

APPROVAL <i>Slw</i>	REQUEST FOR COUNCIL ACTION	MEETING DATE 08/21/12
REPORTS & RECOMMENDATIONS	ORDINANCE TO CREATE SECTION 15-3.0441 OF THE FRANKLIN UNIFIED DEVELOPMENT ORDINANCE ESTABLISHING PLANNED DEVELOPMENT DISTRICT NO. 36 (MEIJER GROCERY AND DEPARTMENT STORE DEVELOPMENT) AND TO REZONE PROPERTY FROM B-3 COMMUNITY BUSINESS DISTRICT, PLANNED DEVELOPMENT DISTRICT NO. 31 (FORESTHILL HIGHLANDS/UNITED FINANCIAL GROUP, INC.) AND FW FLOODWAY DISTRICT TO PLANNED DEVELOPMENT DISTRICT NO. 36 AND FW FLOODWAY DISTRICT (AT THE EASTERN CORNER OF WEST LOOMIS ROAD AND WEST ST. MARTINS ROAD (STH 100))	ITEM NUMBER <i>G.4.</i>

At their meeting on August 9, 2012, the Plan Commission recommended approval of an ordinance to create Section 15-3.0441 of the Franklin Unified Development Ordinance establishing Planned Development District No. 36 (Meijer grocery and department store development) and to rezone property from B-3 Community Business District, Planned Development District No. 31 (Foresthill Highlands/United Financial Group, Inc.) and FW Floodway District to Planned Development District No. 36 and FW Floodway District, subject to the condition that the City is able to get the bypass lanes on West Puetz Road (at the eastern corner of West Loomis Road and West St. Martins Road (STH 100)).

After further discussions with the applicant, Department of City Development staff recommends Condition Nos. 9 and 11 be revised as follows.

9. The applicant shall provide, for review and approval by Department of City Development staff, mitigation and enhancements to natural resource features onsite or off-site within the City of Franklin limits for the wetland, wetland buffers and wetland setbacks prior to issuance of a building permit. In addition, the applicant shall submit a tree preservation plan, in accordance with Section 15-8.0204 of the UDO, prior to issuance of a building permit.
11. The applicant shall provide, for review and approval by Department of City Development staff, shore buffer mitigation onsite or off-site within the City of Franklin limits, prior to issuance of a building permit.

Pursuant to past practice and as set forth in the applicable ordinances and resolutions associated with the Meijer project, should the Common Council approve the Meijer project as set forth herein, minor changes to this project will not be brought back to the Plan Commission or Common Council for their review and consideration.

However, it is important to note that substantive changes to the Meijer project, including but not limited to Site Plan and Certified Survey Map changes, are possible, most likely in response to final decisions/approvals by the Wisconsin Department of Transportation and the Wisconsin Department of Natural Resources, and to a lesser extent in response to the findings of the final stormwater management, landscaping, lighting, etc. plans. Examples of such potential substantive changes include:

- Relocation and redesign of the ingress/egress to the subject property from Hwy 100 and from Puetz Road (due to final decisions/approvals from the Wisconsin Department of Transportation);
- Relocation and redesign of the project's impervious surfaces and/or filling and grading (due to final decisions/approvals from the Wisconsin Department of Natural Resources and the Army Corps of Engineers);
- Relocation and redesign of the project's stormwater management facilities and associated landscaping (due to the findings of the required final stormwater management plan).

Therefore, absent any further action or direction by the Common Council, should such changes be determined by the City Engineer or the Planning Manager to be substantial departures from the plans as approved by the City, they will be brought back to the Plan Commission and Common Council for their review and consideration.

COUNCIL ACTION REQUESTED

A motion to adopt Ordinance No. 2012-_____, an ordinance to create Section 15-3.0441 of the Franklin Unified Development Ordinance establishing Planned Development District No. 36 (Meijer grocery and department store development) and to rezone property from B-3 Community Business District, Planned Development District No. 31 (Foresthill Highlands/United Financial Group, Inc.) and FW Floodway District to Planned Development District No. 36 and FW Floodway District, subject to the condition that the City is able to get the bypass lanes on West Puetz Road (at the eastern corner of West Loomis Road and West St. Martins Road (STH 100)).

STATE OF WISCONSIN

CITY OF FRANKLIN

MILWAUKEE COUNTY

[Draft 8-1-12]

ORDINANCE NO. 2012-_____

AN ORDINANCE TO CREATE SECTION 15-3.0441 OF THE FRANKLIN
UNIFIED DEVELOPMENT ORDINANCE ESTABLISHING PLANNED
DEVELOPMENT DISTRICT NO. 36 (MEIJER GROCERY AND DEPARTMENT STORE
DEVELOPMENT) AND TO REZONE PROPERTY FROM B-3 COMMUNITY BUSINESS
DISTRICT, PLANNED DEVELOPMENT DISTRICT NO. 31 (FORESTHILL
HIGHLANDS/UNITED FINANCIAL GROUP, INC.) AND FW FLOODWAY DISTRICT TO
PLANNED DEVELOPMENT DISTRICT NO. 36 AND FW FLOODWAY DISTRICT
(AT THE EASTERN CORNER OF WEST LOOMIS ROAD AND
WEST ST. MARTINS ROAD (STH 100))

WHEREAS, a petition for zoning change having been filed to change the zoning on a tract of land comprised of eight properties from B-3 Community Business District, Planned Development District No. 31 (Foresthill Highlands/United Financial Group, Inc.) and FW Floodway District to a Planned Development District and FW Floodway District, which tract of land is located at the eastern corner of West Loomis Road and West St. Martins Road (STH 100), bearing tax key nos. 840-9969-000, 840-9997-003, 840-9997-002, 840-9994-000, 840-9998-000, 840-9997-001, 840-9993-000 and 840-9999-001, and is more particularly described below; and

WHEREAS, the Plan Commission having determined that the proposed Planned Development District No. 36 (Meijer Grocery and Department Store Development) shall be in conformance with the City of Franklin Comprehensive Master Plan upon hearing and approval of a proposed Comprehensive Master Plan amendment filed by applicant in conjunction with its petition for zoning change and contains more than 3 acres; and

WHEREAS, a Public Hearing was held before the Plan Commission on the 5th day of July, 2012, and the Plan Commission having reviewed the Planned Development District No. 36 petition and having found that the proposed Planned Development District conforms to the standards for adoption of a Planned Development District, and having recommended to the Common Council that the creation of Planned Development District No. 36 be approved; and

WHEREAS, the Common Council having reviewed the petition and recommendation following the Public Hearing and having determined that the adoption of an ordinance to create Planned Development District No. 36 will promote the health, safety and welfare of the Community.

NOW, THEREFORE, the Mayor and Common Council of the City of Franklin, Wisconsin, do ordain as follows:

SECTION 1:

§15-3.0102 (Zoning Map) of the Unified Development Ordinance of the City of Franklin, Wisconsin, is hereby amended to provide that the zoning district designation for the property described below be changed from B-3 Community Business District, Planned Development District No. 31 (Foresthill Highlands/United Financial Group, Inc.) and FW Floodway District to Planned Development District No. 36 (Meijer Grocery and Department Store Development) as is created under SECTION 2 of this Ordinance and FW Floodway District:

LEGAL DESCRIPTION: PARCEL 1 (VACANT): THAT PART OF THE SOUTHEAST 1/4 OF SECTION 17, IN TOWNSHIP 5 NORTH, RANGE 21 EAST, IN THE CITY OF FRANKLIN, MILWAUKEE COUNTY, WISCONSIN, BOUNDED AND DESCRIBED AS FOLLOWS: COMMENCING AT THE SOUTHWEST CORNER OF SAID 1/4 SECTION; THENCE EAST ALONG THE SOUTH LINE OF SAID 1/4 SECTION 954.26 FEET TO A POINT, SAID POINT LYING ON THE CENTERLINE OF STH 100 (ST. MARTINS ROAD); THENCE NORTH 36°37' WEST ALONG THE CENTERLINE OF SAID STH 100, 668.50 FEET; THENCE NORTH 54°57' EAST 60.00 FEET; THENCE NORTH 36°37' WEST 160.58 FEET TO A POINT LYING ON THE SOUTHERLY RIGHT OF WAY LINE OF WEST LOOMIS ROAD (SAID POINT BEING 100 FEET SOUTHERLY OF THE CENTERLINE OF WEST LOOMIS ROAD); THENCE NORTH 54°58'55" EAST ALONG SAID RIGHT OF WAY LINE 10.00 FEET TO THE POINT OF BEGINNING OF THE LAND TO BE CONVEYED; THENCE CONTINUING NORTH 55°58'55" EAST ALONG SAID RIGHT OF WAY LINE 120.01 FEET; THENCE SOUTH 12°15'45" WEST 159.24 FEET TO A POINT LYING ON THE EASTERLY RIGHT OF WAY LINE OF STH 100 AND 70.00 FEET EASTERLY OF THE CENTERLINE OF SAID STH 100; THENCE NORTH 36°37' WEST ALONG SAID RIGHT OF WAY LINE OF STH 100, 108.08 FEET TO THE POINT OF BEGINNING.

PARCEL 2 (9821 W. LOOMIS ROAD): THAT PART OF THE SOUTHEAST 1/4 OF SECTION 17, IN TOWNSHIP 5 NORTH, RANGE 21 EAST, IN THE CITY OF FRANKLIN, MILWAUKEE COUNTY, WISCONSIN, BOUNDED AND DESCRIBED AS FOLLOWS: COMMENCING AT THE SOUTHWEST CORNER OF SAID 1/4 SECTION; THENCE EAST ALONG THE SOUTH LINE OF SAID 1/4 SECTION 954.26 FEET TO THE CENTERLINE OF THE ST. MARTINS ROAD (HIGHWAY 100); THENCE NORTH 36°37' WEST ALONG THE CENTER LINE OF SAID ROAD, 668.50 FEET TO A POINT; THENCE NORTH 54°57' EAST 60 FEET TO THE POINT OF BEGINNING OF THE LAND ABOUT TO BE DESCRIBED; THENCE NORTH 54°57' EAST 248.94 FEET TO A POINT; THENCE NORTH 36°37' WEST 199.5 FEET TO A POINT

IN THE WEST LOOMIS ROAD (60 FEET FROM THE CENTERLINE); THENCE SOUTH 54°57' WEST ALONG THE SOUTH LINE OF WEST LOOMIS ROAD, 75.6 FEET TO A POINT; THENCE SOUTH 12°15'45" WEST 229.94 FEET TO A POINT IN THE EASTERLY LINE OF ST. MARTINS ROAD; THENCE SOUTH 36°37' EAST ALONG SAID ROAD 43.52 FEET TO THE POINT OF BEGINNING, EXCEPTING THEREFROM THAT PART TAKEN BY AWARD OF DAMAGES RECORDED ON NOVEMBER 14, 1967 IN REEL 390, IMAGE 2066, AS DOCUMENT NO. 4357556.

PARCEL 3 (9824 W. ST. MARTINS ROAD): THAT PART OF THE SOUTHEAST 1/4 OF SECTION 17, IN TOWNSHIP 5 NORTH, RANGE 21 EAST, IN THE CITY OF FRANKLIN, MILWAUKEE COUNTY, WISCONSIN, BOUNDED AND DESCRIBED AS FOLLOWS, TO-WIT: COMMENCING AT THE SOUTHWEST CORNER OF THE SAID 1/4 SECTION; RUNNING THENCE EAST ALONG THE SOUTH LINE OF SAID 1/4 SECTION 954.26 FEET TO THE CENTERLINE OF THE ST. MARTINS ROAD; THENCE NORTH 36°37' WEST ALONG THE CENTER LINE OF SAID ROAD 527.50 FEET TO THE PLACE OF BEGINNING OF THE LAND ABOUT TO BE DESCRIBED; CONTINUING THENCE NORTH 36°37' WEST ALONG THE CENTER LINE OF THE ST. MARTINS ROAD 141 FEET TO A POINT; THENCE NORTH 54°57' EAST 308.94 FEET TO A POINT; THENCE SOUTH 36°37' EAST 141 FEET; THENCE SOUTH 54°57' WEST 308.94 FEET TO THE PLACE OF BEGINNING.

PARCEL 4 (9745 W. LOOMIS ROAD): THAT PART OF THE SOUTHEAST 1/4 OF SECTION 17, TOWNSHIP 5 NORTH, RANGE 21 EAST, IN THE CITY OF FRANKLIN, MILWAUKEE COUNTY, WISCONSIN, BOUNDED AND DESCRIBED AS FOLLOWS: COMMENCING AT THE SOUTH 1/4 CORNER OF SAID SECTION 17; THENCE NORTH 89°57'44" EAST 1321.62 FEET; THENCE NORTH 01°20'04" EAST 475.107 FEET TO THE POINT OF BEGINNING OF THIS DESCRIPTION; THENCE SOUTH 80°01'08" WEST 311.842 FEET TO A POINT; THENCE NORTH 36°39'00" WEST 524.937 FEET TO A POINT ON THE SOUTHERLY RIGHT OF WAY LINE OF STH 36; THENCE NORTH 54°57'00" EAST ALONG SAID RIGHT OF WAY LINE 251.367 FEET TO A POINT OF CURVE; THENCE ALONG THIS CURVE CONCAVE TO THE NORTHWEST, SAID CURVE HAVING A RADIUS OF 2391.831 FEET WITH A LONG CHORD BEARING NORTH 54°24'06.9" EAST 45.759 FEET, 45.760 FEET; THENCE SOUTH 35°03'00" EAST 657.30 FEET TO THE POINT OF BEGINNING. EXCEPT THAT PART DESCRIBED IN WARRANTY DEED NO. 2905120 AND AGAIN IN QUIT CLAIM DEED NO. 3200027.

PARCEL 5 (9760 W. ST. MARTINS ROAD): THAT PART OF THE SOUTHEAST 1/4 OF SECTION 17, TOWN 5 NORTH, RANGE 21 EAST, IN THE CITY OF FRANKLIN, COUNTY OF MILWAUKEE, STATE OF WISCONSIN, BOUNDED AND DESCRIBED AS FOLLOWS: COMMENCING AT THE SOUTH 1/4 CORNER OF SAID SECTION 17; THENCE NORTH 89°57'44" EAST 954.002 FEET; THENCE NORTH 36°39'00" WEST ALONG THE CENTERLINE OF STH 100, 205.500 FEET; THENCE NORTH 89°57'44" EAST 87.207 FEET TO THE EASTERLY LINE OF STH 100, BEING THE POINT OF BEGINNING OF THIS DESCRIPTION; THENCE NORTH 36°39'00" WEST 372.845 FEET TO A POINT IN THE SOUTHERLY LINE OF PROPERTY DESCRIBED IN WARRANTY DEED RECORDED AS DOCUMENT NO. 4954582; THENCE NORTH 54°57'00" EAST 238.913 FEET TO A POINT; THENCE SOUTH 36°39'00" EAST 224.476 FEET TO A POINT; THENCE NORTH 80°01'08" EAST 311.842 FEET; THENCE SOUTH 01°20'04" WEST 310.107 FEET TO A POINT; THENCE SOUTH 9°57'44" WEST 406.921 FEET TO THE POINT OF BEGINNING.

PARCEL 6 (9710 W. ST. MARTIN ROAD): THAT PART OF THE WEST 1/2 OF THE SOUTHEAST 1/4 OF SECTION 17, IN TOWNSHIP 5 NORTH, RANGE 21 EAST, IN THE CITY OF FRANKLIN, MILWAUKEE COUNTY, WISCONSIN, COMMENCING AT A POINT ON THE SOUTH LINE OF SAID 1/4 SECTION 954 FEET EAST OF THE SOUTHWEST CORNER OF SAID 1/4 SECTION, SAID POINT BEING THE CENTER LINE OF STH 100; THENCE NORTH 37°04' WEST ALONG THE CENTER LINE OF STH 100, 205.28 FEET TO A POINT; THENCE EAST AND PARALLEL TO THE SOUTH LINE OF SAID 1/4 SECTION 493.78 FEET TO A POINT IN THE 1/8 SECTION LINE; THENCE SOUTH ALONG THE 1/8 SECTION LINE 165 FEET IN THE SOUTH LINE OF SAID 1/4 SECTION; AND THENCE WEST ALONG THE SOUTH LINE OF SAID 1/4 SECTION 367.50 FEET TO THE PLACE OF BEGINNING.

PARCEL 7 (9661 W. LOOMIS ROAD): THAT PART OF THE SOUTHEAST 1/4 OF SECTION 17, TOWN 5 NORTH, RANGE 21 EAST, IN THE CITY OF FRANKLIN, COUNTY OF MILWAUKEE, STATE OF WISCONSIN, BOUNDED AND DESCRIBED AS FOLLOWS: COMMENCING AT THE SOUTH 1/4 CORNER OF SAID SECTION 17; THENCE NORTH 89°57'44" EAST 1321.62 FEET; THENCE NORTH 01°20'04" EAST 475.107 FEET TO THE POINT OF BEGINNING; THENCE NORTH 35°03'00" WEST 657.30 FEET TO A POINT OF CURVE ON THE SOUTHERLY RIGHT OF WAY LINE OF STH 36; THENCE ALONG THIS CURVE BEING THE SOUTHERLY RIGHT OF WAY LINE, CONCAVE TO THE

NORTHWEST, SAID CURVE HAVING A RADIUS OF 2391.831 FEET WITH A LONG CHORD BEARING NORTH 47°20'57.4 FEET EAST 541.904 FEET, 543.070 FEET; THENCE SOUTH 01°20'04" WEST 905.50 FEET TO THE POINT OF BEGINNING.

PARCEL 8 (9530 W. PUETZ ROAD): LOT ONE (1), CERTIFIED SURVEY MAP NO. 7785 RECORDED JULY 12, 2006 IN THE OFFICE OF THE REGISTER OF DEEDS FOR MILWAUKEE COUNTY, WISCONSIN, AS DOCUMENT NUMBER 9267685; BEING ALL THAT PART OF THE SOUTH 1/2 OF THE EAST 1/2 OF THE SOUTHEAST 1/4 OF SECTION 17, TOWNSHIP 5 NORTH, RANGE 21 EAST, IN THE CITY OF FRANKLIN, MILWAUKEE COUNTY, WISCONSIN.

SECTION 2: §15-3.0441 of the Unified Development Ordinance of the City of Franklin, Wisconsin, is hereby created to read as follows:

Section 15-3.0441 PLANNED DEVELOPMENT DISTRICT NO. 36 (MEIJER GROCERY AND DEPARTMENT STORE DEVELOPMENT)

A. Definitions.

1. Lot 1: The area of this property subject to this ordinance located at the eastern corner of West Loomis Road and West St. Martins Road (STH 100).

B. Exhibits. This Planned Development District shall be constructed, operated and maintained in conformance with the following listed Exhibits, all containing matters approved hereunder or by the separate approval of the Common Council as set forth below, and all applicable terms and provisions of the Municipal Code and the Unified Development Ordinance not enumerated herein and not contrary to the terms or provisions of this ordinance, including, but not limited to such permits as are required under Division 15-8.0200 Construction, Division 15-8.0300 Construction Site Erosion Control and Division 15-8.0600, as well as the Development Agreement required as a condition of approval of Exhibit A, below. The plans contained in the following listed Exhibits may be adjusted in minor detail and so noted prior to construction upon the written approval of the City Engineer or City Planning Manager in order to comply with all of the conditions of this Ordinance.

1. **Exhibit A:** Certified Survey Map No. [insert no. upon recording]_____, approved by Resolution No. _____ [insert upon approval]
2. **Exhibit B:** Site Plan, approved under this ordinance
3. **Exhibit C:** Landscape Plan, approved under this ordinance
4. **Exhibit D:** Lighting Plan, approved under this ordinance

5. **Exhibit E:** Grading Plan, approved under this ordinance
 6. **Exhibit F:** Utility Plan, approved under this ordinance
 7. **Exhibit G:** Storm Water Management Plan, approved under this ordinance
 8. **Exhibit H:** Natural Resource Protection Plan, approved under this ordinance
 9. **Exhibit I:** Building Elevations (Meijer store), approved under this ordinance (which shall be subject to reasonable modifications by applicant to be reviewed and approved by Department of City Development Staff, approval of which shall no be unreasonably withheld)
 10. **Exhibit J:** Sign Plan, subject to compliance with the City of Franklin Municipal Code, as amended, review and approval by the Architectural Review Board and issuance of a Sign Permit through the Inspection Department
 11. **Exhibit K:** Easement Documents (Conservation Easement, Water Main Easement, Retention Pond Easement, Sanitary Sewer Easement, Bufferyard Easement, and those other easements and permits as required by the separate conditional approval of Exhibit A by the Common Council, to be annexed hereto upon their respective approvals)
- C. **District Intent.** It is the intent of the Planned Development District No. 36 to assist in enhancing the development of the Southeast corner of West Loomis Road and West St. Martins Road (State Highway 100) as a high-quality commercial retail area. All development within Planned Development District No. 36 shall comply with the standards and requirements of the B-3 Community Business District and all other applicable zoning requirements of the Unified Development Ordinance, except as otherwise specifically set forth in this Planned Development District No. 36. All decisions upon approvals to be made hereunder shall be made upon the application of such intent and standards and requirements.
- D. **Permitted, Special and Prohibited Uses.**
1. **District Permitted Uses.** The following area permitted uses in Planned Development District No. 36:
 - a. The Meijer store, as depicted in Exhibits B through K.
 - b. Display of products and pedestrian areas along the front elevation of the Meijer store
 - c. Temporary Uses/Special Events as permitted by the Unified Development and Municipal Code of the City of Franklin.
 - d. Those uses permitted within the B-3 Community Business District.
 - e. Except as set forth under subs. a. above, those uses found to be similar to

the above permitted uses under the terms of §15-2.0210 of this Ordinance.

Review and Approval required. Except for the permitted use set forth in subs. a. above, which are conditionally approved under this ordinance, permitted uses are subject to site plan review and approval under the terms of §15-7.0100 of this Ordinance and issuance of a Zoning Compliance Permit through the Department of City Development.

2. **District Special Uses.** The following are special uses in Planned Development District No. 36:
 - a. Those special uses allowed within the B-3 Community Business District.
 - b. Those uses found to be similar to the above special uses under the terms of §15-2.0210 of this Ordinance.

Review and Approval required. Special uses are subject to special use review and approval under the terms of §§15-3.0701 and 15-3.0703 and site plan review and approval under the terms of §15-7.0100 of this Ordinance.

3. **District Prohibited Uses.** The following uses shall be prohibited in Planned Development District No. 36, including when proposed as accessory to a Permitted or a Special Use:
 - a. All uses not listed as a permitted use, special use or accessory use thereto within the B-3 Community Business District.
 - b. Any use involving outdoor storage of goods and materials, except as set forth in subs. 1.b. above.
 - c. Accessory structures or uses not compatible with the District intent to enhance and promote a high-quality hotel and commercial mixed-use area. Accessory structures or uses not depicted upon any Exhibit to this ordinance shall require approval under §15-9.0102 of this Ordinance, and the Zoning Administrator shall apply the standards of this ordinance upon the review of an application therefore.

E. **District Standards.** Planned Development District No. 36 is further intended to have the following development standards:

1. **Landscape Surface Ratio and Floor Area.** PDD No. 36 shall maintain a minimum Landscape Surface Ratio (LSR) of .40 and Floor Area Standards in compliance with B-3 Community Business District standards pursuant to Table 15-3.0303

2. **Lot Dimensional Requirements.**

a.	Minimum Lot Area (s.f.):	40,000
b.	Minimum Lot Width at Setback Line (feet):	150
c.	Minimum Front Yard (feet):	40
d.	Minimum Side Yard (feet) ^(a) :	10
e.	Minimum Side Yard on Corner Lot (feet):	40
f.	Minimum Rear Yard (feet) ^(a) :	20
g.	Minimum Shore Buffer (feet):	75
h.	Minimum Wetland Buffer (feet):	30
i.	Minimum Wetland Setback (feet):	50

^(a)Upon approval of site plans, the Plan Commission may waive the minimum building setbacks from any future interior lot lines of a property zoned PDD No. 36 when abutting another property zoned PDD No. 36. With the Permission of the Wisconsin Department of Transportation, parking setbacks may also be waived adjacent to State Right-of-Way. The Plan Commission shall consider the applicable standards for Site Plan, Special Use and Land Division applications in making such determination.

3. **Maximum Building Height:** 3.0 stories/45 feet

F. **Approved Uses and Additional Development Standards for Future Uses.**

The Meijer grocery and department store development for the time period as set forth in this ordinance is an “approved use” under this ordinance. The following terms and provisions of this subs. F. shall only apply to such approved uses where the subject matter of the following terms and provisions is not otherwise addressed or depicted in the Exhibits to this ordinance. The following terms and provisions of this subs. F. shall apply to all future uses of the property within the District.

1. **Site Restrictions**

a. *Designation of Sites:*

A “Site” is a parcel of land in Planned Development District No. 36 that has been created as a separate legal tax parcel.

b. *Fencing:*

No fences shall be constructed on any Site without the approval of the Plan Commission. Fencing, where permitted, shall be solely for purposes of

screening, security and landscape enhancement. Fencing shall be constructed only of permanent, high quality materials such as pressure-treated wood, masonry, or metal, and shall be approved by the Plan Commission in every instance. Plantings shall be provided along all fencing where such fencing is visible from any street.

c. *Temporary Structures:*

No temporary structures or trailers are permitted without prior written approval of the Plan Commission, except those belonging to construction companies during periods of construction.

d. *Ancillary Structures:*

No water tower, storage tank, processing equipment, solar collector, telecommunications equipment, cooling tower, satellite disks or other ancillary structure or outside equipment shall be constructed, erected or placed in the District without the prior written approval of the Plan Commission.

e. *Signs:*

All signs must be in accordance with the Municipal Code, as amended, approved by the Architectural Review Board and subject to issuance of a Sign Permit through the Inspection Department. On-site directional signage may be allowed in any area needed to control traffic or parking provided such signage has received approval from the Architectural Review Board.

2. **Parking**

a. *Parking Generally:*

The Meijer grocery and department store site and any future sites, if created, shall be provided with adequate paved off-street automobile parking as approved by the Plan Commission. No parking will be permitted on any street, driveway, or any place in the District other than in approved parking spaces. Overnight parking of campers, mobile homes, boats, trailers and similar vehicles is prohibited unless prior written approval is obtained from the Plan Commission. Overnight parking of trucks and service vehicles shall be behind landscape screening so as to minimize visibility from the roadway unless prior written approval is secured from the Plan Commission.

b. *Parking Location:*

No parking shall be allowed within the parking setbacks set forth herein unless otherwise approved in writing by the Plan Commission.

Utilization of parking on any adjacent sites is prohibited and shall not be counted towards parking requirements.

c. Parking Ratio:

Unless otherwise approved by the Plan Commission, areas for current and future parking needs shall be provided as follows:

- i. Off-street parking space and on-site queuing requirements shall comply with Section 15-5.0203 and Table 15-5.0203 of the Unified Development Ordinance.
- ii. The Meijer store development shall provide a maximum of 684 parking spaces as depicted upon the Site Plan annexed hereto as Exhibit B.
- iii. Each use shall have parking capacity adequate to serve the reasonable expected parking needs for the Site; and
- iv. No continuing or extended use shall be made of a Site or any building constructed thereon which requires, or is reasonably expected to require, parking in excess of the capacity of the parking facilities available on said Site.

3. Screening:

a. Storage:

Waste and recycling containers shall be screened from view from the streets and adjacent sites by completely opaque screens unless otherwise approved by the Plan Commission. No other articles, goods, materials, finished or semi-finished products, incinerators, storage tanks, or other items shall be kept outdoors or exposed to public view, or to view from adjacent sites.

4. Landscaping:

a. Landscape Requirements:

The Meijer grocery and department store development shall provide landscape plantings as depicted upon the Landscape Plan City file-stamped June 25, 2012 and annexed hereto as Exhibit C.

Plantings shall be provided with a two year planting guaranty.

The 30' Buffer Yard Setback as depicted on the Landscape Plan City file-stamped June 25, 2012 shall be reserved for the planting of trees and shrubs; the building of structures hereon is prohibited.

The quantity of plantings within Bufferyard Easements shall be held in perpetuity and maintained throughout the life of the development.

Future Sites and Uses shall provide Landscaping in compliance with all requirements set forth per Division 15-5.0300 of the Unified Development Ordinance.

b. Mitigation Requirements:

The Meijer grocery and department store shall hire a consultant to provide an annual monitoring report that addresses all mitigation activities, per the approved Natural Resource Protection Plan, for a period of three years. Mitigation activities include the removal of buckthorn along the banks of Legend Creek and the planting of native seeding in the floodplain compensatory storage areas and along the banks of the stormwater management ponds. Trees shall not be planted within the floodplain and floodplain compensatory storage areas.

5. Architecture:

a. Architecture:

The Meijer grocery and department store architecture shall be completed, and in substantial compliance, per Exhibit I.

Future uses and structures shall provide architectural elements consistent with the Meijer store to provide a single cohesive development.

6. Hours of Operation

a. Meijer grocery and department store:

The Meijer grocery and department store shall be allowed to operate 24 hours per day, seven days a week.

b. Meijer Garden Center:

The Meijer Garden Center and drive-thru pharmacy hours of operations shall be limited to the hours of 7:00 a.m. and 10:00 p.m.

The outdoor communication system shall be turned off between the hours of 6:00 p.m. and 7:00 a.m.

c. *Store Truck Delivery and Refuse Collection:*

Truck deliveries and refuse collection shall be prohibited between the hours of 10:00 p.m. and 7:00 a.m., except one truck delivery shall be allowed per night between the hours of 10:00 p.m. and 7:00 a.m.

Trucks shall be prohibited from idling while loading and unloading.

7. **Noise**

- a. All noise levels must be in compliance with Sections 15-3.0908 and 15-3.1107.

8. **Cross-Access**

- a. A cross-access drive, constructed to City of Franklin standards, shall be provided at the time of redevelopment of the property to the north, 9609 West Loomis Road.
- b. The exact location of the cross-access drive shall be determined in the future to provide adequate access and minimally impact natural resource features.
- c. A Natural Resource Special Exception shall be approved prior to construction of the cross-access.
- d. Property owner(s) shall submit to the Department of City Development a recorded cross-access agreement providing for cross-access with the adjoining property to the north, 9609 West Loomis Road.

G. **Conditions of Approval.**

The development of PDD No. 36 upon the adoption of 15-3.0441 shall occur and be in compliance with the Exhibit B Site Plan (including the conditions of approval below).

1. A deceleration lane shall be constructed on Puetz Road for entrance into the site from the east, and the radii at all proposed drives shall be increased to 20 feet, prior to a certificate of occupancy for the Meijer grocery and department store.
2. The applicant shall construct a sidewalk along the north side of West Puetz Road along the entire length of their property, prior to a certificate of occupancy for the Meijer grocery and department store.

3. A fence shall be installed at all locations where retaining walls are greater than three feet in height, prior to a certificate of occupancy for the Meijer grocery and department store.
4. A Market Analysis, as required by the Unified Development Ordinance, shall be prepared and submitted to planning staff prior to consideration of this matter by the Common Council.
5. The Landscape Plan shall be revised to provide additional information necessary to confirm the amount of existing vegetation eligible for credit, to meet the current UDO quantity standards, and to ensure that the additional plantings are focused within the required bufferyards, prior to issuance of a building permit.
6. Plantings within the vision triangles shall comply with Section 15-5.0201 of the UDO.
7. The applicant shall submit, to the Planning Department for review and approval, a 24-hour lighting management plan that sets guidelines for lighting levels on the site throughout a 24-hour period.
8. The applicant shall obtain all required approvals and permits from the Army Corp of Engineers, the Wisconsin Department of Natural Resources and the Federal Emergency Management Agency (FEMA) prior to issuance of a building permit.
9. The applicant shall provide mitigation at a minimum ratio of 1.5:1 for the wetland buffers and wetland setbacks prior to issuance of a building permit. In addition, the applicant shall submit a tree preservation plan, in accordance with Section 15-8.0204 of the UDO, prior to issuance of a building permit.
10. The floodplain delineation shall be corrected, with the floodplain changes reviewed and approved by SEWRPC, and the NRSE and mitigation plan revised accordingly, prior to issuance of a building permit.
11. The applicant shall provide shore buffer mitigation at a ratio of 1.5:1, prior to issuance of a building permit.
12. The applicant shall clearly describe each mitigation method and demonstrate how each mitigation method meets the requirements set forth in the UDO, prior to consideration of this matter by the Common Council.

13. The applicant shall submit a final storm water management plan to the Engineering Department, for their review and approval, prior to issuance of a building permit.
14. The applicant shall obtain all required approvals and permits from the Wisconsin Department of Transportation prior to issuance of a building permit.

SECTION 3: The approval granted hereunder is conditional upon applicant and all future property owners and the Planned Development District No. 36 (Meijer grocery and department store) development upon the property subject to this ordinance: (i) being in compliance with all applicable governmental laws, statutes, rules, codes, orders and ordinances; and (ii) obtaining all other governmental approvals, permits, licenses and the like, required for and applicable to the Planned Development District No. 36 (Meijer grocery and department store) project to be developed and as presented for this approval. The applicant shall obtain approval of the Exhibit A Certified Survey Map and satisfy all conditions of such approval prior to the issuance of a building permit.

SECTION 4: The terms and provisions of this ordinance are severable. Should any term or provision of this ordinance be found to be invalid by a court of competent jurisdiction, the remaining terms and provisions shall remain in full force and effect.

SECTION 5: All ordinances and parts of ordinances in contravention to this ordinance are hereby repealed.

SECTION 6: This ordinance shall take effect and be in force from and after its passage and publication.

Introduced at a regular meeting of the Common Council of the City of Franklin this _____ day of _____, 2012, by Alderman _____.

Passed and adopted at a regular meeting of the Common Council of the City of Franklin this _____ day of _____, 2012.

APPROVED:

Thomas M. Taylor, Mayor

ATTEST:

Sandra L. Wesolowski, City Clerk

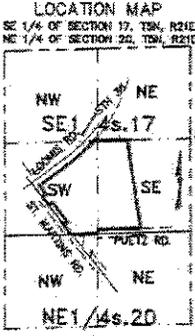
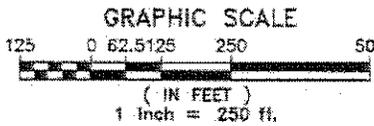
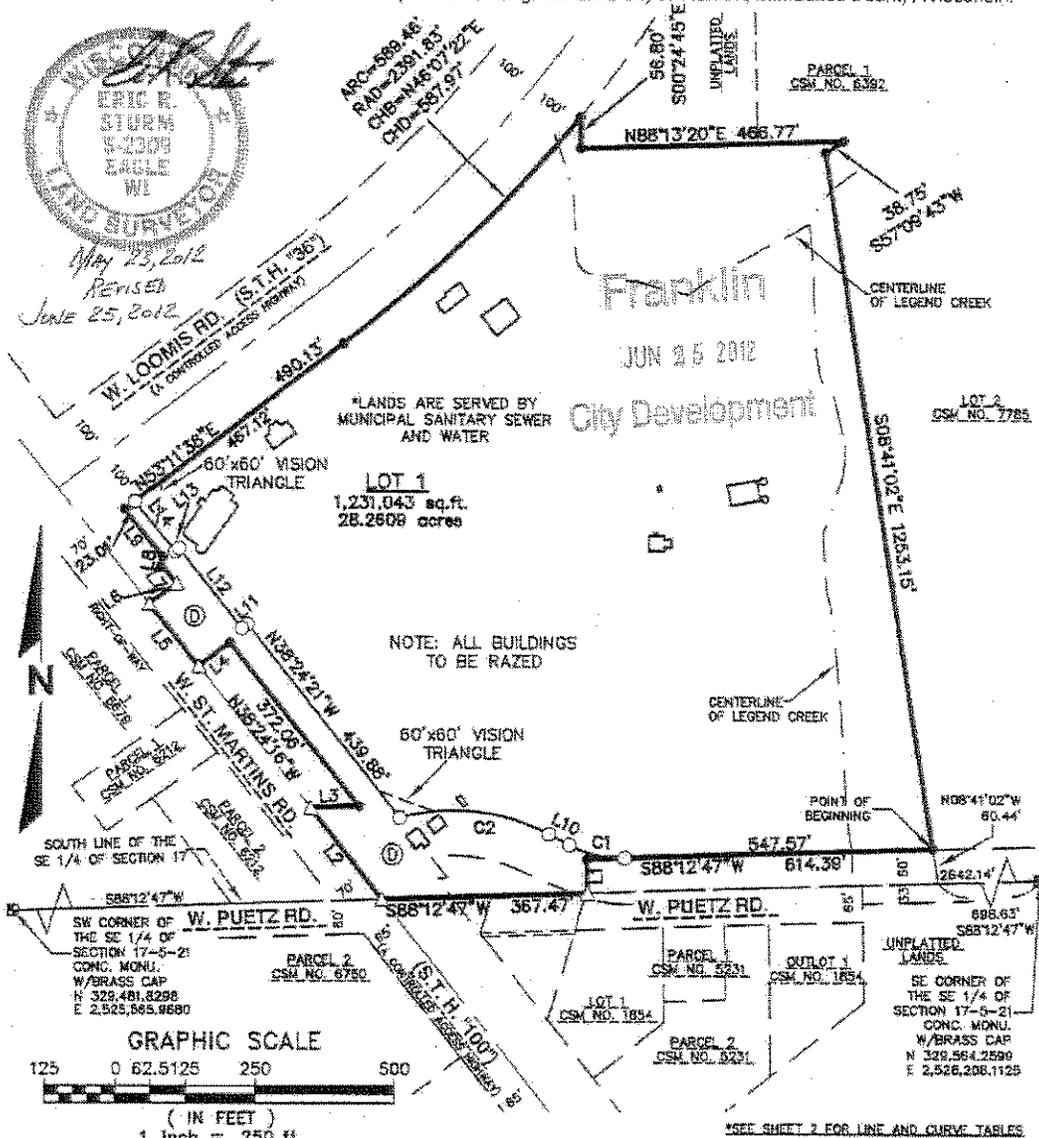
AYES _____ NOES _____ ABSENT _____

CERTIFIED SURVEY MAP NO. _____

A division of Lot 1 in Certified Survey Map No. 7785 and Lands in the Southeast 1/4, Southwest 1/4 and Northwest 1/4 of the Southeast 1/4 of Section 17; all in Township 5 North, Range 21 East, City of Franklin, Milwaukee County, Wisconsin.



May 25, 2012
REVISED
June 25, 2012



NOTES:
 -PROPERTY IS OWNED BY LEGEND CREEK, LLC
 ADDRESS: 4635 108TH ST, GREENFIELD, WI 53228
 -CURRENT ZONING FOR SUBJECT LANDS IS B-3 COMMUNITY BUSINESS DISTRICT
 -PROPOSED ZONING FOR LOT 1 OF THIS MAP IS PLANNED DEVELOPMENT DISTRICT NO. 36.
 (D) AREA DEDICATED TO THE PUBLIC FOR HIGHWAY PURPOSES
 ● INDICATES 1" IRON PIPE (FOUND), UNLESS NOTED
 ○ INDICATES SET 1.315" O.D. IRON PIPE AT LEAST 18" IN LENGTH, 1.58 LBS. PER LINEAL FOOT.
 ▲ INDICATES FOUND MAG NAIL
 △ INDICATES SET MAG NAIL
 PARENTHESIS () INDICATES RECORDED DIMENSION
 ALL DIMENSIONS SHOWN ARE MEASURED TO THE NEAREST HUNDREDTH OF A FOOT.
 ALL BEARINGS ARE REFERENCED TO THE SOUTH LINE OF THE SOUTHEAST 1/4 OF SECTION 17, T 5 N, R 21 E, WHICH BEARS NORTH 88°12'47" EAST

R.A. Smith National, Inc.

*Beyond Surveying
and Engineering*

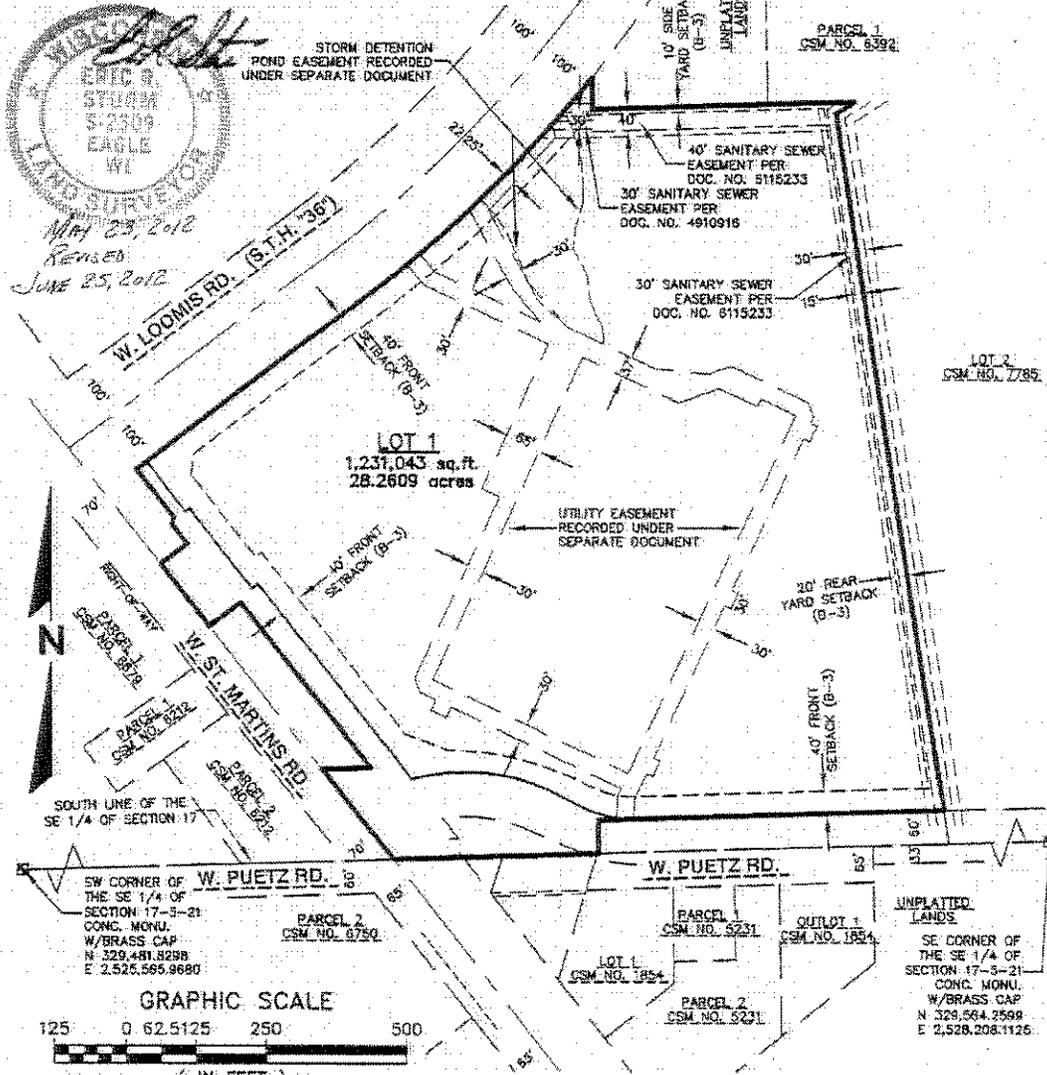
16746 W. Bluemound Road, Brookfield WI 53005
 262-781-1000 Fax 262-797-7373 www.rasmithnational.com
 Appleton, WI Orange County, CA Pittsburgh, PA

CS116826ahg
 CS298L0L0L0W0CSM1L25

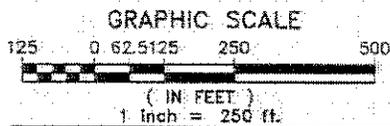
CERTIFIED SURVEY MAP NO. _____

A division of Lot 1 in Certified Survey Map No. 7785 and Lands in the Southeast 1/4, Southwest 1/4 and Northwest 1/4 of the Southeast 1/4 of Section 17; all in Township 5 North, Range 21 East, City of Franklin, Milwaukee County, Wisconsin.

EASEMENT DETAIL SHEET



WISCONSIN
ERIC R. STILWELL
 S-2309
EAGLE
WI
LAND SURVEYOR
 Noted
 June 25, 2012



MAIN CURVE TABLE							
CURVE	ARC	RADIUS	CHORD	CHORD BRG	TANGENT IN	TANGENT OUT	DELTA
C1	102.81'	200.00'	131.68'	N77°03'36"W	S88°12'47"W	N62°19'59"W	29°27'14"
C2	273.95'	365.00'	287.86'	N63°50'09"W	N62°19'59"W	S74°39'50"W	43°06'11"

LINE TABLE		
LINE	LENGTH	BEARING
L1	80.02	S00°24'49"E
L2	205.54	N38°24'10"W
L3	87.21	N88°12'38"E
L4	70.03	S83°09'44"W
L5	141.00	N38°24'10"W
L6	50.01	N53°09'44"E
L7	43.54	N38°24'10"W
L8	13.25	N10°37'00"E
L9	107.94	N38°24'10"W
L10	40.37	N62°19'59"W
L11	15.00	S51°36'39"W
L12	180.58	N38°24'21"W
L13	9.00	S51°36'39"W
L14	113.60	N38°24'21"W

R.A. Smith National, Inc.

*Beyond Surveying
and Engineering*

16745 W. Bluemound Road, Brookfield, WI 53005
 262-781-1000 Fax 262-797-7373 www.rasmithnational.com
 Appleton, WI Orange County, CA Pittsburgh, PA

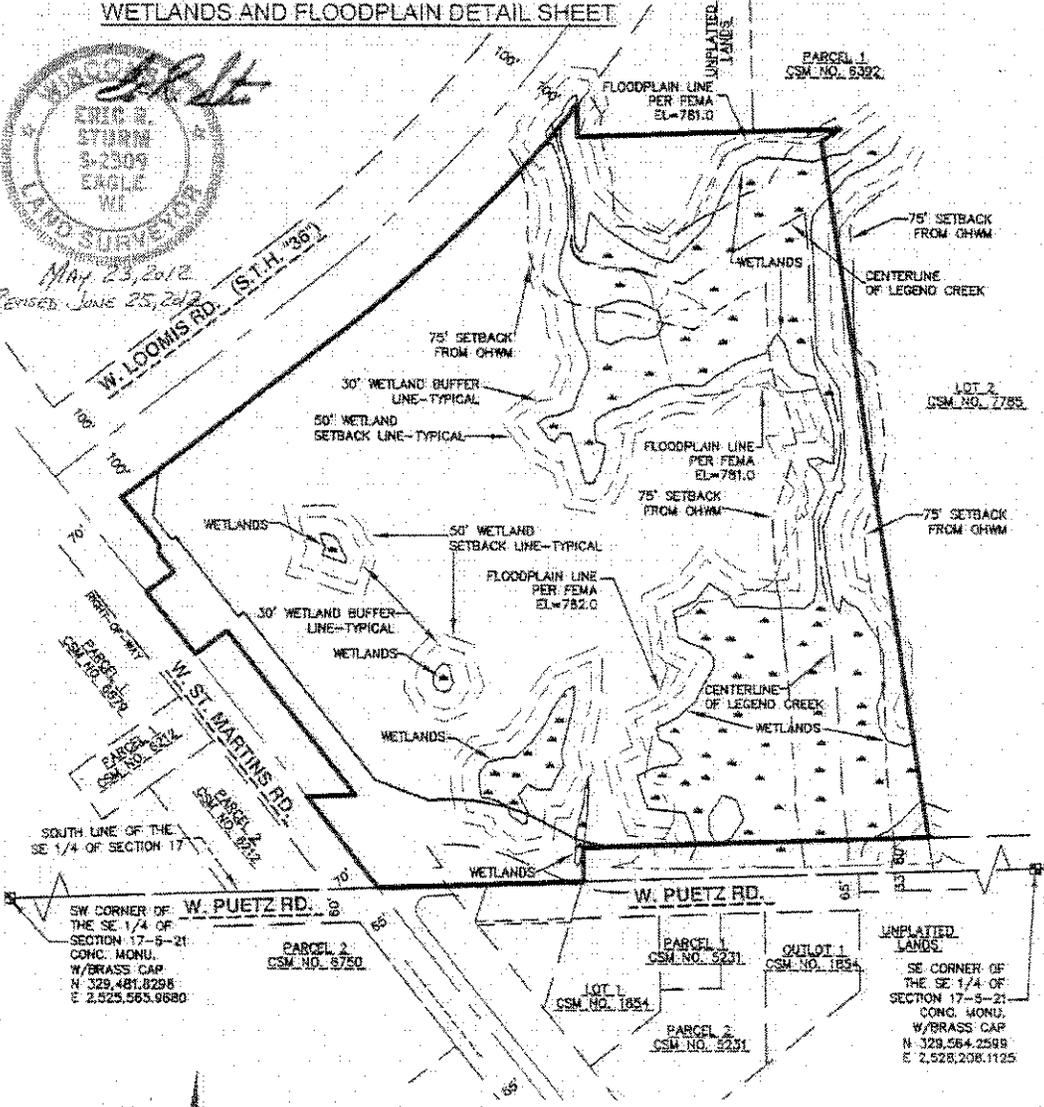
60168520d4ep
 13106E00.DWG\CS02L25

CERTIFIED SURVEY MAP NO.

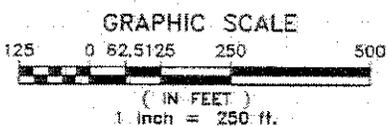
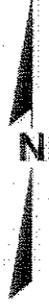
A division of Lot 1 in Certified Survey Map No. 7785 and Lands in the Southeast 1/4, Southwest 1/4 and Northwest 1/4 of the Southeast 1/4 of Section 17, all in Township 5 North, Range 21 East, City of Franklin, Milwaukee County, Wisconsin.

WETLANDS AND FLOODPLAIN DETAIL SHEET

Eric R. Eyrum
ERIC R. EYRUM
 S-2309
 ENGINEER
 WI
 LAND SURVEYOR
 May 23, 2012
 Revised June 25, 2012



NOTES:
 - WETLANDS WERE DELINEATED ON JUNE 12, 2012 BY RA SMITH NATIONAL INC.



R.A. Smith National, Inc.

*Beyond Surveying
 and Engineering*

16745 W. Bluemound Road, Brookfield WI 53005
 262-781-1000 Fax 262-797-7373 www.rasmithnational.com
 Appleton, WI Orange County, CA Pittsburg, PA

S:\160526\avg
 (S308)RG.DWG\CS169L23

CERTIFIED SURVEY MAP NO.

A division of Lot 1 in Certified Survey Map No. 7785, and Lands in the Southeast 1/4, Southwest 1/4 and Northwest 1/4 of the Southeast 1/4 of Section 17, in Township 5 North, Range 21 East, City of Franklin, Milwaukee County, Wisconsin.

OWNER'S CERTIFICATE

As owner(s), Legend Creek, LLC, a Wisconsin Limited Liability Company, do hereby certify that we caused the land described on this map to be surveyed, divided, dedicated and mapped as represented on this map in accordance with the requirements of the City of Franklin.

Legend Creek, LLC, owner(s) of said land, do further certify that this map is required by S.236.20 or 236.12 to be submitted to the following for approval or objection: City of Franklin, Milwaukee County.

IN witness whereof, Legend Creek, LLC, owner, has caused these presents to be signed this ___ day of _____, 2012.

In the Presence of:

Legend Creek, LLC.

STATE OF WISCONSIN)
)SS
MILWAUKEE COUNTY)

PERSONALLY came before me this ___ day of _____, 2012; the above named Legend Creek, LLC, to me known to be the person who executed the foregoing instrument, and acknowledged the same.

_____(SEAL)
Notary Public, State of _____
My commission expires _____
My commission is permanent.

CITY OF FRANKLIN COMMON COUNCIL

APPROVED AND LAND DEDICATION ACCEPTED BY THE COMMON COUNCIL OF THE CITY OF FRANKLIN BY RESOLUTION NO. _____ SIGNED ON THIS _____ DAY OF _____, 2012.

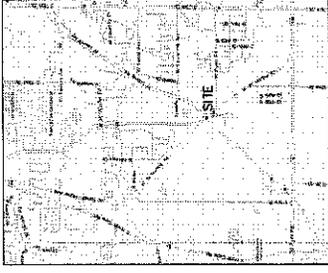
THOMAS M. TAYLOR, MAYOR

SANDRA L. WESOLOWSKI, CITY CLERK



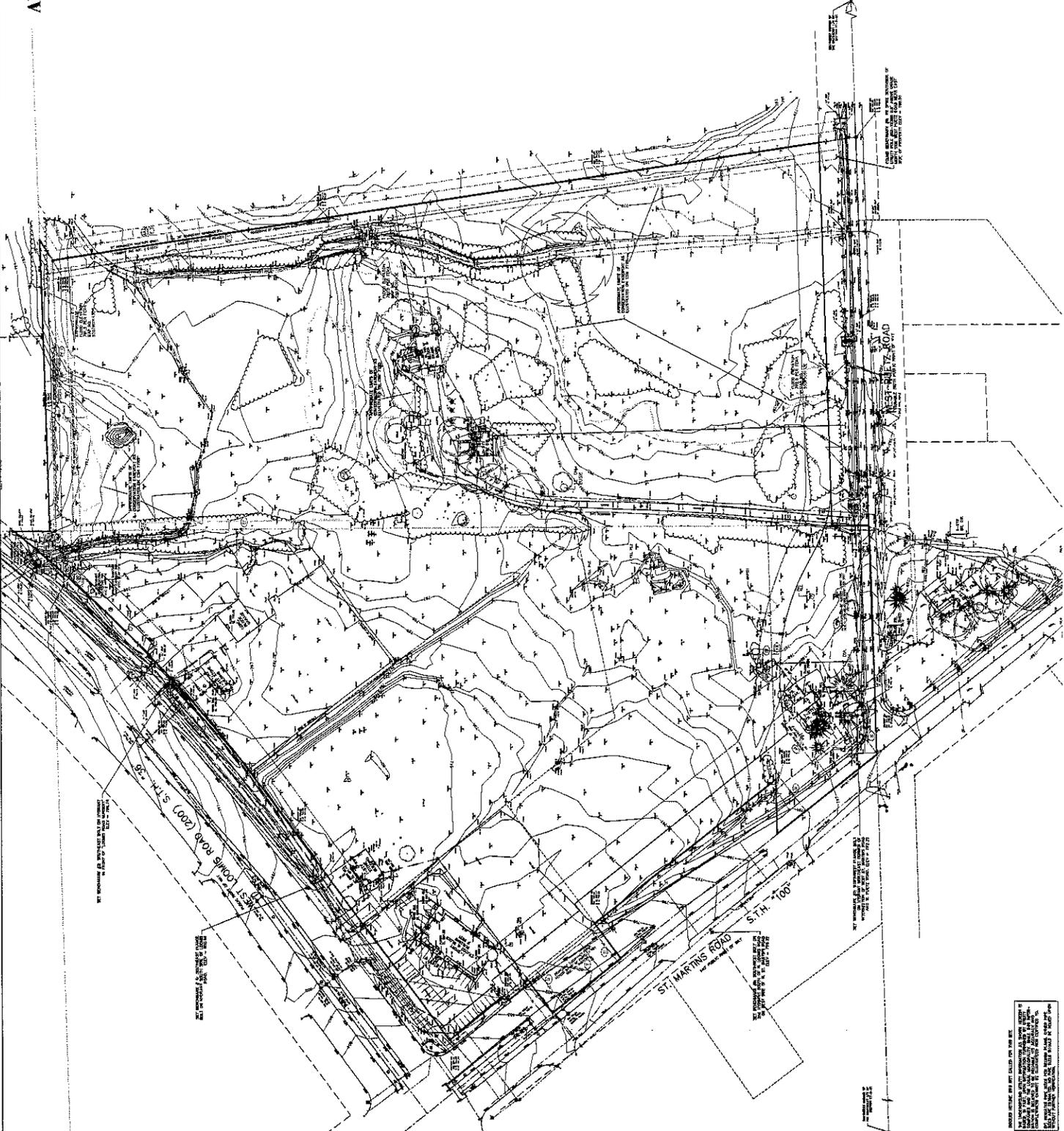
May 23, 2012
Revised June 25, 2012

AUTACSM LAND TITLE SURVEY
TOPOGRAPHIC DATA



LEGEND

1	BOUNDARY
2	CONCRETE CURB
3	ASPHALT DRIVE
4	GRAVEL DRIVE
5	GRAVEL DRIVE
6	GRAVEL DRIVE
7	GRAVEL DRIVE
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100	GRAVEL DRIVE



ALTA/ACSM LAND TITLE SURVEY

THE SURVEY IS A PART OF THE SURVEY OF THE COUNTY OF ALTA, PROVINCE OF ALBERTA, CANADA, AND IS SUBJECT TO THE ALTA/ACSM ACT, CHAPTER 24, ALTA. STATUTES, 1987, AS AMENDED.

1. THE SURVEY IS A PART OF THE SURVEY OF THE COUNTY OF ALTA, PROVINCE OF ALBERTA, CANADA, AND IS SUBJECT TO THE ALTA/ACSM ACT, CHAPTER 24, ALTA. STATUTES, 1987, AS AMENDED.

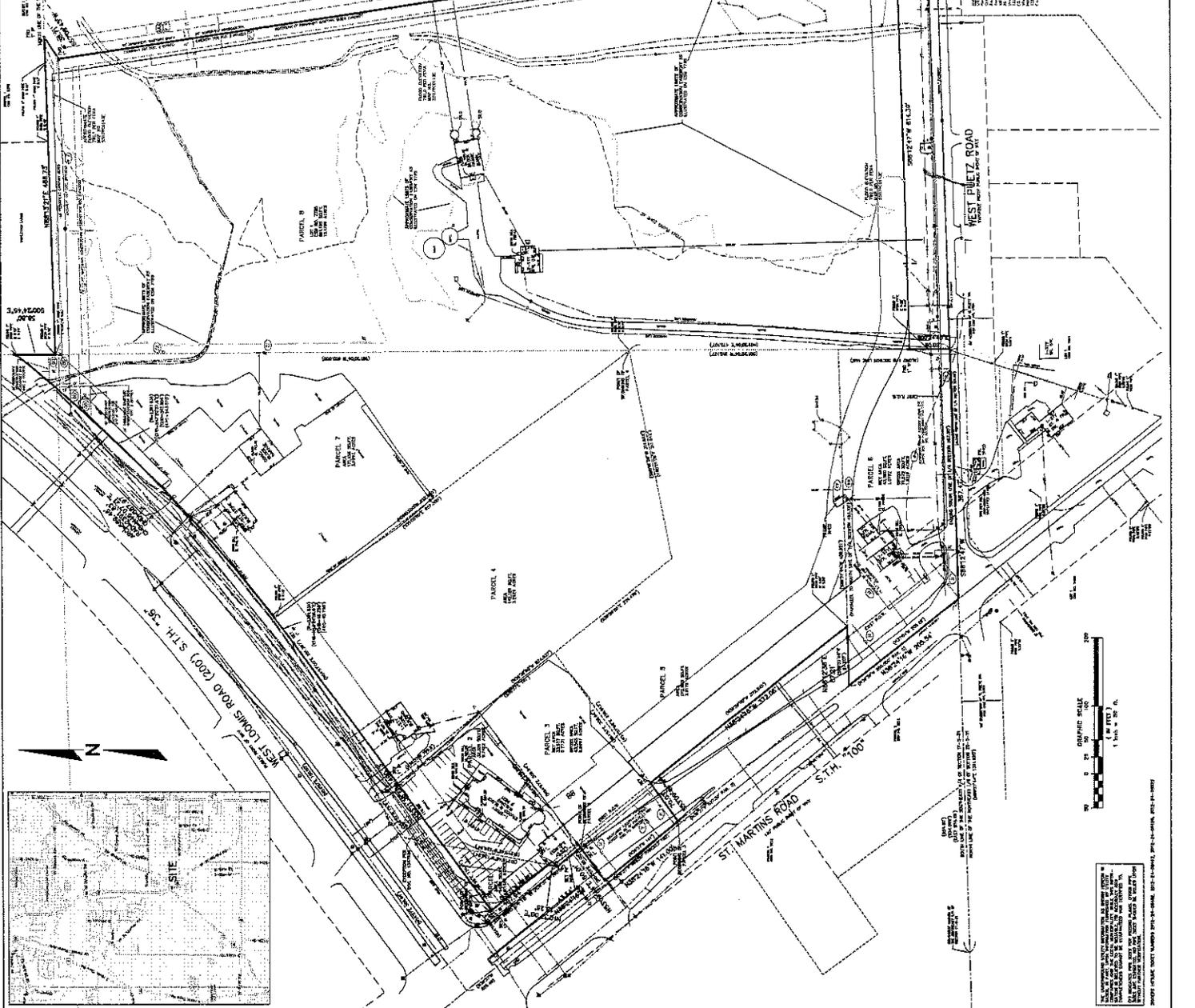
2. THE SURVEY IS A PART OF THE SURVEY OF THE COUNTY OF ALTA, PROVINCE OF ALBERTA, CANADA, AND IS SUBJECT TO THE ALTA/ACSM ACT, CHAPTER 24, ALTA. STATUTES, 1987, AS AMENDED.

3. THE SURVEY IS A PART OF THE SURVEY OF THE COUNTY OF ALTA, PROVINCE OF ALBERTA, CANADA, AND IS SUBJECT TO THE ALTA/ACSM ACT, CHAPTER 24, ALTA. STATUTES, 1987, AS AMENDED.

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LEGEND table with symbols and descriptions for various survey features like boundaries, easements, and structures.

SCALE: 1:5000

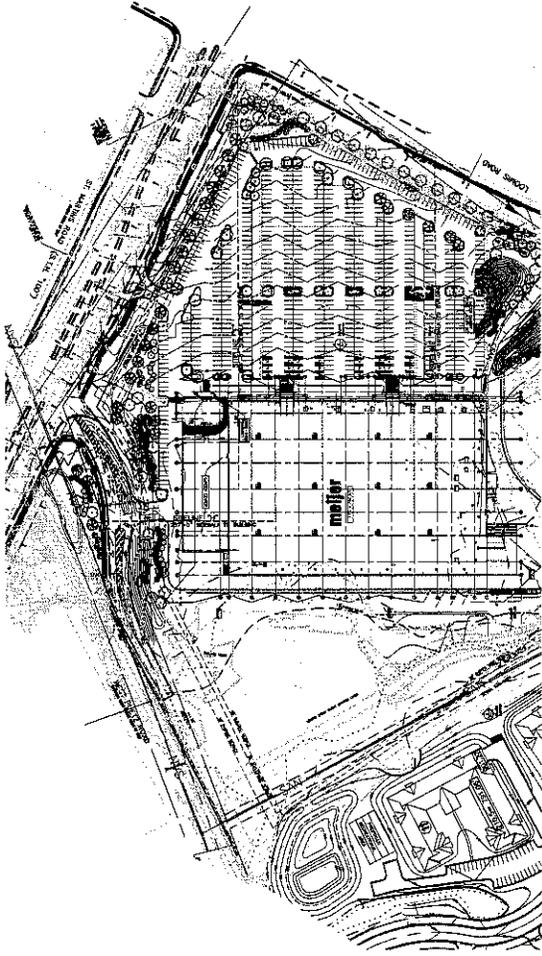


NOTES: 1. THIS SURVEY IS A PART OF THE SURVEY OF THE COUNTY OF ALTA, PROVINCE OF ALBERTA, CANADA, AND IS SUBJECT TO THE ALTA/ACSM ACT, CHAPTER 24, ALTA. STATUTES, 1987, AS AMENDED.

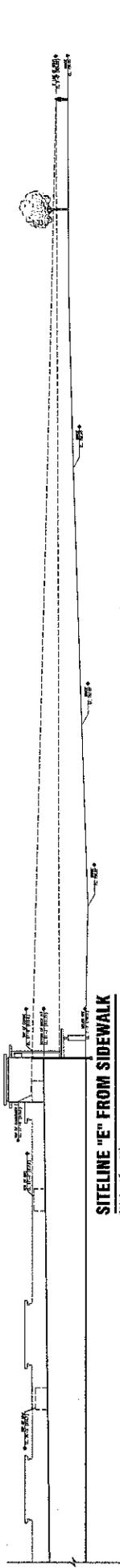


R.A. Smith National, Inc. Registered Professional Surveyors

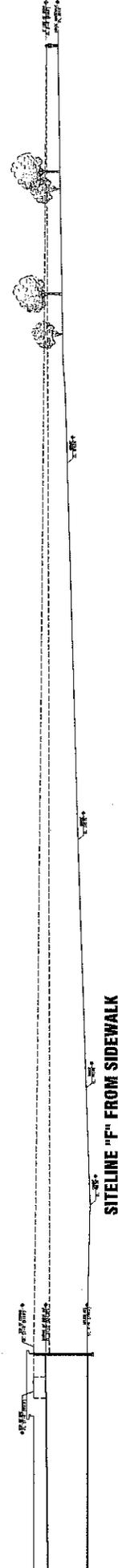
Exhibit B



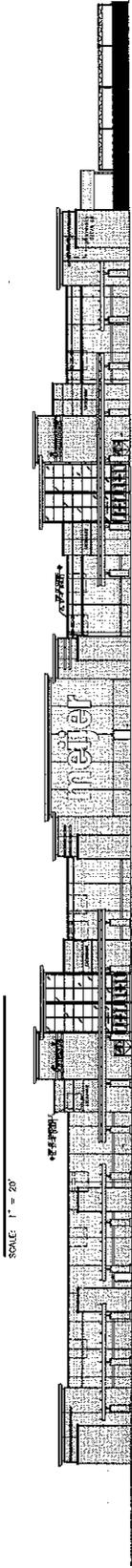
SITE PLAN
SCALE: 1" = 100'



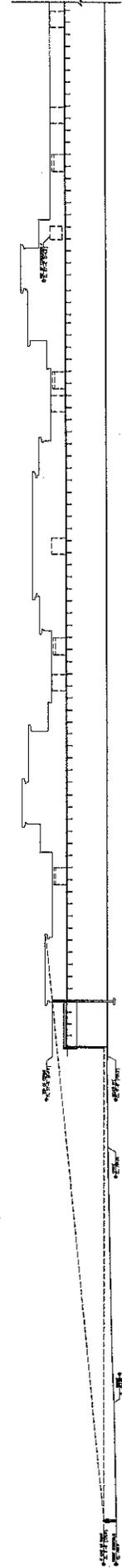
SITELINE "E" FROM SIDEWALK
SCALE: 1" = 20'



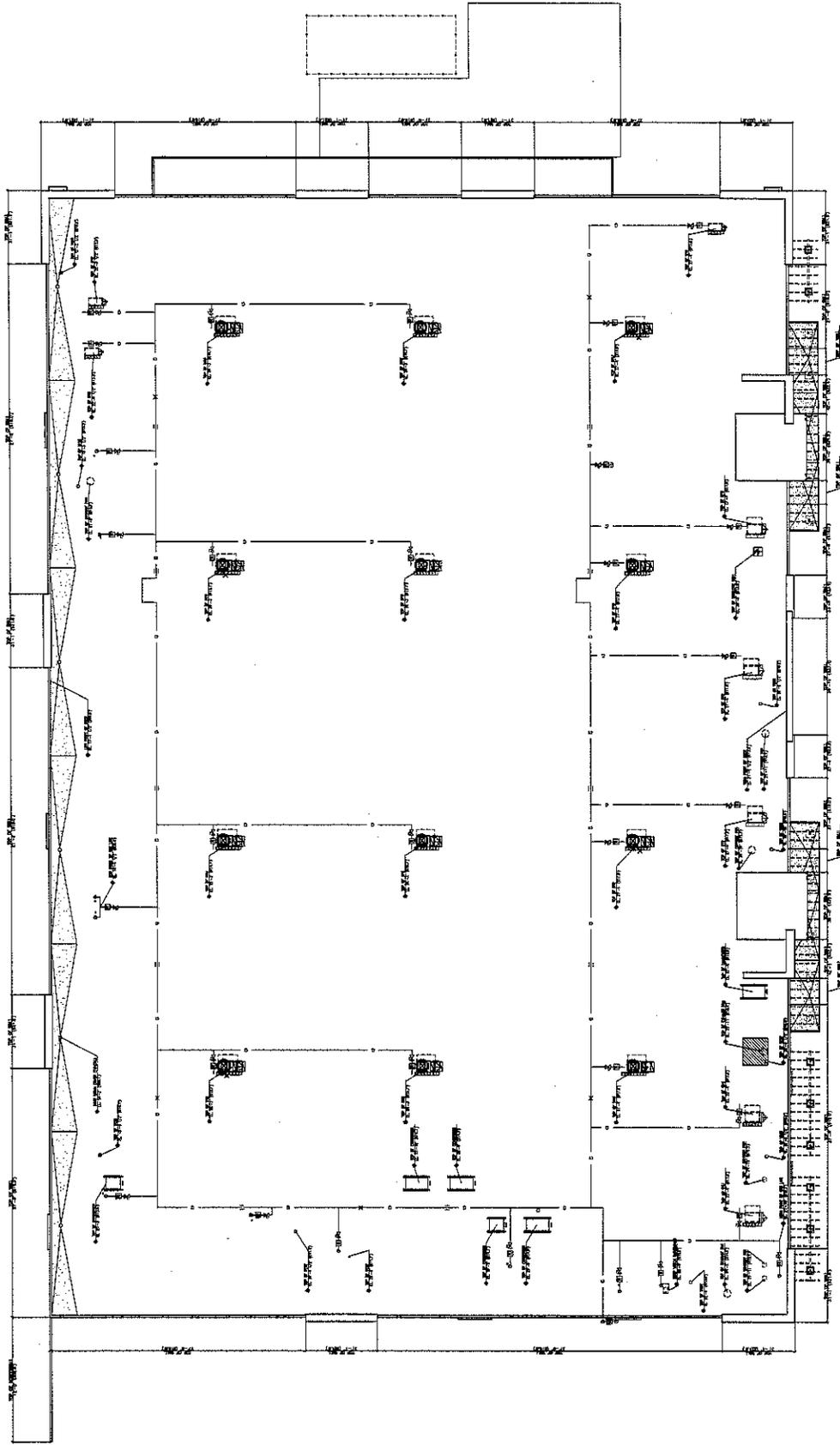
SITELINE "F" FROM SIDEWALK
SCALE: 1" = 20'



ELEVATION "G" FROM SIDEWALK
SCALE: 1" = 20'



SITELINE "H" FROM SIDEWALK
SCALE: 1" = 20'



ROOF PLAN
SCALE: 1" = 20'-0"

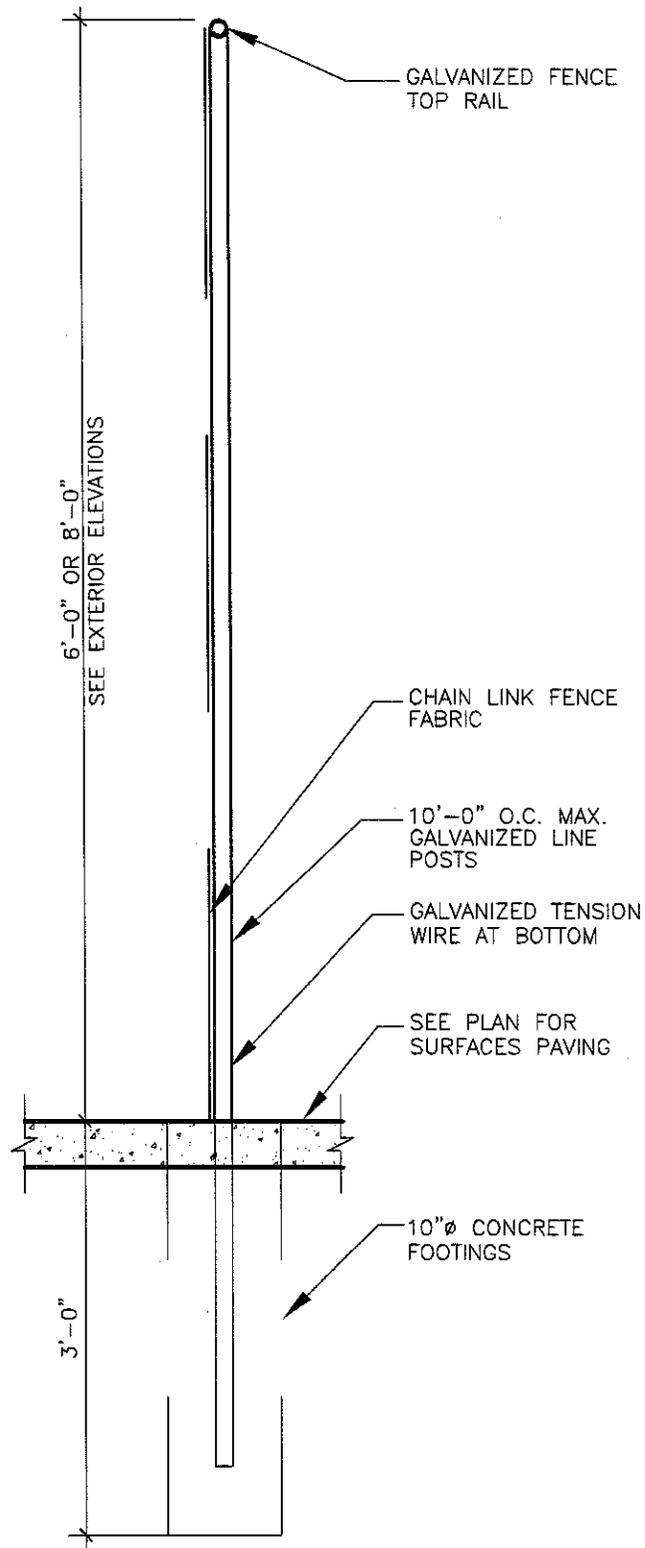


MELIER STORE | ROOF PLAN
SCALE: AS LISTED

FRANKLIN, WISCONSIN

20110226.01

RESUBMISSION PER STAFF COMMENTS JUNE 25, 2012



FENCE DETAIL

SCALE: 3/4" = 1'-0"

DRAWING # 8030163

ITEM	PART #	DESCRIPTION	QTY.
1	2030140	HEADER ASSY, CC-603 GP	1
2	2030000	SIDE RAIL ASSY, 10FT W/END PLATE	6
3	2030086	BASE PLATE ASSY, 60 W/3, 1.5 SLV GALV	2
4	B000100	HEX BOLT, Ø1/2-13 x 3.0" ZN	6
5	B000075	FLAT WASHER Ø1/2" ZN	6
6	B000332	NUT, 2-WAY LOCK, Ø1/2-13, ZN	6

REV.	DESCRIPTION	DATE	APP

REVISIONS

DETAIL A
SCALE 1 : 20

NATIONAL CART CO.
 3125 BOSCHERTOWN RD, ST. CHARLES, MO, 63381
 PHONE: 636-947-3800
 FAX: 636-725-4177

SAFER BETTER

TITLE: CC-603-20 5Wx20Lx8H
 DECLG

SIZE DWG. NO.
A 8030163

THIRD ANGLE PROJECTION

DATE 4/29/09
 NAME JLH
 DRW

CRITICAL DIMENSIONS ARE CIRCLED
 DIMENSIONS ARE ENGLISH

TOLERANCE UNLESS OTHERWISE NOTED

ANGULAR ±2°
 .X ± .125 (1/8)
 .XX ± .063 (1/16)
 .XXX ± .032 (1/32)

MATERIAL SEE DETAILS

PROPRIETARY AND CONFIDENTIAL
 THE INFORMATION CONTAINED IN THIS DRAWING IS THE PROPERTY OF NATIONAL CART CO. ANY REPRODUCTION OR TRANSMISSION OF THIS DRAWING WITHOUT THE WRITTEN PERMISSION OF NATIONAL CART CO. IS PROHIBITED.

0:18xxxxxx803xxxx803016318030163



Exhibit B

City Sites Series™ CR-18

[print](#) [close window](#)



Model CR-18: City Sites Series™ Bench

Model CR-18: A City Sites Series™ bench with uniquely curved castings that delight the eye and enhance the setting. The CR-18 is shown here in standard 6 ft. (1.8 meter) length.

Lengths:
4, 6, or 8 ft. (1.2, 1.8 or 2.4 meters) lengths.

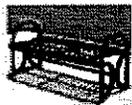
Options:
intermediate armrests.

- Model CR-18: Formed vertical steel scrolls. CR-16: Backless version.
- Model C-18: Wood Slats or 2nd Site Systems® reinforced recycled plastic slats. C-16: Backless version.
- Model CBF-18: Horizontal solid steel slats. CBF-16: Backless version.
- Model CS-18: Horizontal solid steel rods. CS-16: Backless version.

Standard:
All fabricated metal components are steel shotblasted, etched, phosphatized, preheated and electrostatically powder-coated with TGIC polyester powder coatings.

All ductile iron castings come with a 10-year warranty against breakage.

Coordinating Products



City Sites Series™
CR-18

Custom Decals & Plaques

Custom Decals & Plaques

Custom decals are available for many Victor Stanley products.
Promote recycling, advertise or identify special installations.

Custom designed decals are available for the lids, plaques and top steel bands of our receptacles. We have a complete art and graphics department to help you with regard to the design and implementation of custom decals and plaques. Plaques are heavy 20-gauge galvanized steel sheets cut to the appropriate size. Plaques are then powder coated and secured to the receptacles. Premium decals produced by our art department are then affixed.

Custom bronze plaques for our benches provide a handsome display for messages, advertising or memorials. Engrave with your personal message on a choice of black, bronze or dark green backgrounds.

Choose from:

- Formed steel plaques with lettering or logos in many sizes

Exhibit B

- Fitted outdoor decals carefully installed
- Cast bronze plaques

Powder Coating Color Options Powder Coating Colors



Bronze

Black



Green

Tavern Square Green



Teal

Blue



Burgundy

Red

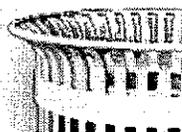
All steel products are available in a choice of ten standard powder-coating colors, including black, bronze, teal, green, tavern square green, white, red, blue, gray and burgundy. Optional silver and titanium metallics are available at an additional cost. We also offer many other colors (including the RAL range) at a small additional cost.

Publcoate™ is our name for an elaborate powder coating process that provides a baked resin coating on all exposed steel frames, bench legs, table assemblies, mounting pipe brackets and on all finished steel products. This process includes steel shotblasting, thorough cleaning and surface preparation, and a final coating of nontoxic sealer that makes the subsequent powder coating dramatically more effective. The thickness of the resulting finish coat averages 8-10 mils (200-250 microns), 3x the thickness generally found in our industry. The entire process utilizes no toxic solvents and represents our ongoing commitment to operating a modern, effective manufacturing process in a responsible and environmentally sound manner.

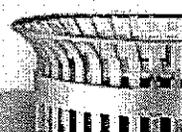
Standard Colors: Sample images may not be accurate representations of actual colors. Color representations vary from monitor to monitor.



Gray



White



Optional Silver



Optional Titanium

Copyright 2012 Victor Stanley, Inc.® All rights reserved. Toll Free 1 800 368.2573 (USA & Canada) | Tel: 301.855.8300



Most VSI benches are ADA compliant. Member of the ASLA. Member of the USGBC.

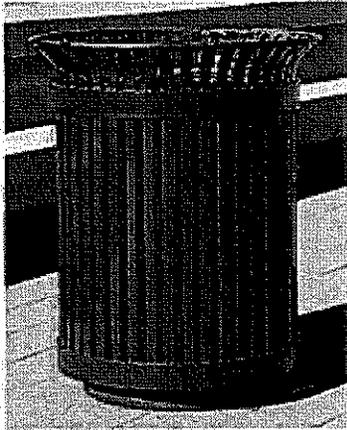


Exhibit B



Ironsites® Series S-424

[print](#) [close window](#)



Model S-424: Ironsites® Series Litter Receptacle

Model S-424: (36-gallon capacity) Shown here with standard tapered formed lid.

Standard Capacities:

- S-35: 24-gallon (90 liter)
- S-42: 36-gallon (136 liter)
- S-424: 36-gallon (136 liter)
- S-45: 45-gallon (170 liter)
- SD-35: 24-gallon (90 liter) Side-Door
- SD-42: 36-gallon (136 liter) Side-Door

Standard:

All fabricated metal components are steel shotblasted, etched, phosphatized, preheated and electrostatically powder-coated with TGIC polyester powder coatings.

Other standard features include a formed lid attached to the frame with two vinyl-coated steel aircraft cables, a high-density plastic liner, and rubber-tipped leveling feet on the base.

Interior plastic liners for our litter receptacles offer substantial value and are produced on molds that we designed and own. These plastic cans are reinforced, ribbed, and molded for durability, ease of use and greater capacity.

Coordinating Products



City Sites Series™ CR-18



Ironsites® Series S-24

Custom Decals & Plaques

Custom Decals & Plaques

Custom decals are available for many Victor Stanley products.

Promote recycling, advertise or identify special installations.

Custom designed decals are available for the lids, plaques and top steel bands of our receptacles. We have a complete art and graphics department to help you with regard to the design and implementation of custom decals and plaques. Plaques are heavy 20-gauge galvanized steel sheets cut to the appropriate size. Plaques are then powder coated and secured to the receptacles. Premium decals produced by our art department are then affixed.

Custom bronze plaques for our benches provide a handsome display for messages, advertising or memorials. Engrave with your personal message on a choice of black, bronze or dark green backgrounds.

Choose from:

- Formed steel plaques with lettering or logos in many sizes
- Fitted outdoor decals carefully installed
- Cast bronze plaques

Half-Moon Liners

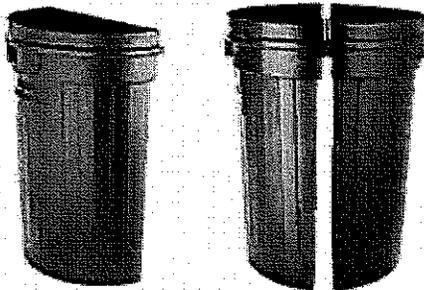
Exhibit B

Half-Moon high-density black plastic liners:

Half-Moon liners for our 36 and 45 gallon receptacles make it easier and more cost effective than ever to separate different waste streams without sacrificing capacity or durability.

Our Half-Moon liners are manufactured to the same high standards as our regular liners: they are strong, lightweight and reinforced at the corners to prevent deformation and securely hold plastic bags. When used in pairs, our Half-Moon liners form a full circle that matches the footprint of our standard liner, allowing them to be dropped into any existing 36 or 45 gallon Victor Stanley receptacle.

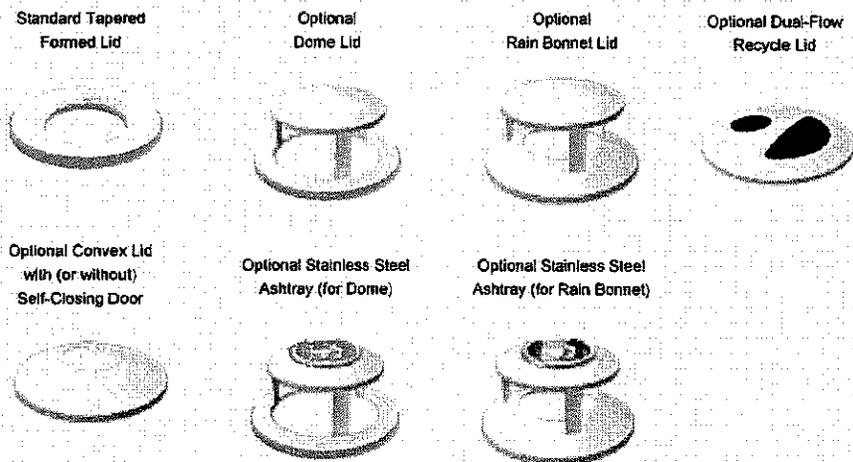
Available in pairs for 36 or 45 gallon replacement sizes.



Lid Options

Lid Options:

These litter receptacles are shipped with standard formed lids. Please specify lid type when order is placed.



Choose from the two ashtrays below when specifying lids with optional ashtrays.

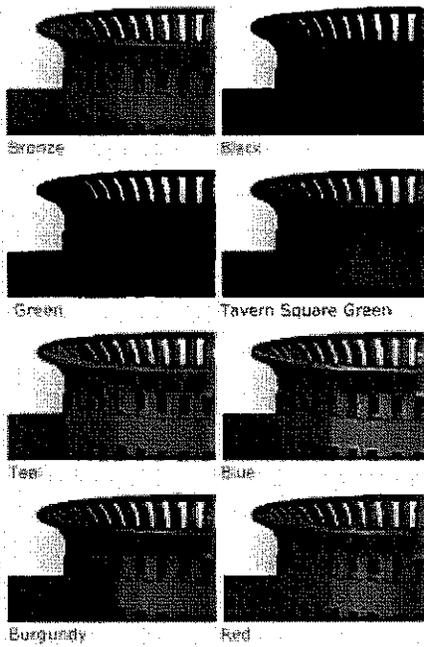
Ashtray Options:



Powder Coating Color Options Powder Coating Colors

All steel products are available in a choice of ten standard powder-coating colors, including black, bronze,

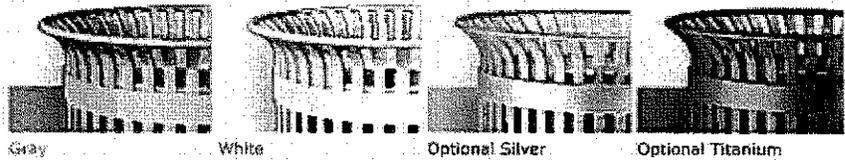
Exhibit B



teal, green, tavern square green, white, red, blue, gray and burgundy. Optional silver and titanium metallics are available at an additional cost. We also offer many other colors (including the RAL range) at a small additional cost.

Publicote™ is our name for an elaborate powder coating process that provides a baked resin coating on all exposed steel frames, bench legs, table assemblies, mounting pipe brackets and on all finished steel products. This process includes steel shotblasting, thorough cleaning and surface preparation, and a final coating of nontoxic sealer that makes the subsequent powder coating dramatically more effective. The thickness of the resulting finish coat averages 8-10 mils (200-250 microns), 3x the thickness generally found in our industry. The entire process utilizes no toxic solvents and represents our ongoing commitment to operating a modern, effective manufacturing process in a responsible and environmentally sound manner.

Standard Colors: Sample images may not be accurate representations of actual colors. Color representations vary from monitor to monitor.



Copyright 2012 Victor Stanley, Inc. All rights reserved. Toll Free 1.800.368.2573 (USA & Canada) | Tel: 301.855.8300

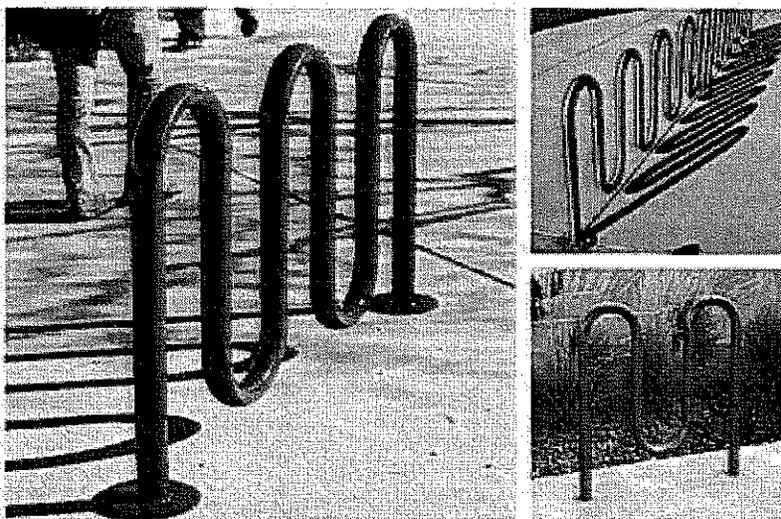


Most VS1 benches are ADA compliant. Member of the ASLA. Member of the USGBC.





Echo Bike Parking



Echo Serpentine Style Bike Parking

Echo Bike Racks

These popular serpentine style racks are rugged and space efficient. Allowing for parking from both sides of the rack, the echo can be embedded mount or surface flange mount.

Materials

Tubing - 2 3/8" dia. schedule 40 steel tubing
Foot Plates - 7 1/2" dia. x 1/4" stainless steel

Sustainability and LEED

Echo bike racks have a minimum recycled material content of 84% of which 73% is post consumer content. This content may vary based on the product design, product material type, and interchangeable piece parts. All styles are 100% recyclable. For more information about SiteScapes sustainable products and policies, please refer to our environmental statement.

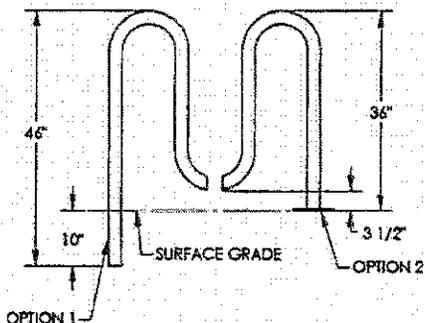
Choices

Choose five, seven, nine, eleven or thirteen capacity; embedded or surface mount; powdercoat, Duracoat, galvanized or stainless steel.

Echo bike parking options

Embedded Mount has both legs placed in core drilled holes 10" below surface grade. The holes are then filled with concrete to secure the bike rack

Surface Mount has a surface plate on both legs. When the bike rack is positioned it is secured with stainless steel anchor bolts. (customer supplied)



888.331.9464 402.421.9479 fax
P.O. Box 22326 Lincoln, NE 68542
www.sitescapesonline.com
info@sitescapesonline.com

Pictured this page

left: Echo seven space, surface mount bike rack EC2-07-SM (Brandy). top right: Echo thirteen space, surface mount bike rack EC2-13-SM-SF (Stainless). bottom right: Echo five space, embedded mount bike rack EC2-05-EM (Slate).

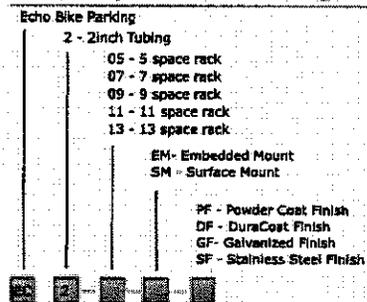
Finishes

SiteScapes offers product in both a standard powdercoat and its own proprietary Duracoat finish. Both finishes are designed to weather the elements and are guaranteed not to rust, chip, peel, or fade. Call for a standard color chart.

www.sitescapesonline.com

For more information visit our website where you can download product drawings, photos, product brochures, CSI spes, and other technical data.

To Specify Echo Bike Parking



30% POST CONSUMER CONTENT

PROFESSIONAL LANDSCAPE ARCHITECT
 218 S. Broadway, Suite 200
 Madison, WI 53702
 608.261.1400 FAX 608.261.1401



FRANKLIN, WISCONSIN
 (SEC) W. LOOKING ROAD &
 W. ST. MARTIN ROAD
 Store: FKN



PROFESSIONAL LANDSCAPE ARCHITECT
 218 S. Broadway, Suite 200
 Madison, WI 53702
 608.261.1400 FAX 608.261.1401

PROJECT NO. _____
 SHEET NO. _____
 DRAWN BY: _____
 CHECKED BY: _____
 DATE: _____
 SCALE: _____
 PROJECT NAME: _____
 SHEET TITLE: _____

C603

PLANT SCHEDULE C603

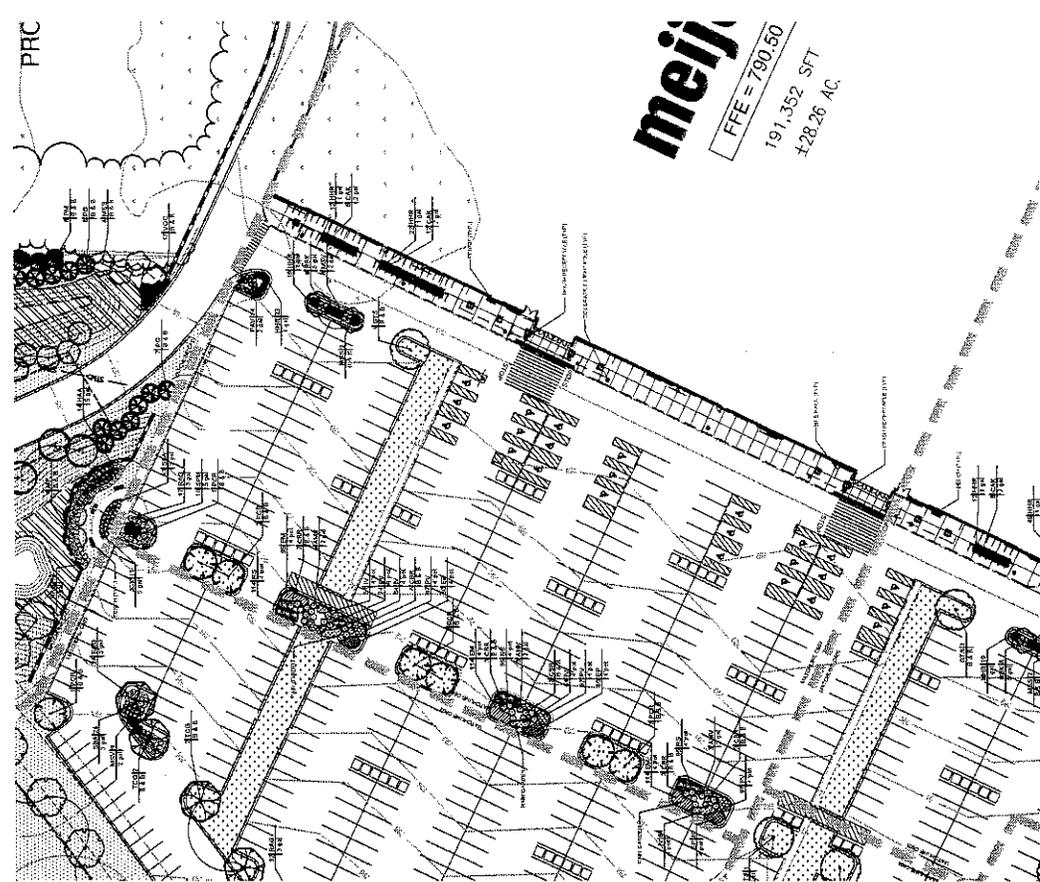
SYMBOL	PLANT NAME	SIZE	HEIGHT	SPREAD	COMMENTS
1	CHINA BURNING BUSH	2 1/2" x 4"	2' 6"	2' 6"	Staphylea trifoliata
2	RED TWIG DOGWOOD	2 1/2" x 4"	2' 6"	2' 6"	Cornus sericea
3	DOGWOOD	2 1/2" x 4"	2' 6"	2' 6"	Cornus florida
4	DOGWOOD	2 1/2" x 4"	2' 6"	2' 6"	Cornus florida
5	DOGWOOD	2 1/2" x 4"	2' 6"	2' 6"	Cornus florida
6	DOGWOOD	2 1/2" x 4"	2' 6"	2' 6"	Cornus florida
7	DOGWOOD	2 1/2" x 4"	2' 6"	2' 6"	Cornus florida
8	DOGWOOD	2 1/2" x 4"	2' 6"	2' 6"	Cornus florida
9	DOGWOOD	2 1/2" x 4"	2' 6"	2' 6"	Cornus florida
10	DOGWOOD	2 1/2" x 4"	2' 6"	2' 6"	Cornus florida
11	DOGWOOD	2 1/2" x 4"	2' 6"	2' 6"	Cornus florida
12	DOGWOOD	2 1/2" x 4"	2' 6"	2' 6"	Cornus florida
13	DOGWOOD	2 1/2" x 4"	2' 6"	2' 6"	Cornus florida
14	DOGWOOD	2 1/2" x 4"	2' 6"	2' 6"	Cornus florida
15	DOGWOOD	2 1/2" x 4"	2' 6"	2' 6"	Cornus florida
16	DOGWOOD	2 1/2" x 4"	2' 6"	2' 6"	Cornus florida
17	DOGWOOD	2 1/2" x 4"	2' 6"	2' 6"	Cornus florida
18	DOGWOOD	2 1/2" x 4"	2' 6"	2' 6"	Cornus florida
19	DOGWOOD	2 1/2" x 4"	2' 6"	2' 6"	Cornus florida
20	DOGWOOD	2 1/2" x 4"	2' 6"	2' 6"	Cornus florida
21	DOGWOOD	2 1/2" x 4"	2' 6"	2' 6"	Cornus florida
22	DOGWOOD	2 1/2" x 4"	2' 6"	2' 6"	Cornus florida
23	DOGWOOD	2 1/2" x 4"	2' 6"	2' 6"	Cornus florida
24	DOGWOOD	2 1/2" x 4"	2' 6"	2' 6"	Cornus florida
25	DOGWOOD	2 1/2" x 4"	2' 6"	2' 6"	Cornus florida
26	DOGWOOD	2 1/2" x 4"	2' 6"	2' 6"	Cornus florida
27	DOGWOOD	2 1/2" x 4"	2' 6"	2' 6"	Cornus florida
28	DOGWOOD	2 1/2" x 4"	2' 6"	2' 6"	Cornus florida
29	DOGWOOD	2 1/2" x 4"	2' 6"	2' 6"	Cornus florida
30	DOGWOOD	2 1/2" x 4"	2' 6"	2' 6"	Cornus florida

GENERAL NOTES:

1. PLANTING SYMBOLS USE DIMENSIONS TO INDICATE QUANTITIES AND TYPE OF PLANT.
2. PLANTING SYMBOLS TO BE USED FOR PLANTING SHALL BE IDENTICAL TO THE SYMBOLS SHOWN ON THIS SCHEDULE. PLANTING SYMBOLS SHALL BE IDENTICAL TO THE SYMBOLS SHOWN ON THIS SCHEDULE.
3. TWO WEEKS PRIOR TO PLANTING, THE CONTRACTOR SHALL OBTAIN THE OWNER'S APPROVAL OF A PLANTING PLAN SUBMITTED FOR APPROVAL. IF REQUESTED BY THE OWNER, THE LANDSCAPE ARCHITECT WILL BE THE MATERIAL.
4. EACH PLANTING SHALL SHOW THE PLANT NAME, SIZE AND SPECIFICATIONS LISTED ON THE PLAN.
5. ANY PLANTING SHALL SHOW THE PLANT NAME, SIZE AND SPECIFICATIONS LISTED ON THE PLAN.
6. ANY PLANTING SHALL SHOW THE PLANT NAME, SIZE AND SPECIFICATIONS LISTED ON THE PLAN.
7. NO PLANTING OR PLANTING MATERIAL WILL BE ACCEPTED FOR REVIEW. ANY PLANTING MATERIAL WILL BE SUBJECT TO INSPECTION.
8. CONTRACTOR TO PROVIDE THE PROTECTION FOR THE EXISTING UTILITIES, SYSTEMS TO REMAIN, AND ALL PLANTING AREAS. NO PLANTING SHALL BE PERMITTED IN ANY AREAS WHERE UTILITIES, SYSTEMS TO REMAIN, AND ALL PLANTING AREAS ARE LOCATED. CONTRACTOR SHALL MAINTAIN ALL PLANTING AREAS AND UTILITIES, SYSTEMS TO REMAIN, AND ALL PLANTING AREAS. CONTRACTOR SHALL MAINTAIN ALL PLANTING AREAS AND UTILITIES, SYSTEMS TO REMAIN, AND ALL PLANTING AREAS.

MAINTENANCE OF LANDSCAPING:

THE OWNER, CONTRACTOR AND ALL OTHERS SHALL BE RESPONSIBLE FOR PROTECTING, MAINTAINING AND REPLACING ALL LANDSCAPING MATERIAL. CONTRACTOR SHALL MAINTAIN ALL PLANTING AREAS AND UTILITIES, SYSTEMS TO REMAIN, AND ALL PLANTING AREAS. CONTRACTOR SHALL MAINTAIN ALL PLANTING AREAS AND UTILITIES, SYSTEMS TO REMAIN, AND ALL PLANTING AREAS.



meijer
 FFE = 790,50
 191,352 SFT
 ±28,26 AC.



LANDSCAPE PLAN



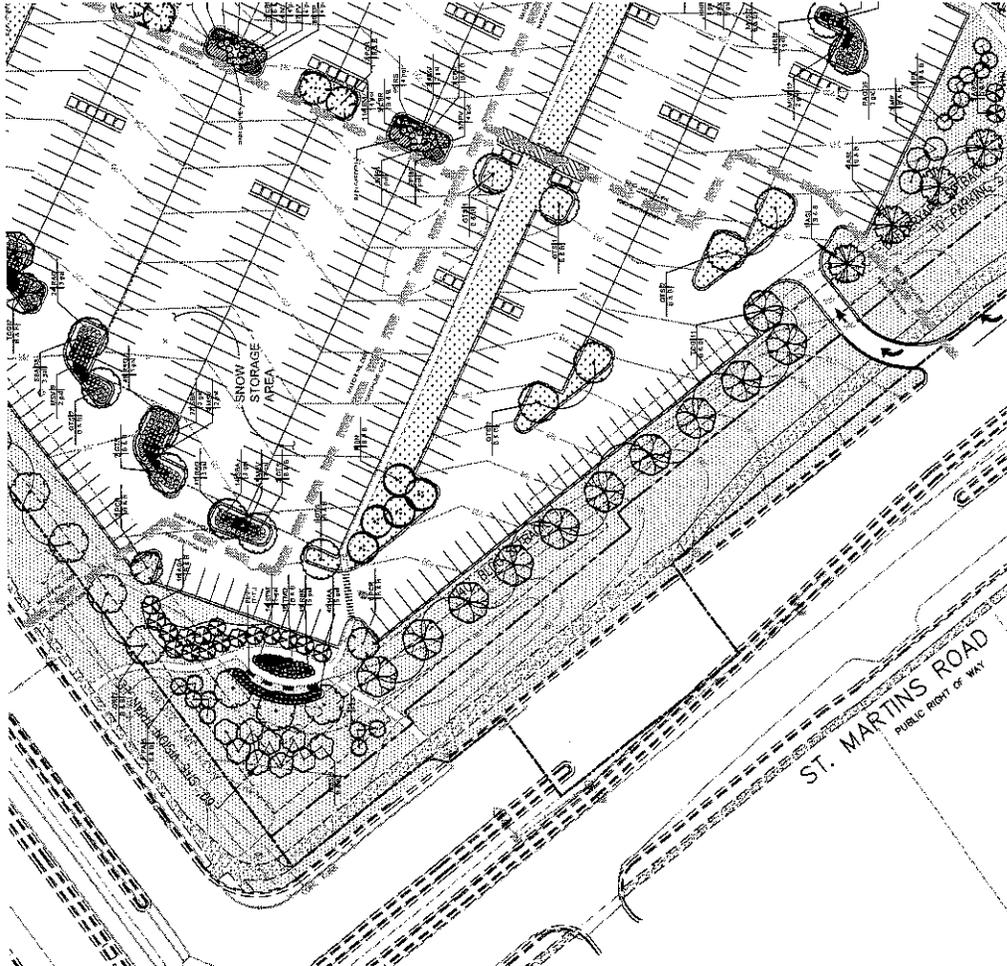
ENLARGED LANDSCAPE PLAN

Exhibit C

PLANT SCHEDULE C604

COMMON NAME	BOTANICAL NAME	CODE	QTY	COMMENTS	DATE	SIZE
Aspen	<i>Picea canadensis</i>	ASL 1	1	Aspen	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 7	7	Red Pine	8.8 B	27' CAH
White Pine	<i>Pinus strobus</i>	WHP 2	2	White Pine	8.8 B	27' CAH
White Pine	<i>Pinus strobus</i>	WHP 6	6	White Pine	8.8 B	27' CAH
White Pine	<i>Pinus strobus</i>	WHP 11	11	White Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 16	16	Red Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 17	17	Red Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 18	18	Red Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 19	19	Red Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 20	20	Red Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 21	21	Red Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 22	22	Red Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 23	23	Red Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 24	24	Red Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 25	25	Red Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 26	26	Red Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 27	27	Red Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 28	28	Red Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 29	29	Red Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 30	30	Red Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 31	31	Red Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 32	32	Red Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 33	33	Red Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 34	34	Red Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 35	35	Red Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 36	36	Red Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 37	37	Red Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 38	38	Red Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 39	39	Red Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 40	40	Red Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 41	41	Red Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 42	42	Red Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 43	43	Red Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 44	44	Red Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 45	45	Red Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 46	46	Red Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 47	47	Red Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 48	48	Red Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 49	49	Red Pine	8.8 B	27' CAH
Red Pine	<i>Pinus strobus</i>	RFP 50	50	Red Pine	8.8 B	27' CAH

- GENERAL NOTES:**
1. CHECK SITE CONDITIONS AND NOTES ON PLAN.
 2. ALL PLANTINGS SHALL BE INSTALLED WITHIN THE SPECIFIED PLANTING AREAS. ANY PLANTINGS NOT SHOWN SHALL BE INSTALLED WITHIN THE SPECIFIED PLANTING AREAS.
 3. THE CONTRACTOR SHALL BE RESPONSIBLE FOR OBTAINING ALL NECESSARY PERMITS AND APPROVALS FOR THE PLANTING WORK.
 4. ALL PLANTINGS SHALL BE INSTALLED WITHIN THE SPECIFIED PLANTING AREAS.
 5. ALL PLANTINGS SHALL BE INSTALLED WITHIN THE SPECIFIED PLANTING AREAS.
 6. ALL PLANTINGS SHALL BE INSTALLED WITHIN THE SPECIFIED PLANTING AREAS.
 7. ALL PLANTINGS SHALL BE INSTALLED WITHIN THE SPECIFIED PLANTING AREAS.
 8. ALL PLANTINGS SHALL BE INSTALLED WITHIN THE SPECIFIED PLANTING AREAS.
 9. ALL PLANTINGS SHALL BE INSTALLED WITHIN THE SPECIFIED PLANTING AREAS.
 10. ALL PLANTINGS SHALL BE INSTALLED WITHIN THE SPECIFIED PLANTING AREAS.
- MAINTENANCE OF LANDSCAPING:**
- THE CONTRACTOR SHALL BE RESPONSIBLE FOR THE MAINTENANCE OF THE LANDSCAPING FOR A PERIOD OF ONE YEAR AFTER COMPLETION OF THE PROJECT. THE CONTRACTOR SHALL BE RESPONSIBLE FOR THE MAINTENANCE OF THE LANDSCAPING FOR A PERIOD OF ONE YEAR AFTER COMPLETION OF THE PROJECT.



LANDSCAPE PLAN



ENLARGED LANDSCAPE PLAN

C604

meijer

FRANKLIN, WISCONSIN
(SEC) W. LOOMIS ROAD &
W. ST. MARTINS ROAD

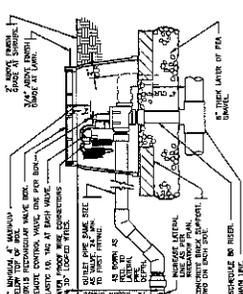


1100 North Lincoln Ave., Suite 100
Franklin, WI 53128
Tel: 781.234.1000
Fax: 781.234.1001

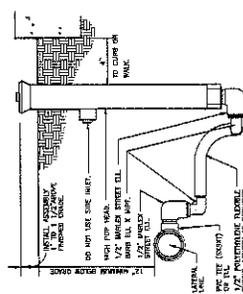
PROJECT NO.	C604
DATE	10/1/2010
PROJECT NAME	MEIJER STORE # 1000
PROJECT ADDRESS	W. LOOMIS ROAD & W. ST. MARTINS ROAD, FRANKLIN, WI
PROJECT OWNER	MEIJER
PROJECT ARCHITECT	MEIJER ARCHITECTURE
PROJECT ENGINEER	MEIJER ENGINEERING
PROJECT LANDSCAPE ARCHITECT	MEIJER LANDSCAPE ARCHITECTURE
PROJECT SURVEYOR	MEIJER SURVEYING
PROJECT PHOTOGRAPHER	MEIJER PHOTOGRAPHY
PROJECT VIDEOGRAPHER	MEIJER VIDEOGRAPHY
PROJECT PAINTER	MEIJER PAINTING
PROJECT CARPENTER	MEIJER CARPENTRY
PROJECT ELECTRICIAN	MEIJER ELECTRICITY
PROJECT PLUMBER	MEIJER PLUMBING
PROJECT ROOFER	MEIJER ROOFING
PROJECT CONCRETE	MEIJER CONCRETE
PROJECT IRONWORK	MEIJER IRONWORK
PROJECT GLAZIER	MEIJER GLAZING
PROJECT MILLWRIGHT	MEIJER MILLWORK
PROJECT WELDER	MEIJER WELDING
PROJECT SIGN	MEIJER SIGNAGE
PROJECT FENCE	MEIJER FENCING
PROJECT GROUNDWORK	MEIJER GROUNDWORK
PROJECT PAVING	MEIJER PAVING
PROJECT ASPHALT	MEIJER ASPHALT
PROJECT GRAVEL	MEIJER GRAVEL
PROJECT SAND	MEIJER SAND
PROJECT MULCH	MEIJER MULCH
PROJECT SOIL	MEIJER SOIL
PROJECT FERTILIZER	MEIJER FERTILIZER
PROJECT PESTICIDE	MEIJER PESTICIDE
PROJECT IRRIGATION	MEIJER IRRIGATION
PROJECT LIGHTING	MEIJER LIGHTING
PROJECT SOUND	MEIJER SOUND
PROJECT SECURITY	MEIJER SECURITY
PROJECT ACCESSIBILITY	MEIJER ACCESSIBILITY
PROJECT HISTORIC PRESERVATION	MEIJER HISTORIC PRESERVATION
PROJECT ENVIRONMENTAL	MEIJER ENVIRONMENTAL
PROJECT ARCHITECTURAL	MEIJER ARCHITECTURAL
PROJECT INTERIOR DESIGN	MEIJER INTERIOR DESIGN
PROJECT EXTERIOR DESIGN	MEIJER EXTERIOR DESIGN
PROJECT PRODUCT DESIGN	MEIJER PRODUCT DESIGN
PROJECT USER EXPERIENCE	MEIJER USER EXPERIENCE
PROJECT BRAND STRATEGY	MEIJER BRAND STRATEGY
PROJECT MARKETING	MEIJER MARKETING
PROJECT SALES	MEIJER SALES
PROJECT CUSTOMER SERVICE	MEIJER CUSTOMER SERVICE
PROJECT LOGISTICS	MEIJER LOGISTICS
PROJECT SUPPLY CHAIN	MEIJER SUPPLY CHAIN
PROJECT FINANCE	MEIJER FINANCE
PROJECT HUMAN RESOURCES	MEIJER HUMAN RESOURCES
PROJECT OPERATIONS	MEIJER OPERATIONS
PROJECT TECHNOLOGY	MEIJER TECHNOLOGY
PROJECT LEGAL	MEIJER LEGAL
PROJECT PUBLIC RELATIONS	MEIJER PUBLIC RELATIONS
PROJECT COMMUNITY RELATIONS	MEIJER COMMUNITY RELATIONS
PROJECT GOVERNMENT RELATIONS	MEIJER GOVERNMENT RELATIONS
PROJECT INVESTOR RELATIONS	MEIJER INVESTOR RELATIONS
PROJECT PARTNER RELATIONS	MEIJER PARTNER RELATIONS
PROJECT SUPPLIER RELATIONS	MEIJER SUPPLIER RELATIONS
PROJECT CUSTOMER RELATIONS	MEIJER CUSTOMER RELATIONS
PROJECT EMPLOYEE RELATIONS	MEIJER EMPLOYEE RELATIONS
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PROJECT REPLACEMENT RELATIONS	MEIJER REPLACEMENT RELATIONS
PROJECT RENOVATION RELATIONS	MEIJER RENOVATION RELATIONS
PROJECT RESTORATION RELATIONS	MEIJER RESTORATION RELATIONS
PROJECT PRESERVATION RELATIONS	MEIJER PRESERVATION RELATIONS
PROJECT PROTECTION RELATIONS	MEIJER PROTECTION RELATIONS
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PROJECT PRODUCTIVITY RELATIONS	MEIJER PRODUCTIVITY RELATIONS
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PROJECT RELIABILITY RELATIONS	MEIJER RELIABILITY RELATIONS
PROJECT DURABILITY RELATIONS	MEIJER DURABILITY RELATIONS
PROJECT SAFETY RELATIONS	MEIJER SAFETY RELATIONS
PROJECT SECURITY RELATIONS	MEIJER SECURITY RELATIONS
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PROJECT ADAPTABILITY RELATIONS	MEIJER ADAPTABILITY RELATIONS
PROJECT FLEXIBILITY RELATIONS	MEIJER FLEXIBILITY RELATIONS
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PROJECT SUSTAINABILITY RELATIONS	MEIJER SUSTAINABILITY RELATIONS
PROJECT RESPONSIBILITY RELATIONS	MEIJER RESPONSIBILITY RELATIONS
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PROJECT TRANSPARENCY RELATIONS	MEIJER TRANSPARENCY RELATIONS
PROJECT INTEGRITY RELATIONS	MEIJER INTEGRITY RELATIONS
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PROJECT HONESTY RELATIONS	MEIJER HONESTY RELATIONS
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PROJECT JUSTICE RELATIONS	MEIJER JUSTICE RELATIONS
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PROJECT BALANCE RELATIONS	MEIJER BALANCE RELATIONS
PROJECT HARMONY RELATIONS	MEIJER HARMONY RELATIONS
PROJECT UNITY RELATIONS	MEIJER UNITY RELATIONS
PROJECT COHESION RELATIONS	MEIJER COHESION RELATIONS
PROJECT BELONGING RELATIONS	MEIJER BELONGING RELATIONS
PROJECT SUPPORT RELATIONS	MEIJER SUPPORT RELATIONS
PROJECT ENCOURAGEMENT RELATIONS	MEIJER ENCOURAGEMENT RELATIONS
PROJECT INSPIRATION RELATIONS	MEIJER INSPIRATION RELATIONS
PROJECT MOTIVATION RELATIONS	MEIJER MOTIVATION RELATIONS
PROJECT ENTHUSIASM RELATIONS	MEIJER ENTHUSIASM RELATIONS
PROJECT PASSION RELATIONS	MEIJER PASSION RELATIONS
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PROJECT ZEAL RELATIONS	MEIJER ZEAL RELATIONS
PROJECT ENERGENCY RELATIONS	MEIJER ENERGENCY RELATIONS
PROJECT VIGILANCE RELATIONS	MEIJER VIGILANCE RELATIONS
PROJECT PERSEVERANCE RELATIONS	MEIJER PERSEVERANCE RELATIONS
PROJECT ENDURANCE RELATIONS	MEIJER ENDURANCE RELATIONS
PROJECT PATIENCE RELATIONS	MEIJER PATIENCE RELATIONS
PROJECT TOLERANCE RELATIONS	MEIJER TOLERANCE RELATIONS
PROJECT FORGIVENESS RELATIONS	MEIJER FORGIVENESS RELATIONS
PROJECT KINDNESS RELATIONS	MEIJER KINDNESS RELATIONS
PROJECT GENTLENESS RELATIONS	MEIJER GENTLENESS RELATIONS
PROJECT MILDNESS RELATIONS	MEIJER MILDNESS RELATIONS
PROJECT MEANNESS RELATIONS	MEIJER MEANNESS RELATIONS
PROJECT RIGHTEOUSNESS RELATIONS	MEIJER RIGHTEOUSNESS RELATIONS
PROJECT INJUSTICE RELATIONS	MEIJER INJUSTICE RELATIONS
PROJECT VIOLENCE RELATIONS	MEIJER VIOLENCE RELATIONS
PROJECT PEACE RELATIONS	MEIJER PEACE RELATIONS
PROJECT LOVE RELATIONS	MEIJER LOVE RELATIONS
PROJECT HATE RELATIONS	MEIJER HATE RELATIONS
PROJECT BONDAGE RELATIONS	MEIJER BONDAGE RELATIONS
PROJECT FREEDOM RELATIONS	MEIJER FREEDOM RELATIONS
PROJECT SLAVERY RELATIONS	MEIJER SLAVERY RELATIONS
PROJECT DEATH RELATIONS	MEIJER DEATH RELATIONS
PROJECT LIFE RELATIONS	MEIJER LIFE RELATIONS
PROJECT MORTALITY RELATIONS	MEIJER MORTALITY RELATIONS
PROJECT IMMORTALITY RELATIONS	MEIJER IMMORTALITY RELATIONS
PROJECT SUFFERING RELATIONS	MEIJER SUFFERING RELATIONS
PROJECT JOY RELATIONS	MEIJER JOY RELATIONS
PROJECT GRIEF RELATIONS	MEIJER GRIEF RELATIONS
PROJECT HOPE RELATIONS	MEIJER HOPE RELATIONS
PROJECT DESPAIR RELATIONS	MEIJER DESPAIR RELATIONS
PROJECT FAITH RELATIONS	MEIJER FAITH RELATIONS
PROJECT UNFAITH RELATIONS	MEIJER UNFAITH RELATIONS
PROJECT TRUST RELATIONS	MEIJER TRUST RELATIONS
PROJECT MISTRUST RELATIONS	MEIJER MISTRUST RELATIONS
PROJECT BELIEF RELATIONS	MEIJER BELIEF RELATIONS
PROJECT UNBELIEF RELATIONS	MEIJER UNBELIEF RELATIONS
PROJECT KNOWLEDGE RELATIONS	MEIJER KNOWLEDGE RELATIONS
PROJECT IGNORANCE RELATIONS	MEIJER IGNORANCE RELATIONS
PROJECT WISDOM RELATIONS	MEIJER WISDOM RELATIONS
PROJECT FOOLISHNESS RELATIONS	MEIJER FOOLISHNESS RELATIONS
PROJECT UNDERSTANDING RELATIONS	MEIJER UNDERSTANDING RELATIONS
PROJECT MISUNDERSTANDING RELATIONS	MEIJER MISUNDERSTANDING RELATIONS
PROJECT CLARITY RELATIONS	MEIJER CLARITY RELATIONS
PROJECT CONFUSION RELATIONS	MEIJER CONFUSION RELATIONS
PROJECT ORDER RELATIONS	MEIJER ORDER RELATIONS
PROJECT DISORDER RELATIONS	MEIJER DISORDER RELATIONS
PROJECT CLEANLINESS RELATIONS	MEIJER CLEANLINESS RELATIONS
PROJECT DIRTYNESS RELATIONS	MEIJER DIRTYNESS RELATIONS
PROJECT BEAUTY RELATIONS	MEIJER BEAUTY RELATIONS
PROJECT UGLYNESS RELATIONS	MEIJER UGLYNESS RELATIONS
PROJECT HEALTH RELATIONS	MEIJER HEALTH RELATIONS
PROJECT UNHEALTH RELATIONS	MEIJER UNHEALTH RELATIONS
PROJECT STRENGTH RELATIONS	MEIJER STRENGTH RELATIONS
PROJECT WEAKNESS RELATIONS	MEIJER WEAKNESS RELATIONS
PROJECT POWER RELATIONS	MEIJER POWER RELATIONS
PROJECT IMPOTENCY RELATIONS	MEIJER IMPOTENCY RELATIONS
PROJECT RICHNESS RELATIONS	MEIJER RICHNESS RELATIONS
PROJECT POVERTY RELATIONS	MEIJER POVERTY RELATIONS
PROJECT ABUNDANCE RELATIONS	MEIJER ABUNDANCE RELATIONS
PROJECT SCARCITY RELATIONS	MEIJER SCARCITY RELATIONS
PROJECT FULLNESS RELATIONS	MEIJER FULLNESS RELATIONS
PROJECT EMPTYNESS RELATIONS	MEIJER EMPTYNESS RELATIONS
PROJECT COMPLETION RELATIONS	MEIJER COMPLETION RELATIONS
PROJECT INCOMPLETION RELATIONS	MEIJER INCOMPLETION RELATIONS
PROJECT FINISH RELATIONS	MEIJER FINISH RELATIONS
PROJECT UNFINISH RELATIONS	MEIJER UNFINISH RELATIONS
PROJECT SUCCESS RELATIONS	MEIJER SUCCESS RELATIONS
PROJECT FAILURE RELATIONS	MEIJER FAILURE RELATIONS
PROJECT TRIUMPH RELATIONS	MEIJER TRIUMPH RELATIONS
PROJECT DEFEAT RELATIONS	MEIJER DEFEAT RELATIONS
PROJECT VICTORY RELATIONS	MEIJER VICTORY RELATIONS
PROJECT DEFEATURE RELATIONS	MEIJER DEFEATURE RELATIONS
PROJECT HONOR RELATIONS	MEIJER HONOR RELATIONS
PROJECT DISHONOR RELATIONS	MEIJER DISHONOR RELATIONS
PROJECT GLORY RELATIONS	MEIJER GLORY RELATIONS
PROJECT SHAME RELATIONS	MEIJER SHAME RELATIONS
PROJECT PRAISE RELATIONS	MEIJER PRAISE RELATIONS
PROJECT BLAME RELATIONS	MEIJER BLAME RELATIONS
PROJECT REVERENCE RELATIONS	MEIJER REVERENCE RELATIONS
PROJECT CONTEMPT RELATIONS	MEIJER CONTEMPT RELATIONS
PROJECT RESPECT RELATIONS	MEIJER RESPECT RELATIONS
PROJECT DISRESPECT RELATIONS	MEIJER DISRESPECT RELATIONS
PROJECT ADMIRATION RELATIONS	MEIJER ADMIRATION RELATIONS
PROJECT DERISION RELATIONS	MEIJER DERISION RELATIONS
PROJECT APPRECIATION RELATIONS	MEIJER APPRECIATION RELATIONS
PROJECT DEPRECIATION RELATIONS	MEIJER DEPRECIATION RELATIONS
PROJECT ESTEEM RELATIONS	MEIJER ESTEEM RELATIONS
PROJECT CONDEMNATION RELATIONS	MEIJER CONDEMNATION RELATIONS
PROJECT PRAISE RELATIONS	MEIJER PRAISE RELATIONS
PROJECT REPROBATION RELATIONS	MEIJER REPROBATION RELATIONS
PROJECT APPROVAL RELATIONS	MEIJER APPROVAL RELATIONS
PROJECT DISAPPROVAL RELATIONS	MEIJER DISAPPROVAL RELATIONS
PROJECT ACCEPTANCE RELATIONS	MEIJER ACCEPTANCE RELATIONS
PROJECT REJECTION RELATIONS	MEIJER REJECTION RELATIONS
PROJECT AGREEMENT RELATIONS	MEIJER AGREEMENT RELATIONS
PROJECT DISAGREEMENT RELATIONS	MEIJER DISAGREEMENT RELATIONS
PROJECT COOPERATION RELATIONS	MEIJER COOPERATION RELATIONS
PROJECT NONCOOPERATION RELATIONS	MEIJER NONCOOPERATION RELATIONS
PROJECT ASSISTANCE RELATIONS	MEIJER ASSISTANCE RELATIONS
PROJECT OBSTACLES RELATIONS	MEIJER OBSTACLES RELATIONS
PROJECT HELP RELATIONS	MEIJER HELP RELATIONS
PROJECT HINDERANCE RELATIONS	MEIJER HINDERANCE RELATIONS
PROJECT PROMOTION RELATIONS	MEIJER PROMOTION RELATIONS
PROJECT DEMOTION RELATIONS	MEIJER DEMOTION RELATIONS
PROJECT ELEVATION RELATIONS	MEIJER ELEVATION RELATIONS
PROJECT DEPRESSION RELATIONS	MEIJER DEPRESSION RELATIONS
PROJECT EXALTATION RELATIONS	MEIJER EXALTATION RELATIONS
PROJECT HUMILIATION RELATIONS	MEIJER HUMILIATION RELATIONS
PROJECT ENHANCEMENT RELATIONS	MEIJER ENHANCEMENT RELATIONS
PROJECT DIMINUTION RELATIONS	MEIJER DIMINUTION RELATIONS
PROJECT INCREASE RELATIONS	MEIJER INCREASE RELATIONS
PROJECT DECREASE RELATIONS	MEIJER DECREASE RELATIONS
PROJECT MULTIPLICATION RELATIONS	MEIJER MULTIPLICATION RELATIONS
PROJECT DIVISION RELATIONS	MEIJER DIVISION RELATIONS
PROJECT ADDITION RELATIONS	MEIJER ADDITION RELATIONS
PROJECT SUBTRACTION RELATIONS	MEIJER SUBTRACTION RELATIONS
PROJECT GROWTH REL	

NOTES

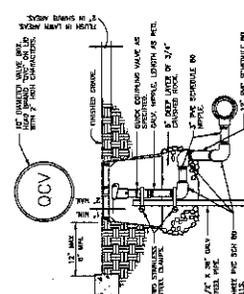
1. ALL WORK SHALL BE IN ACCORDANCE WITH THE IRRIGATION SYSTEMS MANUAL, 1987 EDITION, PAGES 1-10, 1-11, 1-12, 1-13, 1-14, 1-15, 1-16, 1-17, 1-18, 1-19, 1-20, 1-21, 1-22, 1-23, 1-24, 1-25, 1-26, 1-27, 1-28, 1-29, 1-30, 1-31, 1-32, 1-33, 1-34, 1-35, 1-36, 1-37, 1-38, 1-39, 1-40, 1-41, 1-42, 1-43, 1-44, 1-45, 1-46, 1-47, 1-48, 1-49, 1-50, 1-51, 1-52, 1-53, 1-54, 1-55, 1-56, 1-57, 1-58, 1-59, 1-60, 1-61, 1-62, 1-63, 1-64, 1-65, 1-66, 1-67, 1-68, 1-69, 1-70, 1-71, 1-72, 1-73, 1-74, 1-75, 1-76, 1-77, 1-78, 1-79, 1-80, 1-81, 1-82, 1-83, 1-84, 1-85, 1-86, 1-87, 1-88, 1-89, 1-90, 1-91, 1-92, 1-93, 1-94, 1-95, 1-96, 1-97, 1-98, 1-99, 1-100, 1-101, 1-102, 1-103, 1-104, 1-105, 1-106, 1-107, 1-108, 1-109, 1-110, 1-111, 1-112, 1-113, 1-114, 1-115, 1-116, 1-117, 1-118, 1-119, 1-120, 1-121, 1-122, 1-123, 1-124, 1-125, 1-126, 1-127, 1-128, 1-129, 1-130, 1-131, 1-132, 1-133, 1-134, 1-135, 1-136, 1-137, 1-138, 1-139, 1-140, 1-141, 1-142, 1-143, 1-144, 1-145, 1-146, 1-147, 1-148, 1-149, 1-150, 1-151, 1-152, 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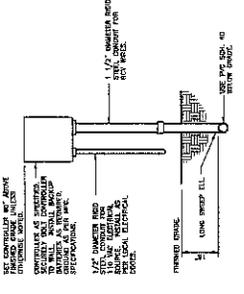
1 TURF SPRAY MARLEX ASSEMBLY
1 1/2" x 1-1/2"
32096113-01



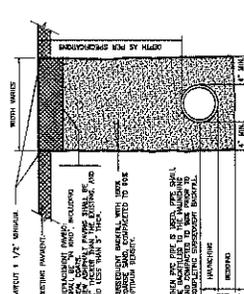
2 SHROUD SPRAY HIGH-POP/W/ FLEX ASSEMBLY
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32096113-02



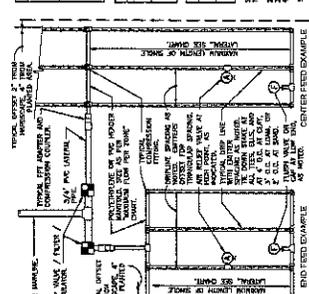
3 ELECTRIC REMOTE CONTROL VALVE
1 1/2" x 1-1/2"
32096113-03



4 WALL MOUNT CONTROLLER
1 1/2" x 1-1/2"
32096113-01



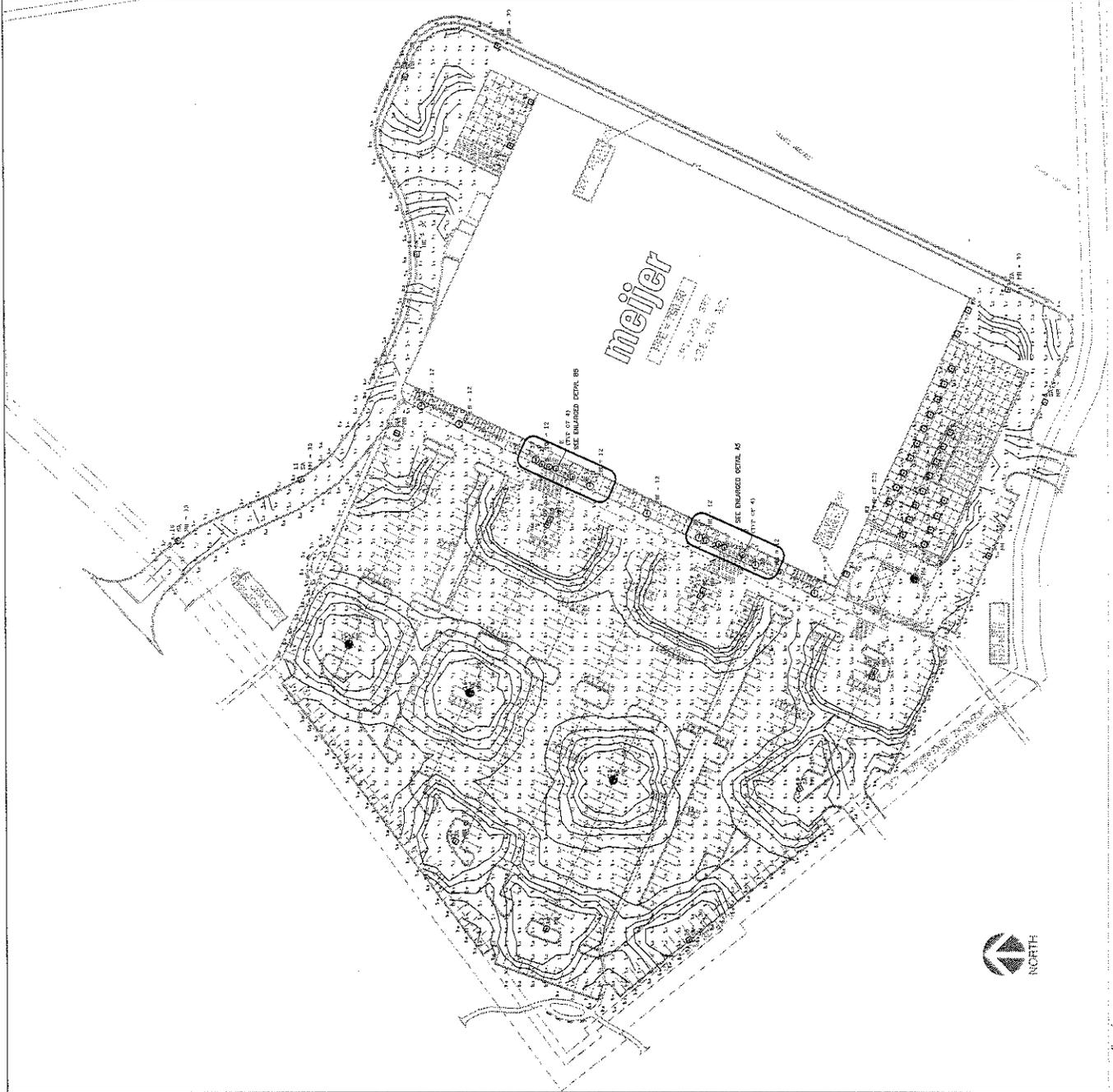
5 TRENCH DETAIL AT ASPHALT PAVING
1 1/2" x 1-1/2"
32096113-02



6 TYPICAL RAIN BIRD DRIP LINE REQUIREMENTS
1 1/2" x 1-1/2"
32096113-02

MAXIMUM LATERAL LENGTH (FEET)		MAXIMUM LATERAL SPACING (FEET)		MAXIMUM LATERAL SPACING (FEET)	
PIE	PIE PER HOUR	PIE PER HOUR	PIE PER HOUR	PIE PER HOUR	PIE PER HOUR
1/2"	1.5	1.5	1.5	1.5	1.5
3/4"	2.0	2.0	2.0	2.0	2.0
1"	2.5	2.5	2.5	2.5	2.5
1 1/4"	3.0	3.0	3.0	3.0	3.0
1 1/2"	3.5	3.5	3.5	3.5	3.5
2"	4.0	4.0	4.0	4.0	4.0
2 1/2"	4.5	4.5	4.5	4.5	4.5
3"	5.0	5.0	5.0	5.0	5.0
3 1/2"	5.5	5.5	5.5	5.5	5.5
4"	6.0	6.0	6.0	6.0	6.0
4 1/2"	6.5	6.5	6.5	6.5	6.5
5"	7.0	7.0	7.0	7.0	7.0
5 1/2"	7.5	7.5	7.5	7.5	7.5
6"	8.0	8.0	8.0	8.0	8.0
6 1/2"	8.5	8.5	8.5	8.5	8.5
7"	9.0	9.0	9.0	9.0	9.0
7 1/2"	9.5	9.5	9.5	9.5	9.5
8"	10.0	10.0	10.0	10.0	10.0
8 1/2"	10.5	10.5	10.5	10.5	10.5
9"	11.0	11.0	11.0	11.0	11.0
9 1/2"	11.5	11.5	11.5	11.5	11.5
10"	12.0	12.0	12.0	12.0	12.0
10 1/2"	12.5	12.5	12.5	12.5	12.5
11"	13.0	13.0	13.0	13.0	13.0
11 1/2"	13.5	13.5	13.5	13.5	13.5
12"	14.0	14.0	14.0	14.0	14.0
12 1/2"	14.5	14.5	14.5	14.5	14.5
13"	15.0	15.0	15.0	15.0	15.0
13 1/2"	15.5	15.5	15.5	15.5	15.5
14"	16.0	16.0	16.0	16.0	16.0
14 1/2"	16.5	16.5	16.5	16.5	16.5
15"	17.0	17.0	17.0	17.0	17.0
15 1/2"	17.5	17.5	17.5	17.5	17.5
16"	18.0	18.0	18.0	18.0	18.0
16 1/2"	18.5	18.5	18.5	18.5	18.5
17"	19.0	19.0	19.0	19.0	19.0
17 1/2"	19.5	19.5	19.5	19.5	19.5
18"	20.0	20.0	20.0	20.0	20.0
18 1/2"	20.5	20.5	20.5	20.5	20.5
19"	21.0	21.0	21.0	21.0	21.0
19 1/2"	21.5	21.5	21.5	21.5	21.5
20"	22.0	22.0	22.0	22.0	22.0
20 1/2"	22.5	22.5	22.5	22.5	22.5
21"	23.0	23.0	23.0	23.0	23.0
21 1/2"	23.5	23.5	23.5	23.5	23.5
22"	24.0	24.0	24.0	24.0	24.0
22 1/2"	24.5	24.5	24.5	24.5	24.5
23"	25.0	25.0	25.0	25.0	25.0
23 1/2"	25.5	25.5	25.5	25.5	25.5
24"	26.0	26.0	26.0	26.0	26.0
24 1/2"	26.5	26.5	26.5	26.5	26.5
25"	27.0	27.0	27.0	27.0	27.0
25 1/2"	27.5	27.5	27.5	27.5	27.5
26"	28.0	28.0	28.0	28.0	28.0
26 1/2"	28.5	28.5	28.5	28.5	28.5
27"	29.0	29.0	29.0	29.0	29.0
27 1/2"	29.5	29.5	29.5	29.5	29.5
28"	30.0	30.0	30.0	30.0	30.0
28 1/2"	30.5	30.5	30.5	30.5	30.5
29"	31.0	31.0	31.0	31.0	3

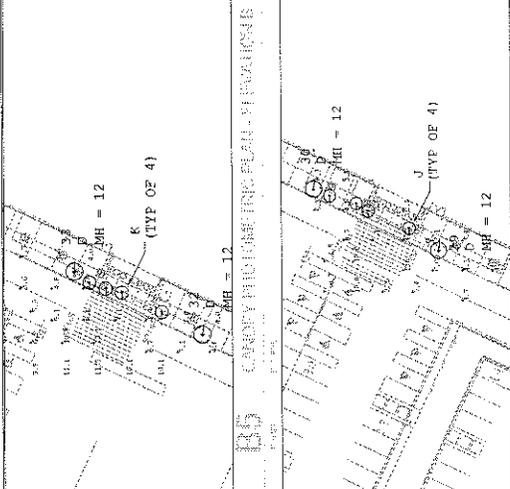
Exhibit D



NO.	DESCRIPTION	AMOUNT	DATE
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SECTION	AREA	PERCENT	AVG. ELEV.	FINISHED
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STATISTICAL AREA SUMMARY



meijer
FRANKLIN, WISCONSIN
W. ST. MARTINS ROAD &
Store: FRN

ROCKFORD
CONSTRUCTION
222 S. GARDNER ST. #200
ROCKFORD, IL 61101
TEL: 815.398.1000
FAX: 815.398.1001

meijer
FRANKLIN, WISCONSIN
W. ST. MARTINS ROAD &
Store: FRN

meijer
FRANKLIN, WISCONSIN
W. ST. MARTINS ROAD &
Store: FRN

PROFESSIONAL SEAL
DATE: 11/11/11
PROJECT NO.
SHEET NO.
C800

2800 CONCOURSE SERIES

SPECIFICATIONS

GENERAL

The ___ ft tall* decorative post shall be aluminum, one-piece construction. The 11 1/2" round cast aluminum base shall be welded to a 6" diameter base shaft that transitions to a 4" diameter aluminum shaft. The model shall be Sternberg Lighting #2800 or #2800R for candy cane poles. The pole shall be U.L. or E.T.L. listed in U.S. and Canada.

CONSTRUCTION

The base shall be designed with a round base plate pedestal bottom section and transition to a smooth straight base section, and shall be made of heavy wall, 356 alloy cast aluminum and ASTM 6061 extruded aluminum. It shall have a 3/4" thick floor cast as an integral part of the base. The base top will have a sharply sloped transition to the shaft. The shaft shall be externally welded circumferentially to the base.

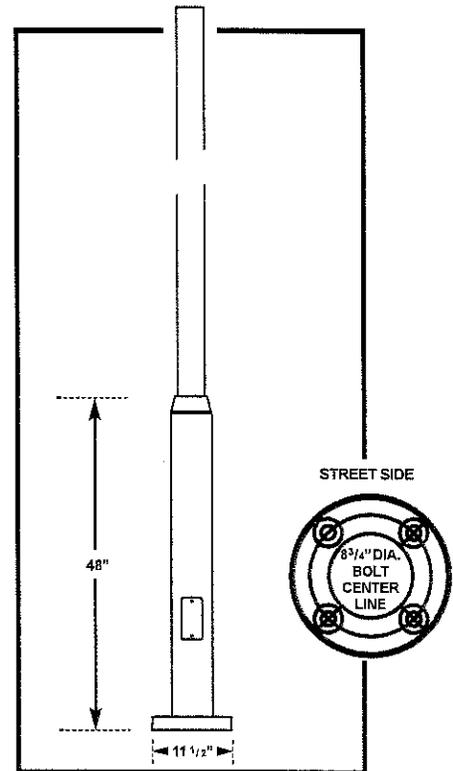
___ The **smooth tapered shaft** shall be made of ASTM 6063 extruded aluminum and tempered to a T6 condition.

___ The **smooth straight shaft** shall be made of ASTM 6063 extruded aluminum and tempered to a T6 condition.

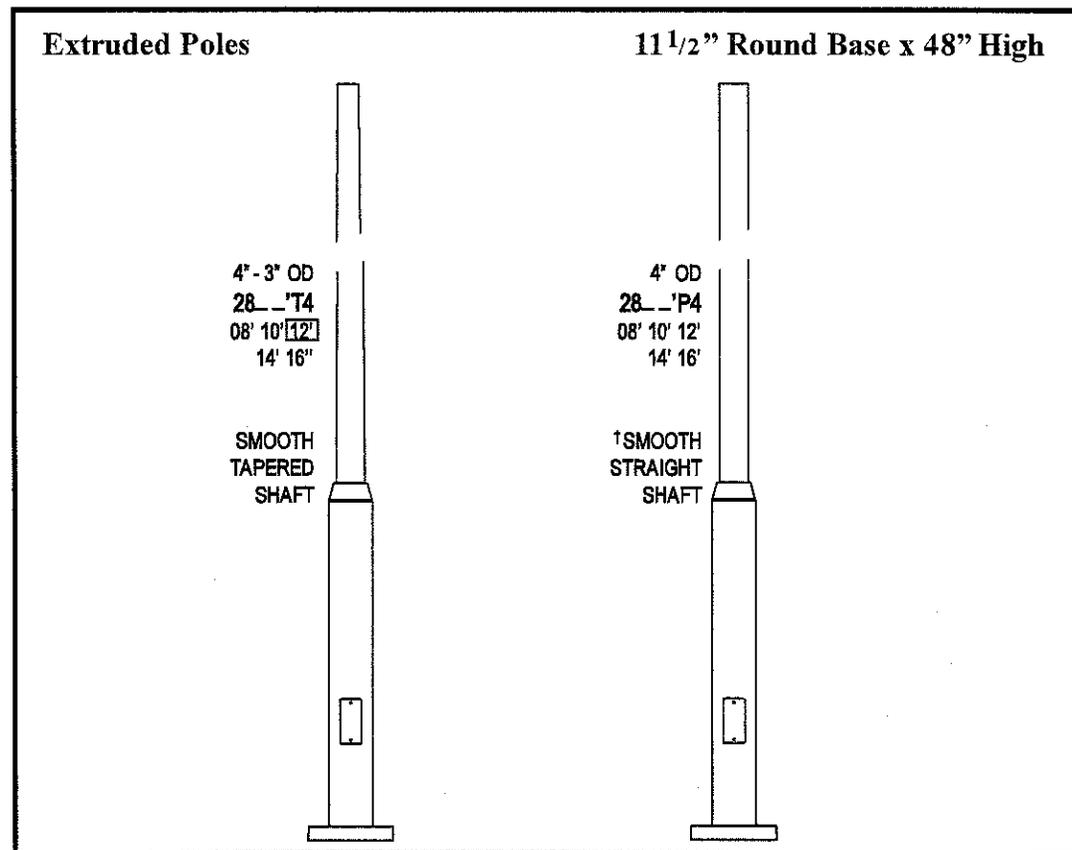
INSTALLATION

Four, hot-dipped galvanized "L" type anchor bolts shall be provided with the post for anchorage. A door shall be provided for wiring and anchor bolt access. It shall be secured with tamper proof, stainless steel hardware. Post will be provided with a grounding stud mounted on the base opposite the access door.

Indicate the type of shaft needed (above)



** See installation template for exact door position. Bolt circle dimensions may change on taller poles.



* For candy cane poles insert ___ AG ft (feet - above grade height). See diagram on reverse side.

† Plain tenon supplied if fixture or arm slips 3" O.D.

2800 CONCOURSE SERIES

POSTS / OPTIONS / POST CAPS

BUILDING A PART NUMBER

Straight Poles

MODEL / HEIGHT / SHAFT	POST CAP CENTER	OPTIONS	FINISH
28 14 P4		FH	BK

Candy Cane Poles

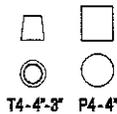
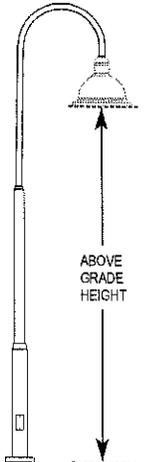
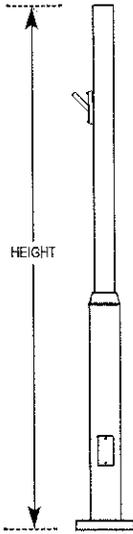
MODEL / HEIGHT / SHAFT	HEIGHT ABOVE GRADE	OPTIONS	FINISH
28 00 RT4	12 AG		BK

Part Number Selections

MODEL	HEIGHT	SHAFT [†]
• 28	• 08' • 10' • 12' • 14' • 16'	• T4: 4"-3" Tapered Smooth • P4: 4" Straight Smooth

Part Number Selections

MODEL	HEIGHT	SHAFT [†]	ABOVE GRADE
• 28	• 00	• RT4: 4"-3" Tapered Smooth • P4: 4" Straight Smooth	• 08' AG • 10' AG • 12' AG • 14' AG • 16' AG



OPTIONS AVAILABLE

- SCO
- DCO
- GFI
- SCO/GFB
- FH
- DB Direct Burial
- SBA
- DBA
- SBAR
- DSPA
- DHPA
- HB Helix Burial
- PA478
- PCD
- SH
- SB
- WHK

POST CENTER CAP (If Required)

- BCC
- PCC
- RCC

FINISHES STANDARD

- BKT Black Textured
- BK Black
- VG Verde Green
- PGT Park Green Textured
- PG Park Green
- ABZT Architectural Medium Bronze Textured
- ABZ Architectural Medium Bronze
- SI Swedish Iron
- DBT Dark Bronze Textured
- DB Dark Bronze

• OWGT Old World Gray Textured

- OWG Old World Gray

FINISHES CUSTOM

- WHT White Textured
- WH White
- CV Copper Vein
- WBK Weathered Black
- WBR Weathered Brown
- CD Cedar
- RT Rust
- OI Old Iron
- TT Two Tone
- CM Custom Match

[†] See first page for height restriction.

OPTIONS AVAILABLE

See Accessories Section for more options and information

 SCO - Single Convenience Outlet mounts in the pole  DCO - Double Convenience Outlet mounts in the pole  GFI - Ground Fault Interrupter mounts in the pole  SCO / GFB - SCO Mounts on pole, with Ground Fault Breaker <i>inside</i> base  FH - Flag Pole Holder mounts on the pole	 SBA - Single Banner Arm mounts on the pole  DBA - Double Banner Arms mount on same side of the pole  SBAR - Single Banner Arm and Ring  DSPA - Double Stepped Planter Arms mount on either side  DHPA - Double Hooked Planter Arms mount on either side  PA478 - Decorative Planter Arms with planter rings	 PCD - Photo Control mounts on door on pole  SH - Speaker Hub for mounting speaker, floodlight or signal  SB - Sign Bracket mounts on pole to hold signs  WHK - Wreath Hook mounts on pole to hold decorations
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POST CENTER CAPS (If Required)

 **PCC** - Plate Center Cap

 **RCC** - Round Center Cap (For Smooth Straight Shafts Only)

 **BCC** - Ball Center Cap

DESCRIPTION

The IMPACT Elite Trapezoid cutoff wall luminaire makes an ideal complement to site design. Rugged construction and full cutoff classified optics provide facade and security lighting for light restricted zones surrounding schools, office complexes, apartments, and recreational facilities. U.L. and cUL Listed for wet locations in down mount applications and damp locations in up mounted applications.

Catalog #		Type	
Project		Date	
Comments			
Prepared by			

SPECIFICATION FEATURES

Construction

Two-piece die-cast aluminum housing and removable hinged door frame nests securely for precise tolerance control and repeatability. Hinged door frame inset for clean mating with housing surface and secured via two [2] captive stainless steel fasteners. Optional tamper resistant torx-head fasteners [TR] offer vandal resistant access to the electrical compartment. 1/8" clear, heat and impact resistant tempered flat glass lens combine with molded silicone gasket to seal the integrated optical assembly, while ensuring peak optical performance.

Electrical

Integral hard mount electrical components are secured and grounded within the die-cast aluminum housing for optimal heat sinking and extended component life. Minimum starting temperatures are -40°C (-40°F) for HPS and -30°C (-22°F) for MP. Compact fluorescent luminaires

feature electronic universal 120-277V high efficiency 50/60Hz ballast with -18°C (-0°F) minimum starting temperature. Available in 50-175 HID or 26-84 CF. Emergency power pack available for 26-64 CF.

Optical

Premium anodized 95% reflective aluminum optical assemblies provide high efficiency Type II distribution. Optional silk screened house side flat glass shield provides decreased wall brightness. All Impact Elite Wall Series luminaires classify as IESNA full cutoff in downlight applications. Available with 10% or 50% uplight options for architectural highlighting of building details.

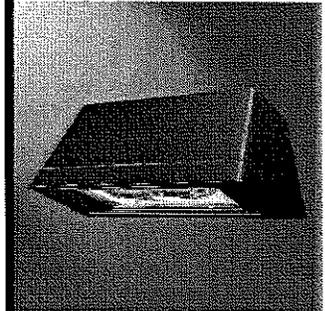
Mounting

Gasketed and zinc plated rigid steel mounting attachment fits directly to 4" j-box or wall with the Impact Elite "Hook-N-Lock" system for fast installation and mounting in both

traditional downlighting [wet location] or inverted uplighting [damp location] mounting positions. Secured via two [2] captive corrosion resistant allen head set screws concealed from view, but accessible from bottom of fixture.

Finish

Housing and door are protected with 5-stage premium TGIC polyester powder coat paint. Premium TGIC powder coat finishes withstand extreme climate changes while providing optimal color and gloss retention over the fixture's installed life. Standard colors include black, bronze, grey, white, dark platinum and graphite metallic. RAL and custom color matches available. Consult McGraw-Edison Architectural Colors Brochure for complete selection.



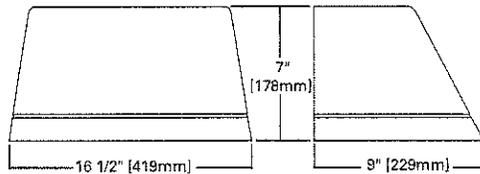
**IST
IMPACT ELITE
TRAPEZOID**

- 50 - 175W
Pulse Start Metal Halide
- Metal Halide
- High Pressure Sodium
- 26 - 84W
Compact Fluorescent

**FULL CUTOFF
WALL MOUNT LUMINAIRE**

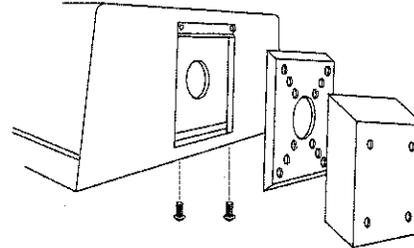


STANDARD DIMENSIONS

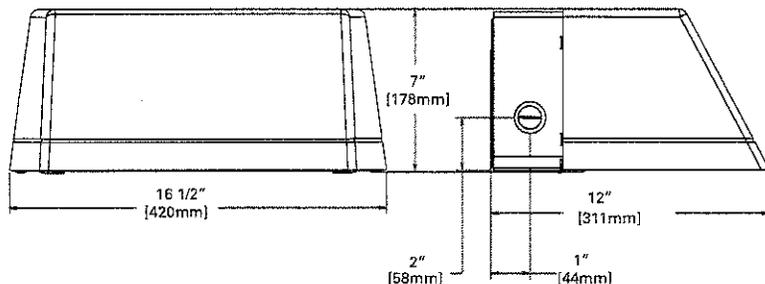


HOOK-N-LOCK MOUNTING

(Mounting attachment included. J-Box not included.)



DIMENSIONS WITH BACK BOX



NOTE: In downlight applications only.

TECHNICAL DATA

UL1598 Listed, CUL Listed
25°C Maximum Ambient Temperature
External Supply Wiring 90°C Minimum
Down Mounted—Wet Location
Up Mounted—Damp Location

ENERGY DATA

High Reactance Ballast Input Watts

- 50W HPS HPF (66 Watts)
- 50W MP HPF (72 Watts)
- 70W HPS HPF (91 Watts)
- 70W MP HPF (90 Watts)
- 100W HPS HPF (130 Watts)
- 100W MP HPF (129 Watts)
- 150W HPS HPF (190 Watts)
- 150W MP HPF (185 Watts)

Electronic Ballast Input Watts

- 26W CF HPF (29 Watts)
- 32W CF HPF (36 Watts)
- 42W CF HPF (48 Watts)
- 52W CF HPF (55 Watts)

SHIPPING DATA

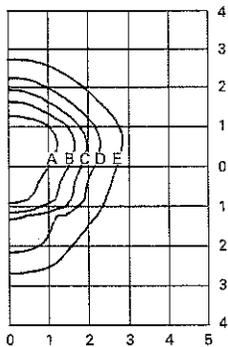
Approximate Net Weight:
18 lbs. (8 kgs.)



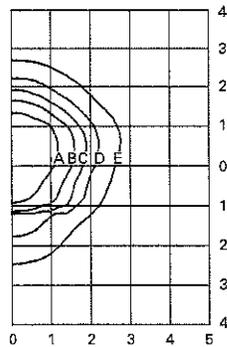
Exhibit D

IST IMPACT ELITE TRAPEZOID

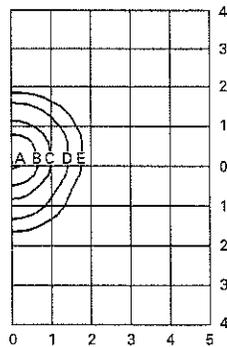
PHOTOMETRICS (Complete IES files available at www.cooperlighting.com)



IST-150-MP-XX-2S
150—Watt MP
14,000—Lumen Clear Lamp



IST-150-HPS-XX-2S
150—Watt HP
16,000—Lumen Clear Lamp



IST-42-CF-XX-2S
42—Watt CF
3,200—Lumen Lamp

Footcandle Table

Select mounting height and read across for footcandle values of each isofootcandle line. Distance in units of mounting height.

Mounting Height	Footcandle Values for Isofootcandle Lines				
	A	B	C	D	E
150-MP / 150-HPS					
10'	7.20	2.88	1.44	0.72	0.29
12'	5.00	2.00	1.00	0.50	0.20
14'	3.65	1.46	0.73	0.37	0.07
42-CF					
16'	2.46	1.23	0.62	0.25	0.12
20'	2.00	1.00	0.50	0.20	0.10
25'	1.28	0.64	0.32	0.13	0.06

ORDERING INFORMATION

Sample Number: IST-100-MP-120-2S-GM

Product Family IST= Impact Elite Small Trapezoid	Lamp Wattage ¹ MP 50=50W ² 70=70W ² 100=100W 150=150W HPS 50=50W ² 70=70W ² 100=100W 150=150W MH 175=175W ¹ CF 26=(1)26W 32=(1)32W 42=(1)42W 52=(2)26W 64=(2)32W 84=(2)42W	Lamp Type MP=Pulse Start Metal Halide HPS=High Pressure Sodium MH=Metal Halide ¹ CF=Compact Fluorescent	Distribution 2S=Type II Segmented	Options F=Single Fuse, Specify Voltage (120, 277, or 347V) ⁶ FF=Double Fuse, Specify Voltage (208, 240 or 480V) ⁶ P=Button Photocontrol (120, 208, 240 or 277V) ⁶ L=Lamp Included TR=Tamper Resistant Fasteners UPL10=10% Uplight HS=House Side Shield Glass ⁵ PL=Polycarbonate Lens ^{5,7} Q=Quartz Restrike (1) T4 Lamp ⁸ EM=Emergency Quartz Restrike (1) T4 Lamp with Time Delay Relay ⁹ EM/SC=Emergency Separate Circuit (1) T4 Lamp ^{8,9} QMR=Quartz Restrike (1) MR16 Lamp ^{10,11} 2QMR=Quartz Restrike (2) MR16 Lamps ^{10,11} 2QMR/SC=Quartz Restrike (1) MR16 Lamp and (1) Emergency Separate Circuit MR16 Lamp ^{8,10,11} EMMR=Emergency Quartz Restrike (1) MR16 Lamp with Time Delay Relay ^{10,11} 2EMMR=Emergency Quartz Restrike (2) MR16 Lamps with Time Delay Relay ^{10,11} EM/SC/MR=Emergency Separate Circuit (1) MR16 Lamp ^{8,11,12} 2EM/SC/MR=Emergency Separate Circuit (2) MR16 Lamps ^{8,11,12} 2EMMR/SC=Emergency Quartz Restrike with Time Delay Relay (1) MR16 and (1) MR16 Emergency Separate Circuit Lamp ^{8,10,11} EM/SC/12V=Emergency Separate Circuit 12V Low Voltage (1) MR16 Lamp ^{8,13} 2EM/SC/12V=Emergency Separate Circuit 12V Low Voltage (2) MR16 Lamps ^{8,13} EMI40-XXX=Emergency Cold Temperature (UL924 Listed) Power Pack -18°C/0°F, (1) CF Lamp ¹⁴ CFEM-XXX=Emergency CF Power Pack (UL924 Listed) (1) CF Lamp, 0°C/32°F ¹⁵ 2EM140-XXX=Emergency Cold Temperature power pack (UL924 listed), -18°C/0°F, (2) CF Lamps, with Back Box matching housing finish ^{14,16} 2CFEM-XXX=Emergency CF power pack (UL924 listed) 0°C/32°F, (2) CF Lamps, with Back Box matching housing finish ^{15,17}	Colors [add as suffix] AP=Grey BZ=Bronze BK=Black DP=Dark Platinum GM=Graphite Metallic WH=White	Accessories ¹⁸ MA1254-XX=Thruway back box - Impact Elite Trapezoid
Voltage ³ 120=120V 208=208V 240=240V 277=277V 347=347V 480=480V	DT=Dual-Tap ⁴ MT=Multi-Tap ⁴ TT=Triple-Tap ⁴ E1=Electronic (120-277V) ⁵					

Notes:

- HID lamps are medium base. 175W MH is available for non-U.S. markets only.
- Not available with 480V.
- Products also available in non-US voltages and 50Hz for international markets. Consult your Cooper Representative for availability and ordering information.
- Dual-tap ballast is 120/277V wired 277V. Multi-tap is 120/208/240/277V wired 277V. Triple-tap ballast is 120/277/347V wired 347V.
- Available with CF Option only. In cold temperatures, compact fluorescent lamps produce lower illumination levels.
- Must specify voltage.
- Down lighting position only.
- (1) 120V Lamp, 100W maximum quartz lamp. Utility power may need to cycle to allow HID lamp to cool in warm climates. Not available with CF Option. Lamp supplied by others.
- Leads out of the back of the unit for auxiliary power.
- Not available with CF lamps.
- (1) (1) or (2) 120V Lamps. GU10 base, 50W maximum each. Lamps supplied by others.
- Not Available with 52, 64, 84 CF wattages.
- (1) or (2) 12V bi-pin lamp, socket GU5.3 base, 35W maximum. Power supplied by low voltage DC source (supplied by others). Lamps supplied by others.
- Specify 120 or 277V, (-18°C) minimum temperature. Not available with UPL10.
- Specify 120 or 277V, (0°C) minimum temperature. Not available with UPL10.
- Not available in 84CF configuration.
- Available in 52CF only.
- Order separately. Replace "XX" with color designation.

NOTE: Specifications and dimensions subject to change without notice.
Visit our web site at www.cooperlighting.com

Customer First Center 1121 Highway 74 South Peachtree City, GA 30269 770.486.4800 FAX 770.486.4801

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SPECIFICATIONS

HOUSING Die-formed rectilinear housing to have continuous corner welds creating a seamless one-piece enclosure. Housing material to be heavy gauge low copper aluminum alloy. Door assembly to recess completely within luminaire housing creating evenly spaced reveal and floating door appearance.

DOOR/LENS **FLAT LENS DESIGN:** Extruded aluminum doorframe for tempered flat glass lens design to have 45° miter cut corners with internal corner key brackets for rigid support. Finish to be anodized with natural aluminum color. Tool-free entry design provided by corrosion-resistant, spring-loaded die cast zinc thumb latches (one per corner). Extruded silicone gasket profile to positively seal tempered glass lens to doorframe and doorframe to luminaire housing ensuring a contaminant free environment. Complete removal of the door assembly is achievable without tools. **CONVEX LENS DESIGN:** Die formed aluminum doorframe with impact and thermal-shock resistant convex lens, vulcanized one-piece extruded silicone gasket, and tool-free entry with two Knurled head stainless steel screws. Two additional corrosion-resistant treated screws provide door hinging and two additional points of attachment for equal gasket compression. Matching TGIC thermoset polyester powder paint finish to match the luminaire housing color.

MOUNTING The luminaire housing shall attach to all mounting hardware via two 1/2" diameter bolts/rods. Mounting options to include rigid arm assemblies, knuckled arm assemblies for flat surfaces, knuckled arm assemblies for 2 3/8" OD tenon, wall bracket adapter, and round pole adapters ensuring maximum luminaire versatility. All mounting accessories should include gasket between the housing and accessory.

OPTICS The luminaire should be available in both vertical and horizontal lamp orientations. All optical assemblies are to be field rotatable in 90° increments. All flat glass configurations are to be IES – Full Cutoff classified. Internal house side shielding to be available with horizontal Type III distribution and field installable.

ELECTRICAL Available HID wattage range of 250 to 1000 watts from Metal Halide, Pulse Start Metal Halide, High Output Super Metal Halide, and High Pressure Sodium sources. Additional options include fusing, photocell cell control, and quartz restrike lamp.

FINISH TGIC thermoset polyester powder paint finish applied at nominal 2.5 mil thickness. Prior to painting all luminaires and mounting accessories should be thoroughly cleaned with acid and alkaline cleaners followed by the application of a chromate conversion coating.

LISTINGS/CERTIFICATION UL1598 approved and CSA certified for outdoor use in wet locations

MSV EPA VALUES

Mounting Logic for Pole	Configuration	Flat Lens w/ 4" Arm	Flat Lens w/ 10" Arm	Convex Lens w/ 4" Arm	Convex Lens w/ 10" Arm
A	SINGLE	2.8	3	2.5	2.7
B	TWIN AT 90°	5.2	5.3	4.6	4.7
C	TWIN AT 180°	5.6	6	5	5.4
D	TRIPLE AT 90°	8.4	8.6	7.3	7.5
E	TRIPLE AT 120°	8.2	8.4	7.1	7.3
F	QUAD AT 90°	8.6	8.8	7.5	7.7

ACCESSORIES

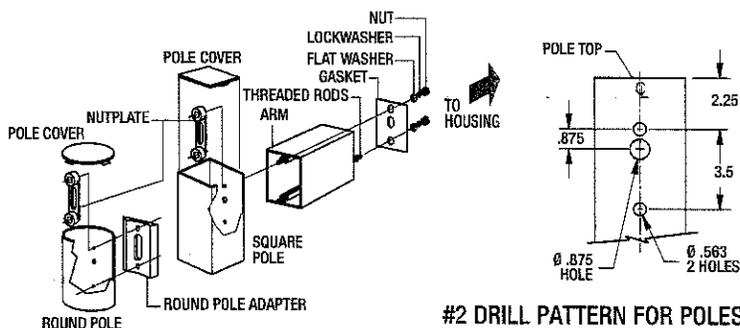
(Must be ordered separately. For field installation.)

Catalog #	Description
MSV-FGG5-2	Extreme Glare Shield for flat glass units only (mounts to housing); restricts lighting to any one side of fixture; black finish standard
MSV-GS	Glare Shield for sag glass units only; restricts light to any one side of fixture, black finish standard
MSV-PVG	Polycarbonate Vandal Guard
FDMLH	Flush Mount Kit - direct mount luminaire hardware kit
F-RPA2-XX^{1,2}	Round Pole Adapter (2 3/4" - 3 1/8")
F-RPA3-XX^{1,2}	Round Pole Adapter (3 1/4" - 3 3/4")
F-RPA4-XX^{1,2}	Round Pole Adapter (3 7/8" - 4 1/2")
F-RPA5-XX^{1,2}	Round Pole Adapter (5")
F-RPA6-XX^{1,2}	Round Pole Adapter (6")
WB-CR-XX¹	Wall Bracket
ARM-F-K-TA-XX¹	Tenon Arm (single) adjustable (2 3/8" O.D. tenon)
ARM-F-TK-TA-XX¹	Tenon Arm (double 180°) adjustable (2 3/8" O.D. tenon)
ARM-F-K-S-XX^{1,2}	Adjustable Arm
ARM-F-4-S-XX^{1,2}	4" Rigid Straight Arm
ARM-F-10-S-XX^{1,2}	10" Rigid Straight Arm
SSS-490-XX²	Square Pole Tenon Adapter (4 @ 90°) (2 3/8"-2 7/8" OD tenon)
RSS-490-XX²	Round Pole Tenon Adapter (4 @ 90°) (2 3/8"-2 7/8" OD tenon) (requires 4" round pole adapter)
RSS-3120-XX²	Round Pole Tenon Adapter (3 @ 120°) (2 3/8"-2 7/8" OD tenon) (requires 4" round pole adapter)

1 Replace XX with color choice, eg.: DB for Dark Bronze.
2 When ordering poles, specify Pole Drill Pattern #2.

PHOTOCONTROL EQUIPMENT

CATALOG #	DESCRIPTION
PTL-1	Photocontrol - Twist-Lock Cell (120V)
PTL-8	Photocontrol - Twist-Lock Cell (120-277V)
PTL-5	Photocontrol - Twist-Lock Cell (480V)
PTL-6	Photocontrol - Twist-Lock Cell (347V)
PSC	Shorting Cap - Twist-Lock



#2 DRILL PATTERN FOR POLES

Due to our continued efforts to improve our products, product specifications are subject to change without notice.



Spaulding Lighting • 701 Millennium Boulevard • Greenville, SC 29607 • PHONE: 864-678-1000
For more information visit our web site: www.spauldinglighting.com

Cat. #		Approvals
Job	Type	

APPLICATIONS

- Malls, retail complexes, industrial sites or any large area lighting project where superior performance, design flexibility, and value are a must

SPECIFICATIONS

- Lightweight, rugged, one-piece formed and welded aluminum for smooth wall construction and weatherproofing. Pre-drilled for arm mounting. Decorative embossed band and reveal colors available
- Extruded aluminum door frame with rigid corner bracing and die cast zinc latches for tool-free entry (flat glass lens). Formed aluminum doorframe (convex lens) with stainless steel, Knurled head thumb screw design for tool-free entry. Quality high temperature rated extruded silicone gasket seals out insects, dirt and moisture. Tempered flat glass lens provides impact and thermal shock resistance and a sharp full cutoff classification. Impact and thermal shock resistant convex lens provides improved light level uniformity and broadened luminaire spacing

- Vertical and horizontal lamp orientations available: IES types I, II, III, IV, and V distributions. V1P, V3P, V5P and H5P reflectors are fully segmented. V4 and H4 reflectors are multi-piece design. H3 and H5 reflectors are hydroformed. All reflectors are rotatable
- Spider mount has four twin-tube arms attaching housing to pole top fitter. Yoke mount has two square arms securing housing to pole top fitter
- Extruded aluminum arms in 4" and 10" lengths along with multiple adapters provide mounting flexibility.
- Mogul porcelain socket, pulse rated, with spring-loaded, nickel-plated center contact and reinforced lamp grip screw shell
- CWA type, HPF ballast, starting rated at -20°F (-40°F for HPS)
- Durable Lektrocote® TGIC thermoset polyester powder coat paint finish assures long life and maintenance-free service

LISTINGS/CERTIFICATIONS

- Listed to UL1598 for use in wet locations
- IDA fixture seal of approval.

	FLAT GLASS		CONVEX GLASS			
	A	B	C	EPA	Weight	
FLAT	15"	21"	N/A	2.8 ft. ^{2*}	68 lbs	
	381 mm	533 mm		0.35m ²	30.6 kg	
CONVEX	14 1/2"	21" sq.	12"	2.4 ft. ²	63 lbs	
	368 mm	533 mm	374 mm	0.2m ²	28.6 kg	

NOTE: EPA and weight values do not include mounting arm

* With the 4" arm the EPA is 2.8ft.²

	SPIDER MOUNT		YOKE MOUNT			
	C	D	Flat	EPA	Weight	
SPIDER	33 11/16"	36 1/2"	0.5 ft. ²	9 lbs		
	856 mm	928 mm	0.15m ²	4.1 kg		
YOKE	35 3/16"	33 11/16"	1.6 ft. ²	11 lbs		
	894 mm	856 mm	0.49m ²	5.0kg		



ORDERING EXAMPLE: MSV-A4-P1K-V5P-F-5-DB-RPA4

ORDERING INFORMATION

MSV	-		-		-		-		-		-	
SERIES	MSV M-Pulsive	SOURCE/WATTAGE	LAMP ORIENT./DISTR.	LENS	COLOR	OPTIONS						
MOUNT	A4 Arm mount (includes 4" rigid arm) A10 ¹¹ Arm mount (includes 10" rigid arm) WB Wall bracket (arm not required or included) WBA4 Wall bracket with 4" rigid arm WBA10 Wall bracket with 10" rigid arm 0 No arm or wall bracket (only order without arm or wall bracket when they are ordered as an accessory) ST Spider mount (2 3/8" tenon) YT Yoke mount (2 3/8" tenon)	METAL HALIDE H1K 1000w (BT-37) SUPER METAL HALIDE MS1K 1000w (BT-37) PULSE START METAL HALIDE P17 175w (ED-28) P25 250w (ED28) P32 320w (ED28) P35 350w (ED28) P40 400w (ED-37) P45 450w (BT-37) P75 750w (BT-37) P1K 1000w (BT-37) HIGH PRESSURE SODIUM S25 250w (ED-18) S40 400w (ED-18) S60 ¹ 600w (T-14) S75 ¹ 750w (BT-37) S1K 1000w (ED-37)	V1P Vert. I - segmented V3P Vert. III - segmented V4 ⁶ Vert. IV - multi-piece V5P Vert. V (square) - segmented H3 ^{2,12} Horiz. III - hydroformed H4 ² Horiz. IV - multi-piece H5 ^{2,12} Horiz. V (square) - hydroformed H5P ² Horiz. V (square) - segmented	F Flat glass C ⁸ Convex glass	DB Dark Bronze (textured) BL Black (textured) WH White (textured) GR Gray (textured) PS Platinum Silver (smooth) RD Red (smooth) (premium color) FG Forest Green (textured, premium color) CC Custom Color (consult factory)	F(X) ⁶ Fusing (replace X with voltage: 1-120, 2-208, 3-240, 4-277, 5-480, 6-347) PR(X) ¹² Photo cell receptacle (replace X with voltage: 1-120, 2-208, 3-240, 4-277, 5-480, 6-347) P(X) ^{4,5} Photo button (replace X with voltage: 1-120, 2-208, 3-240, 4-277, 6-347) RPA2 Round pole adapter (2 3/4 - 3 1/8") RPA3 Round pole adapter (3 1/4 - 3 3/4") RPA4 Round pole adapter (3 7/8 - 4 1/2") RPA5 Round pole adapter (5") RPA6 Round pole adapter (6") Q2 ⁵ Quartz RS with lamp VG Polycarbonate vandal guard R(XX) ⁷ Reveal (EB option must be chosen also); Replace XX with color	VOLTAGE 1 ¹⁰ 120V Q ³ Quad-Tap® 120/208/240/277V 2 ¹⁰ 208V 5 480V 3 ¹⁰ 240V T ³ Tri-Tap® 120/277/347V 4 ¹⁰ 277V E 50Hz 220/240V F ^{9,9} 347V V ^{9,9} Five-Tap 120/208/240/277/480V 0 No Ballast					

1 Must specify Q, 5, or T voltage. Available voltage tap on ballast may vary from catalog; **Must specify wiring prep with options**
2 Flat lens configurations only for horizontal lamp orientation
3 Factory wired for highest voltage unless specified
4 400w maximum
5 Not available with 50 Hz ballast, 600w and 750w HPS, and convex lens with 1000w HPS

6 Not available with convex lens and 1000w HPS or 1000w with yoke or spider mount
7 Reveal selection requires EB - embossed band option
8 Vertical lamp only
9 Only available with 400w, 350w, 320w, and 250w
10 Only available with 1000w PSMH, 600w HPS, and 750w HPS
11 Required for 90° configurations
12 Not available with 1000w yoke or spider mount

NOTE: All poles to be drilled with #2 pattern

Exhibit D

SPECIFICATIONS

HOUSING Die-formed rectilinear housing to have continuous corner welds creating a seamless one-piece enclosure. Housing material to be heavy gauge low copper aluminum alloy. Door assembly to recess completely within luminaire housing creating evenly spaced reveal and floating door appearance.

DOOR/LENS FLAT LENS DESIGN: Extruded aluminum doorframe for tempered flat glass lens design to have 45° miter cut corners with internal corner key brackets for rigid support. Finish to be anodized with natural aluminum color. Tool-free entry design provided by corrosion-resistant, spring-loaded die cast zinc thumb latches (one per corner). Extruded silicone gasket profile to positively seal tempered glass lens to doorframe and doorframe to luminaire housing ensuring a contaminant free environment. Complete removal of the door assembly is achievable without tools. **CONVEX LENS DESIGN:** Die formed aluminum doorframe with impact and thermal-shock resistant convex lens, vulcanized one-piece extruded silicone gasket, and tool-free entry with two Knurled head stainless steel screws. Two additional corrosion-resistant treated screws provide door hinging and two additional points of attachment for equal gasket compression. Matching TGIC thermoset polyester powder paint finish to match the luminaire housing color.

MOUNTING The luminaire housing shall attach to all mounting hardware via two 1/2" diameter bolts/rods. Mounting options to include rigid arm assemblies, knuckled arm assemblies for flat surfaces, knuckled arm assemblies for 2 3/8" OD tenon, wall bracket adapter, and round pole adapters ensuring maximum luminaire versatility. All mounting accessories should include gasket between the housing and accessory.

OPTICS The luminaire should be available in both vertical and horizontal lamp orientations. All optical assemblies are to be field rotatable in 90° increments. All flat glass configurations are to be IES – Full Cutoff classified. Internal house side shielding to be available with horizontal Type III distribution and field installable.

ELECTRICAL Available HID wattage range of 250 to 1000 watts from Metal Halide, Pulse Start Metal Halide, High Output Super Metal Halide, and High Pressure Sodium sources. Additional options include fusing, photocell cell control, and quartz restrrike lamp.

FINISH TGIC thermoset polyester powder paint finish applied at nominal 2.5 mil thickness. Prior to painting all luminaires and mounting accessories should be thoroughly cleaned with acid and alkaline cleaners followed by the application of a chromate conversion coating.

LISTINGS/CERTIFICATION UL1598 approved and CSA certified for outdoor use in wet locations

MSV EPA VALUES

Mounting Logic for Pole	Configuration	Flat Lens w/ 4" Arm	Flat Lens w/ 10" Arm	Convex Lens w/ 4" Arm	Convex Lens w/ 10" Arm
A	SINGLE	2.8	3	2.5	2.7
B	TWIN AT 90°	5.2	5.3	4.6	4.7
C	TWIN AT 180°	5.6	6	5	5.4
D	TRIPLE AT 90°	8.4	8.6	7.3	7.5
E	TRIPLE AT 120°	8.2	8.4	7.1	7.3
F	QUAD AT 90°	8.6	8.8	7.5	7.7

ACCESSORIES

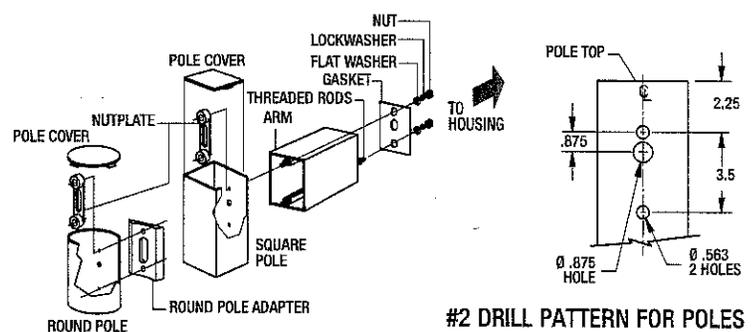
(Must be ordered separately. For field installation.)

Catalog #	Description
MSV-FGGS-2	Extreme Glare Shield for flat glass units only (mounts to housing); restricts lighting to any one side of fixture; black finish standard
MSV-GS	Glare Shield for sag glass units only; restricts light to any one side of fixture, black finish standard
MSV-PVG	Polycarbonate Vandal Guard
FDMLH	Flush Mount Kit - direct mount luminaire hardware kit
F-RPA2-XX^{1,2}	Round Pole Adapter (2 3/4" - 3 1/8")
F-RPA3-XX^{1,2}	Round Pole Adapter (3 1/4" - 3 3/4")
F-RPA4-XX^{1,2}	Round Pole Adapter (3 7/8" - 4 1/2")
F-RPA5-XX^{1,2}	Round Pole Adapter (5")
F-RPA6-XX^{1,2}	Round Pole Adapter (6")
WB-CR-XX¹	Wall Bracket
ARM-F-K-TA-XX¹	Tenon Arm (single) adjustable (2 3/8" O.D. tenon)
ARM-F-TK-TA-XX¹	Tenon Arm (double 180°) adjustable (2 3/8" O.D. tenon)
ARM-F-K-S-XX^{1,2}	Adjustable Arm
ARM-F-4-S-XX^{1,2}	4" Rigid Straight Arm
ARM-F-10-S-XX^{1,2}	10" Rigid Straight Arm
SSS-490-XX²	Square Pole Tenon Adapter (4 @ 90°) (2 3/8"-2 7/8" OD tenon)
RSS-490-XX²	Round Pole Tenon Adapter (4 @ 90°) (2 3/8"-2 7/8" OD tenon) (requires 4" round pole adapter)
RSS-3120-XX²	Round Pole Tenon Adapter (3 @ 120°) (2 3/8"-2 7/8" OD tenon) (requires 4" round pole adapter)

1 Replace **XX** with color choice, eg.: **DB** for Dark Bronze.
2 When ordering poles, specify Pole Drill Pattern #2.

PHOTOCONTROL EQUIPMENT

CATALOG #	DESCRIPTION
PTL-1	Photocontrol - Twist-Lock Cell (120V)
PTL-8	Photocontrol - Twist-Lock Cell (120-277V)
PTL-5	Photocontrol - Twist-Lock Cell (480V)
PTL-6	Photocontrol - Twist-Lock Cell (347V)
PSC	Shorting Cap - Twist-Lock



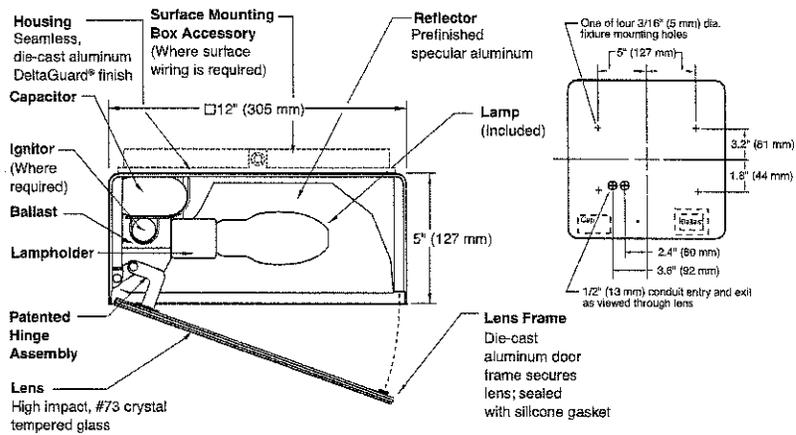
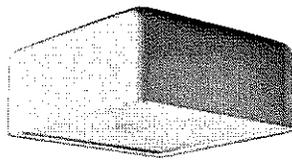
Due to our continued efforts to improve our products, product specifications are subject to change without notice.

**SPAULDING
LIGHTING**

Spaulding Lighting • 701 Millennium Boulevard • Greenville, SC 29607 • PHONE: 864-678-1000
For more information visit our web site: www.spauldinglighting.com

BCP-S12-H-C7-DM 12" Square Canopy w/ Direct Mount

Beta Catalog Number: BCP-S12-H-C7-DM - - -



Notes:

Product Family	Housing Indicator	Lamp Position	Optical Distribution	Mounting Options	Lamp Selection*	Ballast Voltage	Color Options	Factory-Installed Options
BCP	S12	H	C7 ¹	DM ²	<input type="checkbox"/> 026 CFL <input type="checkbox"/> 050 PMH <input type="checkbox"/> 070 PMH <input type="checkbox"/> 100 PMH <input type="checkbox"/> 125 PMH <input type="checkbox"/> 150 PMH <input type="checkbox"/> 175 MHX	<input type="checkbox"/> 035 HPS <input type="checkbox"/> 050 HPS <input type="checkbox"/> 070 HPS <input type="checkbox"/> 100 HPS <input type="checkbox"/> 150 HPS <input type="checkbox"/> 12-120V ^{5,6} <input type="checkbox"/> 20-208V <input type="checkbox"/> 24-240V <input type="checkbox"/> 27-277V <input type="checkbox"/> 34-347V <input type="checkbox"/> 48-480V ⁷ <input type="checkbox"/> 5_-50Hz ⁸	<input type="checkbox"/> WH <input type="checkbox"/> BZ <input type="checkbox"/> BK <input type="checkbox"/> PB <input type="checkbox"/> SV	If choosing more than one option, please type in manually on the lines provided above. <input type="checkbox"/> BN-Ballast Noise Suppressor ⁹ <input type="checkbox"/> F-Fuse ¹⁰ <input type="checkbox"/> Q-Quartz Standby ¹¹ <input type="checkbox"/> TS-Tamperproof Screws ¹²

*Lamp Abbreviation Key:
 CFL = Compact Fluorescent
 PMH = Pulse Start Metal Halide
 MHX = Metal Halide
 HPS = High Pressure Sodium

Field-Installed Accessories

- 

Wire Guard
 FWG-12
- 

Surface Box
 SB-16
- 

Tamperproof Screwdriver
 TPS-1

- 1-C7 (Flat crystal #73 tempered glass lens)--for maximum impact resistance
- 2-DM (Direct mount)
- 3-70W, 100W & 150W HPS, 150W PMH and 175W MHX are standard with multi-tap (MT) ballast 4-50W, 70W, 100W & 125W PMH and 50W HPS are standard with dual-tap (DT) ballast
- 4-35W HPS are standard with 120V ballast
- 5-26W CFL are standard with 120V magnetic ballast (277V also available)
- 6-480V ballast available for 70W, 100W & 150W HPS and 175W MHX
- 7-480V ballast available for 70W, 100W & 150W HPS and 175W MHX
- 8-International 50 Hertz ballasts available, consult factory
- 9-Reduces the noise emitted by the ballast
- 10-Must specify voltage other than MT or DT
- 11-Delay-relay type and includes 100W T4 dual-contact quartz lamp
- 12-Available for accessible fixture locations

General Description

Canopy luminaire for CFL and HID lamps, totally enclosed. Reflector is specular aluminum. Housing is seamless, die cast aluminum. Fixture is designed for direct mount over a recessed junction box. Provided with four 0.188" (5 mm) clearance holes and stainless steel mounting screws with sealing washers. Two 1/2" conduit openings provided for wire supply. SB-16 Surface Box is required with 175W MH and 150W HPS units, unless mounting is to brick, concrete or metal surface. Lens assembly consists of rigid aluminum frame and high impact, #73 crystal tempered glass.

Electrical

Fluorescent fixture supplied with a 26W quad compact fluorescent lamp. HID fixture includes clear, medium base lamp. Pulse-rated porcelain enclosed, 4kv rated screw shell type lampholder with spring loaded center contact. Fixtures installed in U.S. require a minimum 90°C temperature feed wire. Fixtures installed in Canada require a minimum 150°C temperature feed wire. Lamp ignitor included where required. Ballast assemblies are high power factor and use the following circuit types: Magnetic: 26W CFL; Reactor 120V: 35W - 150W HPS; HX - High Reactance: 50W - 100W PSMH and 50W - 150W HPS; CWA - Constant Wattage Autotransformer: 125W & 150W PSMH and 175W MH.

Finish

Exclusive Colorfast DeltaGuard™ finish features an E-Coat epoxy primer with an ultra-durable powder topcoat, providing excellent resistance to corrosion, ultraviolet degradation and abrasion. The finish is covered by our 7 year limited warranty.

Labels

ANSI lamp wattage label supplied, visible during relamping. UL Listed in the U.S. and Canada for wet locations. Enclosure classified IP65 per IEC 529 and IEC 598. Not UL Listed for feed-thru wiring unless SB-16 Surface Box accessory is used.

Patents

U.S. 4,689,729



BCP-S12-H-C7-DM 12" Square Canopy w/ Direct Mount

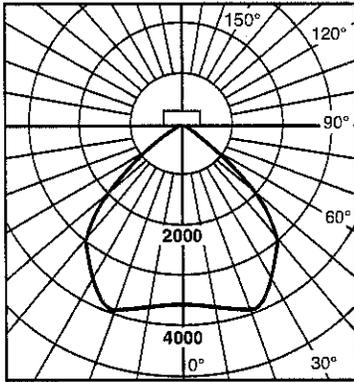
Metal Halide

Lamp: 175 Watt (Clear) – 14,000 lumens

Lens: #73 Crystal Tempered Glass

Test Distance: 26' (8 m)

Certified Test Report: Lighting Sciences Inc. No. LSI 9562



Candlepower Summary

Angle	Along	45	Across
0	3580	3580	3580
5	3515	3520	3618
10	3672	3677	3736
15	3868	3867	3863
20	3802	3987	3950
25	3510	3992	3833
30	3075	3817	3556
35	2602	3378	3270
40	2058	2720	2911
45	1480	2055	2334
50	1031	1415	1667
55	704	1024	1193
60	515	698	779
65	384	463	496
70	259	324	347
75	209	233	280
80	152	163	196
85	68	71	98
90	0	4	4

Efficiency = 63.2%; SC = 1.2; S/MH = 1.2

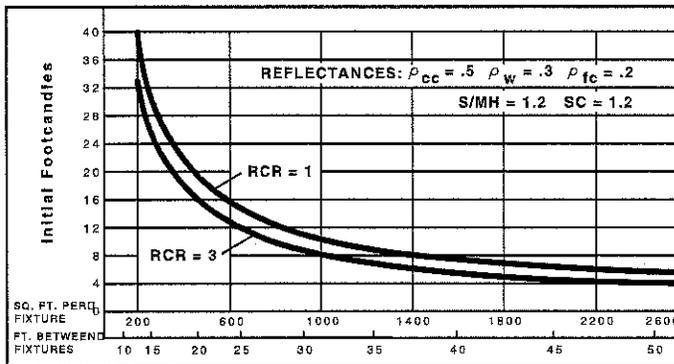
Zonal Lumens and Percentages

Zone	Lumens	% Lamp	% Fixture
0-30	3292	23.5	37.2
0-40	5316	38.0	60.1
0-60	7925	56.6	89.6
0-90	8840	63.1	100.00
90-120	0.0	0.0	0.0
90-130	0.0	0.0	0.0
90-150	0.0	0.0	0.0
90-180	0.0	0.0	0.0
0-180	8841	63.2	100.00

Coefficients of Utilization

Effective Floor Cavity Reflectance = 0.20

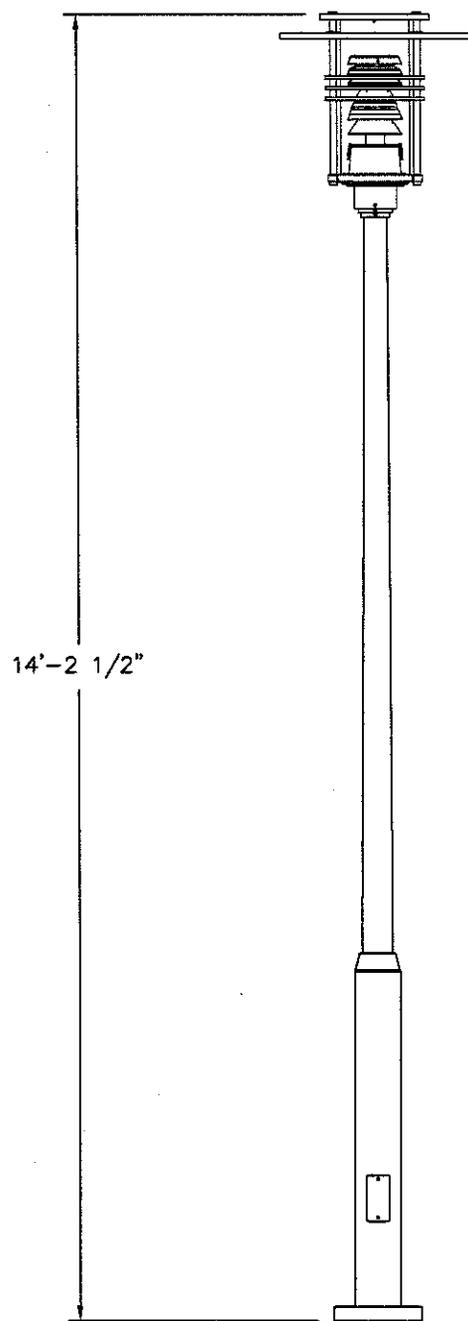
CC	80				70				50				30				10			
WALL	70	50	30	10	70	50	30	10	50	30	10	50	30	10	50	30	10	50	30	10
RCR																				
1	0.70	0.67	0.65	0.63	0.68	0.66	0.64	0.62	0.63	0.61	0.60	0.61	0.59	0.58	0.58	0.57	0.56	0.53	0.51	0.49
2	0.64	0.60	0.56	0.53	0.63	0.59	0.55	0.53	0.57	0.54	0.51	0.55	0.52	0.50	0.53	0.51	0.49	0.46	0.44	0.43
3	0.59	0.54	0.49	0.46	0.58	0.53	0.49	0.45	0.51	0.47	0.44	0.49	0.46	0.44	0.48	0.45	0.43	0.41	0.39	0.38
4	0.55	0.48	0.43	0.40	0.54	0.48	0.43	0.39	0.46	0.42	0.39	0.45	0.41	0.38	0.43	0.40	0.38	0.36	0.34	0.33
5	0.51	0.44	0.39	0.35	0.50	0.43	0.38	0.35	0.42	0.38	0.34	0.41	0.37	0.34	0.39	0.36	0.34	0.32	0.30	0.29
6	0.47	0.40	0.35	0.31	0.46	0.39	0.34	0.31	0.38	0.34	0.31	0.37	0.33	0.30	0.36	0.33	0.30	0.28	0.26	0.25
7	0.44	0.36	0.31	0.28	0.43	0.36	0.31	0.28	0.35	0.31	0.27	0.34	0.30	0.27	0.33	0.30	0.27	0.25	0.23	0.22
8	0.41	0.33	0.28	0.25	0.40	0.33	0.28	0.25	0.32	0.28	0.25	0.31	0.27	0.25	0.31	0.27	0.25	0.23	0.21	0.20
9	0.39	0.31	0.26	0.23	0.38	0.30	0.26	0.23	0.30	0.25	0.22	0.29	0.25	0.22	0.28	0.25	0.22	0.20	0.18	0.17
10	0.36	0.28	0.24	0.21	0.35	0.28	0.24	0.21	0.27	0.23	0.20	0.27	0.23	0.20	0.26	0.23	0.20	0.18	0.16	0.15



QUICK CALCULATOR: Use this chart to determine the number and spacing of Beta 12" (305 mm) Canopy Lights with 175W MH lamp. Numbers and spacing for other wattages may be determined as follows: 50W multiply by 0.24; 70W multiply by 0.39; 100W multiply by 0.64.



Exhibit D



1750 CHATEAU SERIES

SPECIFICATIONS

GENERAL

The 1750 Chateau fixture is a medium scale, dramatic design. It features a tall, cylindrical architectural body consisting of a decorative cast cage, round lens and round flat roof shade. It shall provide tool-less access for ease of maintenance.

POST FITTER

The fitter shall be heavy wall cast aluminum, 356 alloy for high tensile strength. It shall have an inside diameter opening to accept a 3", 4" or 5" round pole or tenon. When ordered with a Sternberg aluminum pole, the fitter shall be set screwed to the pole top or tenon.

BALLAST HOUSING

The ballast housing shall be heavy wall cast aluminum, 356 alloy for high tensile strength. The housing shall be cast as an integral part of the fitter to prevent water entry into the ballast compartment and to ensure high capacity heat sinking of ballast temperatures, keeping the ballast cooler and ensuring long life. The ballast mounting plate shall be cast aluminum and provide tool-less removal from the housing using 2 ea finger latches.

ELECTRICAL

Fixture shall be U.L. or E.T.L. listed in U.S. and Canada. H.I.D. ballasts shall be high power factor with lamp starting down to -30 degrees C. Medium base and mogul base porcelain sockets are 4KV rated. The ballast/socket assembly shall be pre-wired when ballast is located in the fixture. All compact fluorescent (PL) ballasts shall be instant start electronic with a starting temperature of down to 0 degrees F. They shall have a 4-pin socket to accept quad or triple tube lamps. Ballasts shall be DOE EISA compliant.

FIXTURE HOUSING

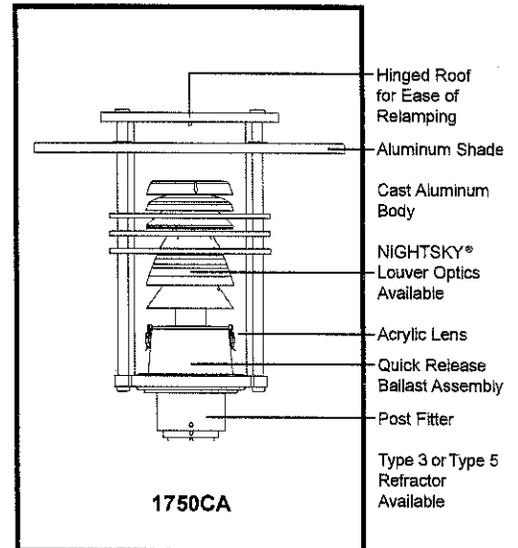
The 1750 fixture shall be 25" wide and the overall height shall be 26 3/4". It shall be made of heavy wall cast aluminum, 356 alloy, aluminum shade and lens will be made of vandal resistant clear or frosted acrylic. It shall have 3 decorative, cast aluminum anti-glare rings at midpoint of its housing.

OPTICAL OPTIONS

Refractors shall be 6" diameter borosilicate glass with an I.E.S. Type 3 (RE3G) or Type 5 (RE5G) distribution. It shall be secured to the socket stem with 3/8" plated steel threaded pipe nipple and rest on a cast aluminum holder with anti-shock gasket. The refractor will be secured to cast holder with a quarter-turn internal aluminum twist ring for ease of maintenance.

The NIGHTSKY® OPTI-SHIELD® Louver Optic System (LO-S) shall be a multi-tier reflector with 7" diameter rings to produce an I.E.S. Cut-off Type 3 or 5 distribution. The Louver Optic System shall be made of highly specular anodized aluminum and shall come standard with medium base socket.

Frosted Glass Mission Chimney (FMC) is an optic option which adds an authentic touch.

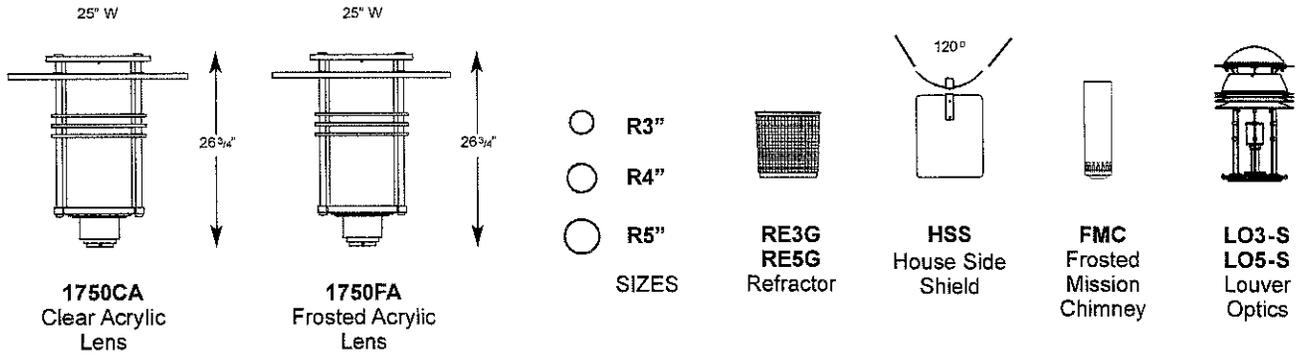


EPA = 0.00 (ft²)
WEIGHT = 20 LBS

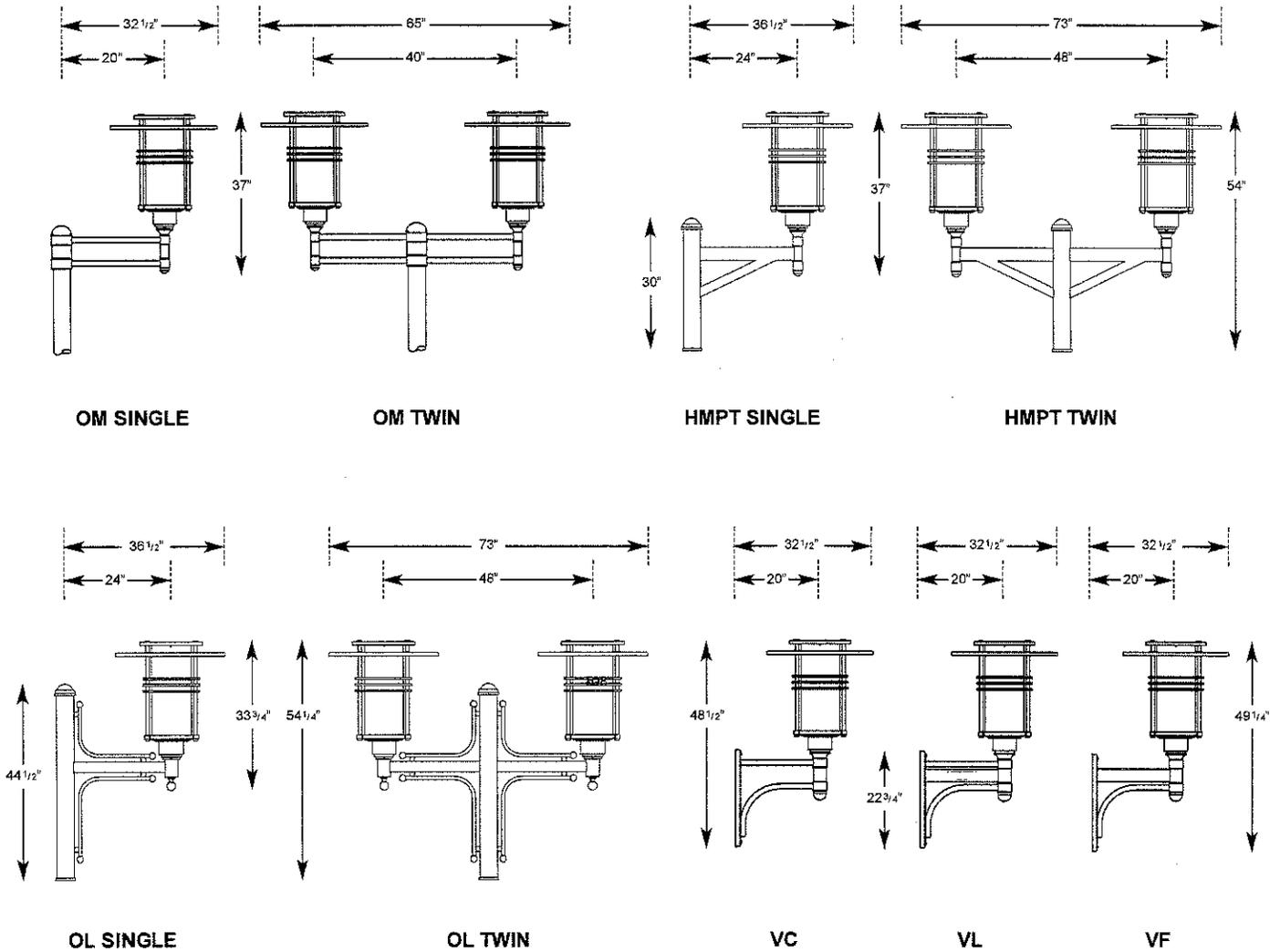
1750 CHATEAU

FIXTURES/FITTERS/ARMS PM-WB

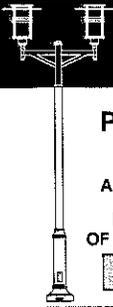
FIXTURES POST FITTERS OPTICAL SYSTEMS



ARMS - POST MOUNT or WALL BRACKETS (WB) See Arms Section for more information

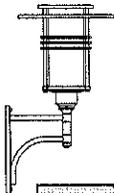


BUILDING A PART NUMBER



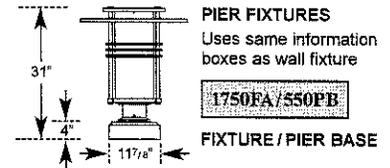
POST & ARM FIXTURES

ARM MOUNTED FIXTURE	CENTER POST TOP FIXTURE (PT)	POST	POST CAP	LIGHT SOURCE BALLAST	OPTICS	OPTIONS	FINISH
NO. OF ARMS 2	FIXTURE/FITTER 1750CA/HMPT	(See Post Section) 3316PS	BC	WATTS / TYPE / VOLTS 100MHP120	LO3-S	PEC	BK



WALL FIXTURES

FIXTURE / WALL BRACKET	LIGHT SOURCE BALLAST	OPTICS	OPTIONS	FINISH
1750CA/VCSWB	WATTS / TYPE / VOLTS 100MHP120	LO3-S	MHP100/MED	BK



PART NUMBER SELECTIONS

FIXTURE

- 1750CA
- 1750FA

FITTERS

- R3
- R4
- R5

OPTICS

- RE3G
- RE5G
- HSS
- FMC²
- LO3-S
- LO5-S

POST ARMS

- OMPT
- HMPT
- OLPT
- VCPM
- VLPM
- VFPM

VOLTAGES

- 120
- 208
- 240
- 277
- 480
- MULTI (120-277)

WALL BRACKET ARMS

- OMWB
- HMWB
- OLWB
- VCWB
- VLWB
- VFWB

PIER BASE

- 550PB

BALLASTS^{3,4}

- 35HPS¹
- 50HPS
- 70HPS
- 100HPS
- 150HPS
- 50MHP
- 70MHP
- 100MHP
- 150MHP
- 26PLT
- 32PLT
- 42PLT
- 57PLT
- 70PLT
- INCAND
- QL55*
- QL85*

LAMPS⁴

- HPS35/MED
- HPS50/MED
- HPS70/MED
- HPS100/MED
- HPS150/MED
- MHP50/MED
- MHP70/MED
- MHP100/MED
- MHP150/MED
- PLT26
- PLT32
- PLT42
- PLT57
- PLT70

FINISHES STANDARD

- BKT Black Textured
- BK Black
- VG Verde Green
- PGT Park Green Textured
- PG Park Green
- ABZT Architectural Medium Bronze Textured
- ABZ Architectural Medium Bronze
- SI Swedish Iron
- DBT Dark Bronze Textured
- DB Dark Bronze
- OWGT Old World Gray Textured
- OWG Old World Gray

FINISHES CUSTOM

- WHT White Textured
- WH White
- CV Copper Vein
- WBK Weathered Black
- WBR Weathered Brown
- CD Cedar
- RT Rust
- OI Old Iron
- TT Two Tone
- CM Custom Match

OPTIONS

- PEC1 Photocell-Bimetal 120 Volt
- PEC2 Photocell-Bimetal 208-277 Volt
- PEC1-E Photocell-Electronic 120 Volt
- PEC2-E Photocell-Electronic 208-277 Volt
- FHS Single Fuse and Holder-120,277 Volt
- FHD Dual Fuse and Holder-208,240,480 Volt
- QR Quartz Re-Strike
- LAMPS Select from List

*Consult factory for specification details

NOTES:

- ¹ 35HPS is 120 volt only.
- ² MED base only when used to house lamp.
- ³ Medium base sockets standard
- with ballasts up to 150 watts HID. 4-pin for PL.
- ⁴ Metal halide systems are pulse start.

1750 CHATEAU SERIES

SPECIFICATIONS

**LIST NO. 1750
CHATEAU
SERIES**

House Side Shield (HSS) is an option which will block up to 120° of light in any one direction.

QUARTZ RE-STRIKE

The 1750 fixture can be supplied with an optional quartz re-strike system to retain constant fixture light if the H.I.D. lamp fails. The fixture will be equipped with a 100 watt quartz lamp and a controller to run on a 120 volt circuit and must be used in conjunction with a 120 volt or multi-tap ballast.

PHOTOCELLS

Photocells shall be either the thermo bi-metal button type or the electronic button type. On single post top fixtures the photocell shall be mounted in the fitter and pre-wired to ballast. On multiple head fixture assemblies photocells shall be mounted in the pole shaft on an access plate and are not pre-wired as ballast housing assemblies and fitters are packaged separately for ease of wiring to source. The thermo bi-metal photocell shall be designed to turn on at 1.0 footcandle and turn off at not more than 5 footcandles. The electronic button type photocell is instant on and a 5-10 second turn off and shall turn on at 1.5 footcandles with a turn-off at 2-3 footcandles. Photocells are either 120 volt or 208 thru 277 volt.

ARMS

All arms are made of cast aluminum and/or extruded aluminum. Arms with decorative filigree have meticulously detailed scroll work and gracefully curved brackets. All 1750 fixtures shall be bolted to the arm to ensure arms will be plumb, secure and level over the life of the installation.

FINISH

Prior to coating, each assembly shall be chemically cleaned and etched in a 5-stage washing system which includes alkaline cleaning, rinsing, phosphoric etching, reverse osmosis water rinsing and non-chrome sealing to ensure corrosion resistance and excellent adhesion for the finish coating. The finish coating shall be electrostatically applied semi-gloss, super durable polyester powder baked at 400 degrees for a durable and superior, color retentive finish. Our optional antique Verde Green finish and Swedish Iron finish are hand brushed using a 3-step process. The total assembly shall be wrapped in shockproof wrapping or fully enclosed in corrugated cartons.

WARRANTY

Five-year limited warranty. See product and finish warranty guide for details.

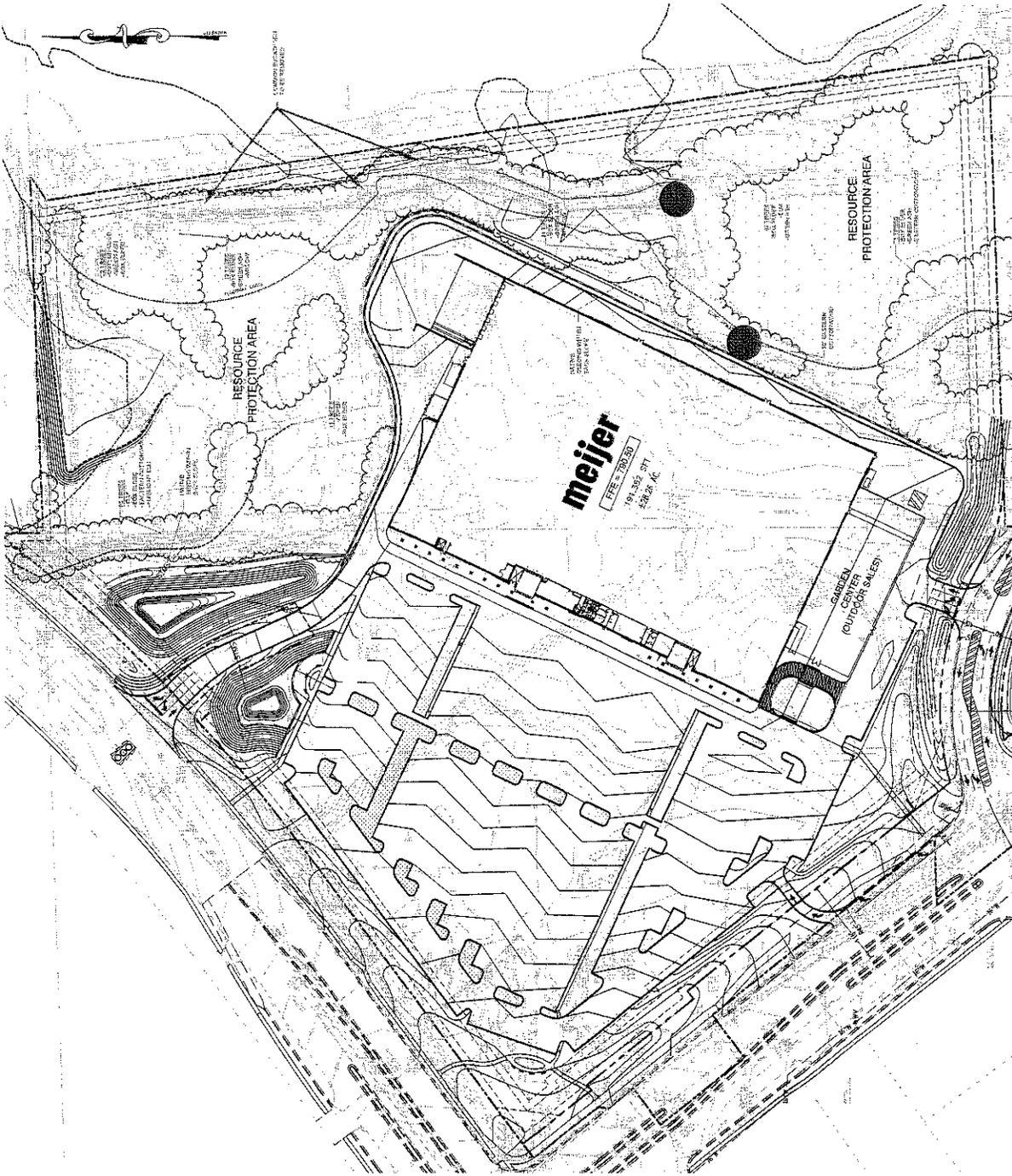


Exhibit H

MITIGATION NOTES

Meijer is offering the below activities to mitigate for impacts to the on-site wetlands, wetland buffers and floodplain areas.

- All impacts to on-site wetlands would be mitigated at a ratio of 1.5:1 per City, USACE and WDNR Requirements. This mitigation would occur at a USACE/WDNR approved wetland mitigation bank.
- On-site wetland buffer mitigation activities include:
 - 1) Removal of common buckthorn (*Rhamnus cathartica*) along the banks of Legend Creek. There is an approximately 0.45-acre swath of dense shrubs along the east and west sides of Legend Creek. Removal would occur during the winter months when the buckthorn is dormant and the ground is frozen. Each stump would be cut at the base and treated with a Glyphosate (i.e., Roundup) herbicide approved for woody shrubs. The cut shrubs would be burned or removed off-site to a landfill. Two years of follow-up visits would occur to check for re-sprouts and treat as needed. (0.45 acres of wetland buffer credit)
 - 2) Native seeding within the 19,059 sq ft (0.44 ac) floodplain compensatory storage area east of the building with a native seed mix designed to not interfere with floodplain storage function. (0.44 acres of wetland buffer credit)
 - 3) Native seeding within the 934 sq ft (0.02 ac) back-slope of the wet detention pond using a native seed mix (0.02 acres of wetland buffer credit)
 - 4) Preservation of approximately 320 trees including nearly a dozen larger specimen type trees. Of the 320+ existing to remain the majority for exceed the size requirement as set forth in Section 15-5.0302-D of the UDO. Included in the trees to be preserved are eight (8) specimen trees. Six (6) White and Bur Oak in the Northwest corner of the site with trunk diameters that range from 13"-18" in size. There is also a 30" caliper Eastern Cottonwood located just east of the proposed Meijer building and a larger 36" Weeping Willow along the eastern property boundary near Legend Creek. There were other areas of the site, which even though individual trees may not be of a specimen variety at this time they make a strong impact within the Natural Area being preserved. There is a nice grove of approximately 11 Aspen trees northwest of the proposed Meijer receiving area. Also a grove of approximately 37 Eastern Cottonwood along the Puetz Road boundary to the southeast of the Meijer garden center.
- Additional off-site but local wetland buffer and setback activities are being explored. Details of these activities are to follow.



MEIJER
FRANKLIN, WISCONSIN
20110226.0

WETLAND MITIGATION
SCALE: 1" = 80'
EXHIBIT

GreenbergFarrow
21 S. Eastacker, Suite 200
Arlington Heights, Illinois 60005
t: 847.768.9200 f: 847.768.9536

BLANK PAGE

Exhibit K

Franklin

CONSERVATION EASEMENT

JUN 8 5 2012

(MEIJER SUPERCENTER)

City Development

This Conservation easement is made by and between the CITY OF FRANKLIN, a municipal corporation of the State of Wisconsin, hereinafter referred to as "Grantee," and MEIJER STORES LIMITED PARTNERSHIP, a Michigan limited partnership, hereinafter referred to as "Grantor," and shall become effective upon the recording of this Grant of Conservation Easement, together with the Acceptance following, with the Office of the Register of Deeds for Milwaukee County, pursuant to §700.40(2)(b) of the Wisconsin Statutes.

WITNESSETH

WHEREAS, Grantor is the owner in fee simple of certain real property depicted and described in "Exhibit A" and "Exhibit B" attached hereto and hereby made a part hereof (protected property); and

WHEREAS, the Grantor desires and intends that the natural elements and the ecological and aesthetic values of the protected property including, without limitation, Legend Creek, floodplains, floodways, floodlands, shore buffers, wetland buffers, wetlands and shoreland wetlands, and refer to Natural Resource Investigation by NRPP prepared by RA Smith National, dated May 17, 2012, with all applicable revision dates (dated June 13, 2012), which is located in the office of the Department of City Development, be preserved and maintained by the continuation of land use that will not interfere with or substantially disrupt the natural elements or the workings of natural systems; and

WHEREAS, Grantee is a "holder", as contemplated by §700.41(1)(b)1. of the Wisconsin Statutes, whose purposes include, while exercising regulatory authority granted to it, *inter alia*, under §62.23 and §236.45 of the Wisconsin Statutes, the conservation of land, natural areas, open space, and water areas; and

WHEREAS, the Grantor and Grantee, by the conveyance to the Grantee of the conservation easement on, over, and across the protected property, desire to conserve the natural values thereof and prevent the use or development of the protected property for any purpose or in any manner inconsistent with the terms of this conservation easement; and

WHEREAS, the Grantee is willing to accept this conservation easement subject to the reservations and to the covenants, terms, conditions, and restrictions set out herein and imposed hereby;

NOW, THEREFORE, the Grantor, for and in consideration of the foregoing recitations and of the mutual covenants, terms, conditions, and restrictions subsequently contained, and as an absolute and unconditional dedication, does hereby grant and convey unto the Grantee a conservation easement in perpetuity on, over, and across the protected property.

Grantee's rights hereunder shall consist solely of the following:

1. To view the protected property in its natural, scenic, and open condition;
2. To enforce by proceeding at law or in equity the covenants subsequently set forth, including, and in addition to all other enforcement proceedings, proceedings to obtain all penalties and remedies set forth under Division 15-9.0500 of the Unified Development Ordinance of the City of Franklin, as amended from time to time, any violation of the covenants subsequently set forth being and constituting a violation of such Unified Development Ordinance, as amended from time to time, or such local applicable ordinance as may be later adopted or in effect to enforce such covenants or the purposes for which they are made, it being agreed that there shall be no waiver or forfeiture of the Grantee's right to insure compliance with the covenants and conditions of this grant by reason of any prior failure to act; and
3. To enter the protected property at all reasonable times for the purpose of inspecting the protected property to determine if the Grantor is complying with the covenants and conditions of this grant.

And in furtherance of the foregoing affirmative rights of the Grantee, the Grantor makes the following covenants which shall run with and bind the protected property in perpetuity, namely, that, on, over, or across the protected property, the Grantor, without the prior consent of the Grantee, shall not:

1. Construct or place buildings or any structure;
2. Construct or make any improvements, unless, notwithstanding Covenant 1 above, the improvement is specifically and previously approved by the Common Council of the City of Franklin, upon the advice of such other persons, entities, and agencies as it may elect; such improvements as may be so approved being intended to enhance the resource value of the protected property to the environment or the public and including, but not limited to animal and bird feeding

stations, park benches, the removal of animal blockage of natural drainage or other occurring blockage of natural drainage, and the like;

3. Excavate, dredge, grade, mine, drill, or change the topography of the land or its natural condition in any manner, including any cutting or removal of vegetation, except for the removal of dead or diseased trees;
4. Conduct any filling, dumping, or depositing of any material whatsoever, including, but not limited to soil, yard waste, or other landscape materials, ashes, garbage, or debris;
5. Plant any vegetation not native to the protected property or not typical wetland vegetation;
6. Operate snowmobiles, dune buggies, motorcycles, all-terrain vehicles or any other types of motorized vehicles.

To have and to hold this conservation easement unto the Grantee forever. Except as expressly limited herein, the Grantor reserves all rights as owner of the protected property, including, but not limited to, the right to use the protected property for all purposes not inconsistent with this grant. Grantor shall be responsible for the payment of all general property taxes levied, assessed, or accruing against the protected property pursuant to law.

The covenants, terms, conditions, and restrictions set forth in this grant shall be binding upon the Grantor and the Grantee and their respective agents, personal representatives, heirs, successors, and assigns, and shall constitute servitudes running with the protected property in perpetuity. This grant may not be amended, except by a writing executed and delivered by Grantor and Grantee or their respective personal representatives, heirs, successors, and assigns. Notices to the parties shall be personally delivered or mailed by U.S. Mail registered mail, return receipt requested, as follows:

To Grantor:

Meijer Stores Limited Partnership
Attn: Real Estate Department
2929 Walker Avenue, N.W.
Grand Rapids, Michigan 49544

With a copy to:

Meijer Stores Limited Partnership
Attn: Legal Department
2929 Walker Avenue, N.W.
Grand Rapids, Michigan 49544

To Grantee:

City of Franklin
Office of the City Clerk
9229 W. Loomis Road
Franklin, Wisconsin 53132

The parties acknowledge that this Grant of Conservation Easement is meant to replace the Conservation Easement recorded July 12, 2006, as Document No. 09267686 in the Office of the Register of Deeds for Milwaukee County and as depicted on Certified Survey Map No. 7785 (together, the "Existing Conservation Easement"). The parties agree that upon the execution and subsequent recording of this Conservation Easement, the Existing Conservation Easement shall be terminated.

In witness whereof, the grantor has set its hand and seals this on this date of _____, 2012.

MEIJER STORES LIMITED PARTNERSHIP

By: Meijer Group, Inc.

Its: General Partner

By: _____

Its: _____

STATE OF MICHIGAN)
) ss
COUNTY OF KENT)

This instrument was acknowledged before me on the _____ day of _____, A.D. 2012 by _____, the _____ of Meijer Group, Inc., a Michigan corporation, for and as the act of the General Partner of Meijer Stores Limited Partnership, a Michigan limited partnership, To me known to be the person(s) who executed the foregoing Easement and acknowledged the same as the voluntary act and deed of said corporation for and as the act of the general partner of Meijer Stores Limited Partnership.

Notary Public
State of Michigan, County of Ottawa
My commission expires: _____
Acting in the County of Kent

Acceptance

The undersigned does hereby consent to and accepts the Conservation Easement granted and conveyed to it under and pursuant to the foregoing Grant of Conservation Easement and agrees to the termination of the Existing Conservation Easement. In consideration of the making of such Grant Of Conservation Easement, the undersigned agrees that this acceptance shall be binding upon the undersigned and its successors and assigns and that the restrictions imposed upon the protected property may only be released or waived in writing by the Common Council of the City of Franklin, as contemplated by §236.293 of the Wisconsin Statutes.

In witness whereof, the undersigned has executed and delivered this acceptance on the ____ day of _____, A.D.2012.

CITY OF FRANKLIN

By: _____
Thomas M. Taylor, Mayor

By: _____
Sandra L. Wesolowski, City Clerk

STATE OF WISCONSIN)
) ss
COUNTY OF MILWAUKEE)

Personally came before me this _____ day of _____, A.D. 2012, the above named Thomas M. Taylor, Mayor and Sandra L. Wesolowski, City Clerk, of the above named municipal corporation, City of Franklin, to me known to be such Mayor and City Clerk of said municipal corporation, and acknowledged that they executed the foregoing instrument as such officers as the Deed of said municipal corporation by its authority and pursuant to Resolution No. _____, adopted by its Common Council on the _____ day of _____, 2012.

Notary Public
My commission expires _____

This instrument was drafted by the City of Franklin.

Approved as to contents:

Nicholas Fuchs, Senior Planner
Department of City Development

Date Received and Reviewed

Approved as to form only:

Jesse A. Wesolowski
City Attorney

Date Received and Reviewed

EXHIBIT A

Exhibit B

21 South Evergreen Avenue
Suite 200
Arlington Heights, IL 60005
t: 847 788 9200
f: 847 788 9536



ATLANTA
NEW YORK
CHICAGO
LOS ANGELES
NEW JERSEY
BOSTON
DALLAS
PHOENIX
FRESNO
COLUMBUS

Memorandum

August 16, 2012

To	Nick Fuchs Planner II City of Franklin 9229 W. Loomis Road Franklin, WI 53132 Tel: 414.425.4024	Project	Meijer Franklin, WI
		Project #	20110526.0
		From	David Behrens
		Re	Landscaping Credits
		Copies	

Dear Nick,

As requested, we are providing this letter to further describe our approach in calculating landscape credits for the proposed Meijer project. As previously discussed, the City staff agreed that it is not necessary to tag and survey the existing trees, but rather to provide a conservative inventory for the staffs review and approval. Per City Ordinance Section 15-5.0302 (D) the applicant can obtain credits "in a non-bufferyard, existing shade trees, evergreens, and decorative trees over six (6) feet in height shall replace one (1) equivalent type of required planting." On Friday June 15, 2012, Dennis Jarrard and Heather Patti conducted a field visit to inventory the existing trees. Their determination was that a minimum 322 trees met the criteria. The trees inventoried included only trees that were 3" caliper or greater (approximately 15'), were in healthy condition, were not considered an invasive species, were not designated for removal and did not exist within the required landscape bufferyards (where a ratio of 1/2:1 is applied). The tree species inventoried were predominately Eastern Cottonwood, Green Ash, White Oak, Elm and Aspen. We honestly believe that more trees could have been counted including those of lesser size, but wanted to insure that the number provided could easily be validated.

We trust you agree with this approach and you would concur that the Meijer landscape plan meets the City landscape requirements. Thank you again for your consideration.

Respectfully,

David W. Behrens, RLA, ASLA
GreenbergFarrow
Principal

End of Memorandum

21 South Evergreen Avenue
Suite 200
Arlington Heights, IL 60005
t: 847 788 9200
f: 847 788 9536

GreenbergFarrow

ATLANTA
NEW YORK
CHICAGO
LOS ANGELES
NEW JERSEY
BOSTON
DALLAS
PHOENIX
FRESNO
COLUMBUS

Via Email

August 17, 2012

To Mr. Joel Dietl, AICP
Planning Manager
City of Franklin
9229 W. Loomis Road
Franklin, WI 53132
Tel 414.425.4024

Project Meijer Franklin, WI
Project 20110526.0
Re: Meijer
Floodway of Legend Creek

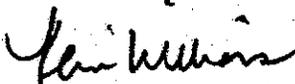
Dear Joel,

Thank you for taking the time to discuss the project in further detail at our August 14th, 2012 meeting at the City of Franklin. The purpose of this letter is to address your comment on determining the limits of the floodway for Legend Creek, specifically adjacent to the proposed detention ponds for the project.

Per FEMA FIRM panel 55079C0143E (effective date of September 26, 2008), the floodway limits associated with Legend Creek do not extend into the existing creek tributary located near the northwest corner of the property. Since this portion of the site is labeled as Zone 'A', a detailed study has not been performed to determine the base flood elevations. However, per the floodway flow data and cross sectional information provided in the corresponding flood insurance study (FIS) for Legend Creek, the 100-year floodplain elevation in this area of the site is between 780.9' and 781.0' both with and without the floodway conveyance. Furthermore, the 100-year floodplain limits are entirely contained within the banks of this tributary as it continues to the northwest corner of the property and captures runoff from the upstream side of the West Loomis roadway crossing via two (2) existing concrete culverts. As such, even if a floodway area was defined, it would also be contained in the existing banks and would not be affected by the floodplain excavation area proposed along the north end of the site. It should also be noted that because floodway boundaries are delineated using complex hydrologic and hydraulic computer modeling, they often do not correspond to any features visible at the site.

We appreciate your time and consideration in this matter. Please don't hesitate to call me directly at 847.788.9200 x 7762 if you have any questions and/or comments.

Sincerely,



Keri Williams, P.E., CFM

cc: David Behrens, GreenbergFarrow
Emily Bernahl, GreenbergFarrow

FLOODING SOURCE		FLOODWAY			1-PERCENT-ANNUAL-CHANCE FLOOD WATER SURFACE ELEVATION				INCREASE (FEET)
CROSS SECTION	DISTANCE ¹	WIDTH (FEET)	SECTION AREA (SQ. FEET)	MEAN VELOCITY (FEET PER SECOND)	REGULATORY (FEET NGVD)	WITHOUT FLOODWAY (FEET NGVD)	WITH FLOODWAY (FEET NGVD)		
Legend Creek									
BA	17,308	61	108	1.4	770.0	770.0	770.0	770.0	0.0
BB	17,788	9	16	9.6	770.5	770.5	770.5	770.5	0.0
BC	17,889	13	43	3.6	775.6	775.6	775.6	775.6	0.0
BD	18,190	537	3,180	0.1	775.9	775.9	775.9	775.9	0.0
BE	18,691	534	2,139	0.1	775.9	775.9	775.9	775.9	0.0
BF	19,092	270	1,022	0.2	775.9	775.9	775.9	775.9	0.0
BG	19,362	94	143	1.1	775.9	775.9	775.9	775.9	0.0
BH	19,494	57	42	3.7	776.7	776.7	776.7	776.7	0.0
BI	19,710	52	38	4.1	778.8	778.8	778.8	778.8	0.0
BJ	19,858	118	92	1.7	780.8	780.8	780.8	780.8	0.0
BK	20,249	161	522	0.3	781.0	781.0	781.0	781.0	0.0
BL	20,613	21	69	2.3	780.9	780.9	780.9	780.9	0.0
BM	20,682	39	79	2.0	781.1	781.1	781.1	781.1	0.0
BN	20,893	68	118	1.3	781.3	781.3	781.3	781.3	0.0
BO	21,194	385	916	0.2	781.4	781.4	781.4	781.4	0.0
BP	21,442	261	555	0.3	781.4	781.4	781.4	781.4	0.0
BQ	21,711	189	286	0.5	782.8	782.8	782.8	782.8	0.0
BR	22,044	33	41	3.8	783.0	783.0	783.0	783.0	0.0
BS	22,165	72	270	0.6	783.4	783.4	783.4	783.4	0.0
BT	22,292	26	34	4.6	783.4	783.4	783.4	783.4	0.0
BU	22,488	113	514	0.3	786.7	786.7	786.7	786.7	0.0
BV	22,715	430	1,821	0.1	786.7	786.7	786.7	786.7	0.0
BW	22,942	455	1,291	0.1	786.7	786.7	786.7	786.7	0.0
BX	23,047	445	1,394	0.1	786.7	786.7	786.7	786.7	0.0
BY	23,290	314	1,384	0.1	786.7	786.7	786.7	786.7	0.0
BZ	23,697	84	67	2.3	786.7	786.7	786.7	786.7	0.0

¹ FEET ABOVE CONFLUENCE WITH ROOT RIVER.

FLOODWAY DATA

FEDERAL EMERGENCY MANAGEMENT AGENCY
MILWAUKEE COUNTY, WI
AND INCORPORATED AREAS

TABLE 5

LEGEND CREEK

GreenbergFarrow

21 South Evergreen Avenue
Suite 200
Arlington Heights, IL 60005
t: 847 788 9200
f: 847 788 9536

ATLANTA
NEW YORK
CHICAGO
LOS ANGELES
NEW JERSEY
BOSTON
DALLAS
PHOENIX
FRESNO
COLUMBUS

Franklin

JUN 25 2012

City Development

Memorandum

June 25, 2012

To: Nick Fuchs
Planner II
City of Franklin
9229 W. Loomis Road
Franklin, WI 53132
(414) 425-4024

Project: Meijer Franklin, WI
Project #: 20110526.0
From: David Behrens, GreenbergFarrow
Re: Project Narrative
Copies



Meijer, Inc.
2929 Walker Ave. NW
Grand Rapids, MI 49544

Project Narrative for the Northeast Corner of St. Martins Road (STH 100), Loomis Road (STH 36) and Puetz Road

May 25, 2012

This document is being submitted on behalf of Meijer, Inc. (the "Applicant") in connection with the redevelopment of approximately 29.48 acres of land consisting of eight (8) parcels at the northeast corner of West St. Martins Road (STH 100), West Loomis Road (STH 36) and West Puetz Road (the "Site") in the City of Franklin (the "City").

Meijer proposes to construct and operate a 191,352 square foot grocery and retail facility with an associated parking field (the "Project") at the Site. The Project will include site lighting, landscaping and stormwater facilities.

The following materials are being filed together with the associated application documents:

1. Comprehensive Master Plan Amendment Application;

2. Planned Development District Application, including a Major Planned Development District Amendment (PDD No. 31 Boundary Modification);
3. Unified Development Ordinance Text Amendment Application;
4. Natural Resource Special Exception Application; and
5. Certified Survey Map Application.

Each of the foregoing applications requires a Project Narrative setting forth a detailed description of the Project, as well as other information relevant to the particular application. Meijer is submitting this master Project Narrative to address all of the requirements of the various applications.

I. Applicant Information

In 1934, a modest local barber in Greenville, Michigan, had a need and saw an opportunity. In an effort to take care of the customers who visited his barbershop, Hendrik Meijer purchased \$328.76 worth of merchandise on credit. Together with his 14-year-old son, Fred, they opened the North Side Grocery. As the customer base grew, Meijer sought ways to cater to his growing popularity by being one of the first to use mass marketing techniques (newspaper ads), automatic conveyor belts and metal shopping carts. These innovations led Meijer to develop the concept of a one stop store where customers were able to purchase groceries and general merchandise in a convenient and easy "one" shopping trip experience. This notion paved the way for the familiar "One Stop" supercenter shopping concept that is prevalent today.

A. *Meijer as a Company*

Meijer, now based in Grand Rapids, Michigan, remains a family owned and operated business. Meijer currently operates nearly 200 supercenters and grocery stores throughout Michigan, Ohio, Indiana, Illinois and Kentucky. Meijer stores have evolved through the years and include fresh produce and meat departments, as well as pharmacies, electronics departments, garden centers, general merchandise and apparel. Unlike its competitors, Meijer has strong history in the grocery business and is well known for its perishables, commitment to quality and everyday low prices.

During this tough economy, people not only need to save time, they need to save money. At Meijer consumers will find the largest selection, at higher standards and for incredible values. The high standards carry through from the customer service in its stores to the quality of the merchandise itself. As a result, Meijer has been recognized in an article published in *Forbes Magazine* as one of the Top 30 most reputable companies in the world.

B. *Commitment to Community*

Meijer is committed to serve the communities where its customers and team members work and live. In fact, each year Meijer donates more than 6% of its net profits to charity. While Meijer donates to thousands of charitable organizations throughout the year, helping fight hunger has been a primary focus. Meijer has addressed hunger relief through a variety of philanthropic efforts including its "Simply Give" food pantry donation program, which has helped raise more than \$3 million for local food pantries during the last few years.

C. Supporting Local Farms

Meijer is the largest purchaser of local produce in the markets we serve. Buying local allows Meijer to support local economies while providing fresher and more affordable products.

D. Conservation/Preservation

In 1994, Fred Meijer made a landmark donation of \$265,000 to help purchase an abandoned rail line in Greenville, Michigan. This would become the Fred Meijer Heartland Trail that stretched more than 41 miles. Meijer continues to donate funds to preserve existing trails, and create new sanctuaries.

E. Sustainability

Meijer is a retail leader in the industry by promoting strong sustainable business practices and green choices:

- Meijer has been recognized by the USEPA as a SmartWay award winner for advancements in transportation efficiency.
- Meijer is currently testing wind turbines at several locations. Understanding and recognizing the use of wind as a renewable power source can lead to the reduction of our carbon footprint.
- As of 2008, Meijer is constructing all new stores consistent with LEED (Leadership in Energy and Environmental Design).
- Meijer strives and seeks out new ways to reduce energy use through innovative store designs. Whether it is changing the lighting in all stores to highly efficient fluorescent fixtures or the installation of high efficiency motors and improved ventilation equipment, Meijer is continually working towards reducing its carbon footprint.
- In 2010, Meijer unveiled a pilot program and installed electric vehicle charging stations at three of its Michigan stores.
- In 2012, Meijer unveiled a broad seafood sustainability program, working with its suppliers and several Non-Governmental Organizations to ensure the seafood we sell is caught and farmed in the most environmentally responsible manner.
- Meijer has partnered with the Nature Conservancy to teach and help consumers choose non-invasive plant products that are best suited for backyards in the Midwest.

II. Project Details

In the City, Meijer proposes to construct and operate a 191,352 square foot retail store with over 40 departments including grocery, health and beauty care, fashion, automotive, home decor, pharmacy (in-store and drive-thru facilities), electronics, pets, a garden center and more.

Meijer's Project and operational details are as follows:

A. *Hours of Operation*

The store will be open 24/7 with the exception of Christmas Day. Meijer's hours recognize that no two people operate on the same schedule and our founding family's dedication to customer service means that we want to be there (and open) for our customers whenever they need us.

Despite being open 24 hours, Meijer closes certain departments for periods of time including:

1. Garden Center
2. Drive-Thru Pharmacy
3. Alcohol Sales (prohibited between 9:00 p.m. and 8:00 a.m. pursuant to § 158-8.C., Code of the City of Franklin)

B. *Employees (full and part-time).*

Staffing is estimated to include both full and part-time employees and will require a variety of skills and management experience. Meijer promotes hiring from within the community and it will offer opportunities in a variety of departments, during several different shifts and on a full or part time basis.

The store will employ between 200-250 total employees.

Construction employment related to the Project will involve several hundred individuals from various segments of the construction industry over 10 to 12 months.

C. *Security.*

Meijer takes a proactive approach to its store and site security. By being open 24/7, Meijer employees always have a presence in the area. The Site will have interior and exterior security cameras. Meijer also utilizes a loss prevention team. All store security personnel are trained to protect the customers and employees first followed by the store and its merchandise. Additionally, the staff is trained to cooperate with the Franklin Police Department at all times.

D. *Deliveries to Site.*

Deliveries will occur on a daily basis to maintain the store's inventory as needed. Meijer's distribution needs typically require one to three (1-3) Meijer semi-truck deliveries per day and with increased frequency during the holiday season. Other prearranged and authorized third-party vendor deliveries – generally related to the grocery store – will occur daily.

All deliveries will occur at the 6-bay loading dock at the northeast corner of the building. See Site Plan. The loading dock is designed to enable all delivery vehicles – including semi-trucks – to turn around and enter and exit from the same location. The location of the loading dock is situated away from the existing residential uses near the Site and more than 160 feet from the east property line. See Site Plan. The loading dock will be screened.

Delivery vehicles will utilize the fully-signalized Loomis Road intersection and proceed to the loading dock without entering the customer vehicle parking field. "No Trucks" signage will be posted at the drive behind the store and at the Puetz Road intersection.

E. Building and Building Materials.

The proposed retail store will be in the format of a single 191,352 square foot building on approximately 29.48 acres of land. See Site Plan. However, the building will be anything but a single-purpose entity. Inside, the store will have over 40 departments offering a wide variety of goods and services.

Outside, the building will be constructed with a steel frame and precast concrete walls. A buff colored brick will be cast into the panels for the main wall field with a darker brown brick cast in for wall accents, at the building base at the rear and for pilaster elements on all sides.

In addition, a stone veneer will be used at the building base along the front and portions of the sides as well as on some accent pilaster elements and the canopy/trellis columns. The entry canopy and trellis elements are proposed to be structural steel – highlighted in Meijer's corporate blue color for the entries and almond for the trellis features. The building walls, towers and pilaster elements will be capped with stepped decorative metal cornices also highlighted in blue at the entry towers and almond elsewhere.

These canopy, trellis and tower elements serve to give the building a varied look which thereby avoids presenting a single, big box presence.

F. Exterior Signage.

The proposed signs include monument signs, wall signs and directional signage. See Site Plan and Building Elevations.

G. Lighting Plan.

The proposed lighting plan will involve up-lights on the building to reveal the architectural features. The parking lot will include cutoff fixtures designed to prevent light escape from the Site. See Building Elevations and Outdoor Lighting Plan. Inside the store, the lighting will be state-of-the-art, highly efficient fluorescent fixtures.

H. Site and Landscaping Plan

The Site will be completely relandscaped with approximately a 61% landscaping ratio which exceeds the zoning code requirement of 40%. See Site Plan and Landscape Plan. Meijer will install finish landscaping at the front and sides of the store. Berms and buffers will be installed to absorb sound and vehicle headlights. See Site Plan.

The stormwater detention pond beside the Loomis Road intersection will be designed to enhance the water quality at discharge and will be surrounded by landscaped amenities. Similarly, a signature landscaped amenity will be established at the northeast corner of Loomis Road and St. Martins Road. See Site Plan.

I. Traffic and Parking Lot Plan

At the north end of the Site on Loomis Road (STH 36), Meijer proposes to construct a full access, signal-controlled intersection with one inbound lane and two outbound lanes

On St. Martins Road (STH 100), Meijer proposes a right-in, right-out driveway.

On Puetz Road, Meijer proposes a full access intersection with one inbound lane and two (2) outbound lanes. This access point is located in alignment with the Garden Center. The Puetz Road and St. Martins intersection will be reconfigured and realigned in order to form a more square intersection.

The Meijer parking lot will be designed for a total of 703, vehicles which includes 28 handicapped stalls.

J. *Estimated Project Costs and Fiscal Impact.*

Meijer estimates that the total project costs to construct and open the store will be a minimum of \$15,000,000.

III. Comprehensive Master Plan Amendment Request

Meijer requests a Comprehensive Master Plan ("CMP") Amendment to enable it to construct the grocery and retail facility proposed herein. The current CMP is the City of Franklin Crossroads Trade Area Regulating Plan (the "Crossroads Plan"). The City hired Planning & Design Institute, Inc., a local planning consultant, to draft the Crossroads Plan. The Crossroads Plan was approved in November, 2004.

As can be seen from the Crossroads area today, only limited development has occurred, particularly in Quadrant C, which has included some deviations from the Crossroads Plan. Importantly, no redevelopment has occurred in the past 8 years at the Loomis/St. Martins intersection corners in Quadrants A, B and D. Of course, during the past 8 years, the world economy and local real estate market have gone from robust and expanding to contracting and stagnant. Despite these changes, the Crossroads Plan has not been amended to accommodate today's development opportunities which are significantly different than the types of projects proposed prior to the 2008 market implosion and subsequent recession.

While the Crossroads Plan has not been amended, the City reviewed this very issue several months ago. At its January 19, 2012 meeting, the Plan Commission formed consensus that:

"the Crossroads Trade Area Plan was a guideline and flexibility was needed for development potential within this area, and indicated that staff pursue informal discussion with Aldermen and Common Council for direction regarding building caps within this area.

Commissioner Bennett moved to direct staff to incorporate into the minutes the Plan Commissioner's comments following the Planning Manager's statement to that effect and as a guide which will include Mr. Ritter's recommendation that the plan is definitely a guide and that staff keep an open mind and work with potential new development because there are issues with the plan as discussed at the Plan Commission and that there are different and better forms of development which may not be addressed in this plan."

See January 19, 2012 Minutes, p. 2, ¶ C. The motion unanimously carried.

Thereafter, the City's Planning Manager prepared a memorandum dated February 2, 2012. The memorandum noted that "a number of issues have arisen since adoption of the Crossroads Trade Area Plan that will likely affect its implementation." It further reported that because of those changed circumstances, the Plan Commission unanimously recommended that the Crossroads Plan be considered a guide, that staff keep an open mind and work with potential new development, and that the best form of development today for the area may not be addressed in the Plan. See February 2, 2012 Memorandum from Joel Dietl.

The Common Council subsequently reviewed the Memorandum at its meeting on February 7, 2012. While a motion to amend the Memorandum with some additional information failed on a voice vote, no further action was taken and the Memorandum was effectively placed on file. See February 7, 2012 Minutes, p. 1, ¶ F.1.

Notwithstanding the review by the City earlier this year, the following 2004 Crossroads Plan guidelines are relevant to Meijer's proposal today and, where indicated, Meijer requests a CMP amendment:

A. *The Plan illustrates the areas to be preserved and the buildable areas.*

In the first paragraph on p. 2, the Crossroads Plan illustrates the preservation and buildable areas. However, as it relates to the Site, the Crossroads Plan depicts on pp. 2-5 that the significant wetlands were to be theoretically relocated to the property to the east. However, the City has previously approved PDD No. 31 (Forest Hill Highlands-United Financial Group, Inc.) for a 600+ unit senior housing development to the east of the Site, meaning the wetlands and waterways cannot be relocated. Because the Quadrant D preservation and buildable areas have already been revised, a formal amendment is required to accommodate this or any other development of the Site.

Further, as indicated by the Plan Commission action earlier this year, the Plan in general should be considered a guide and that there are different and better forms of development (such as the Project) which may not be addressed in the Plan.

B. *The Plan illustrates the suggested site layout, building sizes, and densities. ... The buildings should be implemented approximately per their location on the approved plan.*

In the second paragraph on p. 2, the Crossroads Plan suggests approximate site plans, building sizes and densities. These notions of suggestions and approximate locations are consistent with Chapter 66, Wisconsin Statutes, which provides that comprehensive plans serve as a guide to rezoning actions. The Plan Commission's action earlier this year and the subsequent staff Memorandum concur that the Plan in general should be considered "a guide."

Here, the City has already approved a large-scale development to the east of the Site precluding Meijer or any other owner of the Site from implementing the Quadrant D suggested plan because of the significant natural resources on the Site that can no longer be accommodated on property owned by United Financial Group. Further, the realities of today's real estate market and development opportunities present a chance for the City to amend the approximate building layout, sizes and densities from the Crossroads Plan in order to facilitate a project that is ready today. In other words, the City will not have to wait another 8 years (or more) to fulfill a 2004 vision that may never be realistic in light of the market changes of the past 5 years.

Finally, it must be noted that the Crossroads Plan acknowledges that it provides suggested and approximate locations and standards. With an overlay of the Project on Quadrant D, the core concepts suggested for approximate site plans, building sizes and densities are met inasmuch as Quadrant D contains a larger retail facility, a sizeable parking field and full-service access at Loomis Road and Puetz Road (including the realignment of the Puetz intersection as included by Meijer's plans).

In short, where the Crossroads Plan cannot under Chapter 66, and does not by its own text, require strict adherence to the layout, sizes and densities, Meijer's proposal satisfies these core concepts and a CMP amendment by the City is justified to enable this Project.

C. *A mix of uses is recommended to create a "Village Center" character.*

In the first paragraph on p. 3, the Crossroads Plan recommends a mix of uses to create a "Village Center" character. The Village Center is really centered at the greater Loomis/St. Martins intersection and the mixed use requirement does not apply to each quadrant as an independent node. Indeed, to do so would contradict the visionaries' goals because it would result in 4 separate Village Centers.

Because the Village Center concept applies to the entire Crossroads Area, the proposal for a single retail use in Quadrant D will not preclude the future mix of uses within the Village Center as envisioned by the Crossroads Plan. In short, Meijer actually establishes one of the uses for the future mix and we do not propose an amendment of the mixed use goals of the Crossroads Plan. Meijer's store is also one such "different and better form[] of development which may not be addressed in the plan."

However, to the extent an amendment is required, the transportation improvements facilitated by the

Project, the mitigation of the environmental impacts at the Site and the quality of the development (including the building design, landscape amenities and pedestrian connections) all provide the basis for justifying any necessary amendment from the mixed use guidance principle.

D. Shared parking at a ratio of 4 per 1,000 square feet is recommended.

In the first paragraph on p. 3, the Crossroads Plan recommends a shared parking concept for each quadrant at a standard of 4 spaces per 1,000 square feet. Meijer does not object to shared parking but as a single retail use, the shared parking concept is not applicable except as it relates to a store with over 40 departments all being served by one parking facility.

Further, Meijer's parking ratio of 3.7 spaces per 1,000 square feet is actually less than what is recommended by the Crossroads Plan and is intended to minimize a large front field of parking and to provide the store only with what is needed. As a result, Meijer generally satisfies these parking principles and we do not propose an amendment in this instance.

E. No 24 hour uses are permitted.

On p. 3, the Crossroads Plan states that 24 hour uses are not permitted. As described above, Meijer operates its stores 24/7 and we request an amendment of the Crossroads Plan on this score in order to allow a 24 hour use in Quadrant D.

The City knows well the realities of today's real estate market. The development opportunities which have been presented to the City in recent years are at a significantly different pace and format than what developers were proposing prior to 2008. Here, Meijer is proposing a multi-million dollar development in the form of a first-in-state retail store that operates 24 hours. Based upon the market changes since the 24 hour prohibition was created in 2004, the transportation improvements facilitated by the Project, the mitigation of the environmental impacts at the Site and the quality of the development (including the building design, landscape amenities and pedestrian connections), the City is justified in amending the Crossroads Plan to allow for 24 hour uses in Quadrant D.¹

Finally, the 24 hour restriction of the Plan must be considered a guide at this point and the City should review the Project with an open mind because the specifics of the Meijer proposal may not be addressed in the 2004 Plan.

F. Maximum tenant space allowed is 100,000 square feet.

On p. 3, the Crossroads Plan states that single tenant spaces larger than 100,000 square feet are not permitted. As described above, Meijer's prototype store is 191,352 square feet and we request an amendment of the Crossroads Plan on this score in order to allow such a store size in Quadrant D.²

The Plan Commission discussion on January 19th specifically addressed this point; staff should "pursue informal discussion with Aldermen and Common Council for direction regarding building caps within this area." Meijer has itself engaged in those informal discussions and taken the next steps to formalize them by virtue of our April 30th presentation to the Committee of the Whole, hosting the May 17th Neighborhood Meeting and Open House, and submitting the applications discussed herein.

For many of the same reasons already discussed, the time is right for the City to resolve the "issues with the plan" and consider what is a "different and better" form of development not envisioned by the Plan 8 years

¹ Importantly, the store features that might have an adverse impact on surrounding properties on a 24 hour basis actually have limited hours. Neither the Garden Center nor pharmacy drive-thru are open 24 hours.

² An amendment to the Unified Development Ordinance, Ordinance No. 2004-1803, limiting the size of retail and commercial buildings, is also required as discussed below.

ago. Where flexibility is needed and the Plan should be considered a guide, the specific proposal for a Meijer store on the Site in Quadrant D can be approved with a narrowly-construed amendment to the CMP to allow for stores up to 192,000 square feet in Quadrant D.

G. Loading areas should be screened with landscaping and/or fencing.

On p. 3, the Crossroads Plan recommends that loading areas be screened with landscaping and/or fencing. The Project includes screening of its loading docks such that Meijer generally satisfies this principle and we do not propose an amendment in this instance.

H. Drive-thru uses should be considered but circulation be integrated with the parking area or screened by landscaping.

On p. 3, the Crossroads Plan recommends that drive-thru uses should be considered but that the routing of vehicle circulation should be integrated within the parking area and not on the build-to line or that it be screened by landscaping. The Project includes a drive-thru for the pharmacy so the identified use is met and the circulation is not only within the Site and away from the build-to line, but landscaped berms will be created along Puetz and St. Martins Roads to form a buffer. Accordingly, Meijer generally satisfies this principle and we do not propose an amendment in this instance.

I. Four-sided architecture strongly preferred.

On p. 3, the Crossroads Plan identifies that it is "preferred" that four-sided architecture be implemented. As described above and depicted on the Building Elevations, the store will include buff colored brick for the main wall field with a darker brown brick cast in for wall accents as well as at the building base at the rear and for pilaster elements on all sides. This includes the rear of the building which faces to the east but is more than 160 feet from the property line with a natural wetlands habitat further providing a buffer. Where the store satisfies the preference for four-sided architecture, we do not propose an amendment in this instance.

J. Road Layout Recommendations.

On p. 4, the Crossroads Plan recommends that roads be located within 20 feet of the center lines as depicted in the Plan. It further identifies that primary access points should have traffic signals when warranted by a traffic impact study.

Along Puetz Road, the Project will include a site access point for local traffic in nearly the same location as depicted in the Plan. Further, the intersection of Puetz and St. Martins Roads is realigned and squared off for better and safer traffic flow. That realignment is accomplished by re-routing part of Puetz Road through land that is part of the Site and will be contributed by Meijer and dedicated as public right-of-way.

Due to Meijer's traffic impact analysis, a right-in-right-out access point on St. Martins Road is also proposed. That additional access point is not inconsistent with the Plan which, as indicated above, is to serve as a guide, especially where the additional access point will alleviate congestion at other intersections.

On Loomis Road, Meijer proposes a full access intersection with traffic signals as the warrants for signals will be met. The location of Meijer's proposed intersection, approximately 570 feet north of the Plan's recommended location, is generally consistent with the Plan given that it should be a guideline and that flexibility is needed for the development potential of the entire area. Considerations for the location proposed by Meijer include the formal wetlands delineation on the Site and the need to manage stormwater on site by virtue of a stormwater detention pond. Siting that pond in relation to the wetlands and the other development needs of the Project dictated the proposed location of the intersection. Further, being approximately one-quarter mile (1,320 ft.) from the intersection of Loomis and St. Martins Road, the new intersection's proposed location is in accordance with Wisconsin DOT preferences.

Finally, the proposed location farther to the north does not compromise the ability of the landowner on the west side of Loomis Road to undertake development in Quadrant A. The proposed location aligns directly with that owner's property and the internal Quadrant A road recommended by the Plan can be accomplished in nearly the same fashion in the slightly relocated route to the north; notably no specific development plan has been proposed for Quadrant A and when it is, the plan can be tailored accordingly.

Because the Plan's road layout and access points are simply recommendations and the Plan states that traffic signals be installed when warranted, the foregoing demonstrates that Meijer complies with the Plan. The City must have flexibility and use the Plan to serve as a guideline when faced with implementation in an actual development scenario. Accordingly, Meijer does not request an amendment to the Plan for the road layout recommendations and traffic signal requirements, but to the extent an amendment is required, the City will be justified in amending these principles of the Plan.

K. *Street Sections and Landscaping.*

On p. 5, the Crossroads Plan identifies that the street edges should be lined with landscaping. As described above and depicted on the Site Plan, Landscaping Plan and Perspectives, the Site will be landscaped as recommended by the Plan. Where the Project satisfies the street sections and landscaping recommendations, we do not propose an amendment in this instance.

L. *Public Places and Landscaping.*

On p. 7, the Crossroads Plan recommends that green spaces be created in Quadrant D and that stormwater be integrated with the development and serve as a feature where possible. As described above and depicted on the Site Plan and Landscaping Plan, the Site will include landscaping and it will manage its stormwater in a fashion that will be integrated with the Project and will be surrounded by landscaped amenities to serve as a feature amenity.

In addition, the Plan's suggestion for a plaza with outdoor seating (Plaza 2) is addressed with the provision of a signature landscaped amenity at the northeast corner of Loomis Road and St. Martins Road. See Site Plan.

Despite these features, the Project cannot completely adhere to the Plan in part because the City has previously approved PDD No. 31 for a senior housing development to the east of the Site meaning that the wetlands and waterways cannot be relocated and opportunities within Quadrant D for additional public places are limited.

Where the Plan serves as a guide for public places and landscaping features in Quadrant D, the Project satisfies these principles as described above and we do not propose an amendment in this instance.

M. *Sidewalks and Paths.*

On p. 8, the Crossroads Plan recommends sidewalks and pedestrian paths be established. In light of the delineated wetlands on the Site and the previously approved senior housing development, the best pedestrian connections to the Site are via the public sidewalks proposed along Loomis and St. Martins Roads. See Site Plan. If a sidewalk along Puetz Road is desired by the City, Meijer is willing to incorporate that into its plan. Accordingly, because the Project provides sidewalks in compliance with the Plan, we do not propose an amendment in this instance.

N. *Comprehensive Master Plan Conclusion.*

Generally Meijer's proposal is in compliance with the vision set forth in the Crossroads Plan. Additionally, given that the Crossroads Plan is to serve as a guide and flexibility must be allowed, the requested amendments should be granted to facilitate the Project.

IV. Planned Development District (PDD) Application

The preceding sections of this document are intended to serve as the Project Narrative for the Planned Development District (PDD) Application which also includes a Major PDD Amendment to PDD No. 31 (Boundary Modification). The major amendment is due to the necessary boundary change as it relates to the eastern portion of the Site that is currently part of PDD No. 31 (Forest Hill Highlands – United Financial Group, Inc.). The subject parcel, under contract to be owned by Meijer, is no longer owned by United Financial Group and is no longer a part of that development.

In addition, and as a result of the combination of the multiple parcels forming the Project, Meijer is applying to create a new PDD for the grocery and retail facility with an associated parking field development which will also allow for the uniformity and consistency in the zoning regulations and design standards.

V. Unified Development Ordinance (UDO) Text Amendment Application

The preceding sections of this document are intended to serve as the Project Narrative for the Unified Development Ordinance (UDO) Text Amendment Application. By way of background, at the same time as the Crossroads Plan was created and adopted, the City enacted Ordinance No. 2004-1803 limiting the size of individual commercial and retail buildings to 125,000 square feet. The size limitation applied to all City Zoning Districts, as well as Planned Development Districts and special use permits.

While the policymakers debated and imposed the size limitations back in 2004, many of the same reasons that provide the basis for the requested amendments to the Comprehensive Master Plan also establish the grounds to justify a narrow amendment to Ordinance No. 1803.

Meijer proposes that the City amend Ordinance No. 1803 as narrowly as possible such that the size limitations remain on the books and continue to be of uniform application but that the City may review proposed developments that exceed 125,000 square feet on a case-by-case basis.

To that end, Meijer proposes a UDO text amendment to Ordinance No. 1803 to simply remove the Planned Development District zoning category from the list of districts subject to the 125,000 square foot size limitation. In so doing, the City will not open the door to any other large format retail stores being a permitted use as a matter of right but rather, if others are proposed, the City can evaluate such a store as part of a Planned Development District as that use specifically relates to a particular site and a specific operator as well as all of the associated impacts related to the both aspects.

In other words, should the City amend the UDO to allow for large format retail stores and thereafter approve the proposed Meijer store of 191,352 square feet at the Site, it could well be that the City will not approve any other large retail stores in the future because no other proposal satisfies the Planned Development District requirements for a particular user at a particular site.

VI. Natural Resource Special Exception Application

The preceding sections of this document are intended to serve as the Project Narrative for the Natural Resources Special Exception (NRSE) Application, in addition to the Questionnaire answers and the Attachment to the Questionnaire.

With respect to the NRSE request, the Project is designated for commercial development by the Crossroads Plan. However, to accommodate actual development on the Site, the natural resource features have to be considered. Avoidance is always the preferred approach and Meijer considered numerous design iterations in an attempt to minimize the wetland impacts. As part of the design process Meijer decided to eliminate its fuel center which is typically a part of its projects, reduce the parking count to less than City requirements, incorporate retaining walls, loading dock redesign, design subsurface stormwater systems and incorporate a stormwater system that is conducive to recharging the present water ecosystem.

Meijer used the Crossroads Plan as a baseline and our chosen plan approaches enable us to minimize the number of impacts to be far less than those suggested by the vision development of the Crossroads Plan.

VII. Certified Survey Map (CSM) Application

Meijer is petitioning the City to allow for the creation of a single parcel through the Certified Survey Map (CSM) process for this development. The preceding sections of this document are intended to serve as the Project Narrative for the CSM Application on file.

VIII. Conclusion

On behalf of Meijer, we request that this submission be considered the Project Narrative for, and be made a part of, the Comprehensive Master Plan Amendment Application, Planned Development District Application, Unified Development Ordinance Text Amendment Application, Natural Resource Special Exception Application, and Certified Survey Map Application.

We further respectfully request that the applications be granted to approve the construction and operation of a 191,352 square foot grocery and retail facility with an associated parking field at the northeast corner of St. Martins Road, Loomis Road and West Puetz Road in the City of Franklin.

Respectfully Submitted,

FRIEBERT, FINERTY & ST. JOHN, S.C.

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bcr@ffsj.com

Attorneys for Applicant

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End of Memorandum

From: [Steve Olson](#)
To: [Randall, Brian C.](#)
Cc: [Nick Fuchs](#)
Subject: Meijer site plan and elevations
Date: Wednesday, April 25, 2012 7:51:01 PM

Brian:

Here's a preview of my comments prior to Monday night.

As a recap:

- Move the building as far north as possible.
- Close access to Puetz
- No 24 hour operation
- Screen Puetz Rd. Residents
- Remove the 40 parking spaces on the south lot line.

New issues based on the new elevation drawings.

- Provide more natural stone on front, north and south elevations. See the nearby Target store for an idea of minimum treatment
- Break up all roof lines and running walls. Boxes don't cut it. Pilasters with roof line treatments that vary the look of the wall are needed.
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- Break up all roof lines and running walls. Boxes don't cut it. Pilasters with roof line treatments that vary the look of the wall are needed.
- Break up the parking lot with more landscaping.
- Work with the owners of Forest Hill Highlands to provide pedestrian access to the store from the property to the east and northeast.
- Define the "site amenity" at the corner.

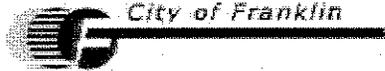
Understand that this will be the FIRST entre' into the Wisconsin market. I'm certain that Meijer wants to make a big impression with the new building. This one doesn't do it. Frankly, it's "Plan A." "Plan A's" usually don't get approved.

It's not a matter of being snobbish or wanting to drive up the cost of the building. It's a matter of establishing a "sense of place" and uniqueness for our community. Plopping a brick box on one of our major intersections and calling it special won't fly.

Thanks.

Steve

(Nick: you can put this e-mail in the packet if you'd like.)



Steve Olson
Alderman, 1st District
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www.franklinwi.gov

From: Steve Olson
To: Alderman; Tom Taylor
Cc: Nick Fuchs; Joel Dietl
Subject: FW: Meijers Stores
Date: Tuesday, May 01, 2012 3:47:47 PM
Attachments: [image001.png](#)
[Meijer's Lawsuit.docx](#)
[PG052012_table38.pdf](#)

From: Marshall Sneen [<mailto:msneen@lutze.com>]
Sent: Tuesday, May 01, 2012 3:08 PM
To: steve-olson@wi.rr.com
Subject: Meijers Stores

Alderman Olson,

I took a little time this afternoon to learn a little more about Meijers. While I am familiar with them having traveled in the states they do business in, this was all I really knew. Attached is the "The Super 50" in super markets in the US, with Walmart of course being number 1. Meijer's is an impressive number 9 with sales of over \$9 billion. While it is a family owned company and they can certainly be proud of their growth since 1934, I still think the Franklin Council is naïve in thinking that this is some "folksy" operation with the best interests of Franklin and its citizens at heart. I am also attaching a word document where I had pasted an article from 3 years ago about a lawsuit brought by a small community in MI. While there are two sides to every story and both parties in this lawsuit agreed to have the results sealed, I think if you read between the lines Meijer's is no different than any other larger retailer in that they are not immune from using some heavy handed tactics to make things happen. Are you and the council aware of this? What was it one of the aldermen stated last night, that "I see they are Dutch and we have Dutch in our community, so we would welcome you," or something to that effect. I'm sorry, but this is his sound reasoning to bring a \$9 billion super mart to Franklin?? Lastly and it important to reiterate this, Franklin is not gaining 250 jobs. Jobs are going to be lost and is the council prepared to explain this to its citizens?

Best regards,

Marshall Sneen, Jr.
Midwest Regional Sales Manager
Lutze Inc.
Phone: (414) 427-2877
Cell Phone: (414) 688-7770
Fax: (414) 427-2877
msneen@lutze.com
www.lutze.com

From: [Lisa Huening](#)
To: [Joel Dietl](#); [Nick Fuchs](#); [Tom Taylor](#)
Subject: FW: Meijer's Location - No, Thank You
Date: Wednesday, May 02, 2012 1:06:30 PM

FYI – please see the below email that came in via the “Contact Us” Form on the City’s website that is in regards to the location of the Meijer’s store.

Thanks

Lisa

Lisa Huening
City of Franklin
Department of Administration
414-858-1100
Fax: 414-427-7627
ihuening@franklinwi.gov

From: contactus@franklinwi.gov [mailto:contactus@franklinwi.gov]
Sent: Wednesday, May 02, 2012 11:40 AM
To: Lisa Huening
Subject: Contact Us

Department: Planning
Name: Veronica Woldt
EmailAddress: vwoldt@yahoo.com
PhoneNumber: 414-322-5775
Subject: Meijer's Location? No, thank you.
Address: 8699 S. Deerwood Lane Franklin, WI 53132

CommentsorQuestions: While I am not opposed to Meijer’s as a business or as myself as a possible future customer, I strongly oppose the location. The Journal Sentinel article states that Meijer stores differ from Wal-Mart due to their emphasis on groceries over general merchandise. As this concerns itself with products, not size, noise, congestion, crime and pollution, the statement is irrelevant to the neighborhood negatives this business will cause. With the common council re-considering the 125,000 square footage limitation set for retail stores, I can’t help but wonder what you are thinking. At the very least, I doubt you would be happy with hundreds of lights shining into your home on a 24/7 basis.

ClientIP: 184.58.228.221
SessionID: qozje5ab1kugdk55enxgl145

[See Current Results](#)

From: [Steve Olson](#)
To: [Randall, Brian C.](#); [Joel Dietl](#); [Nick Fuchs](#)
Cc: [Tom Taylor](#)
Subject: FW: Concept review - Crossroads department store
Date: Monday, May 07, 2012 9:04:42 AM
Attachments: [201105260 FKN Conceptual Site Planred.pdf](#)

All:

FYI.

Ald. Olson

From: Oscar Perez [<mailto:perez2099@sbcglobal.net>]
Sent: Monday, May 07, 2012 8:56 AM
To: Thomas.VanHaren@Wisconsin.gov; michael.roach@dot.wi.gov
Cc: steve-olson@wi.rr.com
Subject: Fw: Concept review - Crossroads department store

Mr.'s VanHaren and Roach,

I am reaching out to each of you as my DNR and DOT land use experts, and as a very concerned citizen/resident tax payer of the City of Franklin, State of WI. Below is an e-mail that was sent out by our local Alderman in the City of Franklin, with an attachment that details plans for the major development of a 29 acre Meijer Department Store which would be located at the southeast corner of State Highway 36 (Loomis Road) and State Highway 100 or St. Martins Road.

The attachment plan clearly displays and indicates that the main entrance/exit to this department store would be on a current 2 lane street, that being West Puetz Road, which would be approximately several hundred feet from my Red Wing subdivision entry (89th and Puetz). Also, not just on W. Puetz, but the traffic congestion this development would add to Hwy 36 & 100, would be chaotic and cause mass congestion. This intersection was recently upgraded. The upgrade caused northbound traffic on Hwy 100 from W. Puetz to longer have direct access to the Walgreens Store on the S/W corner of Hwy 36 and 100. The new upgrade causes s/b traffic to have to travel w/b on Hwy 36 for a block from Hwy 100, and then back e/b to enter the Walgreens. This was done purposefully because of the congestion and back up s/b traffic caused while entering the previous brake in the median to enter Walgreens. With this new upgrade and correction, I cannot believe DOT would authorize the dumping of hundreds of daily vehicular traffic on this major intersection, (which already has a high rate of accidents) with this new proposal of a huge development.

This would be the first Meijer Department Store (<http://www.meijer.com/home.jsp>) location in the State of WI. This store is comparable to a super center Walmart and has a 24 hour operation. This store will attract hundreds of customers, if not into the thousands daily. There is no way that W. Puetz Road could handle this level of daily traffic.

Also, the 29 acre site, according to neighbors, may be on land that is not legally suitable (wet lands) for building such a huge development.

The traffic and land use concerns are just the tip of the iceberg for those of us who would be affected daily if this project were to be permitted. Being a 24 hour operation, we would suffer the ill effects of crime, trash, and a plummeting of home values.

I would like to request that each of you provide us with a direct contact or representative from your organizations in which we could direct future questions to, or have to investigate Meijer's plans further to ensure that their proposals to the City of Franklin are in conformity with all State Laws and land usage regulations and guidelines.

There will be future meetings and opportunities for public input, and we would be very interested to learn what involvement your organizations have in this proposal. From the information we have received thus far from City officials, they want this development to move forward because of the increased tax revenues it would bring to the City.

As concerned citizens, and tax payers, we want our voices heard, and all necessary city, county, state, and federal entities involved to ensure that this proposal is being legally presented and considered.

Thank you in advance for all your help.

Oscar O. Perez
8853 South 89th Street
Franklin, WI 53132
414-587-7705

----- Forwarded Message -----

From: Steve Olson <steve-olson@wi.rr.com>
To: Undisclosed Recipients <soolson@franklinwi.gov>
Sent: Fri, April 27, 2012 3:08:52 PM
Subject: Concept review - Crossroads department store

Dear Neighbors:

On MONDAY evening, 6:30pm in the Common Council chambers at City Hall, the Common Council will be presented with a CONCEPT for a development of a Meijer department store at the Crossroads (Hwy 100 and Loomis).

This CONCEPT REVIEW is an opportunity for the developer to present their preliminary plans to the Common Council to take comment and to determine if they will move forward in working with the city to develop the plan.

Like all meetings at the City, the meeting is open to the public.

The concept review is NOT a public hearing. It's a presentation by the developers to the Council for their comment.

I am attaching the preliminary submittal by the developer for your review.

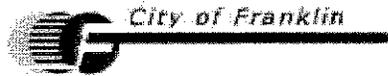
Should the developer choose to proceed with an application, I will expect a public hearing on the matter along with a neighborhood meeting for property owners in close proximity to the development so that they may offer input and concerns.

Please remember that this will be the first opportunity for the Common Council to review this possible proposal and offer comment. Knowing that, please be aware that the Council MAY OR MAY NOT allow for public comment at this meeting. I am presenting this information to you for your thoughtful consideration and to allow you time to form good questions and opinions prior to a public hearing.

No decisions have been made.

As always, feel free to contact me with your questions.

Steve



Steve Olson
Alderman, 1st District
8091 S. Meadowcreek Ct.
Franklin, Wisconsin 53132
414-425-9060
solson@franklinwi.gov
www.franklinwi.gov

From: Steve Olson [steve-olson@wi.rr.com]
Sent: Friday, June 29, 2012 10:21 PM
To: Joel Dietl; Nick Fuchs
Cc: Tom Taylor
Subject: FW: Comments for July 5 hearing on Meijer development

Joel and Nick:

Ms. Horn is an abutting neighbor for the Meijer store.

Please read into the record on 7/5.

Thanks.

Steve

From: Linda Horn [mailto:l33horn@yahoo.com]
Sent: Friday, June 29, 2012 9:08 PM
To: Steve Olson
Cc: tom2563@att.net; Jeff Sisak
Subject: Comments for July 5 hearing on Meijer development

Steve - I will not be able to attend the public hearing on July 5 regarding the Meijer development across the street from my home, but I wanted to pass along our concerns. Please forward to whomever so these are included as part of the hearing, or let me know who to submit these to. The concerns are basically the same as we have mentioned to you and the Meijer reps over the last couple months. I haven't heard that they have made any changes with their proposal despite these concerns being raised.

1. Access roadway to/from Puetz Rd should not be allowed. There will be a large increase in "local" traffic due to this development and the not so local delivery trucks. If access is required from Puetz Rd it should be for emergency purposes only with a break-away gate. Access to Meijer should be from Hwy 100 and 36.
2. The architecture/facade that was proposed needs to be improved to get away from the box look. I've mentioned that the Meijer store in Grand Rapids/Cascade MI is at least a step above what they've proposed. If this is their WI flagship store, they should be willing to improve the appearance of it. And I expect Franklin officials will require this.
3. Water runoff. A retention pond is good, but something also needs to be done to improve the flow thru the creek (Legend?) east of the property since the runoff from the site will make it's way over there. The drainage swale that runs through my lot has standing water in it all spring and whenever there is rain. New buildings, parking lots and expanding roadways will only add to the existing problem.
4. 24 hour operation is prohibited and should not be allowed.
5. Noise from the garden center loudspeaker system, especially on evenings and weekends.
6. Screening - utilize existing vegetation or add berms and mature pine trees (at least 8 feet tall when planted) to screen the site building, lights (including vehicle) etc... from the homes south of the property.
7. Blowing dust, dirt and debris during construction.
8. Trash and crime.

Thank you for reading, hopefully Meijer reps will prove that they can actually be a good neighbor by addressing these issues and not just nodding heads.

Linda Horn
9451 W Puetz Rd
Franklin

State of Wisconsin
DEPARTMENT OF NATURAL RESOURCES
101 S. Webster Street
Box 7921
Madison WI 53707-7921

Scott Walker, Governor
Cathy Stepp, Secretary
Telephone 608-266-2621
Toll Free 1-888-936-7463
TTY Access via relay - 711



June 29, 2012

Nicholas Fuchs
Senior Planner
City of Franklin
9229 West Loomis Road
Franklin, WI 53132

Franklin

JUL 2 2012

City Development

Re: Natural Resources Special Exception for proposed Meijer Store Development

Dear Mr. Fuchs:

On June 11, 2012 the Department was notified by the City of Franklin that Bouraxis Investments and Greenberg Farrow have submitted a request to rezone tax parcels: 840 9999 001, 840 9998 000, 840 9997 001 through 003, and 840 9993 000 from B-3 and PDD No. 31 to PDD No. 36 and that the proposed rezoning would impact approximately 6.81 acres of shoreland wetland.

Under section 15-11.0101 of the City's Unified Development Ordinance (UDO), it defines a shoreland as those lands lying within...three hundred (300) feet from a river or stream, or to the landward side of the floodplain as designated on the adopted City of Franklin Zoning Map; whichever distance is greater. Further in section 3.0322, the City's UDO states that "[t]he Shoreland Wetland Overlay District includes all wetlands within the shoreland...and additional nonshoreland wetlands which are adjacent to shoreland wetlands."

The maps submitted by the applicant, with the application, identify the navigable waterway, the floodplain and wetland boundaries, but fail to identify the extent of the shoreland zone. The majority of the wetlands on the Bouraxis property, as identified above, would fall within the shoreland zone and should therefore be considered shoreland wetlands.

Consequently, the proposed uses of the shoreland wetlands must meet section 15-3.0607, the City UDO, otherwise the use is prohibited. See section 15-3.0322 of the City's UDO. As a prohibited use of a shoreland wetland, the City's Plan Commission and Common Council will have to find that the rezoning of the shoreland wetlands on the Bouraxis property, as identified above, will meet the standards in Section 15-9.0207 B.2. and not have a significant adverse impact on the functional values of the wetlands.

As you may know, the applicant must receive approval from the department of natural resources and possibly the US Army Corps of Engineers to place fill within a wetland. At this time the department has not received a permit application for the proposed project. As such, the department is hereby notifying the City, as required under Section 15-9.0207 B.3. of the UDO, that the proposed rezoning of this parcel may have significant adverse impacts to the wetlands on the Bouraxis property. Therefore, the department is recommending that the Plan Commission and Common Council either deny or delay approval of the rezoning request until the applicant is able to provide the City with a copy of the permits, from the department and the Corps of Engineers to fill the wetlands.

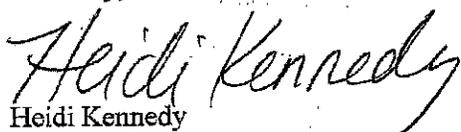
However, if the Common Council chooses to proceed and approves the rezoning of these shoreland wetlands, the approval must contain the following provision:

"This amendment shall not take effect until more than thirty (30) days have elapsed since written notice of the Common Council's approval of this amendment was mailed to the

Department of Natural Resources. During that 30-day period, the Department of Natural Resources may notify the Common Council that it will adopt a superseding shoreland ordinance for the City, pursuant to Section 62.231 of the Wisconsin Statutes. If the Department does so notify the Common Council, the effect of this amendment shall be stayed until the Section 62.231 adoption procedure is completed or otherwise terminated."

Thank you for the opportunity to comment. The department looks forward to working with the City and the applicant in protecting and enhancing the natural resources in the City of Franklin. Please feel free to contact me at 608-261-6430 or at Heidi.kennedy@wisconsin.gov, with any questions or concerns.

Sincerely,



Heidi Kennedy
Shoreland Policy Coordinator.



July 3rd, 2012

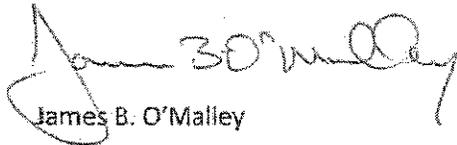
City of Franklin
Attn: Mayor Tom Taylor
9229 W. Loomis Road
Franklin, WI 53132

RECEIVED
CITY OF FRANKLIN
2012 JUL -3 AM 11:59

Dear Mayor Taylor, Plan Commission, Common Council and Staff,

I want my letter to be read out loud at the Plan Commission and Common Council public hearings that as the adjacent property owner to the Meijer proposed development my family is in favor of this development on one condition, that their driveway to Loomis road is in the same location as the approved 2004 Cross Roads Plan. Any other location would hinder the development of our property.

Yours truly,


James B. O'Malley

Franklin

JUL 3 2012

City Development



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LOT 1
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LOT 3
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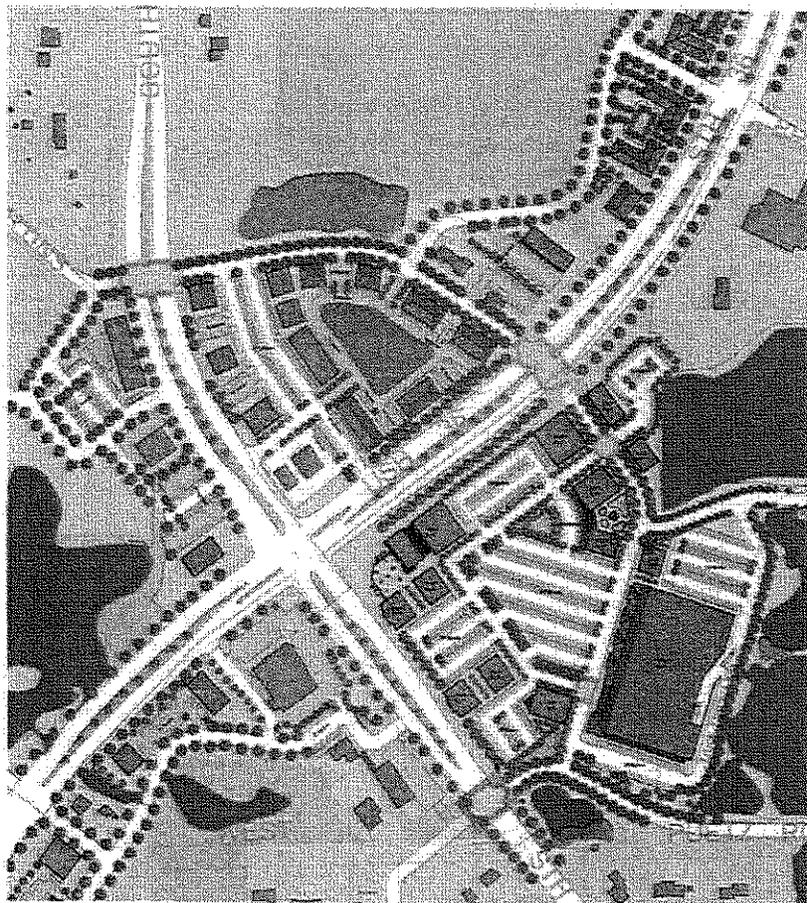
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11-13-04 JL
2:00 PM

City of Franklin
Crossroads Trade Area

REGULATING PLAN



November 2004





660 W. Ridgerview Drive
Appleton, WI 54911-1254
Telephone (920) 968-8100
Facsimile (920) 731-1696

July 5, 2012

City of Franklin Plan Commission
9229 West Loomis Road
Franklin, WI 53132

Re: Proposed Meijer Store and scheduled Public Hearing on July 5, 2012

Dear Commissioners:

On behalf of the Foresthill Highlands senior community, we are requesting that this letter be presented at the July 5, 2012 public hearing for the Meijer Store, and be part of the public hearing record.

We are in agreement with the city's staff recommendation prohibiting truck deliveries and refuse collection between the hours of 10:00 PM and 7:00 AM at the Meijer Store. We have firsthand experience with a grocer and a trucking operation at two of our other Highlands Communities located in New Berlin and Green Bay. In Green Bay, as part of a TIF district structuring, the city actually ended up purchasing and relocating a truck refurbishing operation directly adjacent to our Parkway Highlands senior community to eliminate the excess noise, noxious odors and nuisance. In New Berlin, a Pick N' Save (f/k/a Jewel-Osco), which is similar to but smaller than the Meijer Store being proposed next to Foresthill Highlands, was built alongside Parkwood Highlands senior community. To protect our residential community, a negotiated agreement to restrict night-time deliveries was recorded in the public records. A copy of those truck operation restrictions are attached hereto as an exhibit.

We respectfully request that the City of Franklin Plan Commission apply night-time delivery restrictions to the proposed Meijer Store adjacent to our Foresthill Highlands community expansion at Puetz Road.

Thank you for your time and consideration of this important request.

Sincerely,

Jon D. McMurtrie R.M.

Jon D. McMurtrie
Chairman

Bob Zoelle R.M.

Bob Zoelle
Vice President-Construction

Enclosure: Truck Operation Restrictions exhibit

Proposed Truck Operation Restrictions for Meijer Store

3. **Truck Operation Restrictions.** Buyer's Property in the area to the south and east of Buyer's building to be erected referred to here as "transition area" between Buyer's building and Owner's Property shall not be used for trucking, including, but not limited to, operation of trucks or truck engines, deliveries to the property, loading or unloading, or shipments from the property earlier than 7:00 A.M. or later than 10:00 P.M. Truck parking will not be allowed in the transition area earlier than 7:00 A.M. or later than 10:00 P.M. All truck restrictions recited in this paragraph shall be applicable seven days per week. Upon five days notice by the Owner to the Buyer of any such violation, if such violations continue, the Owner shall be entitled to enforce this restriction by obtaining injunctive relief through the Circuit Court of Waukesha County. Notice may be given by personal delivery, fax transmission, or certified mail, return receipt requested, to either the registered office and registered agent of the Buyer, or to the office of the on-site store manager located on Buyer's Property. The term "truck" or "trucks" for purposes of these restrictions shall mean only semi-tractors and/or semi-trailers.

From: concernedvoter12@aol.com
To: [Tom Taylor](#); [Steve Olson](#); [Tim Solomon](#); [Kristen Wilhelm](#); [Alderman Steve F. Taylor](#); [Douglas D. Schmidt](#)
Cc: [Joel Dietl](#); [Nick Fuchs](#)
Subject: proposed Meijer, I oppose it
Date: Monday, July 09, 2012 10:58:55 AM

Interesting article in jsonline. Says the store plans to draw from 65,000 households, but Franklin itself only has 18,000 households. Where do they plan to draw FROM?

The site isn't on a bus line. **It is a VERY short drive over from the Correctional Facility. Mainly, families or friends visiting someone in the Correctional Facility and then stoppng at Meijer (the nearby version of Wal-Mart) on their way home.** That's the "research" the company has done, I fear, and the reason the original Wal-Mart six years ago was so interested and determined... that's their target market...

Additionally – REDUCING WETLANDS WILL INCREASE FLOODING LOCALLY!! Purchasing wetlands credit in a completely different watershed will not help Franklin AT ALL! And with the increasingly strangely severe storms we see when the weather changes, this is of significant concern, as well as a huge cost to taxpayers and decreases in property values, even of homes located far away, but downstream from, the site.

Will Meijer be willing to hire Hey and Associates to do a quality, independent analysis of the impact on the wetlands removal on the local floodplain?? Because that wetlands removal is NOT accounted for in the consideration of the detention pond...

The Target in Oak creek has slowly gotten a more and more "interesting" clientele, ever since someone opened one if those check cashing loan operations right across the street ... Last weekend I came out to my parked car to find a guy next to his old rusty car, PEEING onto the ground using the open door to hide. Left a huge puddle literally less than two feet from where I had to walk and exactly where a passenger would put their foot getting out of the next car that parked there. The Oak Creek Target draws from outside the city, just like the proposed Meijer will.

I live right up the road from this proposed site. I bought my property based on the master plan for smaller development with a specific avoidance of big box stores. I do not want this Meijer built on that corner.

As for traffic and wear on roads – the Woodmans in Oak Creek has made that area a nightmare of traffic accidents and injuries. I didn't move to Oak Creek. I bought a house in Franklin for a reason, and I want to see that quality of life continue to be represented.

What will prevent it from becoming like the Wal-Mart on 27th , given the proximity of the visitors to the jail?

We have a Sendiks, we have a Target, we have a Pick N Save, we have a Walmart and Lowes already within the City. This proposed development certainly is not looking out for the long term well-being of the City taxpayers, or our property values, and I oppose it.

Please vote no!!

SOUTHEASTERN WISCONSIN REGIONAL PLANNING COMMISSION

W239 N1812 ROCKWOOD DRIVE • PO BOX 1607 • WAUKESHA, WI 53187-1607 • TELEPHONE (262) 547-6721
FAX (262) 547-1103

Serving the Counties of:

KENOSHA
MILWAUKEE
OZAUKEE
RACINE
WALWORTH
WASHINGTON
WAUKESHA



July 10, 2012

Mr. Joel E. Dietl, AICP
Planning Manager
City of Franklin Department of
City Development
9229 W. Loomis Road
Milwaukee, WI 53132

Franklin

JUL 11 2012

City Development

Re: SEWRPC No. CA-405-195

Dear Mr. Dietl:

This will respond to your electronic mail message of May 2, 2012, requesting the Commission staff to conduct a field inspection of the proposed Meijer Commercial Development site located east of the intersection of STH 100 and STH 36. The purpose of the field inspection would be to identify in the field the boundaries of the secondary environmental corridor (SEC) and wetlands contained on the subject development site. The development site is located in parts of the Southeast one-quarter of U.S. Public Land Survey Section 17, Township 5 North, Range 21 East, City of Franklin, Milwaukee County.

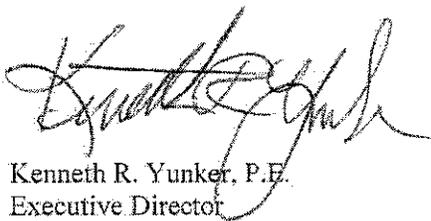
At the time the Commission staff received your request, the Commission staff was notified that a recent field delineation of the wetlands and SEC had already been conducted by Ms. Heather Patti, PWS, Ecologist/Project Manager, with R. A. Smith National. Accordingly, the Commission staff scheduled a June 14, 2012, field inspection with yourself and Ms. Patti for the purpose of reviewing Ms. Patti's findings.

One area on the southeastern corner of the property consisting of an upland prairie remnant had not been included in the SEC depicted on Figure 3 in the environmental corridor delineation report. It has been the Commission's policy to include upland prairie remnants in environmental corridors when in close proximity to other environmental corridor resources. Ms. Patti agreed to make this addition to the SEC and forwarded a revised Figure 3 (see attached). Based upon a review of the wetland and environmental corridor delineation reports, our June 14th field inspection and the revision to Figure 3 completed by Ms. Patti, please be advised that the Commission concurs with the wetland and SEC delineation.

Mr. Joel E. Dietl, AICP
July 10, 2012
Page 2

Should you have any questions regarding this information, please do not hesitate to call.

Sincerely,

A handwritten signature in black ink, appearing to read "Kenneth R. Yunker". The signature is fluid and cursive, with the first name being the most prominent.

Kenneth R. Yunker, P.E.
Executive Director

KRY/DMR/CJJ/dad
ca405-195 (00205681).DOCX

Enclosures

cc: Ms. Heather Patti, PWS
Ms. Emily Bernahl
Ms. Kathleen Kramasz
Mr. Anthony Jernigan



Figure 3
Environmental Corridor Map
Proposed Meijer Commercial Site
City of Franklin
Milwaukee County, WI

Data Source: Sanitary Sewer Service Area
 for The City of Franklin,
 Community Assistance Planning
 Report No. 176 (2nd Edition),
 Map 5-4
 SEWRPC (2012)

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1 inch = 500 feet



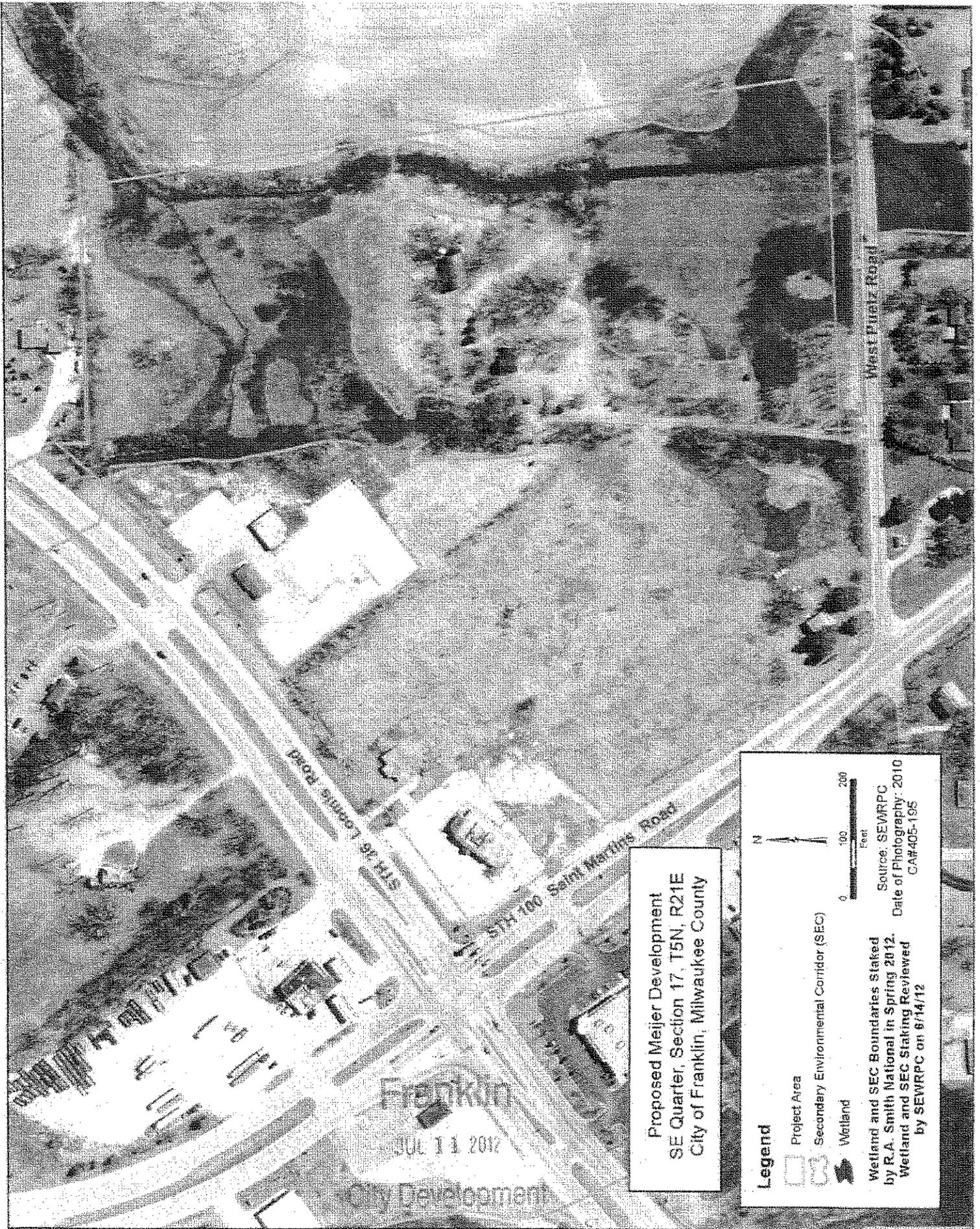
R.A. Smith National

Beyond Surveying
 and Engineering

- | | | | |
|--|---|--|--|
| | PRIMARY ENVIRONMENTAL CORRIDOR | | PLANNED SANITARY SEWER SERVICE AREA |
| | SECONDARY ENVIRONMENTAL CORRIDOR | | GROSS SANITARY SEWER SERVICE AREA BOUNDARY |
| | ISOLATED NATURAL RESOURCE AREA | RESTRICTIONS ON SEWERED DEVELOPMENT | |
| | WETLANDS AND SURFACE WATER AREAS LESS THAN FIVE ACRES IN SIZE LOCATED OUTSIDE ENVIRONMENTAL CORRIDORS AND ISOLATED NATURAL RESOURCE AREAS | | PRIMARY SEWER SERVICE AREAS WITHIN THE CITY OF FRANKLIN SANITARY SEWER SERVICE AREA. THE EXTENSION OF SEWERAGE TO THESE AREAS DEVELOPMENT IS CONFIRMED TO USE "ECONOMICALLY AND ENVIRONMENTALLY SOUND" DEVELOPMENT PRACTICES TO MINIMIZE DEVELOPMENT IN THESE AREAS OTHER THAN SINGLE-FAMILY AND SMALL BUSINESS DEVELOPMENT. |
| | SURFACE WATER WITHIN ENVIRONMENTAL CORRIDORS AND ISOLATED NATURAL RESOURCE AREAS | | EXTENSION OF SECONDARY ENVIRONMENTAL CORRIDORS AND ISOLATED NATURAL RESOURCE AREAS WITHIN THE CITY OF FRANKLIN SANITARY SEWER SERVICE AREA WHICH ARE COMPRISED OF WETLANDS, FLOOD PLAINS, SHORELANDS AND FRESHWATER BODIES. THE EXTENSION OF SEWERAGE TO THESE AREAS DEVELOPMENT IN THESE AREAS IS NOT PERMITTED. |

Source: SEWRPC

JUL 1 2012
 City Development



Proposed Meijer Development
SE Quarter, Section 17, T5N, R21E
City of Franklin, Milwaukee County

Legend

- Project Area
- Secondary Environmental Corridor (SEC)
- Wetland

Wetland and SEC Boundaries Stated
by R.A. Smith National in Spring 2012.
Wetland and SEC Staking Reviewed
by SEWRPC on 8/14/12

Source: SEWRPC
Date of Photography: 2010
CAF405-195

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N

Franklin

JUL 11 2012

City Development

State of Wisconsin
DEPARTMENT OF NATURAL RESOURCES
101 S. Webster Street
P.O. Box 7921
Madison, WI 53707-7921

Scott Walker, Governor
Cathy Stepp, Secretary
Telephone 608-266-2621
Toll Free 1-888-936-7463
TTY Access via relay - 711



July 13, 2012

IP-SE-2012-41-03390 to 03394

Meijer
2929 Walker Ave. NW
Grand Rapids, MI 49544

Franklin

JUL 17 2012

City Development

To Whom it May Concern:

This acknowledges receipt of your application to impact wetlands, City of Franklin in Milwaukee County.

Our field staff are currently evaluating your proposal. Depending on the amount of information you provided and the complexity of your project, you may be asked to provide additional information so that a complete evaluation can be made. We will notify you of the final disposition of your application as soon as we complete our review.

If you have not already done so, please contact the City of Franklin zoning office to determine if a local permit is also required for your project. I have forwarded a copy of your application to the U.S. Army Corps of Engineers. They will advise you directly as to whether their regulations apply to your project.

If you have any questions, please contact your local Water Management Specialist, Kathi Kramasz at (920) 892-8756.

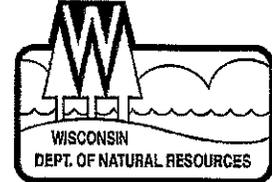
Sincerely,

Deborah Lee
Waterway and Wetland Permit Intake Specialist
(608) 266-3910

cc: Kathi Kramasz – Water Management Specialist
Anthony Jernigan – Project Manager, U.S. Army Corps of Engineers
Heather Patti – R.A. Smith National, Inc.
City of Franklin

State of Wisconsin
DEPARTMENT OF NATURAL RESOURCES
Sturtevant Service Center
9531 Rayne Road
Sturtevant WI 53177

Scott Walker, Governor
Cathy Stepp, Secretary
Telephone 608-266-2621
Toll Free 1-888-936-7463
TTY Access via relay - 711



July 17, 2012

Nick Fuchs
City of Franklin
9229 W Loomis Road
Franklin, WI 53132

Subject: Meijer Site

Dear Mr. Fuchs:

The Department recently met with representatives of GreenbergFarrow to discuss the post-construction storm water total suspended solids (TSS) reduction requirement for the proposed Meijer development site in the City of Franklin. Based on this meeting and supplemental information, the Department agrees that the Meijer development site can be considered a combination of new development and redevelopment for the purpose of compliance with the TSS reduction requirements of s. NR 151.122, Wis. Adm. Code.

The TSS reduction requirement for the Meijer development site should be prorated using an area weighted average based on the specific requirements for new development and redevelopment found in Table 1 of s. NR 151.122, Wis. Adm. Code. The Department concurs with calculations conducted by GreenbergFarrow indicating that the prorated TSS reduction requirement for the Meijer development site is 48%.

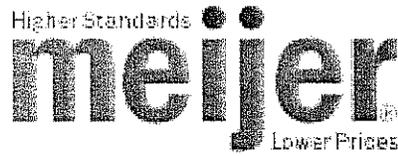
Feel free to call me at (262) 884-2360 if you have any questions.

Sincerely,

A handwritten signature in black ink, appearing to read 'Peter C. Wood'.

Peter C. Wood, P.E.
Water Resources Engineer

CC: Keri Williams - GreenbergFarrow



Meijer, Inc.
2929 Walker Ave. NW
Grand Rapids, MI 49544

Trucking Operations Condition

~~See~~ truck deliveries shall not be made to the store at any time between 10:00 p.m. and 7:00 a.m. any day of the week except that one (1) truck delivery will be allowed at the store during the restricted hours provided that the truck engine is turned off and the truck is not left idling.

7/19/12 by Forensic Highways

**DEVELOPMENT AGREEMENT FOR MEIJER STORE PDD
AND FORESTHILL HIGHLANDS SENIOR AND
CONVENTIONAL APARTMENT BUILDINGS**

This Agreement is being made in a cooperative manner between adjoining property owners consisting of Meijer Store (herein "Meijer") and Foresthill Highlands LLC (herein "Foresthill") due to their adjoining properties located in Franklin, Wisconsin.

As part of this Agreement it is requested that the City of Franklin (herein "City") approve this Development Agreement which both Meijer and Foresthill believe will not only benefit each of their own properties for purposes of harmonious development and operation, but will also facilitate utilization of these properties for the benefit of the City of Franklin.

The terms are as follows:

1. **Mutual Agreement**. Meijer and Foresthill mutually agree to the approval of the PDD Application of Meijer and the Concept Development Plan of Foresthill further described, and subject to the terms, set forth below.
2. **Meijer Plan**. The Meijer Plan proposed for PDD development and approval by the City of is attached hereto as **Exhibit A**.
3. **Foresthill Plan**. The Foresthill Concept Plan for residential development is attached hereto as **Exhibit B**. This Plan has been modified to accommodate the Meijer development by placing conventional apartment unit buildings on the west side of the Foresthill property and senior residential living center buildings on the east side of the Foresthill property to reduce the exposure of the senior residents to the commercial operations on the Meijer property.
4. **Recordable Restrictive Covenants/Trucking Operations**. Meijer agrees to record the Restrictive Covenant Agreement attached hereto as **Exhibit C** with the Register of Deeds as a restriction on the Meijer property as part of this Agreement to reduce the impact of trucking operations on the occupants residing in the residential buildings on the Foresthill property.
5. **Landscape Buffer**. Meijer and Foresthill agree that they will mutually establish a landscape buffer plan for plantings and/or a berm to be installed and maintained solely at Meijer expense along the common boundary within 20 feet either side of the boundary line between the Meijer property and the Foresthill property. This Agreement and buffer will also be recorded as a Restrictive Covenant against the Meijer land for purposes of future maintenance consistent with the original design as an obligation to run with the land for the benefit of the Foresthill property. If Meijer and Foresthill cannot agree on the plan it is then agreed that the landscape buffer proposals of either or both parties may be submitted to the City who is hereby authorized to impose a landscape buffer requirement as either a conditional use requirement, a PDD requirement, or site plan requirement applicable to the Meijer property at Meijer expense

for the benefit and protection of Foresthill. This Agreement or condition imposed by the City may be independently enforced not only by the City, but also by Foresthill.

6. **Meijer Site Plan Barrier Wall**. The Meijer site plan and ultimate construction shall include a 12 foot high barrier wall constructed of concrete approximately 70 feet in length extending northeasterly along the southeasterly building wall line of the Meijer building. The purpose of this barrier wall shall be to shield from view the loading docks of the Meijer building, and all outdoor refuse containers utilized on the Meijer property, from vision from the interior portions of the residential buildings on the Foresthill property.

7. **Approval by City of Franklin**. Meijer and Foresthill hereby request the City to approve and adopt this Development Agreement as stated above for the benefit of both parties.

Dated this _____ day of July, 2012.

MEIJER STORE

BY: _____

Dated this _____ day of July, 2012.

FORESTHILL HIGHLANDS LLC

BY: _____

City Approval

The above Agreement is hereby approved and adopted by requisite vote of the City Council members of the City of Franklin.

Dated this _____ day of July, 2012.

CITY OF FRANKLIN

BY: _____, Mayor

BY: _____, City Clerk

CONCEPT PLAN

FOR
"FORESHILL HIGHLANDS"
 FRANKLIN, WI
 PREPARED FOR:
UNITED FINANCIAL GROUP, INC.

DEVELOPMENT SUMMARY	
PROPOSED CONCEPT PLAN	190 UNITS
ELDERLY HOUSING	24 UNITS
SENIOR TOWNHOMES	24 UNITS
PRIVATE ENTRY BERRY	
PRIVATE GARAGE TOWNHOMES	42 UNITS
TOWNHOMES	
FLY MEAT - IMPROVED	
TOWNHOMES	98 UNITS
TOTAL UNITS	178 UNITS
REARLY	12.68 ACRES
REARLY RESIDENT PARKING	100 SPACES
UNDERGROUND PARKING	20 SPACES
SURFACE GARAGES	50 SPACES
TOTAL GARAGES	170 SPACES
VISITOR OVERLOOK PARKING	10 SPACES
AT ENTRY BUILDING	10 SPACES
TOTAL VISITOR PARKING	20 SPACES
ELDERLY PARKING	24 SPACES
TOTAL PARKING	190 SPACES
PRIVATE ENTRY BERRY BERRY GARAGE	38 SPACES
TOWNHOMES GARAGE	58 SPACES
DRIVEWAY	3 SPACES
ADDITIONAL	11 SPACES
TOTAL	110 SPACES
CLUBHOUSE PARKING	11 SPACES

SCALE 1" = 60'

1300 W. Capitol Drive
 Franklin, WI 53045
 Phone: (414) 796-1000
 Fax: (414) 796-1001

DATE: June 30, 2012



1511917B

RESTRICTIVE COVENANT AGREEMENT

TRUCKING OPERATIONS

This Restrictive Covenant is hereby created and imposed by Meijer Store (herein "Meijer") with agreement by, and for the benefit of, Foresthill Highlands LLC.

This Restrictive Covenant applies to the property owned by Meijer legally described on **Exhibit A** attached hereto. This Restrictive Covenant is for the benefit and protection of the property owned by Foresthill Highlands LLC legally described on **Exhibit B** attached hereto.

This Agreement and restrictions herein may be modified or terminated only upon the express written authorization in a recordable document, of the owner of the property described on **Exhibit A** and the owner of the property described on **Exhibit B** attached hereto.

The following Restrictive Covenant is hereby created and imposed upon the property legally described on **Exhibit A**:

The property of Meijer described on **Exhibit A** shall not be used for trucking, including but not limited to, operation of trucks, truck engines, or other truck refrigeration or apparatus, motors, and engines for deliveries to the property, loading or unloading, or shipments from the property any time prior to 7:00 a.m. or later than 10:00 p.m., seven (7) days per week. One truck will be allowed on the Meijer property during the restricted hours from 10:00 p.m. to 7:00 a.m. provided that such truck engine and motors of refrigeration units and other truck apparatus are turned off. Upon five (5) days notice by Foresthill to Meijer of any such violations, if such violations continue, Foresthill shall be entitled to enforce this restriction by obtaining injunctive relief by action filed in the Circuit Court for Waukesha County and in addition thereto Foresthill shall be entitled to liquidated damages of \$1,000 per violation plus all costs of enforcement, including reasonable attorney's fees. Notice of any violation may be given by Foresthill to Meijer by personal delivery, fax transmission, or certified mail, return receipt requested, to either the Wisconsin registered office and registered agent for serviced of process in the State of Wisconsin, or to the office of the on-site store manager located on the Meijer property. The term "truck" or "trucks" for purposes of this restriction shall mean straight trucks, semi-tractors, and/or semi-trailers.

The one sole exception to the restriction is that one truck per calendar day for delivery of produce may enter and exit the Meijer property for delivery during the restricted hours subject to the requirement that upon arrival at the property the truck engine and all refrigeration engines and motors shall be turned off in order to avoid nighttime disturbance to the neighboring residents on the Foresthill property.

This Restrictive Covenant is to be perpetual and shall be binding on the parties hereto and their respective heirs, successors, and assigns.

Dated this ____ day of _____, 2012.

MEIJER STORE

BY: _____

Subscribed and sworn to before me
this ____ day of _____, 2012.

Notary Public
State of Wisconsin
My commission expires _____

Dated this ____ day of _____, 2012.

FORESTHILL HIGHLANDS LLC

BY: _____

Subscribed and sworn to before me
this ____ day of _____, 2012.

Notary Public
State of Wisconsin
My commission expires _____

This instrument drafted by:
Charles D. Koehler
HERRLING CLARK LAW FIRM LTD.
800 North Lynndale Drive
Appleton, WI 54914

RETURN TO DRAFTER

LEGAL DESCRIPTIONS

LOT ONE (1), CERTIFIED SURVEY MAP NO. 7785 RECORDED JULY 12, 2006 IN THE OFFICE OF THE REGISTER OF DEEDS FOR MILWAUKEE COUNTY, WISCONSIN, AS DOCUMENT NUMBER 9267685; BEING ALL THAT PART OF THE SOUTH 1/2 OF THE EAST 1/2 OF THE SOUTHEAST 1/4 OF SECTION 17, TOWNSHIP 5 NORTH, RANGE 21 EAST, IN THE CITY OF FRANKLIN, MILWAUKEE COUNTY, WISCONSIN.

FOR REFERENCE PURPOSES ONLY: TAX PARCEL NUMBER 840-9999-001
9530 W. PUETZ ROAD, FRANKLIN, WISCONSIN
(15.1789 ACRES, WEST LOT)

LOT TWO (2), CERTIFIED SURVEY MAP NO. 7785 RECORDED JULY 12, 2006 IN THE OFFICE OF THE REGISTER OF DEEDS FOR MILWAUKEE COUNTY, WISCONSIN, AS DOCUMENT NUMBER 9267685; BEING ALL THAT PART OF THE SOUTH 1/2 OF THE EAST 1/2 OF THE SOUTHEAST 1/4 OF SECTION 17, TOWNSHIP 5 NORTH, RATE 21 EAST, IN THE CITY OF FRANKLIN, MILWAUKEE COUNTY, WISCONSIN.

FOR REFERENCE PURPOSES ONLY: TAX PARCEL NUMBER 840-9999-002
W. PUETZ ROAD, FRANKLIN, WISCONSIN
(22.6456 ACRES, EAST LOT)

RECEIVED
CITY OF FRANKLIN

Lucy Flintrop
8310 S 100th St
Franklin, WI 53132

2012 JUL 19 AM 10:08

July 17, 2012

Franklin Residents:

I have lived in Franklin for more than 35 years and my husband has lived here His entire life of 80 plus years. His parents farmed the land that now is idle wet lands with man made ponds. We live in the house that His parents built in 1936 on the land. We live 1/3 north of the crossroads on Highway 100. The widening of the highway will affect me more adversely than the Mieijers project. This new store can only be a positive. We have seen many changes over the years. Any improvements in Franklin were not with out a struggle. It seems like some people in Franklin do not want to change for anything. What if nothing had changed we'd still have horses and buggies and farms. But as people moved in and built homes on farm land we needed schools, roads and stores so things have had to change.

What an opportunity we as Franklin citizens, neighbors, tax payers and voters with the crossroads project today. We can improve the derelict-eyesore that we call crossroads into something that we all can be proud of and benefit from. It could still be a sleazy bar with the cliental that went with it or it could be something even worse. Is that what we want?

Yes we will need to think about the increase in traffic, wet lands, lights, noise, 24- 7 operation, size of the store, delivery trucks, crime and anything else.

With those problems let's look at the new opportunities that we will all have and how to best deal with the concerns.

- ❖ Improved looking crossroads (eyesore gone) and something that is beautiful, functional and we can take pride in. Is that not a good thing?
- ❖ Tax revenue base increased. Who wouldn't want that? Is that not a good thing?
- ❖ Jobs in construction and ongoing employees for the store. We need jobs. Is that not a good thing?

- ❖ A new business and neighbor that contributes to social causes of the area with financial assistance based on a percent of the profits. Is that not a good thing?
- ❖ Wet lands- lets be serious we have more than our share of wet lands in Franklin and Meijers are willing to work them into the landscape and improve their function. We deal with them when it comes to road construction, why not for Meijers? Is that not a good thing?
- ❖ Increased traffic of course. With new homes, business and schools comes more people and cars. Meijers has gone out of their way to figure ways to help the flow of traffic. Is that not a good thing?
- ❖ Most deliveries would be during normal business hours and with a crew on duty 24-7 they would unload any they would leave. Trucks would not sit around running for hours and wait for crew to come and unload. Is that not a good thing?
- ❖ 24-7 operation could be a deterrent for some low life's as there is always some one on duty and watching the premises. Is that not a good thing?
- ❖ What is the magic of 125,000 or 192,000 square feet? Walmart builds super stores all over the state and we have the chance for a nice upscale department store and we fight over a few feet. It seems to me that they are trying to give it a very aesthetic appeal. Is that not a good thing?
- ❖ Please give Meijer's a chance and say yes. Is that not a good thing?

Sincerely yours

Lucy Flintrop

Randall, Brian C.

From: Sara Nowacki <snowacki@gmail.com>
Sent: Thursday, July 19, 2012 4:41 PM
To: Randall, Brian C.
Subject: Fwd: Meijer store

----- Forwarded message -----

From: Sara Nowacki <snowacki@gmail.com>
Date: Thu, Jul 19, 2012 at 4:38 PM
Subject: Meijer store
To: steve-olson@wi.rr.com

Hi Steve

We were at the Meijer meeting July 5th. At the meeting, I spoke in support of the Meijer project. I will not be able to attend the meeting tonight, but wanted to reiterate that Andy and I think this would be a great addition to Franklin. This would provide some much needed competition for Pick-n-Save and Target. Competition brings out the best in companies. As I stated in the meeting I go outside of Franklin to shop to do much of my grocery and "staples" shopping. Having Meijer in Franklin would not only be more convenient, but would give me the opportunity to spend more of my money in Franklin. I have not heard one bad thing said about Meijer when the name is brought up. In fact, most people were excited at the possibility. We need a company like Meijer that will invest in Franklin's future.

I was concerned that at the meeting, it seemed to me that Franklin was favoring the needs of a few over the needs of the city. I also got the impression that the board was trying to make Meijer jump through as many hoops as they could think of. As someone commented on the Franklin Now website, businesses are not lining up outside city hall to build at that location. Please keep an open mind when considering this.

Thank you

--
Sara Nowacki

--
Sara

Mike Sweeney FFEDC Member and owner of Sweeney's Gym
- in support

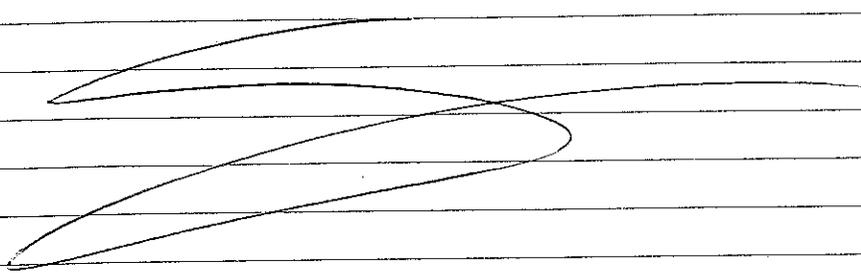
- ^{Meier} Company will deal in other businesses

- ^{with} Increases adjacent property values

- Denial ^{with} detours away from small businesses

- ^{development} Can create opportunity for businesses like Sweeney's Gym

- Crossroads Plan is set a feasible plan at this time



Sandi Wesolowski

From: Craig Haskins [craig@knightbarry.com]
Sent: Thursday, July 19, 2012 2:30 PM
To: Sandi Wesolowski; Tom Taylor
Subject: Plan Commission Meeting tonight

Sandi,

Would you please print this for the members of the Plan Commission. If they wish to read this into the record, that would be fine with me.

I support the Meijer development in Franklin. The economic development for the surrounding area could be significant. This particular site has seen several proposals come and go over the past decade. None have been fruitful. I'm told that the Meijer proposal doesn't require any public assistance or any tax breaks, which is outside of what seems to be the trend in attracting high quality development (see Kohl's in the news today). The State's of Wisconsin Department of Administration issued population projections through the year 2030 and the City of Franklin is projected to grow faster than any other municipality in Milwaukee County, with Oak Creek trailing closely behind. This means that in the next decade the growth of Franklin and its closest neighbors is projected to be up, which could trigger much of the demand for retail and grocery that could be filled by Meijer. From an economic perspective, the Meijer project is a huge win for Franklin.

Respectfully,
Craig Haskins
5444 W Harvard Drive
Franklin, WI 53132

Craig Haskins, Executive Vice President
Knight Barry Title, Inc.
330 E Kilbourn Ave, #925, Milwaukee, WI 53202
Direct: (414) 847-1000 | Cell: (262) 412-8899
craig@knightbarry.com | www.knightbarry.com

Knight | Barry
TITLE GROUP
Integrity. Experience. Innovation.

RECEIVED

AUG 06 2012

SOUTHEASTERN WISCONSIN REGIONAL PLANNING COMMISSION

W239 N1812 ROCKWOOD DRIVE - PO BOX 1607 - WAUKESHA, WI 53187-1607

TELEPHONE (262) 547-6721
FAX (262) 547-1103

City of Franklin
Engineering Department

August 2, 2012

Serving the Counties of:

KENOSHA
MILWAUKEE
OZAUKEE
RACINE
WALWORTH
WASHINGTON
WAUKESHA



Mr. John M. Bennett, P.E.
City Engineer
City of Franklin
9229 W. Loomis Road
Franklin, WI 53132

SEWRPC No. CA 405-366

Dear Mr. Bennett:

Pursuant to your July 12, 2012, electronic mail request to Michael G. Hahn of the Commission staff, we have reviewed a grading plan, floodplain exhibit, and compensatory storage analysis prepared by GreenbergFarrow for a proposed Meijer store along Legend Creek southeast of the intersection of STH 100 (St. Martins Road) and STH 36 (W. Loomis Road) in the southeast one-quarter of U.S. Public Land Survey Section 17, Township 5 North, Range 21 East, City of Franklin. It is proposed to place fill within the one-percent-annual-probability (100-year recurrence interval) floodplain of Legend Creek to accommodate the development and to provide compensatory floodwater storage volume to offset the storage volume lost due to filling.

The compensatory storage analysis shows that the proposed compensatory floodwater storage is greater than the volume of fill placed below the one-percent-probability flood stage elevation and that the compensatory storage area would be expected to drain freely between floods. Also, the proposed floodplain filling is located outside the floodway. Thus, the proposed project would not be expected to result in an increase in the Legend Creek one-percent-probability flood stage, and would, therefore, meet the requirements of both the City zoning ordinance and the *Wisconsin Administrative Code* regarding not creating flood stage increases.

It is recommended that the City require that as-built topographic information for the cut and fill areas be submitted for City review and approval. Cross-sections should be surveyed along each of the excavated and filled areas prior to and after excavating or filling, and calculations should be provided verifying the total volume of fill placed below the one-percent-probability flood elevation and the total volume of excavation below the one-percent-probability flood elevation.

It is our understanding that Tanya L. Lourigan, Wisconsin Department of Natural Resources Water Management Engineer, will provide the City with information related to project sequencing and agency approval of revisions to the local floodplain zoning ordinance and the Federal Emergency Management Agency (FEMA) floodplain map.

We trust that the foregoing is fully responsive to your request. Should you have any questions, please contact Mr. Hahn directly.

Sincerely,

Kenneth R. Yunker, P.E.
Executive Director

KRY/MGH/pk
PROPOSED MEIJER DEV - FLPL CUT & FILL RVW (00206238).DOC

cc: Ms. Tanya L. Lourigan, WDNR-Milwaukee
Mr. Lee Traeger, FEMA Region V

State of Wisconsin
DEPARTMENT OF NATURAL RESOURCES
2300 N. Dr. Martin Luther King, Jr. Drive
Milwaukee WI 53212-3128

Scott Walker, Governor
Cathy Stepp, Secretary
Telephone 608-266-2621
Toll Free 1-888-936-7463
TTY Access via relay - 711



August 3, 2012

Mr. Nick Fuchs, Senior Planner
Department of City Development
City of Franklin
9229 West Loomis Road
Franklin, WI 53132-9728

Franklin

AUG 8 2012

City Development

Subject: Preliminary Floodplain Review – Proposed Meijer Commercial Site

Dear Mr. Fuchs:

Thank you for submitting preliminary plans to the Department for the proposed Meijer Commercial Site. The site is located on the east side of the intersection between West Loomis Road (STH 36), St. Martins Road (STH 100), and West Puetz Road. As the Department Floodplain Engineer covering Milwaukee County, I am in a position to provide assistance to the City in interpreting your Floodplain Zoning Ordinance and Wisconsin Administrative Code Chapter NR 116. This review was completed on that premise.

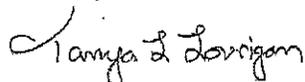
1. A portion of the property is located within the Legend Creek floodplain on the Federal Emergency Management Agency (FEMA) Flood Insurance Rate Map, as adopted in the floodplain ordinance. The Regional Flood Elevation (RFE) ranges from 781.4 to 781.0 feet, NGVD 29 Datum. A portion of the property is also in an approximate flood zone where flood elevations have not been determined.
2. The proposed structure is located in the floodfringe and must be built in full compliance with the floodfringe commercial development standards in the floodplain ordinance. Standards require that the elevation of any lowest floor must be at or above the Flood Protection Elevation (FPE) - two feet above the RFE - on fill. The fill shall be one foot or more above the RFE extending at least 15 feet beyond the limits of the structure. Contiguous dryland access should also be provided from the structure to land outside the floodplain. **Based on my interpretation of the June 25, 2012 plans, the project appears to meet these development standards.** It is my understanding the proposed structure will not have a basement or crawlspace. If one is proposed, additional standards would apply.
3. **Please note that the structure would still be considered in the 100-year floodplain for regulatory and insurance purposes.** If the property owner wants to officially remove the lands from the floodplain according to the City Ordinance and Wis. Admin. Code NR116, the lands need to be filled at least two feet above the Base Flood Elevation and the fill needs to be contiguous to land outside the 100-year floodplain. Based on my understanding of the plans, these requirements would be met.

However, the applicant would also need to submit a Letter of Map Revision based on Fill (LOMR-F) to FEMA. With FEMA's issuance of a LOMR-F, the parcel would be removed from the floodplain for insurance purposes. After the LOMR-F is issued, the City would amend the floodplain ordinance to adopt the new information and submit the amendment to the Department for approval. At that point, the lands would also be removed from the floodplain for zoning purposes.

4. The Department's experience has been that the best time to submit the LOMR-F for these types of projects is after placing the fill but prior to constructing the building. However, you or the applicant may want to contact the FEMA Map Information eXchange to verify. FEMA map specialists can be reached at FEMAMapSpecialist@riskmapcds.com or 877-336-2627.
5. As part of the LOMR-F application, a community official signs the "Community Acknowledgement Form" indicating the community has determined that the proposed structure is reasonably safe from flooding. You may want to review FEMA Technical Bulletin 10-01, "Ensuring That Structures Built on Fill In or Near Special Flood Hazard Areas Are Reasonably Safe From Flooding" for additional guidance.
6. This review only addresses floodplain considerations. Other federal, state, and local permitting may be required.
7. If the City of Franklin has more restrictive requirements than Wisconsin Administrative Code Chapter NR 116 such as compensatory storage, then those requirements must also be met.

Thank you for the opportunity to review the preliminary plans for the Meijer Commercial Site. If you have any questions, please feel free to contact me at (414) 263-8641 or Tanya.Lourigan@wisconsin.gov.

Sincerely,



Tanya L. Lourigan, P.E.
Water Management Engineer
Milwaukee Service Center

cc: Michael Hahn, PE, PH – Southeastern Wisconsin Regional Planning Commission
Heidi Kennedy, Shoreland Policy Coordinator – DNR Madison
Kathi Kramasz, Water Management Specialist – DNR Plymouth

State of Wisconsin
DEPARTMENT OF NATURAL RESOURCES
Plymouth Service Center
1155 Pilgrim Road
Plymouth, WI 53073

Scott Walker, Governor
Cathy Stepp, Secretary
Telephone 608-266-2621
Toll Free 1-888-936-7463
TTY Access via relay - 711



AUG 08 2012

08/06/2012

IP-SE-2012-41-03390,3391

Meijer
2929 Walker Ave. NW
Grand Rapids, MI 49544

RE: Application to impact wetlands adjacent to Legend Creek, located in the City of Franklin, Milwaukee County, also described as in the SW1/4 of the SE1/4 of Section 17, Township 5 North, Range 21 East.

Dear Sir or Madam :

We have received your application to fill several wetland areas adjacent to Legend Creek for a new large block commercial development. The burden of proof is on the applicant to demonstrate that there is no practicable alternative to the project that will not impact the wetlands. Then the applicant must demonstrate that any unavoidable wetland impacts have been minimized. This burden of proof has not been met with this application.

The stated purpose of the project is for commercial development. There is no doubt that this large property could be developed for commercial use without any wetland fill at all. Clearly there is a specific company planning to develop this site. It appears that the following amenities are desired for this company:

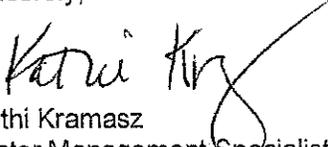
- Large block building
- Drive through pharmacy
- Outdoor garden area
- Semi loading docks
- Customer parking

Even a large block building could fit on this site without any wetland fill. In addition, it appears that with orienting the building a different direction and locating the desired amenities in alternative locations, even this proposed building can be developed with minimal wetland fill. DNR issued a past permit to fill wetlands #1 and #2 for commercial development, and part of the fill for wetlands #3 and #4 is being required for the public roadway reconstruction. We can approve this wetland fill as needed.

However, you will need to demonstrate why the site cannot be developed with either alternate #1 that completely avoids all other wetland fill or alternate #2 that minimizes the wetland fill, or third combination of the 2. As discussed in the pre application meeting, you must consider underground stormwater management and/or off site treatment, in addition to green roofing, use of medians, etc for stormwater management. Both of these alternatives also help minimize the floodplain fill and compensatory storage requirements and would avoid a shoreland-wetland rezone.

If you have any questions, please call me at (920) 892-8756 ext 3031.

Sincerely,

A handwritten signature in black ink, appearing to read 'Kathi Kramasz', with a long, sweeping flourish extending to the right.

Kathi Kramasz
Water Management Specialist

C: RA Smith National, Inc
City of Franklin
Anthony Jernigan, COE
Jamie Lambert, DNR Stormwater Specialist



Franklin

AUG 8 2012

City Development

August 7th, 2012

City of Franklin
Mayor Tom Taylor and Plan Commission Members
9229 West Loomis Road
Franklin, WI 53132

Dear Mayor Taylor and Plan Commission Members,

I'm sorry I cannot attend tonight's meeting regarding the Meijer project at the corner of Hwy 100 & Hwy 36, but I want to voice my support for his development.

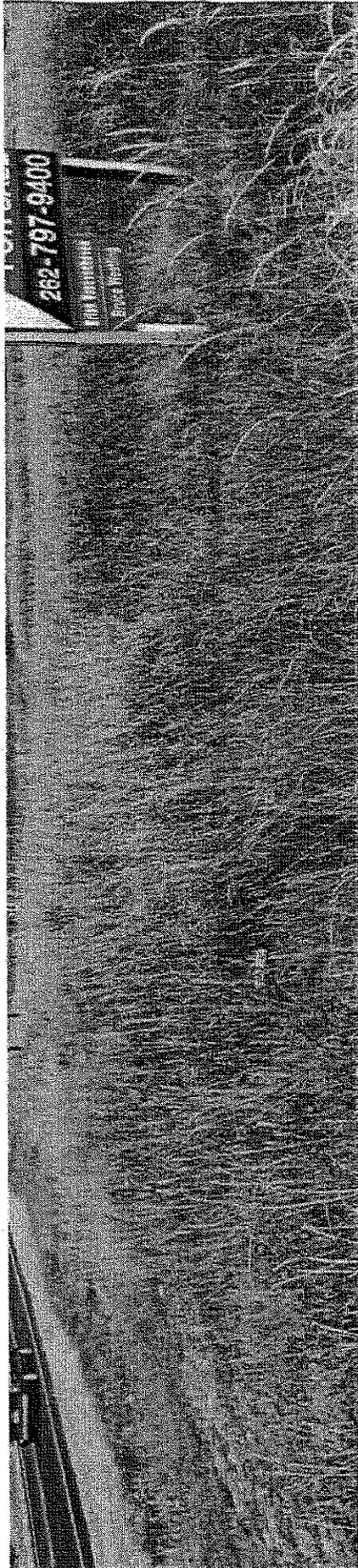
This type of development will absolutely have a positive impact on attracting new retail businesses to Franklin and to the South 76 Street and Rawson Avenue area. One of my major battles at the Orchard View Shopping Center is attract retailers to Franklin. Retailers want other retailers in the area; the problem is attracting the first retailers to the area. We have a good start with Target and Office Max, in the Franklin School District, but other than those two national retailers, all we have are small neighborhood type retailers and they all need more businesses to develop in Franklin to help build their sales too.

Please move quickly in approving this proposal before Grafton does, (See attached article) it would be a black eye on Franklin if we can't.

Yours truly,

A handwritten signature in black ink that reads 'James B. O'Malley'. The signature is written in a cursive style with a large, sweeping 'J' and 'M'.

James B. O'Malley



SCOTT PALLIS

Village of Grafton still drawing them in

Meijer latest with project for Highway 60 corridor

BY SEAN RYAN
seanryan@bizjournals.com

Meijer Inc. is the latest retailer planning to move onto bustling Port Washington Road near Highway 60 in Grafton and, with more land primed for projects, it likely won't be the last.

The grocery store chain is pursuing a summer 2014 opening for its mega-store that will be built south of the intersection of North Port Washington Road and Highway 60. That corner has become a center of big-box development in Ozaukee County, attracting Target, Home Depot, Costco, Kohl's and Dick's Sporting Goods.

Despite a lull in new development during the economic downturn over the past several years, that corner near Interstate 43 has lived up to Grafton's expectations from 1997, when it came up with plans for the highway corridor.

said Grafton village president Jim Brunnuquell. "What we're looking for is unique shopping experiences, retail experiences, to not only address survey results that we send out to our residents, but also to create a regional retail location," he said. "(Meijer) showed interest in the community and I met with them and

we explored what would be a good location for them."

It is the second Meijer store proposed in the Milwaukee area. Although the Grand Rapids, Mich.-based retailer is new to the area, Meijer has its sights set on more locations around Milwaukee, according to an email from Frank Guglielmi, Meijer director of public relations.

"We believe we have a great offering for the communities north of the Illinois border and along the lakeshore," Guglielmi said. "We currently are talking to the communities of Franklin and Grafton. I can't get into detail about other sites at this time, but I can confirm that as we look at our broader plans in southern Wisconsin, our investment could exceed \$100 million, create thousands of new jobs and generate millions of dollars in local tax base."

The 191,350-square-foot Meijer store in Grafton would be located on a 33-acre undeveloped site on North Port Washington Road. That area is a main retail node of Ozaukee County, drawing shoppers from the south and from western communities such as Cedarburg or West Bend, said Bruce Westling, president of NAI MLG Commercial, Brookfield. There is

not much land big enough for large stores to the south in Mequon, he said.

NAI MLG Commercial listed the Grafton property that Meijer would buy for its store. It also is listing a property north of the Costco store on Port Washington Road. There is another retail project reportedly in the works on that 24-acre vacant site, according to real estate sources, who asked to remain anonymous.



Jim Brunnuquell

"We've got land for sale," Westling said when asked about the prospect.

The Meijer development plan includes land for more stores around the Meijer site, including a 6-acre site sandwiched between the Meijer and Home Depot stores. A second, smaller site would face Port Washington Road.

"A critical piece of the whole site plan is the outlots are sized appropriately to give the village and the developer options," Brunnuquell said.

MORE DEVELOPMENT

There also is the potential for more development south of the Meijer store, which will be taken into consideration as the village plans to widen Port Washington Road, Brunnuquell said. Meijer has agreed to pay most of the cost

of widening Port Washington Road from two to four lanes, south of Highway 60, at least to the entrance to the Meijer store. The budget of that work, and the percentage that Meijer would pay, is not determined, Brunnuquell said.

"Do we partner with them and make other further improvements down to road?" he said. "There's an intersection about a half-mile down the road."

The intersection is strong for retail, and the Costco store performs well, said Nicolas Tice, vice president of Commercial Property Associates Inc. in Milwaukee. Meijer will definitely draw in new shoppers that would not otherwise head to that corner, he said. However, with Meijer bringing a significant amount of groceries, the retailer could pull some customers away from Costco or the nearby Target, he said.

The village of Grafton's Plan Commission will review the Meijer project in August, setting up a final board vote in September, Brunnuquell said. Plans for the project were formally submitted to the village in July. The expedited review is the result of village officials and planners coordinating with Meijer in the early stages of planning, he said.

"It's consistent with how we do all of ours," Brunnuquell said. "We do all of our homework. We do all of our preparation."

From: Jack Bennett
To: "Art.Baumann@dot.wi.gov"; Planning; Tom Taylor; Steve Olson
Subject: FW: Meijer - Franklin, WI - Puetz Road Intersection options
Date: Tuesday, August 07, 2012 9:42:41 AM
Attachments: [Puetz Road TurnLane Alt3 080212.pdf](#)
[Puetz Road Realignment Alt2 080212.pdf](#)
[Puetz Road Realignment Alt1 080212.pdf](#)
[2033 Lane Configurations \(Access at 300"\).pdf](#)
[20120807_082012.pdf](#)

Staff in the engineering department prefers alternate number 3 which does not relocated the intersection of W. Puetz Road.

Alternate number 2 has a radius of 200 feet which does not meet the City's UDO code of 300 feet as a minimum radius for a collector streets ; therefore, if the DOT will not accept alternate 3 we are left with alternate number one which relocates W. Puetz Road to the southeast and provides a 300 feet radius.

If alternate number one is accepted, engineering would recommend that the initial solution would be a right turn only for the westerly leg of W. Puetz Road.

From: Baumann, Art - DOT [mailto:Art.Baumann@dot.wi.gov]
Sent: Tuesday, August 07, 2012 6:53 AM
To: 'David Behrens'; Jack Bennett
Cc: michael.flickinger@meijer.com; david.gilmore@meijer.com; bcr@ffsj.com; John Bieberitz; kwilliams@greenbergfarrow.com; Emily Bernahl; Schmit, Sheri - DOT; Elkin, Robert - DOT; Voight, Susan - DOT; Bliesner, Brian - DOT; Higdon, Hans - DOT
Subject: FW: Meijer - Franklin, WI - Puetz Road Intersection options

David & John,

WisDOT has completed our review of the three alternatives provided. Unfortunately, due to many safety and operational concerns, Alternative #3 has been deemed unacceptable.. WisDOT can accept, with some revisions, either Alternative #1 or Alternative #2. Ideally, we would like to have 400 feet between the WIS 100 intersection and the new Meijer access on Puetz. However given the site constraints, we can accept the driveway being relocated only 100 feet further to the east for both alternatives (about 300 foot spacing). This shift is needed to accommodate a 200 foot left turn lane with a 100 foot taper for the westbound left turn lane from Puetz Road to WIS 100. The current spacing can't accommodate the turn lane. Additionally, we request a minimum 100 foot storage for the eastbound left turn lane from Puetz Road to the Meijer driveway to ensure that vehicles do not back up into the travel lane and create the possibility of vehicles backing up onto WIS 100. See attached exhibit showing the "Draft" improvements to be implemented for this development.

WisDOT will accept an interim condition that leaves the west approach of Puetz Road at its current location. The west approach would be limited to right-in/right-out movements only. There are three potential long term solutions for the west approach:

1. Relocate the west approach to align with the newly constructed east approach with the WisDOT WIS 100 Capacity Expansion project.

2. Eliminate the west approach connection and replace with a cul-de-sac. The homeowners would be able to access WIS 100 via Prairie Grass Way.
3. Eliminate the west approach connection and replace with a cul-de-sac. Provide replacement access by extending one of the subdivision roads to the west to intersect 102nd Street or another roadway. This option should only require the purchase of vacant land to construct.

Depending on the alternative selected, WisDOT and the City of Franklin will need to reach an agreement on the appropriate cost shares and responsibilities.

If you have any questions or need further clarification on any of the items listed in this e-mail, please contact me as indicated below.

Art Baumann
WisDOT Traffic Operations Engineer
(262) 548-5626
art.baumann@dot.wi.gov

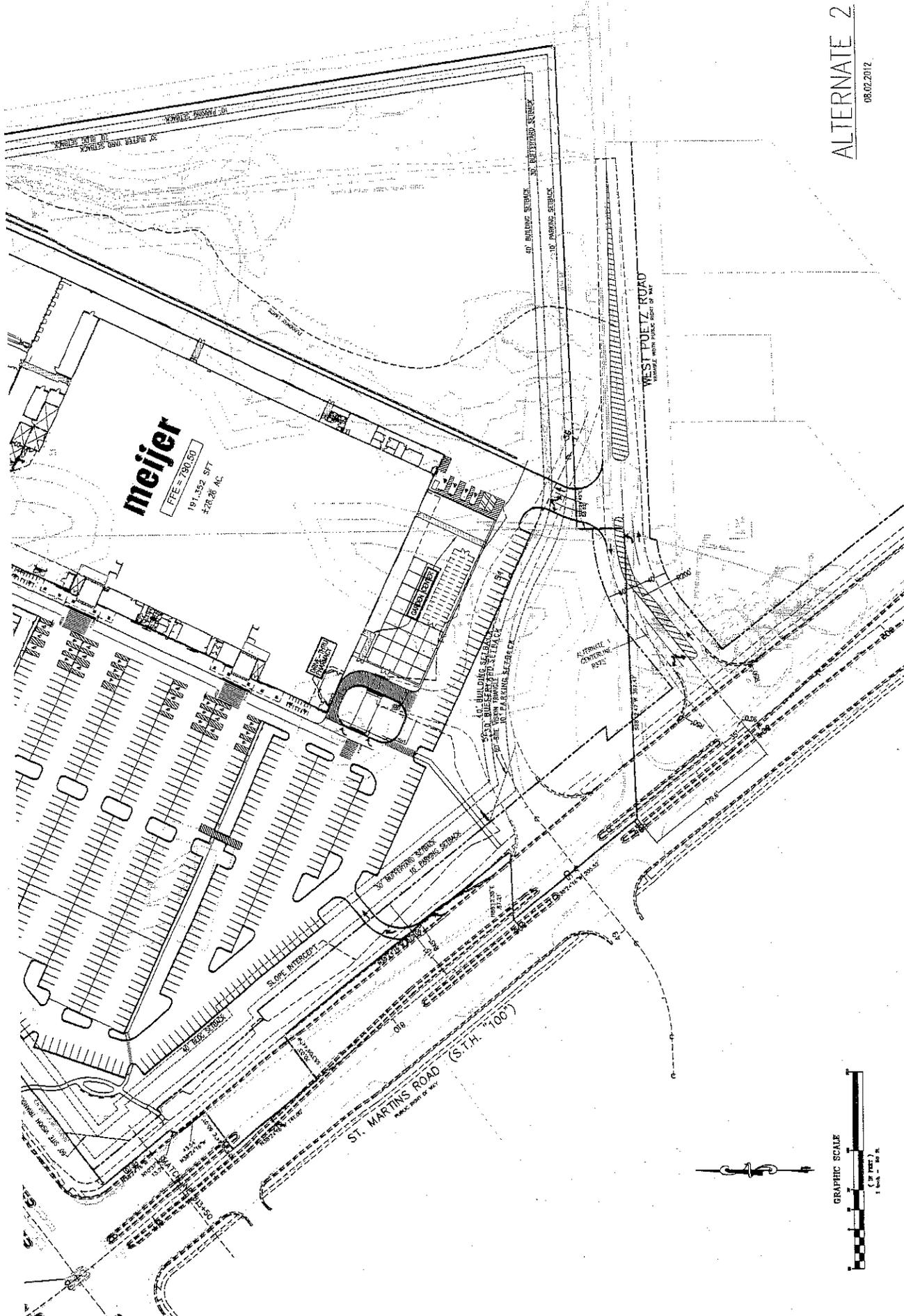
From: David Behrens [<mailto:dbehren@greenbergfarrow.com>]
Sent: Thursday, August 02, 2012 3:42 PM
To: Baumann, Art - DOT; jbennett@franklinwi.gov
Cc: michael.flickinger@meijer.com; david.gilmore@meijer.com; bcr@ffsj.com; John Bieberitz; kwilliams@greenbergfarrow.com; Emily Bernahl
Subject: Meijer - Franklin, WI - Puetz Road Intersection options

Good afternoon Art and John

As promised during our meeting on Tuesday, please find attached 3 design alternatives for your review and discussion. Alternatives 1 & 2 represent consideration of the Puetz Road relocation, providing options of curve radius to maximize distance from the present intersection; while Alternate 3 represents the option that Mr. Bennett suggested during the meeting.

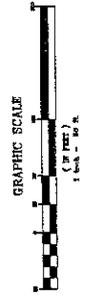
Your expedited review is of course appreciated as we draw closer to the August 9, 2012 Plan Commission meeting. Thank you again for the time to collectively discuss and allowing Meijer to participate in the discussions.

David W. Behrens, RLA, ASLA
GreenbergFarrow
Principal
21 South Evergreen Avenue, Suite 200
Arlington Heights, IL 60005
t: 847 788 9200 ext. 7760
c: 847 682 9420
dbehrens@greenbergfarrow.com
www.greenbergfarrow.com



meijer
 FEE = 280,00
 191,532 SFT
 428,28 AC

ALTERNATE 2
 08.02.2012



D. **Street Grades.**

1. Street grades shall be established wherever practicable so as to avoid excessive grading, the promiscuous removal of ground cover and tree growth, and general leveling of the topography.
2. All changes in street grades shall be connected by vertical curves of a minimum length equivalent in feet to fifteen (15) times the algebraic difference in the rates of grade for arterial streets, and one-half (0.5) this minimum for all other streets.
3. Unless necessitated by exceptional topography and subject to the approval of the Plan Commission, the maximum centerline grade of any street or public way shall not exceed the following:
 - a. Arterial streets: five (5) percent.
 - b. Collector streets: six (6) percent.
 - c. Minor streets, alleys, and frontage streets: six (6) percent.
 - d. Pedestrian ways: eight (8) percent and meeting all applicable "*American with Disabilities Act (ADA) Accessibility Guidelines.*"
4. Street grades may be varied as provided for in Section 15-5.0103(E) of this Ordinance, but in no case shall any street grade be permitted to exceed eight (8) percent or be less than one-half (0.5) of one (1) percent.

E. **Radii of Curvature.**

1. When a continuous street centerline deflects at any one (1) point by more than ten (10) degrees, a circular curve shall be introduced having a radius of curvature on said centerline of not less than the following:
 - a. Arterial streets and highways: five hundred (500) feet.
 - b. Collector streets: three hundred (300) feet.
 - c. Minor streets: one hundred (100) feet.
 - d. Rural and Suburban Streets: may be less than one hundred (100) feet in areas where natural resource features are to be preserved as determined by the Plan Commission.
2. A tangent at least one hundred (100) feet in length shall be provided between reverse curves on arterial and collector streets.

LAW OFFICES OF JOSEPH R. CINCOTTA

757 North Broadway – Suite 300

Milwaukee, Wisconsin 53202

Telephone: 414-416-1291

Email: jrc4@chorus.net

August 9, 2012

Via email to jweslaw@aol.com

Mayor Tom Taylor
Chair City of Franklin Plan Commission
C/o City Attorney Jesse Wesolowski
9229 West Loomis Road
Franklin, WI 53132

Re: Proposed Meijer Development at Loomis Road

Dear Attorney Wesolowski:

As per our telephone discussion of this past Tuesday, I visited the City of Franklin Planning Department yesterday to review plans and other documents regarding the above project. Because this project and several requests by the developer are to be taken up this evening at a meeting of the City Plan Commission, I wanted to provide the following analysis and concerns regarding the project and its compliance with state law and local ordinance.

This is a preliminary assessment as I have not been able to review and evaluate all the issues relative to each individual application. However, should I continue to be involved in this matter, I did want these issues brought to the attention of the Plan Commission and City Staff at this time as part of the ongoing review of this proposal.

1. Approval of the Planned Development District rezoning under the petition to create PDD 36 would be illegal spot zoning.

Spot zoning is illegal when a single lot or area is improperly granted privileges which are not granted or extended to other land in the vicinity in the same use district. *Step Now Citizens Group v. Town of Utica Planning and Zoning Committee*, 264 Wis.2d 662, 679 (Ct.App.2003); *Cushman v Racine* 39 Wis.2d 303, 306-307 (1968)

Here, the developer is required to seek and obtain several exceptions or amendments to the City's established Zoning Code, Master Plan and Natural Resource

Protection provisions. A review of the developer's applications shows that these amendments are not *de minimus* or minor exceptions. The requested PDD 36 rezoning would dramatically alter the current underlying PDD and B-3 commercial zoning.

The proposed PDD 36 is a sharp departure from established zoning and design standards. This is shown most clearly by the request that the developer be allowed to construct a single three story approximately 191,000 square foot ("SF") steel and masonry box structure.

The proposal calls for a single structure that is taller than what the Council, the UDO and the City's Master Plan allow for. It is a single very large structure in place of several structures of mixed uses and sizes as called for by the underlying Cross Roads development plan as incorporated and outlined in the City's comprehensive master plan ("CMP").

The proposed 191,000 SF building is also contrary to the 100,000 SF maximum that was established in the CMP for the Cross Roads area. It is also well in excess of the City wide maximum of 125,000 SF established in 2004. While the Common Council has recently voted to remove PDD rezoning and special districts from the 125,000 SF maximum as part of review of the developer's project, that action appears to be contrary to the master planning requirements of state statute and is further addressed below.

The developer's proposal also calls for 24 hour operations. This is directly contrary to the CMP parameters in the Cross Roads plan. 24/7 operations are in no genuine way a meaningful and material benefit to the local or broader community.

The use, as single big-box retail, is also contrary to the mixed use designation that the CMP/Cross Roads calls for, and that is more in keeping with underlying B-3 Zoning.

A review of the developer's applications and other supporting documents shows that the primary factor driving the developer's applications, requests and analysis boils down to a single goal – being able to construct what it calls its "prototype" 191,000 SF building. A review of other Meijer developments in other states shows the same 191,000 SF plan being pursued. Bending and indeed breaking established rules and guidelines so that a private developer may construct its preferred and therefore most profitably designed building is not consistent with proper enforcement of state or local land use laws and reasonable stewardship of the City's land resources.

Further, the implicit idea that the City must either approve a developer's prototype building or it will not develop at all is not the type of negotiation and interaction that the City should be fostering and indeed requiring of developers. This type of approach essentially surrenders the City's police and planning powers to the private applicant of such developments.

PDD districts are permitted under Wis. Stats. § 62.23(7). However, they are a departure from the traditional prohibitions to case-by-case zoning. There are benefits to

PDD zoning and rezoning. However, the flexibility of such an approach can also lead to case-by-case project development and with that a dilution and loss of any certainty and force to a local zoning code. PDD rezoning therefore requires more scrutiny, not less, to ensure that they are approved only when appropriate and not in effect for the primary benefit of the project proponent.

2. ***The Plan Commission may not approve the PDD Rezoning, amendment to the Comprehensive Master Plan, or Special Exception contrary to City Staff's recommendations against approval without a proper factual basis.***

City Planning staff has recommended against approval of PDD 36, the Master Plan Amendment and the Natural Resources Special Exception. This was their position as of their July 5, 2012 report to the Plan Commission. Planning maintained this position in its July 19, 2012 report and continues to recommend against approval in its report prepared for this evening's Plan Commission meeting.

The Plan Commission is charged with reviewing petitions for PDD rezoning with care and in accordance with the standards and criteria codified in the City's Unified Development Ordinance ("UDO"). Section 13-3.0402 provides:

A PDD Planned Development District shall not be approved by the Common Council under this Division except in conformance with the objections of the City of Franklin Comprehensive Master Plan, neighborhood plan, planning district plan or other element or component of the City of Franklin Master Plan

As described by Planning Staff in their reports, the developer's proposal is inconsistent with the City's master plan in several and significant respects.

To cure this, the developer has requested proposed changes to the CMP. As described above, these changes are significant and adverse to the underlying objectives of the CMP. On its face a 191,000 SF single use three story big-box retail store is not a "mix of uses" in smaller scale and separate structures. The developer's suggestion that internal departments within its store could act as a mix of uses is not a sensible approach and obviously does not achieve the underlying goal for this area of the City as described in the CMP. The initial reaction of one city official to the proposal was that a new development should establish a sense of place and that a large big box development was not likely to be compatible with the goals of the City for the proposed site.

The Plan Commission is also constrained in approving a PDD rezoning petitions and underlying Master Plan Amendments pursuant to UDO § 15-9-0208 (E) (2). That section requires the Plan Commission ensure that a proposed PDD is consistent in all respects to the UDO and in conformity with the CMP. As Staff has described, the developer's current proposal is at variance with the UDO and the CMP in several respects that cannot be cured with landscaping or other amenities. The size and scale of the

proposed structure is simply too large for the area and violates the underlying CMP parameters and objectives established by the City. The Wisconsin Statutes also require that any rezoning ordinances must be consistent with the City's CMP. See Wis. Stats. § 66.1001(3)

(3) Ordinances that must be consistent with comprehensive plans. Except as provided in sub. (3m), beginning on January 1, 2010, if a local governmental unit enacts or amends any of the following ordinances, the ordinance shall be consistent with that local governmental unit's comprehensive plan:

(k) City or village zoning ordinances enacted or amended under s. 62.23(7).

Finally, alteration and amendment to the City's CMP is not allowed on an *ad hoc* basis. While a master plan takes into account several objectives and goals, major changes to that plan cannot be based solely on the perceived need for economic development. The statutes do not contemplate such an approach within the zoning enabling statute at §62.23(7) nor the smart growth provisions within § 66.1001.

3. ***The Plan Commission should refrain from issuing any recommendations to the Common Council Until Army Corps/DNR Wetlands Permits are obtains and Wisconsin DOT concerns are fully resolved.***

As recommended by Planning Staff, the Plan Commission and Common Council should not make a formal approval or recommendation of the developer's various requests until WIS DOT concerns are met, and more importantly, until WDNR/Army Corps permits are obtained. As planning staff has noted, there are many facets of this proposal. The insistence that the size of the building footprint be the developer's standard 191,000 SF big box requires that the developer encroach on natural resources areas. This causes two concerns, the impact to floodway and floodplain volumes and the potentially greater impact to wetlands. Should a wetlands mitigation approach be considered in this case, the Plan Commission and Council should require that these credits and all Army Corps issues/permits be fully resolved/obtained before moving this project and the requested Natural Resources Special Exception forward.

4. ***The recent UDO text amendment resulting in the removal of PDD from the City-wide maximum building size of 125,000 square feet is contrary to Wis. Stats. §66.1001 and § 62.23(7)(f)***

The City adopted a building size limitation as a stand-alone ordinance in approximately 2004. That ordinance limited the size of buildings to a maximum of 125,000 SF. The only buildings of the City exempted at that time were then existing stores and buildings in excess of the 125,000 S.F. maximum.

While a City may enact Planned Development District ("PDD") rezoning pursuant to Wis. Stats. § 62.23(7), the statutes do not contemplate the removal of substantial areas of the City from coverage under otherwise uniform regulations. While the removal of PDD districts from the 125,000 SF maximum limit requirement may be seen as providing for case by case flexibility, doing so is contrary to the intent of Wis. Stats. §§ 62.23 and 66.1001. The 125,000 SF size limitation is an ordinance of uniform application throughout the City and is contemplated and in accordance with the City's CMP. PDD rezonings cannot be exempted from coverage from CMP requirements and objectives.

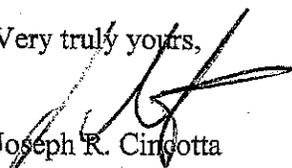
While Planning Staff supported the removal of PDDs from the 125,000 SF limit, it is telling that it is recommending against approval of PDD 36. That is in large part because the underlying CMP requirements within the Cross Roads area limited the maximum size to 100,000 SF.

Removal of PDDs from the 125,000 limitations runs afoul of the requirements in State Statute that PDDs be regulated on the same basis as other zoning districts. In this case, the Staff's approval of that change is not and should not be seen as an approval of the developer's 191,000 SF proposal.

While this matter is not at issue at the Plan Commission at this time, the recently approved text amendment is potentially void under state law. The proposed development would be un-approvable on its face should the 125,000 SF maximum be reinstated as covering PDD districts.

I appreciate your inclusion of this material in the Plan Commission file on these matters.

Very truly yours,



Joseph R. Cincotta

Cc: Joel Dietl

Comments to Franklin Planning Commission, August 9, 2012

Meijers Store

The South Suburban Chamber of Commerce representing Franklin, Oak Creek and the surrounding communities supports the development of the Meijers store in Franklin.

Not only is the Meijers store itself an economic asset to the Franklin community that will create many jobs, especially for our young people, but it is also expected that the Meijers store will also spur other investors to develop businesses in the community.

As a family owned company of nearly 200 stores in 5 states, for nearly 80 years Meijers has demonstrated a commitment to their communities, their employees and their customers.

For the Chamber members who own businesses in the Franklin community and for those of us who live here as well, we are pleased with Meijer's commitment to sustainability and to its green initiatives to preserve our quality of air, water and the land that all contribute to the quality of life for Franklin residents and the greater community.

On behalf of the South Suburban Chamber of Commerce, I urge the Planning Commission to support the development of the Meijers store in Franklin.

Barbara Wesener

Executive Director

South Suburban Chamber of Commerce

I would appreciate
having the ~~store~~ just so
close to my apt where
I can walk to & get everything
not just groceries I
would just love it very
convenient to me.

Romaine Martin
#416
Brenwood
414/425-6926

I'M REALLY HAPPY
THAT MUERS DEPT AND
GROC STORE IS PLANNING
ON BUILDING CLOSE TO
WHERE I LIVE. IT
WILL MAKE IT SO MUCH
EASIER TO SHOP. AND

I HAVE HEARD FROM
OTHERS WHAT A GREAT
STORE IT IS.

Marjorie M. Hetchler

414-425-1502

The Hetchler Family
9501 W Loomis Rd. Apt. 410
Franklin, WI 53132

Sylvia Lewandowski
1501 W. Loomis
127
Franklin, WI 53132

Regarding new store
opening.

I think the new store
opening on Hwy. 100 Loomis
would be a great asset
to the senior living at
Newwood, this store would
also bring in a lot of
employment to the
community which we need at
this time.

Personally, building located
on Hwy 100 Loomis is
eye sore. New store would
be greatly appreciated &
would support a new store

Sylvia Lewandowski
Resident at Promised

Jackie Pizzo - 414-858-1292

9501 W Hooker Rd, APT 432

I AM IN FAVOR OF MEIJER BECAUSE IT
WOULD BE SUCH AN ASSET TO US SENIORS
ONE STOP SHOPPING CLOSE TO HOME.
THERE IS NO PUBLIC TRANSPORTATION IN
FRANKLIN. IT IS CLOSE ENOUGH THAT
SOME OF US COULD WALK THERE.

Jacqueline Pizzo



I would like to see the Meijer's store approved because I like the idea of having a store close enough to walk to. I look forward to the variety of stock at this store.

I am very excited to know it would bring 200 jobs to Franklin.

Please approve Meijers.

Thank You

Salvador Cook

9501 W Leominster Rd Apt 423

Franklin, WI 53132

414-427-3889

DOROTHY PRATT
9501 W. LDOMIS RD
#320
FRANKLIN, WI 53132

I am in support of the proposed Meijer Grocery and Retail store. I believe it is needed in Franklin. It would offer 200 jobs and help the tax base for Franklin.

It will be close and very convenient to shop at. I could walk or drive.

Also, I think competition helps keep our costs down.

Please approve this project.

Thank You,
Dorothy Pratt

I am in favor of this new store to be built. I realize you are going to get complaints of the diesel smell.

False — not any more than you get with trucks going up and down the road.

I realize there will be dust but a low volume. There would be safe guards up.

This store will be within walking distance for some of us. With the price of gas that's a good thing

I don't know about you but I like change in shopping —not always seeing the same things.

Over the years I have found the Pick n Save and Sentry's have had a monopoly on food sources. There are 2 Pick n Save's within ½ - 1 mile of here. It's the same with Walgreens. You get one and then another.

Thank you,

Judie Leuch

9510 W. Loomis Rd

Franklin WI 53132

414-235-4998

*This is a typed
copy of Judie Leuch's
letter.*