

**PLEASANT PRAIRIE PLAN COMMISSION MEETING
VILLAGE HALL AUDITORIUM
9915 39TH AVENUE
PLEASANT PRAIRIE, WISCONSIN
6:00 P.M.
May 14, 2018**

A meeting for the Pleasant Prairie Plan Commission convened at 6:00 p.m. on May 14, 2018. Those in attendance were Michael Serpe, Chairman; Wayne Koessler; Deb Skarda; Judy Juliana; Bill Stoebig; John Skalbeck (Alternate #1); Brock Williamson (Alternate #2) and Michael Pollocoff. Jim Bandura was excused. Also in attendance were Tom Shircel, Interim Village Administrator; Jean Werbie-Harris, Community Development Director; and Peggy Herrick, Assistant Village Planner and Zoning Administrator.

1. CALL TO ORDER.

2. ROLL CALL.

3. CONSIDER APPROVAL OF THE APRIL 9, APRIL 16, APRIL 17 AND APRIL 23, 2018 PLAN COMMISSION MEETING MINUTES.

Judy Juliana:

Move to approve the April 9th, 16th, 17th and 23rd Plan Commission meeting minutes.

Wayne Koessler:

Second.

Michael Serpe:

MOTION MADE BY JUDY JULIANA AND SECONDED BY WAYNE KOESSL FOR APPROVAL OF 9, 16, 17 AND 23RD. ALL THOSE IN FAVOR SAY AYE.

Voices:

Aye.

Michael Serpe:

Opposed? The ayes have it.

4. CORRESPONDENCE.

Jean Werbie-Harris:

I have none this evening.

5. CITIZEN COMMENTS.

Michael Serpe:

We have a number of public hearings tonight. If you wish to comment on one of those items that's on the agenda you can hold your comment until that item is called. If there's anything else that anybody is wishing to speak on that's not on the agenda now is your opportunity to talk. We just ask that you give your name and address. Anybody wishing to speak? Anybody wishing to speak? We'll close citizens' comments.

6. UNFINISHED BUSINESS.

Michael Serpe:

We need to take Item A off the table.

Wayne Koessl:

So moved, Mr. Chairman.

Judy Juliana:

Second.

Michael Serpe:

MOTION MADE BY WAYNE KOESSL AND SECONDED BY JUDY JULIANA TO TAKE ITEM A TABLED DEVELOPMENT AGREEMENT OFF THE TABLE. ALL THOSE IN FAVOR SAY AYE.

Voices:

Aye.

Michael Serpe:

Opposed? The ayes have it.

- A. Consider approval of the tabled Development Agreement for the request of Brian Dunn of Mead & Hunt, agent on behalf of HARIBO of America Manufacturing, LLC for the development of a 136.8 acre property generally located at the southwest corner of 120th Avenue (West Frontage Road) and CTH C (Wilmot Road) for the construction of a new manufacturing facility to produce Gummy Bears and other HARIBO products.**

Nathan Thiel:

So over the past couple of weeks the Village has been working back and forth with Haribo to finalize the developer's agreement. It should have been provided you this afternoon. Most of the information I presume that you've gone over in detail during the TSA. So we do have Quarles & Brady here this evening if there are any questions. But unless you have specific questions I think you probably know it even better than I perhaps. So with that are there any specific questions that you have for the group?

Michael Serpe:

Whatever you care to give on this, Nathan, or if anybody has any questions we can bring it up.

Nathan Thiel:

So I can give you kind of basic highlights. Basically we've created a developer's agreement in which I think the Village staff is satisfied in providing sufficient protections against the possibility of the development not going through. But we're going forward with high expectations. I think that Haribo is pleased with the agreement themselves. We've worked through several details from what would happen or what would take place in several iterations. I don't know how much detail you want me to go through, Chairman Serpe. But more or less both parties are pleased with the developer's agreement.

Wayne Koessl:

Mr. Chairman, I read through it this afternoon, and I think I could see both parties are pretty well covered in that agreement.

Michael Serpe:

Kevin, is there anything that we should know about this that you can add or shed some light on.

Kevin Long:

Kevin Long [inaudible], 7945 North Fairfield Road, Fox Point, Wisconsin. As was mentioned before this is a complex agreement because this is a really big project on both sides. I think both sides did their due diligence. Scott Langlois is here and can help answer fine points with respect to the provisions at issue. But working with counsel for Haribo both sides really tried to think of different things that could get the parties off track and how they would deal with those and came to an agreement that both sides can live with.

Michael Serpe:

Far be it from us to question lawyers from Haribo's side and from Quarles & Brady. And I would be very satisfied if they're satisfied and staff is satisfied. It's up to the Commission to ask questions or give your opinions.

Mike Pollocoff:

I concur with Kevin's comments. It's been nice working with the representatives from Haribo to get a project that we both want. It's a little unusual because we're the developer in this case. We're usually just approving someone else's development going through it. In this case we're the developer. We're just getting ready to start the improvements. And Haribo being an important and critical part of the development, what their development evolved at really was critical to how we started the rest of the development off. We don't want to have their development be hurt in any way by the rest of it, and we don't want their development to impact the other parties and neither do they. So there was a lot of things to work through that normally we wouldn't be dealing with. So that's one of the things that made this a little bit unusual.

But I think it's a sophisticated agreement. Kevin told me earlier it's by two sophisticated parties, and I think it will serve everybody well. The project is going out to bid, the Village portion of the project, for the public improvements any time this week. So once we start we're going to be going like mad to get that thing done. And some of these issues that are anticipatory just go away. So I think it's a good agreement. I'm not concerned that [inaudible], it's a good solid agreement for both parties.

Michael Serpe:

As long as our counsel is satisfied that this Village is protected in something like this that's our main concern.

Wayne Koessl:

Mr. Chairman, if there are no further comments I'd recommend that the Plan Commission send a favorable recommendation to the Village Board to approve the development agreement as presented at the May 14, 2018 meeting.

Judy Juliana:

Second.

Michael Serpe:

MOTION MADE BY WAYNE KOESSL AND SECONDED BY JUDY JULIANA FOR APPROVAL OF THE DEVELOPMENT AGREEMENT. ALL THOSE IN FAVOR SAY AYE.

Voices:

Aye.

Michael Serpe:

Opposed? The ayes have it. Kevin, thank you. Scott, thank you. And, Haribo, thank you. Items B and C will remain on the table. We don't need a motion on that, do we Jean?

Jean Werbie-Harris:

No.

7. NEW BUSINESS:

D. Consider approval of the Declaration of Covenants, Conditions, Restrictions and Easements for the Prairie Highlands Corporate Park.

Jean Werbie-Harris:

Trustee Serpe, as part of the development of the Prairie Highlands Park, the Village as the developer has prepared a detailed set of declaration of covenants, conditions, restrictions and easements that will cover the entire Corporate Park including the Haribo property, the Aurora property and all the balance of the vacant land for the development of the park. And just as with most covenants and restrictions there are certain sections that we have worked through that cover definitions, the property that's subject to the declarations, specific restrictive covenants, that we are creating an association for the follow through and enforcement of these regulations.

There's rules, bylaws that are being created. There's a Board of Directors that is set forth to be created as part of these declarations, an Architectural Control Committee that will actually review the sets of plans and documents and site plans that come into the Village, as well as there's some details with respect to the basis of the approval, the timing for the decisions of the approval, and all the other requirements that set forth what an Architectural Control Committee and an association would typically do as part of overseeing the development of a particular subdivision or any type of development.

These declarations are specific to Prairie Highlands. And for the most part in certain areas they are more restrictive than the Village ordinances, but in some cases they're the same as Village ordinances. But it was very important for us to identify that there's a lot of common open space areas within this development that will be maintained by the association such as the stormwater ponds, the outlots. There's going to be some walking trails, street trees. There's a number of things within this development that will be overseen by the association. We also intend to put development monument signage within the corporate park. And, again, those will be designed and presented and installed as well as markers for this development.

So this, again, was something that we worked on diligently with our attorneys and actually with Haribo's attorneys as well. They are the first tenant in the Corporate Park, and so there are some specific references to them and their concerns in the Corporate Park. And we also have already started working with Aurora, and these declarations reflect some of their concerns as well. And, again, both of our attorneys are here if there are any questions. Scott Langlois had drafted these declarations for us with the staff review. So if there's any specific questions I'm sure Scott or Kevin would be happy to answer.

Michael Serpe:

Comments or questions from the Commission? What's your pleasure?

Mike Pollocoff:

Mr. Chairman, I'd move that the declaration and covenants, conditions, restrictions and easements for Prairie Highlands Corporate Park be approved as submitted.

Brock Williamson:

Second.

Michael Serpe:

MOTION MADE BY MIKE POLLOCOFF AND SECONDED BY BROCK WILLIAMSON FOR APPROVAL OF THE DECLARATION OF COVENANTS, CONDITIONS, RESTRICTIONS AND EASEMENTS FOR PRAIRIE HIGHLANDS CORPORATE PARK. ALL THOSE IN FAVOR SAY AYE.

Voices:

Aye.

Michael Serpe:

Opposed? The ayes have it.

E. PUBLIC HEARING AND CONSIDERATION OF A ZONING MAP AMENDMENT for the request of Gregory and Joya Santarelli, owners, to rezone the vacant properties west of 11878 25th Court from the R-4, Urban Single Family Residential District into the R-3, Urban Single Family Residential District so that all three properties are zoned within the R-3 District.

Jean Werbie-Harris:

I would ask that Items E and F be taken up at the same time. Both projects relate to the same request. I think we can do that and we don't need a motion. Separate action will be taken on both.

F. Consider approval of a Lot Line Adjustment for the request of Gregory and Joya Santarelli owners of the properties to combine the two vacant properties west of 11878 25th Court and add approximately 145 feet to the property at 11878 25th Court.

Jean Werbie-Harris:

So Item E is the public hearing and consideration of a Zoning Map Amendment for the request of Gregory and Joya Santarelli, owners, to rezone the vacant properties west of 11878 25th Court from the R-4, Urban Single Family Residential District, into the R-3, Urban Single Family Residential District, so that all three properties are zoned within the R-3 District.

And then the next item is to consider approval of a Lot Line Adjustment at their same request the Santarellis, owners of the properties to combine the two vacant properties west of 11878 25th Court and add approximately 145 feet to their property at 25th Court.

The owner of the property located at 11878 25th Court identified as Tax Parcel Number 92-4-122-361-0501 and the vacant properties to the west, Tax Parcel Numbers 92-4-122-261-0045 and 92-4-122-361-0050, are proposing to reconfigure their properties so that the two properties will exist. Specifically 145 feet of the vacant property is being added to their property, and all of that property would be placed into that R-3, Urban Single Family Residential District.

Their existing property at 11878 25th Court has an existing home and is zoned R-3, Urban Single Family Residential District. The vacant properties to the west are zoned R-4. The properties are all proposed to be put into that district. The R-3 District requires a minimum of 20,000 square feet with a minimum frontage of 100 feet on a public roadway. So upon completion of the Lot Line Adjustment their property will be 1.56 acres, and the remaining property will be .72 acres.

The Lot Line Adjustment upon approval of the Zoning Map Amendment this evening will comply with the requirements sets forth in the Village Zoning Ordinance as well as the Land Division and Development Control Ordinance. So, again, where their property is located it's in the Tobin Woods Subdivision, and they have decided to purchase additional properties next to them, raze the structures and attach it to their property. This is a matter for public hearing. This is the Zoning Map Amendment.

Michael Serpe:

This is a matter for public hearing. Anybody wishing to speak? Anybody wishing to speak? Joya, do you have anything to add?

Joya Santarelli:

No.

Michael Serpe:

We'll close the public hearing and open it up for comments and questions.

Wayne Koessl:

I have no comments. I would move that Item E be rezoned to vacant properties and Plan Commission send a favorable request to the Village Board to approve the Zoning Map Amendment.

Judy Juliana:

Second.

Michael Serpe:

MOTION MADE BY WAYNE KOESSL AND SECOND BY JUDY JULIANA FOR APPROVAL OF THE ZONING MAP AMENDMENT. ALL THOSE IN FAVOR SAY AYE.

Voices:

Aye.

Michael Serpe:

Opposed? The ayes have it. Item F, Lot Line Adjustment.

Bill Stoebig:

I would approve the Lot Line Adjustment as discussed.

Judy Juliana:

Second.

Michael Serpe:

MOTION MADE BY BILL STOEBIG AND SECONDED BY JUDY JULIANA FOR APPROVAL OF THE LOT LINE ADJUSTMENT. ALL THOSE IN FAVOR SAY AYE.

Voices:

Aye.

Michael Serpe:

Opposed? The ayes have it. Thank you. Joya, that wasn't so hard now was it? Item G, H and I will be taken all at once as one and individual or separate action on all three, G, H and I.

G. PUBLIC HEARING AND CONSIDERATION OF PLAN COMMISSION RESOLUTION #18-14 FOR THE FOLLOWING COMPREHENSIVE PLAN AMENDMENTS for the request of Dan Szczap agent for Bear Development, LLC on behalf of BFU II, LLC owners of the vacant property at the southeast corner of 22nd Avenue and 91st Street to amend the Village of Pleasant Prairie, 2035 Comprehensive Land Use Plan Map 9.9 to place the wetland area (excluding the wetland areas allowed to be filled by the Wisconsin Department of Natural Resources) within the Park, Recreation and Other Open Space lands with the field verified wetland land use designations; and to update Appendix 10-3 of the Village of Pleasant Prairie Wisconsin, 2035 Comprehensive Plan to include said amendments.

- H. PUBLIC HEARING AND CONSIDERATION OF ZONING MAP AND TEXT AMENDMENTS INCLUDING FINAL RESIDENTIAL DEVELOPMENT PLANS AND DSIS AGREEMENT AND ACCESS EASEMENTS for the request of Dan Szczap, agent for Bear Development for the development of the vacant land located at the southeast corner of 91st Street and Springbrook Road to be known as Eva Manor. The development includes a 42-unit senior housing apartment building and an 8-unit family townhome building. Specifically the field delineated wetlands (excluding the wetlands allowed to be filled by the Wisconsin Department of Natural Resources) are proposed to be rezoned into the C-1, Lowland Resource Conservancy District and to rezone the entire property within the PUD, Planned Unit Development Overlay District. In addition, to create the specific PUD Ordinance for said development.**
- I. Consider the request Dan Szczap, agent for Bear Development for approval of a Certified Survey Map, Vacation of Easements, Development Agreement and related documents for the multi-family residential development of the vacant land located at the southeast corner of 91st Street and Springbrook Road to be known as Eva Manor.**

Jean Werbie-Harris:

Trustee Serpe and members of the Plan Commission and the audience, these items are related and will be discussed at the same time, however separate action is required. The petitioner is requesting the final approvals for the redevelopment of the property located at the southeast corner of 22nd Avenue and 91st Street with a 42-unit senior housing apartment building and an 8-unit family townhome building to be known as Eva Manor.

As background information, in December of 2007 the Village approved a Final Condominium Plat for the Springbrook Place condominium development, and the developer entered into a Development Agreement and submitted an Irrevocable Letter of Credit for the public and private improvements on the site. In 2007, a developer funded Pay-Go Tax Increment District or TID 4 was created by the Village to assist the developer in the reimbursement of the site remediation costs as tax increment is generated from the new development on the site.

Under the TID, the Village agreed to reimburse the developer for certain eligible costs incurred by the developer in connection with the demolition of an existing dilapidated structure and the remediation of contaminated soils as an incentive to the developer to redevelop the property in accordance with an approved TID project plan. The Village feels that unless the Village had provided the financial incentive to the developer, the developer would not have taken the purchase of the blighted site and the remediation and redevelopment of the property.

Since the TID was created, the developer has razed the existing commercial structure, remediated the known soil contamination and monitored the ground water. Between 2007 and 2017 the general decline in the condo housing market had made the construction schedule for the proposed condominium units economically challenging, and the developer has requested several time extensions through TID Development Agreement amendments related to the new development construction time line.

On August 16, 2010, the Board approved the Third Amendment to the Development Agreement relating to extending the time frame to start the project. The developer vacated the Springbrook Place Condominium Plat but reserved the right to bring back the Preliminary Plat back at a later date. The Village Board granted the developer's request for the TID to remain in place as long as the developer had taken the necessary steps to comply with the conditions to fill in the basins, to spread the large stock pile of top soil on the site or remove it and to stabilize the site. The Village then released the developer's Letter of Credit as the project was put on hold.

The developer indicated that he did not intend to develop the property until the market conditions improve; however, in order to fulfill his commitment to the redevelopment the property, the developer had requested and the Board approve the Preliminary Condominium Plat for Springbrook Place II Condominium which was identical to the previous plat pursuant to the Village Board Resolution #10-34. The approval was valid for three years or until September 20, 2013.

On January 30, 2012, the Village Board conditionally approved a Comprehensive Plan Amendment, Ordinance 12-03, and a Conceptual Plan to develop the property with a different product, a 46-unit affordable, independent senior-only apartment complex. In addition, a Zoning Text and Zoning Map Amendments were approved to amend the Zoning Map to remove the previous PUD overlay district from the property and then to amend the Zoning Text to delete the Springbrook Place Condominium Planned Unit Development as a result of now the proposed senior housing development.

On February 28, 2017, the Village provided the attached letter to the Wisconsin Housing Economic Development Authority that outlined the extent of the financial participation including the funds spent to date, the future financial contributions and the waiver of a portion of the impact fees by the Village for the senior apartment building.

On April 2, 2018, the Board approved an amendment to the Barnes Creek Neighborhood Plan and conditionally approved a Conceptual Plan to develop the property with a 42-unit senior housing apartment and an 8-unit multifamily townhome component.

So the final residential development plans are presented to you this evening. The senior housing is a four story senior apartment building with 42-units of affordable, independent senior apartments. There will be a variety of 25 1-bedroom units and 17 2-bedroom units with amenities including a community room, fitness facilities and an outdoor patio gathering space. Trees and landscaping will remain on the south side of the site, and attractive landscaping will be provided throughout the development. The building will include seven unique floor plans as identified below in the chart. The average unit size 821 square feet, average one bedroom size, 691 square feet, and average two bedroom size 1,011 square feet. For the multifamily townhome portion of the development, a two-story townhome building with 8 3-bedroom units will include individual entrances and an attached one car garage for each unit with direct entry from the garage into the unit. The 8-unit townhome units will average 1,312 square feet.

The site will also include 12 detached garage units that will be available for any of the units on the site and 66 surface parking spaces including the handicapped accessible spaces. The site will also include a stormwater detention facility at the northeast corner of the site adjacent to 91st

Street. The garbage dumpster enclosure will be attached to the south end of the garage units so it's not going to be sitting out in the middle of the parking lot.

Under this project WHEDA tax credits are being proposed. The developer has received approval from the Wisconsin Housing Economic Development Authority or WHEDA for tax credits. To the extent consistent with the applicable laws of the State of Wisconsin and the United States concerning fair housing, the senior housing component of the development shall be age restricted to individuals who are 55 years and older. In addition, the 42 units within the senior building shall be income restricted for a period of 15 years commencing on the date such facility is placed into service or their occupancy.

Subsequent to the foregoing time period, the developer may at its option charge market rents for any or all of the units within the building. However, the developer has agreed to place a written commitment and restrictive covenant that the senior independent apartment building will be remaining as housing for seniors over age 55 after the WHEDA tax credits are all paid off in 15 years for another 15 years or a total of 30 years. The 8-unit buildings will have a 30 year income restriction.

The monies raised via the sale of the tax credits will be used as equity for the development. In addition to the tax credit equity, the developer will also be seeking a traditional construction permanent loan, an AHP grant for the Federal Home Loan Bank of New York and deferred developer fees to finance the balance of the project costs. In exchange for the tax credits the developer agrees to lease 96 percent of the units to seniors that are making at or below 60 percent of the median county income. All of the three bedroom units will be leased to households earning less than 50 percent of the County median income.

The following presents the proposed monthly rental rates for each unit type under the requirements of the WHEDA tax credit programs. So as you can see the rents vary for the family units. They'll average about \$760, and the senior they vary from market rate at \$975 all the way down to the one bedroom units as low as \$356.

With respect to onsite parking, pursuant to the Village Zoning Ordinance, the minimum number of parking spaces for senior housing is one space per two bedrooms; and the minimum number of parking spaces for three bedroom multifamily units is 2.5 spaces for each dwelling unit; 75percent of the spaces shall be within an enclosed garage structure, plus one space for every eight units for guest parking wherein the location of parking spaces and garage location is subject to Plan Commission approval which you've already given based on the conceptual plan. In addition to these minimum requirements the required handicapped accessible parking spaces shall also be provided.

The senior housing component of the development will have 59 bedrooms; therefore, at least 30 parking spaces are required. The three bedroom townhomes require a minimum of 20 parking spaces wherein 15 spaces shall be enclosed, plus one space for guest parking. Based on the foregoing, 51 parking spaces of which 15 are enclosed are required plus the handicapped accessible parking. The development includes 73 surface parking spaces including four handicapped accessible and 20 enclosed garages of which eight are attached to the townhome buildings.

Municipal services and public improvements for the development, approximately 6,754 square feet of land was already dedicated for the future widening of 22nd Avenue by CSM 2616. Additional right of way is intended to be dedicated by the developer. Some easements previously dedicated on CSM 2616 are proposed to be vacated, and new storm water, utility and vision triangle and landscaping easements are anticipated to be dedicated on the CSM. Again, the previous CSM was based on a previous floor plan and conceptual plan. So now they're going to need to vacate some of those easements and rededicate them in new locations on the new CSM that we have for you this evening.

The Village can only release easements granted to the Village and other easements that need to be vacated by We Energies, and right of way agreements for ingress and egress need to be released by those easement holders. There is a letter from the Village's attorney that I've included from April 11, 2018 that talks about these easement vacations and then easement released. Recorded copies of all easement vacations will need to be provided to the Village.

With respect to public improvements, the Village municipal water will be extended within 22nd Avenue and two water laterals will be extended, one to service the two buildings and one to service the fire hydrant and FDC in the northwest corner. The buildings will connect with a lateral to the existing City of Kenosha sanitary sewer within 22nd Avenue. The 91st Street right of way is located in the City of Kenosha. Springbrook Road or 22nd Avenue right of way is located in the Village. No sidewalks are being proposed in either 91st Street or 22nd Avenue at this time.

Street trees will be required to be installed every 50 feet along 22nd Avenue and 91st Street abutting the property. Again, as we get to the very south end of 22nd Avenue there is a pretty thick tree line, so we'll have to evaluate whether or not street trees will need to be placed at that location with that tree line. It depends if any of those trees are disturbed or removed as part of construction.

There is a Development Agreement that was drafted that specifies the developer's obligations and financial security for the required public improvements. And that is set forth in the packets as well. I've made a couple of corrections. There was a question as to whether or not a letter of credit or a performance of payment bond was going to be provided by the developer. I've gotten that clarified this evening so we will get that language corrected to reflect the financial security that they're providing.

Under wetlands, a detailed wetland delineation was completed by RA Smith in September of 2017. Two small wetland pockets were delineated. The petitioner obtained permits from the Wisconsin DNR and the US Army Corps of Engineers to fill some of the wetlands; however, the DNR will require that 175 square feet of wetlands basically in the 22nd Avenue ditch line shall be preserved. And so they intend to preserve those wetlands. Again, it's the requirement that you avoid and minimize so they'll reserve those in the ditch line.

The wetland area to remain will need to be shown on the 2035 Comprehensive Land Use Plan Map as part of a Park, Recreation and Other Open Space lands with the field verified wetland, and that is through Plan Commission Resolution 18-14. In addition, this wetland area will need to be placed rezoned into the C-1, Lowland Resource Conservancy District. And all of the non-

wetland areas will remain in the R-11, Multiple-Family Residential District, and the entire property will be located within a Planned Unit Development or a PUD Overlay District.

Developing the PUD allows for some flexibility with respect to some of the requirements of the Village Zoning Ordinance specifically as long as there is a defined community benefit. The following modifications from the Zoning Ordinance are included in the PUD. They include:

- To allow for more than one multi-family building on the property, there will be two.
- To increase the number of apartment units per building from 24 to 42 for the senior-only apartments.
- To increase the net density allowed in the R-11 District from 9.6 to 15.6 per net acre. Again, this is to accommodate the senior development. The approximate 3.2 net-acre property will provide a net density of 15.6 units per acre. A total of 56 percent of the site will remain as open space or 1.8 acres. The open space areas will include the stormwater basin at the northeast corner of the site, a woodland area along the southern portion of the site and then setback open space around the periphery of the site.
- To allow for the senior apartment one bedroom units to be reduced from a minimum of 700 square feet to 675 square feet per unit.
- To allow for senior apartment two bedroom units to be reduced from a minimum of 1,000 square feet to 980 square feet per unit.
- To increase the building height of the senior building from 35 feet to 53 feet.
- To allow for the setbacks of the building to be reduced from 25 feet to 15 feet from the wetlands.
- To reduce the minimum building setback to the 91st Street from 65 feet to a 50 feet.
- To reduce the minimum building setback along 22nd Avenue from 65 feet to a 30 feet. Again, no direct access to the development from 22nd Avenue.

In consideration of these modifications to the Village Zoning Ordinance, the following shall be community benefits as defined by the developer and identified by him:

- The senior apartment units shall be restricted for seniors 55 years of age and over. The developer has agreed to place a recorded restrictive covenant that the senior independent apartment building will remain as housing for seniors after the WHEDA tax credits are paid off for another 15 years or a total of 30 years. And they have drafted a restrictive covenant to that effect that will be recorded at the Register of Deeds office.
- Although there is no C-2 woodland conservancy zoning on the property, the wooded area located along the southern boundary will continue to be preserved and protected within the Dedicated Woodland Preservation and Protection Easement that's been identified. In addition, a series of evergreen trees are also going to be planted as an additional buffer.

- Both the senior apartment building and the townhome style apartment building will be fully sprinklered including the attic areas.
- The Village approved Digital Security Imaging System known as the DSIS pursuant to Chapter 410 of the Municipal Code shall be installed, inspected and be operational for the development. I have drafted the DSIS agreement and access easement. We do have the detailed plans for the system. We need to work through a couple of the issues with respect to some camera placements, and we'll be meeting with the developer this week to finalize that.

The developer anticipates commencing construction on the development in July of 2018 with their anticipated completion of July 2019. With that there are public hearings for the Comprehensive Plan Amendments as well as the Zoning Map and Text Amendments. We'll be covering as part of the public hearing the development plans, the DSIS agreement, the access easements. And then in addition we have the Certified Survey Map on the agenda for approval, vacation of the easements, the development agreement and the related documents as presented by the developer. With that I'd like to continue the public hearing.

Mike Pollocoff:

Mr. Chairman, before we start the public hearing I have one question for staff. If you look at the municipal improvement sheet delineating the sanitary sewer and the water, is there any consideration at the end of that line, well, not right at the end of it, but to extend a private lateral that will eventually extend to the east so that it's out of the way of future road construction to prevent that road improvement from being dug up at a later date. Right at the southern property line of the development. As I'm reading through this we've secured additional right of way on 22nd Avenue, and I know the staff report says that we don't know when that improvement will take place. But it would seem that now would be the time for the cost of a lateral as part of this development to get that out of the way of future road construction and modifications there. I'm not sure if the Village engineer looked at that.

Jean Werbie-Harris:

So is that for the Mullins' property we're talking about or where we're going from 22nd Avenue?

Mike Pollocoff:

I don't know. I'm not sure where their property line starts, but it would just be -- the curve of that road starts swinging away, so I guess if that is the Mullins it would not ask them to go onto the property. It would be just to get a water lateral connected to the main and have it extend towards the property line so we're done fooling with it from the water utility standpoint.

Matt Fineour:

The water main ends at the south property line. It's right before the Mullins' property. There should be no need for a lateral other than when it gets extended again in the future. It would need to get extended to make that loop is probably when you want to install a lateral. My

understanding what you're going at is for the Mullins' property or the property to the south. So I think for any road reconstruction along 22nd Avenue would happen I would recommend that that water main be extended to actually complete the loop and at that point in time place that lateral in the proper location for the lot to the south so it's in their property, not north of their property line.

Michael Serpe:

Matt, while you're still there, before we open it up to public hearing if it was mentioned I didn't hear it, is 91st Street at 22nd Avenue, on 91st Street is that slated for any improvement there to accommodate this development?

Matt Fineour:

No, it's not. As part of the engineering requirements I had them perform an abbreviated traffic impact analysis for that intersection. The development does not require any improvements of that intersection. Probably long term as that area develops that intersection may be looked at especially a larger development where the old Keno property or something like that if we get a large development there. But at this point in time there's no warrants for any kind of improvements.

Michael Serpe:

The only reason I bring it up is that intersection at least somebody coming northbound on Springbrook making a right turn on 91st it's not an easy turn. I just was wondering if this was the time we should be looking at that.

Matt Fineour:

I had the same concern. I reviewed the development as far as that intersection. So like I said I did have them do a TIA and got the results.

Wayne Koessl:

Before you go to the public hearing, through the Chair, Jean, on page 7 you have 16 plan changes that you submitted. Did you submit them to the developer?

Jean Werbie-Harris:

Yes. In fact, we just reviewed them all between five and six o'clock tonight.

Wayne Koessl:

He's okay with them then?

Jean Werbie-Harris:

Yes.

Wayne Koessl:

Okay, thanks.

Michael Serpe:

This is a matter for public hearing. Anybody wishing to speak? S.R.?

S.R. Mills:

S.R. Mills with Bear Development, 4011 80th Street, Kenosha here to answer any questions you might have. We were tasked with a few items when we last met, and I think we've worked hard with staff to address those and try and provide a little further clarification as mentioned. Staff provided some additional details of which many of them have been working them in. But we're good with everything discussed to date and excited to potentially move forward on this here in mid summer.

Michael Serpe:

We'll keep the public hearing going, if anybody has any questions I'm sure you'll be up there. Anybody else wishing to speak? Yes, sir?

Al Mullins:

I'm Al Mullins, 9145 22nd Avenue. I was interested in a water line getting moved over so we can get this thing going. Right now we have a lot of dead trees on the property, and we've been working on removing them. We've got \$4,000 worth of trees we had to remove because everything was rotted on that side, on the north side. All the trees have fallen down. And the trees on the other side need to be removed, too. We got a big ash tree that needs to come down.

Michael Serpe:

Anybody else wishing to speak?

Virginia Mullins:

I'm Virginia Mullins, 9145 22nd Avenue. Al was elaborating, we share the north, our north property line is the south property line of this proposed development. The last meeting we were in we had raised the issue about removing the conservatory status of all that woodland area right there due to the trees rotting and breaking. They're falling on our property. We have trees on our property that are also rotting and falling over because of the flooding from that lot onto ours. And correct me if I'm wrong, I thought we had agreed last meeting to we can remove those trees, but in this meeting I'm hearing not. So can we get some clarification?

Michael Serpe:

We'll get an answer for you.

Virginia Mullins:

Okay. The other thing is, and I apologize, I couldn't really make out where the wetlands were, where they're being moved to. And I don't know if I need to be more concerned about that because that whole section of our property right now today is underwater because of all the flooding. So when you say wetlands, yeah, we want less water there. And the last thing I have we had talked about having -- we have been asking for a fence to be installed. And I didn't hear anything, yes, no, maybe. But that is a big concern of ours given that there is a possibility of a large number of loose dogs that are there.

Michael Serpe:

Okay, thank you. Anybody else wishing to speak? Anybody else? S.R.? Who wants to address these concerns?

Jean Werbie-Harris:

I'll have S.R. come up, and then I can address some things, too. But it sounds like we're going to talk about trees, the wetlands that we're creating and then a fence along the south side.

S.R. Mills:

Correct. To address Mrs. Mullins' first point about the dead trees she's spot on that it has become very wet in there. And because of that we have some dying and decaying trees that need to come down that we'd like to go in that conservation easement area and clean up all the dead trees. So we would like to have the ability within the development agreement to do that. And then go back in, and we actually have done an internal tree assessment to see exactly where we can do the new plantings on that south property line.

What we talked about at the last meeting is a Norway Spruce which will plant somewhere between 12 and 17 feet, and it can grow 50 to 80 feet. So it will do we think a great job of screening the property there to make sure any height issues are mitigated and really create that fence look that the Mullins would like. And it would also be nice, for both properties it would be a benefit. So we would like to be able to go into that easement area, clean up the dead trees and solve that immediate problem.

As far as solving the issue that created the problem a lot of it was different grades and properties without stormwater going in. This development will inherently solve that. We will no longer have the property sheet drain to the south or components of it where it currently all pools up on that property line and causes an issue. So this will solve that by putting in the stormwater basins and diverting the water throughout the property. So I think both solutions when coupled together here will work well for all parties.

As it relates back to the wetlands, wetlands was a bit of a surprise to us. When we did a wetland delineation eight years ago there were no wetlands. But yet when we did the wetland delineation which we didn't think we really were going to have to do because the property was disturbed and graded, lo and behold they decided that some of the areas even though they're pocket small areas are actually wetlands. And it's not along the border there. It's actually in the northern part on the

western side of the site. So we can see the area that's highlighted there. So it's a bit of a surprise. So it's really not a wetland. Wetland as most people think about it is a permanent swampy area, just more delineation of the actual soils and some of the vegetation that used to be there. So as part of the process with the DNR we have to allocate and balance that out.

The last item was the fence. So we mentioned at the last meeting we can install a fence. We've never had a pet issue in the past. Certainly I think that's probably a management thing as much as anything. But with that said a fence could be installed on that southern border. We do have the components of a fence. So this landscape plan based on some of the staff comments will be updated on the western side on the townhomes on 22nd Avenue in between the landscape areas. A short wrought iron fence we think will look nice, but it will also be good for any concerns of small children or pets or things running around.

I don't believe a fence is going to be needed on the south side, but with that said I want to make sure we address any concerns. And we can do something there if that gives everybody comfort. But I do think we're talking a very significant planting process there with these Norway Spruce that aren't going in as saplings. They're going in as big trees. And I believe we'll alleviate, but I defer to the Commission and what the wishes are.

Michael Serpe:

Onsite management 24/7?

S.R. Mills:

Correct. So we have a full-time property manager that will be there. They don't live onsite. We found that we get a better experience for our tenant base as well as we get a higher quality staff when you don't have to live where you work. And we do have 24/7 emergency maintenance, property maintenance. So we have 24/7 on all of our properties that if there is an issue there's a number that's called, and they have immediate service that comes out. But we have a traditional nine to five person that will be full-time at the site as well.

Michael Serpe:

S.R., have you had any concerns with the subsidized housing, the three bedrooms units, and any of your properties have -- now we're mixing it in with the seniors. Is there going to be a little conflict in there someplace?

S.R. Mills:

It's a good question. We like mixed communities from the standpoint of not only on the income side, if it's all market rate, high end, high end or all lower end on the economic side. We think either one of those isn't maybe the best solution, and that if we do a mix that works pretty well. So one of the things you can see on our rents is we have a combination of rents that are \$450 to north of \$1,000 and have that work pretty well. It's not a perfect example, but it's a local example and it's good. We have the highest rents in Kenosha County down at Fifth Avenue Lofts in downtown Kenosha. And we also have the same unit that leases for \$450 a month.

And so what we found is that good management alleviates a lot of those concerns. We have the same restrictions whether it's a market rate or whether it's a restricted unit. Everybody has to pass the same tests in being good citizens and lawful sources of income and that whole side of it. So we really haven't had any issues. We always have tenant issues. That's whether it's in a -- there's always things that come up. But we're very, very diligent on that. We recognize that if we have a problem tenant, and we found that problem tenants aren't specific to income class. You can get problem tenants at the highest end or the lowest end that we evict early and often because it's like a poison. And the last thing we want to do is have a bad tenant affect good tenants.

So our goals are very mutually aligned on that that we take it real serious. And sometimes you get bad senior tenants, too. It's not as often in the family side. But the three bedroom units that we're talking about here rents are hovering by the time everything gets added in they'll be \$950 a month, utilities and everything baked in. These are good working folks that make \$30,000 to \$50,000 a year that would be in these units. So we don't anticipate any issues. And if there are it will be for us to handle on the management side.

Michael Serpe:

Thank you. Anyone else wishing to speak? Yes, Mrs. Mullins?

Virginia Mullins:

I do have a -- address the Commission please. I do have a question for Bear, and it's about their vetting process. Since they're here maybe you can explain what you're looking at. There's concern amongst the neighborhood because these are low income. So I'd like to feel more comfortable that you're screening the applicants, and tell me about that. Virginia Mullins.

S.R. Mills:

So to answer that our screening process is the same whether it's Market Square which is a new development we just opened in Somers at market rate, or workforce housing or senior affordable. Everybody has to pass. We have a criminal background checks. So everybody has the same standard we have to adhere to as far as no felony drug convictions. There's a list of criteria. And we max out what we can lawfully do. So one of the benefits to being in this market right now in southeastern Wisconsin is that we have 98 percent occupancy throughout our product. We think some of it is because we manage well. We think we build a really good product.

But some of it is just the market so we can be very, very choosy. So we take the highest restrictions that we legally can to make sure we mitigate as much of that risk by having really high quality people. We do all of the reference checks related back to past tenants and what those relationships have looked like. And the other thing we do as far as the income side of it because we don't want to set anybody up for failure, whether it's a unit they can't afford or whatever that case might be. So after the criminal background checks are passed, all the lawful sources of income, everybody's jobs, we look at what they have, what they can pay.

On that there's a couple of different criteria. Its workforce housing so there's a limit to what we can charge. If we say that \$800 a month rent, so we're going to charge that \$800 a month and we

look at it two ways. There's a cap where it can't be somebody making more than, say, \$60,000, a family of four they can't have a source of income more than \$60,000. We also look at the reverse of that. We don't want anybody spending more -- the average is we don't want anybody spending more than 30 percent of their income on rent. It can dip a little bit below that. I think our threshold is like 26 percent, 25 percent.

So we kind of find the middle ground where we don't want somebody coming into a unit that they just can't afford, and there's just no way that it's going to make sense. So we have boundaries on both sides of it that most of our peers do but not all. Many of the peers just look to can you get the security deposit and can you make the first months' rent and then we'll figure it out later. We don't operate that way. And so it's proved that we have a much lower turnover than many of peers as well. Senior buildings it's 30 percent to 35 percent. We typically do a lot less than that which means far fewer people move out of our buildings on a regular basis. So to answer Mrs. Mullins' question we have very strict criteria. We max out what we can legally do. The combination of background checks, criminal checks, reference checks on prior landlords, and then doing a deep dive into the income side of it gives us a pretty good vetting process.

Michael Serpe:

Thank you. Anybody else wishing to speak? Jean?

Jean Werbie-Harris:

I just have a quick question about pets for the building. At this point what does your current lease tell you about how many pets and what size, and I guess I'll have the Plan Commission respond to that.

S.R. Mills:

Yeah, it's changed. I have to think what we -- remember exactly what we have here. Typically it's no dog -- it's either one animal. It can never be two dogs, and the dog can't be more than 50 pounds. So black labs are always -- but generally on these types of units it doesn't become a concern. The way we design our product, too, is a little different with the LVP flooring and to make sure it's scratch proof and pet proofed as best it can be. And we can provide the specific criteria here. But we do allow pets. Pets actually help our retention as long as the units are designed great to be able to deal with them. It works pretty well. In general in a product like this in the senior side one out of the 15 units will have a pet. So we're looking at four to five pets for the 42 unit building.

Jean Werbie-Harris:

So one pet per unit, maximum of 40 pounds?

S.R. Mills:

Forty?

Jean Werbie-Harris:

Forty it is at full growth.

S.R. Mills:

That will work.

Jean Werbie-Harris:

We just want to be consistent.

Michael Serpe:

Anybody else wishing to speak? Anybody else? We'll close the public hearing and open it up for comments and questions from the Commission.

Wayne Koessl:

While we have S.R. up there I really like your color combination for the exterior.

S.R. Mills:

Thank you.

Wayne Koessl:

I think it all blends together and looks great.

S.R. Mills:

We've had some success with that in Burlington, and so we're going to try to do that and make it a little bit better. We're mixing up a little bit of the brick.

Deb Skarda:

I have a question. S.R., are you going to open up the community room for rental to external parties, or is it only going to be for residents?

S.R. Mills:

No, only for residents.

Brock Williamson:

When you say senior housing 55 and older, can they have college student's home for the summer? Or is it only going to be older folks over 55?

S.R. Mills:

We would like to -- kind of like the village is in Florida, they have their stuff set up that you can only have visitors for a certain period of time. And we're limited with what we can do with fair housing on that. So the way it's designed, the way it's set up, the clientele base here will not be conducive for long-term stays. But we can't prohibit that from happening. If somebody is coming back from college or there's a grandchild for a few months that is allowed.

Michael Serpe:

Any other questions or comments?

Wayne Koessl:

If not, Mr. Chairman, I would move the Plan Commission approve Plan Commission Resolution #18-08 and send a favorable recommendation to the Village Board to approve the Comprehensive Plan Amendment as presented.

Michael Serpe:

This is Resolution 18-14?

Wayne Koessl:

I have 18-08 here on the recommendation. I'll amend it to 18-14 then.

Michael Serpe:

Is there a second to that?

Bill Stoebig:

Second.

Michael Serpe:

MOTION MADE BY WAYNE KOESSL AND SECONDED BY BILL STOEBIG FOR APPROVAL OF RESOLUTION 18-14. ALL THOSE IN FAVOR SAY AYE.

Voices:

Aye.

Michael Serpe:

Opposed? The ayes have it. Item H, consideration of Zoning Map Amendment and Text Amendment.

Bill Stoebig:

I would move to approve the Zoning Map and Text Amendments including the final resolution for the development plans.

Brock Williamson:

Second.

Michael Serpe:

MOTION MADE BY BILL STOEBIG AND SECONDED BY BROCK WILLIAMSON FOR APPROVAL OF THE ZONING MAP AND TEXT AMENDMENT. ALL THOSE IN FAVOR SAY AYE.

Voices:

Aye.

Michael Serpe:

Opposed? The ayes have it. And Item I, Certified Survey Map and vacation of easements.

Mike Pollocoff:

I move approval of the Certified Survey Map.

Deb Skarda:

Second.

Michael Serpe:

MOTION MADE BY MIKE POLLOCOFF AND SECONDED BY DEB SKARDA FOR APPROVAL OF THE CERTIFIED SURVEY MAP, VACATION OF EASEMENTS, DEVELOPMENT AGREEMENT AND RELATED DOCUMENTS. ALL THOSE IN FAVOR SAY AYE.

Voices:

Aye.

Michael Serpe:

Opposed? The ayes have it. Thank you, S.R.

S.R. Mills:

Thank you.

J. PUBLIC HEARING AND CONSIDERATION OF A ZONING TEXT AMENDMENTS to amend Sections 420-38 D (6) to correct the reference to the Wisconsin Administrative Code for performance standards for odors and to amend Section 420-125.2 related to uses, mechanical screening, and hours open to the general public in the M-5, Production Manufacturing District.

Jean Werbie-Harris:

Mr. Trustee and members of the Plan Commission, this is Ordinance #18 -- to be assigned by the Board, and this is for some modifications to the M-5 District regulations as well as to performance standards. So I'll start with Section 420-38 D (6), and this is related to performance standards for odors. And the modification to the zoning ordinance is that there's been an update or a modification in the NR section or code. And it's being updated from NR 154 to NR 429.032.

The next section is a series of modifications to the M-5 District regulations. That's the Production Manufacturing District. And it's Section 420-125.2. And we did for your information set forth the entire section of the M-5 Production Manufacturing District, but I'm just going to go over those areas that are highlighted for you.

1. To amend Section 420-125.2 C (2) related to permitted service auxiliary uses in an office building is being clarified and amended to allow a daycare for children or adults not open to the general public and a fitness center not open to the general public as permitted use.
2. To amend Section 420-125.2 C (4) (c) related to permitted service auxiliary uses in a corporate campus, whether within any building or within a separate standalone building is being clarified and amended to allow a daycare for children or adults not open to the general public and a fitness center not open to the general public as permitted use.
3. To amend Section 420-125.2 E (2) to clarify that a daycare facility either for children or adults that is open to the general public is allowed with approval of a conditional use permit.
4. To amend Section 420-125.2 L (8) (b) to specify that all mechanical units ground or roof mounted shall be screened from public view by either landscaping or other approved high quality architectural grade metal screening or panels as specifically approved by the Plan Commission.
5. To amend Section 420-125.2 M(1) (a) related to hours of operation when the public is allowed to enter or remain on site for business purposes, and this is to read: From 5:00 a.m. to 12:00 midnight maximum for corporate, business and professional office uses, and service or retail uses allowed as auxiliary permitted uses, and for any daycare facilities either for children or adults that are open to the general public as may be allowed by a conditional use permit.

So those are the various changes that we are recommending to the M-5 District. And this is a matter for public hearing, and I'd like to continue the public hearing.

Michael Serpe:

This is a matter for public hearing. Anybody wishing to speak? Anybody wishing to speak? We'll close the public hearing and open it up to comments and questions from the Commission.

Mike Pollocoff:

Without hearing comments I'd move to approve.

Wayne Koessl:

I'll second.

Michael Serpe:

MOTION MADE BY MIKE POLLOCOFF AND SECOND BY WAYNE KOESSL FOR THE APPROVAL OF THE ZONING TEXT AMENDMENTS. ALL THOSE IN FAVOR SAY AYE.

Voices:

Aye.

Michael Serpe:

Opposed? The ayes have it. Let the record reflect that Judy Juliana took a little ill and she is going home.

K. Consider Plan Commission Resolution #18-15 designating proposed expanded boundaries for Tax Incremental District (TID) #5 which shall include the properties generally located at the northeast, southeast and southwest areas of IH-94 and STH 165 and the establishment of a public hearing date with respect to TID# 5, Amendment #1 Project Plan.

Kathy Goessl:

Mr. Trustee Serpe, we're bringing forward tonight the recommendation to create TID #5, amendment number one. So the initial TID was created on April 17, 2017. And the expenditure period is April 17, 2032 which is 15 years, and then the termination of this TID would be 2037. So now we're looking at starting the process to amend this TID which would be created then June 18, 2018. So we initially started this amendment shortly after the budget process, we just started to talk about this. There's traffic congestion in the area of the Outlet which we had in the general fund budget for a roundabout. We during the budget process did not approve that in the budget and determined that the TID might be a better place for it to be housed. So that's how we started the amendment late last fall.

During the spring we met with Jerry Franke from WisPark, and he wanted to create a TID called the Gateway. And that was just east of I-94 and south of 165 in that corner area. And once we started discussing with him the project cost and what needed to be covered, the project cost was less than \$3 million in total that he was requesting. And we didn't believe that creating a separate TID for that small amount was worth our time or energy to put that together. So we figured out a way to put it into TID 5 amendment number one. In addition to that Gateway project also there's some land that we own just north of there and also WisPark owns a piece. We had an interested buyer. Not sure if that's going to go through anymore yet, but we still want to include those parcels in the TID also. So when in the future that happens we can accommodate the business that may decide to go there.

So the first thing we want to do is add territory to TID #5 to incorporate the roundabout, the Gateway and this land north that we own of 165. So this is the general area map of the areas. The original TID is just on the west side of I-94 generally south of County Trunk C and north of 165. We're looking at that A, that green on the right hand side, that is the roundabout area south of 165, and the Gateway north of 165. And A1 is the land that we own and WisPark owns that we're looking at a corporate office headquarters there. So those are the ones we're asking to be amended into the TID for a boundary adjustment.

This is a schedule that we currently have set for the TID 5 amendment one. Tonight the initial Plan Commission meeting to set the boundaries and to set a public hearing date. And then our first Joint Review Board would be May 30th, and then back to the Plan Commission if we agreed on the date of June 11th for the public hearing. And you can see the rest of the schedule there in terms of Village Board meeting and the second Joint Review Board meeting.

This is the overall cost of the project and how we're looking at it changing. The original TID #5 was a little over \$54 million. We're looking at an increase of \$12.9 million up to \$67.7 million for this TID. So the next slide we'll go into more detail concerning the TID and what we're looking at. So this chart shows the different categories. The first column is the project, and the second column is the project plan that was set in 2017. And then the next column over is our amendment that we're recommending.

The cost component of this project is pretty set currently in terms of the cost of the projects. The rest of the plan is more in draft format. We have a lot of work to do in the next week or two before the public hearing to get all the different things buttoned up for that. So what you see in your packet is a draft, but the costs and the time line and stuff is probably the most definite stuff that we already have set and completed.

So we have the difference in the far right hand corner. So in total the project plan is going up \$12.8 million. In terms of Prairie Highlands, the site that this was originally set up for, we're actually looking at a decrease of a little less than \$1 million in project cost. Most of the projects that are being added down at the bottom or almost all of it is to do with Prairie Highlands. The development grant down at the bottom for \$1.8 is a grant that we have negotiated with Aurora for them to do their onsite grading themselves. So in the past we had that in the grading line above that.

And then we added some KABA loan funds which are usually we give them at \$1 million apiece. Currently we have \$1 million with KABA and then we planned it out over the next I think the first one is three or four years out, and the next one is another three years out if there's a need to give the million dollars apiece at that point to KABA to loan to businesses that want to relocate here.

The land purchase mainly is to do with we have a development agreement that just in case, and hopefully this will not happen, we would have to purchase back the property if development doesn't occur. We can't have a developer not do something because we are expecting increments to come in. And so as part of our agreement with the developer we put this repurchase agreement back in. I'm hoping this doesn't happen, but we have to plan for it. And then in the other category that's all to do with Prairie Highlands. The majority of that is for gas and electric. We're having We Energies run gas and electric along 128th Avenue in Prairie Highlands and along Goldbear Drive. So we're doing that part of it, and the businesses need to connect from the road into their business. Another part of that is \$150,000 for monument signs.

The remainder of the difference is a little over -- well, there's \$9 million currently budgeted for the roundabout. That's being done really conservatively with overestimates probably on the land acquisition part of it. But that's that portion added to roadway \$6.7 million, storm sewer, sanitary and water about a little less than half a million apiece, and some land purchases of a little over \$1 million.

And then the rest of this is for that one section that is north of 165 that's to do with the Gateway. And how we structured the Gateway project which is currently valued in this plan at \$2.8 million it includes roadway, storm sewer, sanitary, water main and some grading and stormwater management the developer will stick the improvements in for his development, and based on the value generated from his area of that plan we will then pay him back. So if he doesn't generate anything we won't pay him back anything. So based on the current values that he has given us which there's still one piece that he didn't give us a value for, but based on the other pieces that were east of the frontage road he probably won't get his value back. But that's a very conservative estimate that we have in there. So we don't put ourselves at risk in that section of the development. And then the rest of it, \$1.8 million, is to do with the improvements around that area, we own the property and WisPark owns the property that we would want to sell for a corporate office building.

Roadway improvements includes a bridge, some traffic signals, streetlights and trees at the approximate cost of \$12.4 million. So that's mainly in Prairie Highlands but then also the roundabout part. Storm sewer is approximately \$2.7 million. It includes storm sewer project costs involved in the construction of stormwater infrastructure throughout TID #5 amended area number one and including the current Prairie Highlands. And then we have sanitary sewer at a cost of \$2.5 million. Sanitary sewer projects include the construction of underground sanitary sewer mains. We have the ones that are going to be in the roadways that we're constructing, the 128th Avenue and Goldbear Drive in Prairie Highlands.

We also have within the previously relocated southern section of 128th Avenue we need to move that sewer line to line up with the road. It's around the former KABA owned property. And then for potential development of land south of 165 and east of I-94 is there's also some, and that's the Gateway and land that we own just north of there. Water main and water tower the approximate

cost is \$10.7 million. These are new projects involving the extending of water main to service the new development within Prairie Highlands Corporate Park, and then to service the potential development of land south of 165 and east of I-94. And there's also onsite and offsite to improve water delivery service to Prairie Highlands and TID #5 amended area number one. And we also are looking at constructing a new 750 gallon water tower on the Prairie Highlands Corporate Park site.

We're also doing grading and stormwater management. Approximate cost is a little over \$16 million. Most of this is private grading on the Haribo site and also the properties west of 128th Avenue. There's also grading cost not too much in the sections just north of 165 for Gateway and our property. So the new grading costs include mass grading for the creation of regional stormwater detention facilities and the stormwater ponds to be located both north and south of east/west floodplain and west planned areas and along 120th Avenue as well as grading for Gateway and the northeast quadrant of I-94 and 165.

Other things we had in there which I mentioned before is a development grant which is the grant to be given to Aurora for grading costs. And then the KABA loan fund the Village will provide \$2 million to KABA to be used as a loan fund for future businesses locating to the Village of Pleasant Prairie. And then for land the cost of the land purchased in TID #5 total a little over \$14 million which is mainly planned to use to repurchase land per the development agreement. And we're hoping that we don't need to do that. Administrative and legal expenses totaling a little over \$4.5 million.

This is the actual cost over the years. How this has changed from TID #5 base creation is that a chunk of the cost is being moved up to the first couple years. So the first year we've only spend \$32,353 in administrative cost. A lot of our cost -- well, we really didn't have much cost for the first 12 months. But a lot of those costs have been absorbed by TID #2. TID #2 put money in escrow to help pay for us to \$25 million of Prairie Highlands. But for the first year TID 5 actually had administrative costs that could be covered by the escrow of \$32,000. So for 2018, '19 and '20 we're going to have an additional compared to -- so everything is getting pushed up, \$25.9 million of additional costs that were pushed back before. '21 through '23 didn't have any change. It's basically the same amount of spending in those three years.

And then 2024 through 2026 we're going to spend an additional \$5.2 million in those years. And the 2027 through 2029 we're actually spending less, \$18.1 million. So everything is getting pushed up. We're getting ready to sell the lots on the west side so we're grading those right away. So basically everything will be done more toward the beginning of the three years so we're ready to go in terms of selling our remaining lots on the west side of 128th Avenue.

There's a lot of numbers on this cash flow projection. This is put together by our advisor Jim Towne from Alpine Valley we look at to make sure this is a feasible project. And these numbers are very, very conservative in terms of increment being generated and the borrowing that's being done to fund these projects. So over on the left side it tells you the change that takes place. So those are the value changes that are taking place and what year they take place. It takes a good year and a half or two years for it to actually affect and give us revenue. So the first year it changes 2017 a little over \$1.1 million. Change increment value doesn't generate actual increment taxes until 2019.

So the first column is the change in amount of assessed value. And then the next number is taxable increment, what increment that's going to generate. Then we estimate the tax rate and then how much we're going to collect. And then if you get more toward the right side it shows our estimated proceeds from land sales. So the first years don't have any land sales in it because until TID 2 closes all the land sales have to go to TID #2.

So one thing we haven't put in here yet and we're still working on is the special assessment for the roundabout. We're working on a recommendation on whether we should assess 100 percent or a percentage depending on what we believe our responsibility is for it versus the development around the roundabout. So that still has to be put in here. And also there's a contribution of a little over \$1 million from Bristol. Because as part of this development we're looking at running sewer and water to Bristol, and they have to pay for the line that goes to them that we would not put in if we weren't selling them water. And that's not in there either.

So the red columns are the borrowings that are happening. The large one that's three columns over is our borrowing which would be taxable and nontaxable depending on whether if it's for private property or for public improvements. Most of our grading as I said before is mainly private so we have to borrow taxable versus tax exempt. And then the column second to the end is our developer revenue bond that WisPark will have to spend the money up front. And then once they prove what kind of public infrastructure, and we have some private grading there, too, they would submit the documentation in, and then we would create a revenue bond to pay them back over time based on what they generate, not what the whole TID generates.

So we transferred some money out of here to pay for administration because we can't borrow from administration. This TID, that line underneath 2034, shows when the TID would close. We're looking at it closing two years early based on what we've currently projected. But as I mentioned we don't have the special assessments in here yet or the Bristol contribution. And also as I mentioned with that \$13 million planned purchase back we're hoping not to do that, so that will cut it back even further. So that's the cash flow projections.

Michael Serpe:

Any comments or questions from the Commission?

Jean Werbie-Harris:

Actually I am not quite done. So I need to get through the maps, too, if I can do that. Even though these are all draft maps for the TID #5 amendment number one I'd like to go through these maps real quickly for you. The first is map 1 which identifies the boundaries of the TID, again, the existing area west of the interstate as well as the areas identified in green, and those are the territories or the areas to be added to the TID.

The next is map number 2, the Tax Increment District #5 amendment number one, these are the boundaries of the floodplain as well as wetlands and the TID project boundaries. The next is map number 3 which are the existing uses and conditions on the property. As you can see most of the property at this time is either agricultural or it is vacant at this time. Map number 4 are the existing sanitary sewer and water mains for the project.

Map number 5 is the proposed sanitary sewer lift station that Kathy referred to which is just north of Highway 165. It's proposed to be built immediately to the east of the existing lift station. The next is map number 6, and that is the approximate location of the proposed roundabout that Kathy referenced. Again, this would be at that intersection of Corporate Drive, 116th Avenue and 108th Street in the area identified as LakeView West.

Map number 7 is the existing zoning within the District #5 amendment number one area. Map number 8 is the proposed zoning in these areas. Map number 9 is the existing land use plan map for these two areas or the existing and the amended area. And map number 10 is proposed land use plan map for these areas as well. And then map number 11 this provides a little bit more detail for you with respect to the proposed roundabout in that LakeView West area that we talked about.

And, again, the resolution that we are going to be considering this evening is Resolution 18-15. And this is proposing an amendment to the project plan for TID #5. So this is an initial presentation of the proposed amended project plan this evening, presentation of the expanded boundaries and the establishment of the public hearing date as part of this process. And our proposal would be a public hearing date of June 11, 2018. So with that I'd like to continue. It's not a public hearing this evening, but we can open it up for discussion.

Michael Serpe:

Just a question. I don't know who would have the answer. On the Bristol property that's between Q and C west of Prairie Highlands how much of that is serviceable with sewer and water from us? How far does that go is what I'm getting to.

Matt Fineour:

The area that's actually in Bristol that's owned by the Village that would actually be serviced through Bristol. So we'd have to have an agreement with Bristol so they could get service for our sewer and water and go through that agreement. So there is actually going to be a point of connection on the west side of Prairie Highlands Corporate Park for both sewer and water once we get a water agreement with Bristol. That still has to be negotiated. But that point of connection will service all lands within Bristol within their planned development boundary.

Michael Serpe:

Is there any agreement with Bristol west of U?

Matt Fineour:

Their planned development boundary goes west of U to some extent.

Michael Serpe:

How far does it go, Matt?

Matt Fineour:

There's a development near U just west of -- it's U and 165 the northwest quadrant right there. I forgot how many acres that is. But they do have a planned TID development out there. The TID area if I recall correctly is about 500 acres.

Michael Serpe:

Have they indicated at all what their future plans are with that?

Matt Fineour:

Their TID area seems to be kind of like a warehouse type, industrial type development.

Michael Serpe:

That will tie into everything east of there.

Matt Fineour:

It will tie into the sewer and water that we'll provide available to them to connect into it, yes.

Michael Serpe:

Okay, thanks, Matt. Comments or questions? I'll wait for a motion.

Wayne Koessler:

I'll move approval of Resolution #18-15.

Brock Williamson:

Second.

Michael Serpe:

**MOTION MADE BY WAYNE KOESSL AND SECONDED BY BROCK WILLIAMSON
FOR APPROVAL OF RESOLUTION 18-15. ALL THOSE IN FAVOR SAY AYE.**

Voices:

Aye.

Michael Serpe:

Opposed? The ayes have it.

Wayne Koessl:

I think congratulations to the staff because this was a pretty big project to undertake and get ready for us to approve. Thank you.

Michael Serpe:

And a lot of money.

8. ADJOURN.

Wayne Koessl:

Move to adjourn.

Bill Stoebig:

Second.

Michael Serpe:

Motion made and second for adjournment. All those in favor say aye.

Voices:

Aye.

Michael Serpe:

Opposed? The ayes have it. Thank you.

Meeting Adjourned: 7:25 p.m.