FORT&RRA

2.24.17

THE FORTERRA STRONG COMMUNITIES FUND

SO WE GROW INTO THE BEST PLACE POSSIBLE

DISCLAIMERS

This presentation does not constitute an offer to sell securities or a solicitation of an offer to buy securities. Any such offer or solicitation will be made, if at all, only by means of adequate and accurate disclosures about Forterra Strong Communities Fund I, LP (the "Forterra Fund") and its business plans, objectives and related risks and uncertainties.

This presentation contains "forward-looking statements" that represent our beliefs, projections and predictions about future events. These statements are necessarily subjective and involve known and unknown risks, uncertainties and other important factors that could cause our actual results, performance or achievements, or industry results, to differ materially from any future results, performance or achievement described in or implied by such statements, including statements relating to: (a) the Forterra Fund's investment criteria, expenses and return on investment; and (b) the Forterra Fund's ability to locate acceptable real property investments.

Actual results may differ materially from the expected results described in our forward-looking statements, including with respect to: Forterra's ability to replicate prior performance as the sponsor of the Forterra Fund's investment activities; competitive risks, including competitive activities of third parties with respect to acquisition and development of acceptable real property; risks associated with investment and development of real property; risks inherent in strategic relationships, including those with Forterra as the sponsor of the Forterra Fund; and additional risks based on the Forterra Fund's intention to acquire and develop real property for community benefit. Actual results may differ materially from these estimates under different assumptions or conditions. The Forterra Fund assumes no obligation to update any forward-looking statements or information, which are in effect as of their respective dates.

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RAPID GROWTH CALLS ON US TO STEP UP, COMMIT TO AND INVEST IN KEEPING OUR REGION SPECIAL.

THAT'S WHY FORTERRA LAUNCHED THE FORTERRA STRONG COMMUNITIES FUND IN 2016—A TOOL TO ACCELERATE THE STRENGTHENING OF OUR COMMUNITIES BY POOLING, LEVERAGING AND DIRECTING SOCIAL INVESTMENT CAPITAL.

- Public health outcomes are driven by where we live, work and play. The connections between our natural, built and social worlds are indisputable. We've saved lands to protect place; now we'll invest in lands to also safeguard people.
- This \$50M private equity fund buys and deploys targeted community real estate to grow neighborhoods into welcoming and affordable places for all and to keep ecosystems vital.



THIS IS WHAT OUR COMMUNITIES CAN BECOME WITH UNSUSTAINABLE AND UNHEALTHY GROWTH.



BY ACCESSING NEW CAPITAL MARKETS TODAY, OUR COMMUNITIES CAN LOOK LIKE THIS TOMORROW.

SUSTAINING OUR REGION

WE THINK BOLDLY. WE LOOK AHEAD. WE ASK 'WHAT IF'

- Forterra focuses on land as the most fundamental catalyst to the health of our ecosystems and cities.
- We bridge the gap between public and private entities. We bring experts, community leaders and funding sources to the table to transform communities.
- We take on tough real estate challenges, negotiate agreements, secure financing and forge lasting deals.
- We partner with nonprofits to transact real estate that underpins their missions, governments to deliver on community goals, and developers to create great projects.

WE'VE NEGOTIATED THE ACQUISITION OF \$500M OF PROPERTY AND PROTECTED 250,000 ACRES OF LAND.

A PROVEN TRACK RECORD

FORTERRA HAS COMPLETED OVER OVER 400 REAL ESTATE PROJECTS. WE KNOW HOW AND WHEN TO BUY AND SELL TO PROTECT LANDSCAPES AND STRENGTHEN COMMUNITIES.

FOUR GREAT EXAMPLES OF THIS SUCCESS:



EAST LAKE SAMMAMISH RAILROAD—URBAN TRAIL (1997)

- Acquired the 11 missing miles in the 75-mile trail network connection Seattle-Bellevue metropolitan area used by 100,000 people annually
- Coordinated complex negotiations and overcame significant legal issues with Redmond, Sammamish, Issaquah, Federal Surface Transportation Board, a railroad and over 100 private landowners
- Raised and repaid the required \$3M





CONSERVATION INVESTMENT FUND—INVESTOR FUND (2004)

- Launched, managed and completed our first private investment fund
- \$4M fund financed 1,500 acres of park and natural areas worth \$10M
- Financially outperformed most 'market-rate' investments over 5-year duration



A PROVEN TRACK RECORD



TEANAWAY RIVER VALLEY—MASSIVE CONSERVATION PROJECT (2012)

- Protected 56,000 acres of eastern Washington at risk of conversion to sprawl
- Pivotal component of multi-stakeholder agreement to sustain wildlife, recreation, fishing and farms
- Persevered over 10 years with the purchase and disposition of largest and most significant property in Washington in over five decades





WAYNE GOLF COURSE—URBAN 'CENTRAL PARK' (2016)

- Acquired one of the largest, prime development properties in central Puget Sound region
- Diffused community tensions and political controversy by negotiating a complex transaction that has enabled people to reunite
- Obtained over \$11M in interim bank financing through an innovative structure involving loan guarantees from almost 20 civic leaders and foundations
- Engaged in securing permanent preservation financing from government partners



INVESTMENT OPPORTUNITY

THE FORTERRA FUND GIVES YOU A WAY TO INVEST IN COMMUNITY REAL ESTATE FOR SOCIAL AND ENVIRONMENTAL IMPACT AND RECOUP INVESTED CAPITAL PLUS 2% ANNIAI RETIIRN

DUE TO THE FUND'S CHARITABLE PURPOSES, INVESTMENTS IN THE FUND MAY COUNT AGAINST A PRIVATE FOUNDATION'S ANNUAL 5% MINIMUM PAYOUT REQUIREMENT AS A "PROGRAM-RELATED INVESTMENT." EACH FOUNDATION SHOULD CONSULT THEIR OWN TAX ADVISOR.

INVESTMENT OPPORTUNITY

AS A FORCE MULTIPLIER, FORTERRA MAGNIFIES THE STRENGTH OF COMMUNITY ORGANIZATIONS.

FORTERRA WILL INVEST FROM MAIN STREETS TO TRANSIT STREETS, PROMOTING INCLUSION IN ALREADY FLOURISHING NEIGHBORHOODS AND IMPROVING QUALITY OF LIFE IN OUR POOREST NEIGHBORHOODS—WHERE RESIDENTS ARE DRAMATICALLY LESS HEALTHY AND LIFE EXPECTANCIES AS MUCH AS 13 YEARS SHORTER.



INVESTMENT OPPORTUNITY

INVESTORS IN THE FUND WILL HELP OUR REGION MEET THE CHALLENGES OF GROWTH WHILE RECOUPING INVESTED CAPITAL PLUS 2% ANNUAL RETURN:

COMMUNITY SOCIAL RETURNS

- QUALITY HOUSING FOR ALL INCOME LEVELS
- SAFER, MORE WALKABLE NEIGHBORHOODS
- ACCESS TO JOBS AND ECONOMIC MOBILITY
- IMPROVED HEALTH AND WELL-BEING

COMMUNITY ENVIRONMENTAL RETURNS

- INCREASED TRANSIT RIDERSHIP
- REDUCED VEHICLE MILES TRAVELED
- REDUCED GREENHOUSE GAS EMISSIONS
- LESS SPRAWL
- MORE PARKS, EASIER ACCESS

COMMUNITY ECONOMIC RETURNS

- INCREASED REAL ESTATE VALUES
- IMPROVED TAX BASE
- LOWER HEALTHCARE COSTS
- GREATER ECONOMIC EQUITY
- INCREASED OPPORTUNITIES FOR SMALL BUSINESS
- BETTER RECRUITMENT/LESS TURNOVER



AFTER VERIFYING FINANCIAL FEASIBILITY, WE WILL SELECT PROPERTIES FOR IMPACT USING NATIONALLY PROVEN ASSESSMENT TOOLS:



NEIGHBORHOOD SCORE

IDENTIFIES NEED AND OPPORTUNITY AT NEIGHBORHOOD SCALE



PROJECT SCORE



EVALUATE A PROJECT'S POTENTIAL BENEFITS



EVALUATION SCORE

WEIGHTED AVERAGE: PROJECT'S CAPACITY (75%) TO ADDRESS NEIGHBORHOOD NEEDS (25%).

Potential projects will be selected, and desired benefits defined and scoped in concert with a community-based partner.

FORTERRA STRONG COMMUNITIES FUND

HOW THE FUND WORKS

ASSESSMENT OF NEIGHBORHOOD NEEDS AND OPPORTUNITIES	
Basic Needs English language, healthy foods, income, poverty, affordability, minority population, transportation	30%
Health & Wellness Cancer mortality, cardiovascular mortality, disability, life expectancy, birth weight, obesity	20%
Neighborhood & Community Transportation modes, transit access and frequency, auto accidents, walkability	20%
Economy College attainment, employment accessibility, unemployment	15%
Environment Environmental justice, parks and open space	15%
ASSESSMENT OF PROJECT'S POTENTIAL BENEFITS	WEIGHT
Transformative Impact Community engagement; partnerships; site integration; alignment with adopted plans; location and scale; reuse of blighted proper	20%
Housing Choice & Affordability Housing options for mix of incomes, household types, and sizes; preservation of affordability; increased options for homeownership	20%
Neighborhood Walkability Walkability impacts to be determined	15%
Transit-Supportive Development Ratio of car ownership to proposed parking; space for shared, hybrid, or e-vehicles; bicycle storage; proximity to transit	15%
Economic Opportunity Career ladders, skill-building and entry level jobs; match of jobs to area education and skills; jobs within 45 min. transit commute	10%
Greenspace, Recreation, Arts & Culture Quantity/quality of new recreation, open space, art and cultural opportunities; per-capita access to greenspace and open space	10%
Healthy Food Food Access Score for projects providing new food outlets; access to fresh and healthy food	10%

PLACE MAKING

BY INVESTING IN MULTIPLE PROPERTIES IN ONE COMMUNITY WE WILL SPARK REAL TRANSFORMATION

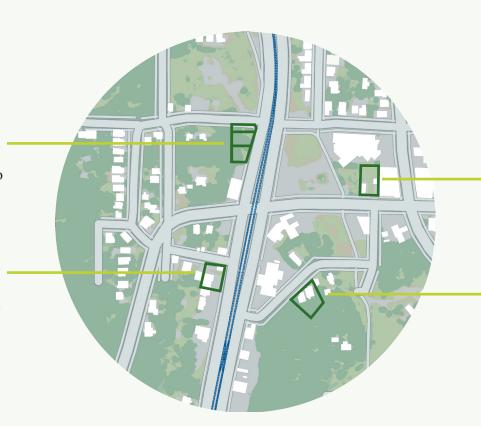
WORKFORCE HOUSING AND LOCAL BUSINESS SPACE

Aggregate properties and joint venture with private developer to entitle mixed-use building **5 YEARS**

COMMUNITY ARTS & RECREATION CENTER

Convert existing building and repurpose into community facility.

4 YEARS



POCKET PARK

Purchase property on verge of development and help community fundraise for park **3 YEARS**

AFFORDABLE HOUSING

Option and cleanup site contamination, then purchase and provide NGO time to buy **8 YEARS**

WITH AN AIM TO GROW INTO THE BEST PLACE POSSIBLE AND MEET FINANCIAL **PERFORMANCE GOALS**

- Identify opportunities with an appreciation rate in excess of 2% annual return
- Typical property value \$5M-\$20M; fund equity limited to \$9M per property
- Anticipated holding period of 4-8 years per property
- Fund term 10 years, with up to two 2-year extensions, at manager's option
- Fund overall debt ratio will not exceed 50%
- Up to 30% of the Fund allocated to entitlements and site improvements
- All investments will be within the state of Washington

PROPERTY VALUE

HOLDING PERIOD

COMMUNITIES **BLENDED PORTFOLIO**

THE FORTERRA FUND SEEKS \$50M IN CAPITAL COMMITMENTS OVER THE NEXT 18 MONTHS WITH:





FORTERRA ITSELF WILL INVEST \$500K AS A LIMITED PARTNER IN THE FUND.

FORTERRA STRONG COMMUNITIES FUND

HOW THE FUND WORKS

TARGETED FUND RETURNS

• Return of invested capital plus 2% simple ROI net of Fund expenses

FUND DISTRIBUTIONS

- As properties are sold, 100% of net cash flow (after Fund expenses) distributed to investors until they have received their 2% preferred return and a return of all capital
- Only after the 2% ROI and return of capital, Forterra receives its 1.00% deferred Investment Disposition Fee
- Any remaining amounts paid 80% to investors and 20% to Forterra
- No reinvestment of proceeds from property sales

FUND EXPENSES

- Reimbursement of start-up costs: ~\$200K, inclusive of legal, consultant and Forterra costs
- Annual asset management cost: \$100K or 0.75% of funds under management, whichever is greater
- Property acquisition and disposition expenses. In addition to third party expenses, these include a 1% Initial Investment Fee and a 2.00% Investment Disposition Fee paid to Forterra for its staff and other administrative costs. Half of the Investment Disposition Fee is deferred and only paid after investors receive their 2% preferred return plus invested capital.
- Property carrying costs: ~9.5% of property value, where possible reduced by cash flows

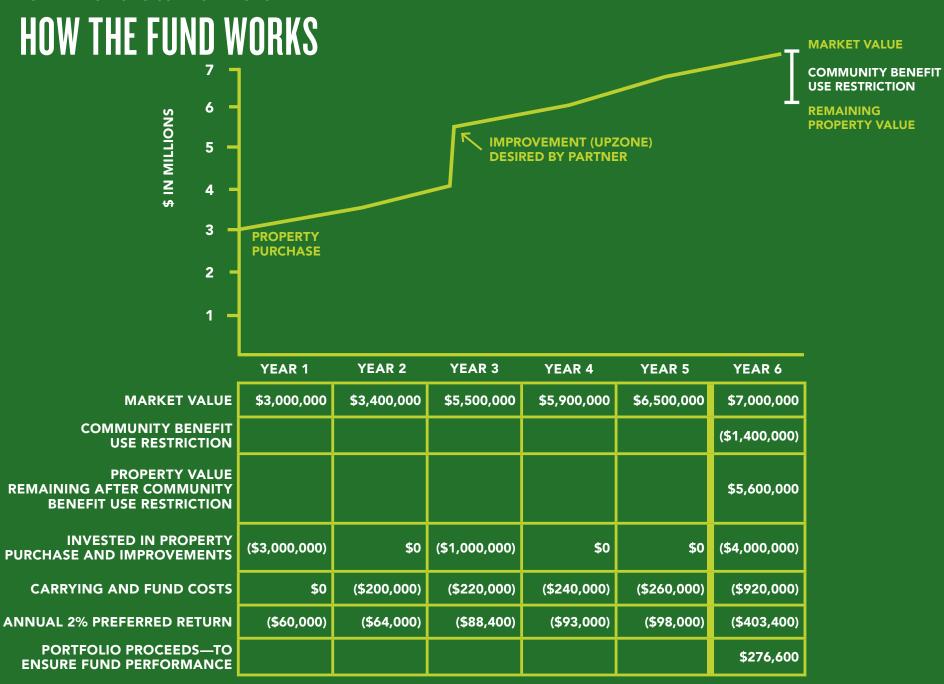
BUILDING ON DECADES OF EXPERIENCE, FORTERRA WILL CAPTURE THE INCREASE IN THE VALUE OF ACQUIRED PROPERTIES TO HELP BUILD HEALTHY COMMUNITIES WHILE REDUCING INVESTOR RISK. FORTERRA ACCOMPLISHES THIS BY:

SELECTING PROPERTIES WITH VALUE ENHANCEMENT POTENTIAL THROUGH

- Market timing of purchases
- Identifying transformative and brownfield properties
- Finding off-market properties
- Tackling complex transactions

ENHANCING PROPERTY VALUES BY

- Strategically partnering with nonprofits, governments, and private developers
- Securing funding and expertise to remove contamination
- Assemblages of adjacent or nearby properties
- Market timing of sales
- Aligning community and public interest
- Securing zoning and entitlement changes

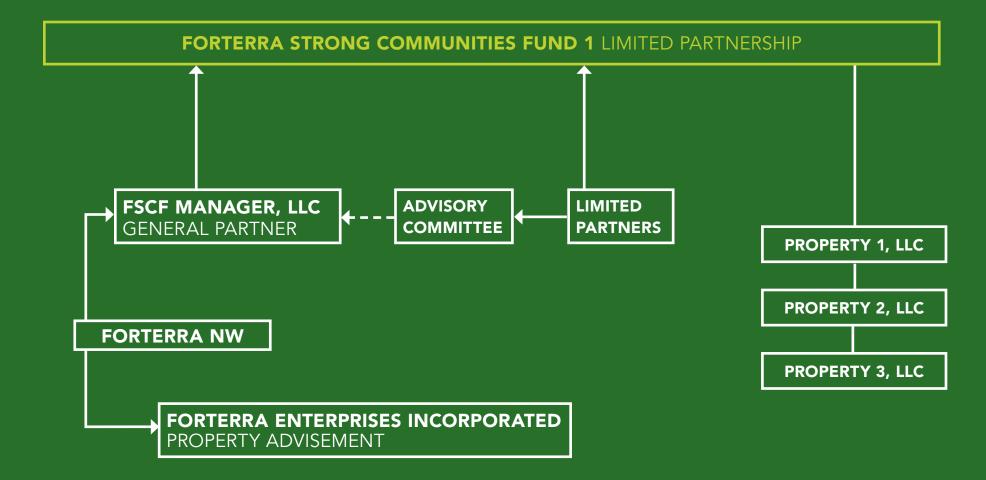


PHILANTHROPIC REQUEST

WHILE FORTERRA WILL BE REIMBURSED BY THE FUND FOR DIRECT FUND-RELATED COSTS, IT TAKES DEDICATED STAFF AND RESOURCES TO SUPPORT FORTERRA'S OVERALL COMMUNITIES STRATEGY, THE R&D TO CREATE THE FUND AS WELL AS SUSTAINED MONITORING TO ENSURE LONG-TERM PERFORMANCE.

IN ADDITION TO INVESTING IN THE FUND, WE ASK ALL INVESTORS TO CONSIDER MAKING A SEPARATE CHARITABLE CONTRIBUTION TO FORTERRA.

GOVERNANCE STRUCTURE



FORTERRA STRONG COMMUNITIES FUND

FORTERRA MANAGEMENT TEAM

GENE DUVERNOY, President



Under Gene's 25 years of leadership, Forterra has risen to national prominence through the implementation of bold landscape conservation and community building strategies and policies. Gene's work experience spans government, research, public policy and law. Prior to leading Forterra,

Gene's work experience included positions in government, research, public policy and law. He received a B.S. in Civil Engineering and Public Affairs from Carnegie-Mellon University and both an M.B.A. and J.D. from Cornell University.

TORY LAUGHLIN TAYLOR, Chief Operating Officer



Forterra's new Chief Operating Officer, Tory Laughlin Taylor, is an executive leader with more than three decades experience in urban real estate development and operations. Her career has spanned the fields of housing, urban revitalization, community development and historic

preservation—with a focus on real estate developments that utilize alternative means to achieve public-interest goals. Most recently, Tory served as Deputy Director of Bellwether Housing, a leading affordable housing developer and operator in Seattle.

MELISSA LAIRD, VP of Finance and Operations



Melissa provides high-level, organization-wide leadership and direction of Forterra's overall operations. This includes participating in short- and long-range strategic planning, fiscal oversight, personnel management, risk management, facilities and general administration. She ensures efficient and

effective delivery of internal systems and processes; development of concepts for policies and procedures; the development of tools that measure performance; and integration of administrative and financial functions into programmatic strategy.



MICHELLE CONNOR, Executive VP of Strategic Enterprises



Michelle leads innovative and complex projects, managing multi-disciplinary teams of employees and expert consultants. Her current portfolio includes community development and landscape conservation projects such as unwinding a residential subdivision to restore an historic

property to farming and facilitating a community effort to conserve nearly 7,000 acres of forestland in Kitsap County. Over the past 20 years, she has successfully led efforts worth hundreds of millions of dollars.

DAN GRAUSZ, Senior Director of Strategic Projects



Dan's generous service to Forterra has over the years been pro bono—it will continue to be so for the Fund. On the legal side, Dan spent 10 years in private practice (partner, Helsell, Fetterman, Martin, Todd & Hokanson) followed by a career with Holland America (Vice President and General Counsel;

Executive Vice President). Dan has served in an elected position on the Mercer Island City Council since 1999 and was Deputy Mayor for a four-year tenure.

GOVERNANCE + EXPERIENCED PARTNERS



FORTERRA STRONG COMMUNITIES FUND BOARD OF DIRECTORS

OFFICERS

Chair: Maggie Walker	Civic Leader
Vice Chair: Stanley Savage	President & CEO, The Commerce Bank of Washington
President: Gene Duvernoy	President, Forterra
Secretary/Treasurer: Joshua Anderson	COO, The Roseview Group

MEMBERS AT LARGE

Teresita Batayola	CEO, International Community Health Services
Dana Behar	Owner, Discovery Bay Investments
Dow Constantine	King County Executive
Maud Daudon	President & CEO, Seattle Metropolitan Chamber of Commerce
John Hempelmann	Chairman, Cairncross & Hempelmann
Gerry Johnson	Partner, Pacifica Law Group
De'Sean Quinn	Councilmember, City of Tukwila

GOVERNANCE + EXPERIENCED PARTNERS



FORTERRA NW BOARD OF DIRECTORS

MEMBERS AT LARGE

Pamela L. Banks, Urban League of Metropolitan Seattle	Chris Lloyd, Hey Advertising
Pat Callahan, Urban Renaissance Group	Dennis Madsen, Consultant
Eric Campbell, MainStreet Property Group & GenCap	Ryan Mullenix, NBBJ
Construction	Terry Mutter, The Boeing Company
Tim Ceis, Ceis Bayne & East Strategic	Ken Myer, Vantage Point
Gigi Coe, Civic Leader	Linda Neunzig, Snohomish County
Gene Duvernoy, Forterra	Dan Nordstrom, Outdoor Research
Lisa Graumlich, College of the Environment, UW	Thomas O'Keefe, American Whitewater
Jim Greenfield, Davis Wright Tremaine, LLP	De'Sean Quinn, King County/City of Tukwila
Bert Gregory, Mithun	Heather Redman, Indix Corporation
Larry Hood, CHFC	Marilyn Strickland, Mayor, City of Tacoma
Greg Johnson, Wright Runstad & Company	Bill Taylor, Taylor Shellfish
Linda Larson, Nossaman LLP	Aaron Toso, Amazon
Orin Levine, The Bill & Melinda Gates Foundation	Ruth True, NuBe Green

GOVERNANCE + EXPERIENCED PARTNERS



FORTERRA ENTERPRISES BOARD OF DIRECTORS

OFFICERS

President: Peter Orser	Runstad Center for Real Estate Studies
Vice President/Treasurer: Steve Ohlenkamp	The Communications Group
Secretary: Rod Brown	Cascadia Law Group

MEMBERS AT LARGE

Patrick Callahan	Urban Renaissance Group
Hal Ferris	Spectrum Development Solutions LLC
Tom Goeltz	Davis Wright Tremaine LLP
Jim Reinhardsen	Heartland LLC
Gary Young	Shelter Holdings

THE FUTURE OF THE PNW DEPENDS ON THE CHOICES WE MAKE TODAY

THE FORTERRA FUND:



EMBRACES GROWTH AS AN OPPORTUNITY



TRANSFORMS COMMUNITIES



KEEPS THE PACIFIC NORTHWEST SPECIAL FOR GENERATIONS TO COME



POSITIONS OUR REGION
AS A GLOBAL MODEL

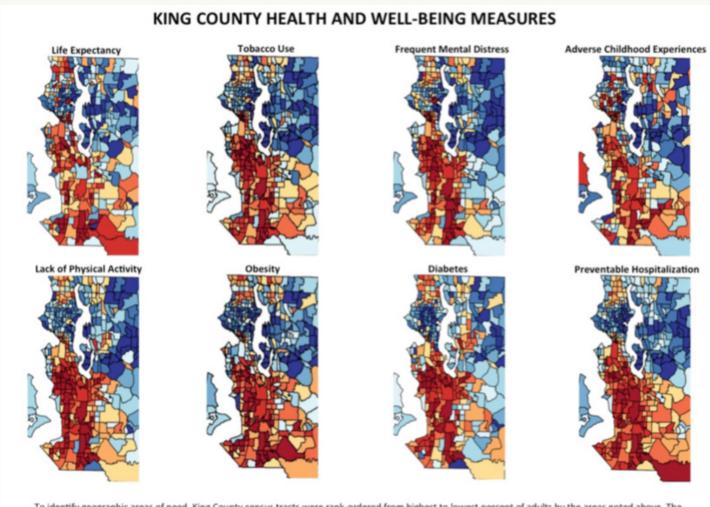
WE JOIN FORCES, INVEST SECURELY AND GET TANGIBLE RESULTS

GENE DUVERNOY GDUVERNOY@FORTERRA.ORG 206.905.6901

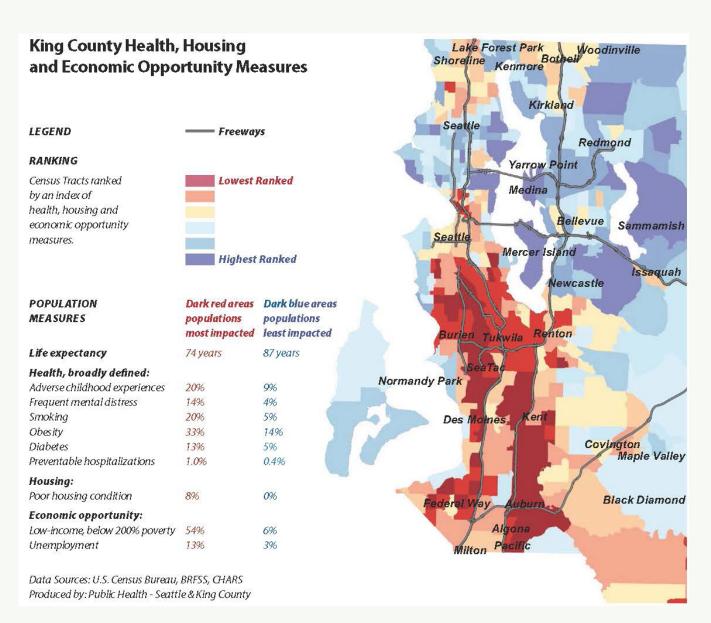
MICHELLE CONNOR MCONNOR@FORTERRA.ORG 206.484.1579

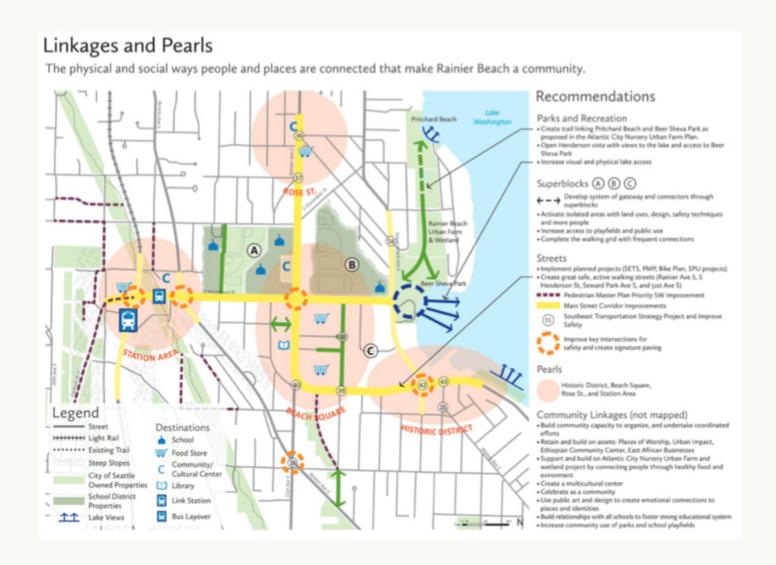
APPENDIX

IMPACT METRICS FOR PROJECT SCREENING AND OUTCOME MONITORING BOARD OF DIRECTORS: FORTERRA NW; FORTERRA STRONG COMMUNITIES FUND MANAGER, LLC; FORTERRA ENTERPRISES CORPORATION.



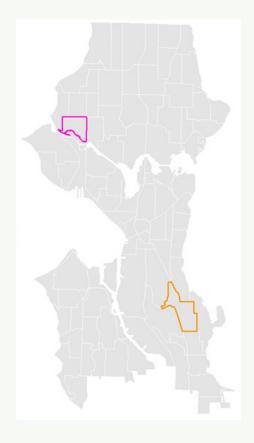
To identify geographic areas of need, King County census tracts were rank-ordered from highest to lowest percent of adults by the areas noted above. The tracts were then divided into 10 groups. Dark reds show tracts with the highest rates; dark blues show tracts with lowest rates (note: the Life Expectancy map ranks shortest in dark red to longest in dark blue).

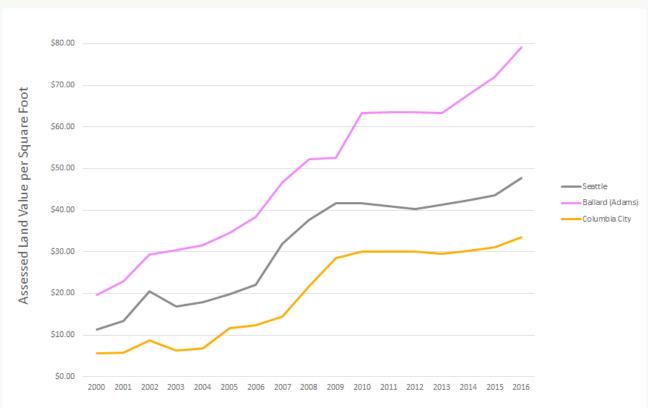






GROWTH RATE OF APPRECIATION







MONDAY 23, MAY 2016

GREEN GROUP TURNS ATTENTION TO AFFORDABLE HOUSING

by Daniel Jack Chasan

An organization best known for saving large natural areas in rural areas is taking on a new task: affordable housing in the city. Forterra, formerly the Cascade Land Conservancy, is launching a new partnership to address housing issues with the social service and cultural organization, El Centro de la Raza.

Forterra unveiled the collaboration at its annual fundraising breakfast recently in front of 1,400-plus people, many of whom were presumably at least a bit surprised.

It's certainly a change from what Forterra has done, brokering large purchases of undeveloped lands and development rights in some of the Puget Sound region's major efforts to protect open space and forest lands. Among those projects have been the state's purchase of 50,000 acres in the Teanaway River Valley near Cle Elum and negotiating the deal that saved the old Glacier site on the shore of Maury Island as a King County natural area, rather than a massive gravel mine.

Is this new commitment to affordable housing a stretch? Not at all, says Forterra's executive vice-president, Michelle Connor. "It's natural. If we don't do something about the quality of life in urban areas," Connor says, "we're going to fail."

If, like Forterra, you take a 100-year view, virtually all remaining unprotected natural areas and agricultural land in Western Washington will be toast unless almost all growth takes place in existing cities and towns. So, Forterra has long seen a legitimate interest in urban development that is attractive enough to make people choose to live there. This new enterprise reflects a related truth: People won't stay in urban centers unless they can

afford the rent.

While Forterra won't get into development, Connor says, it already has expertise in real-estate deals tied to conservation. Forterra envisions buying land strategically within cities and banking it. Community organizations and housing non-profits could then do the development. For instance, Connor says, "I could imagine us securing property near transit."

Local organizations, she says, are well-placed to make the best choices. And the group wouldn't necessarily need development money in hand, either, since Forterra could, she says, "buy and hold property on some basis while a community organization figures out a funding strategy." By looking far enough ahead, in fact, she believes Forterra could do for affordable housing what Paul Allen did for South Lake Union's development.

While Conner was thinking seriously about urban real estate in recent years, El Centro de la Raza officials were doing the same. And both groups were working in Tukwila to find out what the community wanted from transportation, explains El Centro's executive director, Estela Ortega.

Forterra asked El Centro to hold focus groups about what people needed in order to live in the city. Not surprisingly, participants said housing and jobs. "We just started talking," Ortega says. "Forterra has 30 years experience buying real estate."

Ortega thought Forterra could help answer a big question: "How do we save land for the betterment of people?"

"The community wanted to see affordable housing," Ortega says. "Rents were no longer affordable for our community." And that meant the whole community: "No longer is it just people of color," she says.

El Centro had already done a little affordable housing, but an opportunity to do something larger arose when Sound Transit decided to build a light rail station on Beacon Hill, near land that El Centro already owned. Here was a chance to assemble financing and zoning for transitoriented-development.

The result is the \$45-million Roberto Maestas Plaza, a mixed-use project with some 110 units of affordable housing on 16th Avenue South, near the station. When applications opened for the apartments, nearly 1,000 people were waiting in line. Some had spent the night. It was "heartbreaking" to see the people who had gotten there too late, Ortega says. The lucky ones will being moving in next month. The open plaza will invite the whole community in with vendors and a big outdoor TV. "It was a beautiful opportunity," Ortega says.

She says El Centro wants to do more affordable development. The group will look again at its own neighborhood, Beacon Hill, but it may also look in south King County, where Ortega says that — pushed by rising rents — more than half the area's Latino residents now live.

If El Centro wants another big project, "we could buy that property today and hold if for them," Conner says. Her organization is willing to look at a range of sites, but all else being equal, it will look at larger tracts. "A transaction on a small parcel [requires] the same effort as a transaction on a large parcel," she explains.

Organizations that develop land Forterra has acquired will likely have a variety of ideas. But the housing will have to be affordable, and there will have to be some environmental component, even if maybe that just means including an urban garden, she says.

Connor refers to maps that compare life expectancies among census tracts in King County. In general, people who live on Mercer Island or in Medina or downtown Seattle survive a lot longer than who live in White Center or farther south. The right address may be worth almost a decade of extra life.

Under those circumstances, Connor says, affordable housing isn't just a logical part of a long-range landuse strategy. It's something more: "We have a moral obligation to think about what role we play."