

MINUTES OF THE PLAN COMMISSION & ZONING BOARD OF APPEALS OF THE VILLAGE OF SOUTH BARRINGTON

Held Tuesday, June 20, 2017

CALL TO ORDER

The meeting was called to order at 7:32 p.m. by Chairman Michael McCombie. Roll call was taken.

PRESENT: Commissioners Decker, Gillis, Kwasek, White, and Chairman McCombie.

ABSENT: Commissioner Fox and Murarka

A quorum was present. Also in attendance were Mayor Paula McCombie, Village Building Officer Michael Moreland, Village Engineer Natalie Karney, Deputy Clerk Liz Chabalowski and Village Attorney Melissa Wolf.

Representatives for the Petitioners were Bob Koys, Vice-President of Development for Starwood Retail, Steve Quarnstrom, Development Consultant for Starwood Retail, Todd Shaffer, Principal at Haeger Engineering and Sara Disney Haufe, Senior Transportation Engineer for Kimley-Horn.

APPROVAL OF MINUTES: None

PUBLIC COMMENT: None.

OLD BUSINESS:

Chairman McCombie announced that this meeting was for the continuation of the Public Hearing for the Amendment for the Planned Unit Development for two free-standing retail buildings in The Arboretum. Chairman McCombie proceeded to swear in the Petitioners.

Mr. Bob Koys introduced himself and thank the panel for their time this evening. He stated that it had been approximately four weeks since they had last met. In the last four weeks, they took into account what was said at the last meeting and there had been some correspondence going back and forth soon after the last meeting and just before this meeting and they tried to incorporate many of the variables and Commission comments and tried to incorporate them in their presentation. They also will be taking actual notes as they go through their

presentation so they will flag those items that are important to the discussion so all items will be addressed. He introduced Mr. Todd Shaffer who then addressed the Commissioners.

Mr. Shaffer introduced himself and stated that he wanted to start off by addressing the changes that were made to SB68 from the last submittal to this submittal. One of the key things the Village was concerned about was that the shopping center and Village would be “put into a box” with the ultimate build out of Retail A and B. As a result of that, they modified the site plan with a side by side comparison showing the differences in what they were proposing. That included a reduction in the proposed square footage of Retail A and B of 6,611 square feet which allowed them to increase the parking in that area with 42 additional stalls from their last parking prospective. In addition, there were some key changes they made with respect to the site plan; one being to the A building which was slightly reduced in size because they wanted to introduce the concept of the roadway coming from Arboretum Boulevard being a thru road that would go all the way through to the southwest quadrant of the shopping center. What is approved for the shopping center is 665,000 square feet; what is being shown on the site plan with the combination of the first and second stories is 617,000 square feet so they are under the maximum allowable by approximately 43,000 square feet. He indicated there is a note in Mike Moreland’s report saying that the future build out of A and B would be over the 665,000 square feet which is not true.

Chairman McCombie asked if they are committing to this site plan this evening. The response was that they will walk the Commission through what they are specifically committing to as far as C pad, but they are also committing to the sizes and uses of the other buildings which are not built yet and if things change in the future, they will be back to propose another plan or study that proves that the parking and square footage work. Yes, they are committing to C but then also the other changes that Todd pointed out. Chairman McCombie said that he likes what they were doing and the fact that these were their ideas. Mr. Moreland asked if J3 and T were included in the 617,053 square feet and that was confirmed by Mr. Shaffer. Mr. Koys mentioned that the retail industry is not the same as it was 10 or 12 years ago and that entertainment and restaurants have become very popular which is what is attracting people to these sites and that we need to work together. Chairman McCombie said that he really does appreciate this overall approach.

Mr. Shaffer stated that C1 and C2 are the two proposed restaurants that they are asking for approval to move forward with the PUD process. These are the only two buildings which they are seeking building permits for right now. From a future standpoint that are a part of SB68, the A building, B building, T building,

J3 building (which is contemplated to be a two-story office), and K2 building. All of these are included in the 617,053 square footage. As far as the site plan modification that they are seeking to move forward with for the C building, this includes that they are adding 76 parking stalls to what is there right now. For the SB68 overall plan, the parking study shows that they need 88 additional stalls to facilitate the C building from a standpoint for parking usage. But from a geometric perspective and just the way the parking is laid out, it is efficient to have 101 spaces which is over the 88 that the study refers to. When C1 and C2 are completed and if they are staggered, you are going to see parking in orange being constructed concurrent with the buildings. The parking will be part of the final engineering plans for both buildings.

Chairman McCombie asked how to get in and out of the parking lot. Mr. Shaffer stated the drive-out which runs north of the proposed C is going to become a four-legged intersection with the north/south to be free flowing and the east/west to be under the control of a stop sign. There would be one point of access in and out.

Mr. Shaffer stated that one of the comments from the Village was that one of the existing lot lines goes through one of the proposed buildings. As part of the final engineering submittal process, they will concurrently submit a plat of re-subdivision to re-subdivide into two lots; lot 9 and the corresponding adjacent lot 13. They are trying to keep the square footage approximately the same because there are underlying financial loan reasons for that. So no proposed lot line will run through the C1 or C2 buildings.

Chairman McCombie asked if lot 9 was done just to separate that from the rest of the shopping center. Mr. Shaffer stated it had nothing to do with the Village process; it had to do with the underlying financing from the lenders. He stated that the proposal is to create a re-subdivision to redefine lot 9 and corresponding lot 13. They will submit that concurrent with their engineering, before the permit process. Attorney Wolf stated that the plat of re-subdivision has to come before the Plan Commission and Mr. Shaffer stated he understood.

Regarding the parking counts, Mr. Shaffer stated that in accordance with the PUD, the baseline should be 4 per 1,000 square feet or above. There were concerns and comments made that there are more restaurants today than were contemplated. The original PUD anticipated different parking ratios in that ordinance and that assigned 10 per 1,000 for restaurants, 3.67 per 1,000 for retail and 2 per 1,000 for two-story retail.

Commissioner Gillis asked just as a point of interest, with L'Eiffel Bistro closing, is the intent to bring another restaurant into that space? Mr. Koys did not know

what the prospects are for that space. Ms. Born stated that there has been interest for both retail and restaurants for that space. Commissioner Gillis mentioned it was in a great location for a restaurant. Commissioner Kwasek mentioned that you can see Ruth's Chris, you can see Cooper's Hawk but you can't see that place. Commissioner McCombie said they have a wonderful outdoor area. Commissioner Kwasek agreed that they have a wonderful outdoor area and they have great food, however, how do you see them back in that corner?

Ms. Disney-Haufe from Kimley Horn introduced herself to the Commission and stated that they were the company that prepared the original parking study that was submitted in May and a supplement that was prepared this month in an attempt to address some of the questions that were offered via staff and from the last meeting with the Plan Commission. She said they were asked for clarification on the number of parking stalls being added and as Mr. Shaffer mentioned, they are adding 76 on pad C and a minimum of 88 on pad B and as Mr. Shaffer touched on, the current concept is to have 101 spaces in that area so the 164 would be 177. They provided some information about conditions under which they did their previous observations and got some additional information from Pinstripes about their upcoming events so that they could be there for the event to observe on what was their busiest night between the last meeting and tonight. The question was posed, is Starwood willing to implement the recommendations mentioned in the parking study and the commitment that we are affirming throughout this evening is the commitment to build these parking spaces is there, along with the implementation of the license plate recognition camera that will enable the enforcement of employee parking in more appropriate places in order to make things more convenient for customers and valet service to serve the new restaurants. She said they also heard the concerns regarding zoning requirements for parking for restaurants and so that is something that they incorporated into their latest evaluation. It was mentioned in Mr. Moreland's letter that the Village had observed a roughly 73% occupancy in the parking area near Pinstripes and that matches what they observed on the Saturday night that they were there in April. They heard the request about evaluating how pad C is going to use the pad B parking in the long term. They are going to touch on these items this evening.

Ms. Disney-Haufe wanted to start first with Pinstripes. They got out on Friday, June 2nd, which per Pinstripes, was their busiest event night that they could observe. It was busier than the previous Friday they observed. And as Ms. Karney discussed with Pinstripes, that Friday was a below average evening as demonstrated by revenue value but it was still a lower parking evening than the Saturday when they did their original observation. Based on the information they were given, a \$30,000 evening is what is earmarked for an average to above average evening and so their first Saturday observation was \$42,000 in revenue

for them that evening and that is what they based their initial recommendations on. So the take away from this is that they've been making recommendations based on that Saturday evening which remains their peak parking observation of how people are using these parking lots so this is still their baseline from which they are building and layering on the future parking needs of the pad C restaurants and other future uses.

Ms. Disney-Haufe then moved on to their second point. Chairman McCombie asked that after this last observation, if there was any request from people like Pinstripes or Incontro to park in area 2, did that word go out? Ms. Disney-Haufe stated not to her knowledge. Chairman McCombie asked if this truly represents that nobody said anything to anybody. She stated that they tried to change nothing. She said there was discussion as Cory was discussing with Pinstripes implementing valet service when they have busy evenings. They talked about if that would worth testing it out and we decided to keep things apples to apples based on how it was working so they can continue in the process they've used to evaluate how the parking would work. Chairman McCombie asked if Pinstripes had ever used valet parking. Cory answered not to her knowledge. She stated that recently Pinstripes approached her about using valet but to her knowledge, Pinstripes has never tried it.

Ms. Disney-Haufe continued that having confirmed what their baseline is, they expanded the scope of their prior parking study to look at the long-term parking needs when B and A pads are developed. So, their original parking analysis looked at how people were using all of the parking lots today and layered on parking needs for C1 and C2 once they are constructed. That includes the 76 additional spaces on the C pad and it includes the enforcement of employee parking locations. There is a small number that appear to be employee parking in this area and they assume that they will relocate to a more logical place that wasn't better for customers and it assumed that valet service for C2 would park cars over in this retail area where there is an abundance of available parking in the evenings. She believes the parking peaked at 51% at 5:00 p.m. and went down from there through the evening. They expect the peak parking needs in this area to be 8:00 p.m. So in the expansion of this evaluation, they added the retail related parking for building B and building A and the additional parking that is constructed in association with those buildings going into place. She stated that similar to what they see elsewhere in the shopping center, there is some busy parking activity going on near retail in the afternoon and earlier in the evening. As the evening wears on, retail parking needs go down and C pad parking demands go up and if they assume that customers from the C pad park on the B pad only, there is no need in their numbers and no assumption that C pad customers would park by the A building. They are able to accommodate that

demand if they extend that evaluation that they did previously into that longer term scenario. Commissioner Gillis asked what the distance was from C2 to the A pad. She stated that this corner from C1 to this line is 500, so between 500 to 600 feet. She stated there is no assumption that anyone from the C pad restaurants would need to use parking from pad A. Chairman McCombie asked that when it gets built out, how big will the parking spaces be in the front of the building B, how many additional parking spaces besides that 101 will be added in there? She stated that accounting for some spaces that would get taken, which is a minus 13, and for her purposes she didn't include the handicap spaces, so those are discounted, there are another 195 spaces here and 87 on the A pad. She continued that having extended that scope, they then took it to the next level and modified their approach based on the zoning ordinance. They layered on more and more additional considerations to test out the original recommendations and the long term impacts. As discussed, the South Barrington zoning code for restaurants says 1 parking space for every 2.5 seats and 1 parking space for every estimated employee and so the zoning code dictates the number of spaces that are provided. Whereas, in their approach, they have been incorporating a cushion in order to allow for some level of comfort, what we have been calling functional capacity or a 10% cushion. So using the zoning code numbers as their basis, they incorporated that 10% cushion to modify the C pad restaurant parking needs. She continued that to do a quick overview as to what that does to the numbers, it's an increase of up to 44 additional vehicles that they are accounting for. She went on to state about how this is going to work in the interim when they have only the additional C pad parking, the 76 spaces here, and what you have is based on the minimum 88 as they've discussed has increased to 101. So the occupancy would only get lower from what was submitted. They expect that this would be within an acceptable occupancy range for a parking lot with the people who are parking at Pinstripes today or in this area. They don't know exactly where these people are going to, perhaps some people are going to Incontro. Add the C pad they will use and have the valet vehicles park down here, employees would park over there or in an acceptable range in the interim. Then taking it to the long term, when they build out A & B, revise their approach based on the zoning code, and they are still within an acceptable occupancy range which she believes is 90% even considering the demand from pad B. She notes that in this assumption, they didn't move the pad A and pad B employees anywhere. They assumed they will park there and they didn't assume any valet service for the retail, it's simply adding on the demand related to A and B and there is still enough room for the pad C to use a portion of pad B, not pad A, covering only these two areas. She continued that if they go one step further, with that 500 foot radius that is dictated in the code for the distance of parking for restaurants, they simply add on even more supply. So based on their assumption and adding all the vehicles that they counted in the southwest corner, whether in the 500 foot radius or not, and layered

on pad A, B and C, they would be at an 80% parking occupancy. All of the numbers have been within what they assume is an acceptable range for what is used as the rule of thumb in the engineering industry for the design of parking lots as an acceptable range of occupancy at peak time. The real take away is that using the recommended approach of having valet vehicles park in the southwest corner and employee-enforced parking elsewhere, looking just at the C pad and the B pad, there is adequate parking to support the restaurants based on their modified approach with the zoning code. She said they didn't even take into account anything in the 500 foot radius to the west of this internal drive. They know that it is busy over there and they weren't counting on anything being available. They think it's kind of far; they think it is better for employees because it is back of house. Chairman McCombie indicated that they said the parking lot right outside of Pinstripes was 73% full. He asked how many parking spaces were available then at 73%? She said, off the top of her head, she didn't know. Mr. Moreland said that he determined, when he did his study with the Police Department, that the 73% generated to 217 vehicles that were utilizing spaces. Chairman McCombie added that it would mean that there would be approximately 80 spaces left. He said that on top of that they are adding 156 additional spaces. He asked if there was parking behind pad B and she said yes, there are 56 spaces behind pad B. He said that means that there are 80 spaces in that area and asked how many spaces will be added around the buildings. She answered, 76 plus 101. Chairman McCombie added all the numbers together and asked if 257 additional parking spaces was the correct number of parking spaces available after the two lots were built. He said that there would be approximately 1,000 seats between the two buildings so every space will be utilized unless we get valet parking to move these people. She agreed with that. She said that it was designed with 90% occupancy at its peak and that typical was 85% to 95% to make good use of your resources but provide some of that comfort level and accommodate routine maintenance. Commissioner Kwasek mentioned that when he looked at this plan once it is all built out, he said there might be a problem when going to one of the C2 pads, he's not looking for parking in front of DSW, he's going to be looking for parking in front of the two pads and if he can't park in front of the two pads, he would try to park to the north of that. So, if you have the ratio of 1 car for 2 1/2 people, and if you have that many cars trying to cluster around those buildings, they start to eat up the spaces where people who are going to Pinstripes would park. He added that if he was going to Pinstripes, he would park west of there. He said a lot of people go around the corner north but if you start eating up some of that, it will cause a problem if you need that for employees and the 500 foot radius starts to hit into the theatre, then what happens to the people going to the theatre? It starts to impact many things. While it is nice to have space in front of DSW, it seems like people are going to park where they can see the closest area. He said when you look at the area where they are adding 80

spaces, the natural place would be to go further west to look for parking or then north in front of Pinstripes. Mr. Hoys added that that is the beauty of the B lot with 101 spaces which is directly adjacent west to the C parcels so if you turned in to park to the north of the C parcels, the entrance to the B lot is right there if the C lot is full. Commissioner Kwasek said that he has a problem with the numbers because if Pinstripes can generate 1,100 people at 1 car for 2.5 people, that 440 cars and if you need 389 for the occupants and 45 for the employees, with the parking that is out there and the access that you count from an event that was the biggest event during this time frame, not the biggest event they ever had, it looks they are still coming up short; about 177 short. He added that when he looks at it and someone is telling him they are giving him all the B parking today, that would be fine but with what they have designed, he thinks they are under parked. Mr. Hoys asked if Commissioner Kwasek was considering the lot to the south because once the buildings are constructed, there would be additional parking. Commissioner Kwasek asked what that does for Pinstripes because their customers are not going to go down there. Mr. Hoys said it will work itself out because people will learn that if the parking lot is full, they will to park somewhere else. Commissioner Kwasek said that if you're employee you get to practice every day, if you work for one of those companies you get to practice every day but if you are coming there for an event, you don't know this parking lot, especially if you're coming from far away. Ms. Disney-Haufe added that if someone was coming there for one of the events, that would be a reason to incorporate an additional Pinstripes dedicated valet service to come in and when you communicate the event to guests, you can say valet provided at the front door to Pinstripes and make sure that the guests are very aware that the service is available which would allow you to leverage this extra space without causing your guests to walk further. She added that there would be a balance since if there was a full parking lot, she would likely to use valet and if she was informed ahead of time and she is dressed nicely for a wedding and is wearing taller shoes, she would be more likely to use the valet service. Commissioner White added that it would make the valet service back up quickly. Mr. Hoys added that there would also be signage and if the lots are full, you could use the signage to educate the customer of an app that could be used so that they can be informed as to where to park. Chairman McCombie added that they are going to have to get Pinstripes to do valet service. Commissioner Kwasek said that he thinks people will leave if they can't find a parking spot and go somewhere else. Ms. Disney-Haufe said that is not what they are seeing at Ruth's Chris and Cooper's Hawk. She said that based on their observations, these two restaurants have a certain number of parking spaces and they use the space behind the buildings for overflow and they fill up every single space. Commissioner Kwasek said that when he goes at 5:30, the valet spaces are empty. She said that peak occupancy of 107% for the Ruth's Chris valet. Commissioner Decker said that was probably

around 8:00 p.m., not so much at 5:30 p.m., and she agreed. Commissioner Gillis said that he goes to Cooper's Hawk a lot and he can always find parking; you might have to go to the north and west but you're always within a block and if you go to a popular restaurant you're probably going to sometimes have to walk about a block, but not 2 or 3 blocks. Mr. Hoys agreed and that you would learn after you've visited a couple of time, you would go to the south even though your instinct would be to turn right but if you turned left, there would be over 200 spaces available. Commission Gillis added that let's say all of this makes sense and the risk is low so we go ahead with it, what happens if beyond all of your expectations, the place is a zoo with cars and people, what would we do and where would we get additional parking? Mr. Hoys said that they are committing to this license plate recognition software and once they complete what will be Phase One, in 12 months or so, they might come back with a lot of statistics and they might say the Commission was right, the numbers were larger then they assumed and our report is going to say that the B building might need to be 5,000 feet smaller so that would be a double win, your decreasing your square footage, but your increasing your parking. He added that if parking becomes cramped, the buildings will need to shrink. He said that he thinks everyone should work together and keep dialogue going. Commissioner Decker asked if they felt that the use of valet is client-dependent, for example, at Ruth's Chris they said it was 35% utilization of valet, which he can see because of the type of client that they have coming into Ruth's Chris. However, someone coming into Pinstripes would be less inclined to use the valet parking than someone going to Ruth's Chris. Ms. Disney-Haufe indicated that the use of valet service at Pinstripes would be for large special events when it is a lot easier to communicate that information and when people are informed ahead of time that parking may be busy because of a larger event. Commissioner Decker said that they might be pushing the valet service sooner than they think because at this point the natural migration will be up into the Pinstripes parking lot and that will create a problem with Pinstripes. Commissioner Kwasek said that he thinks the valet would get utilized more when the weather is bad and so if it's raining cats and dogs and you're dressed up to go to a wedding or something, and even if you dislike valet, you'll probably use it. Commissioner Decker said that he can see Pinstripes lot filling from overflow coming out of C1 and C2 on a regular basis and wouldn't necessarily be event-driven. Commissioner Kwasek said that he thinks that's an issue. Ms. Disney-Haufe replied that they did their evaluation with all of the Pinstripes being there; they did not assume that any Pinstripes was shifting. They are not assuming that C is going to use that area but they did also vet if they move the employees out, there would be space to accommodate them. She added that if a customer comes in and sees the parking lot is full, they can choose to use valet parking based on the information provided to them but if they prefer to find their own parking, they have the ability to make that choice. Commission Decker said that customers

who are not using valet will go to the point of least resistance and that would be to park in Pinstripes. Commissioner Gillis asked if people have to come around to the front entrance to get in to these restaurants or will there be rear entrances? Mr. Shaffer said they have to come around to the front, the way they are designed right now. Chairman McCombie asked if the front is towards the road and Mr. Shaffer said that in both cases the current design has it on the south side of the buildings. The members agreed that this will help.

Mr. Koys then addressed the Commission and said that one of the papers they received in their packet was a parking chart that looks at the parking ratios based on the 4.0 basis. The first one addresses the interim parking and the second one is the full fitout. If we focus on the first chart, for interim parking, and if we look in the upper left corner, this is reflecting the scenario if C1 and C2 are built out, as well as the 101 spaces in B are built out. On the data chart in the upper left hand corner it shows the GBA, or gross building area, which exists today. So the upper left hand section is what exists today. There is 484,801 square feet built and it is broken down into 3 different categories; one-story buildings, two-story buildings that park at 2 per 1,000 ratio and restaurants that park at 10 per 1,000 ratio. He said to note that the 484,801 square feet would require 1,939 spaces; they are providing 2,300. So the ratio today is 4.74, with an excess of 361 spaces. The lower portion of that chart breaks up the 484,801 square feet in 3 categories. So approximately 73% or 355,104 square feet is one-story retail that parks at 3.67; 57,944 square feet or 12% for two-story retail parks at 2 per 1,000 and 71,753 square feet of restaurants or 15% parks at 10 per 1,000. The lower portion of the chart says that they should be providing 2,137 parking spaces and they are providing 2,300 so they are in excess of 163 spaces today.

Commissioner Kwasek said ratios work great when you dealing with spec space, when you don't have a specific tenant, but when you have a number of seats in a restaurant, he doesn't think 10 per 1,000 works for that kind of application where you are going to have 400 seats or more. Because at that ratio you would only need 100 cars for that 10,000 square foot pad so for C1 and C2 you would need 100 cars for each. Based on that everything is great but when you look at the number of seats and you take it backwards at 1 per 2.5, you have a lot more cars. Mr. Koys agreed and said there are different ways of looking at it. Commissioner Kwasek said spec space is a guess but the number of seats is cars that have to fit in the lot so unless you're going to say that there are 4 people in each car and that's the average, then it doesn't work. Mr. Koys said that it does, based on the study by Kimley-Horn because they did the study on a seat count basis as well.

Ms. Disney-Haufe stated that what Mr. Koys is presenting is on a parallel path, not related to the observed user utilization in the parking lot and that adding on

what we expect as our future needs. She stated they did a per seat parking analysis based on the Village code that the Commission was referencing and used that to develop the number of spaces that they think will be needed based on the peaking characteristics they see of the different uses out there. So the premise of a shared parking evaluation is that not everyone needs their peak number of parking spaces at the same time. Commissioner Kwasek stated that all the restaurants do. She stated that this is near some retail and it is near Pinstripes and that's why it's a very thorough analysis both based on nationally accepted numbers for restaurants and also based on the Village Code per seat and that was added on as how they see people using it on an hourly basis today, based on the 3 observations that they did within the shopping center, added on the per seat parking need in order to develop our interim and long term parking analysis that showed 101 additional parking spaces added on B pad. She stated there is enough parking to accommodate these new restaurants and the Pinstripes need just in the northwest quadrant of the shopping center. It doesn't consider anyone going down to the southwest quadrant which is within the zoning code allowable 500 foot radius. Even despite that, they expect there will be enough spaces for people to self-park in the northwest corner of the site. That is separate from the spreadsheet that is being presented which looks at that codified number of cumulative total for the entire development. It is not talking about the peaking characteristics that you experience with retail being heavier during the day and the restaurants heavier in the evening.

Commissioner Kwasek asked how many spaces were in the northwest quadrant. She stated there are 371 in the area of the C pad and in front of Pinstripes and in the interim they will have 101 on the B pad so that adds up to 472. Commissioner Kwasek stated that with Pinstripes at 1,100 people, that comes up to 440 cars. She said if they are at capacity when they are likely having a number of special events and for weddings, there is a higher vehicle occupancy that you would expect. Commissioner Gillis asked what would be the total number of parking spaces for C1 and C2 and Pinstripes. Commissioner Kwasek stated 793. She stated 528. She said there is some Pinstripes utilization in the back and they expect valet to be moved out of that area. Commission Gillis stated that 528 doesn't seem to be the right number; were they sure about that? She stated that when they factored in their first peak parking evaluation in the interim, factoring in valet, 467 cars were parked.

Commissioner Gillis mentioned that it appears on a night when it is a special event at Pinstripes and there is valet, if the two new restaurants are also having big nights, we could have a problem. Mr. Koys responded that we need to keep in mind that it might only happen one or two nights a year and in those cases, that's when you up the valet program and send out an e-blast on Facebook for customers

to use their parking app to show what parking lots are available. Mr. Koys continued with the left hand side of the spread sheet with the addition of Pad C and that 20,000 feet is being added in yellow section in the restaurant row and the difference between the parking spaces is 2,300 versus what we are anticipating at 2,477, is 177 spaces, that's the increased parking so on a pure ratio basis, they park at a 4.91 which is 458 extra and then on the categorical we are parking shows an excess of 140. Again, that is blended across the whole property. Moving on to the second page, the full fit out, which is a similar concept. In the upper right hand section, you see these buildings that match Todd's site plan, the different square footages that they are adding which is a total of 132,000 square feet in the pink cell, characterized by 78,000 feet of retail parked at 3.67, a two-story office building on the J pad that parks at 2.0 and the 20,000 feet that we are talking about tonight that parks at 10.0. He continued that with this information, they park at a 4.36 and that's actually right on the money for the parking spaces that would be required for the categorical at the bottom. There is a demand for 2,692 and that is what is provided on Todd's spreadsheet. He added that again, this is crystal ball-like because we do not know what's going in but what is drawn on Todd's site plan for A, B, T, and J, those are the numbers that are used in the spreadsheet.

Chairman McCombie stated that he looked at the numbers and that the reason the Commission is doing this is that they don't want to see them fail and if a person cannot find a parking spot, he's frustrated and he doesn't come back. A frustrated person will go somewhere else. We want people to keep coming back and have it easy to be there and have it easy to get in and get out. He said he thinks that they have a good plan and he always thought that having the parking in the front made sense and they did it and not in the back and that's good. He thinks Commissioner Kwasek's point that you have 195 spots and when you finally have it built out, you're using 101 of those it would be nicer to add 150 instead of 101 so there was a little more parking, more of a cushion. He agrees that this will be an important area. It's a good thing that the buildings face south and a lot of people across the street will figure out that's a good place to park and they will be like, let's just walk across the street and that will feed into the buildings which will be good. He added that he is not sure about the valet; he's wants to believe in it. Having the employees park that far away, and he thinks they are underestimating the number of employees they will need for those two buildings but regardless, they are going to be far away from the buildings and that will be a hike. They might need some transportation to bring all those people in since they will be the first people that come in before the patrons get there. He added that the closer they get built out, the tighter it will be. He asked if they were going to keep track of some of the parking trends and what's going on now that they have this study that is theoretical, are they going to put applications to this?

Mr. Koys said that's why he mentioned the license plate recognition software which will be on the security vehicle which will continually monitor the parking lots and not only does it recognize license plates to keep the employees parking where they are supposed to, but it will also calculate occupancies for each of the parking lots so they will have real, live statistics and data by lot. He added that's why when they come back in 12 months to talk about the development of parcel B, they will have hard statistics to talk about those occupancies. He said that they may have to tweak some things as this is an art, not a science and again, these are good problems to have; great retailers who want to build large square footage in a very successful center. The square footage of these buildings is much smaller than what was approved 10 or 12 years ago which means less square footage and more parking. He said this accommodates the needs of the retail environment right now. There are a lot of folks shopping the internet and Amazon and they want to come to dine and entertain and that's what they are doing. They are modifying the site plan for those needs.

Mr. Quarnstrom then addressed the Commission and presented a visual of Oakbrook Centre where he previously was manager for a number of years. He stated that being in the retail industry, cars are not enemies. He stated that GGP (General Growth Properties), one of the biggest developers in the country, uses this exact company and software not only to manage the employee parking, it has the ability to write citations, it has the ability to keep databases of all the people who are on the lot and try to say they are not employees. For instance, at Oakbrook, the first note that goes out says, we noticed that your car was parked here from 11:32 until 5:37 at night and if you are a shopper, we apologize, please give us a call and we can take you off the list. But it keeps that license plate. People will try to get around it but what they've tried to do is hit anywhere from around an 80%-85% compliance. He stated that right now, Cory has about a 20%-25%, but you can get up to 80% compliance. If one employee takes a customer's parking spot, that's 8 customers that come for an hour that are not able to park in that spot. He showed a visual of the app and what the customer can get by downloading it for free on the website; it doesn't give you the exact parking counts but what it does give you for instance the green basically shows that the lot is pretty much open with plenty of parking, yellow means it's getting full and red means there might only be a couple spots available. On Black Friday at Oakbrook, they might all be red. Nobody designs a shopping center for 100% but what this does is manage the frustration level. With Rascal Flatts and Hampton Social, customers might get frustrated but they will come back if it's a fun thing to do. He said Starwood has committed the upfront capital to do this and to maintain the software.

Mr. Moreland asked if their security guy would be riding around using this device. Mr. Quarnstrom said that there are two cameras mounted on each side of the vehicle and it is constantly updating information in real time. Mr. Moreland asked if 80% is achievable as far as employee compliance and Mr. Quarnstrom answered yes.

Mr. Koys stated that store managers, regional managers, district managers, the corporate office, they all love this program, the employees do not but creating parking spaces for customers is worth the 4 minute walk for employees.

Mr. Koys said that this completed the things that he wanted to touch on and asked if there were any questions.

Chairman McCombie stated that there were a couple of reports that came from the Village and he asked Ms. Karney about her report. She said she thinks they basically answered #2 on her report. For item #1, they talked about the engineering plans and they will work this out later. For item #2, they showed us where the 88 additional parking spots are going to be and she did have a question though. She stated there was a bank of about 13 parking spaces between the proposed 101 and the existing parking to the north, and that area is shown on both the existing SB68 and the proposed. She asked if there was any reason why they can't add those 13 parking spots. Mr. Shaffer answered that they could be added but from a standpoint of circulation, they anticipate more of the cars coming from the traffic circle or from the 4-legged intersection to the south and they are very inefficient parking spaces from the standpoint of the amount of pavement for what you are getting out of it. Commissioner McCombie confirmed that they are talking about the space due east of the building B itself and those would be connecting one parking lot to another. Ms. Karney agreed and said that it shows right now on the existing site plan and the proposed but not constructed. She said it would help with circulation from the north. Mr. Koys said that it was something that they could look at to see if these spaces can be utilized. He said the last thing he wants to do is create parking that would not be a benefit. It could introduce another traffic conflict from the cars from the C1 and C2 pads. Commissioner Kwasek asked if they will exist in the ultimate plan. Mr. Koys answered correct. Commissioner Kwasek stated that if it's bad now, it will be worse then. Mr. Koys stated that they didn't know if B will be built as B illustrated on the plan because it's conceptual at this point. He added that everyone is locking in on the B building and he doesn't know if that's the shape B is going to be so he can't build the whole B lot as shown because the B building might change. He said let's say we have a Trader Joes in 2 years and they want to be somewhere else and he has to tear apart that parking lot and reconstruct it. He says they feel this is an appropriate size in an appropriate location, its larger than

the report says by some 16 spaces and he feels it is a good position to be in right now.

Ms. Karney stated that basically they answered most of her questions and suggests that after they are in full swing with the restaurants in a year or so and we look at the parking and we might want to re-evaluate the parking needs at that point. She suggested that another parking study be done after both restaurants are constructed and they would be forced to comply if the parking needs aren't met. She stated that they would have to revise SB68 again and re-evaluate buildings A and B. Mr. Koys asked how we define failing. Ms. Karney said to have Sarah do another parking study. Mr. Koys stated that they will be loaded with statistics that they will gladly share and he said they didn't have to wait a year. He said in terms of C opening, that won't be until late 2018 but they will have statistics well before anything is constructed in the existing scenario. Ms. Karney said she is just suggesting to wait; maybe they won't even have to do another parking study but if it looks like there's a problem they might have to.

Mr. Moreland summarized his comments. He said that at this point, after the conversations this evening, he has a reasonably comfortable sense that for short term this will be fine. He thinks the valet will be helpful. He stated that he and Sarah will never agree on how this was all put together. He said his frustration with traffic studies is a lot of numbers come and go and you really don't get the correlation of why a number is changing and why it is showing this value here and this value there. You lose some of the subscripts and things that give you clues; he got a few more clues tonight. He thinks that it can work the way that it is. He said a thought that just occurred to him that maybe when they do the paving in pad B, they leave some of the curb sections out and people can park on the grass on a really heavy traffic night and if you give people that relief some will take it. Mr. Koys said that Todd told him there was a curb on the west end but that would be a good idea. Mr. Moreland is still concerned about the long term and the way he put the numbers together, he shows that they are still 139 spaces short to handle C1 and C2 and that is just looking at it from the codes that he deals with on a regular basis but he thinks the 139 will be handled in the parking 6 area and with the employee parking and valet. But he is still not comfortably convinced about the long term total build out. There are five buildings to possibly build out and there is a pressure to put tenants in when you have tenants available and how many little Small Cakes and how many coffee shops equal a restaurant. He said none of us know ultimately how they will be building these things out so from his point of view he respectfully disagrees with Sarah but from a concept point of view he thinks they are close enough on the numbers and the shared parking will work.

Commissioner Kwasek asked about the two-story buildings and that they have 2 spaces per 1,000. He asked what kind of use is that at 2 cars per 1,000. Mr. Moreland answered that it is basically a very under-utilized square footage on a second floor. He said that often the space would be used for an insurance agency or an attorney's office. Mr. Kwasek said his office had 2.5 per 1,000 and he could guarantee that 2.5 per 1,000 won't work and the only time he saw 2.5 per 1,000 in a zoning code was for manufacturing, not for office. Mr. Moreland said it is not in our code. Mr. Kwasek stated it's not in Schaumburg's and not any other town that he worked in. Mr. Moreland stated that what they are quoting is in the PUD ordinance and that was in the guidelines. He added that their spreadsheets indicated that the 4.91 was fine overall, but he often hears people complaining to him about how the parking is so challenging especially since they put the workout place in over by Cooper's Hawk and to him, there is an existing issue based upon word of mouth that he hears and from unhappy people. He is hoping they find a way to improve it. He added it won't really matter to the people in C1 what is going on over by Cooper's Hawk or even over by Sherman Williams for that matter and there are probably a lot of parking spaces over there.

Mr. Koys stated that he thinks they want to address the concerns that were brought up in the last meeting that we are doing more restaurants with a higher parking demand, when blended across the other uses, it still works.

Mr. Moreland asked at what point in time do we transcend from the normal shopping mall area with a certain percentage of restaurants versus retail, where does that number come into play when we started getting twice the amount of restaurants or three times the amount of restaurants and now the spreadsheets on parking start changing dramatically because when he ran some numbers, and with the addition of these two new restaurants, we are at about 24% of the total square footage is going to be restaurants. When we first started this thing and we came up with a number of 4 per 1,000 and 10 per 1,000 for a restaurant, what were we anticipating in terms of total plan? Was it going to be 10% restaurants or 30% restaurants? Somewhere along the way it seems as if we crossed the line and we began getting cramped on parking.

Mr. Koys stated that retail, or soft apparel, is struggling with more bankruptcies more this year than all of last year and now most people want dining. The typical model is changing; where it was 15%, now its 25%.

Mr. Moreland stated that agrees that retail is tanking but that his concern was with that changing, there will be a higher demand for parking for restaurants and we are still left with a fixed number of parking spaces.

Mr. Koys added that they are shrinking buildings and adding parking as far as the buildings that haven't been built yet.

Mr. Moreland stated that half of building Q could be bankrupt next year let's say and you might have 15,000 to 20,000 square feet of vacant space and if all you have as far as people looking to come in for entertain and restaurant space, now you are taking existing buildings that are up with not enough parking spaces.

Mr. Koys said that that is the challenge of their industry and that's why they have to stay in communication and share statistics and information. He agreed that those things are happening and they have to react on them.

Chairman McCombie stated that as he understands it, they have before them a request for modification for the existing SB68, Pad C and to do that the first step would be to approve of what we've seen and then we would need to have them come back to have approval of the re-subdivision.

Attorney Wolf asked Mr. Shaffer what his proposal is with respect to presenting the plat of re-subdivision before the Plan Commission. He answered that once they have the concurrence of the Plan Commission and Village counsel as to proceeding with revised SB68, it would be a trigger for them to go into final engineering concurrently with the final plat. They would submit the final plat to the Village. While the Village staff is reviewing the engineering, they would concurrently be reviewing the subdivision. By the time they get through with the approval and permitting processes, they will be well approved with respect to the subdivision.

Attorney Wolf said so that prior to any building permit being issued, they are anticipating a condition of the amendment to the PUD would be that final engineering would be approved, so during that process if the Village approves this amendment, then they will immediately go forward with the plat of re-subdivision process while the Village is approving the final plans? He said that's correct. Attorney Wolf confirmed that they will be before the Plan Commission and the Village Board with respect to the plat of subdivision. He said yes, the plat of subdivision will be a separate process and they are going through the PUD amendment. He said he knows the original petition was for C1 and C2 with the parking study because of the Village's concern about additional parking and that necessitated a revision to the A/B pad in order to accommodate the additional parking and reduce the square footage. So the SB68, it's the running document that's attached to the PUD for the shopping center and so what they have done in the past is basically keep track of rev 1 and rev 2, this is their rev 3a and they will probably amend that to be just rev 3. Any changes they made were 3a, 3b, 3c

when we go before the Village counsel and follow ordinance, its all rev 3 for consideration. All of the comments that they have received from Village will be a part of this but all the comments being made as far as the restrictions for future buildings, the un-built buildings, will have to written into the amendment ordinance for the PUD itself.

Chairman McCombie stated that they are looking then at a document to approve the modifications for pads C1 and C2. Attorney Wolf said correct. Chairman McCombie added the modification to SB68 in the total. Mr. Koys said correct.

Mr. Moreland said that we also want to have them show the 101 spaces that are going to be paved at pad B with the additional parking as part of this revision, a revised 3a version. He said we have C1 and C2 but we don't have parking lot B that they talked about today.

Mr. Koys said this plan, SB68, (inaudible) this is going to be the ultimate build out and they want to attach a separate exhibit to the ordinance for the 101 additional spaces as illustrated on, and give the exact date of the illustration, which will be constructed concurrently with the C1 and C2 pad as part of the building permit process.

Chairman McCombie stated that it needs to be reflected on an exhibit and Mr. Koys agreed. He said that everyone saw the exhibit and they can say the B pad temporary parking for 101 spaces as illustrated. Chairman McCombie asked if this will be part and parcel of the whole thing and Mr. Koys agreed it will part of the overall PUD ordinance and they can add exhibits if there are comments or questions or if clarification is needed. With regard to the term temporary parking, Mr. Koys said that if the B pad changes in the future, they want everyone to understand that the 101 spaces that are locked into a number but they are not locked in if they lose 10 spaces on the north, then they have to add 10 spaces to the west so as far as the context of temporary, they need the flexibility to modify the 101 spaces while accounting for whatever they come to the Village with for pad A and pad B. He continued that the likelihood of pad A and pad B being exactly what was shown are very, very small from a standpoint that the only buildings that we built per the original plans, are buildings such as Sherman Williams, which was close. He said that this is their first PUD amendment and since the shopping center was built, leasing these phase 2 areas has been difficult just with the retail world itself. He said whether they call it temporary or not, they are committing to 101 spaces of which 88 were documented as being required.

Chairman McCombie said the he is going to assume that this document is going to change to say 101 and say interim and that it doesn't say temporary.

Mr. Moreland asked if we want it to say a “minimum” of 101 in case they want to do more then we have at least we will have 101. Chairman McCombie asked if they minded if it said minimum interim 101 parking spaces and they agreed.

Commissioner Kwasek asked is this plan is going to also document their commitment where they said these two were the last restaurants and the rest would be some kind of retail.

Mr. Koys stated that they are committing based on the site plan that you are seeing as being retail in the future. He stated they may come back to the Plan Commission and request that some of these buildings become restaurants but then there will be consequences to that; shrinking buildings and adding more parking so from a standpoint as to what is on the plan as far as A, B, and T, the future buildings are being committed to being retail at this time but it doesn't prohibit them from petitioning the Village to change this to another PUD amendment to have those become restaurants. He stated they had discussions about the parking and if it is working, then nothing will be approved.

Commissioner Kwasek said he was good with that exact wording being put right on the plan.

Chairman McCombie said that he really liked this and thought it was a great plan. He stated that this represents for the first time what is being built out and he thought it was a good plan. He stated that they will create a document that puts all of these things in place. Mr. Koys agreed. Mr. Shaffer asked if they should prepare it or if the Village Attorney would like to prepare it. Attorney Wolf answered that they should prepare any necessary documents and the Village will review.

Chairman McCombie asked what everyone thought about the procedure here, what they are showing, what they are proposing, etc. Commissioner Gillis thought it was a well thought out plan. Commissioner White stated that he couldn't put a lot of faith in the valet parking. He continued that with three restaurants in close proximity to each other, he wasn't sure if the valet parking was going to work. Chairman McCombie asked if the valet parking works at Oakbrook. Mr. Koys answered that yes, on the east side of the parcel where Maggianos is, there are six or seven restaurants in a row and the parking has improved because they've moved the employee parking and during the day its actually nicer there.

Attorney Wolf stated that there would then be a motion to approve the amendment to site plan 68 to alter pad C to allow for two buildings instead of one with additional parking. Chairman McCombie asked how all of the changes that were discussed would be incorporated. Attorney Wolf stated that it would be subjected to final site plan approval by the Village Engineer and legal counsel, so those notations will be included on the site plan. She added that there should probably be a condition of the addition of the 76 parking stalls on pad C which is included on the site plan plus the additional stalls of the interim of 101 on pad B. She added that from a legal perspective it is difficult to condition it upon a future activity but it is something that this Plan Commission will be able to consider when they are evaluating the build out. If they haven't done it and they don't have sufficient information to show how the parking lot is functioning, it will be problematic for when they are trying to go forward with A and B.

Mr. Koys stated that because they are amending overall the SB68 that is attached to all of the ordinances, it is also revising C1, C2 and pads A and B and adjacent parking and that is part of this overall request. Attorney Wolf asked if it was a conceptual amendment. Mr. Koys answered that the whole site plan was conceptual from day one. He added that with regard to the last Sherwin Williams update, the Village required them to put identifiers as to what is a future building knowing that it is conceptual in nature but from a standpoint that they are in accordance with the original intent to the PUD with regards to FAR, square footages, parking ratios, etc., this is that working document moving forward. He stated that it would also be adding Commissioner Kwasek's concerns about putting a note on the plans, maybe a legend at the bottom showing future buildings and adding something like "see note A" that all future buildings shall be retail unless there are further amendments.

Attorney Wolf stated the one issue she has from a legal standpoint is the notice with respect to this whole process really dictated the revisions of pad C. It didn't talk about the revision of site plan 68 with respect to pads A and B. It did talk about additional parking so she didn't have a problem from a notice perspective. She will have to evaluate whether they would have to come before this Plan Commission again with additional notice.

Mr. Koys stated that from a standpoint of them moving forward and taking care of procedure is something that they can work with while they are working on the other drawings but getting a vote from the Plan Commission as to moving forward, not necessarily calling it approval but giving them direction so that they can notice whatever needs to be noticed. He also stated that they did not publish the subdivision so they will have to do that as well. He stated that as far as moving forward with revisions and procedural steps, they would be comfortable

with getting acknowledgement about the conditions and restrictions that were put on the site plan which would then be followed up by another public notice to reaffirm any changes that were made.

Chairman McCombie asked if the recommendation that the Commission is making should be brought before the Board. Attorney Wolf confirmed yes and added that this particular site plan should have notations on it; one being the reduction of the square footage of the build outs of pads A and B, the designation of those uses as retail and office uses, not restaurants uses and this particular approval will be conditioned upon the 101 extra spaces over on pad B and this should be drafted on the site plan. She said after the fact they will be doing a plat of re-subdivision to fix the lot lines. She added that if we need to do another hearing with respect to the redrawing of pads A and B consistent with the notations on the site plan, we can do that.

Chairman McCombie stated that based on what we are doing right now, the Commission is recommending the approval of the two C buildings with the additional parking with the notations on the documents as has been indicated and Mr. Koys will forward these to staff and counsel to confirm what is on there is correct and based on those new documents we would bring to the village board with a recommendation for them to approve. In the meantime, Mr. Koys will also start the new documents to put the rest of it together and of course you know you have to go before the ACC to get approval on the architectural aspect of the buildings. Attorney Wolf added that this should be a condition because we are talking about the buildings on pad C. She also asked staff if there was any review from the fire protection district. Mr. Moreland stated that this will take place when the permit process starts. Attorney Wolf stated that the Plan Commission can implement that condition as well.

Chairman McCombie asked for a motion to make a recommendation for the Board to approve with the changes as discussed. Commissioner Gillis made the motion, seconded by Commissioner Decker. Roll call was taken. Chairman McCombie-yes, Commissioner Decker-yes, Commissioner Gillis - yes, Commissioner Kwasek – yes, Commissioner White - yes. By unanimous vote the Motion was passed.

Chairman McCombie added that he acknowledges the hard work to put this together and it showed and thanked them for it.

Chairman McCombie asked for a motion to close the public hearing. Commissioner Kwasek made the motion, seconded by Commissioner Decker. Roll call was taken. Chairman McCombie-yes, Commissioner Decker-yes, Commissioner Gillis - yes, Commissioner Kwasek – yes, Commissioner White - yes.

NEW BUSINESS: None

Chairman McCombie asked for a Motion from the Board to adjourn the meeting. Commissioner Kwasek made a Motion. Commissioner Gillis seconded. By unanimous vote the meeting was adjourned at 9:35 p.m.

Respectfully Submitted,

Liz Chabalowski, Deputy Clerk

These Minutes were approved this

_____ day of _____, 2017