

**PLANNING COMMISSION MEETING
MUNICIPAL CENTER COUNCIL CHAMBERS
Tuesday, November 1, 2016**

The regular meeting of the Planning Commission was scheduled and held in the Council Chambers of City Hall on November 1, 2016. Regular meetings of the Planning Commission are broadcast and recorded electronically. Minutes reflect a summary of the proceedings and actions taken.

1. Chairman Harless welcomed everyone and asked the Commission members as well as the audience to please speak into the microphone so they could be heard. Chairman Harless called the meeting to order at 6:04 p.m. requesting the roll call.
2. Ms. Pam Rush called the roll of the Commission and established a quorum.

Commissioners Present: Mike Harless, Susan Burrow, George Hernandez, Rick Bennett, Alderman Forrest Owens, and Mayor Mike Palazzolo

Commissioners Absent: Hale Barclay, Dike Bacon, and David Clark

Staff Present: David Harris, Cameron Ross, Sheila Pounder, Sarah Goralewski, Tim Bierdz, Tony Ladd, and Pam Rush

3. Approval of Minutes for October 4, 2016:

Chairman Harless stated for those people who just arrived, tonight’s agenda is on the front table. The first order of business is the approval of the minutes for the October 4, 2016 meeting. If there are no additions, corrections or deletions to the minutes of the October 4, 2016, meeting of the Planning Commission, he would entertain a motion for approval.

Mayor Mike Palazzolo moved to approve the Planning Commission minutes of October 4, 2016, seconded by Ms. Burrow.

Chairman Harless asked for a roll call.

Roll Call: Barclay –absent; Burrow – yes; Hernandez – yes; Bacon – absent; Harless – yes; Owens – yes; Clark – absent; Bennett – yes; Palazzolo- yes. **The motion was passed**

4.a. Travure Planned Development, Phase 4 (Mixed Use Retail/Office Buildings), South Side of Poplar Ave., 750 Feet East of Kirby Parkway – Request Amended Preliminary Plan and Final Plan Approval (Case # 15-524).

Mr. Ross made a presentation of the application to the Planning Commission.

INTRODUCTION:

Owner/Developer	Gill Poplar GP
Representative Name:	Michael Rogers, w/Fisher Arnold
Location:	South side of Poplar Ave., east of Kirby Pkwy and west of Nottoway PUD
Zoning Districts:	T-5” Urban Center District

*Refer to the Disclosure Form attached for more information

BACKGROUND: The property was rezoned from the “OG-1” Old Germantown District to the T-5 district as part of the Western Gateway Small Area Plan rezoning in October, 2014. The T-5 district requires a minimum 20 foot tall building, and allows five story buildings (six stories with warrant).

The Travure outline plan was approved by the Planning Commission on July 7, 2015 and by the Board of Mayor and Aldermen on July 27, 2015. The Phase 4 preliminary plan was discussed by the Smart Code Review Committee on July 22, 2015. The plan was withdrawn from the PC agenda at its meeting on August 18, 2015. The Phase 4 preliminary plan was discussed again by the Smart Code Review Committee on October 21, 2015. The Planning Commission, at its meeting on November 3, 2015, voted to take it under advisement until the December PC meeting. On December 8, 2015, the PC granted approval of an amended outline plan as well as gave preliminary and final approval for Phases 1-3 and preliminary plan approval for Phase 4.

DISCUSSION: The previously approved preliminary plan for this phase of development proposed a 34,100 square foot, two-story office/retail building with the associated surface parking. The currently proposed amended preliminary and final plan is for approval of a 47,396 square foot, three-story retail/office building with both surface and garage parking.

DEVELOPMENT SUMMARY:

TOTAL SITE AREA	2.046 ac.
Gross Floor Area	47,396
Building Height	3 Stories
Parking Spaces Provided:	121
Surface Parking (including 2 Handicap spaces)	79
Garage Parking (including 2 Handicap spaces)	42
Min. Required	113
Max. Permitted	170
With Sharing Factor	101 required
Green Space Provided	12,457 sq. ft.

PLANS REVISIONS BASED ON TAC AND PC SMART CODE REVIEW COMMITTEE COMMENTS: There has been no additional changes to the plans since the October's PC Smart Growth Committee meeting. The applicant has discussed the remaining comments with staff and will address them prior to construction plan approval.

The Technical Advisory Committee (T.A.C.) met on September 15th and made comments that were reviewed by the PC Smart Code Review Committee on September 21st. The following comments are based on the applicant's revised plan re-submittal

STAFF COMMENTS:

A. PRIOR TO CONSTRUCTION PLAN APPROVAL

1. Add site layout and building footprint to sheet 2 of the Final Plat.
2. Both pedestrian guardrails and handrails should be provided along the ramp area to underground garage. Details of guardrails and handrails should be shown on plans.
3. Since dumpster enclosure currently borders residential, there should be a note in the C&R (?) that solid waste (trash, recycling, etc.) collection should not occur between the hours of 10:00 pm and 7:00 am.
4. Provide dimension for the dumpster enclosure on the plan.
5. Pipes closet to Poplar Ave. on Travure Dr. and the western riro d/w to be 15" diameter and greater.

6. Prior to Construction Plan approval provide TDEC approval.
7. Evaluate the 2 inch water service. Is it enough to serve 47,500 sq. ft.?
8. Prior to Construction Plan, developer to provide maintenance recommendations (schedule and procedures) from UG stormwater detention manufacturer.
9. Relocate proposed fire hydrant at southwest corner of building to island across from Breezeway.
10. There shall be a 3 foot circumference clearance around the fire hydrants.
 - i. Fire hydrants along streets or fire access routes or at intersections shall be visible for at least one hundred (100') feet in all directions along such streets, access routes or intersections.
 - ii. Fire hydrants in yards or parking lots shall be visible for one hundred (100') feet in all access directions.
11. Move the proposed fire hydrant location at the southwest corner of the 19,593 square foot building just north of the drain inlet for protection for vehicles. We may have to require vehicle impact protection around it as well.

B. GENERAL COMMENTS

1. 0.5% of the development's threshold value shall be committed to public art, not to exceed \$200,000. (Section 23-797.A of the Smart Code). A provision to this effect shall be included in the Development Contract.
2. All recorded easements shall be shown on the plat. A five (5) foot utility easement is required along all property lines, or an alternative location acceptable to the City of Germantown, adjacent to and not within any other easement.
3. All survey data shall be tied to Tennessee State Plane Coordinates and the City of Germantown monumented survey control. The final plat, construction drawings and "as built" plans shall be submitted on electronic media in DXF format.
4. The developer shall enter into a Project Development Contract with the City of Germantown for this project after it has received Final approval from the Planning Commission.
5. The applicant shall provide proof of TDEC approval for the water system and sanitary sewer system. Contact Bill Hinch with TDEC for information.
6. If approved, all materials shall be specified on the construction plans for the proposed project. The applicant must receive Final Construction Plan approval from the Department of Community Development before the Memphis/Shelby County Office of Construction Code Enforcement may issue a building permit for the project.
7. The applicant is required to include the following formal written statement by a certified and licensed professional engineer to be placed on the grading and drainage plans, signed, dated and sealed:

I, _____, a duly licensed professional engineer in the State of Tennessee, hereby certify that I have designed the drainage in accordance with the Design Standards of the City of Germantown and have considered upstream and downstream conditions that affect drainage to include topography, present and future land use, existing zoning, and location of natural water courses.

8. The Developer agrees to comply with the following requirements, unless otherwise authorized in writing by the City Engineer:
 - (a) All streets shall be kept clear and free of dirt and debris;
 - (b) All construction activity shall begin no earlier than 7:00 a.m. and end no later than 6:00 p.m., Monday thru Saturday, and no construction activity shall be permitted on Sundays; and
 - (c) The Developer and Lot Purchasers shall provide the Department of Community Development with the name, address and phone number of person(s) to be contacted and responsible for correcting any of the above should the occasion arise to do so.

9. Total acres disturbed shall be provided. A NOC is required for TDEC for the NPDES, Phase II. The NOC shall be posted on the site at all times and the stormwater reports/documentation/inspections shall be available at all times. The SWPP shall be posted at the site and available. Inspections must be performed by personnel who have completed the Level I – Fundamentals of Erosion Prevention and Sediment Control course.

DESIGN REVIEW CHECKLIST:

1. *Site Layout:* The retail/office buildings are situated on parcel 1 of the PUD, in the northwest quadrant of the development. The building's long axis will parallel Travure Drive.
2. *Building Elevations:* See the attached plans. The building will be three- story with a parking garage below grade. The building exterior is to be a combination of smooth faced and broken face CMU. Plans indicated a minimum of 50% of building façade transparency is provided on each of the four building sides.
3. *Street Improvements and Curb Cuts:* The building will use Travure Drive to connect to Poplar Ave.
4. *Parking Lots:* A total of 121 parking spaces are provided. A total of four handicapped spaces are provided on the plans, two surface spaces and two spaces within the garage.
5. *Exterior Lighting:* Detail provided on plans. Photometric plan conforms to the lighting requirements
6. *Garbage Collection Area:* A trash dumpster is to be located on the west side of the site. Detail has been provided on plans. Dimensions of the dumpsters should be added to the plan.
7. *Vents:* Not noted on the plan.
8. *Gas, Electric and Water:* Details not provided.
9. *Mechanical Units:* Information not provided.

10. *Emergency Generators:* None shown.
11. *Landscaping:* A landscape plan has been provided.
12. *Mailboxes:* Not shown.
13. *Signs:* Signs will require separate application and approval.

Board Discussion:

Chairman Harless asked whether the extra floor on the building is still within our Smart Growth Code and is there any deviation, modifications.

Mr. Ross answered that Smart Code does not have any reflection on the extra floor. The extra floor is added density that can be done under the Smart Code in the T-5 District of going to that third floor. As noted on the site plan, they worked within the existing amended outline plan that was approved by Board of Mayor and Alderman in February, 2016.

Chairman Harless stated that he noticed in Mr. Saunders' letter from the DRC that he had a question about whether signage would be a separate approval. Is it anything in this regarding signage?

Mr. Ross answered no, and the applicant is aware based on the work they are doing for Phase Two and Phase Three that the signage takes a separate track through the Design Review Commission.

Mr. Bennett stated he knows there are requirements for cross accessing between parcels on the TraVure property, but is there any requirement for cross access agreements between the TraVure property and the adjacent property.

Mr. Ross answered that there is no requirement for that. The Planning Commission did apply a requirement for the hotel and office uses as well as Phase Four to share parking across those three parcels. So the 468 parking spaces that are associated with Phase Three and the garage, anyone who goes to the office or retail establishments in Phase Four would have access to those, as well as the surface spaces in the hotel and vice versa. But in terms of future development plans, which are proposed for Westminster Townhomes and Mr. Fogelman's property that would remain to be seen as part of that approval process.

Mr. Bennett asked whether that was something that could be required as part of this process.

Mr. Ross answered that he doesn't know without having a plan in front of us that we could put that requirement in place.

Mr. Bennett stated that he's not saying where only that there be cross access somewhere between this property and the other. From his understanding, Mr. Gill's development is okay with it and that kind of requirement. But doesn't know about the next person and what they plan on doing with this property, so he wants to make sure there is some provision that there is some kind of cross access between this Phase Four and Mr. Fogelman's property, if at all possible, so that there is some ability to flow from his property over and vice versa in the future, other than just Travure Drive South.

Mr. Ross stated he hesitate to suggest something like that because of the fact that while it is the implication and the wish of ECD and other divisions within our office would be to see cross access parking that germinates through the entire western gateway; to put that requirement on TraVure to work with an applicant in the future as a requirement of approval limits both the application in front of you as wells as puts an interesting wrinkle on any future developments plans. Again, the City works with

applicants that come in and it would be something that we would ask them to plan for and toward with an understanding that it is implied from the beginning.

Mr. Bennett stated that as a Planning Commission we do want cross access, we want people to drive through this property and not know there is more than one owner, their all part of the same development even though they are developed by different folks.

Mayor Palazzolo asked for an update with the multiple phases of the project, just a general timeline of what's going on with the entire project.

Mr. Ross replied that Phase One encompasses all 10 acres and the site work is working its way back to the hotel. The hotel has plans into our department for review, and before any major work is started on that, they wanted to make sure they had their plans approved. So, they are concentrating on the front side. The Phase Three plans are also in review with our office. We've reviewed one time so far and expect those plans back in our office in a few days. Mr. Tony Ladd added that the plans came in today. We will start our second review of the Phase Three. The entire infrastructure such as the roads, pipes, and fiber lines and all that is being considered and put in right now. We are also going to need a water line that bores under the railroad track and taps into the City water line on Poplar Pike to provide water for the entire site. The water line approval for Phase Two of the hotel was done in record time of eight weeks and a little bit of money to the railroad.

Alderman Owens asked whether that is the Memphis waterline we are tying into.

Mr. Ross answered in the affirmative.

Mr. Hernandez stated following-up to Mr. Bennett's question that at a bare minimum, the cross easement would be available to the property to the west through TraVure Drive South, admittedly that might not be optional, depending on how the second new prospective development is laid out. Is that not the case?

Mr. Ross stated it is stub to it so the understanding is they will connect into that stub in some capacity. It may not be a continuation of that east or west; it may be a three way stop that goes into some other alignment within Mr. Fogelman's just under ten acres, but there is one current existing access opportunity off of that stub street.

Chairman Harless noted there are some new faces at the head table.

Mr. Ross introduced Tony Ladd, Assistant City Engineer stepping in for Tim Gwaltney, the City Engineer, who is at TDOT Right of Way Training in Cleveland, TN and Jackson, TN and Sarah Goralewski, is our new Planner II and started with us just over two weeks ago. This is her first Planning Commission meeting. She is a Germantown resident with a planning background.

Brown Gill, Gill Properties at 8130 Macon Station, Suite 114, Cordova, TN 38018, made a presentation. He talked directly about the access issue. The lack of site plan for the development to the west is the biggest issue. As Cameron said in the Executive Session, roads should not be planned prior to planning buildings. We've all seen the results of that poor planning in many places, in many cities. As a developer of Travure, long term, we do not want to see demarcation in between the properties in the Western Gateway. We want to see cross access and pedestrian friendly environment where people can walk easily between buildings. But we cannot make decisions now without a site plan and knowing where those buildings are going to be. We also want give the development to the west full flexibility on their site plan, and in their design and in their access. I agree with you about a road along the eastern border of that. I don't love, but it's not my property and we want to give that owner as much flexibility in the future to develop that site in the best way possible for Germantown. The last thing I will say about that specific

road is that I don't think TDOT would approve it per my engineer; there is a new requirement for drives distant from a property line. We made it in with our right in right out. But there is a new ruling that you can't have a drive a certain distance from the property line. I would like to go on record tonight that we will, I will come back when the property to west is developed and they are an applicant and work with that property owner to change the access and we will happily be willing to change the right in right out if it is that developer's expense and they want to develop and have a site plan and are an application and in the process; we want to be part of that process and are willing to work with the developer whether it is Mr. Fogelman or a future developer. MAA is very interested in this building and their gym is in this building and their retail is in it. They are requiring of us that this building is built in a certain amount of time from the completion and CO and five story office building.

Ms. Burrow stated she thinks we should have campus for that whole site, so everything is attractive to each other and makes people want to come to that site as a designation. I hope that will work out.

Mr. Bennett comments to Mr. Gill statement that he was not really concerned and that his issue is not the right in right out or where they put their access or their drive, western TraVure, Gateway Drive. We will deal with that when they come forward, where that drive should or should not go. His issue is just access from that property to the next. Other than Travure to south there isn't one currently on there. That is the only way to access that property from your property currently and if we are going to have a campus like development than we have to have a cross access agreements.

Support:

None

Opposition:

Robert Fogelman at 744 South White Station Road, Memphis, TN 38117, said that from what he has heard at executive session and at tonight's meeting, his prepared comments are unlikely to change anything. He has been saying this to the board for months now, and he appreciates the fact that they don't have a site plan. But, we need to know in the future that we have reasonable access to Poplar Avenue. Nothing that we are proposing is trying to obstruct the Gill Property's team from moving forward. He is simply asking for flexibility the future and that's the easement agreement attached to the letter that he sent to you. If we are not granted the flexibility to have reasonable access to Poplar Avenue, we are concerned that our future redevelopment plans will be hindered because we won't have the ability to know. He appreciates what Mr. Bennett said that this may not be the best place for a drive. But if you look at the Western Gateway conceptual plan, his property is T6 and we can go 10 stories by right, is my understanding. Eight stories by right, 10 by warrant, and that could be a great spot for the second MAA that wants to come to town. You want a monolith building up on the street; that is part of this urban design and if we are only allowed the one curb cut we have, which exists currently, and we can't move any closer because of the fact that the Gill's right in right out into a parking lot limits the ability to design a building on the street that is monolith and that can add great value to the community that's what they are concerned about. They are only saying that if they need that in the future they would like the flexibility to get it done. It is extremely frustrating to not be heard because he is not trying to stop the Gill team, he want them to be successful but based on what has occurred to date he does fell like he is not being heard and that ultimately we will be limited and forced to be in a position where he will just have to continue operating apartments as an item. All he is asking is that the approval be conditioned on an easement agreement

Alderman Owens' comment was simply historically in Germantown, and part of what the City prides itself on; if you look around our City especially in the central part of the district, we have demanded access points in between adjacent commercial properties, so we don't have to push people out into the streets. He thinks this seems to have worked very well. What he is struggling with and what other's have said, is that we got an access point here, TraVure Drive South that provides access into Mr. Fogelman's

property, and he doesn't know how we can swath an access easement along that entire line without having some agreement and I understand the agreement that you guys have come up with. Can you tell me in your mind what is the stumbling point that we have between making this easement happen right now?

Mr. Fogelman replied that first of all the comment about TDOT, he doesn't know if that is necessarily accurate, because the TDOT manual changed in early 2015. So there would have had to be a waiver and he thinks TDOT granted a waiver to the Gill property because their driveway is also to close to the property line. So that has already been done. He thinks the stumbling block is that we have come so far on this in this his point of view because we are not asking anything to be changed or to be limited now. All we are saying is that if it makes sense for all of us in the future for there to be a driveway closer to our east line, the concept that y'all urged us to considered back in December 2015, that we find a way to do that. To take a right in right out into a driveway and then say you can have better access to a larger road, whether it ends up being the right location are not; we just need to know there is flexibility but to be preempted when whole western gateway plan, which is 54 acres plan, but to be preempted by ten acres because they happen to have raw land and come to the table first, limits what we do in the future, that's what worries us. He thought he made that clear, or maybe he hasn't. The stumbling block, I'm not really exactly sure whether it's the fact that we are trying to do something now that would damage TraVure Phase 4 moving forward. He wants to make it clear that if, in the future, we have an opportunity to work together and we have gotten close, but then it sort of went off the rails.

Alderman Owens noted that it is his understanding from Mr. Ross that everything was okay, but there was something discussion about who would replace parking spaces and/or dumpster and maybe that's not correct information.

Mr. Fogelman stated in the last version he would say there was one access point, it conceptual, and it would create a design that no lost of parking and a net gain of three parking spaces because he knew that was a major issue for Mr. Gill that they would lose parking; when we came up with the design for a larger entrance road into our property, which would allow them access to it, which we would construct, it's a net gain of three parking spaces and a net gain of property back that could be a patio or landscaping, and it adds command space.

Alderman Owens asked Mr. Gill if he could explain why he is not happy with the conceptual plan and his objection primarily to it.

Mr. Gill stated the issue with that plan is the lack of site plan that goes along with it. If you do not know where the buildings are, there is no way they are willing to change our current site plan that's approved in an Outline Plan, without not knowing how people are going to use the site to the west. We are going to sell this building and, I agree, me saying be are going to come back five years, twenty years may not be enough but it is all we can do now at the present time based on the plan in front of you. There's also this idea that our right in right out precludes Mr. Fogelman from building another access point. Nobody has said that he couldn't build an access point east of his current drive. He could build multiply drives accessing Poplar so his entire argument is based on the idea that he is only going to have one access point to Poplar. But that is something he has come up with; no one has told him that. The lack of a site plan is really the crux of the issue for us. He really wants to work with the owner/developer of the parcel to the west so that there is no demarcation between the properties. He thinks that is really important. We want people to use both sites easily in a pedestrian friendly way.

Mr. Bennett stated that he is not in favor of the road easement that have been proposed, he is talking about cross easement. Mr. Fogelman can use the right in right out that's being proposed in the plan but he would have to have access to their property to use that right in right out. So he could have an access to Poplar right there in addition to TraVure Drive that is already being connected. There needs to be another way to get this parking lot and use the right in right out there. What is talking about is there is not

agreement that they have to open up some spot along that line to let them use that right in right out so he can have his current access point that Mr. Fogelman has plus the use of this one. That give you three points for that property, his current one, this right in right out, and then you got the road itself that takes you out at Travure Drive. So his concern is just a cross access between the Fogelman property and this one. There need to be some way that they can get onto that property and use it. It would work to the benefit of both property owners. If we don't have some requirement that they do it when we approve it, he is concern that it may not happen in the future.

Chairman Harless asked Mr. Ross if he understood Mr. Bennett's concern about wanting cross access between the two properties, not on Poplar but where there is stub and also the potential of the further north area. Is there any reason that we can't put language in that says that there will be access granted to the property to the west?

Mr. Ross stated the ordinance already allows for the stub on the south, and that road is to be continued as part of our subdivision design guidelines within the ordinance.

Chairman Harless asked if that's a requirement right now.

Mr. Ross answered yes it is already there. That alignment is set into Mr. Fogelman's property; now, how he moves it in his site is up to him. That is access already granted; and as has been discussed for the development of this prior to even the preliminary approval in December. There were discussions about allowing cross access so that someone could turn into the right in right out existing, and then there is a cut into Mr. Fogelman's property to allow for access in that or even his existing Westminster tenants to gain access to the parking lot to move in and move out. He don't think that the parties are not interested in that, he thinks that really it's looking for opportunity to discuss the access to Poplar and the future removal or modification of the right in right out from going into a parking lot drive aisle instead of something a little bit more.

Chairman Harless asked Mr. Bennett if that take care of his concern. Because that's what he thought his concern were about the cross access between the Fogelman property and the TraVure property.

Mr. Bennett answered well no it doesn't, the TraVure drive to the south is the access to the Fogelman property. That's no different than any other subdivision. We approve those all the time. We approved one to the south. The developer comes in develops a subdivision, we require them to stub into properties beside them that there aren't any current proposals for any kind of development. That's so those properties, if they do want to develop, they would have access to roads and they are not landlocked. So this isn't any different, but the gateway concept is different in that parking is cross access, not just the one road. There is some other cross access. That's his understanding of what we are trying to do. That's what we have agreed to on the current proposal. In other words, the hotel, the retail, and the office building are all sharing parking and all moving within each other. But when Mr. Fogelman develops his property he doesn't want there to be a fence drawn between the two properties and they don't access to each other. I want them to be able to access just like the Travure property. I'm not talking about hole you can drive an abron's tank through. He is talking about some little access point to get them across there and it may be just simple enough to access so they can go out the right in right out drive. This gives Mr. Fogelman one more access to Poplar than he has now. If you look at the parking lot right now, if we don't provide any access point to this parking lot on Phase four, then Mr. Fogelman has access on Poplar already, then he has his access on TraVure Drive south, so he only has two spots; he has to come TraVure then go Travure Drive. So anybody on his property has only two points to get to Poplar. If he had some kind of cross access he gains a third one without really having to do anything. The point is where it is they can negotiate how big it's going to be, but if there is not any requirement than he doesn't know how much of that conversation is going to happen if Mr. Gills is not involved in the project going forward.

Mr. Ross stated that he doesn't want to speak to both of them but in observing the easements going back and forth, it was a transactional nature of the easement that both parties actively tried to remove from it so that didn't become a sticking point. I think they agreed to that transactional removal. So that it got down to really when do we talk about this and how many points are there; but it's not necessarily a transaction, it's more of an agreement or some sort concept to allow for access discussions to happen in the future.

Mr. Bennett responded that Mr. Ross's statement is correct and that is all he was saying and that he thinks Mr. Gill point is well taken. He thinks Mr. Gill is saying that he doesn't mind the cross access he just doesn't want to agree to something when doesn't know what the whole site is going to be. Mr. Bennett stated that he thinks that is a reasonable position for him to be in. He is not saying that under any circumstance he is not willing to grant access, he just doesn't know how it is going to affect his property. He thinks that is reasonable. So he is just trying to preclude down the road that there is not any discussion with whoever it is. As long as they discuss how to access it, they can decide to run a road wherever they want to run a road. This will have to come back to us at some point anyway.

Mr. Ross responded that he think Mr. Fogelman isn't saying that's exactly where he wants it to go. He just wants the flexibility. So, I think we all are on board with the flexibility of it. We just want to make sure that preservation of flexibility is there. So as the discussion keeps getting higher and higher this make it harder and harder for this easement language to be definable. Which where he think we are at this point.

Mayor Palazzolo noted that he would complement the Vice Mayor and Commissioner Bennett for being very astute on the cross easement and access. The Vice Mayor mentioned what we call the superblock, which is Germantown Road, Farmington, Exeter, and Poplar. It is a cross collection of different shopping centers where they all share access to each other. And so where as that is something from the late 60's and 70's and that's not something that we're promoting in Smart Growth and the Smart Code. But the point is that you have that shared ability. I think now that we've moved so far down the road from when this was first a concept. The Gill team should be complemented. This was mainly and much of a speculative and mainly a market driven project development. Now you have a permanent anchor tenant and two very good flag hotel, and you got an extra floor so that tells me that you are actively marketing the retail and commercial side. But I really think that with your premier tenant, it going to take more than your footprint to service that pretty dynamic workforce that's there. As we know from the pilot, they are at 163 or so percent of our medium income, so those are some deep pocketed employees and executives. So it would be our hope that you guys would continue to work together.

We came together almost three years ago. We all were stakeholders. We all had skin in the game. We funded this Western Gateway proposal. Perhaps since this project is now well ahead, maybe it's time we bring back all the stakeholders together and if Mr. Fogelman is in agreement and we debrief. We know what is on our horizon. We know that if we have a concept plan or something more, that's in the preliminary stage coming to an application or something that would bring the teams together even more so. Maybe there is even a joint venture involved. I would just offer that later on in the next few weeks or months. Maybe staff can help with that. Again that is nothing uncommon, we did it three years ago, why can't we do it now. So hopefully we can get to that point, and get to this whole Western Gateway being in its highest and best use and service the entire community. Because the Bank of Bartlett piece is pretty valuable that's kinda the gateway to half of that gateway. And of course the office condominiums to the south, that's very valuable because there're access points to Mr. Fogelman's properties. So hopefully we can get the point where everyone can work together.

STAFF RECOMMENDATION: Approval, subject to the staff's comments listed above.

SMART CODE REVIEW COMMITTEE ACTION: DIKE BACON, VICE CHAIRMAN

The SCRC meet on October 19th, and within a recommendation.

PROPOSED MOTION 1: To approve your amended preliminary plan and final plan for Travure PD, Phase 4, subject to the Board's discussion, plans filed with the application, and staff comments as contained in the staff report.

Mr. Bennett stated he would like to move to modify the plan to allow an additional cross access easement between the TraVure property and the Westminster property to the west.

Chairman Harless asked Mr. Bennett to state the motion again.

Mr. Bennett stated that the plan note there is an additional cross access point to the property owner to the west to phase four.

Mr. Harris stated that what is in front of you is a motion and second, and now you have a motion that's been made by Mr. Bennett to amend the motion that's on the floor. So, you may ask him to restate his motion to amend; then, if there is a second, we vote on that motion.

Mr. Ross stated I think it's important to note that this access point needs to be mutuality agreed upon by both parties.

Mayor Palazzolo stated he was in agreement with Mr. Bennett's motion. But he thinks it is symbolic in nature simply because both sides have to agree.

PROPOSED AMENDMENT MOTION: To add the place the following note on the preliminary and final plan and the recorded plat: A cross access easement point shall be provided along the western property line of this project; the location to be mutually agreed upon between both the property owner(s) for this site and the property owner(s) of the property to the west.

Chairman Harless asked for a roll call.

Roll Call: Barclay –absent; Burrow – no; Hernandez – yes; Bacon – absent; Harless – yes; Owens – yes; Clark – absent; Bennett – yes; Palazzolo- yes. **The motion was passed**

AMENDMENT MAIN MOTION: Ms. Burrow moved to approve your amended preliminary plan and final plan for Travure PD, Phase 4; subject to the Board's discussion, plans filed with the application, staff comments as contained in the staff report, and as amended by the commission. It was seconded by Mayor Palazzolo.

Chairman Harless asked for a roll call.

Roll Call: Barclay –absent; Burrow – yes; Hernandez – yes; Bacon – absent; Harless – yes; Owens – yes; Clark – absent; Bennett – yes; Palazzolo- yes. **The motion was passed**

FOGELMAN INVESTMENT COMPANY
744 SOUTH WHITE STATION ROAD
MEMPHIS, TENNESSEE 38117 U.S.A.
901-761-0900 • FAX 901-761-1272
FIC@FogelmanInvestments.com

October 31, 2016

Planning Commission
City of Germantown
1930 South Germantown Road
Germantown, TN 38138-2815

SENT VIA E-MAIL

Re: Travure PUD Project (Case Number 15-524)

Members of the Planning Commission:

We are the owners of the Westminster Townhomes, the 8.213 acre parcel located immediately west of Travure. In accordance with recent discussions with the Planning Commission, the Smart Growth Subcommittee, and staff, we have made good faith efforts to negotiate an arrangement to establish an Easement to provide a potential future Access Point for mutual cross-access between the west line of the Travure Phase 4 parcel and the east line of the Westminster Parcel.

In order for Westminster to plan for future use and redevelopment of its 8.213 acres, flexibility is necessary to accommodate access to and circulation through our acreage. Our design professionals inform us that good traffic planning should avoid side-by-side driveways and that entry drives should be located as far as possible from major intersections. Thus, the key points of access to and from our 8.213 acres are imperative.

Attached is the most recent iteration of our proposed Easement Agreement document and related Exhibit C which depicts the conceptual location of that Access Point. As you can see from that Exhibit C, our proposed Easement makes minimal changes to the Travure plan. It simply provides an Access Point for cross-access between the two neighboring parcels. If the Westminster redevelopment requires a drive to Poplar near the Westminster east line, the Easement substitutes Westminster's potential future "Western Gateway Drive" connection to Poplar Avenue for Travure's westernmost point of access to Poplar Avenue and grants Travure full access to Western Gateway Drive.

The net result to Westminster is better traffic flow by locating Western Gateway Drive a greater distance eastward from the Poplar/Kirby intersection and by avoiding conflicting turning movements which would otherwise occur from the adjacent Travure west entrance as currently drawn.

The net result to Travure is an increase of at least three (3) additional parking spaces for its Retail/Office building and the creation of an additional greenspace or activity area at the location of the proposed Travure westernmost curb-cut at Poplar.

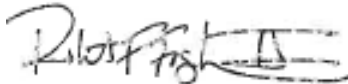
The Easement would not be constructed until such time as redevelopment occurs on the Westminster property. At that time, Westminster would bear all of the construction costs related to the Access Point and to construct parking spaces on the Westminster property to replace parking, if any, which Travure lost at the Access Point. [Please note that the Exhibit C of the attachment shows Travure would actually gain three (3) spaces.]

Despite recent attempts to negotiate a mutually acceptable Easement Agreement, it appears that the Travure ownership is ultimately unwilling to consider our concept and is unwilling to consider the potential "win-win" for the greater Western Gateway stakeholder group that could be achieved in the future if Western Gateway Drive is substituted for the proposed Phase 4 Poplar driveway.

We have continued to support Germantown's Western Gateway concept and have until very recently believed that our 8.213 acres could be an integral part of a highly desirable and revitalized entry to Germantown. We have had visions of significant redevelopment of the existing townhomes into other uses consistent with the original objectives of the Western Gateway. Now, however, we must consider the reality that huge portions of the already-limited access to Poplar for the entire Western Gateway are being allocated solely to Travure.

Throughout the Western Gateway planning process, all stakeholders worked together to create an audacious and grand vision for Germantown's future. We have worked diligently to get to a mutually agreeable outcome with our neighbor, but have again reached an impasse. It is our hope that the remaining Western Gateway property owners will be able to pursue redevelopment plans with adequate and reasonable access to Poplar Avenue in the future. We request that the Planning Commission require as a condition of final approval for Phase 4 that the attached Easement Agreement be mutually executed.

Respectfully submitted,



Robert F. Fogelman II
President

Attachment

cc: Mr. Cameron Ross
Mr. Boyd L. Rhodes, Esq.



Pounder, Sheila <spounder@germantown-tn.gov>

Letters for PC

Ross, Cameron <cross@germantown-tn.gov>
To: Sheila Pounder <spounder@germantown-tn.gov>

Fri, Oct 28, 2016 at 2:31 PM

From Jerry.

Best,
Cameron

Cameron Ross, AICP LEED AP
Director
Department of Economic + Community Development
City of Germantown | 1920 S. Germantown Rd. | Germantown, TN 38138
P: 901.757.7273 | C: 901.208.6207 | E: cross@germantown-tn.gov www.germantownedp.com

City of Germantown - Excellence. Every day.

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----- Forwarded message -----
From: **Jerry Klein** <jerry@kossmankleinco.com>
Date: Fri, Oct 28, 2016 at 2:29 PM
Subject: RE: Letters for PC
To: "Ross, Cameron" <cross@germantown-tn.gov>

Planning Commission
City of Germantown, TN.
Attention Mr. Mike Harless, Chairman

Please be advised that the Economic Development Commission is in favor of the items covered in the Travure Phase 4 project as presented to the Planning Commission.



October 30, 2016

Mike Harless, Chairman
Germantown Planning Commission
City of Germantown
1930 South Germantown Road
Germantown, TN 38138-2815

RE: TrzVue PUD – Phase 4
Germantown, TN

Per your request, the review of Phase 4 of the landscaping selection and placement, the material selections for the finishes for the exterior of the building to be constructed for the proposed site located on Poplar Ave., east of Kirby Parkway, has been completed by the Design Review Commission members of the Planning Commission Smart Growth Subcommittee.

The landscaping was reviewed based on landscaping materials to be used both around the perimeter of Phase 4 building and was found to be within the normal range expected by DRC review. The elimination of the retention basin at the north end of the building has allowed the landscaping to be increased in type, quantity and size of planting materials. This has helped the northern exposure of the building to be hidden more from Poplar Avenue allowing for a much subtle view of the building.

Also, it is required by the DRC manual that all landscaping be provided with adequate irrigation system. This was not shown on the plans, but should be reviewed during the final construction drawing phase and provided as required.

Per the request of EDC staff, the western elevation needed to be more as a principle side than shown in the original presentation. Based on the new elevations of the building, all elevations are now within the requirements of principal side of building. The west elevation has been changed to reflect the use of more glass, spandrel glass and building material elements that are more consistent with the other three elevations.

Based on the materials presented by the applicant for the Phase 4 building, all materials were found to be acceptable in sustainability, color, and texture for use on the exterior of the proposed building. The proposed materials for the exterior of the building work within the normal criteria reviewed by the Design Review Commission for commercial buildings outside the Smart Growth review.

Further, final approval granted by the Planning Commission should be subject to the final construction drawings of each building, along with the photometric plans and light fixture data sheets, and the landscaping plans for both the site and all building be of same materials and design as presented for this review. This information will also be required for inspection by the City of Germantown Office of Code Enforcement to determine that products have been used in manner as approved by the Planning Commission.


Also, all signage needs to be presented for review under separate application and should not be approved under the approval granted now.

The landscaping planting, building materials, and lighting fixtures as presented by the applicant and reviewed by the member meet the commercial requirements under the Design Review Commission standards and therefore approval is recommended to the Planning Commission.

TrzVue Phase 4

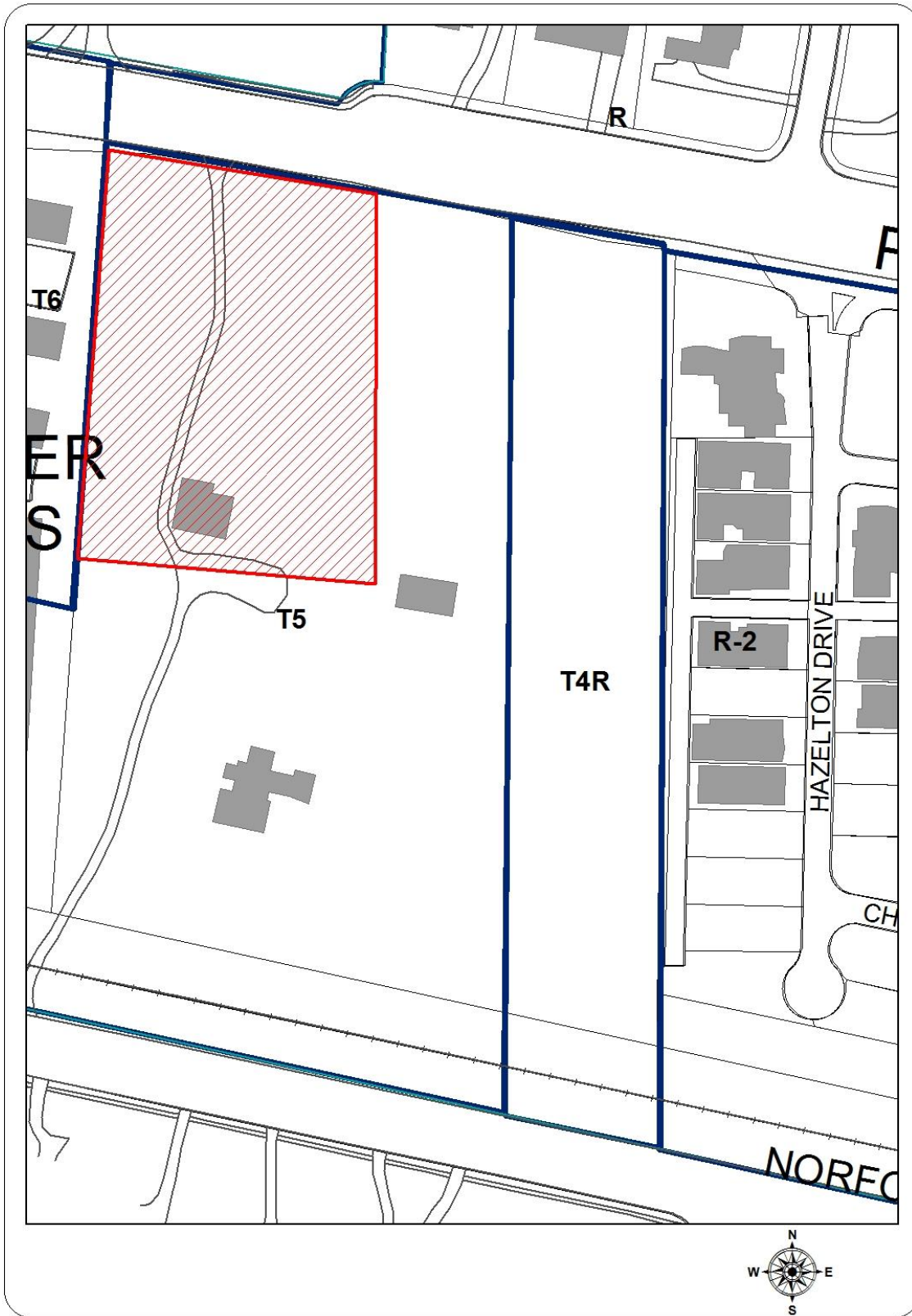
Page 2 of 2
October 30, 2016

By


Keith B. Saunders, LEED AP BD+C
Chairman, Design Review Commission

DRC Review Subcommittee Members: Keith B. Saunders
Steve Landwehr

cc: Cameron Ross – Director of Economic and Community Development





October 14, 2016

Ms. Shelia Pounder, Planning Manager
Department of Economic & Community Development
City of Germantown
1920 S. Germantown Road
Germantown, Tennessee 38138

**RE: TRAVURE Planned Development, Phase 4
Final Site Plan Application**

Dear Shelia:

We are pleased to re-submit the final site plan application for Phase 4, TraVure P.D. We have worked to address comments received from the previous TAC as well as at last month's sub-committee meeting. In association with this application, please find this original and eighteen (18) copies of this letter, including responses to the TAC comments, nineteen copies of the Planning Commission application form, the Planning Commission checklist, and four (4) full-sized and fifteen (15) half-sized sets of the complete set of Final Site Plan drawings. Additionally please find attached a CD with electronic copies of the updated drawings and an exhibit showing the fire truck turning movement through the site. Previously submitted was the application fee and notification packet.

We look forward to again presenting this plan before the Smart Growth sub-committee on October 19, 2016 and proceeding to the Planning Commission on November 2, 2016. If you have any questions or need additional information prior to the sub-committee, please let us know.

Sincerely,
Fisher Arnold



Michael Rogers, PE, RLS, LEED AP BD+C, CPESC

Attachments

Cc: Mr. Ray Gill, Gill Poplar, GP
Mr. Brown Gill, Gill Properties
Mr. William R. Thoda, Jr., Thoda & Associates, PLLC

9180 Crestwyn Hills Drive
Memphis, TN 38125

901.748.1811
Fax: 901.748.3115
Toll Free: 1.888.583.9724

www.fisherarnold.com



**CITY OF
 GERMANTOWN
 TENNESSEE**

1930 South Germantown Road • Germantown, Tennessee 38138-2815
 Phone (901) 757-7200 Fax (901) 757-7292 www.germantown-tn.gov

DATE RECEIVED: _____
 RECEIVED BY: _____

**PLANNING COMMISSION
 OFFICIAL APPLICATION FORM**

TYPE OF APPLICATION	
<p>(Check <input checked="" type="checkbox"/> all that apply):</p> <p> <input type="checkbox"/> Sketch Plan; <input type="checkbox"/> Preliminary Site Plan; <input checked="" type="checkbox"/> Final Site Plan <input type="checkbox"/> Minor Subdivision; <input type="checkbox"/> Preliminary Plat; <input type="checkbox"/> Final Plat <input type="checkbox"/> Grading/Tree Removal; <input type="checkbox"/> WTF (Wireless Transmission Facility) <input type="checkbox"/> Rezoning From: _____ To: _____ <input type="checkbox"/> Other: _____ </p>	
<p>IS THIS SITE WITHIN A SMART CODE AREA: (Circle One) YES NO (Please note - if yes, than follow Smart Code Application Instructions to complete this form for submittal)</p>	
<p>PLANNED USE DEVELOPMENT'S (PUD) ONLY:</p> <p> <input type="checkbox"/> PUD Outline Plan (Master Plan); <input type="checkbox"/> PUD Amendment to Outline Plan; <input type="checkbox"/> PUD Preliminary Plan (individual phases); <input type="checkbox"/> Final Plan (individual phases); </p> <p>Phase: _____ of _____ Date of PUD Outline Plan (Master Plan) Approval: _____ Other: _____</p>	
PROJECT INFORMATION (Provide Additional Pages as Needed)	
<p>Project Name: <u>TraVure P.D., Phase 4</u></p> <p>Address: <u>South side of Poplar Avenue, at southwest corner of TraVure Drive and Poplar</u></p> <p>Project Description: <u>Development of a mixed-use retail and office site</u></p> <p>No. of Acres: <u>2.046</u> Parcel Identification Number(s): <u>G0219 00216</u></p> <p>PLEASE ATTACH A LETTER EXPLAINING THE PROJECT, IN DETAIL, AND LISTING ALL VARIANCES REQUESTED FROM THE SUBDIVISION AND ZONING REGULATIONS.</p>	
OWNER/LESSEE/DEVELOPER INFORMATION	
<p>Owner Name (Print): <u>Gill Poplar, GP</u> Address: <u>Macon Station, Suite 114 - Memphis, TN 38018</u> Phone No.: <u>(901) 758-1100</u> Email Address: <u>ray@gillprop.com</u> Signature of Owner: <u>[Signature]</u> Lessee Name (Print): _____ Address: _____ Phone No.: _____ Email Address: _____ Signature of Lessee: _____</p> <p>Developer Name (Print): <u>Gill Poplar, GP</u> Address: <u>110 Macon Station, Suite 114 - Memphis, TN 38018</u> Phone No.: <u>(901) 758-1100</u> Email Address: <u>ray@gillprop.com</u> Signature of Developer: <u>[Signature]</u></p> <p style="text-align: center;">PLEASE ATTACH A COPY OF THE DEED REFLECTING OWNERSHIP OF THE SUBJECT REAL PROPERTY</p>	

AGENT/REPRESENTATIVE INFORMATION	
Name: <u>Michael Rogers</u>	Title: <u>Principal</u>
Company Name: <u>Fisher Arnold</u>	Address: <u>9180 Crestwyn Hills Dr. - Memphis, TN 38125</u>
Phone No.: <u>(901) 748-1811</u>	Email Address: <u>mrogers@fisherarnold.com</u>
Who will represent this proposal at the Planning Commission meeting? <u>Michael Rogers</u>	
ENGINEER/SURVEYOR INFORMATION	
Engineer Name: <u>Fisher Arnold</u>	Address: <u>9180 Crestwyn Hills Dr. - Memphis, TN 38125</u>
Phone No. <u>(901) 748-1811</u>	Email Address: <u>mrogers@fisherarnold.com</u>
Surveyor Name: <u>Parker Estes & Associates, Inc.</u>	Address: <u>3460 Ridge Meadow Parkway - Memphis, TN 38115</u>
Phone No.: <u>(901) 360-9805</u>	Email Address: <u>parkerestes@bellsouth.net</u>

DISCLOSURE OF OWNERSHIP INTERESTS

In order to assist staff and appointed and elected officials of the City of Germantown in complying with Ordinances of the City relating to conflicts of interest, the following information is required to be furnished:

1. For Profit Entities. If the applicant submitting this Application ("Applicant") is a for-profit entity, i.e. general partnership, limited partnership, corporation, limited liability company, RE.LT., a trust, or any other form of for-profit business entity, the authorized representative of the Applicant must list below the respective names and business or home addresses of all persons or entities which own 10% or more of the ownership interests in the Applicant. (If another business entity owns 10% or more of the ownership interests in the Applicant, all persons owning a 10% or more interest in such last mentioned entity must be identified by name and business or home address.) (If a trust owns a 10% or more interest in the Applicant, all beneficiaries of 10% or more of the trust assets must be identified by name and business or home address.) The amount of ownership interest does not have to be disclosed.

Applicant: Gill Poplar, GP

Persons or Entities Owning 10% or More of the Ownership Interests of the Applicant:

Name	Business or Home Address
<u>RAY GILL</u>	<u>8130 MACON STATION SP 114</u>
<u>_____</u>	<u>Memphis, TN 38018</u>
<u>_____</u>	<u>_____</u>
<u>_____</u>	<u>_____</u>

2. For Profit Entities: If the owner and any lessee of the land which is the subject of this Application ("Owner and Lessee") is a for-profit entity, i.e. general partnership, limited partnership, corporation, limited liability company, R.E.LT., a trust, or any other form of for-profit business entity, the authorized representative of the Owner and Lessee must list below the respective names and business or home addresses of all persons or entities which own 10% or more of the ownership interests in the Owner and Lessee. (If another business entity owns 10% or more of the ownership interests in the Owner and Lessee, all persons owning a 10% or more interest in such last mentioned entity must be identified by name and business or home address.) (If a trust owns a 10% or more interest in the Owner and Lessee, all beneficiaries of 10% or more of the trust assets must be identified by name and business or home address.) The amount of ownership interest does not have to be disclosed.

Owner and Lessee: [Signature]

Persons or Entities Owning 10% or More of the Ownership Interests of the Owner and Lessee:

Name	Business or Home Address
<u>RAY GILL</u>	<u>8130 MACON STATION</u>
<u>_____</u>	<u>SP 114, Memphis, TN</u>
<u>_____</u>	<u>38018</u>
<u>_____</u>	<u>_____</u>

Chairman Harless asked if there was any old business to come before the Commission. There were none.

Chairman Harless asked if there was any new business to come before the Commission.

Mr. Hernandez noted the Tree Board met on October 11, 2016, and we are continuing discussions regarding obtaining a certification for an arborist for the Oaklawn Gardens project.

Chairman Harless reminded everyone to be sure and vote next week and the Commission Dinner is Thursday, November 10, at 6:30 at the Great Hall.

Alderman Owens noted the applications are now online to renew for the Planning Commission they are due November 30.

Ms. Pounder reminded the commissars about the continuing education hours, you need 4 CEU hours.

Mr. Ross graduated Mr. Hernandez and Mr. Bacon on meeting their continuing education hours.

Chairman Harless asked if there were any liaison reports. There were none.

ADJOURNMENT: The meeting adjourned at 7:00 p.m.