

**PLANNING UNIT REPORT
DEPARTMENT OF PLANNING AND DEVELOPMENT
of November 29, 2006**

RE: I.D. # 04857: Zoning Map Amendment I.D. 3234 to Rezone 702 N. Midvale Blvd. from PUD-GDP-SIP to Amended PUD-GDP-SIP

1. Requested Actions: Approval of a request to amend the previously approved PUD-GDP-SIP (Planned Unit Development, General Development Plan; Specific Implementation Plan) for Hilldale Shopping Center to allow demolition of three office buildings to allow construction of a 65,000 square-foot grocery store, 25,000 square feet of additional retail space, 13,000 square feet of office space, a 40,000 square-foot gym, 238 condominium units and approximately 1,100 structured parking spaces with a future phase consisting of 220 residential units and one hotel.
2. Applicable Regulations: Section 28.07 (6) of the Zoning Ordinance provides the requirements and framework for Planned Unit Developments; Section 28.12 (9) provides the process for zoning map amendments; Section 28.04 (22) provides the guidelines for building demolitions. The proposed grocery store is subject to the ordinance standards for large retail establishments contained in Section 33.02 (f).
3. Report Prepared By: Timothy M. Parks, Planner

GENERAL INFORMATION

1. Property owners: Hilldale Land Company, LLC, Hilldale Building Company, LLC and HD Annex, LLC

Applicant & Owner Representatives: Joseph Freed & Associates; 220 N Smith Street, Suite 300; Palatine, Illinois; Domenic Lanni, representative.
2. Development Schedule: The applicant wishes to commence development of the former Humana office complex in March 2007, with completion envisioned in June 2010.
3. Location: The entire Hilldale planned unit development consists of approximately 37 acres generally bounded by N. Segoe Road and Sawyer Terrace on the west, University Avenue on the north, N. Midvale Boulevard on the east and the prolongation of Heather Crest on the south, in Aldermanic District 11; Madison Metropolitan School District; Urban Design District 6.
4. Existing Conditions: The 528,664 square foot Hilldale Shopping Center site is comprised of eleven buildings including the former Humana office park and 349,450 square foot indoor shopping mall (Marshall Field's, Sentry, etc.), Ace Hardware and Hilldale Cinema. Phase I of a redevelopment project focused primarily east of the main retail mall building includes

two parking structures containing 649 parking spaces, four retail buildings opposite the east wall of the mall totaling 71,190 square feet and 40 condominium units in four townhouse buildings located along N. Midvale Boulevard. The US Bank formerly at the northeastern corner of the site has been replaced by a recently opened 7,900 square-foot restaurant, while work at the southern end of the mall to convert the former University Bookstore into a six-screen Sundance Cinema continues. Construction of a 13,200 square-foot commercial building containing a 7,000 square-foot restaurant with outdoor eating area located at the southeastern corner of Price Place and Heather Crest is also nearing completion.

5. Proposed Phase: This application proposes demolition of the Humana office park, Hilldale Theater and Peking Palace restaurant located in the project's northwestern corner to allow construction of a 65,000 square-foot grocery store, 25,000 square feet of additional retail space, 13,000 square feet of office space, a 40,000 square-foot gym, 238 condominium units and approximately 1,100 structured parking spaces. The application also includes a future phase consisting of 220 residential units and one hotel.
6. Land Use and Zoning Surrounding Site:
 - North: Single-family residences, a multi-story condominium building, Border's Books, Walgreen's, McDonald's, Copp's Supermarket and multi-tenant retail, located in the Village of Shorewood Hills; State of Wisconsin office building, zoned C2 (General Commercial District) in the City of Madison;
 - South: M & I Bank, Anchor Bank and various multi-tenant retail/ office buildings, zoned C2;
 - West: Hill Farms State Office Building (Dept. of Transportation), zoned C2; Normandy Apartments, zoned R6 (General Residence District); Karen Arms Condominiums and Rennebohm Park, zoned R5 (General Residence District);
 - East: US Bank, zoned C1 (Limited Commercial District); multi-unit residence buildings, zoned R4 (General Residence District).
7. Adopted Land Use Plan: The Comprehensive Plan identifies Hilldale as a site for transit-oriented and community mixed-use redevelopment.
8. Environmental Corridor Status: The property is not located within a mapped environmental corridor.
9. Public Utilities & Services: The property is served by a full range of urban services.

STANDARDS FOR REVIEW

This application is subject to the standards for demolitions, zoning map amendments and planned unit developments. The grocery store is also subject to the urban design standards for large retail establishments ("big box").

PREVIOUS APPROVALS (Phase I)

On February 1, 2005, the Common Council approved rezoning of the 37-acre Hilldale Shopping Center and Humana Office complex from C2 (General Commercial District) to PUD-GDP-SIP to allow the addition of two parking structures containing 668 parking spaces, four retail buildings opposite the east wall of the mall totaling 71,190 square feet and 40 condominium units in four townhouse buildings located along N. Midvale Boulevard.

On December 13, 2005, the Common Council approved an amendment to the previously approved Hilldale PUD specific implementation plan to allow demolition of the 8,972 square-foot US Bank office and drive-thru located in the northeastern corner of the site and construction of a one-story, 7,367 square-foot restaurant with 525 square-foot outdoor eating area in approximately the same location near the southwest corner of N. Midvale Boulevard and University Avenue. A decorative landscaping feature for the same corner was also approved with this amendment.

On May 16, 2006, the Common Council approved an amendment to the previously approved Hilldale PUD specific implementation plan to allow construction of a 13,200 square-foot commercial building that will contain a 7,000 square-foot restaurant with outdoor eating area located at the southeastern corner of Price Place and Heather Crest.

PREVIOUS REQUEST

On May 2, 2006, the Common Council failed to approve a motion to approve an amendment to the Hilldale PUD to allow demolition of the Humana office complex and construction of a 50,000 square-foot Whole Foods store with a 240-space surface parking lot, in effect denying the request. Prior to the May 2 Common Council action, the Plan Commission voted twice on March 20 and April 17, 2006 to recommend that this request be placed on file.

PLAN REVIEW

The developer, Joseph Freed & Associates, is requesting approval of an amendment to the previously approved planned unit development for the Hilldale Shopping Center that includes a significantly different vision for the redevelopment of the northwestern corner of the 37-acre site

as well as sets forth a master plan for the remainder of the property. Like the application to amend the Hilldale PUD ultimately rejected earlier this year, this application proposes the demolition of three office buildings formerly occupied by the Humana insurance company generally located at the southeast corner of University Avenue and N. Segoe Road. However, the applicant now also proposes to demolish the building housing the Hilldale Theater and Peking Palace restaurant to facilitate construction of a 65,000 square-foot grocery store, 25,000 square feet of additional retail space, 13,000 square feet of office space, a 40,000 square-foot gym, 238 condominium units and approximately 1,100 structured parking spaces as part of an amended general development plan and specific implementation plan. Implementation of this phase will encompass the portion of the Hilldale site generally bounded by University Avenue, N. Segoe Road, Frey Street and Mall Drive as shown on the attached plans. The application also requests general development plan approval for a future phase consisting of 220 additional residential units and one hotel.

Existing Conditions

The three Humana buildings to be demolished are generally located in an area of the site bounded by University Avenue on the north, Sawyer Terrace on the east, Frey Street on the south and N. Segoe Road on the west. The westernmost of the three buildings is a three-story structure constructed in 1961 that features two-toned granite exterior walls and decorative stainless steel columns. The remaining two buildings are three-story structures constructed of precast concrete panels, with a partially exposed underground parking area visible under the easternmost building. A total of 320 parking stalls serve the 97,430 square-foot office complex. The three building complex is organized around a landscaped plaza facing Frey Street that features a number of mature shade trees along its perimeter. Surface parking lots serving the complex are located south of the western building and between the eastern building and Sawyer Terrace. Additional parking for the complex is located in a well-landscaped lot across Frey Street at the southwest corner of Frey and Sawyer. At present, the office complex is largely vacant and is being used by the applicant as a construction staging area for the redevelopment work occurring elsewhere on the site. Hilldale Theater and Peking Palace restaurant share a two-story brick building that faces east and includes a surface parking lot along its eastern wall located east of the office complex and Sawyer Terrace

The northwestern corner of the Hilldale site is characterized by a significant slope that falls from the intersection of N. Segoe Road and Frey Street to the north and east. From west to east, the site drops approximately 50 feet along Frey Street between N. Segoe Road and the western wall of the mall, while a 20-foot grade change occurs from south to north along N. Segoe Road between Frey and University Avenue. The slope is steepest on the eastern half of the Humana complex, where the eastern two buildings are terraced with the grade.

Frey Street is a two-way public street between N. Segoe Road and Sawyer Terrace and continues into the Hilldale site as a private drive that ends at the western wall of the mall building. Sawyer Terrace parallels the western edge of the mall property, extending as a northbound one-way street from N. Segoe Road to Frey Street, where it continues as a cul-de-sac that primarily provides access to the parking facilities located adjacent to and beneath the eastern Humana building and service access for the theater/ restaurant building. Sawyer Terrace will be vacated north of Frey Street prior to construction of this portion of the Hilldale site.

Redevelopment Concept for Humana-Theater-Restaurant Site (Phase II) (GDP-SIP)

Whereas the earlier plans for the Whole Foods store proposed a 50,000 square-foot store and 240-space surface parking lot located above a substantial retaining wall to manage the significant grades present in the northwestern corner of the Hilldale site, the current iteration proposes using structured parking and a variety of buildings along both University Avenue and Frey Street to terrace the grade.

The new plans for the site continue to show the construction of a Whole Foods grocery store on the western third of the site, extending the length of the N. Segoe Road frontage from Frey Street to University Avenue. However, the building has increased modestly in size to 65,000 square feet, though the layout of the building and architecture are largely unchanged from the earlier design, with the building to be built within ten feet of the Segoe and University property lines but set back approximately 20 feet along Frey Street. The primary entrance to the store will continue to face east along an elevation comprised of a 30-foot tall glass and aluminum curtain wall that will extend between two two-story tall "entrance tower" features comprised of ground level storefront glass walls and entry doors. An entrance facing University Avenue has been added at the northeast corner of the building in response to criticisms of the earlier building that it lacked a door facing the primary street. Vision glass will be incorporated on all four elevations, including along the upper portions of the south and west walls, to provide natural lighting for the store, while an earlier proposal to provide a green roof over portions of the roof will be carried over into the larger building. Loading and trash collection for the grocery store will be provided in a recessed and covered area along the south elevation as originally proposed.

Moving east from the larger Whole Foods building, a majority of the block formed by University, Segoe, Frey and Mall Drive will be occupied by a five-level, 1,095 space parking structure that will extend under or adjacent to the remaining facets of this specific implementation plan phase. Four of the five parking levels proposed will be at or below the grade at the front entrance to the Whole Foods store, with entrances to the two mixed-use towers that comprise most of the rest of this phase to located at the same level as the grocery along a landscaped boulevard that will parallel University Avenue. Four points of access to the parking structure are proposed, including a right-in/right out driveway from University Avenue that will connect to a full driveway from

Frey Street along the eastern wall and entrance plaza of the Whole Foods store. Full driveways into the lower levels of the parking structure from Frey Street opposite Sawyer Terrace and along Mall Drive are also proposed. Internal vehicular circulation within the parking structure will be provided by a series of vertical speed ramps between the five levels, while a variety of stairs and at least one elevator will be provided to allow vertical circulation for pedestrians. Separate stairways and elevators are also provided for access into the two mixed-use towers. The parking structure will also include vertical transportation between the third and fourth levels for Whole Foods customers and their shopping carts.

The first of the two towers will be an eleven-story structure extending along the central portion of the University Avenue frontage of this phase. The first floor of this tower will include 13,450 square feet of leaseable office/ commercial space as well as a lobby and common room for the 144 residential units that will be located on the ten stories above. The design of this tower reflects a modern, angular structure that will include a stepback for the top three floors in an effort to reduce the mass of the building as well as a variety of recessed and projecting balconies to provide both usable open space and visual relief and interest for the building. The building will be constructed primarily with a three-toned brick exterior, with stucco used on portions of the recessed upper three floors and in balcony reveals. The building will include public entrances from the boulevard along the south elevation (at the fourth parking level) as well as one floor below along the University Avenue façade.

Building materials used along the northern façade of the lower two floors will continue as a screen wall for the parking structure along University Avenue and to form a visual connection to the second tower, a nine-story structure that will form the corner of University Avenue and Mall Drive. The second tower will include 19,000 square feet of retail space to be located on a ground floor at the elevation of the University-Mall Drive intersection. A 40,000 square-foot space identified for a future gym tenant will be located on the second floor at the same level as the third level of the parking structure. A seven-story, 90-unit residential tower will rise above the lower two floors, with the residential lobby to be located at the eastern end of the boulevard on the fourth parking level. Like the larger office-residential building to the west, the nine-story tower will be a modern-designed structure with an exterior that will be comprised of a two-toned brick and metal paneling. The residential tower features a variety of both recessed and projecting balconies to reduce the mass of the upper floors of the building, while the lower two floors of the building will include varied horizontal banding elements and a prominent northeast corner for the commercial spaces on the lower two floors. Most of the mass of this building will be pulled back from both University Avenue and Mall Drive through the use of a stepback at the base of the residential tower.

Proceeding south from the nine-story tower, the scale of the project phase begins to step down towards Frey Street. The developer is proposing construction of a 5,500 square-foot commercial

space to be located at the southeast corner of the parking structure adjacent to the corner of Frey Street and Mall Drive. The space, which the developer indicates is suitable for a restaurant tenant, will stand as a prominent one-story structure that will feature an angled roof projecting above a plaza at the southeastern corner of the space that has been designed to accommodate an outdoor eating area.

Moving west of this commercial space along the southern elevation of the parking structure and back up the hill along Frey Street towards the Whole Foods, the developer is proposing four live-work units. The four residential spaces will be located west of the parking entrance located at the intersection of Frey Street and Sawyer Terrace. The four units will each be three stories in height and will feature individual entrances from Frey Street. The exterior of the live-work building will include a combination of wood, ceramic tile and metal paneling that follows the modern design aesthetic being employed elsewhere throughout this phase.

Though mostly screened by the buildings described above, the sections of the parking structure visible from the perimeter of the project will be constructed primarily of precast concrete panels accented with full windows and awnings depending on their location in the project. Exposed portions of the four lower parking levels will also be screened through the planting of various upright landscaping materials.

Construction of the improvements contained in the second phase of the Hilldale redevelopment will occur in at least two phases. The first phase of construction will include the development of the 65,000 square-foot Whole Foods, most of the four lower levels of the parking structure and the eleven-story office-residential building along University Avenue. The nine-story residential-commercial tower will be constructed as a separate phase, while the four live-work units, the 5,500 square-foot commercial space at the southeast corner and fifth parking level appear to be designed so that they can be appended to the base parking structure independently as the market for those facilities develops.

The remaining land that comprises this second phase specific implementation plan is located on the south side of Frey Street opposite the above-described improvements and between Sawyer Terrace and the Weston Place Condominiums. The developer has identified this area as a future greenspace to be constructed for Hilldale residents following its interim use as a staging area for the second phase. Staff recommends that a condition requiring the developer to identify the date of construction of this greenspace prior to recording the amended PUD be included as a condition of approval.

Master Plan for Remainder of Hilldale Site (GDP)

During discussions about the previous iteration of redevelopment plans for the former Humana campus earlier this year, area residents, staff, the district alder and the Urban Design Commission requested that the developer prepare a master plan to guide future development of the remaining portions of the Hilldale property prior to the consideration of any future applications. In response, the developer has submitted such a master plan as part of the amendment to the GDP for the site.

The master plan for the remainder of the 37-acre site focuses primarily along the N. Segoe Road frontage between Sawyer Terrace and Heather Crest, where two residential buildings are shown. The first of these two buildings will be a 120-unit residential tower that will conceptually front the east side of Sawyer Terrace at the corner of N. Segoe Road, replacing a one-story post office location that currently occupies most of that portion of the site. The second building will be located at the northeast corner of N. Segoe Road and Heather Crest and will be a 100-unit residential tower facing Segoe.

The master plan also proposes a 125-room hotel to be constructed along the west wall of the mall core building north of the Macy's (formerly Marshall Field's) store in the area currently occupied by the mall food court. The proposed hotel will be located opposite a terraced greenspace that will ultimately extend from Sawyer Terrace down the grade to the drive adjacent to the west wall of the mall.

Architectural details and detailed site plans for these three buildings and the terraced greenspace have not been submitted at this time. The developer will be required to submit specific implementation plans for Urban Design Commission, Plan Commission and Common Council review and approval prior to construction of each of these proposed improvements.

Inclusionary Zoning for Second Phase SIP

The applicants have submitted an Inclusionary Dwelling Unit Plan (IDUP) indicating their intent to comply with the inclusionary zoning provisions of the Zoning Ordinance. The IDUP indicates that 36 or 15.1 % of the 238 units proposed in the Phase II SIP will be constructed to meet the affordability criteria. The applicant has submitted a request with their IDUP to allow all of the units to be available to families earning 80 percent of the area median income (AMI). All of the units in the project will be owner-occupied. The ordinance requires that ten percent of the units be provided, in this case, at 80% of the area median income (AMI), with the remaining five percent of the units to be provided at 70% AMI. A report from the Community Development Block Grant Office regarding this IDUP will be provided to the Plan Commission.

As noted earlier, 144 of the 238 units proposed will be housed in an eleven-story tower located along the University Avenue frontage. Of those 144 units, 39 will be full one-bedroom units, 34 units are identified as one-bedroom/ den or two-bedroom units and 57 are full two-bedroom units. Ten units are identified as "two-bedroom/den units," while three full three-bedroom units will also be included. Of the 36 inclusionary dwelling units designated for Phase II, 22 will be provided in the 144-unit building, including 10 one-bedroom units and 12 two-bedroom units. Twenty of the affordable units will be located on Floors 2-8, with the remaining two units located on Floor 9; no affordable units will be provided on the top two floors. The 20 units located on the lower seven floors will be vertically stacked, with 14 of those units and the two ninth-floor units proposed to face south. The six north-facing units will be located on Floors 2-4.

A similar unit distribution is proposed in the nine-story, 90-unit tower that will form the eastern bookend for the project, where 29 full one-bedroom and 33 full two-bedroom units will be provided. Another 28 units are identified as "one-bedroom/ den or two-bedroom units." The 14 inclusionary dwelling units in this building will include seven one-bedroom and two-bedroom units located on Floors 3-7. Like the 144-unit building, no units will be provided on the top two floors of this building, and the inclusionary dwelling units will be vertically stacked.

None of the live-work units along Frey Street are identified as inclusionary dwelling units, and the IDUP does not address conformance with the affordable housing program for the 220 future phase units identified on the GDP. A Land Use Restriction Agreement will be required prior to the recording of this amended PUD-GDP-SIP that obligates the developer to provide affordable units in the 220-unit future phase at the time specific implementation plans for those projects are presented.

Other than the request to exclude the top two floors of both towers from inclusionary dwelling unit dispersion and provide all 36 units at 80% AMI, no other formal revenue offsets have been requested with the IDUP. The Planning Unit has determined that the project may be receiving a slight density bonus with the 238 Phase II units based on the land mass used to calculate the density of the project.

The original GDP for Hilldale provided the opportunity for up to 700 dwelling units to be developed on the 37-acre site subject to the individual approval of specific implementation plans that might include dwelling units, based on a lot area of 2,300 square feet per unit. This would result in a density of nearly 19 units per acre across the entire site. At the time that the 40 units along N. Midvale Boulevard were approved in Phase I, the area used to determine the density of that component of the project was based on the 1.36-acres of land those buildings are located on, which provided a density of 29.4 units per acre. If the same logic is applied to Phase II, a density of 39.4 units per acre results. This amount is based on the approximately 6.09 acres of the site that will be occupied at least in part by residential uses and excludes the 1.1 acres of the site

where the Whole Foods will be located. Given that the site was zoned C2 prior to being zoned PUD, and C2 zoning has a base density of 38 units per acre, it would appear that the project is receiving a slight density bonus.

ANALYSIS

At the time that the developers presented their earlier plans for demolishing the former Humana office campus to accommodate a 50,000 square-foot Whole Foods store with 240-space surface parking lot, members of the Urban Design Commission, Plan Commission and Common Council expressed significant concerns about the utilization of this corner of the Hilldale site and the vast departure in character between the first and second phases. The developer has responded to those concerns and the ultimate denial of the earlier proposal by submitting a plan that appears to achieve many of the directives previously given. The plans submitted represent a vastly more dense, intensive and urban proposal for the northwestern portion of the Hilldale Shopping Center site as well as a master plan for how the remainder of the center is likely to develop.

Conformance with Demolition Standards

The proposal calls for the demolition of the three office buildings and a combination theater/restaurant building. A windshield survey of the buildings by staff conducted earlier this year in preparation of the staff report for previous redevelopment proposal found the buildings to generally be in a state of good repair. This continues to be the case today. The condition of the buildings and underground parking appears to be commensurate with their age. Staff has no information that would indicate that the buildings are not structurally sound or capable of being rehabilitated or repaired. However, the applicant indicates that attempts to lease the vacant office complex over a 12-month period following their purchase of that portion of the site were unsuccessful, leading them to believe that site would be better used as, in this proposal, a mixed-use residential-retail site.

A concern about the loss of late 1950's architecture as represented by the original Humana building, which dates back to 1961, was noted by members of the Plan Commission at the March 20, 2006 hearing. In considering the historic value of the westernmost building, the Planning Unit gave consideration to the unique period architecture and materials used but could not determine that the building was of such significant architectural character to merit preserving. However, given that the buildings had been marketed for office uses to no avail prior to the redevelopment plans being offered and that the previous office tenant left the site due to the outmoded nature of the buildings, staff feels that the demolition standards can be met with this request.

Conformance with Large Retail Establishment ("Big Box") Regulations
Urban Design Commission Review

In April 2005, the Common Council adopted requirements in the Urban Design Commission ordinance (Section 33.02) for large retail establishments, otherwise known as "big boxes." The purpose of the ordinance amendment was to provide standards for retail developments of 40,000 square feet or more of gross floor area either as one building or in multiple buildings on a single zoning lot, which "promotes the efficient use of land and preserves and enhances the urban fabric through a more urban site and building design." The standards include specifications for the treatment of exterior walls and facades, roofs, entrance locations, parking lots, outdoor storage and loading areas, pedestrian circulation and central features. While the proposed PUD-GDP-SIP amendment deals specifically with the former Humana office complex and proposed Whole Foods store, the entire zoning lot is used for purposes of applying some of the site specific requirements is the 37-acre Hilldale center planned unit development.

The Urban Design Commission and Planning Unit have analyzed the proposed Whole Foods store and have found the project to be in substantial conformance with the large retail establishment ordinance:

- Building elevations contain the required horizontal and vertical relief elements and color, texture and roofline variations;
- A building entrance faces University Avenue, which is the most traveled right of way bordering the store;
- Delivery and service components are located so as to have the least impact on surrounding properties and the public right of way, in this case, Frey Street;
- Structured parking is provided for the store, which is part of a larger mixed-use phase in the mixed-use Hilldale development.

The Urban Design Commission reviewed the Amended PUD-GDP-SIP and granted initial approval on November 1, 2006 and final approval on November 15, 2006 (see attached reports).

Conformance with Adopted City Plans

The Planning Unit believes that the Hilldale Shopping Center redevelopment strongly reflects the community mixed-use and transit-oriented development designations recommended for the site in the Comprehensive Plan. Phase I of the redevelopment project began the transformation of the 1950's-era suburban shopping center into a mixed-use center through the introduction of 40 residential units, structured parking and additional retail buildings into the previously exclusive commercial center. The transformation continues with the new Phase II proposal, which contains 238 residential units, approximately 90,000 square feet of retail space and 13,000 square feet of office space and a 40,000 square-foot gym all served by its own structured parking.

Both the Phase II proposal and the larger Hilldale general development plan appear to fit well within the recommendations for community mixed-use developments, which the Comprehensive Plan recommends either be located adjacent to medium or high-density residential areas or be large enough to accommodate high density residential uses when adjacent to lower density areas, both of which would apply in this case. Community mixed-use areas are recommended to have a focal point developed at high densities and focused on a commercial core, a plaza or square, a civic use or dense residential development. Buildings with these zones should be located close to the sidewalk with parking located at the rear of the buildings or underground, and pedestrian-level amenities should be provided. When viewed in the context of the area that surrounds Hilldale, the mixed-use nature of the center is further enhanced. The surrounding area features a mix of low, medium and high-density housing, retail, office and institutional uses that the Hilldale provides a focal point for as recommended in the Comprehensive Plan.

While some of the proposed standards for transit-oriented developments contained in the Comprehensive Plan pertain to larger tracts of land, a number of standards apply to the Hilldale redevelopment. Among the facets of transit-oriented developments present in this project include the provision of a variety of land uses (housing, retail, employment, etc.), the placement of the buildings creating a sense of spatial enclosure and creation of a high-quality public realm, and the inclusion of uses that generate pedestrian activity, such as spaces for retail and offices at the ground floor. The density of the project generally comports to the 30 unit per acre density recommended in the Comprehensive Plan for the core of a TOD, which is recommended to be within 1/8 of a mile from a transit stop. University Avenue, N. Segoe Road and N. Midvale Boulevard all currently have seven-day bus service on at least one route, with multiple routes serving those streets at least part-time on weekdays.

CONCLUSION

In closing, the Planning Unit feels that the redevelopment proposal for the former Humana office park, Hilldale Theater and Peking Palace restaurant site in the northwestern corner of the Hilldale Shopping Center achieves the goals of the Comprehensive Plan and represents a high-quality urban infill development. While the scale and density of the Phase II project is significantly greater than what exists currently on the site, staff believes that both are appropriate given the area's designation as a transit-oriented development and community mixed-use center under the Comprehensive Plan. Staff also feels that the GDP master plan represents an appropriate future direction for the continued redevelopment for the remainder of the Hilldale site.

RECOMMENDATION

The Planning Unit recommends that the Plan Commission forward Zoning Map Amendment

3234, rezoning 702 N. Midvale Boulevard from PUD-GDP-SIP to Amended PUD-GDP-SIP to the Common Council with a recommendation of **approval**, subject to input at the public hearing and the following conditions:

1. Comments from reviewing agencies.
2. That the developer receive approval from the Common Council on the vacation of Sawyer Terrace north of Frey Street prior to recording the Amended PUD-GDP-SIP.
3. That the developer identify the date of construction of the greenspace located on the south side of Frey Street prior to recording of the amended PUD, subject to Planning Unit approval. The specific design of the greenspace shall be subject to subject to Planning Unit and Urban Design Commission staff approval prior to the given date of construction and should incorporate a connection to the Westside Senior Center property to the south if possible.
4. That the developer work with Planning Unit and Zoning staff to reformat the zoning text for the PUD prior to recording that separates the letter of intent for this phase from the zoning text for the overall development.
5. That the applicant receive final approval of the Inclusionary Dwelling Unit Plan for Phase II and execute a Land Use Restriction Agreement (LURA) for the entire property as required by the Community Development Block Grant Office.
6. That the applicant submit a Construction Traffic Management Plan to the Planning Unit and Traffic Engineering Division for approval prior to recording of this amended PUD-GDP-SIP. Said plan shall include but not be limited to identifying the scope of work for the project site, travel patterns of all heavy machinery accessing the site, the general location of any bus stops, sidewalks and/or pedestrian/ bike travel routes that will be closed or relocated during construction (including any temporary accommodations), and any signage required to implement this plan.

AGENDA # 2

City of Madison, Wisconsin

REPORT OF: URBAN DESIGN COMMISSION	PRESENTED: November 1, 2006
TITLE: 702 North Midvale Boulevard – Hilldale Redevelopment – PUD(SIP), Humana Site, Mixed-Use. 11 th Ald. Dist. (04090)	REFERRED: REREFERRED: REPORTED BACK:
AUTHOR: Alan J. Martin, Secretary	ADOPTED: POF:
DATED: November 1, 2006	ID NUMBER:

Members present were: Paul Wagner, Chair; Lou Host-Jablonski, Michael Barrett, Todd Barnett, Robert March, Cathleen Feland, Bruce Woods and Ald. Noel Radomski.

SUMMARY:

At its meeting of November 1, 2006, the Urban Design Commission **GRANTED INITIAL APPROVAL** for a PUD(SIP) for the redevelopment of the Humana site at Hilldale Mall located at 702 North Midvale Boulevard. Woods abstained from consideration of this item. Appearing on behalf of the project were Domenic Lanni, Matt Yentz, Mike Sturm, Joseph Lee and Steve Holzhaner. Registering in opposition to the project were Grace Frudden, Laura Moberly and Rosemary Lee. Registered as neither in support nor opposition were Ald. Tim Gruber and Steve Siehr. The presentation by Lanni included a prior history of previous reviews of the project, highlights of this version including a summary of the traffic impact analysis (including contingencies for the future WisDOT Hill Farms site). A review of the updated plans emphasized stair tower access to the upper plaza above parking levels for pedestrian access from University Avenue, as well as the distribution of bike parking. Details on the plans for the "Whole Foods" portion of the site included the development of a partial green roof with screening for rooftop mechanicals, as well as the total enclosure of the receiving dock off of Frey Street. A comprehensive review of the other building components of the project was provided by Joe Lee, including details on the palette of building materials and colors. Public testimony by Frudden, Moberly and Lee raised concerns with the following:

- Density in an already dense area.
- Noise and exhaust from the ramp structure.
- An increase in night light.
- Excessive density for the area, as well as traffic impacts, along with the need to consider alternative modes of transit, as well as conflicts with pedestrian circulation.
- Issues with the ability to cross University Avenue and the timing of its signal lights.
- The demolition of the existing Humana building and parking structure in lieu of adaptive reuse.

Ald. Gruber spoke to the following:

- Density as now proposed is more appropriate along University Avenue.
- The increased amount of green space is appropriate.
- Encourage the use of raised crosswalks on Frey Street.

- The loading dock on Frey Street does not do anything for the pedestrian experience.
- The project will involve the necessary coordination of Traffic Engineering and Planning on issues.
- Need more “eyes on the street” features along University Avenue.
- Need to provide “eyes” on the parking ramp elevations off of Frey Street.
- Consideration by the City for a pedestrian bridge in conjunction with future development in Shorewood Village should be coordinated like the design.

Following the presentation, the Commission noted the following:

- Agree with the issues relevant to traffic on University Avenue but not much can be done in association with the project.
- The site plan is minimal in regard to the hotel, but improved, build up a small hotel not a major traffic generator.
- The issue of signage shall be return for more specific consideration.
- Consider modifying proposed rooftop screens on the ramp structure to be solar collectors.
- Issue with overall site plan and massing with Whole Foods cut off from the remainder of the development; creates an odd void between. The absence of a second story with residential is a fatal flaw with the project in regards to the Whole Foods structure.
- In regards to the setback of windows, set back to create shadow lines.
- Issue with landscaping and wall treatment on the north elevation of the ramp, as well as residential Building “M,” (144-unit); need more detail in elevation.
- Need more at the top level of the commercial corridor at the intersection of University Avenue with Mall Drive.
- Like multi-level parking for Whole Foods, appreciate corner treatment around block as well as the distribution of bicycle parking.
- Make sure that all lighting provides for no glare with all fixtures angled down; need to provide details.
- Consider traffic calming as well as the bulking out at intersection corners and mid-block crossings.
- Relevant to Building “M” concern with the wall separating first floor office space from the streetscape; create more stair connections broader in width.
- Like the bold colors on buildings P and Q; will enliven the street.
- The project brings a better quality of urban environment in lieu of sprawl and makes transit work as well.
- Add more landscaping around the turn-around on the upper deck/plaza, in addition to more details on the pergolas.
- Further examine the issue of providing daylighting in window openings on the north elevation.
- Relevant to Whole Foods, a missed opportunity for building height.
- Pressure MG&E to eliminate power lines along the Whole Foods portion of the University Avenue frontage in order to provide for more landscaping trees.
- The pedestrian crossing on University Avenue appears to be a persistent issue and requires resolve.
- Congratulation project (Whole Foods) on the use of cart escalators.
- Relevant to mechanical penthouses; consider alternative use for real glass such as the common areas for residents.
- Consider alternatives to get bikes to reach top plaza with the use of elevator towers.
- The Whole Foods glazing on all elevations needs to be reexamined in juxtaposition with the interior floor plan to facilitate the use of vision glazing on windows.
- If any significant changes to traffic improvements are considered or required, the Commission requests additional updates.

ACTION:

On a motion by Barrett, seconded by March, the Urban Design Commission **GRANTED INITIAL APPROVAL**. The motion was passed on a vote of (7-0-1) with Woods abstaining. The motion required address of the above stated concerns and the following:

- Maximize traffic calming measures to include bulb-outs, as well as raised crosswalks.
- Fix off-ramp appearance of Mall Drive; modify to be a "T-shaped" intersection at University Avenue.
- Open wall area on south side of Building "M."
- All lighting must be dark sky compliant.
- Provide further consideration for additional bike access to the rooftop plaza with additional elevator connections.
- Consider vision glazing on Whole Foods, especially its north side.
- Provide more elevational detailing on Buildings "P and Q".
- Show the north façade of the parking garage, including proposed landscaping along the street.
- Provide additional information detailing the proposed hotel in the PUD-GDP component of the project.

After the Commission acts on an application, individual Commissioners rate the overall design on a scale of 1 to 10, including any changes required by the Commission. The ratings are for information only. They are not used to decide whether the project should be approved. The scale is 1 = complete failure; 2 = critically bad; 3 = very poor; 4 = poor; 5 = fair; 6 = good; 7 = very good; 8 = excellent; 9 = superior; and 10 = outstanding. The overall ratings for this project are 6, 7, 7, 7, 7, 7 and 7.

URBAN DESIGN COMMISSION PROJECT RATING FOR: 702 North Midvale Boulevard

	Site Plan	Architecture	Landscape Plan	Site Amenities, Lighting, Etc.	Signs	Circulation (Pedestrian, Vehicular)	Urban Context	Overall Rating
Member Ratings	6	7	7	6	-	6	7	7
	5	8	8	8	-	5	9	7
	5	9	6	7	-	6	7	7
	7	7	7	-	-	-	7	7
	6.5	7	7	6.5	-	6	7	7
	6	6	6	5	-	6	6	6

General Comments:

- Basic design is well refined. Nice work.
- Nice use of materials, colors, and textures. Architecture is well developed. The critical flaw in this project continues to be the single story Whole Foods building at Segoe and University. This low building will not hold corner between two high rise residential towers and is a missed opportunity for a cohesive plan.
- Much improved; a long haul. Hope that south facing buildings against parking garage are key to project success. North garage face is key to “plaza” (as well as landscape). North façade of Whole Foods looks to contrived, should be much bolder.
- Project has improved markedly. Several (though not all) prominent corners are well adorned with welcoming architecture (i.e. primarily entrances). The Mall Drive entry off of University Avenue is a pedestrian disaster – accommodates too much speeding. Traffic calming should be maximized. The walled area immediately south of the “M” building should be opened up.

REPORT OF: URBAN DESIGN COMMISSION

PRESENTED: November 15, 2006

TITLE: 702 North Midvale Boulevard – Hilldale
Redevelopment – PUD(SIP), Humana Site,
Mixed-Use. 11th Ald. Dist. (04090)

REFERRED:

REREFERRED:

REPORTED BACK:

AUTHOR: Alan J. Martin, Secretary

ADOPTED:

POF:

DATED: November 15, 2006

ID NUMBER:

Members present were: Paul Wagner, Chair; Lou Host-Jablonski, Todd Barnett, Michael Barrett, Cathleen Feland, Lisa Geer, Ald. Noel Radomski, Bruce Woods and Robert March.

SUMMARY:

At its meeting of November 15, 2006, the Urban Design Commission **GRANTED FINAL APPROVAL** of a PUD(SIP) for the redevelopment of Hilldale, the Humana site located at 702 North Midvale Boulevard. Appearing on behalf of the project were Domenic Lanni, Joseph Lee, Mike Sturm and Steve Holzhauer. Appearing in opposition to the project was Laura Moberly. In response to the Commission’s previous review of the project, the modified plans featured the following as noted:

- Raised crosswalks and bulbing out of curbs along Frey Street and Sawyer Terrace at pedestrian crossings and intersections.
- An effort to work with Traffic Engineering on providing for a “T” intersection with the configuration of Mall Drive at University Avenue.
- The opening of the wall area along University Avenue adjacent to Building “M” to provide for five stairway accesses (two previous) with an all brick masonry wall featuring vertical relief utilizing plantings in combination with lighting fixtures.
- Additional bike access provided to the upper plaza off of Frey Street and off a ramp entrance off of Mall Drive, in addition to a proposed elevator.
- The Whole Foods north elevation now features the utilization of all vision glass.
- The north façade and west façade of the parking garage has been further detailed in elevation with additional landscaping and screening plantings provided.
- A commitment that Buildings “Q” and “P” are maintained as a components of the plan.
- Details of the hotel as an element of the overall master plan as required by previous request from the Common Council was further detailed, as well as future residential development as part of the amended PUD-GDP. Both the hotel and future residential development were noted as placeholders, requiring future consideration with a PUD-SIP.

Moberly spoke on concerns as previously noted at other hearings on this project relevant to traffic impacts, in combination with the future hotel; she requested its removal from consideration of the project. Staff noted to the Commission that the hotel is part of a requirement for a master plan on those lands yet to be developed established with the prior consideration of an earlier version of the project was a required component of the //

project that requires a recommendation by the Urban Design Commission to both the Plan Commission and Common Council. Following discussion on the project between the Commission and developers, the applicant agreed to provide for solar collectors instead of rooftop screens on Building "Q." There was some concern with the design of the pergola as lacking and needed more...too sculptural, too transparent, requiring more plantings, furnishings, etc. The applicant agreed to follow-through on this issue with additional detailing to be provided for staff review and approval.

ACTION:

On a motion by March, seconded by Ald. Radomski, the Urban Design Commission **GRANTED FINAL APPROVAL**. The motion was passed on a vote of (8-0-1) with Woods abstaining. The motion required address of the provision of solar collectors instead of rooftop screens on Building "Q," as well as additional detailing on fenestration and furnishings; including landscaping, in conjunction with the design of the pergolas on the rooftop deck.

After the Commission acts on an application, individual Commissioners rate the overall design on a scale of 1 to 10, including any changes required by the Commission. The ratings are for information only. They are not used to decide whether the project should be approved. The scale is 1 = complete failure; 2 = critically bad; 3 = very poor; 4 = poor; 5 = fair; 6 = good; 7 = very good; 8 = excellent; 9 = superior; and 10 = outstanding. The overall ratings for this project are 7, 7, 7, 7, 7 and 8.

URBAN DESIGN COMMISSION PROJECT RATING FOR: 702 North Midvale Boulevard

	Site Plan	Architecture	Landscape Plan	Site Amenities, Lighting, Etc.	Signs	Circulation (Pedestrian, Vehicular)	Urban Context	Overall Rating
Member Ratings	6	7	7	6	-	6	7	7
	5	8	7	7	-	7	7	7
	6	8	7	8	-	7	9	8
	7	7	7	6	-	7	8	7
	6	7	7	7	6	6	7	7
	7	7	-	-	-	-	7.5	7

General Comments:

- Thanks for all the improvements and hard work.
- Nice! This is city building! Despite the scale, there are several ped-friendly elements that make it right. One major negative is the high-speed "Y"-shaped entry off of University Avenue.
- Nice job.
- A long haul. Quite an evolution.
- Like the green roof, good landscape plan and pedestrian development.
- Finally, really quite a well-designed, complex and well-developed design.



Department of Public Works
City Engineering Division

608 266 4751

Larry D. Nelson, P.E.
City Engineer

City-County Building, Room 115
210 Martin Luther King, Jr. Boulevard
Madison, Wisconsin 53703
608 264 9275 FAX
608 267 8677 TDD

Deputy City Engineer
Robert F. Phillips, P.E.

Principal Engineers
Michael R. Dailey, P.E.
Christina M. Bachmann, P.E.
John S. Fahrney, P.E.
David L. Benzschawel, P.E.
Gregory T. Fries, P.E.

Operations Supervisor
Kathleen M. Cryan

Hydrogeologist
Joseph L. DeMorett, P.G.

GIS Manager
David A. Davis, R.L.S.

DATE:

11/21/2007

TO:

Plan Commission

FROM:

Larry D. Nelson, P.E., City Engineer

SUBJECT:

702 North Midvale Demolition, SIP

The City Engineering Division has reviewed the subject development and has the following comments.

MAJOR OR NON-STANDARD REVIEW COMMENTS (Comments which are special to the project and/or may require additional work beyond a standard, more routine project.)

1. Street vacations and dedications are required for portions of Sawyer Terrace and Frey Street proposed realignments. City Engineering will coordinate and prepare Common Council resolutions to vacate streets as required. Public easements may need to be retained in vacated lands for any existing public storm, sanitary and water facilities that will not be relocated.
2. The Developer shall revise the plans for Frey Street and Sawyer Terrace for 7.5 feet of grass to accommodate healthy trees and to minimize the impact of roots on sidewalks and curbs.
3. The Developer shall move the sidewalk to one-foot off the property line along University Avenue unless otherwise approved by the City Engineer. The grade of the sidewalk shall be approved by the City Engineer.
4. Access to University Avenue (CTH MS) must be approved by Dane County Highways.
5. Move stairwell that encroaches into University Avenue right-of-way.
6. Stormwater detention shall be provided consistent with standard requirement in Madison General Ordinances Chapter 37 for redevelopment within the Lake Mendota Watershed.
7. Public storm and sanitary improvements are proposed in the public right-of-way. A Developer agreement with the City of Madison is required.
8. The Developer shall dedicate public easements for all relocated public storm and sanitary sewer.
9. The proposed plan shows the sidewalk along Frey Street moved closer to the curb which compromises the tree terrace. A minimum of 8.0-feet of grass shall be maintained between the curb and the sidewalk.
10. The Developer shall convey all necessary public easements and right-of-way dedications either by Certified Survey Map or individual City of Madison Real Estate projects.
11. Engineering Mapping section requests that "Mall Drive" be re-named and suggests "Hilldale Way" as an alternative.

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GENERAL OR STANDARD REVIEW COMMENTS

In addition, we offer the following General or Standard Review Comments:

Engineering Division Review of Planned Community Developments, Planned Unit Developments and Conditional Use Applications.

Name: 702 North Midvale Demolition, SIP

General

- 1.1 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.
- 1.2 The site plan shall identify lot and block numbers of recorded Certified Survey Map or Plat.
- 1.3 The site plan shall include all lot/ownership lines, existing building locations, proposed building additions, demolitions, parking stalls, driveways, sidewalks (public and/or private), existing and proposed signage, existing and proposed utility locations and landscaping.
- 1.4 The site plan shall identify the difference between existing and proposed impervious areas.
- 1.5 The site plan shall reflect a proper street address of the property as reflected by official City of Madison Assessor's and Engineering Division records.
- 1.6 The site plan shall include a full and complete legal description of the site or property being subjected to this application.

Right of Way / Easements

- 2.1 The Applicant shall Dedicate Right of Way for Sawyer Terrace and Frey Street.
- 2.2 The Applicant shall Dedicate a _____ foot wide strip of Right of Way along _____.
- 2.3 The Applicant shall Dedicate a Permanent Limited Easement for grading and sloping _____ feet wide along _____.
- 2.4 The City Engineer has reviewed the need for pedestrian and bicycle connections through the development and finds that no connections are required.
- 2.5 The Applicant shall Dedicate a Permanent Limited Easement for a pedestrian / bicycle easement _____ feet wide from _____ to _____.
- 2.6 The Developer shall provide a private easement for public pedestrian and bicycle use through the property running from _____ to _____.
- 2.7 The developer shall be responsible for the ongoing construction and maintenance of a path within the easement. The maintenance responsibilities shall include, but not be limited to, paving, repaving, repairing, marking and plowing. The developer shall work with the City of Madison Real Estate Staff to administer this easement. Applicable fees shall apply.

Streets and Sidewalks

- 3.1 The Applicant shall execute a waiver of notice and hearing on the assessments for the improvement of [roadway] _____ in accordance with Section 66.0703(7)(b) Wisconsin Statutes and Section 4.09 of the MGO.
- 3.2 **Value of sidewalk installation over \$5000.** The Applicant shall Construct Sidewalk to a plan approved by the City Engineer along _____.
- 3.3 **Value of sidewalk installation under \$5000.** The Applicant shall install public sidewalk along _____. The Applicant shall obtain a Street Excavation Permit for the sidewalk work, which is available from the City Engineering Division. The applicant shall pay all fees associated with the permit including inspection fees. All work must be completed within six months or the succeeding June 1, whichever is later.
- 3.4 The Applicant shall execute a waiver of their right to notice and hearings on the assessments for the installation of sidewalk along [roadway] _____ in accordance with Section 66.0703(7)(b) Wisconsin Statutes and Section 4.09 of the MGO.

- 3.5 The Applicant shall grade the property line along _____ to a grade established by the City Engineer. The grading shall be suitable to allow the installation of sidewalk in the future without the need to grade beyond the property line. The Applicant shall obtain a Street Excavation permit prior to the City Engineer signing off on this development.
- 3.6 The Applicant shall close all abandoned driveways by replacing the curb in front of the driveways and restoring the terrace with grass.
- 3.7 **Value of the restoration work less than \$5,000. When computing the value, do not include a cost for driveways. Do not include the restoration required to facilitate a utility lateral installation.** The Applicant's project requires the minor restoration of the street and sidewalk. The Applicant shall obtain a Street Excavation Permit for the street restoration work, which is available from the City Engineering Division. The applicant shall pay all fees associated with the permit including inspection fees.
- 3.8 The Applicant shall make improvements to _____ in order to facilitate ingress and egress to the development. The improvement shall include a (Describe what the work involves or strike this part of the comment.) _____
- 3.9 The Applicant shall make improvements to _____. The improvements shall consist of _____
- 3.10 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.
- 3.11 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.
- 3.12 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.
- 3.13 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.
- 3.14 The Applicant shall provide the City Engineer with the proposed soil retention system to accommodate the restoration. The soil retention system must be stamped by a Professional Engineer. The City Engineer may reject or require modifications to the retention system.
- 3.15 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.
- 3.16 All work in the public right-of-way shall be performed by a City licensed contractor.
- 3.17 Installation of "Private" street signage in accordance with 10.34 MGO is required.

Storm Water Management

- 4.1 The site plans shall be revised to show the location of all rain gutter down spout discharges.
- 4.2 Storm sewer to serve this development has been designed and constructed. The site plans shall be revised to identify the location of this storm sewer and to show connection of an internal drainage system to the existing public storm sewer.
- 4.3 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.
- 4.4 The applicant shall show storm water "overflow" paths that will safely route runoff when the storm sewer is at capacity.
- 4.5 The applicant shall demonstrate compliance with Section 37.07 and 37.08 of the Madison General Ordinances 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.
- 4.6 The City of Madison is an approved agent of the Department of Commerce. This proposal contains a commercial building and as such, the City of Madison is authorized to review infiltration, stormwater management, and erosion control on behalf of the Department of Commerce. No separate submittal to Commerce or the WDNR is required.
- 4.7 This development includes multiple building permits within a single lot. The City Engineer and/or the Director of the

11

Inspection Unit may require individual control plans and measures for each building.

- 4.8 If the lots within this site plan are inter-dependent upon one another for stormwater runoff conveyance, and/or a private drainage system exists for the entire site an agreement shall be provided for the rights and responsibilities of all lot owners. Said agreement shall be reviewed and placed on file by the City Engineer, referenced on the site plan and recorded at the Dane Co Register of Deeds.
- 4.9 Prior to approval, this project shall comply with Chapter 37 of the Madison General Ordinances regarding stormwater management. Specifically, this development is required to:
- Detain the 2 & 10-year storm events.
 - Detain the 2, 10, & 100-year storm events.
 - Control 40% TSS (20 micron particle).
 - Control 80% TSS (5 micron particle).
 - Provide infiltration in accordance with NR-151.
 - Provide substantial thermal control.
 - Provide oil & grease control from the first 1/2" of runoff from parking areas.

Stormwater management plans shall be submitted and approved by City Engineering prior to signoff.

- 4.10 The plan set shall be revised to show more information on proposed drainage for the site. This shall be accomplished by using spot elevations and drainage arrows or through the use of proposed contours. It is necessary to show the location of drainage leaving the site to the public right-of-way. It may be necessary to provide information off the site to fully meet this requirement.
- 4.11 A portion of this project comes under the jurisdiction of the US Army Corp of Engineers and WDNR for wetland or flood plain issues. A permit for those matters shall be required prior to construction on any of the lots currently within the jurisdictional flood plain.
- 4.12 The Applicant shall submit, prior to plan sign-off, digital CAD files to the Engineering Program Specialist in the Engineering Division (Lori Zenchenko). The digital copies shall be to scale and represent final construction.

CAD submittals can be either AutoCAD (dwg) Version 2001 or older, MicroStation (dgn) Version J or older, or Universal (dxf) formats and contain 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) Lot lines
- g) Lot numbers
- h) Lot/Plat dimensions
- i) Street names

NOTE: Email file transmissions preferred izenchenko@cityofmadison.com. Include the site address in this transmittal.

- 4.13 NR-151 of the Wisconsin Administrative Code will be effective on October 1, 2004. Future phases of this project shall comply with NR 151 in effect when work commences. Specifically, any phases not covered by a Notice of Intent (NOI) received from the WDNR under NR-216 prior to October 1, 2004 shall be responsible for compliance with all requirements of NR-151 Subchapter III. As most of the requirements of NR-151 are currently implemented in Chapter 37 of the Madison General Ordinances, the most significant additional requirement shall be that of infiltration.

NR-151 requires infiltration in accord with the following criteria. For the type of development, the site shall comply with one of the three (3) options provided below:

Residential developments shall infiltrate 90% of the predevelopment infiltration amount, 25% of the runoff from the 2-year post development storm or dedicated a maximum of 1% of the site area to active infiltration practices.

Commercial development shall infiltrate 60% of the predevelopment infiltration amount, 10% of the runoff from the 2-year post development storm or dedicate a maximum of 2% of the site area to active infiltration practices.

- 4.14 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.

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).

- 4.15 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.

Utilities General

- 5.1 The Applicant shall obtain a Street Excavation permit for the installation of utilities required to serve this project. The Applicant shall pay the permit fee, inspection fee and street degradation fee as applicable and shall comply with all the conditions of the permit.
- 5.2 The applicant shall obtain all necessary sewer connection permits and sewer plugging permits prior to any utility work.
- 5.3 All proposed and existing utilities including gas, electric, phone, steam, chilled water, etc shall be shown on the plan.
- 5.4 The applicant's utility contractor shall obtain a connection permit and excavation permit prior to commencing the storm sewer construction.
- 5.5 The site plans shall be revised to show the location of existing utilities, including depth, type, and size in the adjacent right-of-way.
- 5.6 The developer shall provide information on how the Department of Commerce's requirements regarding treatment of storm water runoff, from parking structures, shall satisfied prior to discharge to the public sewer system. Additionally, information shall be provided on which system (storm or sanitary) the pipe shall be connected to.

Sanitary Sewer

- 6.1 Prior to approval of the conditional use application, the owner shall obtain a permit to plug each existing sanitary sewer lateral that serves a building that is proposed for demolition. For each lateral to be plugged the owner shall deposit \$1,000 with the City Engineer in two separate checks in the following amounts: (1). \$100 non-refundable deposit for the cost of inspection of the plugging by City staff; and (2). \$900 for the cost of City crews to perform the plugging. If the owner elects to complete the plugging of a lateral by private contractor and the plugging is inspected and approved by the City Engineer, the \$900 fee shall be refunded to the owner.
- 6.2 All outstanding Madison Metropolitan Sewerage District (MMSD) and City of Madison sanitary sewer connection charges are due and payable prior to connection to the public sewerage system.
- 6.3 Each unit of a duplex building shall be served by a separate and independent sanitary sewer lateral.
- 6.4 The site plan shall be revised to show all existing public sanitary sewer facilities in the project area as well as the size and alignment of the proposed service.



CITY OF MADISON FIRE DEPARTMENT

Fire Prevention Division

325 W. Johnson St., Madison, WI 53703-2295
Phone: 608-266-4484 ♦ FAX: 608-267-1153

DATE: 11/14/06
TO: Plan Commission
FROM: Edwin J. Ruckriegel, Fire Marshal
SUBJECT: 702 N. Midvale Blvd.

The City of Madison Fire Department (MFD) has reviewed the subject development and has the following comments:

MAJOR OR NON-STANDARD REVIEW COMMENTS (Comments which are special to the project and/or may require additional work beyond a standard, more routine project.)

1. Clear drawings of fire lanes with buildings shown are needed to check the 30' from fire lane for aerial access.
2. Per IFC 509.1 where a fire command center is provided, a plan submittal of the location and accessibility shall be provided to the department for approval. **Please note:** A fire department permit and plan review is required of the layout of the fire command center and all features required by section 911.1 IBC/ IFC 509.1 to be contained therein and shall be submitted for approval prior to installation.

GENERAL OR STANDARD REVIEW COMMENTS

In addition, we offer the following General or Standard Review Comments:

1. Provide fire apparatus access as required by Comm 62.0509 and MGO 34.19, as follows:
 - a. The site plans shall clearly identify the location of all fire lanes.
 - b. Provide a completed MFD "Fire Apparatus Access and Fire Hydrant Worksheet" with the site plan submittal.
 - c. Per IFC 503.3 Show approved "fire lane, no parking" signs posted on the site plan. A max of 150- feet on center. Signs must be visual and easily read from any location on the fire lane. Fire lanes 20-27 feet wide will be posted as fire lane on both sides, 28-35 feet wide shall be posted fire lane on the appropriate side only.
 - d. Provide an aerial apparatus access fire lane that is at least 26-feet wide, with the near edge of the fire lane within 30-feet of the structure, and parallel to one entire side of the structure.
2. All portions of the exterior walls of newly constructed public buildings and places of employment and open storage of combustible materials shall be within 500-feet of at least TWO fire hydrants. Distances are measured along the path traveled by the fire truck as the hose lays off the truck. See MGO 34.20 for additional information.

Please contact Scott Strassburg, Fire Code Enforcement Officer at 608-261-9843 if you have questions regarding the above items.

ADDENDUM
PLANNING UNIT REPORT
DEPARTMENT OF PLANNING AND DEVELOPMENT
of December 1, 2006

RE: I.D. # 04857: Zoning Map Amendment I.D. 3234 to Rezone 702 N. Midvale Blvd. from PUD-GDP-SIP to Amended PUD-GDP-SIP

The Planning Unit offers the following additional conditions of approval for the Amended PUD-GDP-SIP for Hilldale (conditions #9 & 10 were Plan Commission conditions for Phase I):

- 7.) That the GDP zoning text be amended to include the following:
“the maximum floor-to-area ratio and dwelling unit densities could potentially be allowed by the standards included in the General Development Plan may or may not be ultimately achieved upon full build-out of the site. The additional dwelling units proposed and additional square footage of development proposed beyond the Phase I SIP shall require review and approval of a Specific Implementation Plan for each phase of additional development. Each phase shall be reviewed against the standards included in the Planned Unit Development section of the Zoning Ordinance to determine if the additional development can be accommodated on the site in a manner which does not have a substantial negative impact on the uses, values and enjoyment of other properties within the neighborhood for uses already permitted.”
- 8.) That the applicant submit a Reuse and Recycling Plan for approval by the City of Madison Recycling Coordinator prior to the permits for demolition being issued.
- 9.) A parking ramp security plan be submitted to and reviewed by the Traffic Engineer and Madison Police before final signoff.
- 10.) No exterior construction work to take place on Sundays. Allow construction to begin as early as 6:00 a.m. with alder notification, for quiet activities such as pouring concrete.

Prepared By: Timothy M. Parks, Planner

**Inclusionary Zoning Staff Review for the Plan Commission:
Hilldale Center Phase II (November 29, 2006)**

Name of Development	Hilldale Center Phase II
Address	702 North Midvale Boulevard
Developer/owner	Joseph Freed and Associates LLC
Contact Person	Domenic Lanni
Contact Phone	220 North Smith Road Suite 300 Palatine, IL/ 60067 847.215.5430
Contact-mail	dlanni@jfreed.com

The prior IZ submittal for this project was for the GDP and Phase 1 SIP and was approved by the Plan Commission with the agreement that the developer would submit an IDUP for each SIP for this development. This is the 2nd Phase SIP for this site. The developer is submitting this IDUP under the revised IZ Ordinance of July 2006 and intends to comply fully with marketing and other components of that revision of the IZ ordinance. The Plan Commission is not accepting but not approving the marketing plan as submitted.

This mixed-use project includes a total of 238 residential condominium units in this phase, of which 36 are proposed to be inclusionary dwelling units. 22 of the IZ Units will be in the 144 Unit Tower and 14 of the Units are proposed for the 90 Unit Structure. The developer has agreed to place one of the 36 required IZ Units in the 4 live-work units if those remain as part of the plan. The IZ units are stacked vertically in the four quadrants of each building and include a representative mix of 1 and 2 bedroom units.

Per the Revised Ordinance the developer is requesting to exempt 20% of the floor space, or the top 2 floors of the 11story tower and the top floor of the 10 story building as their revenue offset. There has been no request for a density bonus for this phase of the project.

All 36 IZ Units will be at the 80% AMI level because the buildings are 4 or more stories with 75% of the residential parking underground.

The developer has indicated an interest in working with the CD Office to identify certain of the units as being for pre-sale to qualified designated non-profit organizations.

CONCLUSION:

The project as proposed, based upon the available information furnished by the developer,		
	Will comply with MGO 28.04 (26)	
X	Will comply with MGO 28.04 (26) if the following condition is met:	
	The developer must submit detailed and complete Inclusionary Dwelling Unit Plans for City approval at each stage of succeeding SIP applications, and will need to comply with provisions of the IZ ordinance at each phase.	

Reviewed by	Barbara Constans, Grants Administrator Hickory R. Hurie, CD Grants Supervisor
	Date: November 29, 2006

1. PROPOSED ALLOCATION OF AFFORDABLE UNITS

Number of units	Market Rate	At 80% AMI	At 70% AMI	At 60% AMI	At 50% AMI
For Sale Units	202	36			

2. ISSUES RELATED TO DESIGN, PRICING, OR TERMS OF IZ UNITS

Standards for Inclusionary dwelling units (IDUs)	Complies	Does not comply	Additional comments
Exterior Appearance of IDUs are similar to Market rate	Yes		
Proportion of attached and detached IDU units is similar to Market rate.	Yes		All units are attached.
Mix of IDUs by bedroom size is similar to market rate	Yes		18 of the IZ units will be one-bedroom units; 18 of the IZ units will be two-bedroom units.
IDUs are dispersed throughout the project	Yes		IZ units are located in each of the two tower residential buildings and one will be placed in the live work units if those move ahead.
IDUs are to be built in phasing similar to market rate	Yes		
Pricing fits within Ordinance standards	Yes		The final price will be established upon issuance of the building permit and will need to include calculation of the base condo fee.
Standard Process Items for Compliance	Complies		Issues:
Developer offers security during construction phase in form of deed restriction	Yes		None noted
Developer offers enforcement for for-sale IDUs in form of option to purchase and LURA	Yes		None noted
Developer describes marketing plan for IDUs	Yes		None noted
Developer acknowledges need to inform buyers/renters of IDU status, responsibilities for notification	Yes		None noted
Terms of sale or rent	Yes		None noted
Additional areas of interest	Area of interest		Additional Comment
Developer has arranged to sell/rent IDUs to non-profit or CDA to meet IDU expectations	No		None noted
Developer has requested waiver for off-site or cash payment	No		NA
Developer has requested waiver for reduction of number of units	No		NA

3. OFFSETS REQUESTED Per 28.04(26) (d) (2)

___ A) Density bonus of 10% (except developments of 4 or more stories and >75% of parking is underground, or has 30 or fewer detached du, then density of 20% per point)

___ B) Reduction in Park development fees

- C) Reduction in Park Dedication requirements
- D) 25% reduction in parking requirements
- E) Cash subsidy from IZ fund, \$5,000/IZ unit for up to For IZ Unit Provided for families at 50% AMI or less.
- F) Cash subsidy from IZ fund, \$2,500/IZ, Limited to those developments with 49 or fewer detached du or developments with 4 or more stories and at least 75% of parking is underground.
- G) One additional story in downtown design zones, not to exceed certain height requirements
- H) Reservation of up to 20% of total floor area for market rate units
- I) Reservation of up to 20% of net residential lot area for market rate units
- J) Up to 75% of the required single family units may be provided as 2 family or multi family dwellings with no more than 8 du's and no more than two du's per entry.
- K) Eligibility for residential parking permits equal to number of IZ units in PUD, if provisions of Sec 12.138 are met.
- L) Preparation of a neighborhood development plan from non-city sources (if development located in Central Services Area, is contiguous to existing development and no such plan exists.
- M) Expedited review
- N) Consideration of modifications to City Plans to allow residential development in areas identified for other uses.
- O) Reduced Street Widths

4. ISSUES OF PROCESS

Are there issues in any of the following steps that should be identified now for closer attention?

Step	Standard Step Activity	Special Issues
<u>Pre-conference</u> with City Planning Staff	Held on October 5, 2006	None identified
Presentation of <u>Concept</u> to City's Development Review Staff Team	Presented October 5, 2006	None identified
Submission of Zoning Application and <u>IZ Dwelling Unit Plan</u>	October 16, 2006	None identified
<u>Formal Review</u> by City's Development Review Staff Team	Reviewed	None identified
Formal Review by <u>Plan Commission</u>	Pending	None identified
<u>Appeal</u> Plan Commission Decision to Common Council (optional)	Developer has not requested waiver.	None identified
<u>Compliance</u> with Approved Inclusionary Dwelling Unit Plan	Deed restriction to recorded for construction phase; Marketing Plan to be implemented	None identified
<u>Construction</u> of development according to Inclusionary Dwelling Unit PI	Developer is ready to begin upon approval	None identified
Comply with any continuing requirements	City will retain mortgage, note and option to purchase on initial sales of IZ units.	None identified

Parks, Timothy

From: Gruber, Timothy
Sent: Thursday, November 30, 2006 12:37 PM
To: McCormick, Dan
Cc: Parks, Timothy
Subject: important - Hilldale conditions of approval needed

Dan:

Please let me know soon what conditions of approval should be included for Hilldale, when Plan Commission considers it this coming Monday.

Will you be at the meeting?

Here are a few items that are important to me in regard to Hilldale:

1. 2 roundabouts is too much, I would suggest only including the one at Sheboygan in the recommendations, not the one at Heather Crest. Heather Crest and Segoe is not a major intersection. Correct me if I am wrong, but I think it will function fine, right turns will be easy, left turns slightly more difficult but drivers can still make a two stage turn, with a safe refuge in the median. We do this all the time on Midvale Blvd at Bagley where we live. Midvale has more traffic now than Segoe will even after the development (I think)
2. The intersection of Mall Dr and University Ave should be a regular intersection, not a on-off ramp as it is now.
3. Traffic Calming for Heather Crest east of Midvale (residential street)
4. I like your idea of narrowing Segoe south of Regent from 4 lanes to 2 lanes (also a residential street, with light traffic now). Any idea of when that could be done? It is a pretty major project.

Anything else?

Let me know.

Thanks!

Tim

Tim Gruber, District 11 Alder
608-663-5264
district11@cityofmadison.com

11/30/2006

11