

**PLEASANT PRAIRIE PLAN COMMISSION MEETING
VILLAGE HALL AUDITORIUM
9915 39TH AVENUE
PLEASANT PRAIRIE, WISCONSIN
5:30 P.M.
April 16, 2018**

A special meeting for the Pleasant Prairie Plan Commission convened at 5:30 p.m. on April 16, 2018. Those in attendance were Tom Terwall; Wayne Koessler; Jim Bandura; Judy Juliana; Bill Stoebig; John Skalbeck (Alternate #1) and Brock Williamson (Alternate #2). Michael Serpe and Deb Skarda were excused. Also in attendance was Jean Werbie-Harris, Community Development Director.

- 1. CALL TO ORDER.**
- 2. ROLL CALL.**
- 3. CORRESPONDENCE.**
- 4. CITIZEN COMMENTS.**

Tom Terwall:

If you're here for an item that appears on the agenda that's a public hearing, we would ask that you hold your comments until that item comes up. Otherwise now would be your opportunity to speak. If you wish to speak under citizens' comments we ask you to step to the microphone and begin by giving your name and address. Anybody wishing to speak?

- 5. UNFINISHED BUSINESS.**

Wayne Koessler:

Mr. Chairman, I move that we take Items A through C for the same presentation but separate votes on them.

Judy Juliana:

Second.

Tom Terwall:

MOTION BY WAYNE KOESSL AND A SECOND BY JUDY JULIANA TO TAKE ITEMS A THROUGH C FOR THE SAME PRESENTATION BUT WITH SEPARATE VOTES. ALL IN FAVOR SIGNIFY BY SAYING AYE.

Voices:

Aye.

Tom Terwall:

Opposed? Go ahead, Jean.

- A. TABLED PUBLIC HEARING AND CONSIDERATION OF A PLAN COMMISSION RESOLUTION #18-08 FOR A COMPREHENSIVE PLAN AMENDMENT for the request of Dan Szczap, agent, on behalf of Main Street Development, LLC to amend the 2035 Comprehensive Land Use Plan Map 9.9 to remove the Urban Reserve land use designation from the vacant properties generally located at the northeast corner of STH 31 and STH 165 for the proposed Main Street Market commercial development and to update Appendix 10-3 of the Village of Pleasant Prairie Wisconsin, 2035 Comprehensive Plan to include said amendments.**
- B. TABLED PUBLIC HEARING AND CONSIDERATION OF ZONING MAP AND TEXT AMENDMENTS for the request of Dan Szczap, agent on behalf of Main Street Development, LLC related to the proposed Main Street Market commercial development to be located at the northeast corner of STH 31 and STH 165. The properties are proposed to be rezoned from the B-2 (AGO), Community Business District with a General Agricultural Overlay District into the B-2 (PUD), Community Business District with a Planned Unit Development Overlay District. In addition, for a Zoning Text Amendment to create the specific PUD ordinance for said development.**
- C. Consider the tabled request of Dan Szczap on behalf of Main Street Development, LLC for approval of a Certified Survey Map and Development Agreement and related documents for Main Street Market related to the proposed Main Street Market commercial development to be located at the northeast corner of STH 31 and STH 165.**

Jean Werbie-Harris:

Mr. Chairman and members of the Plan Commission and the audience. I'll start with Item A, and that's the table public hearing and consideration of Plan Commission Resolution 18-08 for a Comprehensive Plan Amendment for the request of Dan Szczap, agent, on behalf of Main Street Development, LLC, to amend the 2035 Comprehensive Land Use Plan Map 9.9 to remove the Urban Reserve land use designation from the vacant properties generally located at the northeast corner of State Highway 31 and State Highway 165 for the proposed Main Street Market Commercial development and to update Appendix 10-3 of the Village of Pleasant Prairie 2035 Comprehensive Plan to include said amendments.

Item B, tabled public hearing and consideration of the Zoning Map and Text Amendments for the request of Dan Szczap, agent, on behalf of Main Street Development, LLC, related to the proposed Main Street Market commercial development to be located at the northeast corner of State Highways 31 and 165.. The properties are proposed to be rezoned from the B-2 (AGO), Community Business District with a General Agricultural Overlay District, into the B-2 (PUD), Community Business District with a Planned Unit Development Overlay District. In addition, for a Zoning Text Amendment to create the specific PUD ordinance for said development.

And Item C, consider the tabled request of Dan Szczap on behalf of Main Street Development, LLC, for approval of a Certified Survey Map and Development Agreement and related documents for Main Street Market related to the proposed Main Street Market commercial development to be located at that northeast corner of Highway 31 and 165. The items are related and will be discussed at the same time. However, separate actions are required.

The developer is requesting several approvals for the development of the Main Street Market commercial development to be located at the northeast corner of Highway 31 or Green Bay Road and 165 which is 104th Street. The items being considered at tonight's meeting are the Comprehensive Plan Amendment, Zoning Map and Text Amendments, Certified Survey Map and Development Agreement. Again, these items were all tabled from the March 26, 2018 Plan Commission meeting.

Previous approvals for this development, on December 4, 2018 the Village Board conditionally approved a Master Conceptual Plan for the proposed Main Street Market development. The Main Street Market development includes several buildings:

Building A: Commercial Building at 2,350 square feet
Building B: Commercial Building at 13,800 square feet
Building C: Froedtert South Medical Office Building at 12,300 square feet foot print with 50,000 square feet or more for the total building area
Building D: Multi-tenant Building at about 26,000 square feet
Building E: Retail Building at 6,000 square feet
Building F: Retail Building at 8,000 square feet
Building G: Grocery Store potentially at just under 51,000 square feet
Building H: Retail Building at about 6,000 square feet
Building I: Gasoline Station and C-Store at approximately 5,000 square feet

This Master Conceptual Plan was a refinement of the Neighborhood Plan Amendment, Ordinance 17-48, conditionally approved by the Village Board on October 2, 2017 for a portion of the Highpoint Neighborhood Plan for the commercial development. On February 5, 2018 the Board of Trustees approved the project plan for TID #6. The Development Agreement and related documents being discussed tonight further the implementation of the lands within the TID #6 boundaries.

Since the last meeting there's been considerable discussion on the traffic impact analysis. And because this affects that entire development I'm going to go into a little bit of detail with respect to this TIA. As required by Wisconsin DOT, the Main Street Market developer has prepared an updated TIA based upon the proposed Main Street Market land uses. All required Old Green Bay Road, 165 and 31 roadway and intersection improvements impacted as a result of this development as well as the timing for the construction of the transportation improvements were analyzed by Traffic Analysis and Design known as TADI. The TIA was submitted to the Village and the Wisconsin DOT for traffic forecasting review and approval and again by TADI, the Village and Wisconsin DOT for scenario one and two modifications to the adjacent roadway systems. Due to some area road closures when the traffic counts were performed by the Wisconsin DOT in 2015, the Wisconsin DOT conducted new traffic counts the first week of April.

Based upon staff and developer discussions at a March 13, 2018 meeting with the DOT, the analysis being provided by the DOT and TADI's review, the final TIA approval letter is anticipated to be completed by the DOT by the end of April. The DOT will require that the Village enter into a MOU or a Memorandum of Understanding Agreement with them, which provides the Wisconsin DOT with assurances as to the completion of the phased TIA off-site and on-site proposed public and private improvements. A Development Agreement has been prepared and shall be entered into between Main Street Market, LLC, MSM Development, Inc. and the Village which guarantees the developer's obligation to construct the required TIA identified public and private improvements.

The TIA confirmed and the DOT concurred that there should be no direct private driveway access to the properties from the development to Highway 31 between STH 165 and the north property line. The DOT has agreed that the existing access from 165 to Lot 3 is intended to be removed with a transfer of access rights as a public street connection at Main Street. So, again, on the south side at 165 there was an access, and we're going to move that as a transfer of access rights for where Main Street hits 31. Main Street is proposed to extend between Highway 31 and Old Green Bay Road. There are four private driveways proposed to Old Green Bay Road, and you can see that on the plan, a gas driveway to the north, a north driveway, a center driveway which is about at 102nd Street and a south driveway as well as that public road connection at Main Street.

The scenario modifications being prepared by WI DOT and TADI identify the Main Street Market Modifications for Phase One and the Main Street Market Full Buildout Modifications. It's likely that the developer's construction timing of Main Street may be shifted from a Phase One to a Full Build Out time frame. The 90 foot wide right-of-way for Main Street shall be dedicated to the Village by the next Certified Survey Map, not the one this evening, within approximately 60 days prior to the further land division of Lot 1.

Detailed engineering plans for the widening of Green Bay Road and Highways 165 and the 165/Old Green Bay Road intersection and Main Street shall be finalized and provided to the Village and WI DOT for review and approval all of which are outlined and discussed in the Development Agreement. The acquisition of additional right-of-way from adjacent landowners on the south side of 165 and the east side of Old Green Bay Road will need to be acquired and dedicated to the Village and DOT prior to construction of the public improvements.

Old Green Bay Road will be required to be re-constructed with an urban cross section with curb and gutter and public sidewalks and pedestrian way. A new future signalized intersection will be created at Old Green Bay Road and Highway 165 and at Green Bay Road at future Main Street. Roadway cross section requirements have been defined which include bicycle and pedestrian accommodations.

The MOU for the Main Street Market development several off-site improvements are required to be made by the developer as a condition of Froedtert's development. The Wisconsin DOT did agree and Village staff, and the Village staff recommends, however, to allow the Froedtert South clinic project work to begin subject to the developer executing a Development Agreement with the Village and recording of a Certified Survey Map for the Main Street Market development and the Village entering into a MOU with the Wisconsin DOT for the off-site improvements.

The off-site Phase 1 TIA improvements to be defined by DOT and are referenced in the TID 6 documents and Village approved engineering plans. All of this needs to be completed by November 1, 2019. The timing of the completion of all of the off-site improvements is not anticipated to hinder the Froedtert South Clinic occupancy. However, the revised TIA Wisconsin DOT approval letter is intended to be forthcoming by May 1st which will determine what improvements relate specifically to the Froedtert project that will need to be completed prior to occupancy.

It's important to note because we do not have the DOT TIA approval letter yet that the developer has agreed in our Development Agreement that whatever those improvements are and those costs that are attributable to the developer, and it's not going to be a burden on the Village. So we will enter into a MOU with the DOT, but they are entering into this development agreement to absorb all those costs and to put in all those improvements as referenced in that MOU forthcoming.

With respect to the Certified Survey Map, the first CSM presented this evening creates four lots. Lot 1 is 14.63 acres, and it's the remainder or balance of the site to be retained by the developer for new development and the storm water retention basin areas as well as the new lots he'd like to create. During the initial phase of construction a first retention basin will be constructed at the southwest corner of the site to service the first three lots being created. Lot 1 is intended to be further subdivided as additional development is proposed pursuant to the Master Conceptual Plan and in conformance with the Development Agreement. Again, I keep talking about a second CSM, so after this CSM is completed and the Development Agreement is executed, they're working on a second one which will dedicate that basin within an outlot, dedicate Main Street as well as dedicate some additional right of way on Old Green Bay Road to the Village as part of that second CSM.

Lot 2 is 4.01 acres with frontage on Old Green Bay Road and is proposed to be developed with the Froedtert South Medical Office Building. Froedtert South intends to purchase this lot and begin mass grading, underground utilities and early footing and foundation this spring. And, in fact, they intend to close within the next two weeks, and we've tentatively set up a preconstruction meeting with them the last week of April.

Lot 3 is 0.85 acre with frontage on Highway 165, and it's proposed to have access through cross-access easements through Lots 2 and 4. The existing access to Highway 165 will be removed, and access rights, again, will be transferred for a public road at Main Street across from the Jelly Belly Lane. There will be no access driveways to the north or south from Main Street. That was one of the questions that was raised by the Plan Commission. So on the engineering plans you will see it on the TIA that small segment of Main Street between Old and New Green Bay Road no access to the north and no access to the south. That's a restricted access area. At this time there's no identified user for this lot. However, the Master Conceptual Plan indicates that there's a potential for a 2,350 square foot commercial building. And that, again, is on Lot 3.

And, finally, Lot 4 is 1.68 acres at the northwest corner of Highway 165 and Old Green Bay Road. There is no identified user for this lot at this time, however the Master Conceptual Plan indicates that a building of approximately 13,800 square foot could be built on that property. Access to this property also will be through cross-access easements through Lot 2. Again, no direct access to Old Green Bay Road or 165.

A second or subsequent CSM, again, will be forthcoming within 60 days. As noted in the Development Agreement we need to create an outlet for the large stormwater retention basin. We need to have the right of way dedicated for Main Street, and we need to have additional dedication on Old Green Bay Road. At this time the Certified Survey Map only shows that right of way being dedicated up to a certain point to accommodate that entrance across from 102nd Street and the improvements in Old Green Bay Road.

Site access to each of these lots will be through common shared access points onto Old Green Bay Road. There will be an access across from 102nd Street along the north side of Lot 2 which is the Froedtert site and a second shared access directly south of Lot 2 to service all three lots, right in, right out. There will be no other access to Highway 165 or 31 to service Lots 2, 3 and 4. The CSM identifies the dedicated public easements for the private sanitary sewer, water and storm sewer improvements required to be installed to service Lots 2, 3 and 4.

The Declarations that have been drafted for this development specifically set forth the obligations for cross-access, parking and maintenance between the lots of the development. A note has also been placed on the CSM regarding the cross-access and parking requirements for Lot 2. Additional Cross-Access and Parking, Access and Maintenance Easements will need to be dedicated for the shared access between all the other lots as we continue to move through the process or by a separate recordable document.

Development Agreement and related documents: The attached Development Agreement specifies the obligations of the developer and the Village related to TID 6 including the required public and private improvements for the development as well as other requirements. The developer has also prepared as part of your packets the Declaration of Development Standards and Protective Covenants as well as the by-laws for the development. Addendums or modifications to the Development Agreement may be required to clarify or modify changes to the full build out improvements as development continues over the next several years.

The Comprehensive Plan Amendment this evening, the Village's 2035 Land Use Plan Map 9.9 is proposed to be amended to remove the Urban Reserve land use designation on the properties while the underlying community commercial land use designation, commercial still remains. In addition, Appendix 10-3 of the Village's Comprehensive Plan would include these amendments.

Under the Zoning Map and Text Amendments, the properties are proposed to be rezoned from the B-2 (AGO), Community Business District with a General Agricultural Overlay District, to the B-2 (PUD) Community Business District with a Planned Unit Development Overlay District. In addition, a Zoning Text Amendment is proposed to create the Planned Unit Development ordinance. The PUD Ordinance may be amended from time to time as the Main Street Market is further developed. And that would be subject to the Village's approval process.

The Main Street Market Declarations shall set forth specific details, and they do, which reflect the project as it's being developed as a uniform business development site. Community benefits shall be reflected in similar site architectural designs, building materials, building colors, landscaping, signage, parking lots, light poles and other features including fully sprinklered buildings regardless of their size and the DSIS camera systems within the development.

I'll just go over these PUD modifications. At this time the PUD includes the following dimensional variations for the Zoning Ordinance.

- To decrease the 2-acre minimum lot size to 0.8 acre for Lot 3 and 1.5 acres for Lot 4.
- To require the maximum open space for the entire development to be 30 percent rather than 30 percent per lot.
- To decrease the minimum floor area of the building on Lot 3 from a minimum of 4,000 square feet to 2,350 square feet.
- To increase the maximum 25,000 square feet floor area, that's actually building area, for the Froedtert medical office building and a proposed future grocery store up to 55,000 square. And, again, that's not per floor, but that's total building.
- To increase the maximum height of a medical office building from 35 feet to 60 feet.
- To decrease the setback of parking lots, maneuvering lanes and fire lanes from 20 feet to 15 feet to the exterior boundaries of the development.
- To allow for a zero foot setback to all interior property lines, again, because we've got the shared access between the properties.
- To decrease the minimum building setback to all public streets from 65 feet to 30 feet.
- To allow for four non-residential entry monument signs within the development. These signs are intended to be located at Highway 31 and 165, Highway 31 and Main Street, Highway 165 and Old Green Bay Road and 102nd Street and Old Green Bay Road. These signs would include the name of the development, Main Street Market, and could include the names of businesses within the development. These signs would be limited to 10 feet with a maximum area of 160 square feet. Furthermore, electronic message boards or scrolling messages would not be allowed on the two signs adjacent to Highway 31.
- To require one primary monument sign per property and allow for a shared primary monument signs for Lots 3 and 4. These signs would also be limited to 6 feet in height and 130 square feet.

Detailed Site and Operational Plans that include site plans, drainage and grading plans, building plans, landscape plans, signage plans, civil plans and any other required plans and documents pursuant to the Site and Operational Plan requirement of the ordinance shall be submitted for each individual site. As the sites are developed the Conceptual Master Plans shall be updated to incorporate the detailed plans and shown as part of the Site and Operational Plan set. As the sites are developed and the detailed plans are provided, the PUD may be amended from time to time with the Village's prior approval.

In addition, the DSIS, Digital Security Imaging System, shall be required to be installed for each proposed use pursuant to the security requirements set forth in Chapter 410 of the Village Municipal Code. The DSIS Agreement and recorded DSIS Access Easement will be required to

be executed prior to the issuance of the site building permits unless approved by the Village and separate arrangements are made for this sharing of a DSIS system between the users.

So a couple of things I just wanted to clarify. One is with respect to the sprinklering of the commercial buildings. That is regardless of what the state code says. In this Development Agreement the developer is putting the restrictive covenant that every single commercial building regardless of size will all have full sprinkler systems and being in compliance with the fire and rescue sprinkler ordinance and the regular ordinance of the fire department.

The next thing I just wanted to mention is that we still have just a few minor issues with respect to the Development Agreement. And I would like to just say that the two areas that we frankly just ran out of a little bit of time, and that has to do with the municipal revenue obligation or the MRO obligation as well as the assignment provision, that is if the developer decides to assign or sell a portion of this development to another development. We just have a few matters to get ironed out with respect to that. So any recommendation this evening from the Plan Commission's perspective to the Village Board it would be subject to successful negotiation tomorrow with the developer and the Village staff and the attorneys for both parties. And we just have some very minor things that we just ran out of time.

So with that the staff does recommend approval, but these are public hearings for the Comprehensive Plan as well as the Zoning Map and Text Amendment. And the developer is here. I'd like to introduce S.R. Mills if he'd like to come up and if he'd like to add anything else to this presentation.

S.R. Mills:

Thank you. S.R. Mills, 4011 80th Street, Kenosha. Thank you to the Village staff, Village attorneys, third parties. It's been a tremendous amount of work. A lot of moving parts. I'd like to thank Froedtert [inaudible] in the audience here tonight. Certainly these aren't easy projects from the first time we were in front of you so many months ago to put together a pretty complicated deal. But we feel really good about it. As Jean had mentioned going over the Development Agreement in great detail with a lot of counsel and I think we're there. Certainly a lot of work and trying to piece it all together, but feel we're pleased with the way it's come together. We're excited that Froedtert is contingent on approval here and ready to move forward. And we've got a lot of great interest on the balance of the site.

We did have a little bit of a hiccup with the DOT, the timing and getting some of the feedback. A little bit out of our control. But as mentioned we are willing to take the risk as to what those improvements look like. We feel very confident based on the litany of discussions that we have had with the DOT. And it is a situation where we know what it looks like, we understand what those improvements are going to be, just a question of what needs to happen and when and that sequencing of it. So we're very excited to move it forward, and appreciate the time and consideration. Also with me tonight is Dan Szczap and John [inaudible] both from Bear. So if there's any questions you have specific to some of the nuances whether it's myself or one of the other guys answering as well happy to do so.

Tom Terwall:

Thank you. This is a matter for public hearing. Anybody else wishing to speak? Anybody else wishing to speak? Seeing none, I'll open it to comments from Commissioners and staff. Any comments?

Wayne Koessl:

Mr. Chairman, I think we've been through this a few times. And I would move approval that the Plan Commission approve Plan Commission Resolution 18-08 and recommend the Village Board approve the Comprehensive Plan Amendment as presented.

Jim Bandura:

Second.

Tom Terwall:

IT'S BEEN MOVED BY WAYNE KOESSL AND SECONDED BY JIM BANDURA FOR PLAN COMMISSION TO ADOPT RESOLUTION 18-08 AND RECOMMEND THAT THE VILLAGE BOARD DO LIKEWISE. ALL IN FAVOR SIGNIFY BY SAYING AYE.

Voices:

Aye.

Tom Terwall:

Opposed? So ordered. Item B, we need a motion to send a favorable recommendation to the Village Board.

Judy Juliana:

So moved.

Brock Williamson:

Second.

Tom Terwall:

IT'S BEEN MOVED BY JUDY JULIANA AND SECONDED BY BROCK WILLIAMSON TO HAVE THE PLAN COMMISSION SEND A FAVORABLE RECOMMENDATION TO THE VILLAGE BOARD TO APPROVE THE ZONING MAP AND TEXT AMENDMENT AS PRESENTED. ALL IN FAVOR SIGNIFY BY SAYING AYE.

Voices:

Aye.

Tom Terwall:

Opposed? So ordered. And third then to the Board to approve the CSM and Development Agreement as presented.

Judy Juliana:

So moved.

Bill Stoebig:

Second.

Tom Terwall:

MOTION BY JUDY JULIANA AND A SECOND BY BILL STOEBIG. ALL IN FAVOR SIGNIFY BY SAYING AYE.

Voices:

Aye.

Tom Terwall:

Opposed? So ordered. Thank you very much.

6. NEW BUSINESS.

D. Consider Plan Commission Resolution #18-11 for Thomas Terwall and his 23 years of service as Chairman of the Plan Commission.

Jean Werbie-Harris:

Mr. Chairman, this is Resolution #18-11 for you. This a resolution of appreciation and thanks to Thomas W. Terwall for his years of service to the Village of Pleasant Prairie Plan Commission. Whereas, Thomas Terwall diligently served the people of Pleasant Prairie in various roles for forty-one years; and whereas, on May 1, 1995, almost 23 years, Thomas Terwall was appointed to the Pleasant Prairie Plan Commission where he has served with dedication including his time in the role as Chairman of the Plan Commission; and whereas, Thomas Terwall served as a Pleasant Prairie Town Supervisor for ten years, as a Town Chairman for two years and served as the very first Village President for six years;

And whereas, Thomas Terwall was instrumental in transitioning the community from a Town without zoning to a Village dedicated to comprehensive planning in 1989; and whereas, Thomas Terwall influenced many highly esteemed economic development projects during his time

serving the Village, most notably the creation of the first Tax Incremental Financing District for the development of the LakeView Corporate Park; and whereas, Thomas Terwall supported the development and implementation of planning efforts ranging from the Chiwaukee Prairie/Carol Beach Plan to the first multi-jurisdictional comprehensive plan;

And whereas, Thomas Terwall was dedicated to bringing balance to our community and a voice to residents by his mindful approach to planning relating to environmental issues and economic development; and whereas, the Village of Pleasant Prairie would like to acknowledge and sincerely thank Tom for being a visionary and helping to shape our Plan Commission and our Village into what it has become today. Now, therefore be it resolved, that the Village of Pleasant Prairie Plan Commission does hereby extend our sincere appreciation and thanks to Thomas W. Terwall for his forty-one years of commitment and attentive service to the people of Pleasant Prairie in the cause of quality municipal planning. Dated this 16th day of April, 2018.

Wayne Koessler:

Move approval of Resolution 18-11.

Judy Juliana:

Second.

Tom Terwall:

IT'S BEEN MOVED BY WAYNE KOESSL AND SECONDED BY JUDY JULIANA TO ADOPT THE RESOLUTION. ALL IN FAVOR SIGNIFY BY SAYING AYE.

Voices:

Aye.

Tom Terwall:

Opposed? Aye. I'm not going to make a speech but I do want to thank some people. This job was made easy first of all by the assistance I got from Mike Pollocoff and the various Board members that I served with and the members of the Plan Commission. Thank you guys and gals for making this job easy. But there's certainly no doubt that a lot of good things have gone on in the past 23 years. I didn't realize it was that long. It's time to move on. So thank you again for this approval, this resolution. It certainly wasn't expected. Let's let it go at that. Thank you very much.

7. ADJOURN.

Wayne Koessler:

So moved.

Jim Bandura:

Second.

Tom Terwall:

All in favor signify by saying aye.

Voices:

Aye.

Tom Terwall:

Opposed? We stand adjourned. Thank you.

Meeting Adjourned: 6:00 p.m.