



Memphis City Council Summary Sheet

Resolution requesting a planned development (P.D. 11-324) at the northeast corner of Cherry Road and American Way Boulevard to allow Employment (EMP) District land uses, including warehouse and distribution within the Outline Plan:

- This item is a Resolution with conditions for a planned development to allow above;
- The Office of Planning & Development at the request of the Owners: Memphis Mall Holdings, LLC and the Applicants: Johnson Development Associates, Inc. and Representatives: SR Consulting, LLC(Cindy Reaves);
- The Resolution with conditions will supersede the Mall of Memphis SC-1 Shopping Center Plan that approved the regional shopping mall;
- This item may require new public improvement contracts.

LAND USE CONTROL BOARD RECOMMENDATION

CASE #: P. D. 11-324

At its regular meeting on *Thursday, February 9, 2012*, the Memphis and Shelby County Land Use Control Board held a public hearing on the application of *'Johnson Development Associates, Inc.'*, requesting a planned development amendment on the property described as follows:

LOCATION: Northeast corner of Cherry Road and American Way Boulevard

COUNCIL DISTRICT(S): District 4-Super District 8-Positions 1, 2 & 3

OWNERS: Memphis Mall Holdings, LLC

APPLICANTS: Johnson Development Associates, Inc.

REPRESENTATIVES: SR Consulting, LLC

REQUEST: Planned development to allow Employment(EMP) District land uses, including warehouse and distribution within the Outline Plan

AREA: 113.50 Acres

EXISTING LAND USE & ZONING: Formerly 'Mall of Memphis' regional mall in Commercial Mixed-Use (CMU-2) District

The following spoke in support of the application:

Chairman Toles asked if the applicant was present, in agreement with staff's recommendation and with the conditions.

Cindy Reaves approached and stated her name and address as *5909 Shady Oaks Dr., Ste.200* and that she was in agreement with staff's recommendation.

Chairman Toles asked if there were any opposition to the case. There was none but he asked staff to present the staff report.

Brian Bacchus gave a brief summary of the staff report which included the location (old Mall of Memphis site, demo in 2004) and size (113 acres) of the property. He showed aerial pictures of the property and an aerial map as well as the of the property owners within area who received public notices. Brian noted that he had received two letters of support for the proposed project. He showed sample photos of other distribution buildings. He also noted that the applicant had two option site plans: Option 1 – 1.5 million sq. ft. of Office/Warehouse Development covering 32% of land area and Option 2 – 1 million sq. ft. of Office/Warehouse Development covering 21% of land area. He went on to note language change for two conditions: Condition (1.c.) – strike "limited to" add "except" and Condition (2) – delete the remainder of the language after "shall apply". He added that he and the applicant would further discuss Condition (1.B.) regarding the maximum number (3) of buildings.

Chairman Toles stated that he received cards from the general public and assumed they did not want to speak. He also suggested to *Cindy Reaves* to meet with the residents/opposition and see what the issues or concerns were and address them so they would have a clear understanding of the proposed plan.

Ms. Reaves stated she would be willing to meet with any of the residents/opposition to discuss matters further.

Chairman Toles then asked for a motion.

Board member Dr. Pritchard made a motion to approve case **P D 11-324** in accordance with staff's recommendation as mutually amended. The motion was seconded by *Board Member Wilbanks*.

Chairman Toles asked if there were any board discussion.

Board Member McCreery stated he was not concerned with the number of buildings rented but more with the rentable sq. footage. He then requested and offered an amendment that stated, "that the site would have up to 1.2 million of rentable sq. ft." instead of limiting the applicant to three (3) buildings.

Brian Bacchus stated he was concerned with the orientation of the buildings and it's mass. He added that he was not in opposition of either changing the language or deleting the condition.

Board Member McCreery asked *Ms. Reaves* if she had any issues with deleting the condition. She stated that she did not and suggested letting the site dictate the amount of buildable/rentable area.

Chairman Toles then asked for a motion.

Board member Dr. Pritchard made a motion to approve case **P D 11-324** in accordance with staff's recommendation and an amendment to delete Condition (I.B.) and add language to Condition (II) to read: "*the bulk regulations of the (EMP) District shall apply except a maximum sq. ft of rentable area shall be 1.2 million sq. ft.*" The motion was seconded by *Board Member Wilbanks*. The motion passed unanimously.

No one spoke in opposition of the application.

The Land Use Control Board reviewed the application of '*Johnson Development Associates, Inc.*' requesting a planned development and the report of the staff. A motion was made and seconded to recommend approval with conditions as amended.

The motion passed by unanimous vote of 9 to 0.

The Board approved the conclusions of the staff as contained in the staff report with two amendments.

Respectfully submitted,

Brian S. Bacchus, Principal
Josh Whitehead, Director
Office of Planning and Development

cc: *Committee Members*
File

***Land Use Control Board
Outline Plan Conditions:***

- I. Use Permitted:
 - A. Uses permitted in Use Category-Industrial by right in the Employment (EMP) District.
 - B. Any facility maintenance/storage building shall be limited to the rear of buildings; including any accessory use, except guardhouses.
- II. Bulk Regulations: The bulk regulations of Employment (EMP) District shall apply, except the maximum square feet of rentable area shall be 1.2 million square feet of floor area.
- III. Access, Parking and Circulation:
 - A. The design, number and location of any new curb-cuts shall be subject to review and approval by the City Engineer. All curb-cuts shall be located outside limits of controlled access for Interstate-240.
 - B. All private drives shall be constructed and maintained in accordance with City standards and shall provide a minimum pavement width of twenty-two (22) feet.
 - C. Provide internal circulation between adjacent phases, lots and sections.
 - D. Any existing nonconforming curb cuts shall be modified to meet current City Standards or closed with curb, gutter and sidewalk.
 - E. All required parking, loading and docking spaces shall be designated on the final plan.
 - F. All existing sidewalks and curb openings along the frontage of this site shall be inspected for ADA compliance. The developer shall be responsible for any reconstruction or repair necessary to meet City standards.
 - G. Adequate queuing spaces in accordance with the Zoning Ordinance shall be provided between the street right-of-way line and any proposed gate/guardhouse/card reader.
 - H. Adequate maneuvering room shall be provided between the right-of-way line and any gate/guardhouse/card reader for vehicles to exit by forward motion.

IV. Landscaping, Screening & Lighting:

- A. All mature landscaping and screening along the roadways shall be preserved and maintained. Equivalent landscaping may be substituted subject to review and approval by the Office of Planning & Development.
- B. No landscaping and screening shall be removed or altered without review and approval by OPD.
- C. A 'Landscape Plan' shall be submitted subject to review and approval by the Office of Planning & Development.
- D. All garbage, refuse containers and loading facilities shall be completely screened from view from all adjacent properties and public roads.
- E. All outdoor lighting shall be directed downward to the extent possible and shall not glare into public right-of-ways or onto adjacent properties.
- F. All required landscaping and screening shall not conflict with any easements, including any overhead power lines and transmission easements and shall not be placed on any sewer or drainage easements.

V. Signs:

- A. Attached and detached signs shall be permitted in accordance with Employment (EMP) District regulations, except the maximum sign area shall be 100 square feet for a detached sign, including the following:
 - 1. The minimum sign setback shall be 15 feet.
 - 2. No temporary, roof or portable signs, including tents shall be permitted.
 - 3. Ingress/egress or directional signs shall be permitted.
 - 4. Design and materials for new signs shall be consistent in logo and color for office/warehouse buildings.
- B. Banners, streamers, florescent or balloon signs or similar advertising devices, including LED, changeable copy or reader board signs shall be prohibited.

VI. Drainage:

- A. All drainage plans shall be submitted to the City Engineer for review and approval.
- B. Any drainage improvements, including possible on-site detention, to be provided under contract in accordance with Unified Development Code and the City of Memphis Drainage Design Manual.

- C. All drainage emanating on-site shall be private in nature and no public easements will be accepted.
 - D. The following note shall be placed on the final plat of any development requiring on-site storm water detention facilities: The areas denoted by "Reserved for Storm Water Detention" shall not be used as a building site or filled without first obtaining written permission from the City or County Engineer, as applicable. The storm water detention systems located in these areas, except for those parts located in a public drainage easement, shall be owned and maintained by the property owner and/or Property Owners' Association. Such maintenance shall be performed so as to ensure that the system operates in accordance with the approved plan on file in the City/County Engineer's Office. Such maintenance shall include, but not be limited to: removal of sedimentation, fallen objects, debris and trash; mowing; outlet cleaning and repair of drainage structures.
- VII. The Land Use Control Board may modify the bulk, access, parking, landscaping and sign requirements if equivalent alternatives are presented; provided, however, any adjacent property owner who is dissatisfied with the modifications of the Land Use Control Board hereunder may, within ten(10) days of such action, file a written appeal to the Director of the Office of Planning and Development, to have such action reviewed by the appropriate governing bodies.
- VIII. A final plan for recording shall be filed within five (5) years of approval of the amendment by the Memphis City Council. The Land Use Control Board may grant extensions at the request of the applicant.
- IX. Any final plan shall include the following:
- A. The Outline Plan Conditions.
 - B. A Standard Subdivision Contract, if necessary as required in Section 5.5 of Unified Development Code for any needed public improvements.
 - C. The exact location and dimensions, including height of all buildings or buildable areas, parking areas, drives and identification of plant materials for required landscaping and screening.
 - D. The number of employee parking, loading and docking spaces.
 - E. The location and ownership, whether public or private of any easement(s).
 - F. The one-hundred (100) year flood elevation.
 - G. All commons, open areas, lakes, drainage detention facilities, private streets, private sewers and private drainage systems shall be owned and maintained by a Property Owner's Association. A statement to this effect shall appear on the final plan.
 - H. The width of all existing off-street sewer easements shall be widened to meet current city standards.

STAFF REPORT

14

CASE NUMBER: P.D. 11-324 **L.U.C.B. MEETING:** February 9, 2012

DEVELOPMENT NAME: AEROTROPOLIS PLANNED DEVELOPMENT

LOCATION: Northeast corner of Cherry Road and American Way

COUNCIL DISTRICT(S): District 4-Super District 8-Positions 1, 2 & 3

OWNERS: Memphis Mall Holdings, LLC

APPLICANTS: Johnson Development Associates, Inc.

REPRESENTATIVE: SR Consulting, LLC

REQUEST: Planned development to allow Employment (EMP) District land uses, including warehouse and distribution within the Outline Plan

AREA: 113.50 Acres

EXISTING LAND USE & ZONING: Vacant land, formerly 'Mall of Memphis' regional shopping mall in Commercial Mixed Use (CMU-2) District

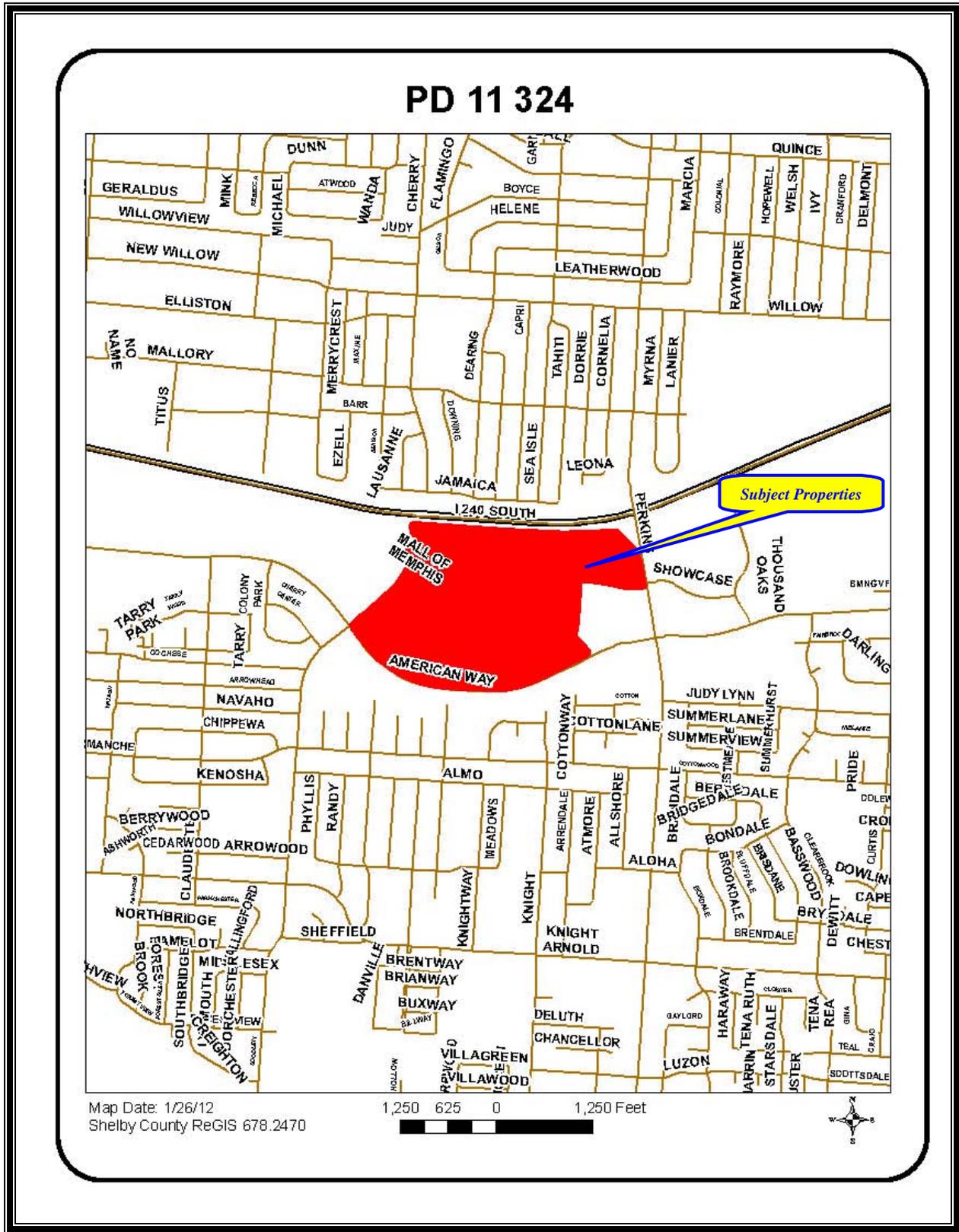
CONCLUSIONS:

1. The subject property is a vacant piece of surplus land within the City of Memphis in single ownership independent of surrounding land uses to allow an employment center, including warehouse and distribution on vacant land once used for a regional shopping mall.
2. The Permitted Use Table in the Unified Development Code does not allow employment, warehouse and distribution land uses in Commercial Mixed Use (CMU-2) District zoning, but allows some light industrial land use by special permit.
3. The primary land use for this plan will be office/warehouse, light manufacturing and distribution facilities for large companies in need of warehouse space for distribution of products.
4. This planned development allowing office/warehouse and distribution would benefit from major road and interstate access, but careful consideration should be given to height and mass of buildings, including landscape buffers to the interstate highway and the back yards of single family homes.
5. This planned development for employment, office/warehouse and distribution is a viable alternative land use for surplus property within the city limits with adequate infrastructure and traffic control devices in place to support another link in the transportation network.

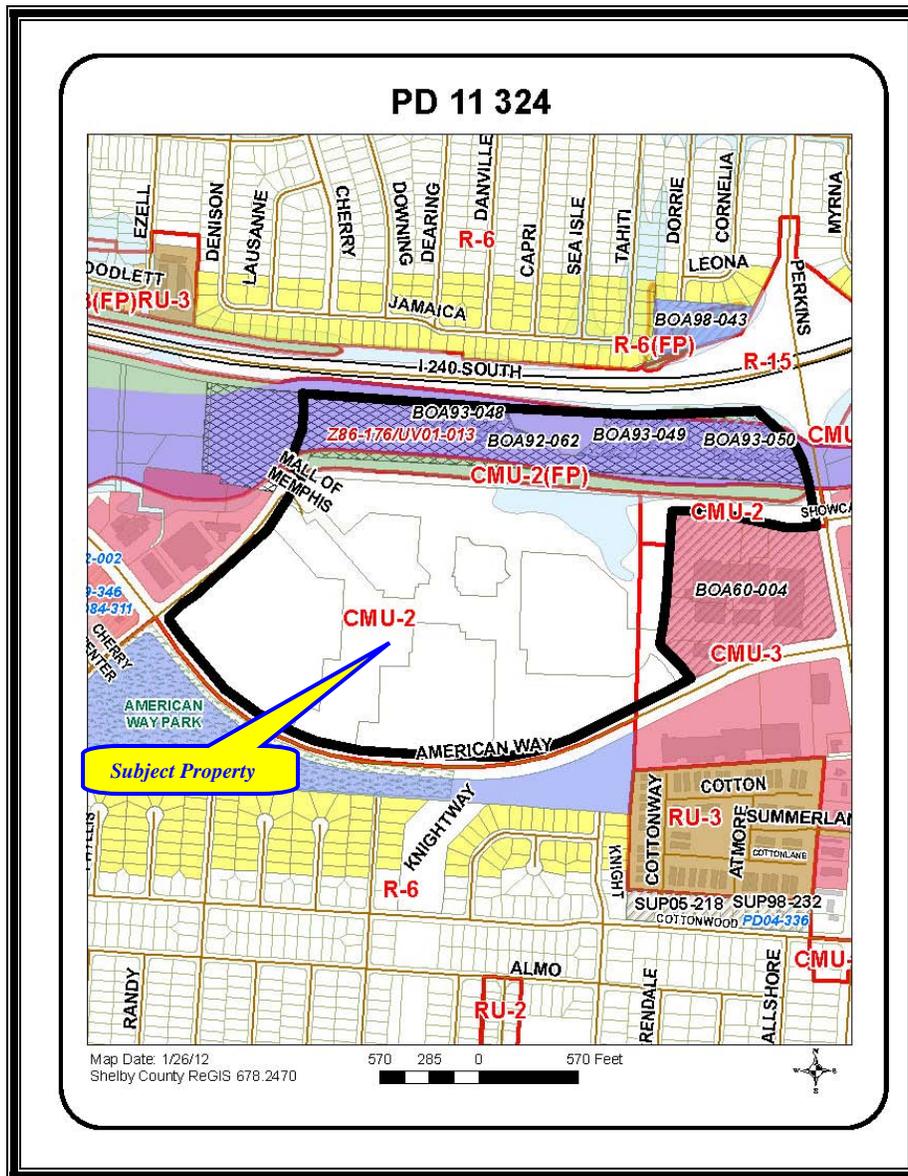
OFFICE OF PLANNING AND DEVELOPMENT RECOMMENDATION:

Approval with Conditions

'Area Location Map'



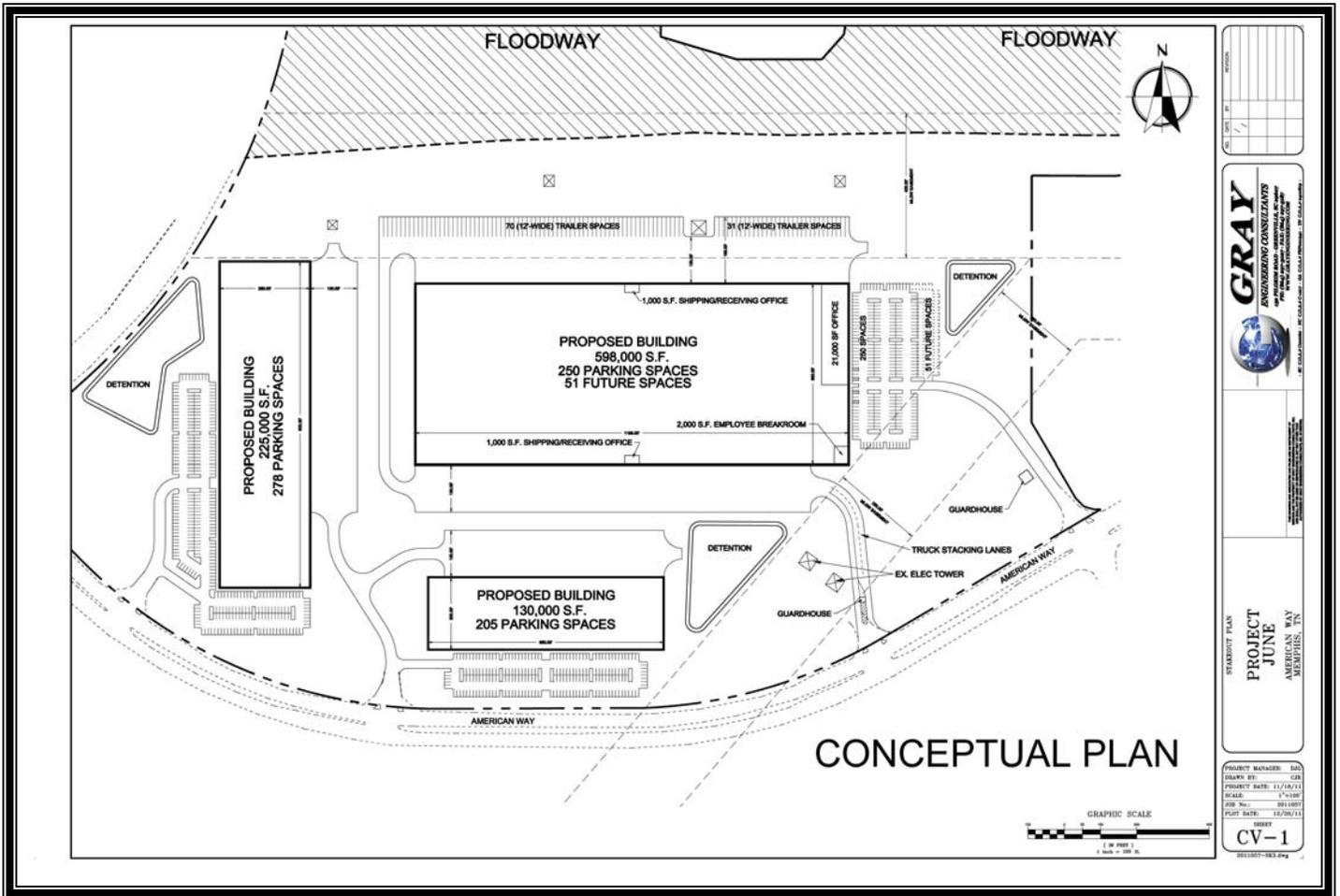
'Zoning & Land Use'



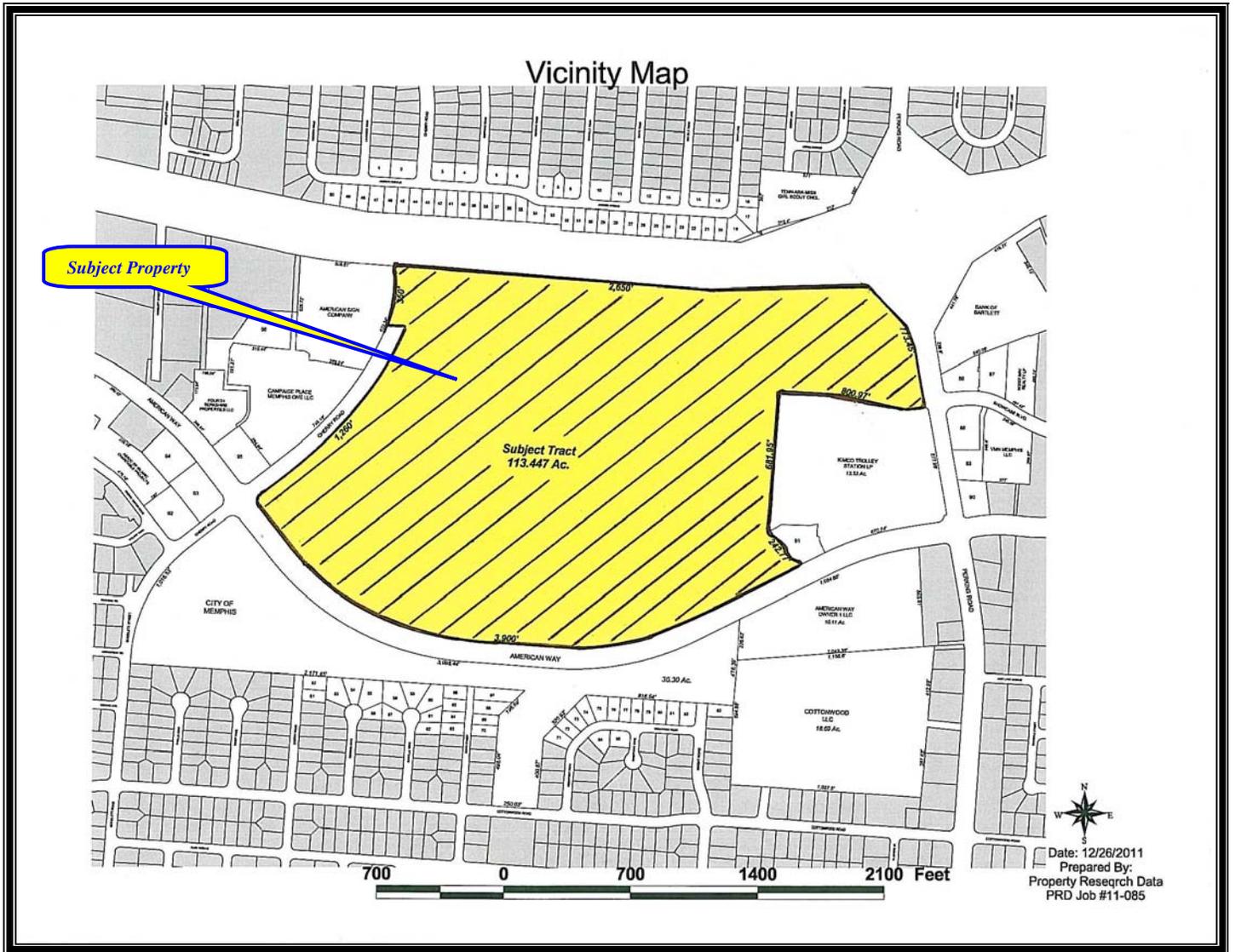
Surrounding Land Use & Zoning:

- North:** Interstate-240 and a twelve foot sound barrier wall adjacent to single family homes in Residential Single Family(R-6) District.
- East:** Vacant tract of land in Commercial Mixed Use (CMU-2) District and small restaurants and gasoline sales/convenient stores in Commercial Mixed Use(CMU-3) District.
- South:** 'American Way Park' and single family homes in Residential Single Family(R-6) District.
- West:** 'Cherry Center' shopping center, hotels, small restaurant, gasoline sales/convenient store Commercial Mixed Use(CMU-2) District.

'Concept Plan'



'Vicinity & Ownership'



'Sample JDA, Inc. Office/Warehouse Distribution Facility'



'Sample JDA, Inc. Office/Warehouse Distribution Facility'



'Sample JDA, Inc. Office/Warehouse Distribution Facility'



STAFF ANALYSIS:

Site Description

The subject property is 113.5 acres of vacant land at the southwest corner of Interstate 240 and Perkins Road; more specifically the northeast corner Cherry Road and American Way Boulevard in Oakhaven-Parkway Village Planning District. The site is the former 'Mall of Memphis' regional mall location approved in September 1981 and built for 1.22 million square feet of floor area. The property is in single ownership being proposed as a new employment and distribution center to establish a viable land use for a large vacant tract of land within the City of Memphis with primary access to major roads and the interstate highway system.

The primary entrances are located on Perkins Road and Cherry Road with full movement curb-cuts with internal access and circulation provided to adjacent land uses. There is curb, gutter and sidewalk along American Way Boulevard, Perkins and Cherry roads with an internal circular private drive. The site is adjacent to Nonconnah Creek, a major drainage basin along the rear property line. A major TVA electrical transmission easement also runs parallel to the rear property line. The subject property is wedged between two major roads with primary access to an interstate highway.

Area Overview

The area is located in the southeast portion of the city along the northern boundary of Oakhaven-Parkway Village Planning District in southeast Memphis directly adjacent to Interstate-240 and Perkins Road. The site is surrounded primarily of similar land uses and zoning for small retail commercial centers to the east and west approved and developed by planned commercial developments over the past thirty (30) years. This property and adjacent land uses are separated from the neighborhoods to the north by the interstate and the south by American Way Boulevard and American Way Park. The surrounding land uses are all retail commercial centers at the major road intersections east and west of the property.

The dominant land use in the area are small retail commercial establishments, including gasoline sales, grocery store, small and full-service hotels with small restaurants concentrated along Perkins Road. This area is suburban surrounded by predominantly retail commercial development in Commercial Mixed Use District zoning allowing similar land uses. There are two hotels at the northwest corner of Cherry Road and American Way Boulevard, including supportive retail land uses.

Location vs. Transportation Network

The request is for a planned development to allow an employment center, including warehouse and distribution on vacant land once used for a regional shopping mall with five(5) anchor stores and indoor accessory uses for an ice skating rink, cinema, arcade, restaurants and food courts with 5,552 parking spaces for 1.22 million square feet of floor area. The subject property is a vacant piece of surplus land within the City of Memphis in single ownership independent of surrounding land uses. The site has major road access and circulation with primary access to American Way Boulevard. The Permitted Use Table in the Unified Development Code does not allow employment, warehouse and distribution land uses in Commercial Mixed Use(CMU-2) District zoning, but allows some light industrial land use by special permit.

The Use Category for Industrial allows light industrial, warehouse and distribution by right in Employment(EMP) District zoning, including wholesale trade. The primary land use for this plan will be office/warehouse, light manufacturing and distribution facilities for large companies in need of warehouse space for distribution of products. This planned development allowing office/warehouse and distribution would benefit from major road and interstate access, including its proximity to major cargo and transportation facilities; however, careful consideration should be given to height and mass of buildings, including landscape buffers because of high visibility from the interstate highway and the back yards of single family homes.

The applicant is requesting a land use to allow a total of 953,000 square feet of office/warehouse space on 113.5 acres of land at one time was over 1.2 million square feet of retail floor space. The employment uses associated with office/warehouse and distribution space generates significantly less traffic than a regional mall and at specific peak hours of time. This planned development would allow land use associated with an employment center and in close proximity to neighborhoods as a potential employer. An opportunity to place conditions on land use to limit possible affects upon adjacent and surrounding land use and zoning is essential in an area with very high visibility.

This use of land as an employment center, instead of more commercial in an area saturated with retail establishments is supported, but landscape buffers should be included in the plan to limit the visibility from the interstate highway and single family homes. This planned development for employment, office/warehouse and distribution is a viable alternative land use for surplus property within the city limits with adequate infrastructure and traffic control devices in place to support another link in the transportation network.

RECOMMENDATION: *Approval with Conditions*

Outline Plan Conditions:

- I. Use Permitted:
 - A. Uses permitted in Use Category-Industrial by right in the Employment (EMP) District.
 - B. The maximum number of buildings shall be three (3) office/warehouse and distribution building with loading docks.
 - C. Any facility maintenance/storage building shall be limited to the rear of buildings; including any accessory use shall be limited to guardhouses.
- II. Bulk Regulations: The bulk regulations of Employment (EMP) District shall apply, except the maximum building height shall be fifty(50) feet.
- III. Access, Parking and Circulation:
 - A. The design, number and location of any new curb-cuts shall be subject to review and approval by the City Engineer. All curb-cuts shall be located outside limits of controlled access for Interstate-240.
 - B. All private drives shall be constructed and maintained in accordance with City standards and shall provide a minimum pavement width of twenty-two(22) feet.
 - C. Provide internal circulation between adjacent phases, lots and sections.
 - D. Any existing nonconforming curb cuts shall be modified to meet current City Standards or closed with curb, gutter and sidewalk.
 - E. All required parking, loading and docking spaces shall be designated on the final plan.
 - F. All existing sidewalks and curb openings along the frontage of this site shall be inspected for ADA compliance. The developer shall be responsible for any reconstruction or repair necessary to meet City standards.
 - G. Adequate queuing spaces in accordance with the Zoning Ordinance shall be provided between the street right-of-way line and any proposed gate/guardhouse/card reader.
 - H. Adequate maneuvering room shall be provided between the right-of-way line and any gate/guardhouse/card reader for vehicles to exit by forward motion.

IV. Landscaping, Screening & Lighting:

- A. All mature landscaping and screening along the roadways shall be preserved and maintained. Equivalent landscaping may be substituted subject to review and approval by the Office of Planning & Development.
- B. No landscaping and screening shall be removed or altered without review and approval by OPD.
- C. A 'Landscape Plan' shall be submitted subject to review and approval by the Office of Planning & Development.
- D. All garbage, refuse containers and loading facilities shall be completely screened from view from all adjacent properties and public roads.
- E. All outdoor lighting shall be directed downward to the extent possible and shall not glare into public right-of-ways or onto adjacent properties.
- F. All required landscaping and screening shall not conflict with any easements, including any overhead power lines and transmission easements and shall not be placed on any sewer or drainage easements.

V. Signs:

- A. Attached and detached signs shall be permitted in accordance with Employment (EMP) District regulations, except the maximum sign area shall be 100 square feet for a detached sign, including the following:
 - 1. The minimum sign setback shall be 15 feet.
 - 2. No temporary, roof or portable signs, including tents shall be permitted.
 - 3. Ingress/egress or directional signs shall be permitted.
 - 4. Design and materials for new signs shall be consistent in logo and color for office/warehouse buildings.
- B. Banners, streamers, florescent or balloon signs or similar advertising devices, including LED, changeable copy or reader board signs shall be prohibited.

VI. Drainage:

- A. All drainage plans shall be submitted to the City Engineer for review and approval.
- B. Any drainage improvements, including possible on-site detention, to be provided under contract in accordance with Unified Development Code and the City of Memphis Drainage Design Manual.

- C. All drainage emanating on-site shall be private in nature and no public easements will be accepted.
 - D. The following note shall be placed on the final plat of any development requiring on-site storm water detention facilities: The areas denoted by "Reserved for Storm Water Detention" shall not be used as a building site or filled without first obtaining written permission from the City or County Engineer, as applicable. The storm water detention systems located in these areas, except for those parts located in a public drainage easement, shall be owned and maintained by the property owner and/or Property Owners' Association. Such maintenance shall be performed so as to ensure that the system operates in accordance with the approved plan on file in the City/County Engineer's Office. Such maintenance shall include, but not be limited to: removal of sedimentation, fallen objects, debris and trash; mowing; outlet cleaning and repair of drainage structures.
- VII. The Land Use Control Board may modify the bulk, access, parking, landscaping and sign requirements if equivalent alternatives are presented; provided, however, any adjacent property owner who is dissatisfied with the modifications of the Land Use Control Board hereunder may, within ten(10) days of such action, file a written appeal to the Director of the Office of Planning and Development, to have such action reviewed by the appropriate governing bodies.
- VIII. A final plan for recording shall be filed within five(5) years of approval of the amendment by the Memphis City Council. The Land Use Control Board may grant extensions at the request of the applicant.
- IX. Any final plan shall include the following:
- A. The Outline Plan Conditions.
 - B. A Standard Subdivision Contract, if necessary as required in Section 5.5 of Unified Development Code for any needed public improvements.
 - C. The exact location and dimensions, including height of all buildings or buildable areas, parking areas, drives and identification of plant materials for required landscaping and screening.
 - D. The number of employee parking, loading and docking spaces.
 - E. The location and ownership, whether public or private of any easement(s).
 - F. The one-hundred (100) year flood elevation.
 - G. All commons, open areas, lakes, drainage detention facilities, private streets, private sewers and private drainage systems shall be owned and maintained by a Property Owner's Association. A statement to this effect shall appear on the final plan.
 - H. The width of all existing off-street sewer easements shall be widened to meet current city standards.

GENERAL INFORMATION:

Street Frontage: American Way-----+/-3,900 curvilinear feet.
Perkins Road-----+/-773.45 curvilinear feet.
Interstate 240-----+/-2,650 linear feet.
Cherry Road-----+/-1,260 curvilinear feet.

Planning District: Oakhaven-Parkway Village

Zoning Atlas Page: 2240

Parcel ID's: 073022 00259, 073022 00260, 073022 00258, 073022 00344,
073022 00257, 073022 00343, and 073022 00235

Zoning History: On September 3 and September 29, 1981, the Land Use Control Board and the Memphis City Council respectively; approved Planned Commercial(C-P) District zoning, formerly the 'Mall of Memphis' General Plan for five (5) department stores with associated accessory uses for ice skating rink, cinema, arcade, restaurants and food courts with 5,552 parking spaces for 1.22 million square feet of floor area. The site was demolished in 20?? (Trivia) and is now governed by Commercial Mixed Use(CMU-2) District.

DEPARTMENTAL COMMENTS:

The following comments were provided by inter-governmental agencies and neighborhood associations/organizations to which this application was referred:

City Engineer:

1. Standard Subdivision Contract as required in Section 5.5 of Unified Development Code.

Sewers:

2. City sanitary sewers are available at developer's expense.
3. The developer shall extend sanitary sewers through the site to serve upstream properties.

Roads:

4. The Developer shall be responsible for the repair and/or replacement of all existing curb and gutter along the frontage of this site as necessary.

Curb Cuts/Access:

5. The City Engineer shall approve the design, number and location of curb cuts.
6. Any existing nonconforming curb cuts shall be modified to meet current City Standards or closed with curb, gutter and sidewalk.

7. All existing sidewalks and curb openings along the frontage of this site shall be inspected for ADA compliance. The developer shall be responsible for any reconstruction or repair necessary to meet City standards.

Drainage:

8. Drainage improvements, including possible on-site detention, shall be provided under a Standard Subdivision contract in accordance with Unified Development Code and the City of Memphis Drainage Design Manual.
9. The developer should be aware of his obligation under 40 CFR 122.26(b)(14) and TCA 69-3-101 et. seq. to submit a Notice of Intent (NOI) to the Tennessee Division of Water Pollution Control to address the discharge of storm water associated with the clearing and grading activity on this site.

Site Plan Notes:

10. Adequate queuing spaces in accordance with the current ordinance shall be provided between the street right-of-way line and any proposed gate/guardhouse/card reader.
11. Adequate maneuvering room shall be provided between the right-of-way and the gate/guardhouse/card reader for vehicles to exit by forward motion.

General Notes:

12. The width of all existing off-street sewer easements shall be widened to meet current city standards.
13. All commons, open areas, lakes, drainage detention facilities, private streets, private sewers and private drainage systems shall be owned and maintained by a Property Owner's Association. A statement to this effect shall appear on the final plat.
14. Required landscaping shall not be placed on sewer or drainage easements.

Memphis Fire Services: No comments received.

Memphis & Shelby County Health Department:

Water Quality Branch: No comments.
Septic Tank Program: No comments.

Memphis Board of Education: No comment.

Construction Code Enforcement: No comments received.

Memphis Light, Gas and Water: No comments received as of

AT&T: AT&T TN has no comment.

Memphis Area Transit Authority (MATA): No comments received.

OPD-Regional Services: No comments received.

OPD-Plans Development: No comments received.

TN Dep't of Environment & Conservation:

Be advised, it is the responsibility of the individual developer/builder/land owner to obtain the proper permits through the Corps of Engineers or TDEC. If there are no waterways or wetland areas on this property, no ARAP or 404 permits are required. If surface waterways or any areas that stay wet for long periods of time exist on the property, the responsible party should contact this office for a proper determination.

Neighborhood Associations/Organizations:

Southeast Memphis Betterment Association – samba@comcast.net: No comments received as of 2/3/12.

Staff: bb

Letter of Support:



MERCURO AND PEARSON STUDIO

601 East Drive

Memphis, Tennessee 38112

901-484-5315

Louise@MAPStudioLLC.com

February 2, 2012

Mr. Brian Bacchus
Memphis & Shelby County Office of Planning and Development
125 North Main, Room 468
Memphis, Tennessee 38103

Subject: Aerotropolis Planned Development, Johnson Development Associates, Inc.

Dear Brian,

MAP Studio is under contract with the City of Memphis to provide administrative services for Memphis Foreign Trade Zone #77 (FTZ). The purpose of this letter is to offer our support of the Johnson Development Associates, Inc. (JDA) planned development application for the Mall of Memphis property. We are familiar with the quality work done by this developer in other cities and feel that our community can greatly benefit from their investment here. Revitalization of the Mall of Memphis site is an exciting economic development opportunity.

Johnson Development Associates, Inc. is planning to operate an FTZ if its PD is approved by the LUCB and City Council. They currently operate FTZs throughout the South and Southeast United States. Their tenants include 2 Amazon sites and BMW. They specialize in redeveloping sites within cities rather than building in greenfields in the suburbs or on the fringe of urban areas. They are very aware of how it is important to cities to bring jobs to the residents that are most in need of employment.

We recommend approval of the "Aerotropolis Planned Development" for the following reasons:

- JDA is a well-capitalized, private real estate developer, a much-needed commodity in Memphis.
- The Mall of Memphis site is in a centralized location for supply chain clients who need proximity to the Federal Express hub, UPS, BNSF Railway Company Intermodal Facility, and other unique Memphis transportation and logistics resources.
- The site is already naturally buffered from neighborhoods with no residential directly abutting the site. JDA has a demonstrated track record of incorporating first-rate landscape design and implementation on their projects.

- A quick look at property values in and around the Mall of Memphis site shows a steady decline since 2000. New investment and new jobs created from this revitalization project can significantly and positively impact this trend.
- Historically, investment in retail commercial uses at the Mall of Memphis and in the immediate vicinity peaked in the 1980s. Since the early 1990s, anchor stores including Wal-Mart have considered the site but made corporate decisions to invest elsewhere. While the demographic and market potential analysis has obviously redirected these retail ventures from the area, the site amenities and location make it a prime location for light industrial uses.
- Based on the proposed building square footage on the site, an employment base of 600 to 1,500 jobs could support this planned development. Current trends in the U. S. and in Memphis show a move away from traditional, low-paying, warehouse jobs to fulfillment center and sort facility jobs with higher wages that include full benefits. The neighborhood and the entire Memphis community will benefit from the jobs created on the proposed site.

We support the Aerotropolis PD application because we believe that the JDA group will provide the right mix of project financing, sensitivity to land use issues, attraction of top-notch companies to the site, and commitment to urban revitalization.

Please feel free to call us if we can provide any additional assistance or information to you.

Sincerely,
Louise Mercurio, AICP
President, MAP Studio LLC

Cc: Mayor A C Wharton, Jr.
Reid Dulberger, President and CEO, EDGE
Cindy Reaves

RESOLUTION

WHEREAS, Article 9.6 of the Memphis and Shelby County Unified Development Code, being a section of the Joint Ordinance-Resolution No. 5367, dated August 10, 2010, authorizes the Council of the City of Memphis to grant a planned development for certain stated purposes in the various zoning districts; and,

WHEREAS, Application has been made for a planned development for property located at the *'northeast corner of Cherry Road and American Way Boulevard'*; and

WHEREAS, The Office of Planning and Development has received and reviewed the application in accordance with procedures, objectives and standards for planned developments as set forth in Article 9.6.9 with regard to the proposed development's impacts upon surrounding properties, availability of public facilities, both external and internal circulation, land use compatibility, and that the design and amenities are consistent with the public interest; and has submitted its findings and recommendation concerning the above considerations to the Land Use Control Board; and

WHEREAS, A public hearing in relation thereto was held before the Memphis and Shelby County Land Use Control Board on *Thursday, February 9, 2012*, and said Board reported its recommendation to the City Council regarding the objectives, standards and criteria, and the effect of granting the planned development upon the character of the neighborhood and other matters pertaining to the public safety and general welfare; and

WHEREAS, The Council of the City of Memphis has reviewed the recommendation of the Land Use Control Board and the report and recommendation of the Office of Planning and Development; and

WHEREAS, The Council of the City of Memphis has held a public hearing on the planned development and has determined that the planned development meets the objectives, standards and criteria for a planned development, and said development is consistent with the public interests.

NOW, THEREFORE BE IT RESOLVED By the Council of the City of Memphis that the planned development is hereby granted in accordance with the Outline Plan incorporated in the application, and *subject to the attached conditions*.

BE IT FURTHER RESOLVED That the requirements of said aforementioned section of the Zoning Ordinance-Regulations shall be deemed to have been complied with; that the Outline Plan shall bind the applicant, owner, mortgagee, if any, and the legislative body with respect to the contents of said plan; and the applicant and/or owner may file a final plan of development in accordance with said Outline Plan and the provisions of Section 9.6.11 of the Zoning Ordinance-Regulations.

cc: *Office of Construction Code Enforcement*
 City Engineer
 OPD – LUC
 OPD – LUC (East)

P.D. 11-324
Aerotropolis Planned Development

P.D. 11-324

Outline Plan Conditions:

- I. Use Permitted:
 - A. Uses permitted in Use Category-Industrial by right in the Employment (EMP) District.
 - B. Any facility maintenance/storage building shall be limited to the rear of buildings; including any accessory use, except guardhouses.
- II. Bulk Regulations: The bulk regulations of Employment (EMP) District shall apply, except the maximum square feet of rentable area shall be 1.2 million square feet of floor area.
- III. Access, Parking and Circulation:
 - A. The design, number and location of any new curb-cuts shall be subject to review and approval by the City Engineer. All curb-cuts shall be located outside limits of controlled access for Interstate-240.
 - B. All private drives shall be constructed and maintained in accordance with City standards and shall provide a minimum pavement width of twenty-two (22) feet.
 - C. Provide internal circulation between adjacent phases, lots and sections.
 - D. Any existing nonconforming curb cuts shall be modified to meet current City Standards or closed with curb, gutter and sidewalk.
 - E. All required parking, loading and docking spaces shall be designated on the final plan.
 - F. All existing sidewalks and curb openings along the frontage of this site shall be inspected for ADA compliance. The developer shall be responsible for any reconstruction or repair necessary to meet City standards.
 - G. Adequate queuing spaces in accordance with the Zoning Ordinance shall be provided between the street right-of-way line and any proposed gate/guardhouse/card reader.
 - H. Adequate maneuvering room shall be provided between the right-of-way line and any gate/guardhouse/card reader for vehicles to exit by forward motion.

IV. Landscaping, Screening & Lighting:

- A. All mature landscaping and screening along the roadways shall be preserved and maintained. Equivalent landscaping may be substituted subject to review and approval by the Office of Planning & Development.
- B. No landscaping and screening shall be removed or altered without review and approval by OPD.
- C. A 'Landscape Plan' shall be submitted subject to review and approval by the Office of Planning & Development.
- D. All garbage, refuse containers and loading facilities shall be completely screened from view from all adjacent properties and public roads.
- E. All outdoor lighting shall be directed downward to the extent possible and shall not glare into public right-of-ways or onto adjacent properties.
- F. All required landscaping and screening shall not conflict with any easements, including any overhead power lines and transmission easements and shall not be placed on any sewer or drainage easements.

V. Signs:

- A. Attached and detached signs shall be permitted in accordance with Employment (EMP) District regulations, except the maximum sign area shall be 100 square feet for a detached sign, including the following:
 - 1. The minimum sign setback shall be 15 feet.
 - 2. No temporary, roof or portable signs, including tents shall be permitted.
 - 3. Ingress/egress or directional signs shall be permitted.
 - 4. Design and materials for new signs shall be consistent in logo and color for office/warehouse buildings.
- B. Banners, streamers, florescent or balloon signs or similar advertising devices, including LED, changeable copy or reader board signs shall be prohibited.

VI. Drainage:

- A. All drainage plans shall be submitted to the City Engineer for review and approval.
- B. Any drainage improvements, including possible on-site detention, to be provided under contract in accordance with Unified Development Code and the City of Memphis Drainage Design Manual.

- C. All drainage emanating on-site shall be private in nature and no public easements will be accepted.
 - D. The following note shall be placed on the final plat of any development requiring on-site storm water detention facilities: The areas denoted by "Reserved for Storm Water Detention" shall not be used as a building site or filled without first obtaining written permission from the City or County Engineer, as applicable. The storm water detention systems located in these areas, except for those parts located in a public drainage easement, shall be owned and maintained by the property owner and/or Property Owners' Association. Such maintenance shall be performed so as to ensure that the system operates in accordance with the approved plan on file in the City/County Engineer's Office. Such maintenance shall include, but not be limited to: removal of sedimentation, fallen objects, debris and trash; mowing; outlet cleaning and repair of drainage structures.
- VII. The Land Use Control Board may modify the bulk, access, parking, landscaping and sign requirements if equivalent alternatives are presented; provided, however, any adjacent property owner who is dissatisfied with the modifications of the Land Use Control Board hereunder may, within ten(10) days of such action, file a written appeal to the Director of the Office of Planning and Development, to have such action reviewed by the appropriate governing bodies.
- VIII. A final plan for recording shall be filed within five(5) years of approval of the amendment by the Memphis City Council. The Land Use Control Board may grant extensions at the request of the applicant.
- IX. Any final plan shall include the following:
- A. The Outline Plan Conditions.
 - B. A Standard Subdivision Contract, if necessary as required in Section 5.5 of Unified Development Code for any needed public improvements.
 - C. The exact location and dimensions, including height of all buildings or buildable areas, parking areas, drives and identification of plant materials for required landscaping and screening.
 - D. The number of employee parking, loading and docking spaces.
 - E. The location and ownership, whether public or private of any easement(s).
 - F. The one-hundred (100) year flood elevation.
 - G. All commons, open areas, lakes, drainage detention facilities, private streets, private sewers and private drainage systems shall be owned and maintained by a Property Owner's Association. A statement to this effect shall appear on the final plan.
 - H. The width of all existing off-street sewer easements shall be widened to meet current city standards.