

**APPLICATION FOR
URBAN DESIGN COMMISSION
REVIEW AND APPROVAL**

AGENDA ITEM # _____
Project # _____

DATE SUBMITTED: <u>11/06/08</u>	Action Requested
UDC MEETING DATE: <u>11/19/08</u>	<input checked="" type="checkbox"/> Informational Presentation
	<input type="checkbox"/> Initial Approval and/or Recommendation
	<input type="checkbox"/> Final Approval and/or Recommendation

PROJECT ADDRESS: South Westgate Mall Redevelopment

ALDERMANIC DISTRICT: #20

OWNER/DEVELOPER (Partners and/or Principals) Hy-Vee, Inc.
5820 Westown Parkway
West Des Moines, IA 50266

ARCHITECT/DESIGNER/OR AGENT: Hank Gumpeler, Foley & Lardner LLP
150 East Gilman St.
Madison, WI 53703

CONTACT PERSON: Pete Hosch

Address: 5820 Westown Parkway
West Des Moines, IA 50266

Phone: 515-327-2147

Fax: 515-267-2967

E-mail address: phosch@hy-vee.com

- TYPE OF PROJECT:
(See Section A for:)
- Planned Unit Development (PUD)
 - General Development Plan (GDP)
 - Specific Implementation Plan (SIP)
 - Planned Community Development (PCD)
 - General Development Plan (GDP)
 - Specific Implementation Plan (SIP)
 - Planned Residential Development (PRD)
 - New Construction or Exterior Remodeling in an Urban Design District * (A public hearing is required as well as a fee)
 - School, Public Building or Space (Fee may be required)
 - New Construction or Addition to or Remodeling of a Retail, Hotel or Motel Building Exceeding 40,000 Sq. Ft.
 - Planned Commercial Site

(See Section B for:)

- New Construction or Exterior Remodeling in C4 District (Fee required)

(See Section C for:)

- R.P.S.M. Parking Variance (Fee required)

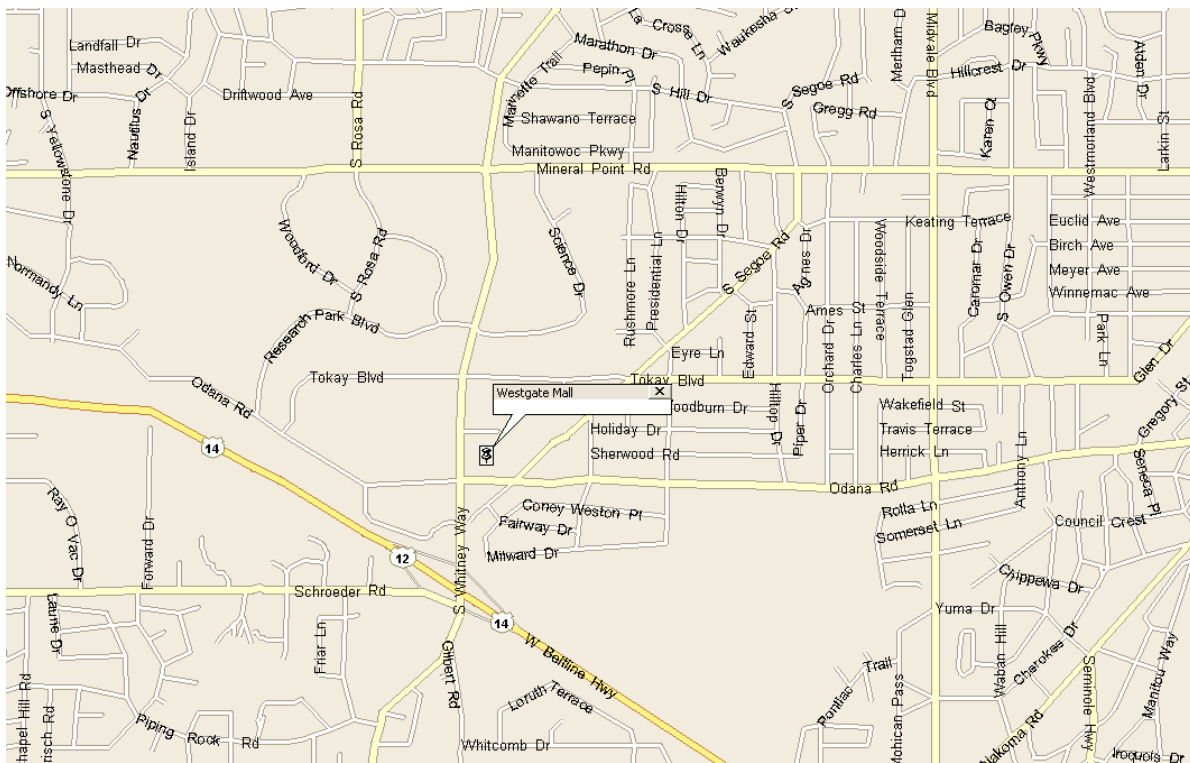
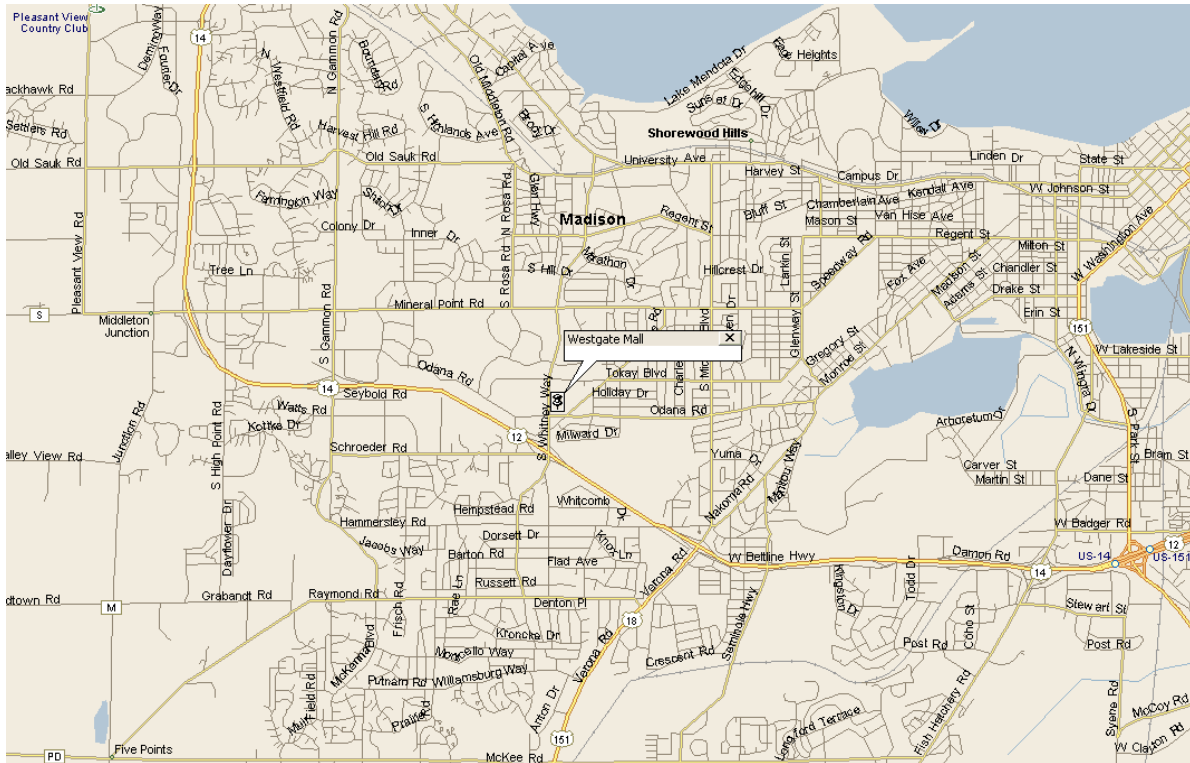
(See Section D for:)

- Comprehensive Design Review* (Fee required)
- Street Graphics Variance* (Fee required)
- Other _____

*Public Hearing Required (Submission Deadline 3 Weeks in Advance of Meeting Date)

Where fees are required (as noted above) they apply with the first submittal for either initial or final approval of a project.

Location Map



Index:

1. Site Location Maps
2. Oblique Aerial Photos
3. Aerial Reference and Building Photos
4. Aerial Reference and Adjacent Property Photos
5. Site Plan
6. Building Elevations
7. Company Information

Hy-Vee Company Information

Who we are

Hy-Vee is an employee-owned retail corporation dedicated to providing shoppers with quality products, low prices and superior customer service. Our company philosophy is built upon the fundamental principles of honesty and integrity in all relationships and genuine caring for customers, employees and the community.

Our history

Hy-Vee began in 1930 as a partnership between Charles Hyde and David Vredenburg, who operated a general store in Beaconsfield, Iowa. In 1938 the company incorporated as Hyde & Vredenburg, Inc., with 15 stores and 16 employee stockholders. The name Hy-Vee is a contraction of the founders' names.

Hy-Vee at a glance

Today Hy-Vee operates 223 retail outlets in Iowa, Illinois, Missouri, Kansas, Nebraska, South Dakota, Minnesota, and soon Wisconsin. With annual sales in excess of \$6 billion, Hy-Vee ranks among the top 20 supermarket chains and the top 40 private companies in the nation. The company was named 2006 Retailer of the Year by *Supermarket News*, the authoritative voice of the food industry.

Hy-Vee emphasizes freshness, variety and one-stop-shopping convenience. Amenities such as food courts, pharmacies with drive-up windows, floral shops and dry cleaning services help Hy-Vee stores meet the demands of today's busy lifestyles.

To support its growing retail operations, the company maintains distribution facilities in Chariton and Cherokee, Iowa. Together, the complexes encompass more than 2 million square feet.

Other Hy-Vee holdings include Perishable Distributors of Iowa, a distribution facility for meat, seafood and ice cream; Lomar Distributing, Inc., which handles specialty foods; Florist Distributing, Inc.; D&D Foods, Inc., a manufacturing plant; Hy-Vee/Weitz Construction; and Midwest Heritage Bank, FSB, which is based in Chariton.

Hy-Vee, Iowa's largest employer and provides career opportunities for over 54,000 employees throughout seven states. Profits are shared with employees through The Hy-Vee Employees' Profit Sharing Trust Fund and through a bonus and commission system, with bonuses at the retail level based on individual store profits.





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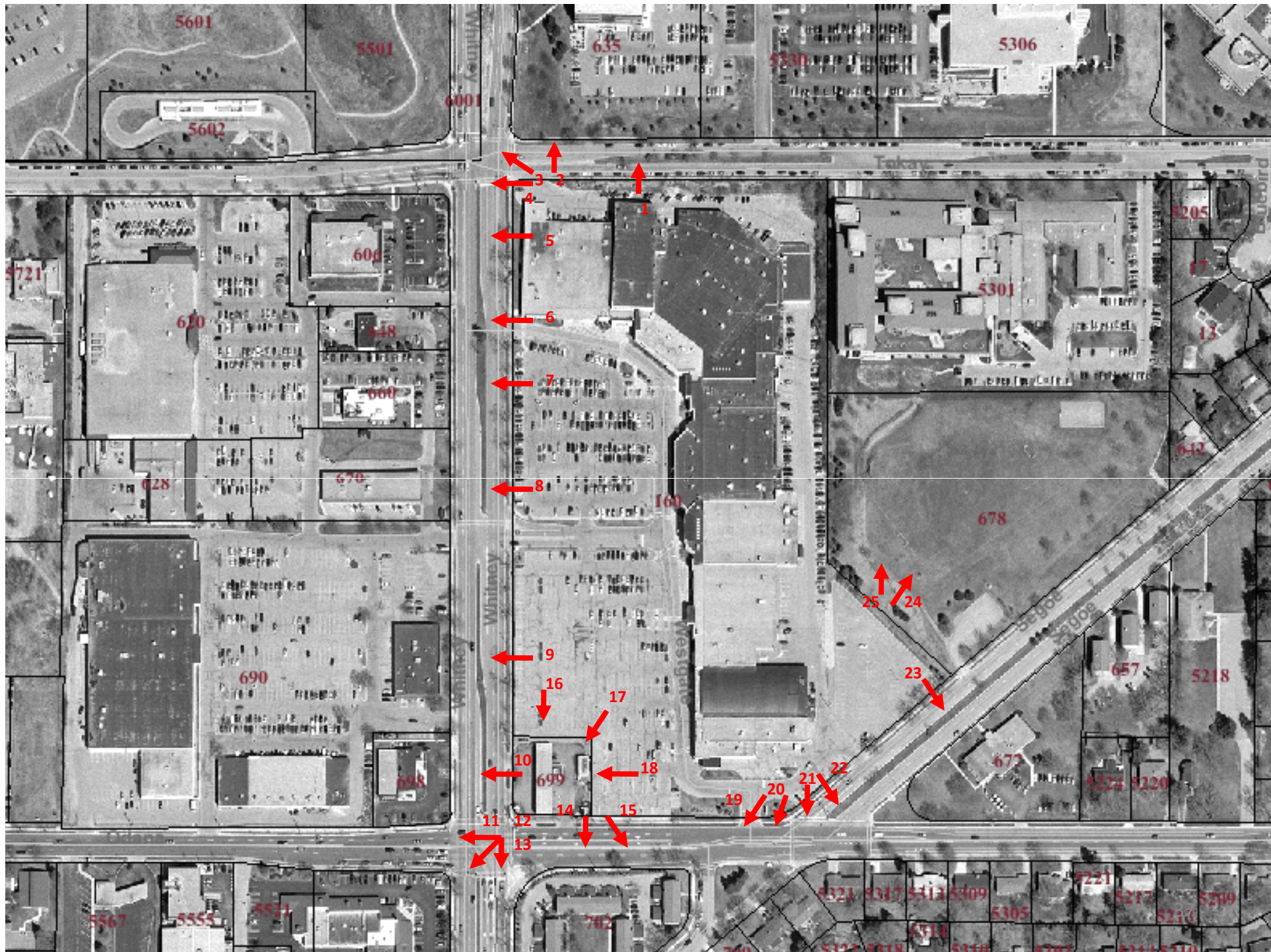












Whitney Way Elevation



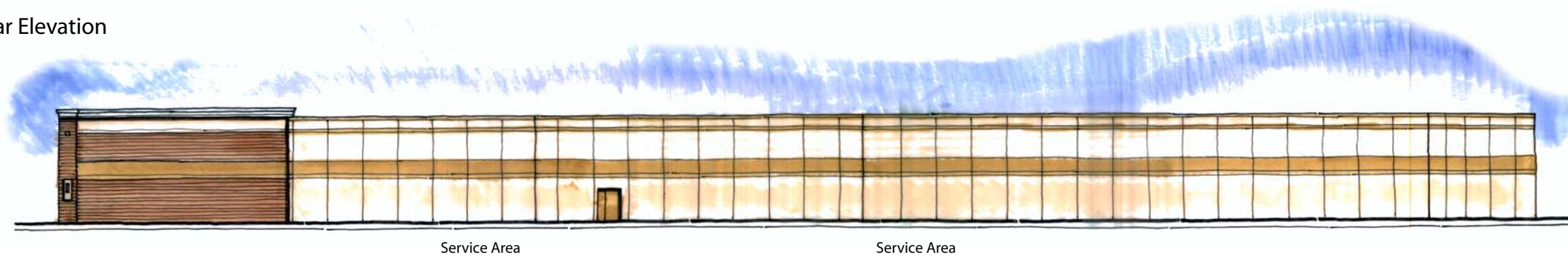
Odana/Segoe Elevation



Side Elevation



Rear Elevation





Westgate Hy-Vee Site Plan
10.28.2008



















November 6, 2008

Urban Design Commission
Attn: Mr. Al Martin
Department of planning & Development
215 Martin Luther King Jr. Blvd., Suite LL 100
Madison, WI 53701-2985

Re: Urban Design Commission Informational Presentation
South Westgate Mall Redevelopment
160 Westgate Mall (NEC of Whitney Way & Odana Road), Madison, WI

Dear Urban Design Commission:

Hy-Vee, Inc. ("Hy-Vee") is submitting this letter of intent along with our Urban Design Commission Review and Approval Application for 'New Construction or Addition to or Remodeling of a Retail, Hotel, or Motel Building Exceeding 40,000 Sq. Ft'. We are requesting the opportunity to make an informational presentation at the November 19th meeting with our overall goal being to obtain the necessary approvals for redevelopment of the southern portion of the Westgate Mall. We have chosen this site as our second Madison and second Wisconsin location. We are truly excited to bring the Hy-Vee shopping experience to the west side of Madison along with the potential for 350 to 400 new jobs.

Project Goals:

- Redevelop and modernize a large portion of the mall, which could be a catalyst for redevelopment of the balance of the property
- Strengthen existing businesses through Hy-Vee's retail traffic generation
- Improve landscaping for not only the redevelopment, but the entire property
- Improve pedestrian connectivity to the site and create a centralized connection point to the mall from the neighborhood to the east
- Service the retail wants and needs of the neighborhood and surrounding areas

Actions to Date:

On October 16th we had an initial meeting with planning staff to review our proposed plans and had the opportunity to present our plans to the City's Development Assistance Team. On October 28th we were able to share our plans with District 20 Alder, Ms. Thuy Pham-Remmele and Assistant to the Mayor, Mr. Mario Mendoza. Alder Pham-Remmele asked that in addition to sharing our plans with the Midvale Heights Neighborhood Association as discussed below, that we try to coordinate a meeting with the Orchard Park Neighborhood Association. We have contacted Orchard Park and are trying to schedule a meeting.

The evening of October 28th we presented our project at the regularly scheduled Midvale Heights Neighborhood Meeting. Most of the questions and comments came from members of the committee drafting the Midvale Heights Neighborhood Plan, which has a specific section devoted to the entire Westgate Mall property. The vision of the committee was for the entire 17.21 acre parcel to be redeveloped into a multi story new urbanism project with a mix of residential, office, retail, and structured parking. With that being said, representatives of J. Herzog & Sons (the property owner) voiced concerns that aside from the Hy-Vee redevelopment there are thirty one (31) additional tenants in the mall, some of which have lease terms extending another twenty or more years. Many of those same tenants have approval rights over any modifications to the mall. Additionally, the mall is encumbered by a collateralized loan through the year 2031, which strictly limits modifications to the existing building and the revenue stream paying down the loan. It was also noted that the operating gas station at the northeast corner of Whitney Way and Odana Road is a longstanding neighborhood business that is not owned

Hy-Vee, Inc. – Employee-Owned
5820 Westown Parkway, West Des Moines, Iowa 50266
Phone: (515) 267-2800

by J. Herzog & Sons. It was decided that further meetings with the property owner and the committee are necessary to discuss the committee's vision for the property relative to the long term contractual constraints.

Project Name: South Westgate Mall Redevelopment

Address: 160 Westgate Mall (NEC of Whitney Way & Odana Road), Madison, WI

Alder Person: Ms. Thuy Pham-Remmele – District 20

Development Team:

Developer:	Hy-Vee Real Estate Dept. Contact: Pete Hosch 5820 Westown Parkway West Des Moines, IA 50266 515-327-2147 phosch@hy-vee.com	Architect:	Hy-Vee Engineering Dept. Contact: Dan Willrich 515-457-3804 dwillrich@hy-vee.com
Site Planning / Landscape Architect:	Hy-Vee Engineering Dept. Contact: John Brehm, ASLA 515-267-2947 jbrehm@hy-vee.com	Contractor:	Hy-Vee Weitz Construction 1947 Hull Avenue Des Moines, IA 50313 515-645-2300
Engineer:	Foth Infrastructure & Environment, LLC 1402 Pankratz Street, Suite 300 Madison, WI 53704 608-242-5900		

Project Overview:

Hy-Vee has reached an agreement to lease the demised premises shown on the attached site plan from J. Herzog & Sons, Inc. The aforementioned demised premises is has an area of approximately 7.46 acres. Hy-Vee will demolish the existing structures south of the TJ Maxx facility and construct an 83,000 square foot Hy-Vee Food Store, which includes an attached Hy-Vee Wine & Spirits facility. The redevelopment results in an approximate 20,000-square-foot increase in building area. The project will include resurfacing the parking lot, adding more parking lot islands, relighting of the parking lot, increased landscaping, improved pedestrian connectivity, and the relocation of the Segoe Road access drive providing a safer movement at the intersection of Segoe and Odana.

This submittal represents the first step toward redevelopment of this site. Hy-Vee plans to receive Urban Design Commission and Planning Commission approval for a conditional use permit by early 2009, building permit approval by mid-spring, and start construction shortly thereafter. Project construction is anticipated to take approximately 12 months, resulting in an early-summer 2010 grand opening of the store.

Building Improvements:

The portion of the mall being redeveloped is comprised of several mid to large scale retail tenant spaces. Included in the submittal are proposed building elevations showing significant improvements in both design and materials compared to what is currently in place. These plans incorporate the architectural interest the City of Madison looks for in new development. The Whitney Way or front façade has dramatic changes in building

projection and multiple expanses of glass which will provide significant day-lighting into the new facility. Additional points of interest on the front façade are the cantilevered canopy features and numerous changes in building height. The most-pronounced height changes are utilized to draw customers into the primary entrance. Color and texture will be varied by using a mix of building materials including brick, glass, and EIFS.

In an effort to address city staff concerns about the Odana Road façade we made extensive changes to the inner workings of our store and modified the footprint to accommodate a functioning entrance for that elevation. The entrance will be utilized primarily for the Hy-Vee Wine & Spirits store, but will also act as an additional access point for pharmacy customers. This should work in conjunction with our corporate efforts to design the Wine & Spirits space as a separate shopping experience for the customer. We also feel that this entrance provides for greater pedestrian connectivity to the site. We utilized the same architectural theme on the Odana Road elevation that is present on Whitney Way. The service area on the east side of the Odana elevation will be screened from view with a fence.

The brick, glass, and EIFS present on the front elevation will wrap around to the north elevation approximately 40 feet. The remainder of the north and all of the east elevations will be painted precast panels. A mezzanine level comprising over 5,000 sq. ft. of offices and a club room / cooking school is present on the north elevation.

Site Improvements:

The site will undergo significant improvements to layout, pedestrian access, lighting, and landscaping. The plan includes a landscaped pedestrian parkway connecting the City sidewalks on Whitney Way to the front of the store. The existing entrance into Westgate Mall will be relocated and a large landscaped plaza area will be constructed at the northwest corner of the Hy-Vee building. A café style outside dining area will overlook the plaza area and be separated by an elevated planter wall. The space behind this common area and between Hy-Vee and TJ Maxx to the north will be separated by an ornamental fence and the space will be utilized for seasonal and garden center sales. A centralized pedestrian connection to the mall from the neighborhood to the east will be created by adding an additional pedestrian access point between Hy-Vee and the outside sales area to a new sidewalk running along the park boundary to the east and connecting to Segoe Road. Two additional pedestrian access points will be added on both sides of the Odana Road entrance connecting to the sidewalk running adjacent to the building.

Landscaping throughout the site will utilize a variety of plant species, many of which are native to the area and therefore remain appealing through seasonal change. The landscape buffering that exists on the site will be enhanced to aid in the visual screening from the adjacent properties. New parking lot islands will be oversized to allow trees and plants to thrive. The alcoves on the northeast and southeast corners of the building will incorporate dense plantings to add visual screening of the building.

Hy-Vee truly appreciates your review of our project and please don't hesitate to call should any questions arise.

Sincerely,

HY-VEE, INC.



Pete Hosch
Assistant Vice President, Real Estate