



Project Addresses: 702 N Midvale Boulevard & 401 N Segoe Road
Application Type: Zoning Map Amendment and Demolition Permit
Legistar File ID # [68648](#) and [68199](#)
Prepared By: Timothy M. Parks, Planning Division
Report includes comments from other City agencies, as noted
Reviewed By: Kevin Firchow, Planning Division

Summary

Applicant & Property Owner: Chris Boyce, WS Development/Hilldale Shopping Center, LLC/401 North Segoe, LLC; 33 Boylston Street; Chestnut Hill, Massachusetts.

Contact Person: Brian Munson, Vandewalle & Associates; 120 E Lakeside Street; Madison.

Requested Actions: Approval of a request to rezone 401 N Segoe Road from SE (Suburban Employment District) to PD (Planned Development District); approval an amended Planned Development–General Development Plan for an expanded Hilldale Shopping Center to include additional commercial, hotel, and residential uses; and approval of a demolition permit to raze a bank/office building at 401 N Segoe Road to allow the future development.

Proposal Summary: The applicant is seeking approval to expand the Planned Development zoning for Hilldale Shopping Center from its current boundary at Heather Crest south to Vernon Boulevard between N Segoe Road and Price Place to accommodate additional mixed-use development in the center. The amended and expanded General Development Plan focuses on the construction of four new buildings and the repurposing of the existing AMC Theatre into a two-story/level retail building. The application materials refer to the overall development as the “Hilldale Phase 3” project. The four new buildings include an up to two-story, 20,000 square-foot building at the southwestern corner of Heather Crest and Price Place; an L-shaped, up to six-story building south of Heather Crest that could include residential, hotel, office, and retail uses based on market demand; a five- to six-story, 130-unit apartment building to extend along the Vernon Boulevard frontage; and an up to two-story, 25,000 square-foot retail building to be located on the north side of Heather Crest west of the theater. Final details of the four new buildings will be included on one or more Specific Implementation Plans to be submitted of approval at a later date following the proposed General Development Plan amendment.

The applicant is seeking approval of a demolition permit to raze the existing 108,858 square-foot former BMO Harris Bank office building located at 401 N Segoe Road in anticipation of the development proposed in the “Hilldale Phase 3” project. Demolition of the office building will occur in 2022, with construction of the five buildings to occur in phases between 2022 and 2025.

Applicable Regulations & Standards: Section 28.182 of the Zoning Code provides the process for zoning map amendments. The approval process and standards for the Planned Development zoning district is outlined in Section 28.098 of the Zoning Code. Section 28.185 provides the process and standards for the approval of demolition and removal permits. A portion of the subject site is also located in Urban Design Dist. 6, which is subject to the requirements in Section 33.24 (13) of the Urban Design Commission ordinance.

Review Required By: Urban Design Commission, Plan Commission, and Common Council.

Summary Recommendation: If the Plan Commission can find the standards for demolition permit approval met, the Planning Division recommends that it forward Zoning Map Amendment ID 28.022–00532, rezoning 401 N Segoe Road from SE to PD and approving an Amended Planned Development–General Development Plan for Hilldale Shopping Center at 702 N Midvale Boulevard, to the Common Council with recommendations of **approval**; and that it should **approve** the demolition of the bank/office building at 401 N Segoe, all subject to input at the public hearing, the review by the Urban Design Commission, and the conditions from reviewing agencies beginning on page 11 of this report.

Background Information

Parcel Location: The existing Planned Development District for Hilldale Shopping Center 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 (Martin); Madison Metropolitan School District; Urban Design District 6. The PD is proposed to expand to the south to include 3.35 acres of land south of the prolongation of Heather Crest.

Of the roughly 37 acres currently zoned PD, 31.82 acres are controlled by the applicant for this request, although the Springhill Suites development at 4601 Frey Street and 151,000 square-foot store Target and 96-unit Overlook at Hilldale Apartments generally west of Sawyer Terrace are also part of the overall Hilldale PD district but are governed by separate Specific Implementation Plans.

Existing Conditions and Land Use: The Hilldale Shopping Center Planned Development includes the indoor shopping mall between Macy’s and the Sundance Cinema and University Bookstore); Ace Hardware; two parking structures containing approximately 670 parking spaces; four retail buildings on the east side of (private) Price Place totaling 71,190 square feet; approximately 60,000 square feet of recently constructed exterior-facing retail spaces located between Macy’s and Metcalfe’s Market; 40 condominium units in four townhouse buildings located along N. Midvale Boulevard; the 7,900 square-foot Fleming’s restaurant at the northeastern corner of the site; the six-screen Sundance Cinema at the southern end of the mall; the 13,200 square-foot Great Dane Pub located at the southeastern corner of Price Place and Heather Crest. The letter of intent submitted with this application notes that there is 429,586 leasable square feet in the center. The land south of Heather Crest and the existing edge of the shopping center is developed with the 108,858 square-foot (per City records) former BMO Harris Bank office building and surface parking lots, which are located at 401 N Segoe Road.

Land Use and Zoning Surrounding “Phase 3” Area:

North: Existing Hilldale Shopping Center (AMC, Macy’s Metcalfe’s Market, Apple, etc.), zoned PD;

South: Hamptons at Hilldale Apartments, zoned TR-U2 (Traditional Residential–Urban 2 District); BMO Harris Bank branch, zoned SE (Suburban Employment District);

East: Threlfall Office Building and Old National Bank across Price Place, zoned SE; Great Dane Brew Pub-Hilldale, zoned PD; and

West: Karen Arms Apartments, zoned SR-V2 (Suburban Residential – Varied 2 District).

Adopted Land Use Plans:

The 2018 Comprehensive Plan recommends Hilldale Shopping Center and lands north of Vernon Boulevard for Regional Mixed-Use development (RMU), while the lands south of Vernon Boulevard are recommended for Community Mixed-Use (CMU). Lands west of the “Hilldale Phase 3” project across N Segoe Road are recommended for Medium Residential (MR).

The University Hill Farms Neighborhood Plan includes the subject site as part of Block A in the “Vernon Price” sub-area. Block A includes lands located north of Vernon Boulevard between N Segoe Road and Price Place extending north to the existing southern edge of Hilldale. Block A is primarily recommended for the development of 160,000 square feet of office space to be served by 400 parking spaces in three-to six-unit buildings. A table on page 42 or the plan does not recommend that residential units be developed on Block A. Additionally, the neighborhood plan recommends that the southern half of Vernon Boulevard be converted to greenspace when the street is reconstructed in the future.

Zoning Summary: The site will zoned PD, which will be reviewed in the following sections.

Other Critical Zoning Items	
Yes:	Urban Design (Planned Development, Urban Design Dist. 6), Utility Easements, Barrier Free
No:	Floodplain, Wellhead Protection, Waterfront Development, Landmark, Adjacent to a Park
<i>Prepared by: Planning and Zoning staff</i>	

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

Public Utilities and Services: The site is served by a full range of urban services. Metro Transit operates daily all-day transit service along the Heather Crest access drive, between N Segoe Road and N Midvale Boulevard, under the terms of a permanent limited easement (up to eight trips per hour, on weekdays, effective Fall 2021). Bus stop ID #2500 is on the north side of the Heather Crest access drive, west of Price Place and Bus Stop ID #2501 is on the south side of the Heather Crest access drive, east of Price Place.

Previous Approvals

On February 1, 2005, the Common Council approved rezoning of the 37-acre Hilldale Shopping Center and former Humana Office complex from C2 (General Commercial District) to PUD-GDP-SIP [1966 Zoning Code] to allow the addition of two parking structures containing 668 parking spaces, four retail buildings opposite the east wall of the mall core totaling 71,190 square feet and 40 multi-family dwellings in four townhouse condominium buildings located along N Midvale Boulevard. Subsequent SIP approvals in December 2005 and May 2006 would precede the construction of the 7,900 square-foot Fleming’s restaurant and 13,200 square-foot Great Dane Brew Pub.

On March 2, 2010, the Common Council approved a request to rezone 702 N Midvale Boulevard from PUD-SIP to Amended PUD-GDP-SIP to amend the Hilldale Shopping Center Planned Unit Development to remove the site of the Target store from the Hilldale PUD-SIP. On the same date, the Common Council approved a request to rezone 4609 University Avenue from PUD-SIP to Amended PUD-GDP-SIP to allow a 151,000 square-foot Target store to be constructed under its own Specific Implementation Plan. The adjacent Overlook at Hilldale apartment complex

was approved as a separate Amended PUD-GDP-SIP in September 2010. A series of subdivision approvals were granted to separate the Target and Overlook sites from the rest of the center.

On October 29, 2013, the Common Council approved a major amendment to the Planned Development zoning for Hilldale Shopping Center to allow the redevelopment of the “north wing” of Hilldale Shopping Center through the conversion of the enclosed retail spaces between Metcalfe’s Market and Macy’s into 60,000 square feet of open air/ exterior-facing retail spaces, including an east-west outdoor walkway linking Price Place to the western parking lot.

On September 16, 2016, the Common Council approved a major amendment to the Planned Development zoning for Hilldale Shopping Center to allow the redevelopment of the “south wing” of Hilldale Shopping Center between Macy’s and AMC Theatre through the conversion of 55,000 square feet of enclosed retail spaces into approximately 45,000 square feet of exterior-facing retail spaces and a landscaped open air courtyard between the storefronts and Price Place.

On April 18, 2017, the Common Council approved a major amendment to the Planned Development zoning for Hilldale Shopping Center to amend the General Development Plan and Specific Implementation Plan to allow construction of an eleven-story mixed-use building containing 26,350 square feet of office space and 182-room hotel at 4601 Frey Street.

Project Description

The applicant and property owner is requesting three related zoning requests from the Plan Commission:

- Rezoning 3.35 acres of land located south of the prolongation of Heather Crest between N Segoe Road and Price Place from SE (Suburban Employment District) to PD (Planned Development District);
- Approval of an amendment to the General Development Plan for Hilldale Shopping Center to encompass the 3.35 acres to be added; and
- Approval of a demolition permit to allow the two-story, 108,858 square-foot former BMO Harris Bank office building located at 401 N Segoe Road.

The first two requests above will result in the expansion of Hilldale Shopping Center south from its current southern boundary at Heather Crest to Vernon Boulevard between N Segoe Road and Price Place. The amended and expanded General Development Plan for Hilldale calls for the construction of four new buildings at the southern end of the center as well as the repurposing of the existing AMC Madison Theatre, which the application materials refer to as the “Hilldale Phase 3” project. [Phases 1 and 2 as noted in the letter of intent correspond to the major alterations to the Hilldale PD approved in 2013 and 2016 summarized in the preceding section.]

“Building 100,” as identified on the plans submitted with the application, calls for the existing six-theater AMC Madison 6 cinema to be repurposed as a tall one-story or one-story with mezzanine multi-tenant commercial building generally designed to continue the architecture and programming located to the north and east along both sides of Price Place north of Heather Crest. The repurposed building would add storefronts along the north side of Heather Crest, replacing what is currently the southern, side wall of the theater. The applicant has discussed with staff pursuing this conversion as an alteration to the Specific Implementation Plan that governs

this portion of the center. Regardless, the conversion should be reflected in the subject General Development Plan amendment for posterity.

The four new buildings include in the Phase 3 project include:

- An up to two-story, 20,000 square-foot building at the southwestern corner of Heather Crest and Price Place, identified on the plans as “Building 200.” The letter of intent notes that this building will include ground floor commercial spaces (retail, restaurant), or spaces associated with hotel functions associated with the L-shaped mixed-use building proposed to the west, “Building 300.” The applicant notes that the ground floor is designed with entrances and activation onto a landscaped plaza planned along the south side of Heather Crest but suggests that the building may be unable to include entrances from Price Place due to flooding concerns.
- Building 300 is proposed as an up to six-story building south of Heather Crest that could include 100 residential units, a 100-room hotel, 130,000 square feet of office, and 60,000 square feet of ground floor retail based on market demand. The building will frame the remainder of the landscaped plaza/open space proposed along the south side of Heather Crest. A massing plan included in the application materials shows an up to six-story mass extending perpendicular to Price Place and N Segoe Road with a two-story wing that will step down toward Heather Crest.
- An up to two-story, 25,000 square-foot retail building to be located on the north side of Heather Crest west of the theater-turned-multi-tenant commercial building, identified on the plans as “Building 400,” which will continue the activation of the north side of Heather Crest initiated by the conversion of the theater into commercial tenant spaces.
- A five- to six-story, 130-unit apartment building to extend along the Vernon Boulevard frontage, which is identified in the letter of intent as “Building 500.” The building is designed to front onto Vernon Boulevard and will serve as a transition from Vernon Boulevard to the mixed-use buildings to the north. The residential building will include structured parking and a residential lobby with access from primary Vernon Boulevard.

Individual buildings will be submitted for Specific Implementation Plan review based upon the guidelines established within the General Development Plan letter of intent. Approval of the General Development Plan shall establish interim zoning authority for continuation and maintenance of existing uses, buildings and structures on the property until a Specific Implementation Plan is approved. Final details of the four new buildings (building placement, architecture, landscaping, etc.) will be included on one or more Specific Implementation Plans to be submitted of approval at a later date following the proposed General Development Plan amendment.

Other than the reference to structured parking alluded to for Building 500, the application materials contain limited information on how automobile and bicycle parking will be provided for the Phase 3 development. A surface parking lot is shown between Buildings 200/300 and 500 and between the west side of Building 300 and N Segoe Road on the concept plans. However, the number of stalls that will be provided has not been provided with the General Development Plan but will be a focus during the review of subsequent Specific Implementation Plans.

In addition to the proposed building projects, the General Development Plan includes plans to reconstruct Heather Crest between Buildings 100 and 400, and 200 and 300 west of Price Place. The plans include two alternatives for the reconstructed street:

- Alternative 1, which proposes a two-lane east-west private street with 20 parallel parking stalls located on both sides; and
- Alternative 2, which proposes a two-lane street with perpendicular (“head-in”) parking stalls on the north side of the street. Alternate 2 proposes approximately 28 automobile parking stalls.

The General Development Plan notes that a portion of reconstructed Heather Crest may be used for special events that may close the street to through traffic (see page 18, “Site Diagram for Street Festival”).

Finally, the applicant submitted a Transportation Demand Management Plan (TDMP) and trip generation analysis for the Phase 3 project, which is attached to the application materials for these requests. The Traffic Engineering Division reviewed the TDMP and has provided no comments; a final TDMP may be required as part of the review of future Specific Implementation Plans for the projects contained in this phase of the Hilldale development.

The applicant is also seeking approval of a demolition permit to raze the existing L-shaped 108,858 square-foot former BMO Harris Bank office building located at 401 N Segoe Road in anticipation of the development proposed in the “Hilldale Phase 3” project. According to City records, the building was built in three phases in 1962, 1963, and 1987 and includes 62,512 square feet of first floor area, 28,528 square feet of second floor area, and 17,818 square feet in a partial basement level. The building is notable for its tan brick exterior, northward-facing entrance, and large surface parking lot to the northeast of the facility.

Analysis

In order to approve the zoning map amendment, the Common Council shall find that the zoning map amendment is *consistent with* the City’s Comprehensive Plan as required by Section 66.1001(3) of Wisconsin Statutes. “Consistent with” is defined as “furthers or does not contradict the objectives, goals and policies contained in the comprehensive plan.” Per Section 28.098 of the Zoning Code, the Plan Commission shall recommend to the Common Council that a General Development Plan or any major alteration to an approved General Development Plan meets the standards for approval of a zoning map amendment to the Planned Development (PD) District following a recommendation by the Urban Design Commission regarding the design objectives listed in Subsections 28.098(1) and (2).

For the demolition of the existing building, the Plan Commission shall consider the factors and information specified in Section 28.185(9)(c) and find that the proposed demolition or removal is consistent with the statement of purpose of the demolition permits section and with the health, prosperity, safety, and welfare of the City of Madison. The standards state that the Plan Commission shall consider the report of the City’s historic preservation planner regarding the historic value of the property as well as any report that may be submitted by the Landmarks Commission.

Consistency with Adopted Plans

The 2018 Comprehensive Plan recommends Hilldale and lands north of Vernon Boulevard for Regional Mixed-Use development (RMU), while the lands south of Vernon Boulevard are recommended for Community Mixed-Use (CMU). The RMU land use category includes existing and planned high-intensity centers supporting a variety of multi-family housing options and commercial activity serving the needs of the region. These areas typically include

large-scale sites supportive of multi-story buildings up to twelve stories in height, subject to recommendations in adopted sub-area plans. RMU areas are intended to be the most intensively developed areas of the City outside of downtown and are mapped close to the junctions of major streets, along major roads, close to highway interchanges, and along existing and planned high-frequency/high-capacity public transit routes. RMU areas should be well connected with the adjoining street network and be transit-oriented, with a pedestrian-friendly public street network and buildings placed close to the sidewalk and street, and with parking located behind buildings, underground, on street, or in parking structures.

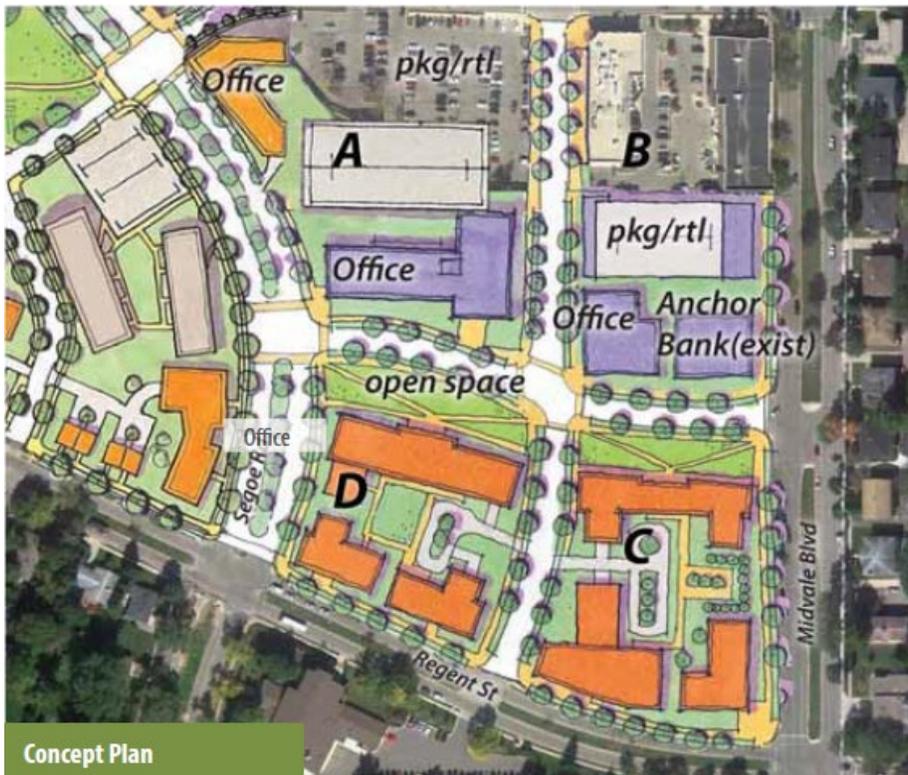
The Comprehensive Plan also identifies University Avenue between Middleton and the University of Wisconsin-Madison as a “regional corridor” on the Growth Priority Areas map (pages 15-16), and N Midvale Boulevard as a “community corridor.” In general, growth priority areas are prioritized for “context sensitive” mixed-use infill development and redevelopment. The corridors on the Growth Priority Areas map are planned for a mix of uses along their length, and most of the corridors are planned to transition from being historically auto-oriented to more transit-, walking-, and bike-friendly forms of development.

Hilldale and its environs are also identified as an established regional activity center on the Growth Priority Areas map. In the hierarchy of activity centers, regional centers tend to be larger in size, located along major streets and transit routes, and have the capacity to serve as a relatively intense mixed-use center for both the surrounding area and the city as a whole. Established activity centers have tended to attract the majority of redevelopment since the 2006 Comprehensive Plan, and have the walkability, transit service, destinations, and other amenities already in place that residents demand. The Growth Framework acknowledges that established centers will continue to develop and evolve, but likely cannot absorb a majority of the City’s projected growth.

The subject site is located within the boundaries of the University Hill Farms Neighborhood Plan, which was adopted in January 2016 to provide a series of recommendations for redevelopment, preservation, and public investment for the area bounded by University Avenue, Midvale Boulevard, Mineral Point Road, S Rosa Road, Regent Street and N Whitney Way. The subject parcels are part of Block A in the “Vernon Price” sub-area. Block A includes lands located north of Vernon Boulevard between N Segoe Road and Price Place extending north to the existing southern edge of Hilldale. Block A is primarily recommended for the development of 160,000 square feet of office space in three-to six-unit buildings to be served by 400 parking spaces. The plan recommends that new buildings throughout the Vernon Price sub-area gradually step down from the eight- to ten-story building buildings recommended to the north at Sawyer Terrace and N Segoe Road, to three to six stories north of Vernon, and three to five stories south of Vernon. The development data table on page 42 of the plan does not include residential units on Block A.

Vernon Boulevard is currently a median-divided east-west local street notable for a large-diameter storm interceptor sewer located under the grass median; the neighborhood plan recommends that the southern half of Vernon Boulevard be converted to greenspace when the street is reconstructed with a more conventional local street cross-section in the future. The greenspace left in the right of way created by the reconstructed street would be used for community gardens, a farmers market, or other civic uses. The City Engineering Division indicates that this recommendation would likely not be implemented until the storm-ceptor below the median is reconstructed in the future.

Staff believes that the Plan Commission may find that the proposed development reflected on the amended and expanded General Development Plan for Hilldale Shopping Center is generally consistent with the recommendations in adopted plans despite the inclusion of up to 230 residential units north of Vernon Boulevard in potential contradiction to the recommendations for Block A in the Vernon Price sub-area of the University Hill Farms Neighborhood Plan, which anticipate the development of new employment uses along the north side of Vernon Boulevard but not the development of residential uses, which are planned for the blocks south of Vernon.



As shown on the concept plan from on page 42 of the neighborhood plan, two office buildings are proposed along the western and southern edges of Block A, with a parking structure in the center of the block. The northeastern corner of Block A is identified for “parking and retail” generally consistent with the longstanding use of the surface parking lot at the southwestern corner of Price and Heather Crest as part of Hilldale. The neighborhood plan does not include specific development recommendations for the existing Hilldale property, which has historically ended along and just south of Heather Crest, and instead makes redevelopment recommendations for the parcels on the periphery of the center,

including the former BMO Harris Bank office building property on Block A.

It can reasonably be concluded that the neighborhood plan did not anticipate redevelopment of Block A as part of Hilldale, as is proposed by the Phase 3 plans, but rather as complementary development adjacent to the center that would replace the existing office buildings with new ones. The mix of uses proposed in the Phase 3 development, which includes the potential for 130,000 square feet of office, is consistent with the mix of retail, residential, and hospitality uses that have been developed elsewhere in the Hilldale complex since 2005. The mix and intensity of uses proposed are also consistent with the Regional Mixed-Use recommendation for Hilldale and its environs in the Comprehensive Plan, all of which leads staff to conclude that the amended and expanded General Development Plan can be found to be consistent with the majority of plan recommendations and in consideration of continuing the existing development pattern that exists generally north of Heather Crest. The proposed development is also consistent with the intensity of development anticipated in regional activity centers and along major activity corridors such as University Avenue and N Midvale Boulevard.

Proposed Demolition

However, the Plan Commission is asked to carefully consider the applicant's request to demolish the existing office building that occupies the site, which is listed as a contributing structure to the University Hill Farms National Register Historic District. The district was listed by the National Park Service in August 2015. While most of the district is comprised of the predominantly single-family residences located along and west of Segoe Road, it also includes the commercial structures located between Segoe Road and Midvale Boulevard along Vernon Boulevard, Regent Street and Price Place in the University Hills Farms Commercial Reserve Addition subdivision, including subject structure. The professional offices and church located in this portion of the district were developed contemporaneously with the rest of the University Hill Farms neighborhood between 1955 and 1970. The National Register Historic District was created, in part, to recognize the mostly intact mid-century modern buildings throughout the University Hill Farms neighborhood, and its history as a planned post-World War II suburban community. In general, buildings in national register districts may be eligible for tax credits to defray the costs of rehabilitating contributing buildings.

Unlike local historic districts or locally designated landmark buildings or properties, however, national register historic district designations are honorary, and buildings listed in national districts are not conferred specific local protection under MGO Chapter 41, the Historic Preservation Code, such as the need for the Landmarks Commission to grant a Certificate of Appropriateness prior to demolition, additions, or new construction. Staff is unaware of any efforts to create a local historic district for some or all of the University Hill Farms National Register Historic District, which would confer a higher degree of protection against changes in the district, or for individual buildings in the national district (including these two) to be designated local landmarks.

The applicant's letter of intent states in their opinion that the building is a "suburban one- and two-story office building...[that] is inefficient in its layout and is designed as inward facing office with little to no street interaction. This building, while contributing to the Historic District, has undergone numerous renovations and alterations and is functionally obsolete for today's office market." In contrast, the Madison Trust for Historic Preservation has provided comments on the proposed demolition, which are attached to the public comments for these requests.

At its October 18, 2021 meeting, the Landmarks Commission reviewed the proposed demolition and found that the building has historic value based on its status as a contributing structure in the University Hill Farms National Register historic district.

On one hand, staff believes that the rezoning and amended and expanded General Development Plan for Hilldale can meet the applicable standards for approval given the project's general consistency with adopted plans and its continuation of an existing development pattern. On the other hand, the Plan Commission is once more asked to approve a demolition permit to raze a contributing structure in the University Hill Farms National Register Historic District, which includes the buildings and other nearby commercial structures due to their mid-century modern architecture and inclusion in a planned post-war suburban development. Like other demolitions approved to accommodate planned redevelopment since the creation of the national register district along Regent Street and N Midvale Boulevard, 401 N Segoe Road is not located in a local historic district, which would provide more substantial protection for historic resources compared to the support for maintenance and improvement afforded in a national register district. However, the continued demolition of buildings within the commercial area like the one proposed could further undermine the integrity of that part of the national register district.

If the Plan Commission can find that the demolition permit standards are met, staff believes that the amended and expanded Planned Development district can meet the standards for approval subject to the conditions in the 'Recommendations' section of the report.

Urban Design Commission Review

The proposed amended and expanded Planned Development is partially located in Urban Design Dist. 6, which requires that the request be approved by the Urban Design Commission (UDC). The UDC reviewed the proposed development at its December 15, 2021 meeting and recommended **final** approval of the amended and expanded PD(GDP) zoning. A draft report of the meeting is attached to the legislative files for this request.

Conclusion

The applicant is seeking approval of a request to rezone 401 N Segoe Road from SE to PD to expand and amend the PD for the Hilldale Shopping Center (generally addressed as 702 N Midvale Boulevard) to expand the center south to Vernon Boulevard between N Segoe and Price Place to accommodate additional retail, office, hotel, and residential uses. The applicant is also seeking approval of a demolition permit to raze the bank/office building at 401 N Segoe in anticipation of the future mixed-use development included in the amended General Development Plan.

The Planning Division believes that the Plan Commission may find that the proposed rezoning and amended PD(GDP) zoning is consistent with adopted plans despite the planned introduction of residential uses north of Vernon Boulevard. Although the University Hill Farms Neighborhood Plan contemplates employment uses for the portion of the planning area between Vernon Boulevard and the existing southern edge of Hilldale, staff feels that those recommendations are based, at least in part, on recommending what development would complement Hilldale and not necessarily the development that would be appropriate if the mixed-use center expanded further south of its historic boundary. Staff feels that the proposed retail, office, residential, and hospitality uses envisioned for Phase 3 are consistent with the Regional Mixed-Use recommendation for Hilldale Shopping Center in the 2018 Comprehensive Plan, which also identifies Hilldale and its environs as a regional activity center.

However, as it considers whether the demolition standards are met, the Plan Commission shall carefully consider the demolition of the building at 401 N Segoe Road, which is a contributing structure in the University Hill Farms National Register Historic District due to its mid-century architectural significance and inclusion in a planned post-war suburban development.

Recommendation

Planning Division Recommendation (Contact Timothy M. Parks, (608) 261-9632)

If the Plan Commission can find the standards for demolition permit approval met, the Planning Division recommends that it forward Zoning Map Amendment ID 28.022-00532, rezoning 401 N Segoe Road from SE to PD and approving an Amended Planned Development-General Development Plan for Hilldale Shopping Center at 702 N Midvale Boulevard, to the Common Council with recommendations of **approval**; and that it should **approve**

the demolition of the bank/office building at 401 N Segoe, all subject to input at the public hearing, the review by the Urban Design Commission, and the following conditions from reviewing agencies:

Recommended Conditions of Approval Major/Non-Standard Conditions are Shaded

Planning Division

1. The letter of intent for the General Development Plan shall include land use and project data for the “Building 100” project similar to the way the other four buildings are detailed.
2. The development plans shall be revised for final Planning Division approval prior to recording and the issuance of building permits to provide a detailed breakdown of the existing and proposed gross floor area and leasable commercial space throughout Hilldale Shopping Center, including all of the existing commercial buildings north of Heather Crest and along Price Place.
3. The applicant shall submit an updated zoning text for the Hilldale Shopping Center PD district that updates the document from the 2010 document on file with Zoning. The updated zoning text shall be approved by the Planning Division and Zoning Administrator. In lieu of an enumerated list of uses, the updated text may default to the uses allowed in the RMX (Regional Mixed-Use District).
4. During review of the Specific Implementation Plan for Building 200, the applicant shall incorporate at least one usable entrance from the Price Place sidewalk and other architectural features to ensure that the eastern façade of that building is as well activated as the northern and western facades of that building (i.e. Building 200 is as activated along Price Place as it will be from the landscaped plaza).
5. Label Building 500 on all plan sheets in the final General Development Plan.
6. Implementation of the strategies outlined in the Transportation Demand Management Plan (TDMP) included with the General Development Plan shall be included with future Specific Implementation Plan(s) submitted for Phase 3 projects. The applicant shall receive final approval of the TDMP(s) by the City Traffic Engineer and the Planning Division prior to approval of final plans and issuance of building permits for Phase 3 projects.
7. The following language be added to the final zoning text: “The final building heights and development intensities included in the amended General Development Plan are set as maximums and may or may not be ultimately achieved upon full build-out of Phase 3 depending on the submittal and approval of each Specific Implementation Plan. The Specific Implementation Plans for each Phase 3 project shall be reviewed against the standards included in the Planned Development section of the Zoning Code to determine if the development can be accommodated on the site, particularly the transportation impacts (access, automobile and bicycle parking, etc.) of the proposed development.”

Urban Design Commission (Contact Kevin Firchow, (608) 267-1150)

The Urban Design Commission granted **final approval** of the amended and expanded General Development Plan on December 15, 2021. No conditions were recommended.

City Engineering Division (Contact Tim Troester, (608) 267-1995)

8. Public sanitary sewer improvements may be required as a condition for the proposed development due to the City sewer capacity. The sewer mains on Price Place and Vernon Boulevard may require replacement and upsizing as a condition of the development. The applicant shall provide projected wastewater flow projections to confirm that the development can be served by the City sewer. Submit projected wastewater calculations to Mark Moder, mmoder@cityofmadison.com.
9. The applicant shall show storm water "overflow" paths that will safely route runoff during the 100-year, 24-hour design storm when the storm sewer is at capacity.
10. Enter into a City / Developer agreement for the required infrastructure improvements. Agreement to be executed prior to sign off. Allow 4-6 weeks to obtain agreement. Contact the City Engineering Division to schedule the development and approval of the plans and the agreement.
11. Construct sidewalk, terrace, curb and gutter, and asphalt to a plan approved by the City Engineer.
12. Madison Metropolitan Sewerage District (MMSD) charges are due and payable prior to City Engineering Division sign-off, unless otherwise collected with a Developer's / Subdivision Contract. Contact Mark Moder ((608) 261-9250) to obtain the final MMSD billing a minimum of two (2) working days prior to requesting City Engineering signoff.
13. Obtain a permanent sewer plug permit for each existing sanitary sewer lateral serving a property that is not to be reused and a temporary sewer plug permit for each sewer lateral that is to be reused by the development.
14. An Erosion Control Permit is required for this project.
15. A Storm Water Management Report and Storm Water Management Permit is required for this project.
16. A Storm Water Maintenance Agreement (SWMA) is required for this project.
17. This site appears to disturb over one (1) acre of land and requires a permit from the Wisconsin Department of Natural Resources (WDNR) for stormwater management and erosion control. The City of Madison has been required by the WDNR to review projects for compliance with NR-216 and NR-151; however, a separate permit submittal is still required to the WDNR for this work. The City of Madison cannot issue our permit until concurrence is obtained from the WDNR via their NOI or WRAPP permit process. Contact Eric Rortvedt at 273-5612 of the WDNR to discuss this requirement. The applicant is notified that the City of Madison is an approved agent of the Wisconsin Department of Safety and Professional Services (DSPS) and no separate submittal to this agency or Capital Area Regional Planning Commission (CARPC) is required for this project to proceed.
18. Revise the site plan 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.
19. The proposed development proposes to construct underground parking. The proposed entrance to the underground parking is adjacent to a street low point. The applicant shall provide at a minimum of one (1)

foot of rise from the adjacent back of walk in the driveway before breaking grade to the down ramp to the underground parking to protect the underground parking from inundation. The stated elevation is intended to be protective but does not guarantee a flood proof structure. The developer/owner are strongly encouraged to complete their own calculations and determine an elevation that protects their property to a level of service that they are comfortable with.

20. This project will disturb 20,000 square feet or more of land area and requires an Erosion Control Plan. Please submit an 11- x 17-inch copy of an erosion control plan (PDF electronic copy preferred) to Megan Eberhardt (west) at meberhardt@cityofmadison.com, or Daniel Olivares (east) at daolivares@cityofmadison.com, for approval.
21. Demonstrate compliance with MGO Sections 37.07 and 37.08 regarding permissible soil loss rates. Include Universal Soil Loss Equation (USLE) computations for the construction period with the erosion control plan. Measures shall be implemented in order to maintain a soil loss rate below 5.0 tons per acre per year.
22. This project will require a concrete management plan and a construction dewatering plan as part of the erosion control plan to be reviewed and approved by the City Engineer's Office. If contaminated soil or groundwater conditions exist on or adjacent to this project additional WDNR, Madison-Dane County Public Health, and/or City Engineering approvals may be required prior to the issuance of the required Erosion Control Permit.
23. This project appears to require fire system testing that can result in significant amounts of water to be discharged to the project grade. The Contractor shall coordinate this testing with the erosion control measures and notify City Engineering (608) 266-4751 prior to completing the test to document that appropriate measures have been taken to prevent erosion as a result of this testing.
24. Complete weekly self-inspection of the erosion control practices and post these inspections to the City of Madison website as required by Chapter 37 of Madison General Ordinances.
25. Prior to approval, this project shall comply with Chapter 37 of the Madison General Ordinances regarding stormwater management. Specifically, this development is required to submit a Storm Water Management Permit application, associated permit fee, Stormwater Management Plan, and Storm Water Management Report to City Engineering. The Storm Water Management Plan and Report shall include compliance with the following:
 - Submit prior to plan sign-off, a stormwater management report stamped by a P.E. registered in the State of Wisconsin.
 - Provide electronic copies of any stormwater management modeling or data files including SLAMM, RECARGA, TR-55, HYDROCAD, Sediment loading calculations, or any other electronic modeling or data files. 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 to City Engineering.
 - Reduce peak discharge during the 10-year storm event by 15% compared to existing conditions.
 - Reduce TSS by 80% off of the proposed development when compared with the existing site.

Treat the first half-inch of runoff over the proposed parking facility and/or drive up window.

Reduce total volume discharged from the site by 5% during the 10-year storm event compared to existing conditions.

Submit a draft Stormwater Management Maintenance Agreement (SWMA) for review and approval that covers inspection and maintenance requirements for any BMP used to meet stormwater management requirements on this project.

26. Submit, prior to plan sign-off but after all revisions have been completed, a digital CAD file (single file) to the City Engineering Division that is to scale and represents final construction with any private storm and sanitary sewer utilities.
27. Submit, prior to plan sign-off but after all revisions have been completed, digital PDF files to the City Engineering Division. E-mail PDF file transmissions are preferred to: bstanley@cityofmadison.com (East) or ttroester@cityofmadison.com (West).

City Engineering Division – Mapping Section (Contact Jeff Quamme, (608) 266-4097)

28. The proposed development will require the release of several public utility easements. The easements will need to be released as part of the future required land division and/or Specific Implementation Plan approvals.
29. The existing Reciprocal Easement Agreement per Document No. 4667176 for the Hilldale Development shall be amended as a requirement for any future Specific Implementation Plan approval as proposed with this General Development Plan amendment.
30. The future development area requires the realignment of the private access route of Heather Crest. The realignment will require an Amendment to the Transit Easement per Document No. 4129968 for the new alignment and to add the necessary area to the easement at its westerly end at N Segoe Road.
31. The proposed new building improvements crosses an underlying platted lot lines. Future Specific Implementation Plan approvals will require the owner to prepare and submit to the Planning Division a Certified Survey Map (CSM) to dissolve underlying lot lines to comply with fire codes, City Ordinances and City policies. The CSM shall be approved by the City, recorded with the Dane County Register of Deeds and new Tax Parcel information available prior to issuance of any future new building permit.

Traffic Engineering Division (Contact Sean Malloy, (608) 266-5987)

32. The applicant shall submit a deposit of \$30,000 for the installation of a Rapid Rectangular Flashing Beacon (RRFB) crossing on N Segoe Road at Kelab Drive/ Heather Crest.
33. The Traffic Engineering Division recommends that Heather Crest Drive be reconstructed as shown in Alternative 1 in the plan set. Traffic Engineering views Heather Crest Drive as an important bicycle connection between the neighborhoods east and west of N Midvale Boulevard and recommends that the street operate as it does today. The addition of perpendicular parking on Heather Crest Drive increases the risk of a vehicle/bicycle conflict as drivers have reduced vision when leaving their parking stalls. As such, it the

recommendation of Traffic Engineering to have the applicant construct Heather Crest Drive as shown in Alternative 1 (parallel parking) as opposed to Alternative 2 (perpendicular parking).

34. The applicant shall not alter the public right of way on Price Place. In the exhibits, a parking pullout is shown, this can only be installed on the private section of Price Place.
35. The applicant shall note on the face of the General Development Plan that all improvements shown in the public right of way are not approved with this plan.
36. The developer shall provide a recorded copy of any joint driveway ingress/egress and crossing easements and shall be noted on face of plan.
37. City of Madison radio systems are microwave directional line of sight to remote towers citywide. The building elevation will need to be reviewed by Traffic Engineering staff to accommodate the microwave sight and building. The applicant shall submit grade and elevations plans if the building exceeds four stories prior to sign-off to be reviewed and approved by Austin Scheib, Traffic Engineering Shop, 1120 Sayle Street ((608) 266-4766). The applicant shall return one signed approved building elevation copy to the City of Madison Traffic Engineering office with final plans for sign-off.
38. The applicant shall adhere to all vision triangle requirements as set in MGO Section 27.05 (No visual obstructions between the heights of 30 inches and 10 feet at a distance of 25 feet behind the property line at streets and 10 feet at driveways.). Alterations necessary to achieve compliance may include but are not limited to; substitution to transparent materials, removing sections of the structure and modifying or removing landscaping elements. If applicant believes public safety can be maintained they shall apply for a reduction of MGO Section 27.05(2)(bb)–Vision Clearance Triangles at Intersections Corners. Approval or denial of the reduction shall be the determination of the City Traffic Engineer.
39. Per MGO Section 12.138 (14), this project is not eligible for residential parking permits. It is recommended that this prohibition be noted in the leases for the residential units.
40. The applicant shall submit one contiguous plan showing proposed conditions and one contiguous plan showing existing conditions for approval. The plan drawing shall be scaled to 1" = 20' and include the following, when applicable: existing and proposed property lines; parcel addresses; all easements; pavement markings; signing; building placement; items in the terrace such as signs, street light poles, hydrants; surface types such as asphalt, concrete, grass, sidewalk; driveway approaches, including those adjacent to and across street from the project lot location; parking stall dimensions, including two (2) feet of vehicle overhang; drive aisle dimensions; semitrailer movement and vehicle routes; dimensions of radii; and percent of slope.
41. The developer shall post a security deposit prior to the start of development. In the event that modifications need to be made to any City-owned and/or maintained traffic signals, street lighting, signing, pavement marking and conduit/handholes, the developer shall reimburse the City for all associated costs including engineering, labor and materials for both temporary and permanent installations.

- 42. The City Traffic Engineer may require public signing and marking related to the development; the developer shall be financially responsible for such signing and marking.
- 43. All parking facility design shall conform to the standards in MGO Section 10.08(6).

Zoning Administrator (Contact Jenny Kirchgatter, (608) 266-4429)

- 44. Section 28.185(7)(a)5 requires that if a demolition or removal permit is approved, it shall not be issued until the reuse and recycling plan is approved by the Recycling Coordinator, Bryan Johnson at streets@cityofmadison.com. Every person who is required to submit a reuse and recycling plan pursuant to Section 28.185(7)(a)5 shall submit documents showing compliance with the plan within sixty (60) days of completion of demolition. A demolition or removal permit is valid for one year from the date of the Plan Commission.
- 45. Include a summary of the existing Hilldale building descriptions, including building uses, floor area, and number of stories.
- 46. Under the proposed building descriptions, list the building use and height as minimum/maximum range.
- 47. Update the Family Definition in the zoning text as follows: “The family definition of this Planned Development shall coincide with the definition given in Chapter 28.211 of the Madison General Ordinances for the RMX zoning district.”

Fire Department (Contact Bill Sullivan, (608) 261-9658)

- 48. The Madison Fire Department does not object to the general use of the proposal. Additional and more in depth details will be required with future Specific Implementation Plans to determine compliance with fire access lanes, building and fire protection compliance, and details for the how and what the outdoor spaces would be set up and used.

Water Utility (Contact Jeff Belshaw, (608) 261-9835)

- 49. Update plan set to include a proposed utility plan.
- 50. The Madison Water Utility shall be notified to remove the water meter at least two working days prior to demolition. Contact the Water Utility Meter Department at (608) 266-4765 to schedule the meter removal appointment.

Metro Transit (Contact Tim Sobota, (608) 261-4289)

- 51. The applicant shall renew the same terms and conditions of the existing recorded permanent limited easement for municipal transit purposes, across any improvements to the existing access drive (Heather Crest) between Segoe Road and the traffic signal at Midvale Boulevard (Dane County Document No. 4129968, dated November 8, 2005).

52. Placement of perpendicular parking stalls on the Heather Crest access drive where vehicles would back into the path of scheduled bus travel – Heather Crest Street Alternative 2 on submitted plans – would interfere with or disturb Metro's [safe] use of the Access Drive under the terms of the permanent limited easement. Metro Transit would support placement of parallel parking stalls along the permanent limited easement area (Heather Crest access drive) as shown in Alternative 1.
53. The applicant shall maintain or replace the two existing curbside bus stop zones, accessible boarding areas and all passenger amenities (signs/benches/shelters), which are located on both the north and south sides of the Heather Crest access drive, west of the Price Place intersection.
54. The existing curbside bus stop zones and accessible pedestrian boarding areas along the permanent limited easement Heather Crest access drive between N Segoe Road and Price Place provide critical access to the City's current transit operations, and any planned or permitted obstruction of the existing bus stop zones in excess of thirty (30) days may require additional improvements and/or other mitigation measures in order to create detour bus stop zones that would serve the Heather Crest access drive and Price Place intersection area in a comparable operational and accessible manner. This may include posting parking prohibitions on both sides of Price Place south of the Heather Crest access drive and installing accessible boarding areas between the curb and sidewalk on each side of Price Place south of the Heather Crest access drive for detoured curbside bus stop zone purposes.
55. Implementation of the fencing and tents as shown in the Street Festival diagram of the plans submitted would interfere with or disturb Metro's use of the Heather Crest access drive under the terms of permanent limited easement. Metro Transit would consider support of limited detour operations off this portion of the Heather Crest access drive, west of Price Place (subject to parking restrictions and alternate accessible curbside bus stop zones being implemented along Price Place south of the access drive).
56. The applicant shall include the location of these transit amenities on the final documents filed with their permit application so that Metro Transit may review the design.

Parks Division (Contact Ann Freiwald, (608) 243-2848)

57. Park Impact Fees (comprised of the Park Infrastructure Impact Fee, per MGO Sec. 20.08(2)), and Park-Land Impact Fees, per MGO Sec. 16.23(8)(f) and 20.08(2) will be required for all new residential development associated with this project. This development is within the West Park-Infrastructure Impact Fee district. Please reference ID# 21040 when contacting Parks Division staff about this project.

City Forestry Section (Contact Bradley Hofmann, (608) 267-4980)

58. The contractor shall take precautions during construction to not disfigure, scar, or impair the health of any street tree. The contractor shall operate equipment in a manner as to not damage the branches of the street tree(s). This may require using smaller equipment and loading and unloading materials in a designated space away from trees on the construction site. Any damage or injury to existing street trees (either above or below ground) shall be reported immediately to City Forestry at (608) 266-4816. Penalties and remediation shall be required. Add as a note on the plan set.

59. As defined by the Section 107.13 of *City of Madison Standard Specifications for Public Works Construction*: No excavation is permitted within 5 feet of the trunk of the street tree or when cutting roots over 3 inches in diameter. If excavation is necessary, the Contractor shall contact Madison City Forestry ((608) 266-4816) prior to excavation. City of Madison Forestry personnel shall assess the impact to the tree and to its root system prior to work commencing.
60. Additional street trees are needed for this project. Tree planting specifications can be found in section 209 of *City of Madison Standard Specifications for Public Works Construction* - All street tree planting locations and tree species within the right of way shall be determined by City Forestry. A landscape plan (in PDF format) shall be submitted City Forestry for approval of planting locations and tree species. All available street tree planting locations shall be planted within the project boundaries. Add following note to plan: At least one week prior to street tree planting, Contractor shall contact City Forestry at (608) 266-4816 to schedule inspection and approval of nursery tree stock and review planting specifications with the landscaper.
61. On this project, street tree protection zone fencing is required. The fencing shall be erected before the demolition, grading or construction begins. The fence shall include the entire width of terrace and, extend at least 5 feet on both sides of the outside edge of the tree trunk. Do not remove the fencing to allow for deliveries or equipment access through the tree protection zone. Add as a note on the plan set.
62. Street tree pruning shall be coordinated with Madison Forestry at a minimum of two weeks prior to the start of construction for this project. All pruning shall follow the American National Standards Institute (ANSI) A300–Part 1 Standards for pruning. Add as a note on the plan set.
63. Section 107.13(g) of *City of Madison Standard Specifications for Public Works Construction* addresses soil compaction near street trees and shall be followed by Contractor. The storage of parked vehicles, construction equipment, building materials, refuse, excavated spoils or dumping of poisonous materials on or around trees and roots within five (5) feet of the tree or within the protection zone is prohibited. Add as a note on the plan set.
64. All proposed street tree removals within the right of way shall be reviewed by City Forestry before the Plan Commission meeting. Street tree removals require approval and a tree removal permit issued by City Forestry. Any street tree removals requested after the development plan is approved by the Plan Commission or the Board of Public Works and City Forestry will require a minimum of a 72-hour review period which shall include the notification of the Alderperson within whose district is affected by the street tree removal(s) prior to a tree removal permit being issued. Add as a note on the plan set.
65. An existing inventory of street trees located within the right of way shall be included on the landscape, site, demo, and utility plans. The inventory shall include the following: location, size (diameter at 4 1/2 feet), and species of existing street trees. The inventory should also note if a street tree is proposed to be removed and the reason for removal.