



Project Address: 529-557 State Street, 431-441 North Frances Street, and 432 West Gilman Street
Application Type: Demolition, Rezoning, and Conditional Use
Legistar File ID # [30532](#) and [30660](#)
Prepared By: Heather Stouder, AICP, Planning Division
Report Includes Comments from other City Agencies, as noted

Summary

Applicant: Marc Lifshin; Core Campus, LLC; 2234 W. North Ave.; Chicago, IL 60647

Property Owner: Frances State LP and Mullins Family LLC; 401 North Carroll Street; Madison, WI 53703

Contact: Brian Munson, Vandewalle and Associates; 120 E. Lakeside St.; Madison, WI 53715

Requested Action: Demolition of apartment building and two mixed-use buildings, rezoning of property at 431 North Frances Street from UMX (Urban Mixed Use) District to DC (Downtown Core) District, and a conditional use for construction of a building over 20,000 square feet with one loading zone in the DC District.

Proposal Summary: The applicant proposes redevelopment of the property with construction of a mixed-use building with 26,000 square feet of commercial space, 5,600 square feet of flex space, and 326 apartment units.

Applicable Regulations & Standards: This proposal is subject to the standards for demolition (MGO Section 28.185(7), Zoning Map Amendments (MGO Section 28.182), and conditional uses (MGO Section 28.183(6)a).

Review Required By: Urban Design Commission (UDC), Plan Commission (PC), and Common Council (CC)

Summary Recommendation: The Planning Division recommends that the Plan Commission find that demolition, zoning map amendment, and conditional use standards can be met and **approve** the requested redevelopment at 529-557 State Street, 431-441 North Frances Street, and 432 West Gilman Street. This recommendation is subject to input at the public hearing and the conditions recommended by the Planning Division and other reviewing agencies.

Background Information

Parcel Location: The subject property is located on the southeast corner of North Frances Street and State Street in the Downtown Core (DC) and Urban Mixed-Use (UMX) Districts; Aldermanic District 4 (Verveer); Madison Metropolitan School District.

Existing Conditions and Land Use: The 1.66-acre site is currently developed with approximately one acre of surface parking area and three buildings: A three-story building at 441 North Frances Street includes ground floor retail and restaurant space, and the University Inn Hotel on the second and third floors. At 431 North Frances Street is a five-unit apartment building. At 529 State Street is a two-story mixed-use building with a ground floor restaurant and a second floor apartment unit.

Surrounding Land Use and Zoning:

North: Across State Street, mixed-use buildings with apartment units and ground floor commercial space in the DC (Downtown Core) District.

South: Immediately adjacent to the subject property is Portabella Restaurant in the UMX (Urban Mixed-Use) District.

East: Mondays Tavern in the DC District

West: Across North Frances Street, State Street Brats restaurant and tavern and another retail building in the DC District, City of Madison parking garage in the UMX District.

Adopted Land Use Plan: The Comprehensive Plan (2006) includes this property in the State Street Mixed-Use Sub-District. The Downtown Plan (2012) recommends Downtown Mixed-Use redevelopment of the property with a 2 to 4-story facade on State Street, stepping back to a 6 and then 12 stories. More detail on Plan recommendations is provided in the body of the report.

Zoning Summary: This section will be completed prior to the July 22 Plan Commission meeting.

Environmental Corridor Status: The subject site is not located in a mapped environmental corridor.

Public Utilities and Services: This property is served by a full range of urban services, including many Metro Transit routes.

Project Description

The applicant proposes the demolition of three existing buildings on the site for construction of a 12-story, 489,000 square foot mixed-use building with approximately 26,000 square feet of ground floor retail space, 5,600 square feet of flex space, 326 residential units, and 160 parking stalls on two levels, and significant indoor and outdoor amenity spaces for residents.

Buildings Proposed for Demolition

The three buildings proposed for demolition, photos of which have been included by the applicant, include the following:

529 State Street - On the northeastern corner of the site, a 3,800 square foot mixed-use two-story building originally constructed in 1928. As proposed, the facade of this building will be preserved.

441 North Frances Street – On the corner of State and North Frances Streets, a three-story, 38,000 square foot building with one floor of retail and restaurant uses and two upper levels dedicated for use as the University Inn Hotel.

431 North Frances Street - A two-story 2,850 square foot building originally constructed in 1894 as a single-family home and subsequently divided into 5 apartments.

Proposed Use

The proposed mixed-use building would enhance the strong presence of ground floor retail and restaurant activity along State Street, and also establish it around the corner along North Frances Street. Individual tenants are not yet determined for the commercial spaces, and the interior space is designed to be flexible to accommodate tenant needs. With 326 apartment units, the building has a residential density of 197 dwelling units per acre with the following unit mix: 44 small efficiencies (250-square foot “micro-units”, which are being included as a relatively affordable choice), 37 one-bedroom, 47 two-bedroom, 53 three-bedroom, 77 four-bedroom, and 68 five-bedroom units. With over 980 bedrooms, the density can also be described as 593 bedrooms per acre. If the three “flex spaces” along West Gilman Street are utilized as residential “townhomes”, there would be three additional five-bedroom units, resulting in overall density of 199 units per acre and 602 bedrooms per acre. The applicant intends to furnish all of the residential units, which should result in an easier turnover during the annual move-in / move-out period.

The proposal includes a significant amount of private and shared usable open spaces and interior common areas for residents. The 12,650 square foot central courtyard space atop the structured parking area includes a sand volleyball court (convertible to an ice rink), a 20-foot movie screen, grills, hammocks, seating, and landscaped areas. A rooftop terrace above the twelfth floor includes a 25-meter swimming pool and a large hot tub. (Note: Fire pits proposed in the central courtyard and on the rooftop terrace are not allowable by Fire code.)

There are several additional well-landscaped rooftop terraces available for common use, situated in areas where the building steps back from floors below. Nearly one-third of the units have private balcony spaces available as well. Finally, the interior common spaces proposed for use by residents include a fitness facility on the second floor overlooking North Frances Street, a large “club room” with billiards and table seating, a study room overlooking State Street on the second floor, and small study rooms on each residential floor.

Building Mass and Placement

The twelve story building is proposed with a varied two to four story facade along State Street, with a 30-foot stepback to two six-story elements, and a 73-foot stepback from the State Street facade to a twelve story tower. Stretching approximately 248 feet along State Street, the base of the building mass is architecturally divided into six elements, including a strong corner entrance element. The building is approximately 132 feet at its highest point, excluding the mechanical penthouse.

The depth of the building along North Frances Street is 262 feet, where additional retail spaces comprise the first floor. A 70-foot stretch of this portion of the building is set back by 10 feet from the public right-of-way, so as to allow for additional space between the building and the North Frances Street cul-de-sac. This is the location of the primary residential entrance. Above the first floor along North Frances Street is a 15-foot stepback to the twelve-story tower.

The building stretches 166 feet along West Gilman Street, again with a 15-foot stepback above the first floor to the tower. The Gilman Street facade includes the singular vehicle access into the interior parking area, a loading dock entrance, and flex spaces to be used either as three 5-bedroom “townhomes” or additional retail space.

As mentioned above, a 12,652 sq. ft. courtyard sits atop two levels of structured parking, in the middle of the three connected tower components, as an active usable outdoor area for tenants.

Parking, Loading, and Circulation

The proposed building has two levels of above-grade structured parking interior to the site and accessed from West Gilman Street. The parking area includes 160 automobile stalls (approximately one per 6 bedrooms), 45 moped stalls (approximately one per 22 bedrooms), and 145 bicycle stalls (this is approximately one per 7 bedrooms, and only 25% of the zoning requirement for 580 bicycle parking stalls). A single loading area is proposed via a separate, narrower garage door entry off of West Gilman Street. These issues will be discussed further in the analysis section of this report as they pertain to the conditional use standards.

The main residential entry is located on the west side of the building adjacent to the existing North Frances Street cul-de-sac. On plans submitted for review, the only additional entrance to the residential portion of the building is from the structured parking area into the residential lobby. For a project of this size, it seems that additional residential entrances, particularly along State Street, would be beneficial. Many additional entries to the commercial and flex spaces are shown on building elevations along all street facades, and will need to be reflected in final floor plans submitted for staff review.

Building Exterior and Site Landscaping

As proposed, the building exterior is almost entirely masonry and glass. The three primary materials include a dark iron-colored brick to be utilized on the two six-story elements facing State Street and the lower portion of the building along North Frances and West Gilman Streets, a light cast masonry material to be utilized on the

west side of the tower element facing North Frances Street, and a medium brown brick to be utilized on the portions of the tower facing State Street, Gilman Street, and the interior courtyard.

In addition, a grey exposed cast concrete is proposed for three twelve-story, 42-foot wide shear walls built on the property lines as “bookends” to the tower elements (June 26 revisions include options for these with fire-rated windows running vertically down the sides of each of these). A four-story gridded framework of steel beams proposed on the northwest corner of the building along both State and North Frances Streets accentuates this as the main corner of the building.

Landscaping proposed for the site includes 60 ornamental trees, nearly 300 shrubs, and perennials in structured planters scattered throughout the site from the second floor terraces all the way to the rooftop of the building. For most of the rooftop terraces, the outer perimeter will be landscaped, providing a buffer between the usable hardscaped area and the edge.

Analysis

Plan Consistency

The Comprehensive Plan (2006) includes this area within the State Street Mixed-Use Sub-District, where a variety of commercial and residential uses with ground-floor retail is recommended. The proposed rezoning of the small parcel at 431 North Frances Street from UMX to DC is consistent with the Comprehensive Plan.

The Downtown Plan (2012) specifically recommends redevelopment of the University Inn building and surrounding one-acre surface parking area on this site with a mixed-use building. The Plan recommend a maximum height of twelve stories for a majority of the site, with a height of two to four stories along State Street, stepping back 30 feet to six stories, and then to twelve. These height recommendations are reflected in the Zoning Code requirements. The proposed use, building massing, and architectural treatment at ground level are consistent with the Downtown Plan.

Standards for Review

Demolition- The Plan Commission must find that the proposed demolition of the three existing buildings on the property and the proposed use is consistent with the purpose of the demolition section of the Zoning Code (MGO Section 28.185), and the intent and purpose of the Downtown Core District. Further, the proposed use should be consistent with the Comprehensive Plan and the Downtown Plan. The Plan Commission may consider the impacts of the demolition and proposed use on the normal and orderly development and improvement of surrounding properties, reasonableness of efforts to relocate the buildings, and the limits that the location of the buildings would place on relocation efforts.

Staff believes that the standards for demolition are met with the proposal. None of the three buildings proposed for demolition are local landmark buildings or have notable historic significance, as noted by the Landmarks Commission on April 29, 2013. However, many public comments have been received noting the importance of the restaurant users in the lowest level of the University Inn building at 441 North Frances Street. At this time, staff understands that the applicant is working in good faith with each of these businesses to assist with relocation, and to possibly incorporate at least one of the businesses into the new building. More information will be provided on this issue prior to the July 22 Plan Commission meeting, if and when final terms are reached.

In this particular case, staff is unaware of any efforts to relocate the buildings themselves. However, the only one that would make sense because of its size and construction method is the 5-unit building at 431 North Frances Street, and staff concurs with the applicant’s assertion that it appears to be functionally obsolete, as it was originally a single-family home and has been divided up into apartments. As noted elsewhere in this report, the applicant is proposing to preserve the facade of the two-story mixed-use building at 529 State Street. While

still a demolition, staff appreciates the effort to integrate the facade into the eastern end of the project. As has been noted by the Madison Trust for Historic Preservation, staff agrees that it would be preferable to maintain its integrity as a viable commercial space with an interior width to match the facade itself.

Zoning Map Amendments-The proposed zoning map amendment for 431 North Frances Street from the Urban Mixed-Use (UMX) to Downtown Core (DC) District is consistent with the Comprehensive Plan and the Downtown Plan, and the redevelopment it would support is not at all a detriment to the public health, safety, and welfare.

Conditional Use- Two conditional use approvals are required for this project. First and foremost, the development of a building with over four stories and over 20,000 square feet of floor area in the Downtown Core zoning district requires conditional use approval; second, the applicant is requesting a reduction in the number of required loading zones from two to one, which also requires conditional use approval. Staff believes that the conditional use standards in MGO Section 28.183(6)(a) can be met, noting the standards relevant to this proposal as follows:

1. *The establishment, maintenance, or operation of the conditional use will not be detrimental to or endanger the public health, safety, or general welfare.*

Staff believes that this standard is met.

2. *The City is able to provide municipal services to the property where the conditional use is proposed, given due consideration of the cost of providing these services.*

After reviewing comments from other reviewing agencies, staff believes that this standard is met.

3. *The uses, values, and enjoyment of other property in the neighborhood for purposes already established will not be substantially impaired or diminished in any foreseeable manner.*

Staff believes that this standard is met. The new residents living in the building will provide support not only for the ground-floor commercial uses here, but also for many other State Street businesses. In addition, shadow studies provided by the applicant demonstrate that the proposed height and mass of the building will not cause shadows across State Street any more significant than would a four-story redevelopment of the site.

There have been many public comments related to the perceived negative impact this building will have on the established character of State Street. Staff has considered this very carefully, and believes that the revised detailing to the ground floor commercial spaces provides for a variety of tenants and an active streetscape similar to the established blocks of State Street. Further, while it is a massive structure compared with the rest of State Street, the 12-story portions of the building are appropriately located over 70-feet away from the State Street facade, which is consistent with the Downtown Plan and Zoning Code as mentioned above.

4. *The establishment of the conditional use will not impede the normal and orderly development and improvement of the surrounding property for uses permitted in the district.*

Staff believes that this standard can be met. However, it is worth noting that the placement of a few of the balconies and usable rooftop terraces close to adjacent properties could be awkward, should these adjacent properties ever redevelop to a similar height. This is especially true for the triangular balconies on the southern interior end of the tower element closest to Frances Street, which could be completely closed up if the property next door were to redevelop. Still, the proposed building will not impede adjacent redevelopment in the UMX and DC Districts consistent with the Downtown Plan.

5. *Adequate utilities, access roads, drainage, parking supply, internal circulation improvements, including but not limited to vehicular, pedestrian, bicycle, public transit, and other necessary site improvements have been or are being provided.*

6. *Measures, which may include transportation demand management (TDM) and participation in a transportation management association have been or will be taken to provide adequate ingress and egress, including all off-site improvements, so designed as to minimize traffic congestion and to ensure public safety and adequate traffic flow, both on-site and on the public streets.*

Staff believes standards 5 and 6 can be met with a modification to the proposal to include a second vehicle egress, the submittal of more information about the proposed bicycle parking and potential adjustments to its location and functionality, and a significant increase in and/or clear management plan for moped parking.

Egress onto Frances Street - First, Traffic Engineering staff has recommended a second, exit-only access point leading from the structured parking area to North Frances Street. After careful review, Planning Division staff agree that while this exit will interrupt the new retail frontage along North Frances Street, it is warranted in order to fully address Standards 5 and 6 above. As proposed, vehicles (automobiles, bicycles, and mopeds) leaving the parking area would need to turn left on West Gilman Street (which is a one-way street in this location), right on Broom Street, and right again on West Gorham Street in order to head west from the site. A Frances Street exit would allow for much easier westward movement onto West Gorham Street, which is likely to be a daily choice for many residents heading toward the UW Madison Campus. After careful consideration, Planning Division staff recommends the incorporation of this additional exit. The width of the interruption in the retail space should be minimized, and pedestrian safety along the public sidewalk should be addressed in the revised design submitted for staff review and approval. If the Plan Commission can find that the proposed access adequately addresses Standards 5 and 6, they will need to modify or remove this recommendation.

Bicycle Parking - Second, the applicant will need to carefully consider and modify the designated bicycle parking within the structured parking area to meet the standards in the zoning code. As mentioned before, the applicant is providing only 145 stalls, only 25% of the 580 stalls required by the residential portion of this project alone. It should be noted that the applicant has formally requested a bicycle parking reduction from the Zoning Administrator, and their reasoning is that 600 "bicycle storage spaces" are being incorporated within the residential units themselves. Staff understands that in some cases, residents may prefer to store bicycles inside their units, but this arrangement can be inconvenient for those who utilize bicycles for daily transportation. One of the main reasons for requiring convenient, dedicated bicycle parking is to make sure that there is indeed adequate space for bicycles, rather than creating a scenario where bicycles are competing with any number of items for space in multi-purpose storage areas.

In final plans submitted for staff review, the applicant should incorporate additional bicycle parking within the structured parking area, even at the expense of automobile stalls. The vast majority of the bicycle stalls in the structured parking area should be placed on the ground level, rather than the second level, for easiest access. In addition, the applicant should ensure that there is sufficient bicycle parking outside the building for visitors and customers (the applicant may work with staff to explore opportunities for bicycle parking in public rights of way). Further details regarding stall width, access, and rack type for the bicycle parking areas will need to be provided.

For review by Planning, Zoning, and Traffic Engineering staff, the applicant should include a detailed drawing of the proposed in-unit storage system to make sure that it is tailored toward bicycles, rather than as a general storage area. Also, it should be demonstrated that the elevators and interior hallways are designed to handle bicycles easily. If the in-unit bicycle storage units are deemed adequate by Planning, Zoning, and/or Traffic Engineering staff, they may replace a *portion* of the required stalls, but not to the extent proposed. Note: This recommendation may be clarified further prior to the July 22 Plan Commission meeting, based on review by Zoning staff.

Moped Parking - Third, the applicant has proposed space for 45 moped parking stalls, which is only one stall per 22 bedrooms. Staff strongly recommends the provision of additional space for moped parking, even if it is at the expense of automobile stalls. A guideline developed by staff following an analysis of several recent redevelopment projects in this area recommends a ratio of one stall per seven bedrooms, which in this case would be approximately 142 moped stalls. Should the use of mopeds on and near the UW Campus decline over time, space dedicated to mopeds could be converted to automobile or bicycle parking stalls in the future as an alteration to the approved conditional use.

As an alternative to providing substantial space for additional moped parking areas, the applicant should provide for staff review and approval a thorough moped parking management plan that sufficiently ensures that mopeds will not utilize spaces outside the building or within the public right-of-way for parking. At a minimum, this plan should include assigned moped parking and notices in the lease prohibiting the parking of mopeds outside the building. If future issues with moped parking arise, the Plan Commission's continuing jurisdiction over this conditional use could lead to the conversion of automobile stalls to moped stalls.

Automobile Parking – Staff believes that the automobile parking proposed for the project is adequate, and perhaps exceeds the amount needed for the student market in this area, which is very well served by transit, and within easy walking and biking distance to many destinations. Staff recognizes that due to the need to increase bicycle and moped parking, the number of automobile stalls will likely decrease. In order to at least partially offset this decrease, staff recommends that the applicant include two or more parking stalls dedicated for use by a shared car, such as the Madison-based “Community Car” system, which would provide residents with an occasional vehicle when needed for errands, etc. “Community Car” is dedicated to reducing vehicle miles traveled on a community-wide basis by providing an alternative to automobile ownership. In this particular case, a partnership with “Community Car” or the provision of a small fleet of shared automobiles could also serve as a significant space-saver.

Loading - Staff believes that the single on-site loading zone provided from West Gilman Street (a conditional use is required to provide less than two such loading zones) will adequately serve the commercial uses within the proposed development via a 5-foot wide service corridor, which leads from the loading dock to the back of each commercial space. The applicant should consider whether this loading dock and relatively narrow corridor will also meet the needs of the commercial users and the management company responsible for furnishing the units over time. If the interior service corridor needs to be widened, this change could be made when final plans are submitted for staff review and signoff.

Trash and Recycling - While not directly relating to traffic circulation, staff believes that the plans could be improved by providing a much larger trash and recycling area (or perhaps multiple such areas) for the residential tenants. Submitted plans show a less than 200 square foot area on the lower parking level to serve as the residential trash area, the bottom of a single trash chute accessible on all residential levels. For reference, in a recently approved project with one tenth of the bedrooms proposed in this project, the trash and recycling area on the lower level was well over 300 square feet. In addition to its inadequate size, the proposed trash area is adjacent to an interior 5-foot wide hallway with a 90-degree turn, eventually leading out of the building to West Gilman Street. Staff questions whether the space and access can sufficiently accommodate trash and recycling materials generated by the nearly 1000 residents. Staff recommends a much larger area – or multiple areas – each with easy street access. Also, staff recommends that the applicant prepare a trash and recycling management plan to ensure that this function is well thought-through.

At this time, staff understands that the applicant is considering the incorporation of composting as part of this project, a feature recommended by the State-Langdon Neighborhood steering committee. Staff supports further exploration of this possibility, and believes that if implemented in a project of this size,

it could be a great example for others to follow in the future, and could demonstrate a significant divergence of waste from area landfills. There is a tremendous opportunity here to set a high bar with a well-coordinated waste management program for the 1,000 residents and commercial tenants. The applicant is encouraged to coordinate with the Streets and Recycling Division on possibilities and lessons learned from the recent municipal composting pilot program.

7. *The conditional use conforms to all applicable regulations of the district in which it is located.*

Staff believes that this standard can be met with a minor change to reduce the width of the garage door opening along West Gilman Street (MGO Section 28.07(3)(a)3), and details to be provided by the applicant to demonstrate compliance with other design requirements related to proportion of window openings and the provision of a separation between the ground floor residential uses and West Gilman Street.

9. *When applying the above standards to any new construction of a building or an addition to an existing building, the Plan Commission:*

- a. *Shall bear in mind the statement of purpose for the zoning district, and*
- b. *May require the applicant to submit plans to the Urban Design Commission for comment and recommendation [this does not apply, since the UDC is already reviewing the proposal]*

For reference, the statement of purpose in the Downtown Core District is as follows:

“The DC District is established to recognize the Capitol Square, the State Street corridor, and surrounding properties as the center of government, office, educational, cultural, specialty retail and recreational activities for the City and the region. Residential uses are appropriate in some locations or in combination with other uses. This district is intended to allow intensive development with high-quality architecture and urban design.”

Staff believes that this standard is met.

[Standards 8 and 10-15 do not apply to this request]

Design Considerations

As required by MGO Section 28.07(3), the proposal must meet the design standards for the Downtown Core District, in the following categories: parking, entrance orientation, articulation, story heights and treatment, fenestration, building materials, and equipment screening. The proposal appears to meet or comes close to meeting all relevant standards in this section. While the applicant will need to demonstrate that all requirements are met when submitting final plans, staff recommends that the applicant pay particular attention to the following requirements:

Section 28.07(3)(a)3 –The garage opening along Gilman Street will need to have a maximum width of 22 feet, rather than the 30 feet shown in the proposed plan.

Section 28.07(3)(d)5 – Ground-story residential uses need a separation between the sidewalk and front door to create privacy. This is relevant to the flex spaces along West Gilman Street, if indeed they are utilized for residential spaces.

Section 28.07(3)(e) – Door and window openings must meet the minimum proportions required, and these calculations should be provided to zoning staff as part of the final plan submittal. (The 15% required openings on upper levels will need to be met when including the three 42-foot wide, twelve-story sheer walls as part of the overall calculation).

In addition, the project must be reviewed by the Urban Design Commission based on the Downtown Urban Design Guidelines. This proposal appears to address most of these guidelines very well. The proposed building orientation, usable open space, landscaping, and corner treatment are particular strengths of the proposal. Staff

recommends that the UDC pay attention to the following specific issues in their review (if not listed below, staff believes that the guidelines are sufficiently addressed or not applicable):

A) Site Design and Building Placement

- 1c. The street level of a building should be designed with active uses and architecture that engages the street/sidewalk in a contextually appropriate manner, and integrates the building architecture and the landscape architecture.*

Staff believes that the detailed elevations provided on Page 25C, 25D, 26A, and 26B “Revised retail kneewall design and operable retail windows” achieves the intent of Guideline 1c above, and appreciates the applicant’s work to refine this aspect of the proposal throughout the review process. As revised, the State and North Frances Street detailing provides opportunities for a variety of commercial tenants to better interact with the street. The selective provision of slightly higher knee walls and operable windows will better differentiate the tenant spaces within the building, and more closely reflect the existing commercial activity along State Street.

5a-e. Building Lighting

Lighting details were recently submitted, and staff looks forward to comments from the Urban Design Commission on this element of the proposal.

B) Architecture

- 2b. A positive visual termination at the top of the building should be an integral part of the design from both the distance view and the pedestrian perspective. A positive visual termination could include projections or relief from the building facade or visual interest in the building form as it meets the sky.*

Staff believes that this guideline is well-addressed on the North Frances Street elevation, and as the building rounds the corner onto both State Street and West Gilman Street. While not necessarily the termination at the top of the building, the three twelve-story, 42-foot wide shear walls will be highly visible from many locations close to and at a distance from the building, and the Urban Design Commission should consider whether the most recently proposed fenestration of these components is adequate.

- 2c. Roof forms should be used to integrate rooftop equipment, telecommunications equipment, and other devices so as to express/conceal them as architectural elements. Large mechanical penthouses and elevator overrides should be fully integrated into the building architecture and be appropriately-scaled to serve as architectural features and avoid the appearance of being “plopped” on top*

The mechanical penthouse will certainly be seen from long views, but appears to be placed in the best location to avoid being seen, and is clad in brick utilized elsewhere on the building.

- 3c. The design of buildings fronting on State Street should reflect the historic pattern and rhythm of storefront bays on the lower level. If the interior space is wider, each bay should be articulated and have the ability to create its own entrance. A combination of good physical features and varied activities should result in a livelier street.*

See comments under A1c above.

- 4a. The size and rhythm of windows and door in a building should respect those established by existing buildings in the area where a clear pattern exists, and the residential and / or mixed use nature of the building.*

Staff believes that the ground floor openings meet this guideline by including variety typical of the narrow storefronts along the rest of State Street. However, on the upper portion of the building on the State Street, Gilman Street, and interior facades, staff would strongly prefer to see a logical, consistent,

and linear window pattern as shown in “Option B” below (submitted by the applicant and dated June 26, 2013), rather than the random window pattern originally proposed by the applicant and shown in “Option A” below. The applicant prefers the randomized pattern, but has verified that there is no programmatic reason for the proposed random window pattern, and it does not appear elsewhere on buildings in the State Street area.

Option A (Randomized Window Pattern)



Option B (Linear Window Pattern - Recommended by Staff)



- 5b. All sides of a structure should exhibit design continuity and be finished with high quality materials. Materials should be those typically found in urban settings.
- 6b. Buildings located at visual focal points should demonstrate a higher degree of architectural strength to emphasize their location.

Staff is concerned that the three 42-foot wide shear walls originally proposed, which would be prominently seen in long views of the building from the south and east, would not achieve the intent of 5b and 6b above. Options A and B submitted by the applicant on June 26 include fire-rated windows running down both sides of each of the shear walls. The subtle difference between Option A and B involves the linear or randomized patterning on the concrete, so as to match the window pattern).

Regardless, this solution is not as effective as shifting back the upper portions of the shear walls from the property line to allow for more window openings that would remain even if an adjacent building were constructed at a similar height. However, this shift would necessitate the removal of bedrooms. Staff believes that the addition of fire-rated windows at the property line, as shown in both “Option A” and “Option B” of the June 26 submittal, is much improved over the original submittal, and appreciates the applicant’s work to address this issue. The Urban Design Commission and Plan Commission should carefully consider whether the revised design in Option B can effectively meet these guidelines.

Original (Shear Wall Looking North from Frances St.)



Option B (Recommended by Staff)



Conclusion

The proposed redevelopment at this location is generally consistent with the Downtown Plan recommendations for redevelopment of this particular site, and with the requirements in the Downtown Core zoning district. Staff believes that the proposal generally addresses the Downtown Urban Design Guidelines for new buildings in the Downtown Core District. After careful review, staff believes that the relevant standards for demolition, zoning map amendments, and conditional uses can be met following modifications to the project as discussed in the Analysis section above and included in the recommended conditions of approval. Staff recommends that the Plan Commission **approve** the request, subject to input at the public hearing and comments from reviewing agencies.

Recommendation

Planning Division Recommendation (Contact Heather Stouder, 266-5974)

The Planning Division recommends that the Plan Commission find that the demolition, zoning map amendment, and conditional use standards are met and **approve** the requested redevelopment at 529-557 State Street, 431-441 North Frances Street, and 432 West Gilman Street. This recommendation is subject to input at the public hearing and the conditions recommended by the Planning Division and other reviewing agencies.

Recommended Conditions of Approval

Major/Non-Standard Conditions are Shaded

Planning Division (Contact Heather Stouder, 266-5974)

1. Final plans submitted for staff review and approval shall include all proposed entrances to the building. The applicant is encouraged to incorporate an additional entrance to a corridor leading to the residential portion of the building on the State Street facade.
2. In final plans submitted for staff review and approval, the applicant shall include the following items related to parking and circulation (*NOTE: This condition may be modified prior to the July 22 Plan Commission meeting, following further review by Zoning staff*):
 - a) A revised plan for the structured parking area which includes clearly delineated space for at least 50% of the bicycle parking required by the zoning code to serve the residential uses. At least 75% of this bicycle parking shall be placed on the lower level.
 - b) A detailed drawing of the proposed in-unit storage system to make sure that it is tailored toward bicycles, rather than as a general storage area
 - c) Details demonstrating the capacity and design of elevators, hallways, and exterior and interior doors to handle bicycles being frequently wheeled into and out of the residential units
 - d) A revised site plan to include additional bicycle parking for guests and visitors outside of the building. The applicant may coordinate with Traffic Engineering and Planning staff to explore possibilities to locate a portion of this parking in the public rights of way.
 - e) A revised plan for the parking area which shows adequate space and a layout for moped parking to accommodate a ratio of one stall per seven bedrooms. If a portion of this space is not programmed as moped parking in the short term, the applicant shall include a detailed management plan to ensure that mopeds are not parked outside of the building.
 - f) The applicant is encouraged to dedicate two or more automobile parking stalls for a shared car, which the Madison-based "Community Car" program may be able to help facilitate.
 - g) The applicant is encouraged to provide an additional residential entrance to the building from State Street.
3. Final elevation drawings submitted for staff review and approval shall include the following:
 - a) Fire-rated windows along the sides of all three of the proposed twelve-story shear walls, as shown in the revisions submitted by the applicant on June 26, 2013. As an alternative to this, the applicant is encouraged to explore pushing at least the upper portion of these walls away from the property lines to allow for additional window openings.
 - b) Operable window systems and varied knee wall heights along the State Street and France Street commercial facades, as shown in the revisions submitted by the applicant on June 26, 2013.

- c) A linear window pattern on all facades of the tower elements, as shown on the State Street facade in "Option B" submitted by the applicant on June 26, 2013.
4. Final plans submitted for staff review and approval shall include a trash and recycling management plan, and adequate dedicated space within the lower level of the parking area to accommodate trash and recycling generated by the residents. The intended pathway from the trash area to the street shall be indicated in final plans. The applicant is encouraged to coordinate with staff from the Streets and Recycling Division on the possibility of integrating a composting program for the project (best initial contact is George Dreckmann, gdreckmann@cityofmadison.com, 608-267-2626).

City Engineering Division (Contact Janet Dailey, 261-9688)

5. The base address for the apartments will be 437 N Frances St. The addresses for the commercial spaces will be assigned when detailed plans are available.
6. The pending Certified Survey Map for this property shall be completed and recorded with the Register of Deeds (ROD) prior to issuance of BUILDING permits. When the recorded CSM image is available from the ROD, the Assessor's Office can then create the new Address-Parcel-Owner (APO) data in GEO so that the Accela system can upload this data and OCCUPANCY permit issuance made available for this new land record.
7. The construction of this building will require removal and replacement of sidewalk, curb and gutter and possibly other parts of the City's infrastructure. The applicant shall enter into a City / Developer agreement for the improvements required for this development. The applicant shall be required to provide deposits to cover City labor and materials and surety to cover the cost of construction. The applicant shall meet with the City Engineer to schedule the development of the plans and the agreement. The City Engineer will not sign off on this project without the agreement executed by the developer. The developer shall sign the Developer's Acknowledgement prior to the City Engineer signing off on this project (MGO 16.23(9)c).
8. Submit a PDF of all floor plans to lzenchenko@cityofmadison.com so that a preliminary interior addressing plan can be developed. If there are any changes pertaining to the location of a unit, the deletion or addition of a unit, or to the location of the entrance into any unit, (before, during, or after construction) the addresses may need to be changed. The interior address plan is subject to the review and approval of the Fire Marshal.
9. The approval of this Conditional Use does not include the approval of the changes to roadways, sidewalks or utilities. The applicant shall obtain separate approval by the Board of Public Works and the Common Council for the restoration of the public right of way including any changes requested by developer. The City Engineer shall complete the final plans for the restoration with input from the developer. The curb location, grades, tree locations, tree species, lighting modifications and other items required to facilitate the development or restore the right of way shall be reviewed by the City Engineer, City Traffic Engineer, and City Forester (MGO 16.23(9)(d)(6)).
10. The Applicant shall provide the City Engineer with a survey indicating the grade of the existing sidewalk and street. The Applicant shall hire a Professional Engineer to set the grade of the building entrances adjacent to the public right of way. The Applicant shall provide the City Engineer the proposed grade of the building entrances. The City Engineer shall approve the grade of the entrances prior to signing off on this development (POLICY).
11. The Applicant shall replace all sidewalk and curb and gutter which abuts the property which is damaged by the construction or any sidewalk and curb and gutter which the City Engineer determines needs to be replaced because it is not at a desirable grade regardless of whether the condition existed prior to beginning construction (POLICY).

12. The Applicant shall obtain a privilege in streets agreement for any encroachments inside the public right of way. The approval of this development does not constitute or guarantee approval of the encroachments (INFORMATIONAL).
13. The Applicant shall provide the City Engineer with the proposed earth retention system to accommodate the restoration. The earth retention system must be stamped by a Professional Engineer. The City Engineer may reject or require modifications to the retention system (POLICY).
14. The Applicant shall complete work on exposed aggregate sidewalk in accordance with specifications provided by the city. The stone used for the exposed aggregate shall be approved by the City. The Construction Engineer shall be notified prior to beginning construction. Any work that does not match the adjacent work or which the City Construction Engineer finds is unacceptable shall be removed and replaced. (POLICY).
15. All work in the public right-of-way shall be performed by a City licensed contractor (MGO 16.23(9)(c)5), and MGO 23.01).
16. All street tree locations and tree species within the right of way shall be reviewed and approved by City Forestry. Please submit a tree planting plan (in PDF format) to Dean Kahl, of the City Parks Department - dkahl@cityofmadison.com or 266-4816. Approval and permitting of any tree removal or replacement shall be obtained from the City Forester and/or the Board of Public Works prior to the approval of the site plan (POLICY).
17. All damage to the pavement on Frances Street, State Street and Gilman Street, adjacent to this development shall be restored in accordance with the City of Madison's Pavement Patching Criteria. For additional information please see the following link: <http://www.cityofmadison.com/engineering/patchingCriteria.cfm> (POLICY).
18. The plan set shall be revised to show a proposed private internal drainage system on the site. This information shall include the depths and locations of structures and the type of pipe to be used (POLICY AND MGO 10.29).
19. The applicant shall demonstrate compliance with MGO Section 37.07 and 37.08 regarding permissible soil loss rates. The erosion control plan shall include Universal Soil Loss Equation (USLE) computations for the construction period. Measures shall be implemented in order to maintain a soil loss rate below 7.5-tons per acre per year.
20. Effective January 1, 2010, The Department of Commerce's authority to permit commercial sites, with over one (1) acre of disturbance, for stormwater management and erosion control has been transferred to the Department of Natural Resources (WDNR). The WDNR does not have an authorized local program transferring this authority to the City of Madison. The City of Madison has been required by the WDNR to continue to review projects for compliance with NR216 and NR-151but a separate permit submittal is now required to the WDNR for this work as well. The City of Madison cannot issue our permit until concurrence is obtained from the WDNR via their NOI or WRAPP permit process.

As this site is greater than one (1) acre, the applicant is required by State Statute to obtain a Water Resources Application for Project Permits (WRAPP) from the Wisconsin Department of Natural Resources, prior to beginning construction. This permit was previously known as a Notice of Intent Permit (NOI). Contact Eric Rortvedt at 273-5612 of the WDNR to discuss this requirement. Information on this permit application is available on line <http://dnr.wi.gov/Runoff/stormwater/constrformsinfo.htm> (NOTIFICATION).
21. Prior to approval, this project shall comply with MGO Chapter 37 regarding stormwater management. Specifically, this development is required to:
 - a) Reduce TSS off of the proposed development by 80% when compared with the existing site.
 - b) Provide oil & grease control from the first 1/2" of runoff from parking areas
 - c) Complete an erosion control plan and complete weekly self-inspection of the erosion control practices and post these inspections to the City of Madison website – as required by MGO Chapter 37.
22. The Applicant shall submit, prior to plan sign-off, a digital CAD file (single file) to the Engineering Program Specialist in the Engineering Division (Lori Zenchenko). The digital CAD file shall be to scale and represent

final construction. The single CAD file submittal can be either AutoCAD (dwg) Version 2001 or older, MicroStation (dgn) Version J or older, or Universal (dxf) format and contain only the following data, each on a separate layer name/level number:

- a) Building Footprints
- b) Internal Walkway Areas
- c) Internal Site Parking Areas
- d) Other Miscellaneous Impervious Areas (i.e. gravel, crushed stone, bituminous/asphalt, concrete, etc.)
- e) Right-of-Way lines (public and private)
- f) All Underlying Lot lines or parcel lines if unplatted
- g) Lot numbers or the words "unplatted"
- h) Lot/Plat dimensions
- i) Street names

All other levels (contours, elevations, etc) are not to be included with this file submittal.

NOTE: Email file transmissions preferred lzenchenko@cityofmadison.com . Include the site address in the subject line of this transmittal. Any changes or additions to the location of the building, sidewalks, parking/pavement during construction will require a new CAD file (POLICY and MGO 37.09(2) & 37.05(4)).

23. The applicant shall submit, prior to plan sign-off, digital PDF files to the Engineering Division (Jeff Benedict or Tim Troester). The digital copies shall be to scale, and shall have a scale bar on the plan set (POLICY and MGO 37.09(2)).

PDF submittals shall contain the following information:

- a) Building footprints
- b) Internal walkway areas
- c) Internal site parking areas
- d) Lot lines and right-of-way lines
- e) Street names
- f) Stormwater Management Facilities
- g) Detail drawings associated with Stormwater Management Facilities (including if applicable planting plans).

24. The Applicant shall submit prior to plan sign-off, electronic copies of any Stormwater Management Files including:

- a) SLAMM DAT files
- b) RECARGA files
- c) TR-55/HYDROCAD/Etc
- d) Sediment loading calculations

If calculations are done by hand or are not available electronically the hand copies or printed output shall be scanned to a PDF file and provided (POLICY and MGO 37.09(2)).

25. The applicant's utility contractor shall obtain a connection permit and excavation permit prior to commencing the storm sewer construction (MGO 37.05(7)). This permit application is available on line at <http://www.cityofmadison.com/engineering/permits.cfm>.

26. Prior to approval, the owner or owner's representative shall obtain a permit to plug each existing storm sewer lateral which must be permanently or temporarily disconnected from the public storm sewer system as part of the proposed work. For each lateral to be plugged the owner shall complete a sewer lateral plugging application and pay the applicable permit fees. NOTE: As of January 1, 2013 new plugging

procedures and permit fees go into effect. The new procedures and revised fee schedule is available on line at <http://www.cityofmadison.com/engineering/permits.cfm> (MGO CH 37.05(7)).

27. Prior to approval, the owner or owner's representative shall obtain a permit to plug each existing sanitary sewer lateral that serves a building which is proposed for demolition. For each lateral to be plugged the owner shall complete a sewer lateral plugging application and pay the applicable permit fees. NOTE: As of January 1, 2013 new plugging procedures and permit fees go into effect. The new procedures and revised fee schedule is available on line at <http://www.cityofmadison.com/engineering/permits.cfm>. (MGO CH 35.02(14)).
28. The site plan shall be revised to show all existing public sanitary sewer facilities in the project area as well as the size, invert elevation, and alignment of the proposed service (POLICY).
29. City of Madison Environmental Projects Staff have reviewed the subject site and determined that a Phase I ESA **will** be required of the applicant. The applicant shall provide one (1) digital and two (2) hard copies of an ASTM Phase I ESA prepared by an environmental professional. Staff review of this Phase I ESA will determine if a further investigative Phase II ESA is also required. Please submit any relevant Phase I and Phase II ESAs to Brynn Bemis (bbemis@cityofmadison.com).

Fire Department (Contact Bill Sullivan, 261-9658)

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| 30. The Madison Fire Department does not object to the general concept of this proposal provided the project complies with all applicable fire codes and ordinances. |
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Traffic Engineering Division (Contact Eric Halvorson, 266-6572)

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| 31. A condition of approval shall be that no residential parking permits will be issued for 529 State Street, which would be consistent with other projects in the area. In addition, the applicant shall inform all tenants in the apartment leases. The applicant shall submit for 529 State Street a copy of the lease noting the above condition in the lease when submitting plans for City approval. |
| 32. Limiting the parking facility access exclusively to Gilman Street may negatively impact the State Street-Gilman Street intersection. Applicant shall provide an additional exit-only driveway access from the parking facility onto Frances Street. |
33. The applicant shall provide a 10 foot clear visibility triangle from all driveway exits on Gilman Street to insure adequate sight distance of pedestrians on the sidewalk. These vision triangles shall be shown on the final plans.
 34. Developer shall be responsible for any cost relating to moving/removal of and city owned electrical infrastructure (street lights, handhole, and so on.)
 35. When the applicant submits plans for approval, the applicant shall show the following on one contiguous plan: existing items in the terrace (e.g., signs and street light poles), type of surfaces, percent of slope, existing and proposed property lines, addresses, all easements, all pavement markings, building placement, adjacent driveway approaches to lots on either side and across the street, signage, semitrailer movements and vehicle routes, dimensions of radii, aisles, driveways, parking stall dimensions including the two (2) feet overhang on a scaled drawing at 1" = 20'. Contact City Traffic Engineering if you have questions.

Parks Division (Contact Kay Rutledge, 266-4714)

36. The developer shall pay approximately \$760,148.20 for park dedication and development fees for the new 329 MF unit building after a credit is given for the existing 6 MF units currently located on the five properties.

New Development:

Fees in lieu of dedication = (329 MF @ \$1,708) = \$561,932.00
Park development fees = (329 MF @ \$645.40) = \$212,336.60
Total fees = \$774,268.60

Credit for Existing Development:

Fees in lieu of dedication = (6 MF @ \$1,708) = \$10,248.00
Park development fees = (6 MF @ \$645.40) = \$3,872.40
Total fees = \$14,120.40

37. There is a need for public open space in this area; fees in lieu of dedication from this project and other projects in this area will be utilized to pursue acquisitions (via purchase and dedication) of land to help accomplish this goal.
38. The developer must select a method for payment of park fees before signoff on the rezoning. This development is within the Vilas-Brittingham park impact fee district (SI27). Please reference ID 13139 when contacting Parks about this project.
39. All proposed street tree removals within the right of way shall be reviewed by City Forestry. Please submit an existing inventory of trees (location, species, & DBH) and a tree removal plan (in PDF format) to Dean Kahl – dkahl@cityofmadison.com or 266-4816. Approval and permitting of street tree removals shall be obtained from the City Forester and/or the Board of Public Works prior to the approval of the site plan.
40. Additional street trees are needed for this project. All street tree planting locations and trees species with the right of way shall be reviewed by City Forestry. Please submit a tree planting plan (in PDF format) to Dean Kahl – dkahl@cityofmadison.com or 266-4816. Approval and permitting of tree planting shall be obtained from the City Forester and/or the Board of Public Works prior to the approval of the site plan. Tree planting specifications can be found in section 209 of *City of Madison Standard Specifications for Public Works Construction* - <http://www.cityofmadison.com/business/pw/documents/StdSpecs/2013/Part2.pdf>.
41. Existing street trees and tree grates shall be protected. Please include the following note on the site plan: Contractor shall contact City Forestry prior to construction to determine tree protection fencing needs. No excavation is permitted within 5 feet of the outside edge of a tree trunk. If excavation within 5 feet of any tree is necessary, contractor shall contact City Forestry (266-4816) prior to excavation to assess the impact to the tree and root system. Tree pruning shall be coordinated with City Forestry. Tree protection specifications can be found in section 107.13 of *City of Madison Standard Specifications for Public Works Construction* - <http://www.cityofmadison.com/business/pw/documents/StdSpecs/2013/Part1.pdf>.

Water Utility (Contact Dennis Cawley, 261-9243)

42. The Madison Water Utility shall be notified to remove the water meters prior to demolition.
43. This property is not in a wellhead protection district. All wells located on this property shall be abandoned if no valid well operation permit has been obtained from the Madison Water Utility.

Zoning Administrator (Contact Pat Anderson, 266-5978)

Zoning Comments will be provided prior to the July 22 Plan Commission meeting.

Metro Transit (Contact Tim Sobota, 261-4289)

This agency had no conditions of approval for this request.