the Maricopa County Assessor's Office which lists each establishment by parcel number. According to this database there are 153 establishments located in the Carefree Village. The following table provides a breakdown by type of business currently located within the Carefree Village. There is a total of 42 retail and restaurant/bar establishments and a very high concentration of non-retail type businesses including medical, personal and professional office uses.



Table 1 - Carefree Town Center Establishment Mix

Establishment Type	Count
Construction	9
Government/Religious	3
Manufacturing	5
Office Medical	19
Office Professional	31
Personal Services	44
Restaurant/Bar	12
Retail	30
Total	153

Source: Town of Carefree

There is a total of 403,291 square feet of space within the Carefree Village, which includes office, retail, restaurants, government, and religious and civic organizations. The predominate land use by square feet is office at 209,724 square feet followed by retail at 108,802 square feet. Medical and dental comprise 10,486 square feet with government at 13,013.

REPORT OVERVIEW

This report is organized in a series of chapters that provide background information, original research and real estate demand analysis. Chapter 2 provides a summary of the key findings. Chapter 3 provides a comprehensive overview of the Carefree market and Market Trade Area including socio-demographics and Tapestry Segmentation. Chapter 4 reveals the high level findings of the consumer survey, and Chapter 5 covers historical tax collections, trade leakage, retail gaps and the projected demand for retail and office space within Carefree Village.

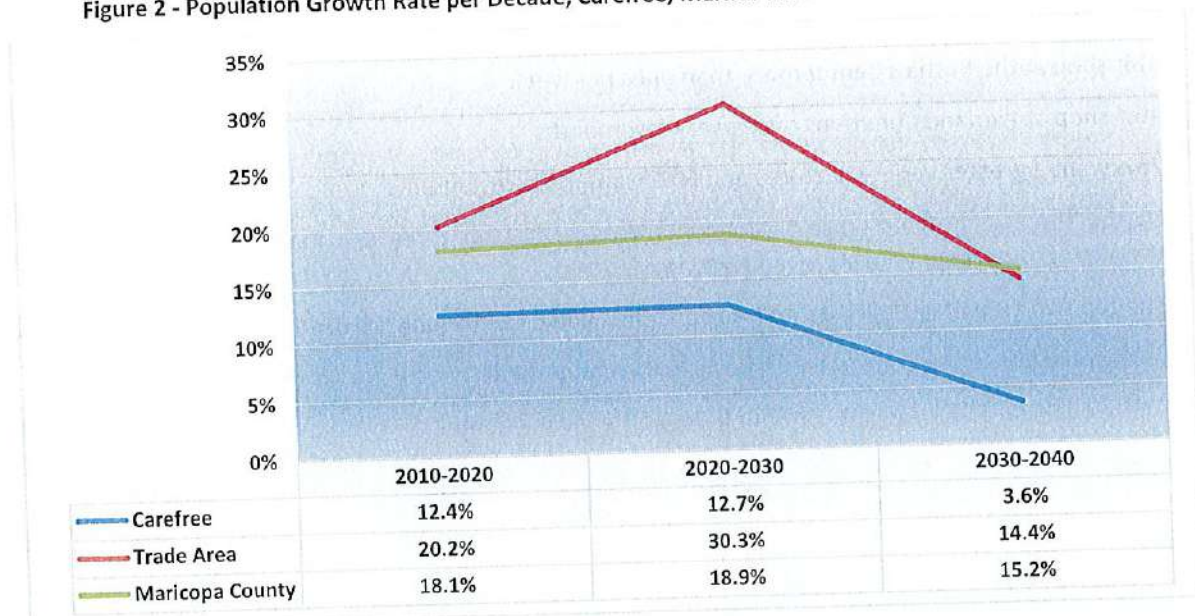


II. SUMMARY OF FINDINGS

SOCIO-DEMOGRAPHICS

Research was conducted on the socio-demographics of the Town of Carefree and a geographically defined trade area. The Market Trade Area for Carefree encompasses 148 square miles and includes Cave Creek, and portions of the cities of Phoenix and Scottsdale, as depicted in Figure 3. The current population of the trade area is 82,150 compared to the Town of Carefree at 3,451. Carefree population projections were compared against the Market Trade Area and Maricopa County as a whole by decade. The population growth rate varies by region and shows that the greatest rate of growth for Carefree will occur between 2020 and 2030 at nearly 13 percent and then drops sharply between 2030 and 2040. The Trade Area outpaces the County's projected growth rate for the periods between 2010 through 2030.

Figure 2 - Population Growth Rate per Decade, Carefree, Market Trade Area and Maricopa County



Source: MAG

Residents of the Town and Carefree and the Market Trade Area are among the most affluent in the metro Phoenix area with a median household income of \$87,938 and \$102,972 respectively. Carefree residents are higher educated than the County with 61 percent, more than double, having a Bachelor's Degree or higher compared to the County at 30 percent.

When it comes to income and net worth, residents in Carefree and the Market Trade Area hold an impressive amount of wealth. Their disposable income is significant and they spend it on dining, specialty food and luxury items, household furnishings, and travel and leisure activities. They are generous supporters of charitable organizations and the arts.

On a workday basis, there are nearly an equal number of people out commuting to work as in commuting to Carefree for jobs. These workers who come to Carefree represent a potential customer base for the restaurants, bars and retail in the Carefree Village, and are included in the retail demand model.



SURVEY RESULTS

Obtaining original research was a cornerstone of the market analysis to understanding shopping patterns, buying habits, and opinions about the Carefree Village, as well as desires for the type of retail and improvements needed. To accomplish this an internet based survey was conducted that yielded a total of 505 responses received from primarily Carefree and Cave Creek residents, but also residents in Scottsdale and Phoenix.

Overall, the respondents have expressed the need for more variety in retail and restaurant offerings within the Carefree Village. Below is a summary of the key findings for all respondents:

- 43% eat out 2-4 times per week
- 20% frequent the Village Center to eat out once or more per week
- The top 3 reasons for coming to the Carefree Village are dining, grocery shopping, and attending festivals.
- 32% shop at the Basha's Center more than once per week
- 40% shop at Kierland Commons once every few months
- 78% want a greater variety of stores and 60% want more restaurants
- Of the top five business that respondents desire, the top three are food related and include restaurants, specialty food store, and bakery
- The top two type of restaurants that respondents would like include Mexican and delicatessen
- 73% would like to see concerts and shows in the amphitheater
- 41% would consider or might consider living in the Village Center
- 68% indicated that the most appealing scenario for the Carefree Village is "a meeting place and the center of community activities with a mix of coffee shops, brew pubs, cultural and recreation spaces."

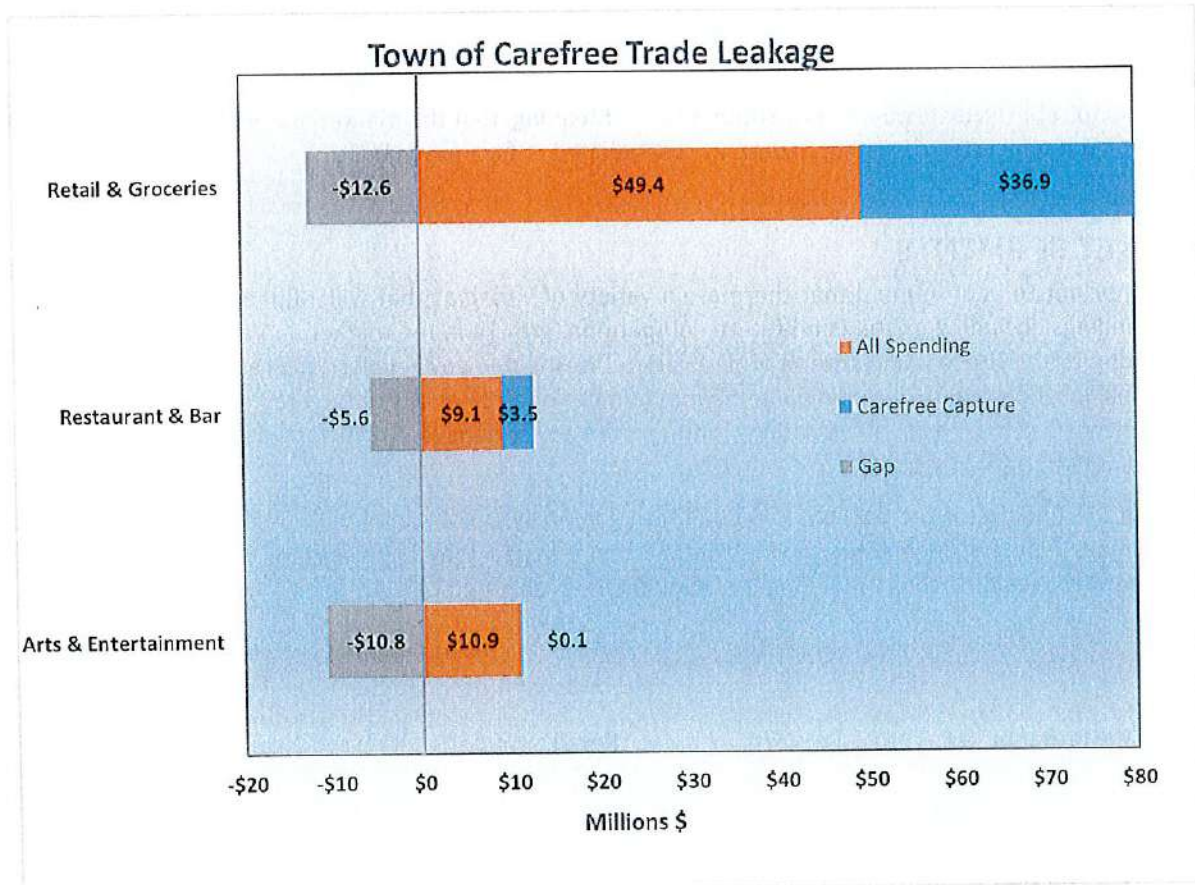
Survey data was also tabulated to carve out Carefree residents from total respondents in order to identify any significant differences in their responses. The findings of the survey conclude that a larger percentage of Carefree residents eat out once a week than nonresidents; and 27% of Carefree residents visit the Carefree Village once a week or more, and want more competitive pricing and better quality merchandise. Changes that nonresidents want include evening store hours, consistent store hours and improved parking.



DEMAND ANALYSIS

Several tasks were undertaken within the demand analysis to gain a comprehensive understanding of consumer spending, and trade leakage and gaps. Commercial real estate trends for Carefree and the Market Trade Area were analyzed and the future demand for square feet was forecasted. These findings, coupled with the Tapestry Lifestyle data provide the market intelligence to identify potential commercial and entertainment activities for Carefree Village.

Over the last five years, retail tax collections have experienced a steady decline from \$347 per capita to \$332 per capita. The biggest amount of trade leakage occurs within the retail-grocery category at \$12.6 million followed by arts and entertainment at \$10.8 million and restaurant and bar at \$5.6 million. Carefree residents spend \$69.4 million annual on all retail items of which 58.4% percent of the spending remains in Carefree.



A Leakage/Surplus index was calculated across several retail product categories to compare the supply and demand. Out shopping is taking place in nearly every category with the exception of lawn and garden equipment and supplies and beer, wine and liquor. In these two categories, Carefree is capturing resident spending from outside the Town of Carefree.

The demand for retail and office space was analyzed beginning with a baseline year of 2014 and projecting square feet of demand for 2020, 2030 and 2040. In 2014 the Carefree market can support a total of 261,598 square feet of retail space. However, when compared to the total inventory of retail



space in Carefree (286,081 square feet) there is a calculated surplus of 24,483 square feet of space. By 2020 the market is presumed to support 289,013 square feet showing a shortage of 2,932 square feet. Over the 26 year time horizon, the net new demand for retail space amounts to 82,165 square feet.

	2014	2020	2030	2040
Retail				
Total Forecast Demand in sq. ft.	261,598	289,013	327,261	343,763
Existing Square Feet	<u>286,081</u>	<u>286,081</u>	<u>286,081</u>	<u>286,081</u>
(Excess)/Shortage	(24,483)	2,932	41,180	57,682
Office				
Total Forecast Demand in sq. ft.	197,596	236,344	252,358	239,684
Existing Square Feet	<u>231,579</u>	<u>231,579</u>	<u>231,579</u>	<u>231,579</u>
(Excess)/Shortage	(33,983)	4,765	20,779	8,105

What the analysis does not take into consideration is the amount of existing square footage that is not desirable to retail tenants due to its location or size. Meaning, that the market may very well be likely to support additional retail if existing space was redeveloped or new space built.

MARKET SEGMENTS

It is important to bear in mind that there are a variety of variables that will influence the outcome of these findings, including existing and future competition, growth in the market and area demographics. In addition to the site location criteria of population threshold, many retailers and restaurants also have additional location criteria including: a minimum number of cars per day, a targeted demographic group (age, income, etc.), type of location, and preferred co-tenants such as grocery/supermarket, entertainment, fashion, etc.

Utilizing the findings of the consumer expenditure gap analysis combined with the Carefree consumer survey and Tapestry Segmentation information there appears to be a variety of commercial and entertainment related activity that Carefree should target, as noted below.

Carefree Village Commercial and Entertainment Potential

Restaurants

- Mexican
- Delicatessen/casual cafes and bistros
- Organic/healthy
- Seafood
- Brew pub/wine bar
- Organic/healthy

Specialty Food Stores

- Bakery
- Wine and artisan cheese
- Organic/healthy
- Butcher/specialty meats

Retail

- Clothing and Accessories
- Pet supplies and services
- Luggage and leather goods
- Sports/recreation/exercise equipment
- Health and personal care stores
- Book, periodical and music stores

Entertainment

- Performing arts
- Culinary festivals
- Concerts and shows in the amphitheater
- Art festivals



The current mix of retail uses in the Carefree Village is not in line with what consumer's desire, as concluded from the consumer survey. Getting the right mix of retail that consumer's demand will invigorate the Carefree Village and allow it to compete with other comparable retail destinations. The challenge will be encouraging landlords to recruit appropriate high-quality tenants that match the interests of Carefree residents and the Market Trade Area, rather than leasing space to whomever is willing to pay the rent.

Office uses are demand anchors for retailers and restaurants, especially in the morning and at noontime. Professional practices that include medical, legal and financial services are also desirable as they steadily attract visitors and employ office staff, all who are potential shoppers.

Civic, cultural and entertainment anchors also attract a high number of visitors and create the opportunity for cross marketing with area restaurants and retailers. Nighttime uses such as restaurants and theaters can help make up for the smaller daytime population from office workers.

Adding residential living to a downtown or urban village has proven to be successful in other markets. New housing opportunities add excitement and helps create a sense of place. In addition, a residential component provides a built in customer base that can support existing retail and restaurants and serve as a draw to attract new business. Finally, the survey findings indicated a desire for living in the Carefree Village.



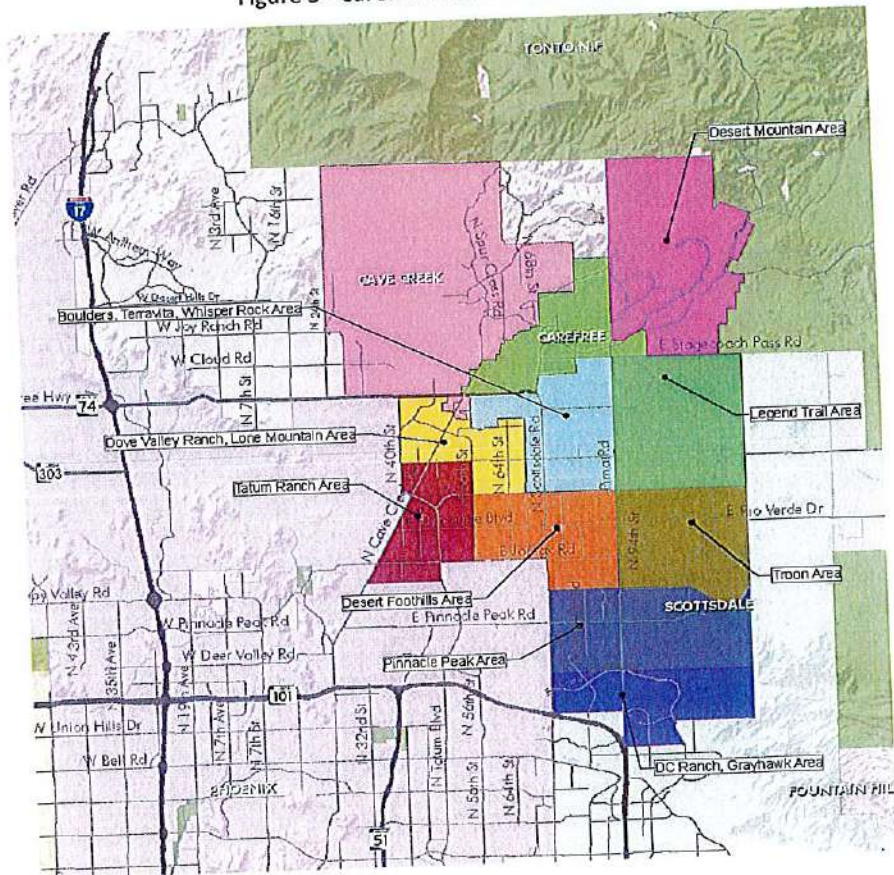
III. MARKET OVERVIEW

Research was conducted on the socio-demographics of the Town of Carefree and a geographically defined trade area. The findings of this research paints a picture of the consumer marketplace including population, household types, and spending patterns. In collaboration with the Carefree Steering Committee, a market trade that extends beyond the boundaries of the Town of Carefree was defined. This market trade area represents the potential “reach” that Carefree has in drawing in consumers from outside the Town. Delineating the trade area helps with understanding the buying power of the customer base and the potential for any new business or real estate opportunities.

CAREFREE TRADE AREA

The Market Trade Area for Carefree, as depicted in Figure 3, encompasses 148 square miles and includes Cave Creek, and portions of the cities of Phoenix and Scottsdale. The current population of the trade area is 82,150 compared to the Town of Carefree at 3,451. Population projections show that through 2040 Carefree is expected to experience a 28 percent growth rate compared to the trade area at 72 percent.

Figure 3 - Carefree Market Trade Area



SOCIO-DEMOGRAPHICS

Population and Households

Population projections through 2040 were obtained from the Maricopa Association of Governments for the Town of Carefree, the Market Trade Area and Maricopa County. These projections were used in the retail and office demand models to identify future demand for square feet that could be supported in the Carefree Village. The projected rate of growth over the 30 year time horizon, shown in Table 2, is the greatest for the market trade area at 72 percent, which leads the projected growth rate for all of Maricopa County. The Town of Carefree is projected to increase by 28 percent.

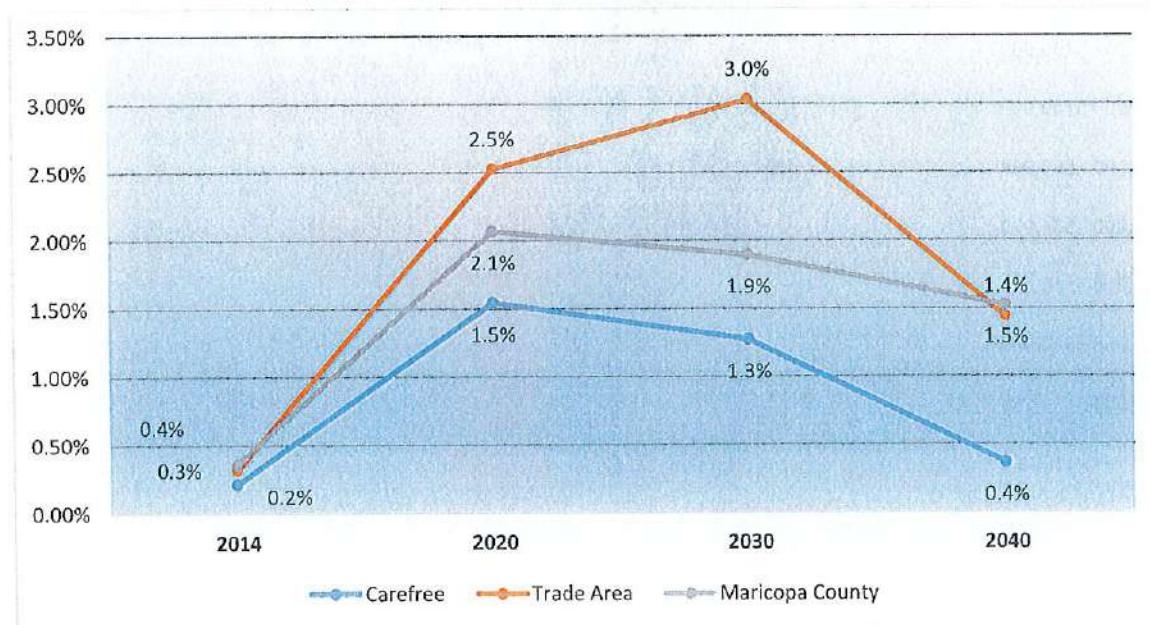
Table 2 - Population and Projections, 2010-2040

	2010	2014	2020	2030	2040	% Change 2010-2040
Carefree	3,353	3,451	3,770	4,248	4,402	28%
Market Trade Area	78,673	82,150	94,600	123,303	141,077	72%
Maricopa County	3,817,117	4,009,412	4,506,946	5,359,497	6,174,940	54%

Source: MAG, U.S. Census

When looking at the compounded annual growth rate in Figure 4, Carefree and Maricopa County show a steady decline in the rate of population growth beginning in 2020, while the Market Trade Area continues to increase through 2030, but thereafter begins to experience a rapid decline.

Figure 4 - Compounded Annual Growth Rate, 2014-2040



Source: MAG



The household size for the Town of Carefree remains constant at 1.4 people, while the Market Trade Area shows a slight increase by 2040. By comparison, the countywide average household size is 2.7 people.

Table 3 - Households and Projections, 2010-2040

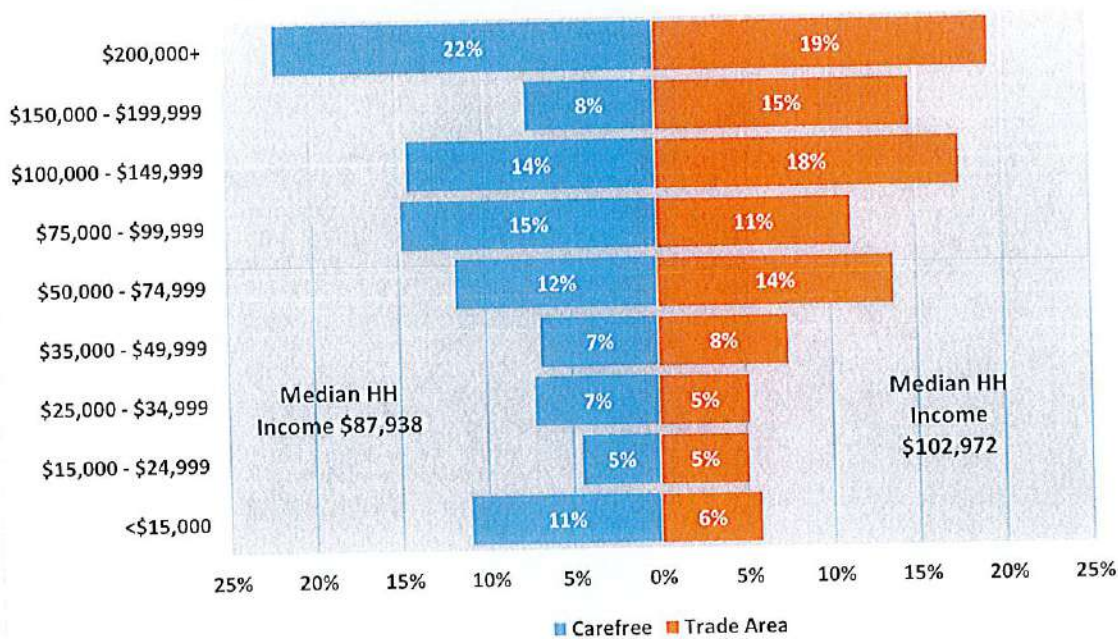
	2010	2014	2020	2030	2040
Carefree	1,651	1,696	1,839	2,077	2,146
Average Household Size	2.00	2.00	2.01	1.98	1.97
Market Trade Area	32,336	33,819	39,196	51,372	58,774
Average Household Size	2.43	2.42	2.41	2.39	2.39
Maricopa County	1,411,590	1,459,136	2,312,650	1,968,799	2,265,740
Average Household Size	2.7	2.7	2.7	2.7	2.7

Note: Maricopa County data for 2013 from AGS
 Source: MAG, AGS

Income

When considering the spending power of Carefree and residents in the Market Trade Area, it is apparent that this portion of Metro Phoenix is very affluent. Carefree residents have a median household income of \$87,938 and the Market Trade Area residents boast an income of \$102,972. The median household income for all of Maricopa County is \$54,385.

Figure 5 - Median Household Income, 2014



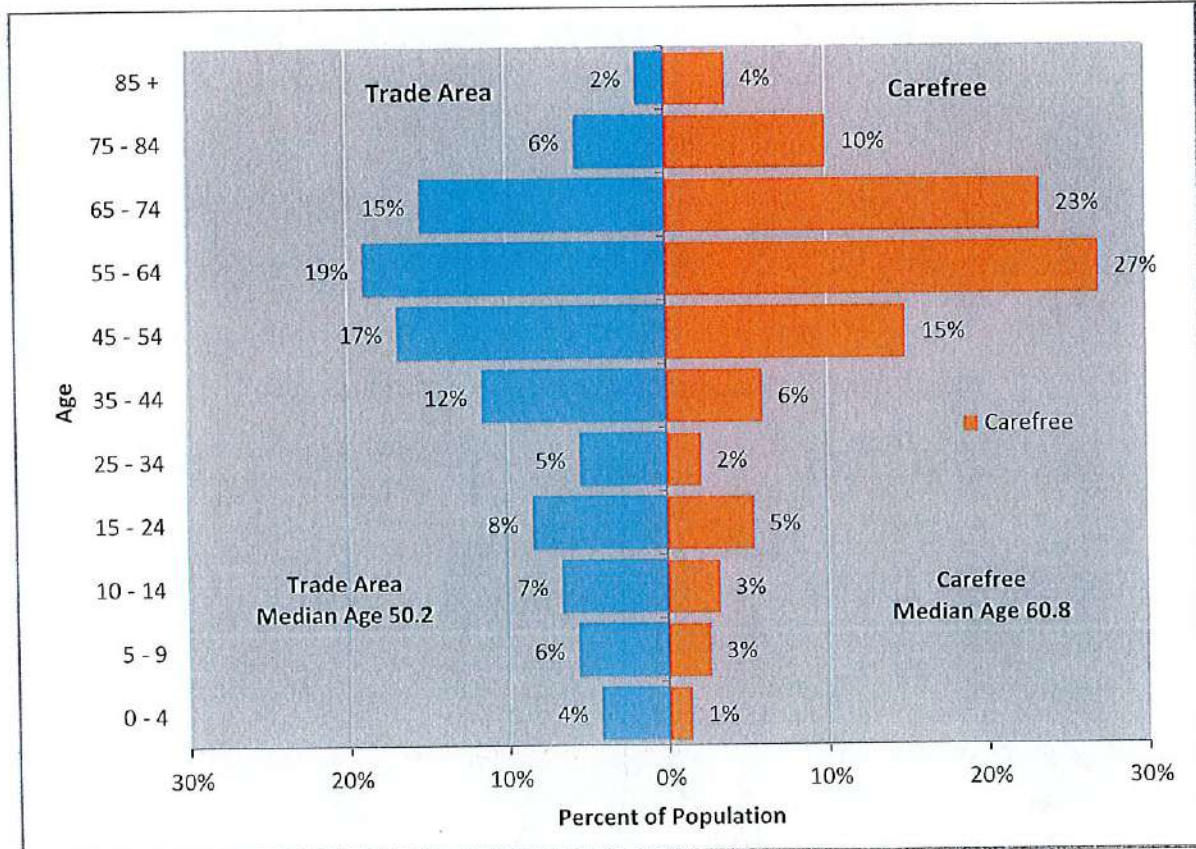
Source: Esri



Age

When examining the age distribution displayed in Figure 6, the Market Trade Area has a larger percentage of children, young adults and people between the ages of 35 and 54 than Carefree, while Carefree has a greater percentage of people over the age of 55. This is evident in the median age of Carefree residents at 60.8 compared to the Market Trade Area at 50.2.

Figure 6 - Age Distribution, Carefree and Market Trade Area, 2014



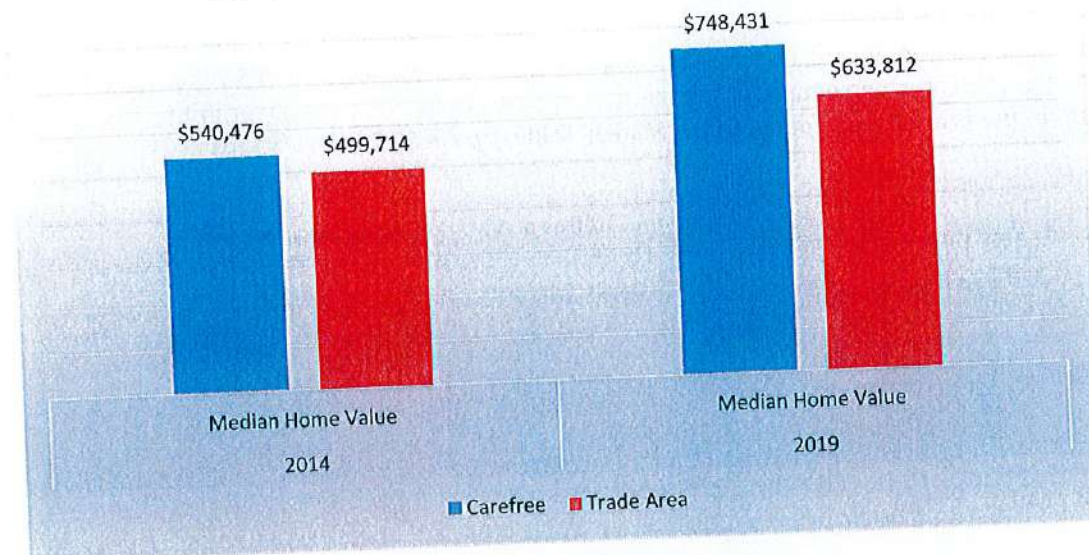
Source: Esri

Housing

The median home values in Carefree are projected to increase from \$540,476 in 2014 to \$748,431 in 2019 noted in Figure 7. The Trade Area has a higher percentage of owner occupied units at 69.1 percent compared to Carefree at 63.5 percent. Carefree has a higher percentage of housing that is vacant, which is primarily due to the seasonality of some residents (Figure 8).

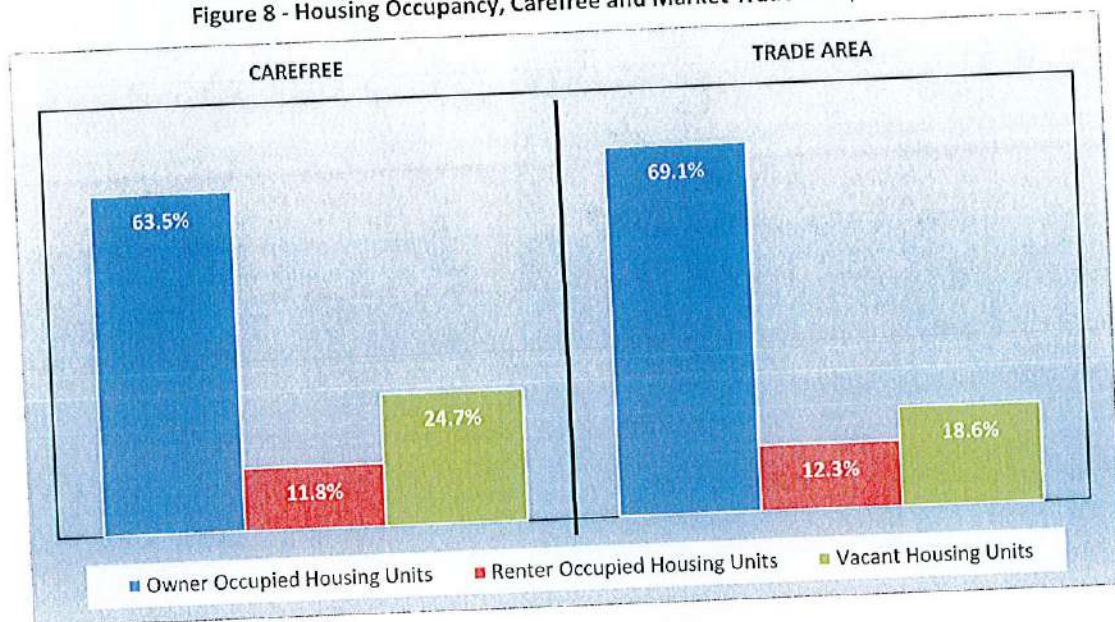


Figure 7 - Median Home Values, Carefree and Market Trade Area



Source: Esri

Figure 8 - Housing Occupancy, Carefree and Market Trade Area, 2014



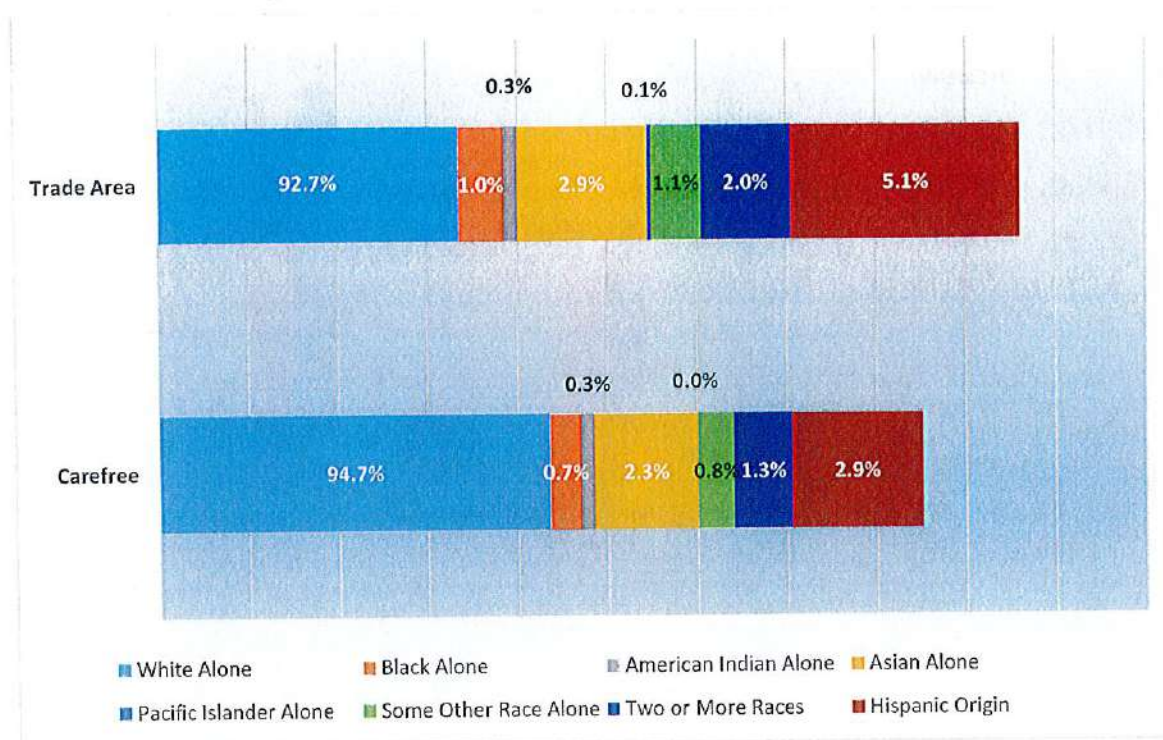
Source: Esri

Race and Ethnicity

The largely white population in Carefree and the Market Trade area is projected to experience a small decrease between 2014 and 2019; while the amount of people who identify themselves as being Hispanic is projected to increase slightly over the same timeframe. As seen in Figure 9, the Trade Area contains the largest share of Hispanic individuals as a percent of the total population at 5.1 percent, in contrast to Carefree at 2.9 percent.



Figure 9 - Race and Ethnicity, Carefree and Market Trade Area, 2014



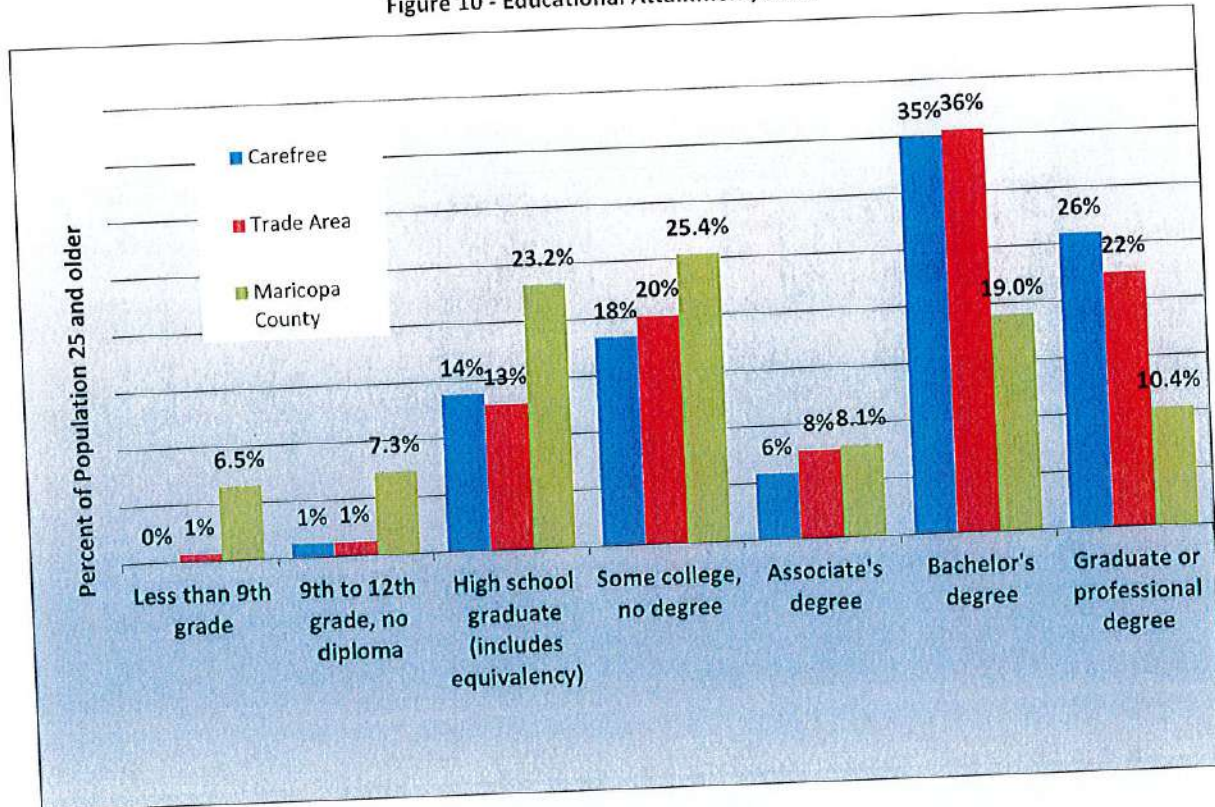
Source: Esri

Educational Attainment

Educational attainment is another indicator of socio-economic status of a population. With advancing educational attainment comes an increase in disposable income. Both Carefree and the Trade Area substantially exceed Maricopa County in higher educational attainment, with nearly 61 percent of the population in Carefree possessing a Bachelor’s or Graduate degree and 58 percent in the Trade Area. This is double that of the county at 29 percent.



Figure 10 - Educational Attainment, 2014



Source: Esri

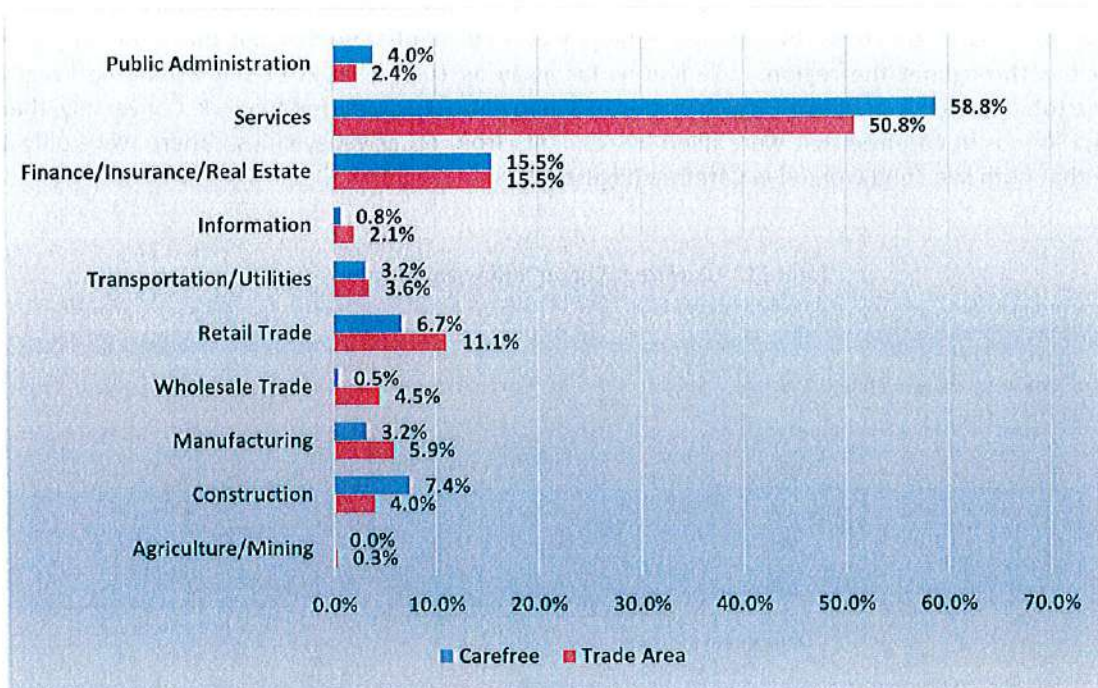
Employment

The vast majority of residents in Carefree and the larger trade area are employed within the services sector, which includes professional services, healthcare, and entertainment industries. This is followed by finance, insurance and real estate, which employs 15.5 percent of all residents. According to the U.S. Census there are 1,491 Carefree residents over the age of 16 employed in civilian jobs.

In terms of occupations within these industry sectors, nearly 86 percent of Carefree residents are employed in white collar jobs within management, business, financial, professional services, and sales. This is also the case with residents within the Trade Area. Blue collar occupations within Carefree comprise 14 percent of all occupations, which includes construction, manufacturing, agriculture and mining.

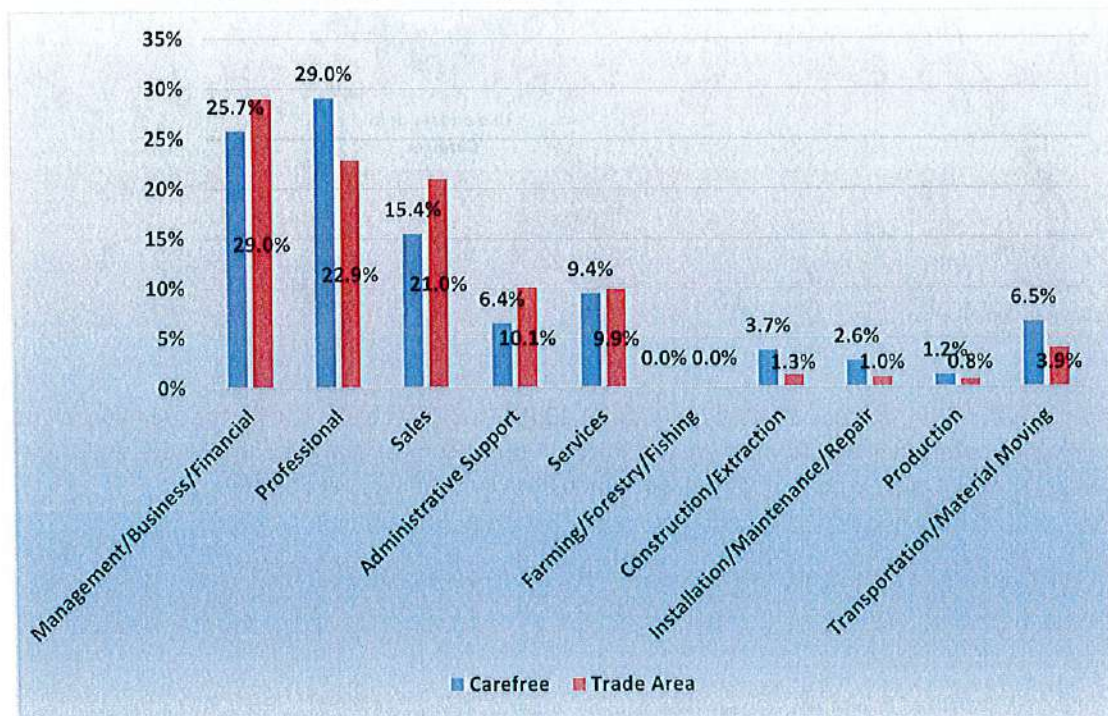


Figure 11 - Employment by Industry, Carefree and Trade Area, 2014



Source: Esri

Figure 12 - Occupation of Employed People 16 years and Older, 2014



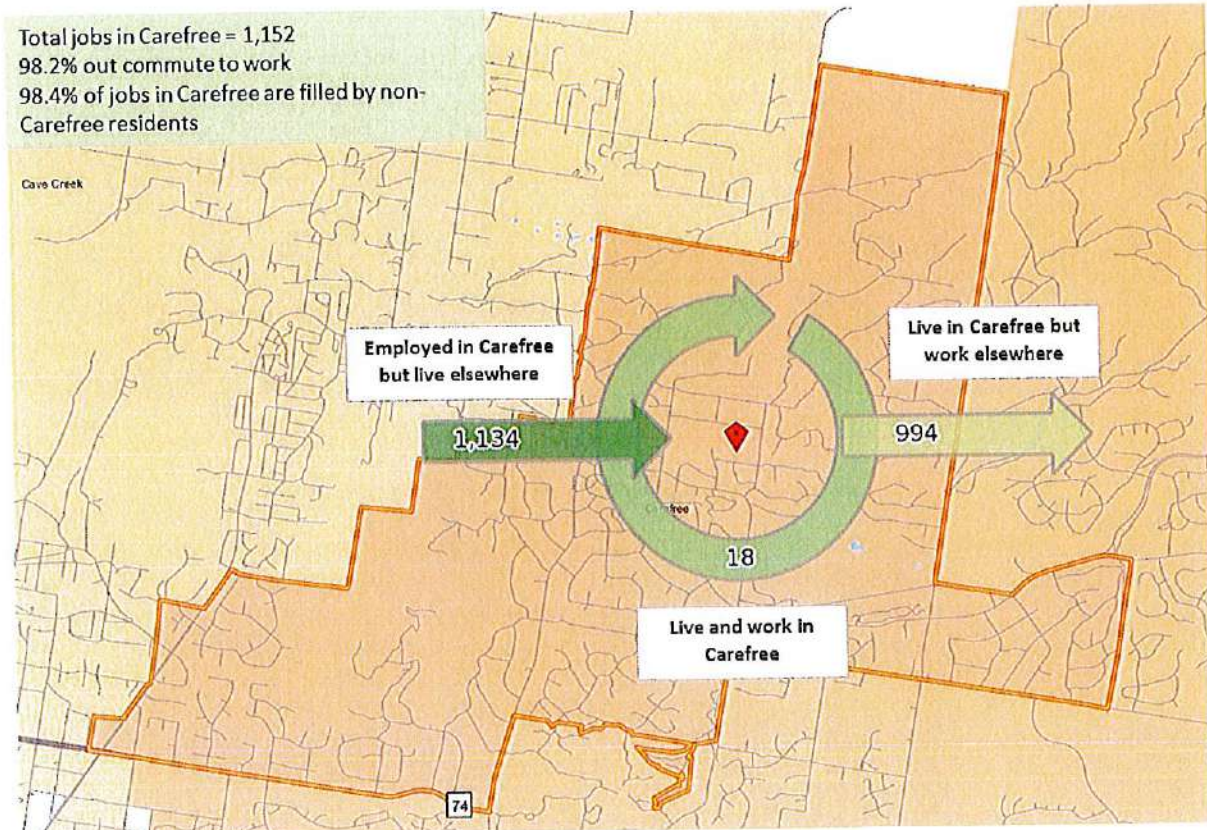
Source: Esri



Worker Inflow/Outflow

On a workday basis, the Town of Carefree experiences a substantial worker out migration to jobs in other cities throughout the region, including as far away as Tucson. In 2011 the workforce living in Carefree totaled 1,0121 people, of which 994 or 98.2 percent out-commuted to work. Conversely, there were 1,134 jobs in Carefree that were filled by residents from other valley cities. There were only 18 people that both lived and worked in Carefree (Figure 13).

Figure 13 - Carefree Worker Inflow and Outflow



Carefree imports 98.4 percent of its workforce (1,134) from other cities to fill the demand by area employers. As noted in Table 4, most of the in-commuters come from Phoenix (37.6%) followed by Scottsdale (13.8%). Only 1.6 percent of the workforce both live and work in Carefree.

¹ This figure comes from US Census LEHD Origin-Destination Employment Statistics, which will not match the figure provided in the Esri 2014 Employment by Industry data.



Table 4 - Carefree Location of Employment/ Residence, 2011

	Out Commuter's Workplace		In Commuter's Residence	
	Count	Percent	Count	Percent
Phoenix	336	33.2%	433	37.6%
Scottsdale	142	14.0%	159	13.8%
Tucson	77	7.6%		--
Tempe	42	4.2%		--
Mesa	38	3.8%	40	3.5%
Chandler	33	3.3%		--
Glendale	24	2.4%	41	3.6%
Carefree	18	1.8%	18	1.6%
Gilbert	18	1.8%		--
Flagstaff	16	1.6%		--
Peoria	0	--	41	3.6%
Anthem	0	--	35	3.0%
Cave Creek	0	--	34	3.0%
New River	0	--	29	2.5%
Avondale	0	--	18	1.6%
All Other Locations	268	26.5%	304	26.4%
Totals	1,012	100.0%	1,152	100.0%

Source: U.S. Census Bureau, OnTheMap Application and LEHD Origin-Destination Employment Statistics Beginning of Quarter Employment, 2nd Quarter of 2002-2011

Table 5 shows that Carefree is exporting a large percentage of highly skilled workers in the industries of healthcare, educational services, administrative support, and finance and insurance; while importing workers to fill jobs mostly in accommodations and food services and construction. Carefree imports nearly as many jobs in retail trade as it exports.

An examination of the earnings shows that the jobs which Carefree imports workers to fill are lower wage earning jobs with 26.7 percent earning more than \$3,333 a month compared to Carefree residents at 43.7 percent. Also important to know is worker educational attainment. Carefree residents hold a greater percentage of Bachelor's and Advanced Degrees than employees that come to Carefree to work.

The workers who come to Carefree represent a potential customer base for existing and future retail and restaurants. While the numbers may be small, they still augment the size of the potential market for business retention and attraction purposes.



Table 5 - Carefree Employment and Workforce Statistics, 2011

	Working in Carefree		Living in Carefree	
	Count	Percent	Count	Percent
Total All Jobs	1,152	100%	1,012	100%
Jobs by Worker Age				
Age 29 or younger	242	21.0%	215	21.2%
Age 30 to 54	599	52.0%	533	52.7%
Age 55 or older	311	27.0%	264	26.1%
Jobs by Earnings				
\$1,250 per month or less	401	34.8%	259	25.6%
\$1,251 to \$3,333 per month	443	38.5%	311	30.7%
More than \$3,333 per month	308	26.7%	442	43.7%
Jobs by NAICS Industry Sector				
Agriculture, Forestry, Fishing and Hunting	1	0.1%	20	2.0%
Mining, Quarrying, and Oil and Gas Extraction	1	0.1%	1	0.1%
Utilities	5	0.4%	3	0.3%
Construction	97	8.4%	50	4.9%
Manufacturing	16	1.4%	45	4.4%
Wholesale Trade	44	3.8%	62	6.1%
Retail Trade	185	16.1%	155	15.3%
Transportation and Warehousing	19	1.6%	41	4.1%
Information	11	1.0%	23	2.3%
Finance and Insurance	48	4.2%	70	6.9%
Real Estate and Rental and Leasing	45	3.9%	16	1.6%
Professional, Scientific, and Technical Services	100	8.7%	78	7.7%
Management of Companies and Enterprises	0	0.0%	10	1.0%
Administration & Support, Waste Management and Remediation	63	5.5%	88	8.7%
Educational Services	22	1.9%	69	6.8%
Health Care and Social Assistance	85	7.4%	105	10.4%
Arts, Entertainment, and Recreation	37	3.2%	32	3.2%
Accommodation and Food Services	311	27.0%	93	9.2%
Other Services (excluding Public Administration)	37	3.2%	23	2.3%
Public Administration	25	2.2%	28	2.8%
Jobs by Worker Race				
White Alone	1,083	94.0%	939	92.8%
Black or African American Alone	23	2.0%	25	2.5%
American Indian or Alaska Native Alone	15	1.3%	15	1.5%
Asian Alone	16	1.4%	20	2.0%
Native Hawaiian or Other Pacific Islander Alone	2	0.2%	0	0.0%
Two or More Race Groups	13	1.1%	13	1.3%
Jobs by Worker Ethnicity				
Not Hispanic or Latino	975	84.6%	864	85.4%
Hispanic or Latino	177	15.4%	148	14.6%
Jobs by Worker Educational Attainment				
Less than high school	119	10.3%	85	8.4%
High school or equivalent, no college	228	19.8%	185	18.3%
Some college or Associate degree	308	26.7%	244	24.1%
Bachelor's degree or advanced degree	255	22.1%	283	28.0%
Educational attainment not available (workers aged 29 or younger)	242	21.0%	215	21.2%
Jobs by Worker Sex				
Male	595	51.6%	568	56.1%
Female	557	48.4%	444	43.9%

Source: U.S. Census Bureau, OnTheMap Application and LEHD Origin-Destination Employment Statistics



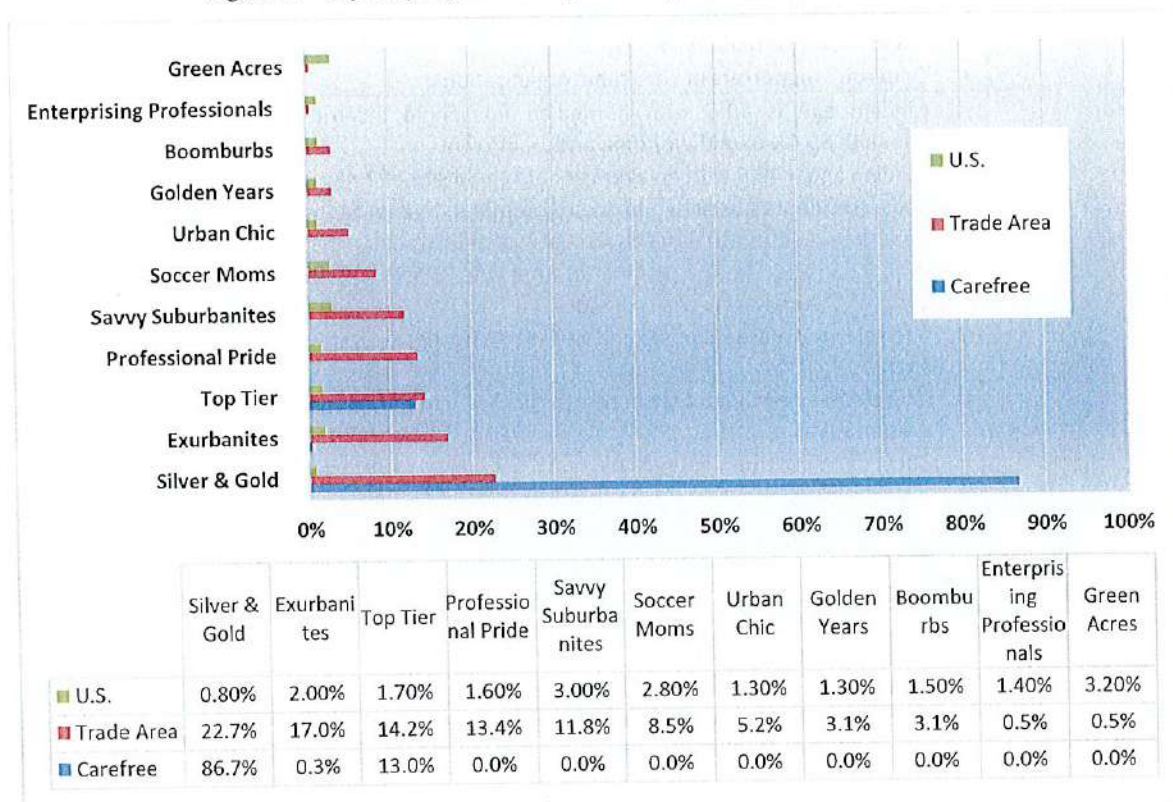
TAPESTRY SEGMENTATION

Segmentation systems operate on the theory that people with similar tastes, lifestyles, and behaviors seek others with the same tastes—“like seeks like.” These behaviors can be measured, predicted, and targeted. Esri’s Tapestry Segmentation system combines the “who” of lifestyle demography with the “where” of local neighborhood geography to create a model of various lifestyle classifications or segments of actual neighborhoods with addresses—distinct behavioral market segments.

The Tapestry Segmentation system has 67 classifications of US neighborhoods based on their socioeconomic and demographic compositions. The system provides a picture of US neighborhoods based on proven segmentation methodology and socioeconomic and demographic characteristics. Customer profiles created with segmentation can help find the best location for new stores, study differences in population segments and direct advertising with the right message to the right audience.

The Town of Carefree and the Market Trade Area have some distinct differences in the lifestyle segmentation concentrations, as pictured in Figure 14. Most notably is the majority concentration of Silver & Gold segment in Carefree with 87 percent of the households, compared to the Trade Area at 23 percent and the US with less than 1 percent. The Trade Area has a more diverse mix of consumers with 11 segments compared to Carefree with 3 segments.

Figure 14 - Tapestry Segmentation, Carefree, Market Trade Area and U.S.



Source: Esri



The following table provides a market profile each Tapestry segment for Carefree and the Trade Area. Full descriptions of each segment is included in Appendix A. This information, combined with the consumer survey results and trade leakage analysis should be helpful to the Town in targeting the appropriate mix of retail, restaurants, entertainment and services.

Tapestry Segmentation	Market Profile	Carefree %	Trade Area %
Silver & Gold	<ul style="list-style-type: none"> • Median age is 61.8 with a median household income of \$63,000; 83.8% own their home and 16.2% rent • This is the most affluent senior market segment and is growing • Partial to luxury cars or SUVs; highest demand market for convertibles. • Active seniors that maintain a regular exercise regimen and pay attention to healthier eating habits. • Pursue the luxuries that well-funded retirement affords: an active social life, travel, hobbies, and sports (especially golf and boating) and liberal use of home maintenance services to minimize chores. • Avid readers of newspapers, magazines (sports and travel), and books (audio, e-readers, or tablets). • Generous supporters of charitable organizations. 	86.7%	22.7%
Exurbanites	<ul style="list-style-type: none"> • Median age is 49.6 with a median household income of \$98,000; 85.4% own their home and 14.6% rent • Median age is 49.6 with an average household size of 2.48. • These residents are active in their community, generous with donations, support the arts and are seasoned travelers • Well connected and use the internet for everything from shopping to managing their finances • Sociable and hardworking, and still find the time to stay in shape • Exurbanites residents' preferred vehicles are late model luxury cars or SUVs. • They are active supporters of the arts and public television/radio. • Attentive to ingredients, they prefer natural or organic products. • Gardening and home improvement are priorities, but they also use a number of services, from home care and maintenance to personal care. • Financially active with wide-ranging investments, these investors rely on financial planners, extensive reading, and the Internet to handle their money. 	0.3%	17.0%



Tapestry Segmentation	Market Profile	Carefree %	Trade Area %
Top Tier	<ul style="list-style-type: none"> • Median age is 46.2 with a median household income of \$157,000; 90.5% own their home and 9.5% rent • They purchase or lease luxury cars with the latest trim, preferably imports. • They contribute to arts/cultural organizations, educational and social groups, as well as NPR and PBS. • Top Tier residents farm out their household chores—every service from property and garden maintenance and professional housekeeping to contracting for home improvement or maintenance projects. • Consumers spend money on themselves; they frequently visit day spas and salons, use dry cleaning services, and exercise at exclusive clubs. • When at home, their schedules are packed with lunch dates, book club meetings, charity dinners, classical music concerts, opera shows, and visits to local art galleries. • Top Tier consumers are shoppers. They shop at high-end retailers such as Nordstrom (readily paying full price), as well as Target, Kohl's, Macy's, and Bed Bath & Beyond, and online at Amazon.com. • They make several domestic and foreign trips a year for leisure and pay for every luxury along the way—a room with a view, limousines, and rental cars are part of the package. 	13.0%	14.2%
Professional Pride	<ul style="list-style-type: none"> • Median age is 40.5 with a median household income of \$127,000; 92% own their home and 8% rent • These frequent travelers take several domestic trips a year, preferring to book their plane tickets, accommodations, and rental cars via the Internet. • Residents take pride in their picture-perfect homes, which they continually upgrade. They shop at Home Depot and Bed Bath & Beyond to tackle the smaller home improvement and remodeling tasks but contract out the larger projects. • To keep up with their busy households, they hire housekeepers or professional cleaners. • Residents are prepared for the ups and downs in life; they maintain life insurance; homeowners and auto insurance; as well as medical, vision, dental, and prescription insurance through work. They are actively investing for the future; they hold 401(k) and IRA retirement plans, plus securities. • Consumers spend on credit but have the disposable income to avoid a balance on their credit cards. They spend heavily on Internet shopping; Amazon.com is a favorite website. • They work out in their home gyms, owning at least a treadmill, an elliptical, or weightlifting equipment. They also visit the salon and spa regularly. • Residents, both young and old, are tech savvy; they not only own the latest and greatest in tablets, smartphones, and laptops but actually use the features each has to offer. 	0%	13.4%



Tapestry Segmentation	Market Profile	Carefree %	Trade Area %
Savvy Suburbanites	<ul style="list-style-type: none"> • Median age is 44.1 with a median household income of \$104,000; 91% own their home and 9% rent • Residents prefer late model, family-oriented vehicles: SUVs, minivans, and station wagons. • Gardening and home remodeling are priorities, usually DIY. Riding mowers and power tools are popular, although they also hire contractors for the heavy lifting. • There is extensive use of housekeeping and personal care services. • Foodies: They like to cook and prefer natural or organic products. • These investors are financially active, using a number of resources for informed investing. They are not afraid of debt; many households carry first and second mortgages, plus home equity credit lines. • Physically fit, residents actively pursue a number of sports, from skiing to golf, and invest heavily in sports gear and exercise equipment. 	0%	11.8%
Soccer Moms	<ul style="list-style-type: none"> • Median age is 36.6 with a median household income of \$84,000; 85.5% own their home and 14.5% rent • Most households own at least 2 vehicles; the most popular types are minivans and SUVs. • Family-oriented purchases and activities dominate, like 4+ televisions (Index 165), movie purchases or rentals, children's apparel and toys, and visits to theme parks or zoos. • Outdoor activities and sports are characteristic of life in the suburban periphery, like bicycling, jogging, golfing, boating, and target shooting. • Home maintenance services are frequently contracted, but these families also like their gardens and own the tools for minor upkeep, like riding mowers and tillers. 	0%	8.5%
Urban Chic	<ul style="list-style-type: none"> • Median age is 42.6 with a median household income of \$98,000; 66.6% own their home and 33.3% rent • Shop at Trader Joe's, Costco, or Whole Foods. • Eat organic foods, drink imported wine, and truly appreciate a good cup of coffee. • Travel extensively (domestically and internationally). • Prefer to drive luxury imports and shop at upscale establishments. • Embrace city life by visiting museums, art galleries, and movie theaters for a night out. • Avid book readers of both digital and audio formats. • Financially shrewd residents that maintain a healthy portfolio of stocks, bonds, and real estate. • In their downtime, enjoy activities such as skiing, yoga, hiking, and tennis. 	0%	5.2%



Tapestry Segmentation	Market Profile	Carefree %	Trade Area %
Golden Years	<ul style="list-style-type: none"> • Median Age is 51 with a median household income of \$61,000; 63.7% own their home and 36.3% rent • Avid readers, they regularly read daily newspapers, particularly the Sunday edition. • They subscribe to cable TV; news and sports programs are popular as well as on-demand movies. • They use professional services to maintain their homes inside and out and minimize their chores. • Leisure time is spent on sports (tennis, golf, boating, and fishing) or simple exercise like walking. • Good health is a priority; they believe in healthy eating, coupled with vitamins and dietary supplements. • Active social lives include travel, especially abroad, plus going to concerts and museums. • Residents maintain actively managed financial portfolios that include a range of instruments such as common stock and certificates of deposit (more than six months). 	0%	3.1%
Boomburbs	<ul style="list-style-type: none"> • Median age is 33.6 with a median household income of \$105,000; 84.5% own their home and 15.5% rent • Boomburbs residents prefer late model imports, primarily SUVs, and also luxury cars and minivans. • This is one of the top markets for the latest in technology, from smartphones to tablets to Internet connectable televisions. • Style matters in the Boomburbs, from personal appearance to their homes. These consumers are still furnishing their new homes and already remodeling. • They like to garden but more often contract for home services. • Physical fitness is a priority, including club memberships and home equipment. • Leisure includes a range of activities from sports (hiking, bicycling, swimming, golf) to visits to theme parks or water parks. • Residents are generous supporters of charitable organizations. 	0%	3.1%
Enterprising Professionals	<ul style="list-style-type: none"> • Median age is 34.8 and median household income is \$77,000; 52.3% own their home and 47.7% rent • Buy digital books for tablet reading, along with magazines and newspapers. • Go on business trips, a major part of work. • Watch movies and TV with video-on-demand and HDTV over a high-speed connection. • Convenience is key—shop at Amazon.com and pick up drugs at the Target pharmacy. • Eat out at The Cheesecake Factory and Chick-fi I-A; drop by Starbucks for coffee. • Leisure activities include gambling, trips to museums and the beach. • Have health insurance and a 401(k) through work. 	0%	0.5%



Tapestry Segmentation	Market Profile	Carefree %	Trade Area %
Green Acres	<ul style="list-style-type: none"> • Median age is 43 with a median household income of \$72,000; 86.7% own their home and 13.3% rent • Purchasing choices reflect Green Acres' resident's country life, including a variety of vehicles from trucks and SUVs to ATVs and motorcycles, preferably late model. • Homeowners favor DIY home improvement projects and gardening. • Media of choice are provided by satellite service, radio, and television, also with an emphasis on country and home and garden. • Green Acres residents pursue physical fitness vigorously, from working out on home exercise equipment to playing a variety of sports. • Residents are active in their communities and a variety of social organizations, from fraternal orders to veterans' clubs. 	0%	0.5%



IV. CONSUMER SURVEY

As part of the comprehensive Carefree Village master plan a consumer survey was conducted that was designed to accomplish several objectives, including identifying the type of business that would complement Carefree's commercial district and identifying opportunities that would enhance the city's quality of life and help meet consumer demands in the region.

An internet based survey was launched through the Town's COINS system on September 5, 2014 and closed on October 12, 2014. In addition to the COINS system, additional outreach was conducted to civic organizations requesting their assistance to promote the survey. A total of 505 responses were received primarily from residents living in Carefree and other metro Phoenix communities. A few respondents were from out of state.

The survey instrument was subdivided into three topical sections, which included:

1. Shopping location and personal experience
2. Desires of the Respondent for the Carefree Village
3. Information about the Respondent

For certain questions relating to dining, type of restaurant desired, shopping at the Carefree Village, and participation in Carefree events, cross tabulations were conducted for Carefree residents versus non-Carefree residents. Survey findings are presented in a series of charts and in some cases the chart represents total respondents and in other cases there is a comparison between Carefree residents and non-Carefree residents. Full survey results for Carefree are included in Appendix B and for all respondents in Appendix C.

A combination of the size of the market and the number of responses establishes the accuracy of the survey results. The total number of completed surveys (449) was used in calculating the margin of error. This figure is different from the total responses of 505, since not everyone provided their zip code in order to tabulate the number of Carefree residents.

	Trade Area	Carefree
Number of People	82,150	3,451
Completed Surveys	449	283

Confidence Level	Margin of Error	Margin of Error
90%	3.90%	4.70%
95%	4.60%	5.60%
99%	6.10%	7.30%

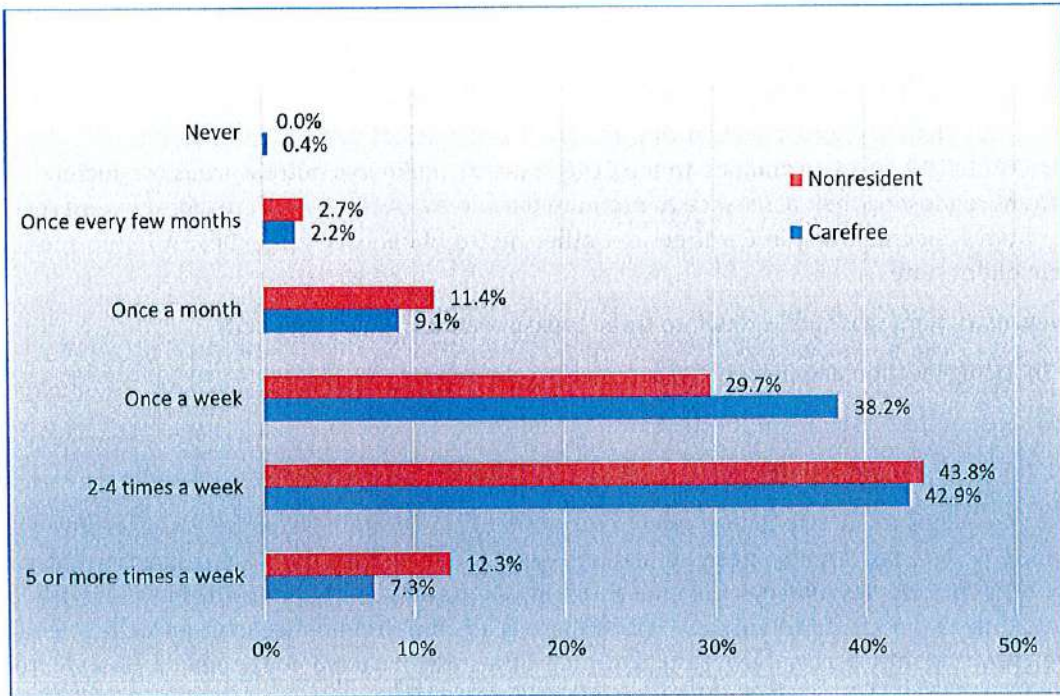
At a 95% level of confidence the margin of error for the Trade Area was 4.6%, as compared to Carefree at 5.6%. This means that if you conducted the survey 100 more times, 95 times out of 100 you would get the same response +/- 4.6%.

Overall, the residents of Carefree have indicated a strong desire for more variety in retail and restaurant offerings within the Carefree Village.



SHOPPING LOCATION AND EXPERIENCE

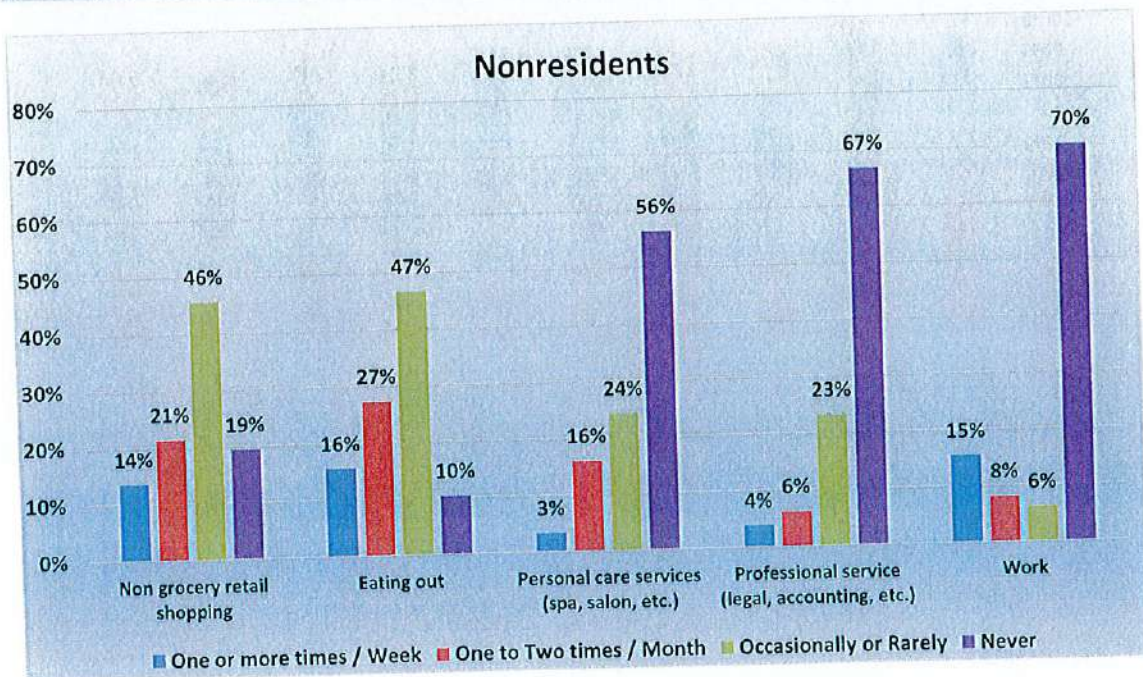
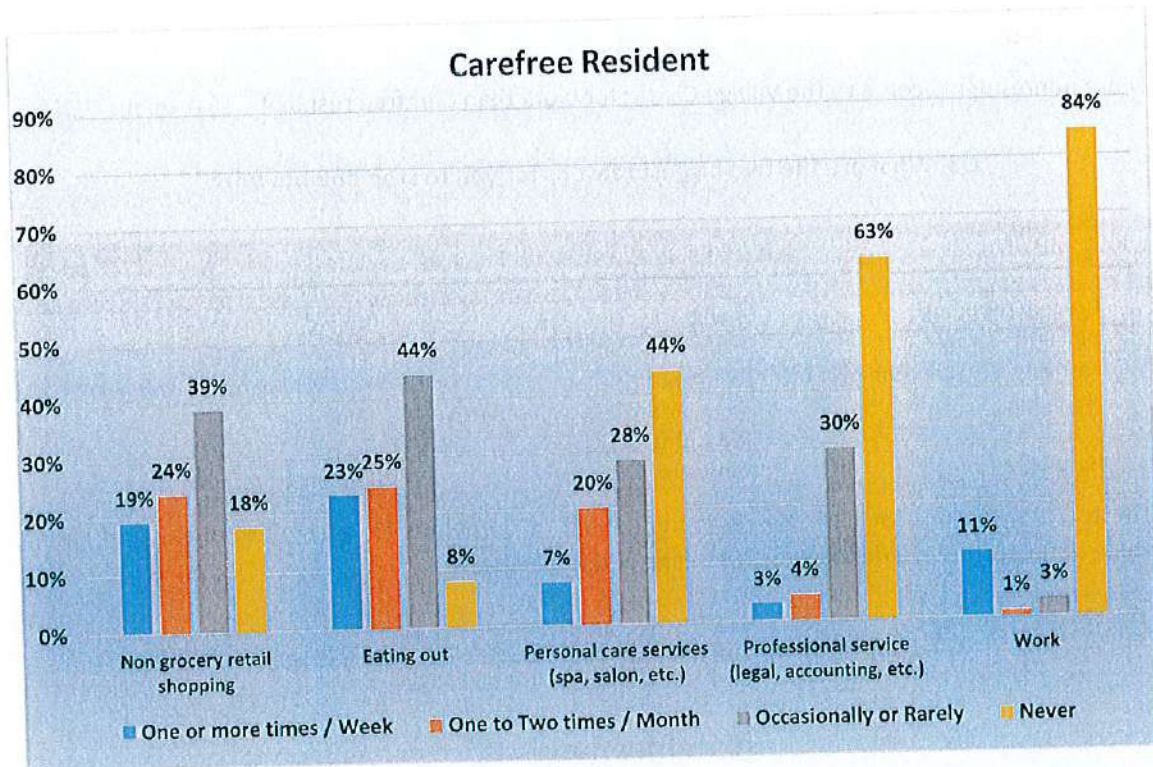
Q1. How often do you eat out?



- There is a larger percentage of Carefree residents (38.2%) that eat out once a week than nonresidents (29.7%).
- 43.8% of nonresidents eat out 2-4 times a week compared to Carefree residents at 42.9%



Q2. How often do you come to Carefree Town Center for the following?



- The primary reason for visiting the Carefree Village for both Carefree residents and nonresidents is for dining followed by non grocery shopping.



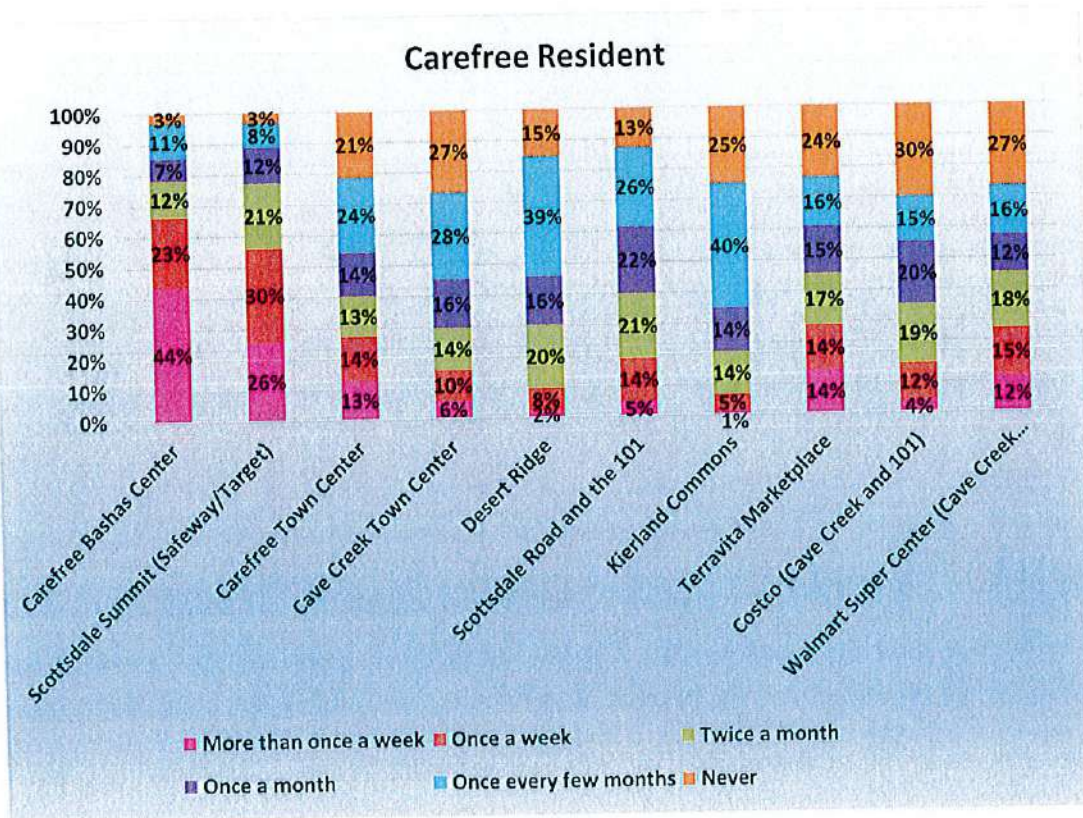
- Carefree residents come to the Village Center for dining at a greater frequency than nonresidents. 23% of Carefree residents versus 16% of nonresidents eat out one or more times per week in the Village Center.
- More nonresidents come to the Village Center for work than Carefree residents, 15% versus 11%.

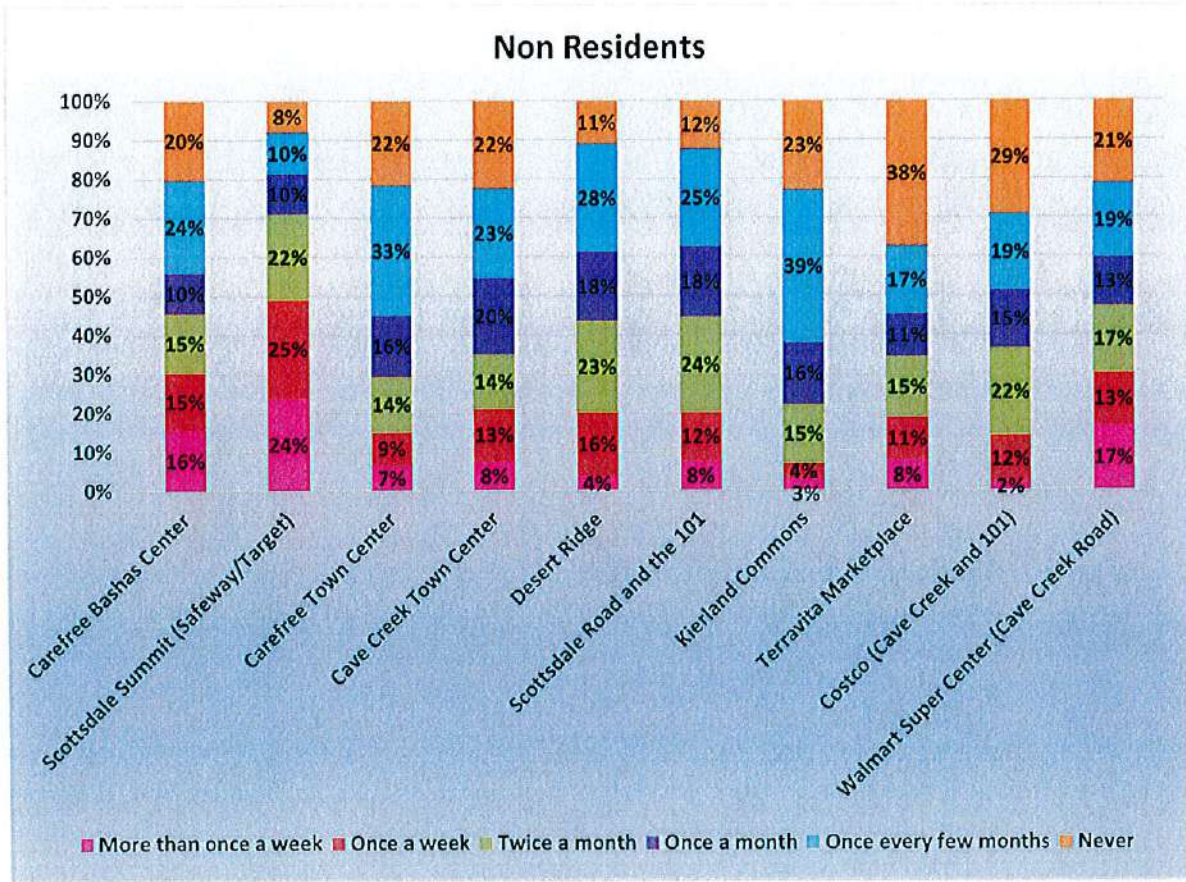
Q3. What are the two biggest reasons for you to stop downtown?

Rank	Carefree Residents	Non-Carefree Residents	Combined Responses
1	Grocery shopping	Dining	Dining
2	Dining/beverages	Festivals, activities and events	Grocery shopping
3	Festivals, activities and events	Shopping	Festivals, activities and events
4	Shopping	Personal/professional services tied with grocery	Shopping
5	Hardware	Hardware	Personal/professional services

- The top two reasons for Carefree residents to visit downtown is for grocery shopping and dining, while non-Carefree residents come for dining and the festivals.

Q4. How often do you shop at the following locations/stores?

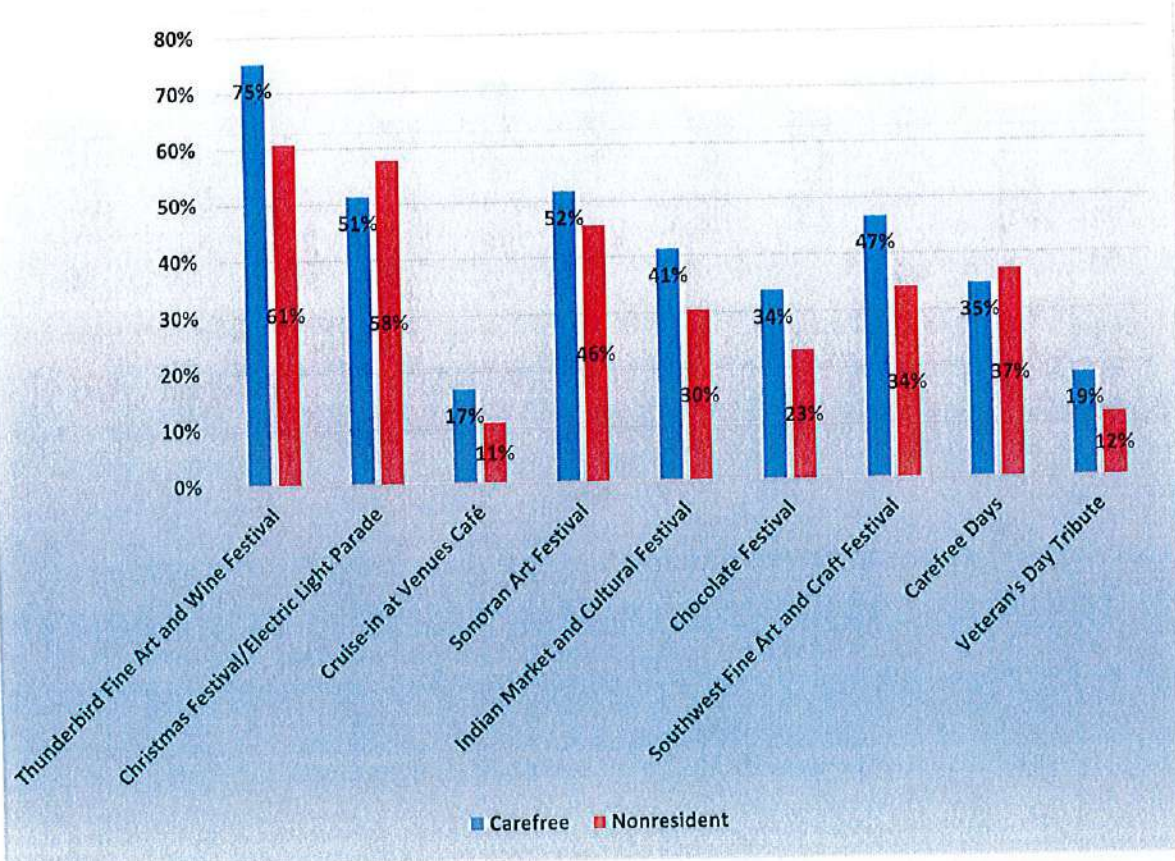




- There are some noticeable differences where Carefree residents and nonresidents go to shop. A combined 67% of Carefree residents shop at the Bashas Center once a week or more compared to nonresidents at 31%.
- 27% shop at the Carefree Village Center once a week or more, compared to nonresidents at 16%.
- For greater shopping variety both residents and nonresidents shop at Kierland Commons once every few months.



Q5. Which of the following events did you attend in the last 12 months?

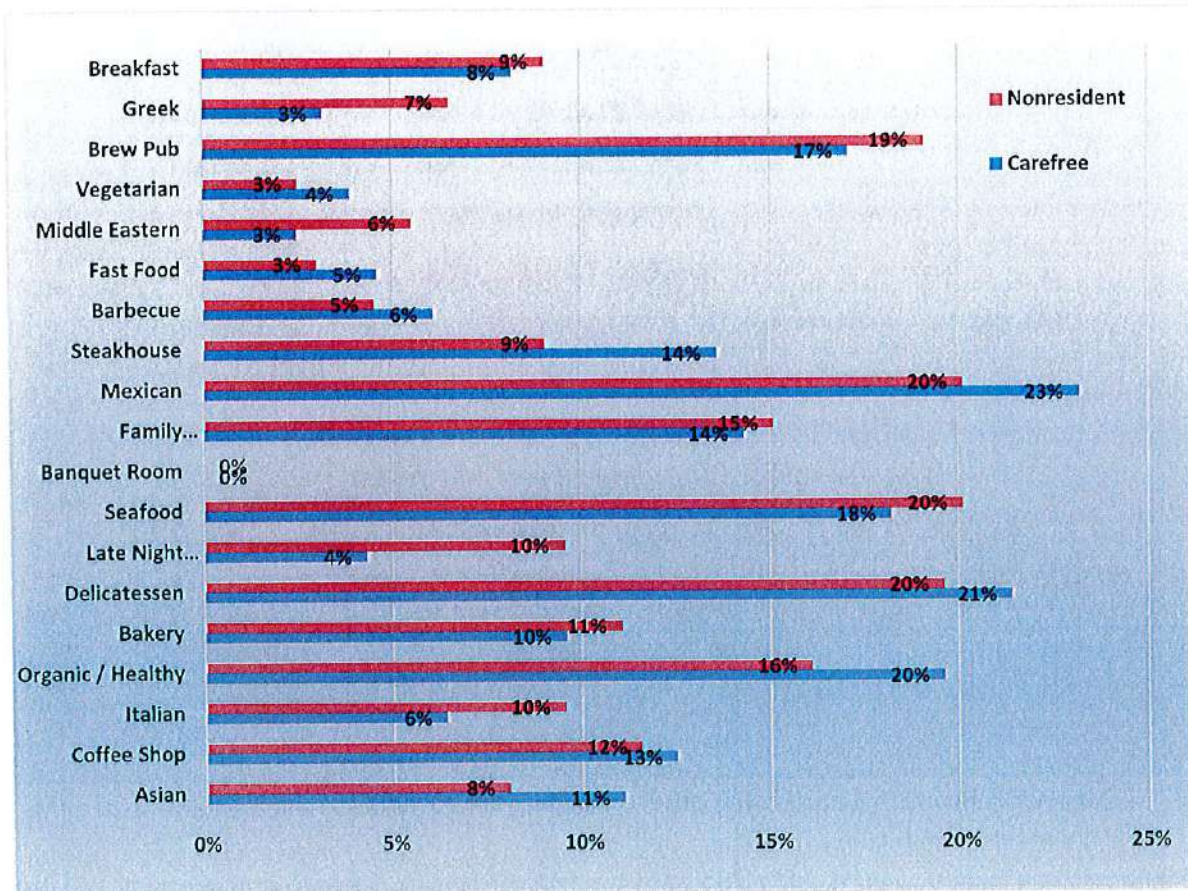


- When comparing the attendance rates of Carefree residents to nonresidents, there is a great deal of similarities in the festivals and activities that respondents attended.
- The vast majority of respondents attended the Thunderbird Fine Art and Wine Festival with 75% of Carefree residents and 61% of nonresidents.
- Nonresidents attended the Christmas Festival at a greater rate than Carefree residents 58% versus 51%.



WHAT YOU WANT

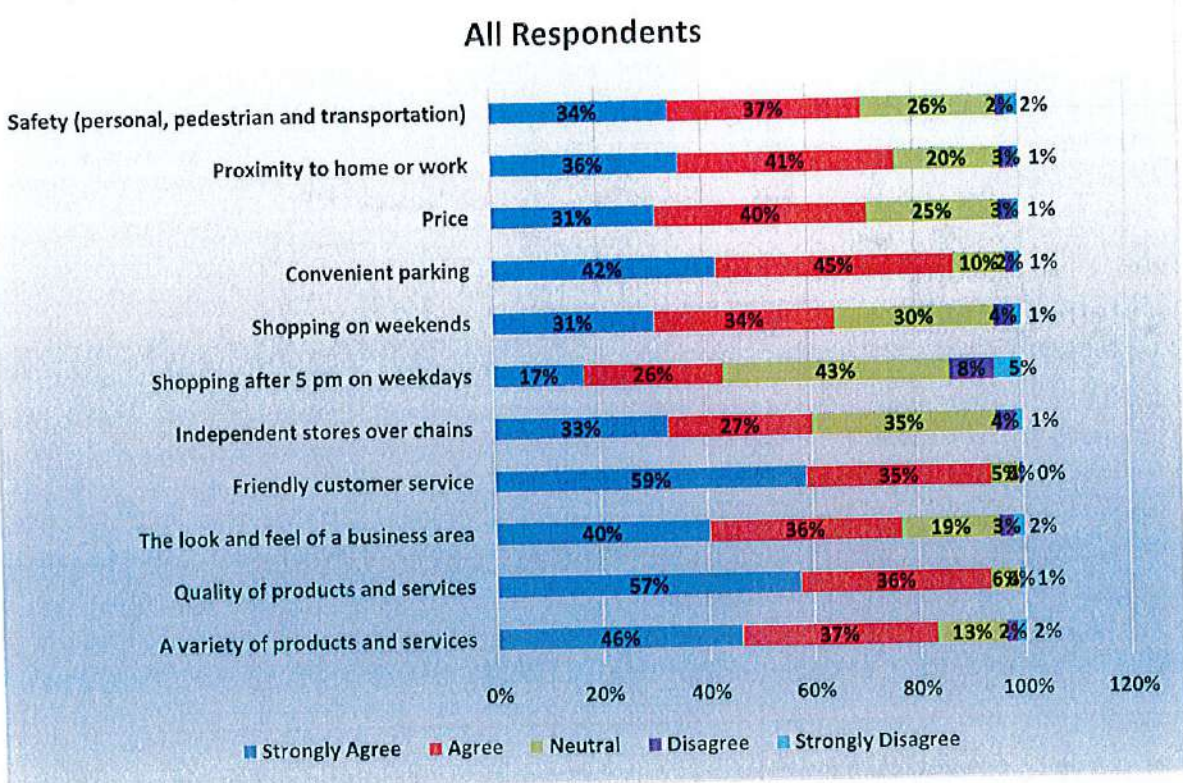
Q6. What TWO TYPES of restaurants would you most like to see in the Carefree Town Center?



- The greatest interest in type of restaurant for all respondents is Mexican food.
- The top choices of restaurants among Carefree residents include Mexican at 23%, delicatessen at 21%, and organic/healthy at 19%.
- Nonresidents desire Mexican, seafood, and delicatessen at 20% each
- Also high on the list with residents and nonresidents is a brew pub.
- There is little interest in fast food, barbecue, Middle Eastern, or Greek cuisine.



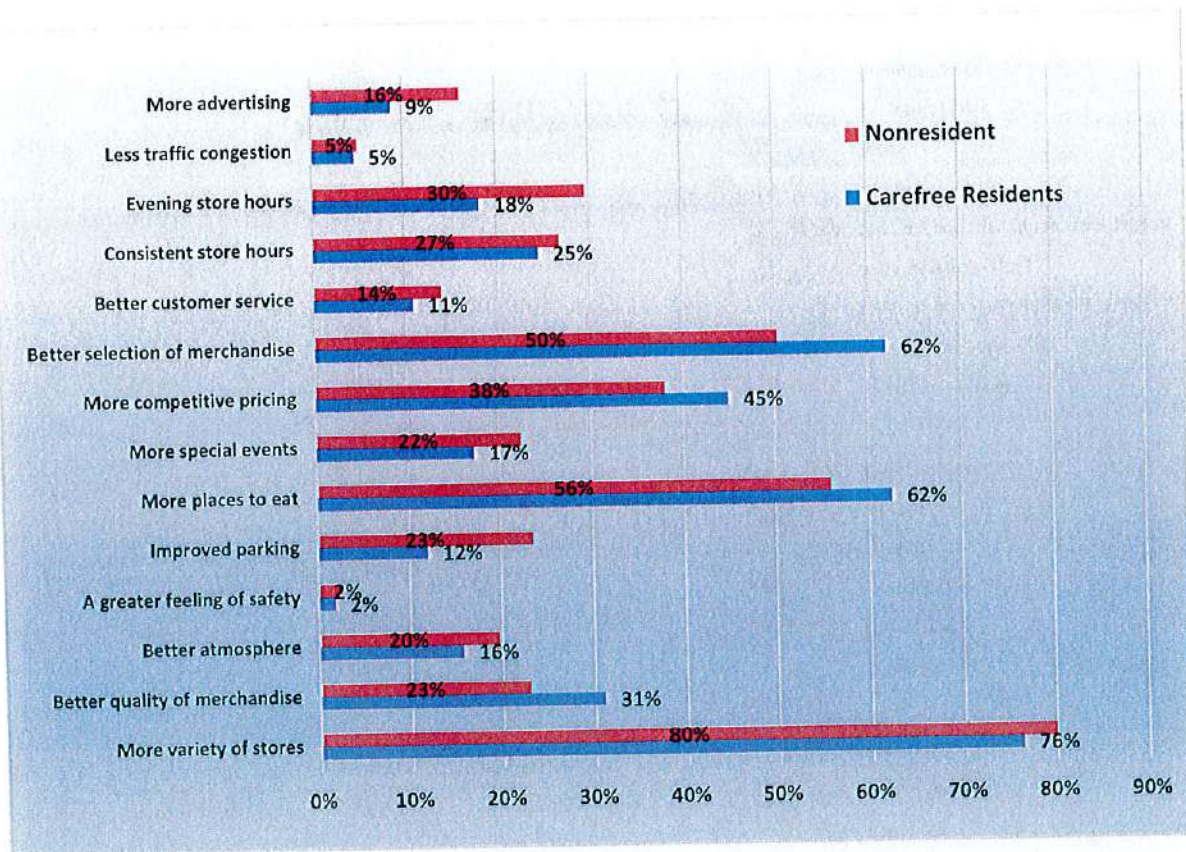
Q7. What of the following attracts you to a shopping/business area?



- The two most important features that attract shoppers are friendly customer service (59%) and quality of products and services (57%).
- Also of noted importance is the draw of convenient parking with a combined score of 87% of people who agree or strongly agree, and a variety of products and services with a combined score of 83%.



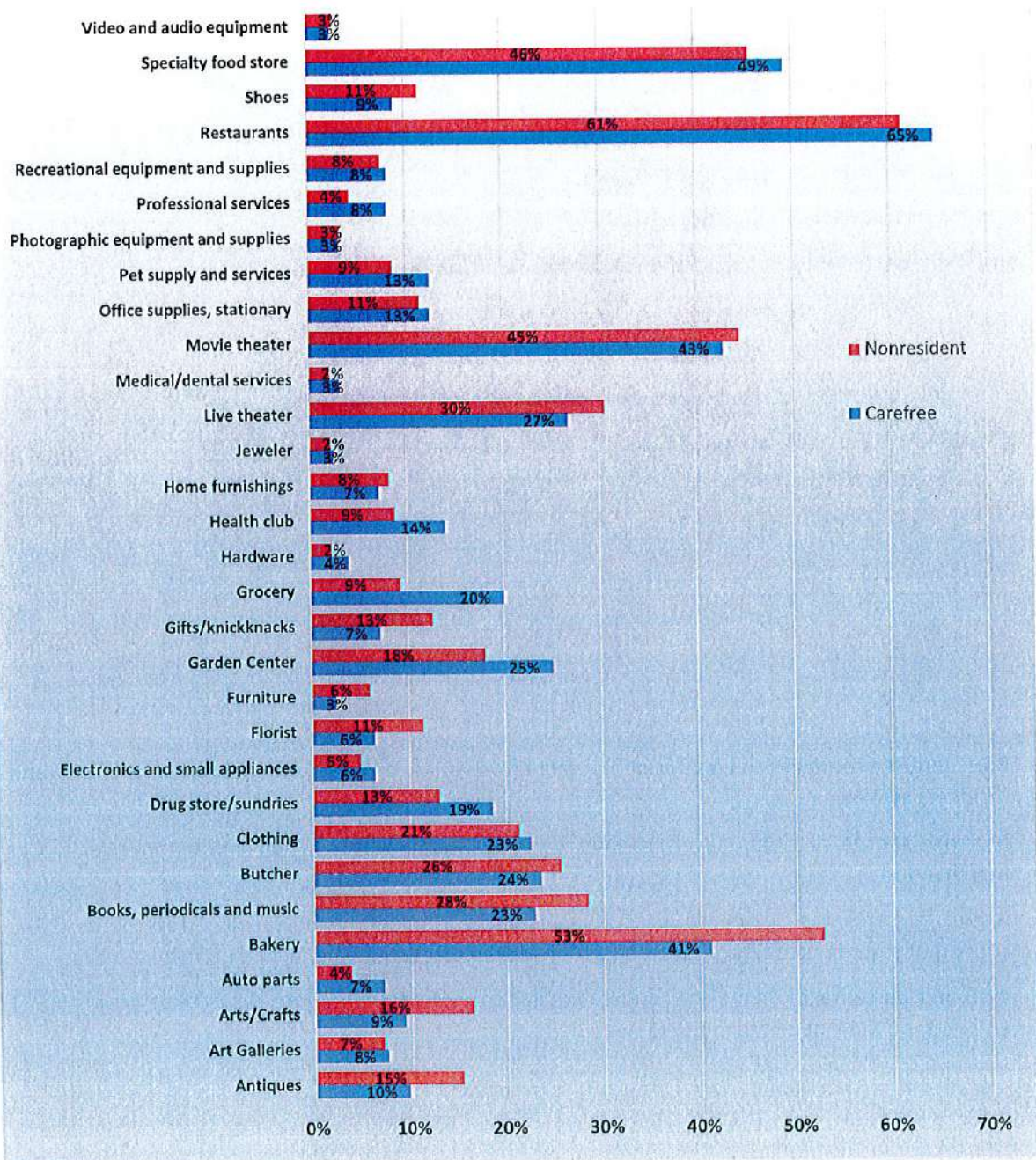
Q8. Considering the Carefree Town Center, check up to FIVE changes that are necessary for merchants to get even more of your business.



- Both Carefree residents and nonresidents want more variety of stores with nonresidents at 80% and residents at 76%.
- 62% of Carefree residents have a greater desire for more places to eat and better selection of merchandise.
- A greater percentage of nonresidents than Carefree residents want evening store hours (30%) consistent store hours (27%) improved parking (23%) better atmosphere, and more advertising.
- A greater percentage of Carefree residents than nonresidents want more competitive pricing (45%) and better quality of merchandise (31%).



Q9. What FIVE potential businesses would you most likely use if they were to open in the Carefree Town Center?



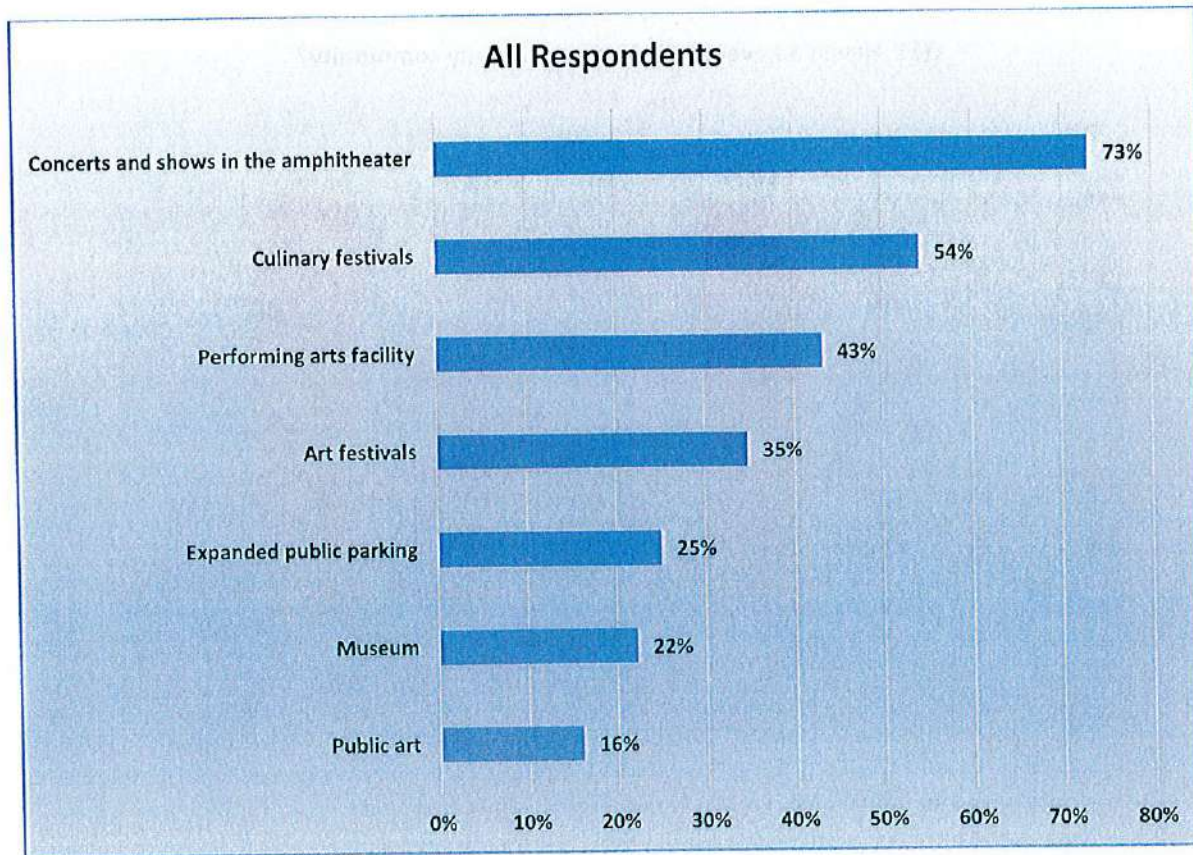
- Of the top five business that respondents desire three are food related. Both Carefree residents and nonresidents indicated that restaurants were their first choice with 65% of Carefree residents and 61% of nonresidents.
- Strong support is indicated for a specialty food store, bakery and movie theater.



- Below is the top five choices for Carefree residents and nonresidents:

Carefree Residents	Nonresident
1. Restaurants	1. Restaurants
2. Specialty food store	2. Bakery
3. Movie theater	3. Specialty food store
4. Bakery	4. Movie theater
5. Live theater	5. Live theater

Q10. Which community assets/activities would you most like to see come to the Carefree Town Center?

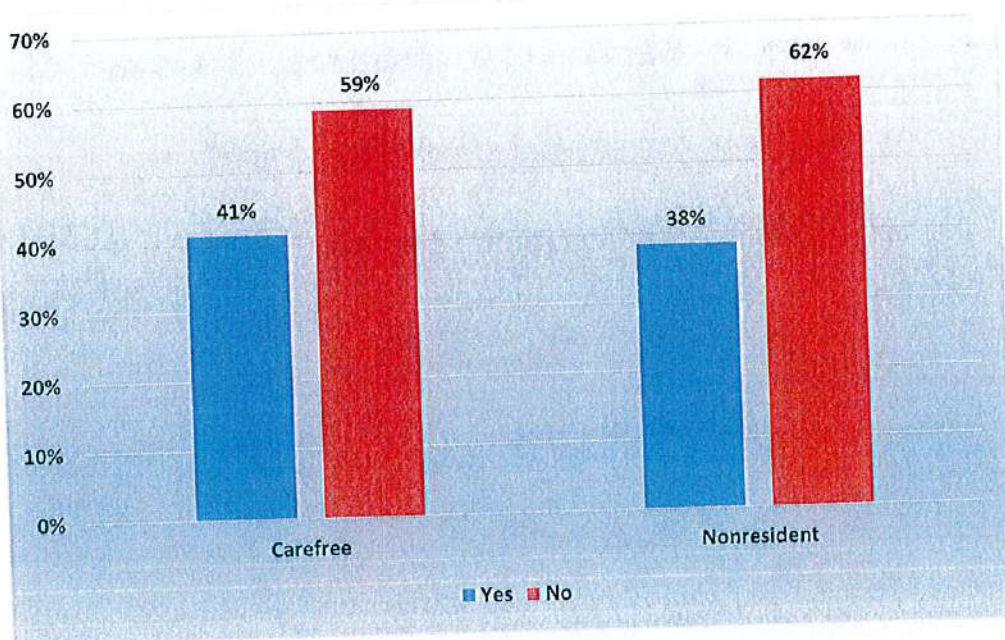


- Concerts and shows in the amphitheater is the top choice among all respondents at 73%.
- A breakdown of Carefree residents and nonresidents is remarkable the same. The top four choices did not change, however the fifth choice among carefree residents is a museum at 26% followed by expanded public parking at 22%.
- The following table provides a comparison of the ranking of all respondents, Carefree residents and nonresidents.



Community Assets/Activities	All Respondents	Carefree Resident	Nonresident
Concerts and shows in the amphitheater	1	1	1
Culinary festivals	2	2	2
Performing arts facility	3	3	3
Art festivals	4	4	4
Expanded public parking	5	6	5
Museum	6	5	6
Public art	7	7	7

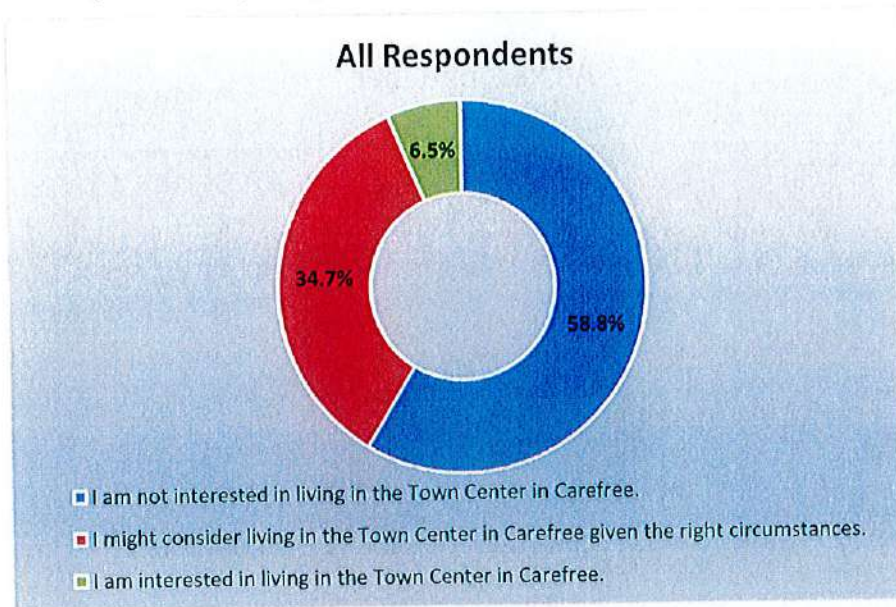
Q11. Have you ever lived downtown in any community?



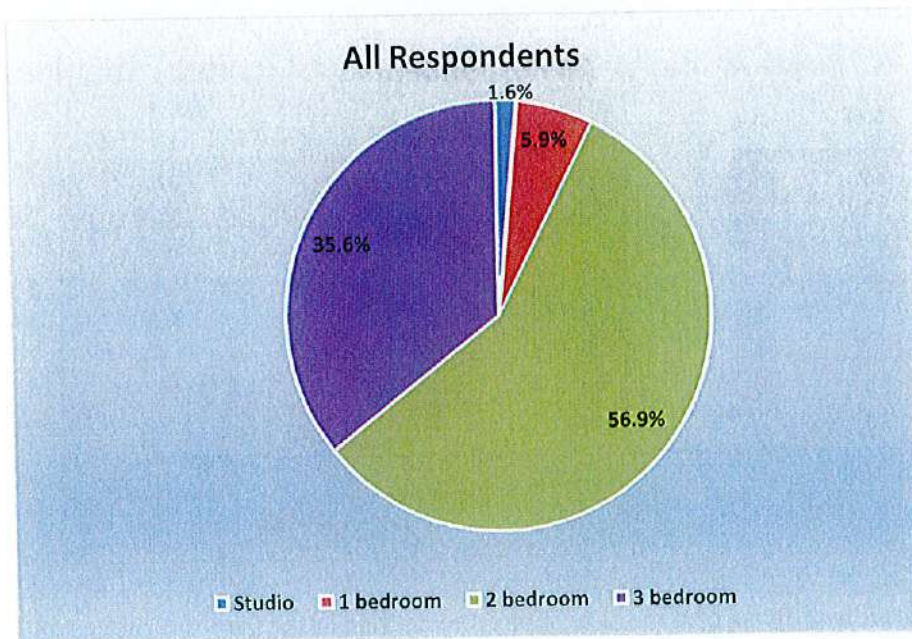
- The majority of respondents have not lived downtown in any community
- A larger percentage of Carefree residents have lived downtown than nonresidents.



Q12. What is your opinion about living in Carefree Town Center?



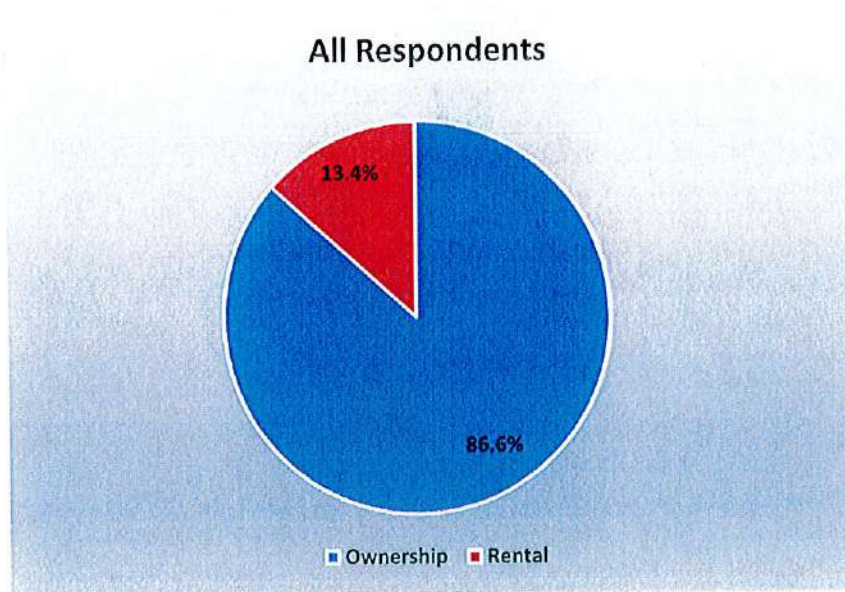
Q13. If you moved to Carefree Town Center, what size housing unit would you require?



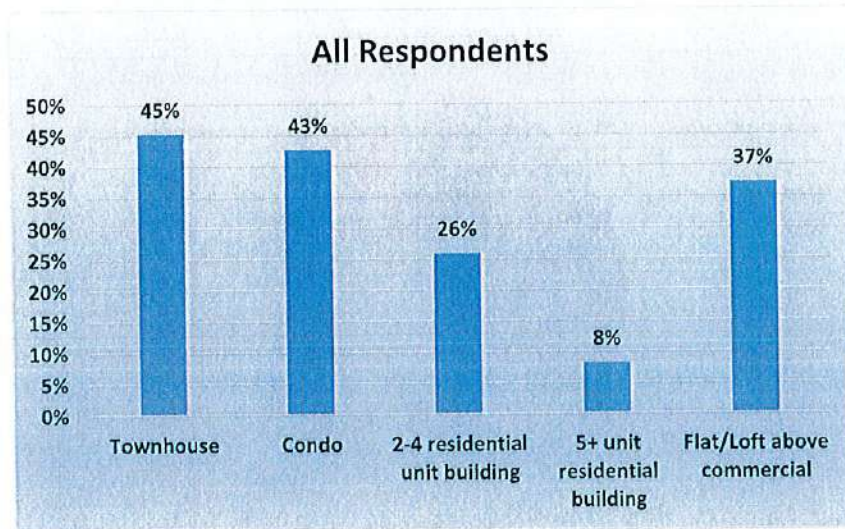
- 41% of the respondents indicated an interest in living in the Carefree Village
- Of the respondents who indicated an interest, nearly 57% would be interested in a 2-bedroom unit.



Q14. What housing arrangement would you choose?



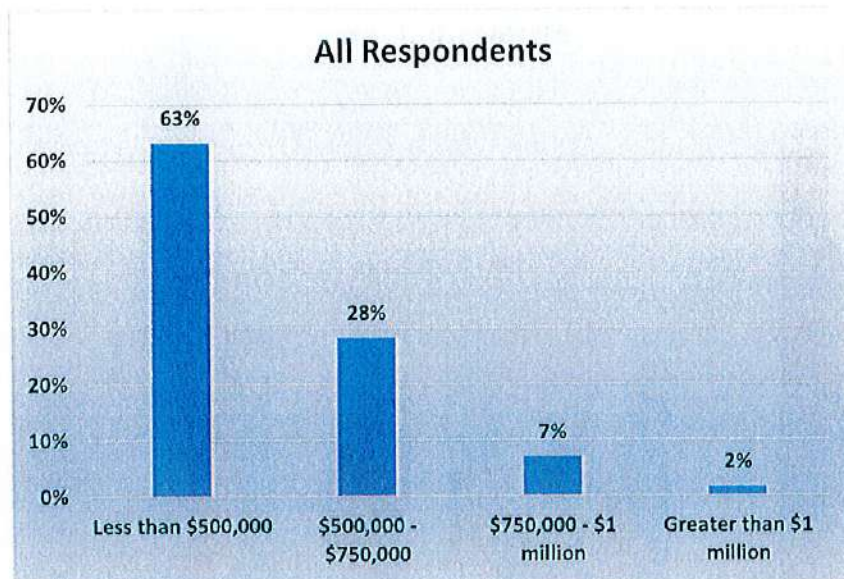
Q15. What type of Carefree Town Center housing would you prefer?



- The vast majority of those who might be interested in living in the Carefree Village would prefer to own rather than rent, 86.6% versus 13.4%.
- A greater percentage of nonresidents would rent (17%) than own (83%).
- The type of housing respondents are most interested in are townhouses and condos.



Q16. What price range would you consider?

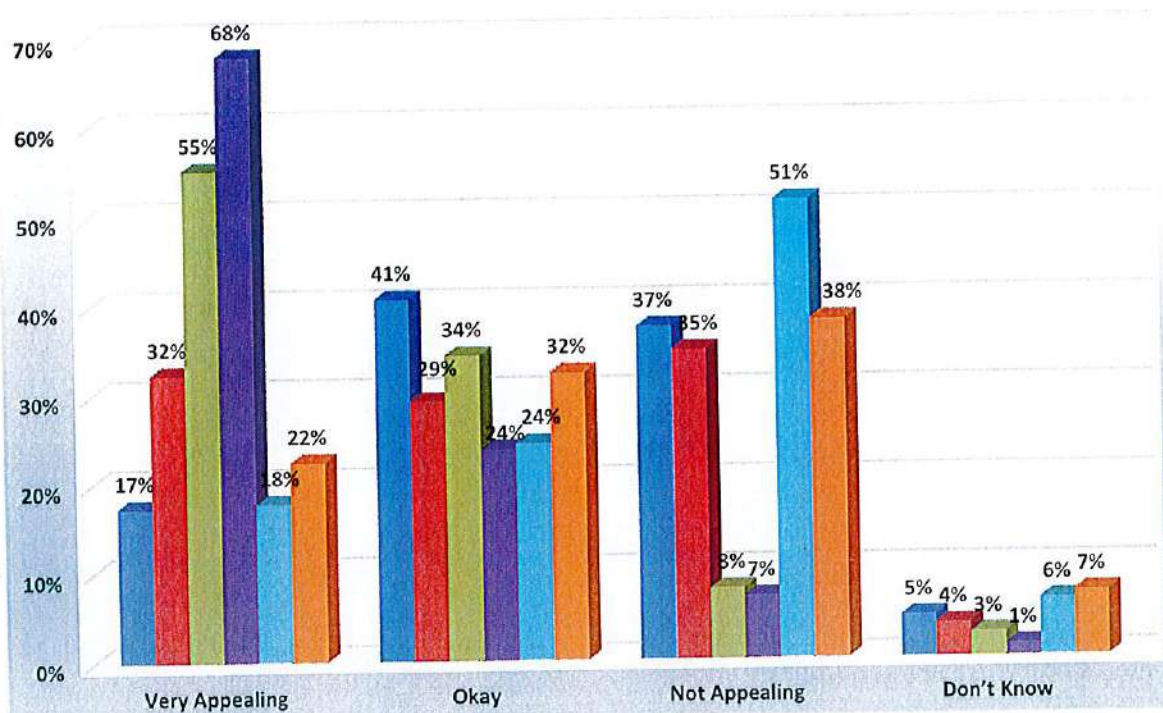


- 63% of all respondents would be interested in a price range below \$500,000, with 28% indicating a price range of \$500,000 to \$750,000.
- When examining just Carefree residents, there is a greater percentage (34%) that would be interested in the \$500,000-\$750,000 price point.



Q17. Imagine the Carefree Town Center in ten years. How appealing are these future scenarios?

All Respondents



- The center of employment with the addition of new office employers and businesses that serve Carefree residents and the larger trade area.
- An attractive place to call home with new apartments, condos and townhouses that appeal to a wide variety of residents from young adults to retirees.
- An aesthetic blend of greenspace, natural elements, pedestrian-level amenities with a "Spanish style character."
- A meeting place and the center of community activities with a mix of coffee shops, brew pubs, cultural and recreation spaces.
- A niche place where thrift stores, used merchandise, and neighborhood convenience retail stores are within walking distance.
- A destination retail center attracting people from a distance with a mix of retailers that focus on a specific niche like home furnishings.

- 68% of the respondents indicated that the most appealing scenario for the Carefree Village is "a meeting place and the center of community activities with a mix of coffee shops, brew pubs cultural and recreation spaces."
- When reviewing the responses from Carefree residents only, they also selected the same scenario as very appealing.



ABOUT YOU

Q 18. What is the number of people living in your household?

What is your home zip code?

What is your work zip code?

- The average number of people living in a household for all respondents is 2.2.

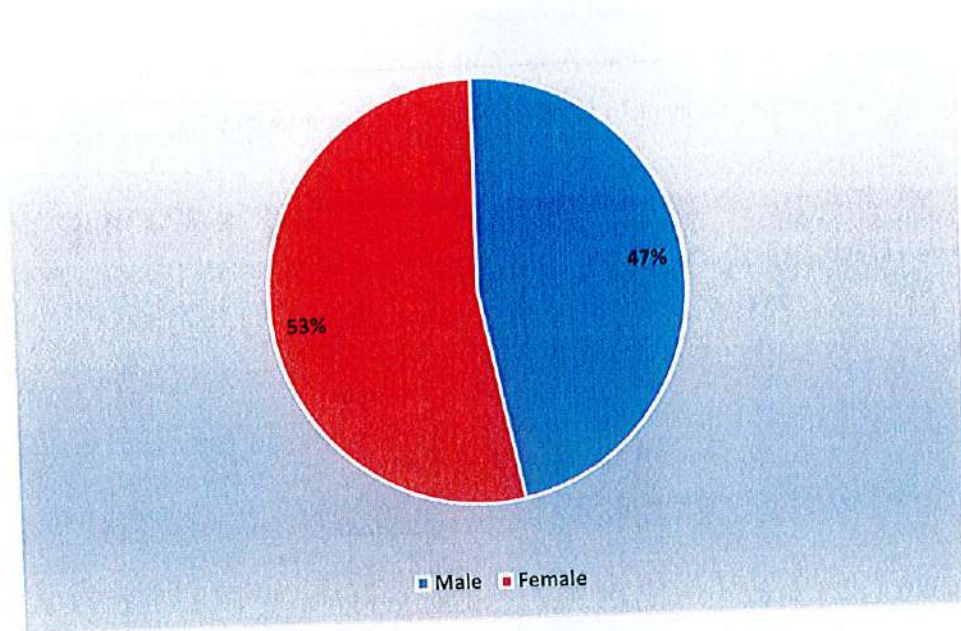
Home City	No.	Percent	Work City	Count	Percent
Carefree	283	63.0%	Carefree	138	46.3%
Cave Creek	76	16.9%	Cave Creek	60	20.1%
Scottsdale	48	10.7%	Scottsdale	54	18.1%
Phoenix	25	5.6%	Phoenix	23	7.7%
Mesa	2	0.4%	Mesa	1	0.3%
Glendale	1	0.2%	Glendale	2	0.7%
Peoria	1	0.2%	Gila Bend	1	0.3%
Gila Bend	1	0.2%	Palo Verde	1	0.3%
Sammamish, WA	1	0.2%	Sun City West	1	0.3%
Seattle, WA	1	0.2%	Casa Grande	1	0.3%
Gambrills, MD	1	0.2%	New River	1	0.3%
Apopka, FL	1	0.2%	Salt Lake City, UT	1	0.3%
Melber, KY	2	0.4%	Dillon, CO	1	0.3%
Iowa City IA	1	0.2%	Boulder, CO	1	0.3%
Bismark, ND	1	0.2%	Chicago, IL	3	1.0%
Chicago, IL	1	0.2%	Northbrook, IL	1	0.3%
Oklahoma City, OK	1	0.2%	Island Lake, IL	1	0.3%
Boulder, CO	1	0.2%	Bismarck, ND	1	0.3%
Ft. Collins, CO	1	0.2%	Iowa City, IA	1	0.3%
Total	449	100.0%	Northville, MI	1	0.3%
			Melber, KY	1	0.3%
			Schenectady, NY	1	0.3%
			Purchase, NY	1	0.3%
			Chappaqua, NY	1	0.3%
			Total	298	100.0%

- 63% of the respondents reside in Carefree with 34% living in other valley communities. 3% of the respondents reside out of state.
- 46% of respondents work in Carefree with another 49% working in other valley cities. 5% work out of state.



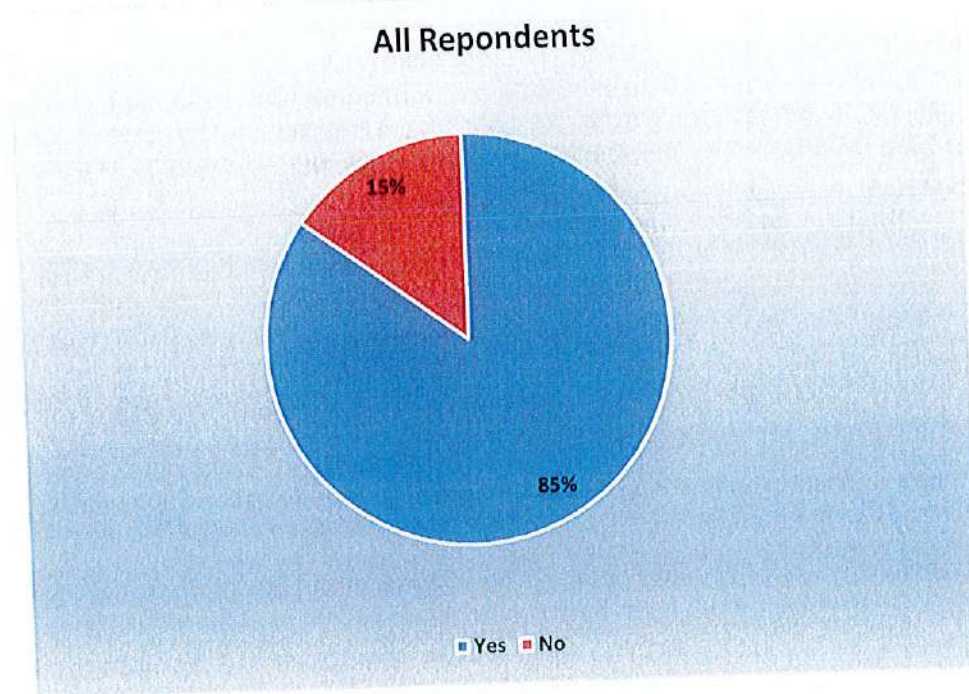
Q19. What is your gender?

All Respondents



Q20. Do you reside full time in Carefree or other Arizona City?

All Respondents



Q21. What is the zip code of your seasonal/other residence?

Seasonal Residence	Count	Percent
Alaska	1	2.2%
California	3	6.7%
Colorado	3	6.7%
France	1	2.2%
Illinois	9	20.0%
Kansas	1	2.2%
Michigan	4	8.9%
Minnesota	2	4.4%
Montana	2	4.4%
New York	1	2.2%
North Dakota	1	2.2%
Ohio	3	6.7%
Oklahoma	1	2.2%
Utah	1	2.2%
Washington	10	22.2%
Wisconsin	2	4.4%
Total	45	100.0%

- The two biggest markets in which seasonal homes are located are Washington State at 22% and Illinois at 20%. Michigan comes in at 9%.

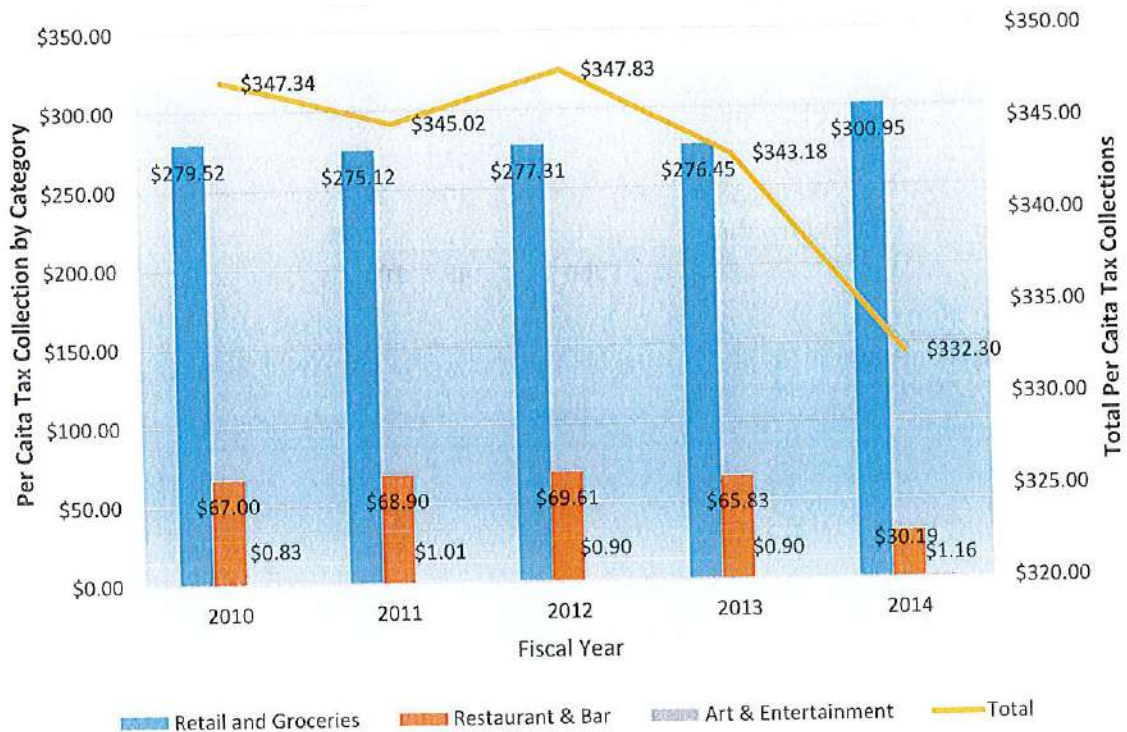


V. DEMAND ANALYSIS

HISTORICAL TAX COLLECTIONS

An analysis of Carefree’s tax collections was conducted over five fiscal years to understand trends and identify where revenue growth is derived. The three categories analyzed include retail, restaurant/bar and arts and entertainment. Retail sales tax comprise the lion’s share of Carefree’s tax collections, representing 90 percent of all collections in 2014. Restaurant and bar amounts to 9 percent and arts and entertainment is barely 1 percent of all collections. The biggest decline in tax revenue during FY 2014 was in restaurant and bar sales. Tax revenue in this category decreased by more than half of all other preceding fiscal years. Since 2010 the overall per capita tax collections have shown a pattern of decline from \$347 to \$332 per capita in 2014, which represents a 4 percent decrease.

Figure 15 - Per Capita Tax Collections by Fiscal Year



TRADE LEAKAGE

Within every market there exists some retail trade leakage. Trade leakage suggests that there is unmet demand in the community and that additional store space can be supported. This trade leakage analysis examines the spending taking place outside of the Town of Carefree, some of which could potentially be captured by the local market.

The sales tax data that the city collects was aggregated into three categories (retail/groceries, restaurant/bar and arts and entertainment) and the Carefree sales tax rate of 3% for retail and 2% for groceries was applied to derive total sales for each category. Fiscal Year 2014, noted in Table 7, shows tax collections of \$1.16 million translating to \$40.8 million in sales revenue.

Table 7 - Carefree Sales Tax Collections and Total Sales by Fiscal Year

	FY2010	FY2011	FY2012	FY2013	FY2014
Tax Collections					
Retail & Groceries	\$941,136	\$934,291	\$955,619	\$963,974	\$1,053,324
Restaurant & Bar	\$225,575	\$233,973	\$239,891	\$229,558	\$105,262
Art & Entertainment	\$2,799	\$3,420	\$3,116	\$3,140	\$4,069
Total	\$1,169,510	\$1,171,684	\$1,198,626	\$1,196,672	\$1,162,655
Sales Revenue					
Retail & Groceries	\$33,241,292	\$33,210,101	\$33,873,510	\$34,055,153	\$36,886,832
Restaurant & Bar	\$7,519,167	\$7,799,100	\$7,996,367	\$7,651,933	\$3,508,733
Art & Entertainment	\$93,300	\$114,000	\$103,867	\$104,667	\$135,633
Total	\$40,853,759	\$41,123,201	\$41,973,744	\$41,811,753	\$40,531,199

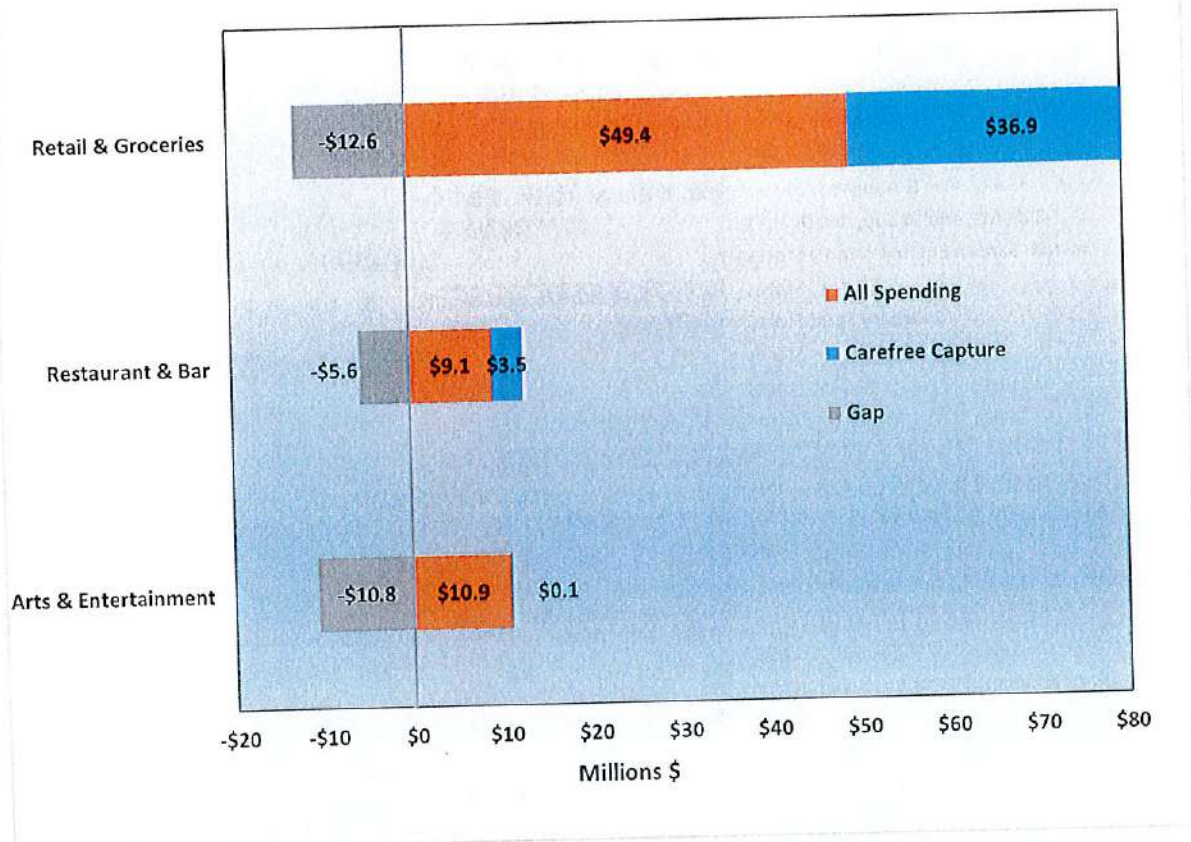
Sales generated per household for Fiscal Year 2014 was calculated and then compared to the most recent consumer household expenditure data prepared by the U.S. Bureau of Labor Statistics for the Phoenix MSA. For evaluation purposes, this data was aggregated into the same three categories used by the Town of Carefree. The consumer expenditure analysis was then compared to the Town's total revenue by retail category.



Figure 16 provides a comparison of the potential spending against the actual spending captured in Carefree. Actual sales lag potential sales in all of the three retail categories. Retail shows a gap of \$12.6 million with Restaurant and Bar at \$5.6 million and Art and Entertainment at \$10.8 million.



Figure 16 - Town of Carefree Trade Leakage



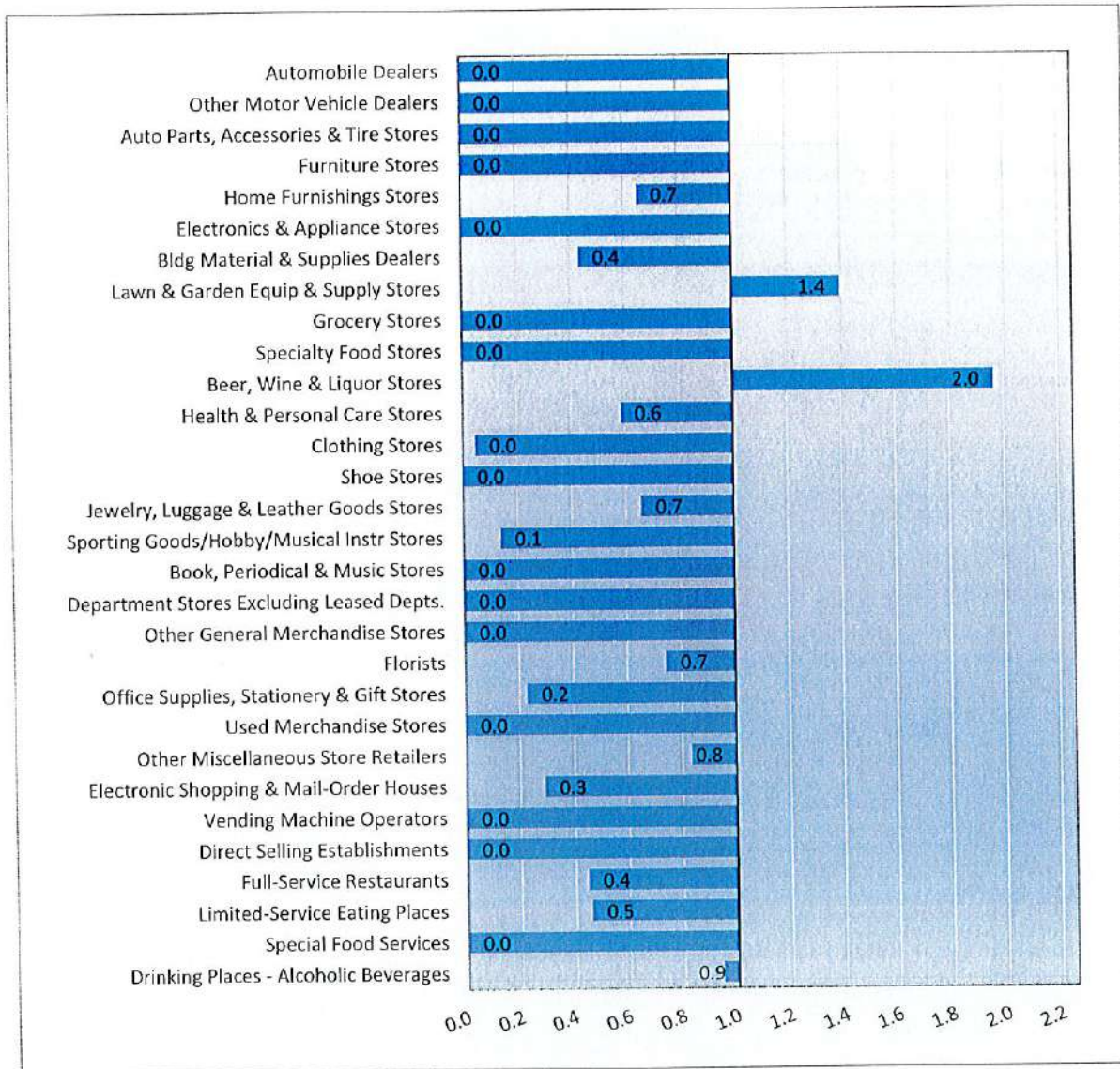
Source: Town of Carefree, Consumer Expenditure Survey

RETAIL GAPS

ESI Corp utilized Esri Retail Marketplace data to identify where retail gaps occur by calculating the Leakage/Surplus Index for the Town of Carefree and the Market Trade Area. This index provides a relative comparison of the supply and demand across several retail product categories. The measurement scale starts at zero and goes up from there, with 1.0 representing equilibrium, less than 1.0 means that out-shopping is taking place, and an index greater than 1.0 means that Carefree is attracting trade from outside of the Town. As can be seen in Figure 17, home furnishing has an index of .70 which means that demand exceeds sales by 30 percent and that consumers are leaving the area. In contrast, lawn and garden equipment has an index of 1.4 which means that sales exceed demand and Carefree is capturing residents and attracting consumers from outside the Town.



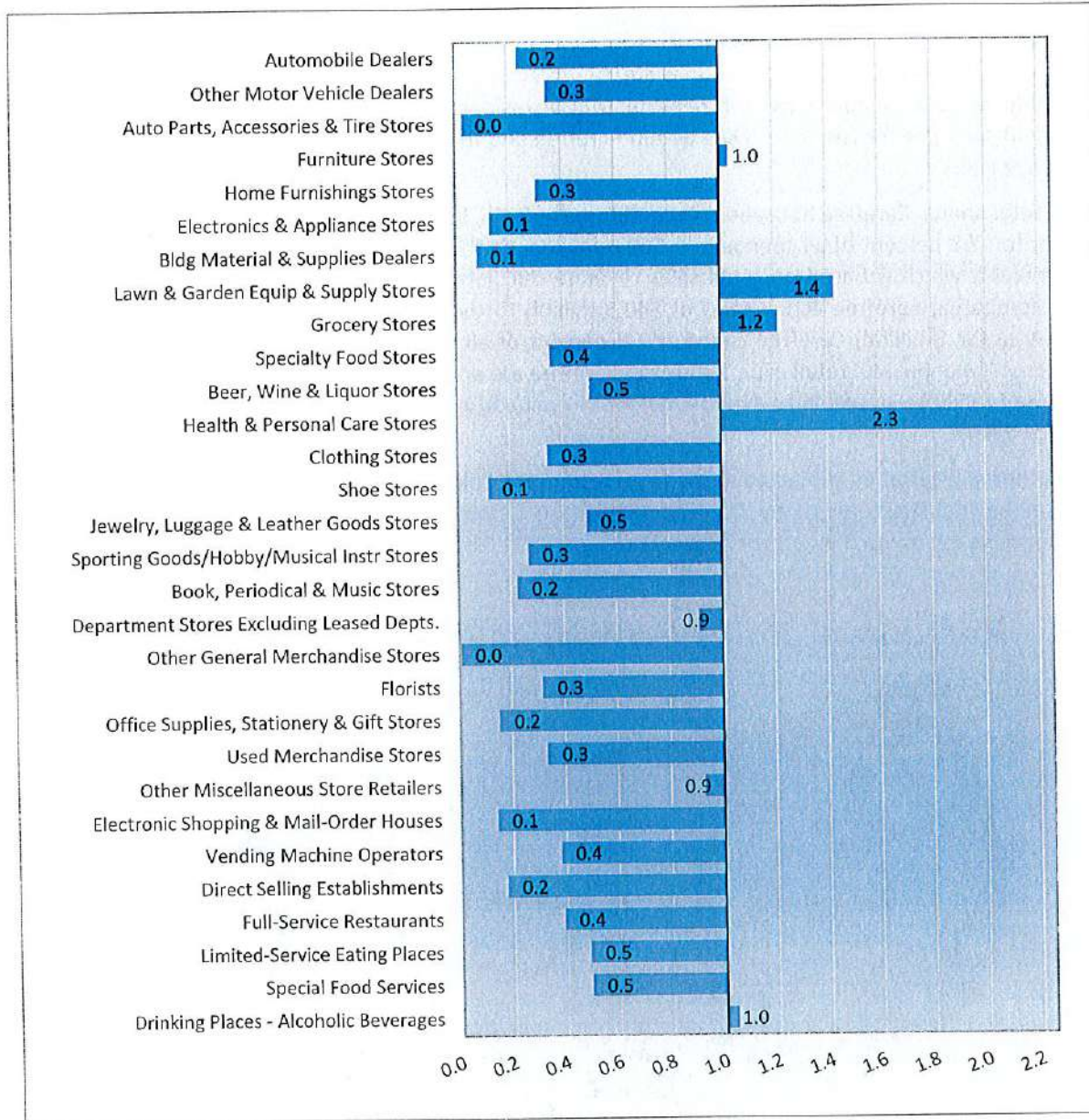
Figure 17 - Town of Carefree Leakage/Surplus Index



In contrast to the Town of Carefree is the Market Trade Area Leakage/Surplus Index. As mentioned earlier the trade area contains 82,150 people with a median household income of \$102,972. As can be seen in Figure 18, the trade area also suffers from retail trade leakage in the same categories as Carefree with the exception of furniture stores, grocery stores, health and personal care and drinking establishments.



Figure 18 - Trade Area Leakage/Surplus Index



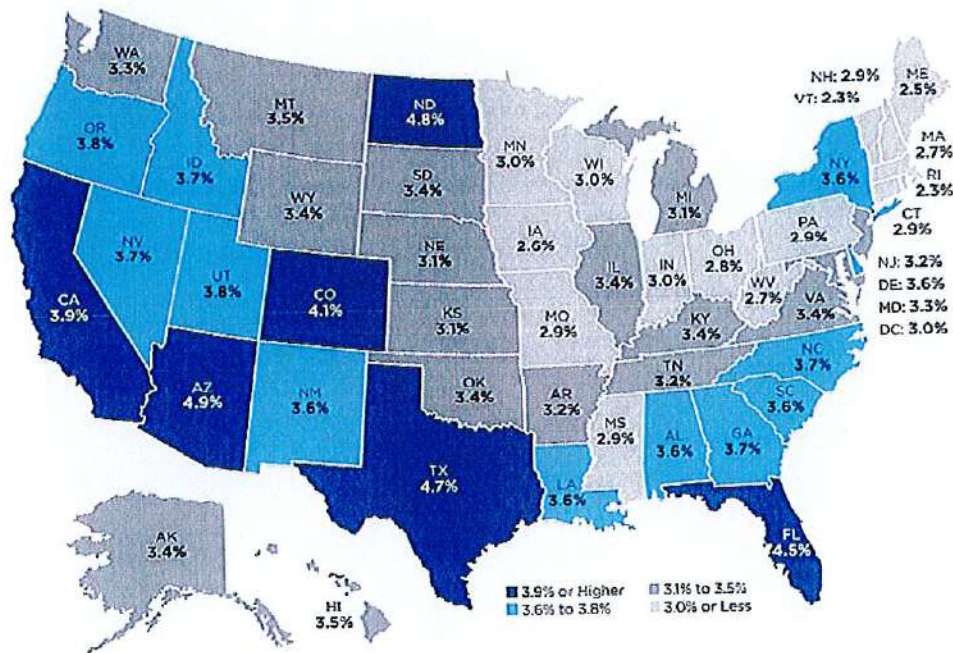
CONSUMER EXPENDITURE PROJECTION

As Carefree and the Trade Area continues to grow the potential for increased consumer demand is envisioned. Using the U.S. Consumer Expenditure Survey data for the Phoenix MSA, combined with the household average annual expenditures and MAG's resident household projections, ESI calculated household spending for residents living within Carefree and the Trade Area, identified in Table 8 on the following page.

Of the total annual Carefree household expenditures of \$145,301,408 for the year 2014, retail purchases amount to 47.8 percent of all spending or \$69.4 million. Of this amount the Town of Carefree captures 58.4 percent, which is based on retail sales revenue calculated from the Town's sales tax collections. When comparing Carefree actual sales of \$40.5 million to the total retail expenditures in the Market Trade Area (\$1.3 billion) Carefree captures 2.9 percent of all spending within the Market Trade Area. Between 2014 and 2020, retail expenditures in Carefree are projected to increase by \$5.8 million, which could potentially be available to support net new retail and eating and drinking establishments in the Carefree Village.

As another indicator of projected growth in restaurant sales, the National Restaurant Association prepares an industry forecast by state and Arizona is among the top six states that is projected to experience sales growth 3.9 percent or greater.

Restaurant Sales Growth in 2014 (Projected)



Source: National Restaurant Association, 2014 Restaurant Industry Forecast



Table 8 - Carefree and Trade Area Projected Consumer Expenditures

Carefree				
Category	2014	2020	2030	2040
Average annual household expenditures	\$145,301,408	\$157,552,647	\$177,942,821	\$183,854,258
Total Non-Retail (52.2%)	\$75,847,335	\$82,242,482	\$92,886,153	\$95,971,923
Total Retail (47.8%)	\$69,454,073	\$75,310,165	\$85,056,668	\$87,882,335
Food	\$18,887,696	\$20,480,231	\$23,130,745	\$23,899,172
Alcoholic Beverage	\$1,592,678	\$1,726,966	\$1,950,467	\$2,015,263
Housing	\$50,508,700	\$54,767,394	\$61,855,289	\$63,910,183
Apparel and services	\$5,051,140	\$5,477,033	\$6,185,860	\$6,391,360
Transportation	\$23,114,105	\$25,062,995	\$28,306,602	\$29,246,975
Healthcare	\$8,387,922	\$9,095,158	\$10,272,237	\$10,613,490
Entertainment	\$10,937,828	\$11,860,062	\$13,394,970	\$13,839,964
Personal care products and services	\$1,676,503	\$1,817,859	\$2,053,123	\$2,121,329
Reading	\$383,973	\$416,348	\$470,231	\$485,853
Education	\$1,105,951	\$1,199,200	\$1,354,399	\$1,399,393
Tobacco products and smoking supplies	\$1,116,767	\$1,210,929	\$1,367,645	\$1,413,079
Miscellaneous	\$2,649,956	\$2,873,390	\$3,245,258	\$3,353,069
Cash contributions	\$4,007,382	\$4,345,269	\$4,907,626	\$5,070,662
Personal insurance and pensions	\$15,875,399	\$17,213,950	\$19,441,748	\$20,087,622
Trade Area				
Category	2014	2020	2030	2040
Average annual household expenditures	\$2,902,346,580	\$3,363,800,720	\$4,408,745,040	\$5,043,984,680
Total Non-Retail (52.2%)	\$1,515,024,915	\$1,755,903,976	\$2,301,364,911	\$2,632,960,003
Total Retail (47.8%)	\$1,387,321,665	\$1,607,896,744	\$2,107,380,129	\$2,411,024,677
Food	\$377,275,349	\$437,259,664	\$573,091,730	\$655,666,381
Alcoholic Beverage	\$31,813,197	\$36,871,287	\$48,325,129	\$55,288,117
Housing	\$1,008,894,236	\$1,169,301,827	\$1,532,538,357	\$1,753,356,096
Apparel and services	\$100,894,825	\$116,936,443	\$153,262,040	\$175,344,996
Transportation	\$461,696,447	\$535,103,165	\$701,329,722	\$802,381,707
Healthcare	\$167,545,903	\$194,184,607	\$254,506,878	\$291,177,826
Entertainment	\$218,479,425	\$253,216,226	\$331,876,313	\$379,695,134
Personal care products and services	\$33,487,576	\$38,811,881	\$50,868,557	\$58,198,018
Reading	\$7,669,735	\$8,889,173	\$11,650,541	\$13,329,223
Education	\$22,090,998	\$25,603,322	\$33,556,839	\$38,391,918
Tobacco products and smoking supplies	\$22,307,046	\$25,853,721	\$33,885,023	\$38,767,389
Miscellaneous	\$52,931,974	\$61,347,813	\$80,405,139	\$91,990,416
Cash contributions	\$80,046,108	\$92,772,916	\$121,592,261	\$139,112,037
Personal insurance and pensions	\$317,105,737	\$367,523,477	\$481,692,419	\$551,097,684

Source: BLS, ESRI, and ESI Corp



DEMAND FORECAST

An assessment of current real estate market conditions and available supply was prepared to determine the residual demand for additional retail and office space in Carefree through 2040. This chapter details ESI Corporation's analysis of retail and office demand in Carefree. To begin, a review of the general market conditions in the Phoenix Metro area was conducted to serve as a barometer for the current market cycle and to illustrate the uniqueness of Carefree's market. A demand model was then prepared to forecast the total square feet of commercial and office space that could be supported within the Carefree Village.

Real Estate Trends

By the end of second quarter 2014, the metropolitan Phoenix market had 148.7 million square feet of retail space with an overall vacancy rate of 9.8 percent, which represents a decrease from a year ago when the vacancy rate was 10.9 percent. Net absorption during this period amounted to 753,891 square feet.² The total square feet of retail space within the Market Trade Area represents 2.7 percent of the total space in metro Phoenix.

Table 9 - Retail Inventory Comparison, Carefree, Trade Area and Phoenix MSA, 2nd Quarter 2014

	Total Square Feet	Vacancy Rate	Net Absorption	Sq. Ft. Under Construction
Carefree	286,081	18.9%	1,895	0
Trade Area	3,974,617	10.9%	31,963	79,202
Phoenix MSA	148,704,953	9.8%	753,891	411,997

Source: Colliers International and CBRE

During the same quarter, Carefree had 286,081 square feet of retail space with a vacancy rate of 18.9 percent. Unlike metro Phoenix, Carefree's vacancy rate has been trending upwards (Figure 19). The Market Trade Area has 3.9 million square feet of retail space with a second quarter vacancy rate of 10.9 percent. The trend in vacancy rate for the Market Trade Area is similar to metro Phoenix and has been trending downward (Figure 20). The North Scottsdale market, in general, has a lower overall vacancy rate at 7 percent compared to the metro Phoenix market.³

² CBRE, "Phoenix Retail MarketView," 2nd Quarter 2014.

³ Ibid.



Figure 19 - Carefree Retail Trends

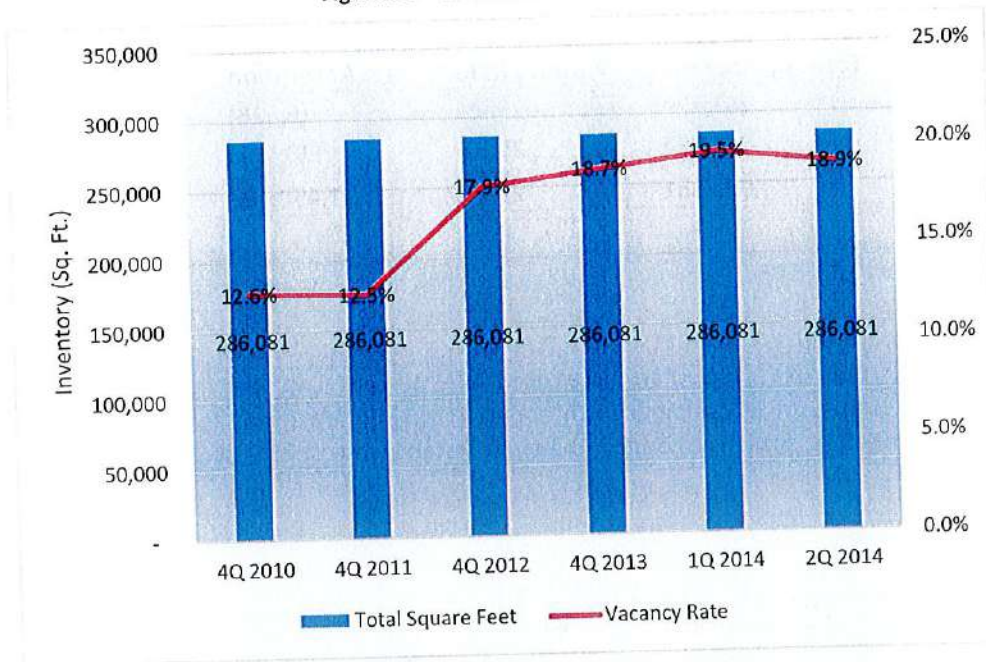
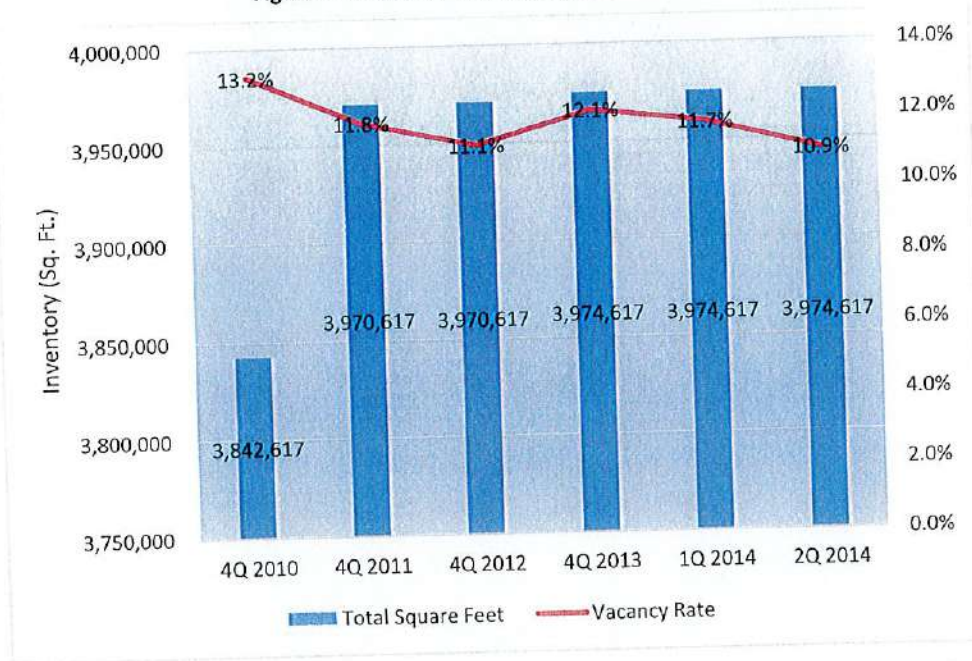


Figure 20 - Market Trade Area Retail Trends



With respect to the office market, the Phoenix metropolitan area had 80.9 million square feet of office space in third quarter 2014 with an overall vacancy rate of 21.7 percent. Net absorption within this quarter experienced the largest gain seen in seven quarters.⁴ The total square feet of office space within the Market Trade Area represents 3.5 percent of the total office space for the metro Phoenix market.

⁴ CBRE, "Phoenix Office MarketView," 3rd Quarter, 2014.



Table 10 - Office Inventory Comparison, Carefree, Trade Area and Phoenix MSA, 2nd Quarter 2014

	Total Square Feet	Vacancy Rate	Net Absorption	Under Construction
Carefree	231,579	25.9%	(6,626)	-
Trade Area	2,860,796	25.9%	(38,897)	-
Phoenix MSA ¹	80,962,881	21.7%	1,458,189	2,039,189

¹3rd Qtr, 2014

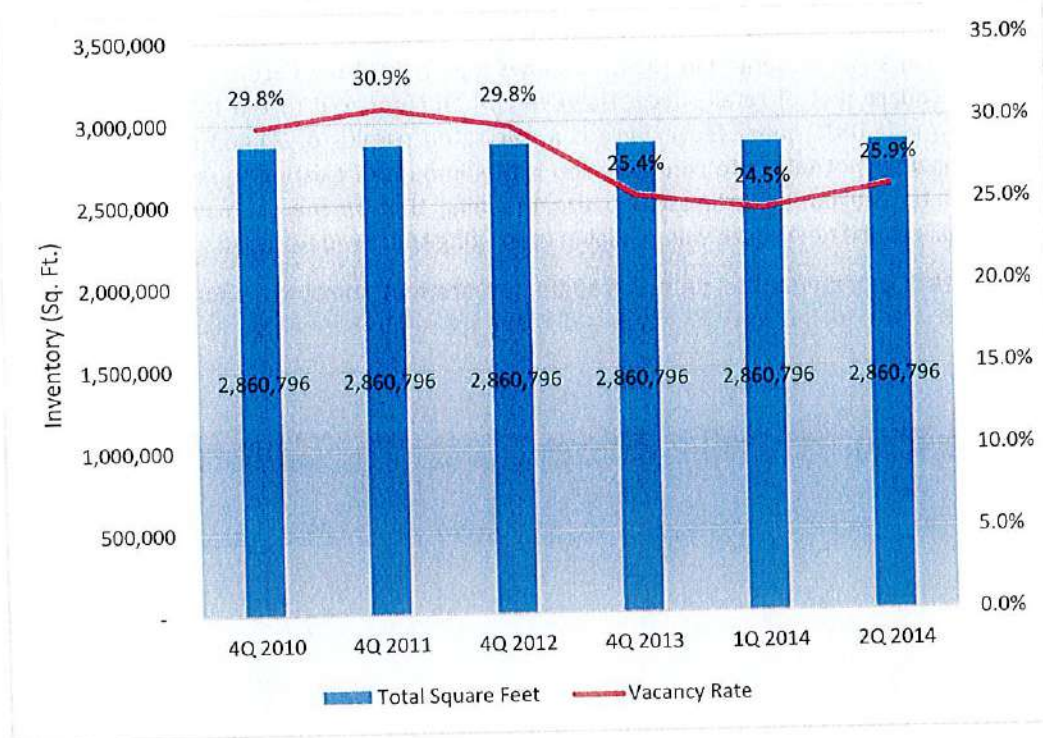
Source: Colliers International and CBRE

The total square feet of office space in Carefree has held constant at 231,579 square feet over the last four years. Vacancy rates experienced an increase to 18.9 percent since the first quarter of this year (Figure 21) but is less than it was during 2010 through 2012. By contrast the Market Trade Area has 2.8 million square feet of office space with a second quarter vacancy rate of 25.9 percent (Figure 22).

Figure 21 - Carefree Office Trends



Figure 22 - Market Trade Area Office Trends



Retail Demand

When forecasting the demand for retail space within the Carefree Village, a number of market segments were analyzed including: households, employees, and demand from the secondary trade area. Varied assumptions were incorporated into the demand model including the percentage of household income spent on retail items, retention of sales within Carefree, employee spending within the commercial core, and demand from the secondary trade area.

Several data sources were utilized in this analysis and include MAG's household projections, Esri's median household income, Colliers retail and office occupied square feet, and the Bureau of Labor Statistics Consumer Expenditure Survey. In addition, the Town of Carefree sales tax collections were converted into sales revenue, which was used to calculate the percent of resident spending that is retained in Carefree, as well as retail sales per square foot. Factors that were held constant throughout each timeframe include the percent of discretionary income spent on retail items (47.8%), the percent of Carefree resident spending in Carefree (58.4%) and the retail sales per square foot (\$175).

Also factored into this demand analysis is the potential spending by office workers. In a recent retail spending study conducted by the International Council of Shopping Centers (ICSC) results show that spending by office workers as they head to and return from work can be a major source of sales revenue. Their findings concluded that office workers in an urban market spent \$165 per week on the purchase of goods and services within the vicinity of their office building. They also found that the demand is 2.5 times higher if the market has an abundance of retail, as opposed to other markets with limited offerings. The total amount spent annually on transportation, dining and goods and services is \$8,580. For this analysis, weekly spending was calculated based on 50 weeks to account for personal leave. In addition, the annual spending amount was discounted by 50 percent in 2014 to reflect the lack



of retail offerings in the Carefree Village. This percentage increases to 60 percent in 2020 and remains constant for the subsequent years.

The retail demand analysis presented in Table 11 shows that in 2014 the Carefree market can support a total of 261,598 square feet of retail space. However, when compared to the total inventory of retail space in Carefree (286,081 square feet) there is a calculated surplus of 24,483 square feet of space. What the analysis does not take into consideration is the amount of existing square footage that is not desirable to retail tenants due to its location or size. Meaning, that the market may very well be likely to support additional retail if new space was available or existing space redeveloped.

By 2020 the market is presumed to support 289,081 square feet showing a shortage of 2,932 square feet. Over the 26 year time horizon, the net new demand for retail space amounts to 82,165 square feet of retail space.

Table 11 - Carefree Village Retail Market Demand

	2014	2020	2030	2040
Households	1,696	1,839	2,077	2,146
Median Household Income	\$87,938	\$87,938	\$87,938	\$87,938
Percent of Income spent on Retail	47.8%	47.8%	47.8%	47.8%
Total Potential Retail Spending	\$69,454,073	\$75,310,165	\$85,056,668	\$87,882,335
Capture in Carefree	58.4%	58.4%	58.4%	58.4%
Retail Sales Potential Carefree Residents	\$40,531,199	\$43,948,629	\$49,636,379	\$51,285,349
Sales Per Square Foot	\$175	\$175	\$175	\$175
Sq. Ft. Demand from Households	232,126	251,698	284,272	293,716
Sq. Ft. Demand from Employees	9,660	15,565	18,382	24,341
Sq. Ft. Demand from Secondary Trade Area	6,732	7,299	8,244	8,518
Total occupied Retail Space	248,518	274,563	310,898	326,575
Plus frictional vacancy @ 5%	13,080	14,451	16,363	17,188
Total Forecast Demand in sq. ft.	261,598	289,013	327,261	343,763
Less Sq. Ft. Supply of Existing Retail	286,081	286,081	286,081	286,081
Less Sq. Ft. Proposed/Under Construction	0	0	0	0
Residual Demand of Retail Space (Excess)/Shortage	(24,483)	2,932	41,180	57,682

Source: MAG, Esri, Consumer Expenditure Survey, Colliers International, ESI Corp



Office Demand

The analysis for office demand is based on MAG's projected employment, number of employees in office jobs, and employees per square foot. For 2014 the employees per square foot was calculated on the total occupied square feet (187,716) divided by the total number of office workers, resulting in 428 square feet per employee. MAG uses a target of 330 square feet per office job, so for subsequent years it was assumed that square feet per job would decrease. Office jobs are multiplied by the applicable employment per square foot figure to calculate the total square feet needed.

The findings in Table 12 show that there exists a surplus of 33,983 square feet of office space in Carefree in 2014. Based on employment growth by 2020 there is a shortage of 4,765 square feet of office space. Over the course of 26 years of this analysis, net new demand for office space is 42,088 square feet.

Table 12 - Carefree Village Office Market Demand

	2014	2020	2030	2040
Total citywide employment	1,549	1,899	2,157	2,423
Percentage occupying office space	28%	30%	31%	28%
Total employed in office space	439	569	663	690
Average sq. ft. per employee	428	395	362	330
Total occupied Office Space in Sq. Ft.	187,716	224,527	239,740	227,700
Plus frictional vacancy @ 5%	9,880	11,817	12,618	11,984
Gross estimate of office demand in sq. ft.	197,596	236,344	252,358	239,684
Less Sq. Ft. Supply of Existing Office	231,579	231,579	231,579	231,579
Less Sq. Ft. Proposed/Under Construction	0	0	0	0
Marginal Demand - net (excess) shortage	(33,983)	4,765	20,779	8,105

Source: MAG, Colliers International, ESI Corp

MARKET SEGMENTS

It is important to bear in mind that there are a variety of variables that will influence the outcome of these findings, including existing and future competition, growth in the market and area demographics. In addition to the site location criteria of population threshold, many retailers and restaurants also have additional location criteria including: a minimum number of cars per day, a targeted demographic group (age, income, etc.), type of location⁵ and preferred co-tenants such as grocery/supermarket, entertainment, fashion, etc. In addition to households, there will also be demand from employees, and visitors. Local and regionally based companies may have more relaxed site selection criteria.

Utilizing the findings of the consumer expenditure gap analysis, combined with the Carefree consumer survey and Tapestry Segmentation information, there appears to be a variety of commercial and entertainment related activity that Carefree should target, which is noted in Table 13.

⁵ Type of location can include: enclosed super regional mall, enclosed regional mall, power center, outlet center, community strip center, neighborhood strip center, pad site/outparcel, mixed use center, downtown/central business district, freestanding, airport/transportation center, and college campus.



Table 13 - Carefree Village Commercial and Entertainment Potential**Restaurants**

- Mexican
- Delicatessen/casual cafes and bistros
- Organic/healthy
- Seafood
- Brew pub/wine bar
- Organic/healthy

Specialty Food Stores

- Bakery
- Wine and artisan cheese
- Organic/healthy
- Butcher/specialty meats

Retail

- Clothing and Accessories
- Pet supplies and services
- Luggage and leather goods
- Sports/Recreation/Exercise Equipment
- Health and personal care stores
- Book, periodical and music stores

Entertainment

- Performing arts
- Culinary festivals
- Concerts and shows in the amphitheater
- Art festivals

The current mix of retail uses in the Carefree Village is not in line with what consumer's desire, as concluded from the consumer survey. Getting the right mix of retail that consumer's demand will invigorate the Carefree Village and allow it to compete with other comparable retail destinations. The challenge will be encouraging landlords to recruit appropriate high-quality tenants that match the interests of Carefree residents and the Market Trade Area, rather than leasing space to whomever is willing to pay the rent.

Office uses are demand anchors for retailers and restaurants, especially in the morning and at noontime. Professional practices that include medical, legal and financial services are also desirable as they steadily attract visitors and employ office staff, all who are potential shoppers.

Civic, cultural and entertainment anchors, such as a performing arts theater or museum, also attract a high number of visitors and create the opportunity for cross marketing with area restaurants and retailers. Nighttime uses such as restaurants and theaters can help make up for the smaller daytime population from office workers.

Adding residential living to a downtown or urban village has proven to be successful in other markets. New housing opportunities add excitement and helps create a sense of place. In addition, a residential component provides a built in customer base that can support existing retail and restaurants and serve as a draw to attract new business. Finally, the survey findings indicated a desire for living in the Carefree Village.



APPENDIX A - TAPESTRY SEGMENTATION PROFILES

