

REQUEST FOR PROPOSALS

COMMERCIAL REDEVELOPMENT PLAN FOR

Development Site
Northwest Corner of
Woodhill Road and Woodland Avenue
CLEVELAND, OHIO 44104

October 16, 2020 Cleveland Neighborhood Progress-City of Cleveland

Request for Proposals

Commercial Redevelopment Plan For:

Development Site – Northwest Corner of Woodhill Road and Woodland Avenue

Woodhill Choice Neighborhood Plan #WoodhillUpNext



Issued: October 16, 2020

By:

Cleveland Neighborhood Progress

And:



Mayor Frank G. Jackson

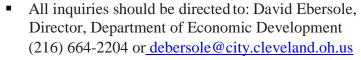
City of Cleveland Office of the Mayor

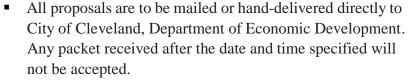
Department of Economic Development Department of Community Development City Planning Commission



Due

Friday, November 20, 2020 no later than 4:30 PM EST









Request for Proposals Development Site Northwest Corner of Woodhill Road and Woodland Avenue October 2020

October 16, 2020

Dear Developers:

The City of Cleveland ("City"), through its Director of Economic Development ("Director"), and Cleveland Neighborhood Progress ("CNP") are soliciting proposals for the redevelopment of the CNP-owned vacant land located at 2750 Woodhill Road (PPN 126-12-003) and the adjacent City-owned site at 10101 Woodland Avenue (PPNs 126-12-002 and -004), Cleveland, Ohio 44104. Combined, the 9.4 acre site is located on the northwest corner of Woodhill Road and Woodland Avenue ("Development Site" or "Site").

A Pre-Proposal Meeting will be offered **on Wednesday, November 4, 2020 at 2:30 PM EST as a virtual meeting**. During this meeting, City officials, CNP and other Buckeye-Woodhill stakeholders will be available to answer any questions regarding this RFP and Development Site. Firms interested in participating should email Butler2@clevelandohio.gov by 5:00 PM EST, Friday October 30.

Firms wishing to be considered in the developer selection process must submit two (2) print copies and one (1) electronic copy of their proposal **no later than 4:30 p.m. EST, Friday, November 20, 2020.**

No proposals will be accepted after that date and time unless the City and CNP extend the deadline by a written addendum.

Sealed proposals may be mailed or delivered to the address below and must be identified on the outside of the envelope(s) as: Proposal for Development Site Northwest Corner of Woodhill Road and Woodland Avenue

Mr. David M. Ebersole Director of Economic Development City of Cleveland 601 Lakeside, Room 210 Cleveland, Ohio 44114

The City and CNP reserve the right to reject any or all proposals or portions of them, to waive irregularities, informalities, and technicalities, to re-issue or to proceed to obtain the service(s) desired otherwise, at any time or in any manner considered in the City's and/or CNPs best interests. The Director may, at his sole discretion, modify or amend any provision of this notice or the RFP.

Should you have any questions regarding this solicitation, please contact Ms. Briana Butler at 216-664-2202.

Sincerely,

David M. Ebersole Director, City of Cleveland, Department of Economic Development

SITE BACKGROUND:

The City and CNP are soliciting proposals for the redevelopment of the CNP-owned vacant land located at 2750 Woodhill Road (PPN 126-12-003) and the adjacent City-owned site at 10101 Woodland Avenue (PPNs 126-12-002 and -004), Cleveland, Ohio 44104. See attached **Exhibit A** for parcels included in Development Site. Combined, the 9.4 acre site is located on the northwest corner of Woodhill Road and Woodland Avenue, and is zoned General Industry. There is currently no active use on either site.



VISION STATEMENT:

The City and CNP envision this development to be a commercial or mixed-use development and serve as a job catalyst for the area as part of Mayor Frank G. Jackson's Neighborhood Transformation Initiative and the Woodhill Choice Neighborhood Plan. Job creation at the site shall provide sustainable job opportunities for the residents in the area and those in surrounding areas as well.

Strategic Development Plans

The Mayor's Neighborhood Transformation Initiative (NTI): The goal of NTI is to invest in disadvantaged neighborhoods just outside growth zones and encourage the private market to return to these areas without the need of public incentives. Initial efforts are concentrated in neighborhoods that were chosen based on the result of CORE Redevelopment Strategy Study done by the Cleveland Planning Commission. The selected areas are in proximity to large, anchor institutions that are committed to transforming the neighborhoods in which they are located, as well as provide job opportunities to their residents. Mayor Jackson has leveraged \$25 million in City bond funds to attract an additional \$40 million in bank, nonprofit, and philanthropic funds that are strategically targeted towards commercial, residential, and entrepreneurial and workforce training programs. Buckeye-Woodhill is one of four neighborhoods identified for this initiative.

Woodhill Choice Neighborhood Plan: The residents and stakeholders of this area have come together and developed a comprehensive local planning process. Out of this process, and with the award of the CHOICE Neighborhood Planning Grant, they have developed a transformation plan for the area to redevelop the neighborhood. The goals of the plan are for the Buckeye-Woodhill neighborhood to be racially and economically diverse, a safe and desirable destination for residents and visitors alike, pedestrian friendly and an integrated community that is visibly thriving. Strategies will be employed in response to stakeholder demand for improvements to safety, connectivity (both physical and social), mobility, educational opportunities, job opportunities and housing choices. On overview of the Woodhill – Choice Implementation

Ongoing Development

Woodhill Choice Neighborhood Plan - Implementation: This development includes significant housing investment in the CMHA Woodhill Homes footprint, phasing the demolition of the existing residential structures and building new housing as part of a Low Income Housing Tax Credit project. Tax credits have been secured for townhome development northeast of the Estates on Woodland, with a plan to break ground in 2021. Additionally, this plan includes new commercial and residential mixed use investment at the northwest corner of Buckeye and Woodhill Roads.

Greater Cleveland Habitat for Humanity's Buckeye II: This project consists of a first phase with 10 new 3- and 4-bedroom homes on Hulda Avenue East of East 110th. The City is supporting the project with \$35,000 per home and Habitat estimates a total development cost per home of approximately \$150,000 before donated labor and material.

Legacy at St Luke's: Legacy at St Luke's is a low-income and workforce housing development consisting of (5) one-bedroom units and (22) three-bedroom units on multiple sites between East 112th Street and East 110th Street at Martin Luther King Jr. Drive. City funding is over \$900,000 and the total development cost is over \$7 million. Construction began in the fall of 2019 and should be complete in 2021.

This housing investment will increase density in the area and support not only the commercial businesses that provide goods and services, but also serve as a pipeline of employees for this Development Site.

OTHER AREA INVESTMENT AND PLANNING:

The Buckeye-Woodhill neighborhood is one of the City of Cleveland's priority neighborhoods for infrastructure and economic development investments in the coming decade including the Thrive 105-93 plan and investment made by Greater Cleveland Regional Transportation Authority. The Buckeye-Woodhill neighborhood was also designated an official Purpose Built Community as of October 2019. Both of these initiatives involve physical development including roadway and greenspace improvements, economic development opportunities as well as programmatic resources to improve the quality of life for the residents who call the neighborhood home.

Thrive 105: The Thrive 105 project has studied existing transportation and land use in neighborhoods along the East 105th Street, East 93rd Street and Woodhill Road corridor to identify improved transportation routes and potential development to benefit residents, business owners, employees, and visitors to the corridor. Funding has been awarded to begin implementation of physical improvements within the study area.

NTI Buckeye Commercial Corridor Investment: City has granted \$1.2M to Burten, Bell, Carr Development (BBC) to invest in the commercial corridor along Buckeye Road between E. 116th and E. 130th Streets. BBC serves as the Community Development Organization for this area. Specifically, through this grant they will acquire, stabilize and hold commercial and mixed use properties to prepare them for development.

NOACA's Transportation for Livable Communities Initiative (TLCI): City was granted a TLCI grant from NOACA to study current conditions and plan for investment along and around Buckeye Road. The study will examine investment opportunities for street infrastructure, commercial and residential development, and safe transportation.

Greater Cleveland Regional Transportation Authority: The GCRTA has constructed two new Rapid Transit stations within the neighborhood planning area – the Quincy & East 105th Station and the East 116th Station. This investment provides access to and from this area for prospective employees.

Purpose Built Communities: The Purpose Built Communities (PBC) holistic model of community revitalization was developed more than 20 years ago after the successful transformation of the East Lake neighborhood in Atlanta, Georgia. The model is built upon three strategic pillars of mixed-income housing, cradle-to-college education pipeline and community wellness within a defined neighborhood. The work is led by a local nonprofit organization that serves as the community quarterback. PBC is a nonprofit organization that provides pro-bono consulting services across the nation to local leaders that are working to "accelerate holistic change" in struggling neighborhoods by applying the PBC model.

SITE LOCATION AMENITIES THAT SUPPORT DEVELOPMENT:

The Buckeye-Woodhill Neighborhood is well-positioned in terms of proximity to the city's nationally recognized institutions including the Cleveland Clinic, University Hospitals, the cultural institutions of University Circle (including The Cleveland Orchestra and the Cleveland Museum of Art), Case Western Reserve University and the new Opportunity Corridor, a roadway intended to connect this area to the greater region and lined with new business, tech and manufacturing use. See attached **Exhibit C-1** for location of Development Site as part of Opportunity Corridor.

Opportunity Corridor: The area between I-490 and University Circle has become known as the "Forgotten Triangle" due to the lack of economic activity. Outside of the transportation benefits it could bring to the Cleveland area, this effort opens the potential for new economic development, new jobs and a new identity for the community. The Opportunity Corridor encompasses nearly 1,000 acres on Cleveland's southeast side and is anchored by University Circle and the Cleveland Clinic. Businesses and development that locate here will also benefit from strategic marketing efforts provide through the Opportunity Corridor project.

Additionally, this site is included in an Opportunity Zone. City of Cleveland has partnered with Cuyahoga County, Cuyahoga Land Bank, Greater Cleveland Partnership, Cleveland Development Advisors, and the Fund for Our Economic Future to form Opportunity CLE, an initiative for Opportunity Zone investment in Cleveland and Cuyahoga County. See attached **Exhibit C-2** for location of Development Site as part of the Opportunity CLE Opportunity Zone.

Opportunity CLE: Cleveland and Cuyahoga County's robust and agile network of public, private, and philanthropic partners creates a cohesive economic development ecosystem unlike any other in the nation. Working with one of the partners provides investors and developers access to the full spectrum of resources, including neighborhood level organizations, state and federal governments, utility and infrastructure agencies, workforce development organizations, private developers, and key industry experts.

PROPOSAL GUIDANCE:

Based on proposals submitted, the City and CNP will negotiate a purchase price based on the Fair Market Value. The City and CNP will take the value of any site restrictions and environmental remediation into consideration when negotiating a purchase price.

Proposals are required to indicate a purchase price and justification for the proposed price based on Fair Market Value for the property. A formal, independent, third-party appraisal, commissioned at the cost of the selected Developer, will be used to determine the final purchase price for the property prior to closing a transaction.

City and CNP encourage Developer to demonstrate that proposal is determined to be highest and best use for the site. Preference will be given to proposals that create significant and accessible job opportunities for the area.

The proposal must also indicate the ability of the developer to seek needed funds to complete the redevelopment.

The project is to be completed expeditiously.

The ability of the project to obtain points under the LEED system should also be clearly indicated, including whether or not a LEED certification will be obtained. Developers are required to include a LEED Checklist, indicating the level of certification that the proposed development would achieve. Preference will be given to proposals receiving higher levels of LEED scoring per the checklist.

The City requires the use of City-certified Minority Business Enterprise (MBE), Female Business Enterprise (FBE) and/or Cleveland Small Business (CSB) firms in subcontracting and Cleveland residents in construction on-site (City Codified Ordinances Chapters 187 and 188). Submitted proposals should clearly indicate how the developer will incorporate MBE, FBE and CSB firms and Cleveland residents into the project. Chapter 187 requires 15% Minority subcontractors, 8% Certified Small Business subcontractors, and 7% Female Business subcontractors. Chapter 188 requires at least 20% of construction hours should go to Cleveland residents, including 4% of those hours for low income Cleveland residents.

ENVIRONMENTAL CONCERNS:

The Development Sites have been assessed by contractors on behalf of the City of Cleveland. All environmental reports are available at the request of the Developer.

The City of Cleveland and JobsOhio have an agreement to fund the environmental remediation of sites within the Opportunity Corridor. Those funds can be used towards environmental remediation including institutional controls, such as pavement or clean soil cover.

The City can deliver their site in one of two ways:

- 1. The City can undertake the remediation and deliver a site in shovel-ready form. All remediation will be conducted at the City's direction and the site will be delivered to the developer "as is." Under this approach, the City expects that the property will be delivered at level grade. The City may elect to implement certain restrictions on the use of the property that will be in accordance with normal remedial practices.
- 2. The Developer can direct the remediation. If the Developer elects to undertake this option, then they will be responsible for the remediation items and securing a No Further Action Letter. Under this approach, remediation funding may be used for institutional controls that may be part of a building requirement, including installation of a slab or indoor air vapor barrier.

Required Submittal

Please indicate your proposed approach to environmental remediation for the site.

1. If you are proposing that the City deliver a clean site, then please indicate the expectation as to the condition of the site and the presence of restrictions remaining on the site.

Restrictions may include:

- a. Limitation on groundwater extraction
- b. Requirements to address potential contamination to indoor air
- c. Restriction to commercial/industrial use

If you are proposing a development-directed remediation, please outline how you would approach that activity.

REQUEST FOR PROPOSAL SUBMISSION REQUIREMENTS AND DEADLINE

The Request for Proposal (RFP) response shall include at a minimum:

- Proposed purchase price to be offered to the City and CNP, as well as justification for the price.
- Description of proposed development along with market information to support the project components.
- Description of scope and schedule.
- Site Plan
- Project Sources & Uses of Funds.
- Development Pro Forma for the project
- Job creation projections and/or type of development
 - o If known, please identify prospective tenants.
 - o If not know, please provide a marketing/leasing plan to identify tenants
- An organizational chart illustrating the relationship of key personnel and project manager.
- Work assignment and experience of key personnel and project manager for the developer. Include names, titles and relevant experience of all significant staff that will be involved in the project.
- Descriptions of no more than three (3) similar projects completed by the firm's personnel who will be involved in this project.
- A LEED checklist indicating LEED project components that the developer believes can be implemented at the site.
- Identification of how local youth will be involved in the project.
- Identification of opportunities for the use of MBE/FBE/CSB Subcontractors and City of Cleveland Residents for the project. Developers should indicate past performance on City of Cleveland projects (if applicable), efforts to identify and engage potential subcontractors, and proposed outreach efforts to include Cleveland residents. List of references, preferably from municipalities or agencies with whom the firm has accomplished similar projects.
- Identification of proposed approach to environmental remediation for the site.

Firms wishing to be considered in the consultant selection process must submit two (2) print copies and one (1) electronic copy of their proposal no later than 4:30 p.m. EST, Friday, November 20, 2020, to:

David Ebersole Director, Economic Development City of Cleveland 601 Lakeside Avenue, Room 210 Cleveland, OH 44114

The complete proposal package shall be plainly marked as shown below:

Proposal for Victoreen Development Site Firm Name: Submittal Date: Attn: Director of Economic Development City of Cleveland 601 Lakeside, Room 210 Cleveland, Ohio 44114

The consultant's proposal shall include a signature by a person authorized to submit and sign a proposal, the firm name, address, telephone number, the name of the person authorized to submit/sign the proposal, and his/her title, telephone number and e-mail address. If the firm's primary point of contact is different from the authorizing signatory, the primary point of contact's title, telephone number, and e-mail address should be included as well.

Proposals received after the designated time will not be considered in the selection process. The City reserves the right to accept or reject any or all proposals and to waive informalities or irregularities in the selection process.

Should it become necessary to revise any part of the RFP or otherwise provide additional information, an addendum will be issued by the City and CNP and furnished to all firms that are on record as having received copies of the original Request for Proposal.

The City and CNP are not be liable for any costs incurred by the respondents in replying to this RFP. The City an CNP are not liable for any costs for work or services performed by the selected consultant prior to executing a Development Agreement.

Requests for further information or questions regarding this Request for Proposals should be addressed in writing only to Briana Butler. Unauthorized contact regarding this Request for Proposal with any City employee may result in disqualification. Any oral communication will be considered unofficial and non-binding. Developers shall rely only on written addenda issued Briana Butler at the following address:

Ms. Briana Butler
Manager, Economic Development
City of Cleveland
601 Lakeside, Room 210
Cleveland, Ohio 44114

E-mail: bbutler2@city.cleveland.oh.us

SELECTION PROCESS AND TENTATIVE SCHEDULE:

The proposals considered in the selection process will be evaluated by a committee appointed by the City and CNP according to the criteria and point system presented below. The City and CNP will not release the names of committee members and requires that consultants direct any written questions to the aforementioned Director. Any written questions shall be submitted to David Ebersole. No one shall contact any member of the appointed committee except David Ebersole. The appointed committee will evaluate the proposals utilizing the proposal evaluation criteria and report to the City and CNP.

The City and CNP will decide to either select based solely on the proposals or to interview the highest rated applicants.

The following is the proposed schedule for this project. The schedule is subject to change at the sole discretion of the City:

October 16, 2020 November 4, 2020 at 2:30 PM EST November 20, 2020 by 4:30 PM EST December 4, 2020 Week of December 7, 2020 Distribute Request for Proposals Pre-Proposal Meeting Deadline for Receipt of Proposals Selection by Committee Notify Selected Developer

PRE-PROPOSAL MEETING:

A Pre-Proposal Meeting will be offered virtually **on November 4, 2020 at 2:30 PM EST.** Interested parties should RSVP to BButler2@clevelandohio.gov.

PROPOSAL EVALUATION CRITERIA:

The following information should be included in each Proposal and will form the basis of the evaluation (unless noted otherwise). The point number is the weight of each criterion. Interviews may be conducted to obtain additional information regarding the proposal. In addition to the proposal score, the City and CNP will consider the results of any interviews and the short-term and long-term feasibility of the project, including readiness of financing, in making its final selection. The City and CNP reserve the right to not award the project and re-issue the RFP.

All proposals will be scored between 0 and the maximum points established for each criterion. The points are not intended to reflect the qualifications of the consultant for that criterion; rather it is reflective of the consultant's ranking as compared to the other proposals. A total point score of zero does not mean the firm is unqualified.

Overall Qualifications of Firm/Team (10 Points)

Provide a description of the overall qualifications of your firm and project team.

Provide examples (not more than three) of similar projects performed by your team within the last five years. The examples should include the nature of your involvement in the project, any special environmental, political or technical problems involved in the project, how the problems were resolved, the name and phone number of the owner's representative in charge of the project, the total project cost, and when the project was performed.

Provide a list of references, preferably from municipalities or agencies with which the firm has accomplished similar projects.

Project Manager/Key Personnel (5 Points)

The proposal should include the name and qualifications of the Project Manager (PM) to be assigned to this project. Include the Project Manager's prior similar experiences on:

- Projects which best illustrate his/her expertise to perform the requested services.
- Track record in meeting schedules and budgets.
- Developing and implementing cost effective design processes.

For any projects listed, include the name and phone number of the owner's representative in charge of the project.

Provide the identity and qualifications of Key Personnel (including both prime and sub-contractors) to work on this project, including the adequacy and appropriateness of their credentials and capabilities, expected project assignments, the extent of their project participation, and the relevance of their prior experience to this project (if any).

Provide a description of Key Personnel experience with public financing, and Federal, State and local resources. The description should include a demonstrated ability to comply with applicable government regulations.

Provide an organizational chart illustrating the relationship between the PM and Key Personnel. Identify sub consultants in the organizational chart by name and firm.

Proposed End Use and Scope (40 Points)

Describe the proposed end use for the property. Preference will be given to proposals that create accessible and sustainable job opportunities.

Identify the prospective FTE jobs at the project site, the type of jobs and prospective pay scale.

Tax-exempt land uses will not be accepted. End use should be supported by a market analysis indicating the likely success of the proposed development. Prospective tenant mix should be identified and any letters of interest from prospective tenants will be highly considered.

Identify the scope of work for the project. Provide the construction schedule and development timeline for the project.

Include a rendering and prospective floor plans of the proposed redevelopment. Proposals should identify anticipated building materials and the renderings should highlight their use in building design. Building design, including aesthetics, durability, and longevity will be considered in scoring.

Please indicate your proposed approach to environmental remediation for the site.

- 1. If you are proposing that the City deliver a clean site, then please indicate the expectation as to the condition of the site and the presence of restrictions remaining on the site.
 - Restrictions may include:
 - a. Limitation on groundwater extraction
 - b. Requirements to address potential contamination to indoor air
 - c. Restriction to commercial/industrial use

If you are proposing a development-directed remediation, please outline how you would approach that activity.

Project Financing (25 Points)

Include a proposed purchase price for the property. Include justification and any third party opinion of the purchase price. Indicate the need for any portion of the purchase price to be considered as an incentive for the project.

Proposals that do not request/require City financial assistance will receive a higher score.

Include a proposed Sources & Uses statement that outlines the total costs of the project and the amounts/types of expected sources. Please indicate whether any of the sources are already secured and, if possible, include term sheets or letters of interest.

Include a detailed development pro forma forecasting future revenue from tenants, operating expenses, and debt repayments for at least the term of the requested project financing. The proposal should include tenant lease expectations including base rents, lease-up expectations, COLA, square footages/tenant.

LEED Certification (5 Points)

Include a LEED Checklist indicating the LEED project components that could be achieved in the project, including whether or not a LEED Certification will be obtained.

The proposal should indicate the level of LEED Certification that the developer believes is obtainable and an explanation supporting the proposed level.

Employment of Certified MBE/FBE/CSB Subcontractors and Cleveland Residents (10 points)

Indicate any of your firm's previous experience with projects funded by the City of Cleveland and your track record of compliance with the City's MBE/FBE/CSB and Cleveland Residents regulations (Cleveland Codified Ordinances Chapters 187 & 188).

Clearly indicate how your firm will incorporate Cleveland certified MBE, FBE and CSB subcontractors into the demolition/construction aspects of this project and voluntary reporting that you are willing to provide the City on this topic.

Clearly indicate how your firm will incorporate Cleveland residents into the construction aspects of this project and any reporting that you are willing to provide the City on this topic.

Developers without applicable experience will be eligible to receive full points and will be evaluated entirely on the proposed use of certified subcontractors and residents.

Area Youth Involvement (5 points)

Request for Proposals Development Site Northwest Corner of Woodhill Road and Woodland Avenue October 2020

The City of Cleveland is very interested in providing an opportunity to local youth to both learn more about development in their community and to participate in the project. In the past, developers have provided internships to John Hay Architecture students to participate in the design process, as an example.

Developers who show a clear commitment to area youth via funding and/or involvement will be scored higher.

GENERAL FORMAT:

All proposals shall contain concise written material and illustrations. Legibility, clarity, and completeness are essential. All submittals must have the following tabbed headings.

- Overall Qualifications of Firm/Team
- Project Manager/Key Personnel
- Proposed End Use & Scope
- Project Financing
- LEED Certification
- Employment of Certified MBE/FBE/CSB Subcontractors and Cleveland Residents
- Youth Involvement

ATTACHMENT LIST:

- Exhibit A: Development Site Location
- Exhibit B: Woodhill Choice Neighborhood Plan Overview
- Exhibit C-1: Opportunity Corridor Site Map
- Exhibit C-2: Opportunity Zone Sit Map

Exhibit A

Development Site Location



Exhibit B

Woodhill Choice Neighborhood Plan Overview





KEY STRATEGIES

NEIGHBORHOOD



- •New streets, sidewalks and bike paths
- Improved transit stops
- Neighborhood shuttle and ride-sharing program
- Improved connections to neighborhood amenities



- •New Luna Hillside park
- Expanded community gardens and outdoor learning center
- New pocket parks and plazas Community point park and marketplace
- •Spaces for sports and fitness programs



- · Near-term broadband connection at Woodhill Community Center with access at Woodhill buildings
- Longer-term expanded access and smart neighborhood technology

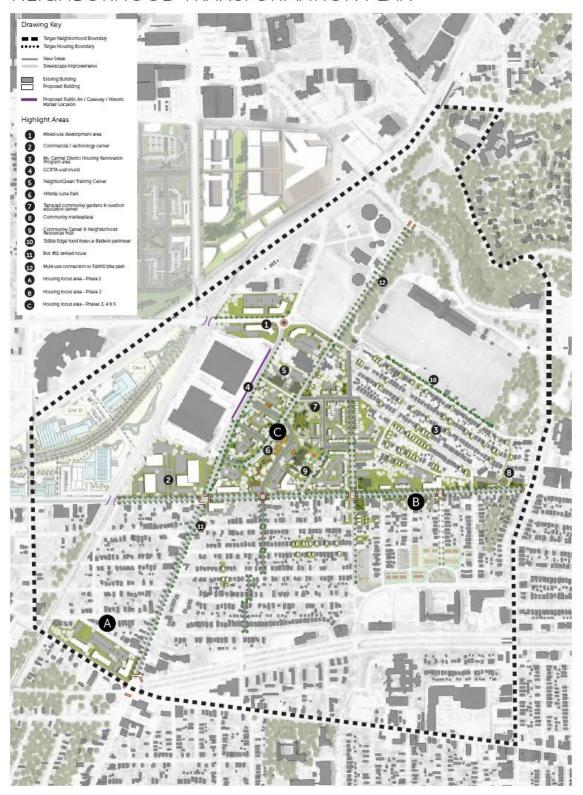


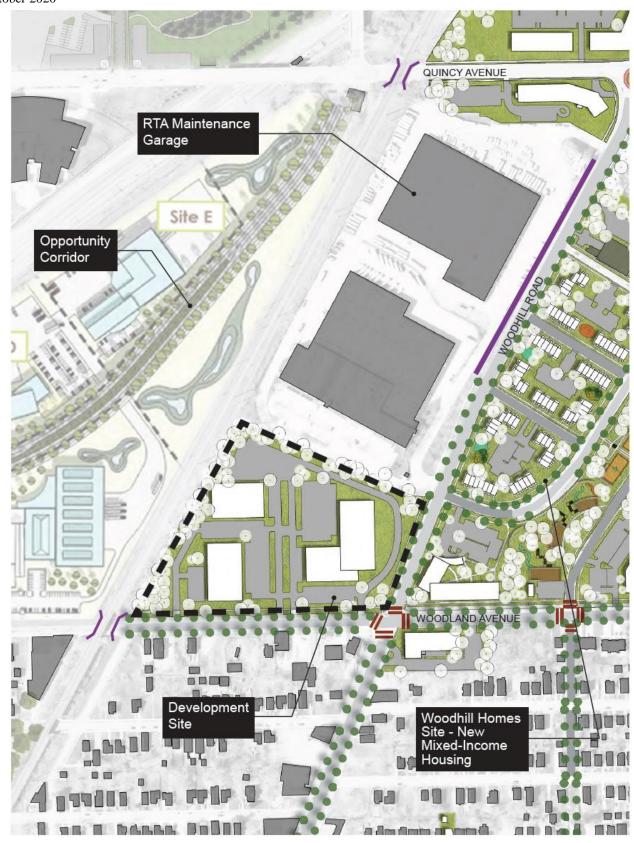
- •Public art projects at the RTA wall, neighborhood entry points and bridges
- New neighborhood signage
- History markers
- •New places that celebrate the community's heritage

#WOODHILLUPNEXT

CUYAHOGA METROPOLITAN HOUSING AUTHORIT CITY OF CLEVELANI US. DEPARTMENT OF HOUSING AND LIRBAN DEVELOPMEN THE COMMUNITY BUILDER

NEIGHBORHOOD TRANSFORMATION PLAN



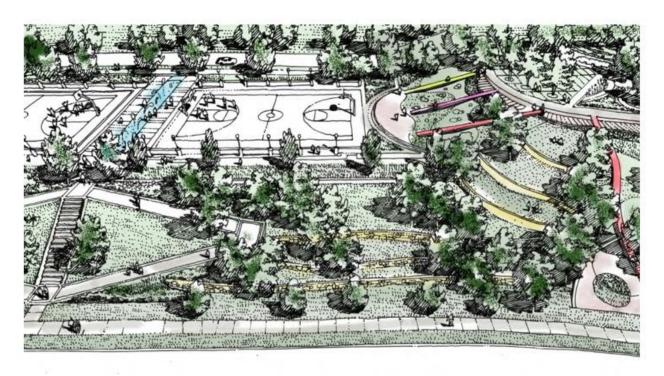




Woodhill Station Mixed-Use Buildings



Community Entry at Morris Black Place



Hillside Luna Park



New Streets and Mixed-Income Housing

 $\underline{\textbf{Exhibit C-1}}$ Opportunity Corridor Map of Site

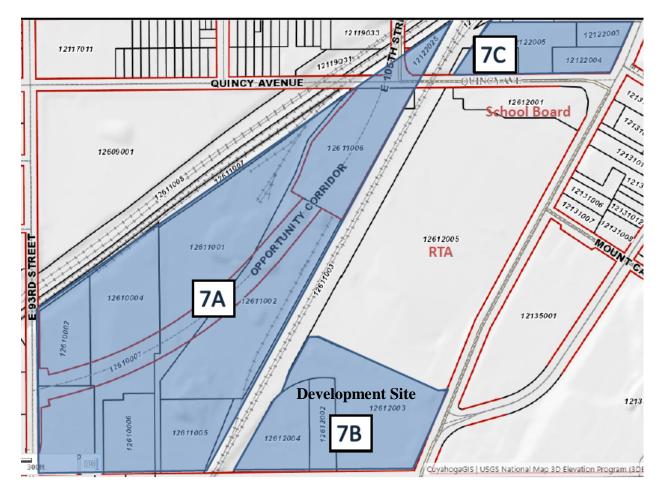


Exhibit C-2

Opportunity Zone Map



Opportunity Corridor

