



PREPARED FOR THE URBAN DESIGN COMMISSION

Project Address: 702 N Midvale Boulevard, 401 N Segoe Road & 320 Price Place
Application Type: Planned Development-Specific Implementation Plan (PD-SIP), Hilldale Phase 3
UDC is an Approving and Advisory Body
Legistar File ID #: [75717](#)
Prepared By: Jessica Vaughn, AICP, UDC Secretary

Background Information

Applicant | Contact: Brian Munson, Vandewalle & Associates | 401 N Segoe, LLC & Hilldale Shopping Center, LLC

Project Description: The applicant is proposing the next phase of redevelopment activities at Hilldale Shopping Center. This is labeled as “Phase 3” in the submitted materials and includes the 200, 300, and 500 buildings.

Project Schedule:

- UDC received an Informational Presentation on February 1, 2023.
- The UDC granted Initial Approval on April 26, 2023.
- The Plan Commission approved this proposal on May 8, 2023 (Legistar File ID [77209](#)).
- Common Council approved this proposal on May 16, 2023.

Approval Standards: The UDC is an **approving body** on this request in regards to its location within Urban Design District 6 (“UDD 6”). Under those standards, the Urban Design Commission shall review the proposed project using the design standards and guidelines for that district in MGO Section 33.24(9).

The UDC is also an **advisory body** on the PD request. As with any Planned Development, the Urban Design Commission is required to provide a recommendation to the Plan Commission with specific findings on the design objectives listed in Zoning Code sections 28.098(1), Statement of Purpose, and (2), Standards for Approval (PD Standards Attached).

As noted above, the UDC’s initial action included an advisory recommendation to the Plan Commission, which ultimately was carried forward to the Common Council, for Initial Approval. That recommendation included various conditions and design related considerations, including the recommendation that the project return to UDC for final review and approval. As such, it is the UDC’s role to review the revised drawings for consistency with the previously recommended conditions of approval. Staff advises that the UDC review the updated plans and confirm that the conditions of approval, as noted below, have been met.

Summary of Design Considerations

It is the role of the UDC to review the revised drawings for consistency with the conditions of approval as outlined below. Please note that as conditions of approval, they are required to be met. The UDC’s role is to ensure these previously established conditions are met, however they cannot waive or change these requirements. Staff requests the UDC’s final action to reflect the following:

1. Incorporate columnar evergreens/junipers within the planting strips along the north elevation at architectural column locations.

2. Incorporate more significant plantings, including raised planters at the building entry on the north elevation.
3. Incorporate more details into the long wall expanses along the street that would help break down the wall, including but not limited to terracing the wall, incorporating a cantilevered seat element into the wall, or incorporating design details to add color, textures, or pattern within the wall.

With regard to this condition, while a raised planter has been incorporated into the design of the wall along Price Place, it is unclear if this same feature will wrap the corner and provide the same relief to the large wall expanses along Vernon Boulevard.

4. On Building 200, the corrugated metal panel shall be painted to reflect the renderings.

With regard to this condition, staff notes that sheets 59, 60, and 61 of the PDF plan set show this element painted differently. Sheet 59 is consistent with the Initial Approval condition.

5. Fixture L5 shall be revised to be meet code requirements for cutoff and shielding.

Staff does not believe that this condition has been addressed. The applicant is advised that additional review and approval will be required with regard to cutoff shielding requirements, specifically fixture L5.

In addition, Sheet ES100 has been added to the plan set since the Commission's Initial Approval action. As noted on this plan, there appears to be inconsistencies with MGO 29.36. Additional information will be required as part of the Site Plan Review process to confirm shielding and cutoff requirements are met, as well as refinements to the footcandle ratings to be consistent with maximum light levels and uniformity ratios pursuant to MGO 29.36.

6. The applicant shall provide additional detailing of the blue trellis.

Please refer to Sheets 14, 15, and 28 of the PDF plan set. As shown on the revised drawings, channels have been incorporated into the trellis poles, which will incorporate an accent color and recessed lighting into the overall design. While staff generally feels that this condition can be found to be met, additional clarification is needed with regard to the extents of the application of the channels, accent color, and lighting as it is unclear based on the renderings and elevations if the channels have been incorporated into all of the trellis poles.

In addition, staff notes that the proposed signage is not a part of this review. Separate review and approval will be required.

7. The applicant shall review the institutional look of the building (Building 500), and see how they can change or reduce that perception through material selection, openings, etc. Refinement of proportions and architectural elements, rhythm and direction being horizontal versus vertical.

Summary of Initial Approval Comments

As a reference, the Commission's comments from the April 26, 2023, Initial Approval are provided below:

- The staff report and our comments from the Informational were mostly around Building 500. There is some concern from staff about ground level activation and blank walls along the street, particularly along Vernon. This is one area we need a specific finding, affirmation or objection to send to the Plan

Commission, in addition to the new use of materials and colors. We also need to look at signage locations and lighting concerns as well. It was all one color brick and less brick articulation.

- I don't know that changing the brick color helped any. Before we talk about the brick, I don't know if signage is even allowed above the roof on a screen wall. I don't think the ordinance allows you to put signage above the parapet.
- With regard to signage, at least for the UDD 6 signage guidelines, signs should be appropriate for the type of activity and clientele to which its message is directed. We can also make a finding on whether the proposed signage is appropriate for the clientele at which it is directed.
- If we go back to one of the perspectives, I don't know that it's doing what you want it to do. I don't think it helps the massing. The change in materials doesn't help any, if there was more articulation. At the balcony columns you have your vertical piece where that breaks up the massing, but just having this big gray piece and the traditional red brick and another gray piece on the end, without more tectonic movement, push and pull, I don't know that it helps anything. Those are my comments on the materials.
- When we looked at the standards, I remember a project on E Washington where we went through a number of comments and points about activating the street. They had a raised pedestrian level with a wall, but through several iterations planters were introduced, things were incorporated to breakdown the scale of the wall, more stairs and ramps to break down that mass. This is just a pedestrian wall to walk along with plants that might be out of scale. Definitely revisit the pedestrian experience along this corner, both sides, I'm sure there is more that can be done. I don't think that the wall is the solution, just putting some vegetation in front of it does not solve that.
 - This is a function of the flood plain issue on this site.
- Reviewing the minutes from our Informational meeting, there was some discussion on the landscaping as far as it screens blank walls. So maybe we could look towards Shane or Christian to determine if any improvements have been made.
- Overall I really like the pedestrian realm on this project, I'm excited about this project, there is a strong pedestrian oriented design and it is definitely moving in the right direction. As long as we are on Vernon, a lot of the plants used along these taller site walls and along the building and parking lot are rhus aromatica, a fragrant sumac, which is super tough in an urban setting and I like a lot of its characteristics, but it's not very tall. Using it in mass in parking lot islands is a great spot for it. In select areas around these edges it works, but what we're seeing where that site wall at the corner becomes almost five feet, it really doesn't break down the mass of that site wall very much and certainly not the building as you move to the west. That corner is really tight, we talked about this last time. In general I'm happy with what you're doing there and finding some home for plants to soften the edges and create a pedestrian environment, and I like some of the service berries used and ornamental trees, but you're relying too heavily on the grow low sumac. Think about some massing of taller ornamental grasses, something that brings more texture and height to those taller site walls.
- A couple of questions, this package includes the street trees, are we still looking at silva cells? We see green roofs on here, could you explain what you're doing for some of the green roofs? What is the crosswalk material; we see a brick pattern.
 - Mainly speaking silva cells will be used in the central green area and one small area along Price Place in front of the bioretention area.
 - Plant material on the roofs, there is a requirement we're fulfilling to meet stormwater issues, I'm not sure we've gotten to specifying that specific material yet.
 - The crosswalks will be pavers, a unilock concrete product. Those will be utilized in private street sections, they're not allowed in publicly dedicated sections on Price Place.
- Overall I like your pedestrian edges and I'm very excited about the central green space.
- I agree with a portion of what Shane said. Overall there is a great pedestrian experience, the little frame that says Hilldale, the greens and circles, everything works well with exception of this pedestrian wall along with this 500 building. From the opposite end where there are stairs where the crosswalk is, next to a parking lot, I don't know this is what we mean when we say pedestrian experience. The raised patio

or deck is activated with maybe some tables and restaurant furniture, but walking along that wall, there's something that could be done. Have you explored that, maybe it's moving the stairs to the length of that wall to break that up that long wall. Have there been any explorations into breaking up that very long wall with something other than a buffer of plants between the sidewalk and the wall?

- It's in large part due to stormwater and this building sits on a plinth, with dedicated parking. Under that plinth is the parking garage, we carved into it at the corners for bike parking. Along the main length of that wall parallel to Price Place, it's structurally harder to carve away and add stairs there. Our intent is there's a wide enough patio, and 8,000 square feet of retail we hope will add a lot of activation. Residents will be walking along that elevated porch and deck as much as they will walk the lower elevation. We hope with additional signage and wayfinding packages that are forthcoming it can guide people up to this level.
- My bigger concern of Building 500 pedestrian activation is on the north side. In past meetings we talked about the entire façade of apartments facing a parking lot. Is there any opportunity to add more significant landscaping, particularly toward the entry and along the north side of that building, because that is where those blank walls are?
- If you look at the two elevations, staff had concern about the blank walls on the south side along Price Place, and facing the internal parking lot.
- That's the part I'm more concerned with, along the north side. I thought we mentioned before the whole building is facing a parking lot, and I'm wondering if there's any other way to add areas of landscaping to that north side, more significant landscaping; canopy trees and things like that. The whole area is perennials and decorative grasses, that's not going to do much in the winter.
 - The buffer there is just under eight-feet. We're trying to get as much planting in there as we can. The sidewalk doesn't exist there, it should be noted we are already reducing our surface parking on site with this new development; that's a prime surface parking field for the retail. The building can't shift back. We can certainly explore tall columnar trees.
 - Everywhere you see green shrubbery in the elevations, a pedestrian sidewalk does not exist. Maybe we can incorporate some tall columnar tree species in this area. Canopy trees start to become difficult with balconies and windows, but columnar might work.
- Can you confirm if the overhang of a car conflicts with that strip?
 - I don't believe it does.
- They're offering some ability to do some columnar tall trees, evergreens, and so forth.
- I understand the site limitations, even if at the entry you could do more significant planters or something. There's all this green area everywhere else, but right at the front of the building's entry point it feels like it needs something more special. I do appreciate the green overhang, the green roof does help soften that.
- I'm in agreement that a tall columnar juniper seems like a good fit on the more opaque columns of architectural detailing. To follow up on Rafeeq's comments, I think I found that detail: Detail 5 on L516, it shows that five foot wall along the east elevation of Building 500, it actually shows it up to about six feet because there is a parapet condition over the top paving. I think what he was getting at is a way to break down that mass, and maybe we shouldn't rely on just plants. At the base of it, you have the planting zone about 2-3 feet wide, is this a place where you could terrace that wall or introduce a cantilever seat projecting off of it that starts to activate that site wall? At six feet tall the whole stretch of the block is pretty significant. Other materials or at minimum, textures? Something to give it some movement or pattern. My preference would be something structural like a raised planter like the green wall areas, or a cantilever seat element along the edge of the sidewalk. It's a small but important detail and hoping something you might consider.
 - We could look at that. The backside of that wall is actually the inside of the garage. We could look at a seat wall, although we are in a tight sidewalk condition. I understand your intent and will look at that further. These elevations don't necessarily reflect the plantings as specified; there are taller junipers on this north elevation and more ornamental trees on the south

elevation to the opposite side of where it says Hilldale at the residential entry. We could look further at some of the ornamental grasses.

- We're seeing one primary material that's brick, we're not seeing bold corner elements or hat gestures. I just don't know if it's stirring the souls of our Commissioners. Maybe somebody can help put their finger on it, what's missing or what's here that shouldn't be here. It would be good to give a strong sense of what we're looking for. The windows are disconcerting, the number of different orientations, the windows feel a bit unsettling for some reason. There's also not a clear verticality or horizontality to the building. The inspiration you showed had a clear horizontal attitude, it could be a matter of picking a direction and going in that direction. It's an improvement over what we saw last time and going in the right direction.
- Looking at the detailing of the brick, compared to what we previously saw, I'm wishing we could have seen some of the earlier ones to emphasize the contrast and vast improvement, I am very appreciative of these changes and really like the simple but meaningful changes in the orientation, subtle ins and outs that bring dynamism to the surface of these, in particular the detailing of the darker brick patterns. Those are really nice touches and I would actually have been happier to see more of that type of accents in other places on this building, but they are enough to add interest. As far as having the metal a dark sage green, it is a pleasant change from the constant grays and blacks and charcoals we see. The changes in the basic presentation of this building are generally positive and favorable.
- I feel a little hamstrung on commenting more on some of the landscaping issues, I'm realizing that my downloading of these materials was not 100% complete because I did not see any landscape plans in my package on either this or the previous one. These long blank walls with the planting beds in between, was there any consideration to a smaller, narrower staircase and splitting the difference to make pedestrians not feel like they have to walk all the way to one end or the other?
- I would comment further on the blue framing element around the bioretention basins. I really like that bioretention project as an element here and it's important and educational, but it seems way too simplistic to me. Sometimes less is more but in this case less is less if you're going to frame that and use it for lighting, it can't be any more basic than it is, we're missing an opportunity for something more architecturally interesting over that area than that particular element.
- The east elevation of Building 200, I thought I heard about a future mural, but having those painted chevrons versus just black metal panel really does something for it. Wondering if you would entertain just going ahead and doing something like this right from the outset that shows playfulness and color, particularly with a lot of board form concrete and some relief on what would otherwise be a rather mundane element.
- I went through and couldn't find any actual green roof landscape design. Does that need to be nailed down?
- (Secretary) Not the particular plantings, that is an Engineering item and they will have the review authority over stormwater and green roofs.
- But we often look at green roofs and make comments, we don't have authority to make comments on the plant selections?
- (Secretary) We can certainly comment but it's a stormwater item and in particular on this item we typically talk about tray depth, I don't remember seeing what types of plantings they are anticipating but we have our standard recommendation that we send to the Plan Commission.
- Also, there was some concern about the L5 tree upright selection? Is that because of the dark sky compliance?
- (Secretary) Yes, because it is mounted on a swivel. As part of the Site Plan Review, a different fixture should be used to ensure that it is locked in position and doesn't ever get pointed directly at the sky.
- There are some things that could enhance it, especially some of the comment related to the wall. I would like to see that come back.

- An Initial Approval would advance the project to the Plan Commission and it would come back with only the specific things we want to see. The site plan, massing of the building, everything is in really good shape, its just some architectural details that effect the UDC and not the Plan Commission action.
- (Secretary) You could also include that in your motion related to the PD standards, and whether or not the Commission feels those are being met.
- I still get institutional, the brick color change does not change the institutional read of it, it might be centered around the repetition of the windows or the sizing or changing of the windows. Regardless of the brick color, I don't know if that's enough or if I can get past that enough to go Final.
- I would support the Building 200, columnar trees, landscape items and some of the things mentioned related to parking.
- Final Approval means they have conditions, but that they are reviewed at a staff level, not coming back to the Commission.
- (Secretary) Shall I read the potential conditions of approval for the record? We have only seen an Informational Presentation and they are requesting Initial/Final.
- I will make a motion for Initial Approval based on all we've seen, it's in a good spot but they could address all these conditions when they come back for Final. The bones are there, the massing and things like that, it just needs more refinement to take it to the next level. I will move for Initial Approval.
- (Secretary) With regard to conditions of approval: Incorporate columnar evergreens/junipers within the planting strips along the north elevation at architectural column locations; Incorporate more significant plantings, including raised planters at the building entry on the north elevation; Incorporate more details into the long wall expanses along the street that would help break down the wall, including but not limited to terracing the wall, incorporating a cantilevered seat element into the wall, or incorporating design details to add color, textures, or pattern within the wall; On Building 200, the corrugated metal panel shall be painted to reflect the renderings; and Fixture L5 shall be revised to be meet code requirements for cutoff and shielding.
- Was there a request for additional detailing at the blue trellis?
- (Secretary) I did not get that in my list, but can certainly add that.
- Is that a concern?
- Yes.
- Any further discussion? This is a big development and there was a lot of information that we received. Looks like the concerns are really focused in and around Building 500 and morphing out toward Building 200. No other discussion on the motion.
- (Secretary) Before going to the vote, it would be good to include conditions related to the design of Building 500. I don't think we need to be specific, but right now we only have comments, not any direction for the applicant to take any action. Something like consider all of the comments on Building 500. Something should be included.
- Initial looks at the footprint and massing. They could review the institutional look of the building, and see how they can change or reduce that perception through material selection, openings, etc. We are not wanting to prescribe what the design is.
- I did not hear any opposition to a building that is primarily brick masonry. We did not hear anyone saying add metal panel or cement board siding or hats or other stuff. Sounds like it is really a refinement of proportions and rhythm and direction being horizontal versus vertical of the architectural elements.
- Right.
- Without prescribing a design.
- Were you looking for any finding or recommendation on potential signage locations?
- (Secretary) At this point we do not need a formal recommendation, just the comments of the Commission. CDR is a potential to get us there for a sign above the roofline. If the Commission wanted to provide guidance or feedback on where that request would head in the future should it come forward.

- If the CDR allows it, I'm all for it because it looks good, I just know it's not typically allowed above parapets. Looks good with the perforated metal on that piece. Our typical ordinance does not allow this, but if a case can be made.
- There is an existing CDR in place but I don't think it provides for signage above the roof so it would need to be amended to allow for this. The existing CDR does not permit it.

Action

On a motion by Asad, seconded by Arnold, the Urban Design Commission **GRANTED INITIAL APPROVAL**. The motion was passed on a unanimous vote of (6-0). The motion included the following conditions to return for Final Approval:

1. Incorporate columnar evergreens/junipers within the planting strips along the north elevation at architectural column locations.
2. Incorporate more significant plantings, including raised planters at the building entry on the north elevation.
3. Incorporate more details into the long wall expanses along the street that would help break down the wall, including but not limited to terracing the wall, incorporating a cantilevered seat element into the wall, or incorporating design details to add color, textures, or pattern within the wall.
4. On Building 200, the corrugated metal panel shall be painted to reflect the renderings.
5. Fixture L5 shall be revised to be meet code requirements for cutoff and shielding.
6. The applicant shall provide additional detailing of the blue trellis.
7. The applicant shall review the institutional look of the building (Building 500), and see how they can change or reduce that perception through material selection, openings, etc. Refinement of proportions and architectural elements, rhythm and direction being horizontal versus vertical.

ATTACHMENT
PD Zoning Statement of Purpose and Standards

28.098 (1) Statement of Purpose.

The Planned Development (PD) District is established to provide a voluntary regulatory framework as a means to facilitate the unique development of land in an integrated and innovative fashion, to allow for flexibility in site design, and to encourage development that is sensitive to environmental, cultural, and economic considerations, and that features high-quality architecture and building materials. In addition, the Planned Development District is intended to achieve one or more of the following objectives:

- (a) Promotion of green building technologies, low-impact development techniques for stormwater management, and other innovative measures that encourage sustainable development.
- (b) Promotion of integrated land uses allowing for a mixture of residential, commercial, and public facilities along corridors and in transitional areas, with enhanced pedestrian, bicycle and transit connections and amenities.
- (c) Preservation and enhancement of important environmental features through careful and sensitive placement of buildings and facilities.
- (d) Preservation of historic buildings, structures, or landscape features through adaptive reuse of public or private preservation of land.
- (e) Provision of more adequate, usable, and suitably located open space, recreational amenities, and other public facilities than would otherwise be provided under conventional land development techniques.
- (f) Facilitation of high-quality development that is consistent with the goals, objectives, policies, and recommendations of the Comprehensive Plan and adopted neighborhood, corridor or special area plans.

28.098(2) Approval Standards for Project

The standards for approval of a zoning map amendment to the PD District, or any major alteration to an approved General Development Plan, are as follows:

- (a) The applicant shall demonstrate that no other base zoning district can be used to achieve a substantially similar pattern of development. Planned developments shall not be allowed simply for the purpose of increasing overall density or allowing development that otherwise could not be approved unless the development also meets one or more of the objectives of (1) above. Conditions under which planned development may be appropriate include:
 - 1. Site conditions such as steep topography or other unusual physical features; or
 - 2. Redevelopment of an existing area or use of an infill site that could not be reasonably developed under base zoning district requirements.
- (b) The PD District plan shall facilitate the development or redevelopment goals of the Comprehensive Plan and of adopted neighborhood, corridor or special area plans.
- (c) The PD District plan shall not adversely affect the economic health of the City or the area of the City where the development is proposed. The City shall be able to provide municipal services to the property where the planned development is proposed without a significant increase of the cost of providing those services or economic impact on municipal utilities serving that area.
- (d) The PD District plan shall not create traffic or parking demands disproportionate to the facilities and improvements designed to meet those demands. A traffic demand management plan may be required as a way

to resolve traffic and parking concerns. The Plan shall include measurable goals, strategies, and actions to encourage travelers to use alternatives to driving alone, especially at congested times of day. Strategies and actions may include, but are not limited to, carpools and vanpools; public and private transit; promotion of bicycling, walking and other non-motorized travel; flexible work schedules and parking management programs to substantially reduce automobile trips.

- (e) The PD District plan shall coordinate architectural styles and building forms to achieve greater compatibility with surrounding land uses and create an environment of sustained aesthetic desirability compatible with the existing or intended character of the area and the statement of purpose of the PD District.
- (f) The PD District plan shall include open space suitable to the type and character of development proposed, including for projects with residential components, a mix of structured and natural spaces for use by residents and visitors. Areas for stormwater management, parking, or in the public right of way shall not be used to satisfy this requirement.
- (g) The PD district shall include suitable assurances that each phase could be completed in a manner that would not result in an adverse effect upon the community as a result of termination at that point.
- (h) When applying the above standards to an application for height in excess of that allowed in Section 28.071(2)(a) Downtown Height Map, except as provided for in Section 28.071(2)(a)1. and Section 28.071(2)(b), the Plan Commission shall consider the recommendations in adopted plans and no application for excess height shall be granted by the Plan Commission unless it finds that all of the following conditions are present:
 - 1. The excess height is compatible with the existing or planned (if the recommendations in the Downtown Plan call for changes) character of the surrounding area, including but not limited to the scale, mass, rhythm, and setbacks of buildings and relationships to street frontages and public spaces.
 - 2. The excess height allows for a demonstrated higher quality building than could be achieved without the additional stories.
 - 3. The scale, massing and design of new buildings complement and positively contribute to the setting of any landmark buildings within or adjacent to the project and create a pleasing visual relationship with them.
 - 4. For projects proposed in priority viewsheds and other views and vistas identified on the Views and Vistas Map in the City of Madison Downtown Plan, there are no negative impacts on the viewshed as demonstrated by viewshed studies prepared by the applicant.
- (i) When applying the above standards to an application to reduce or eliminate stepbacks required by Section 28.071(2)(c) Downtown Stepback Map, the Plan Commission shall consider the recommendations in adopted plans, including the downtown plan. No application to reduce or eliminate stepbacks may be granted unless it finds that all of the following conditions are present:
 - 1. The lot is a corner parcel.
 - 2. The lot is not part of a larger assemblage of properties.
 - 3. The entire lot is vacant or improved with only a surface parking lot.
 - 4. No principal buildings on the lot have been demolished or removed since the effective date of this ordinance