

Non-Major General Plan Amendment
for the approximate 28 acres located at the
Southeast corner of Scottsdale Road and Paradise Lane (CrackerJax)
Amendment to Greater Airpark Character Area Plan
from Airpark Mixed Use (AMU) to Airpark Mixed Use Residential (AMU-R)

Ownership:

G&J Properties Limited Partnership

HGJ Investments

10881 North Scottsdale Road #200

Scottsdale, AZ 85254

Applicant:

Woodbine Southwest Corporation

Daniel W. (Buzz) Gosnell

2525 East Arizona Biltmore Circle B-220

Phoenix, AZ 85016

Submittal Date:

August 26, 2011

List of Exhibits

- A. Aerials
- B. Existing General Plan Designation Map
- C. Existing Greater Airpark Character Area Plan Land Use Map
- D. Proposed Greater Airpark Character Area Plan Land Use Map

I. Purpose of Request

This request is for a Non-Major General Plan Amendment changing the Greater Airpark Character Area Plan (GACAP) designation from Airpark Mixed Use (AMU) to Airpark Mixed Use- Residential (AMU-R) on the approximate 28-acre site located at the southeast corner of Scottsdale Road and Paradise Lane (the "Property").

II. Ownership

The Property is currently owned by G&J Properties Limited Partnership and HGJ Investments, both of which are holdings of the Herberger Family. The Herberger Family is teaming again with Woodbine Southwest Corporation, who both have extensive experience in developing true Mixed-Use projects. Their most recent example, Kierland Commons, is located just to the west, across Scottsdale Road, and includes a mix of uses, including residential condominiums, retail, office and restaurants.

III. Existing Site

The site is currently zoned C-4 and is operating under a ground lease as a family fun and sports park called CrackerJax. It is surrounded by Scottsdale Road on the west, Paradise Lane on the north, 73rd Street on the east, and Tierra Buena Lane on the south. The Property is located well outside of the Scottsdale Airport 55 DNL contour line and is therefore appropriate for residential land uses.

IV. Surrounding Uses and Character Area Plan Designation

North, across Paradise Lane, is the existing Scottsdale Promenade Mixed Use development that is currently developed with commercial retail and office. The GACAP designation for the Promenade property is Airport Mixed Use- Residential.

East, across 73rd Street, is an existing ADOT Motor Vehicle Division building as well as other office buildings. The property is designated as Employment on the GACAP.

South, across Tierra Buena Lane, is an existing car wash and extended stay hotel.

West, across Scottsdale Road, is the Kierland master planned community in the City of Phoenix.

V. General Plan

The Property is designated as “Mixed-Use Neighborhood” on the City’s General Plan Land Use Map. The City of Scottsdale General Plan defines Mixed-Use Neighborhood as a development that is located “in areas with strong access to multiple modes of transportation and major regional access and services, and have a focus on human scale development. These areas could accommodate higher density housing combined with complementary office or retail uses or mixed-use structures with residential above commercial or office”.

The Airport Mixed Use- Residential (AMU-R) designation is therefore in full conformance with the Scottsdale General Plan land use designation.

VI. Greater Airpark Character Area Plan

The Greater Airpark Character Area Plan (GACAP) was adopted on October 26, 2010 by the Scottsdale City Council. The purpose of the GACAP is to establish a “vision for the Greater Scottsdale Airpark” and to provide a “basis for Greater Airpark decision-making over a twenty-year timeframe”. The plan contains goals and policies to assist in achieving the vision for this area. The goals include, but are not limited to, the following topics: Land Use, Neighborhood & Housing, Community Mobility, and Economic Vitality.

The Greater Airpark Vision states “as a recognized destination of national and international commerce, the Greater Scottsdale Airpark will continue to evolve as an unparalleled place to do business, innovate, discover, captivate and dwell.”

In September 2010, the City of Scottsdale Staff recommended approval of the GACAP. In that plan as recommended by Staff, the CrackerJax site was designated AMU-R. “This recommendation is based on compatibility with other existing residential entitlements adjacent to these properties; the location of these properties being outside of the Airport’s Part 150 Noise Contours; and economic analysis, which recommends additional mixed-use with residential in the Airpark area to support local employers”.

The Planning Commission agreed and voted to approve the GACAP as recommend by Staff with the AMU-R designation on the CrackerJax site.

In October 2010, City Council was given two options; to either approve the GACAP as City staff proposed and Planning Commission recommended, or to approve as recommended by the Airport Advisory Board as AMU. The City Council chose to approve the GACAP as recommend by the Airport Advisory Board, removing the AMU-R designation on the Property. No one from Ownership presented testimony.

The Herberger/Woodbine team envisions a true mixed use development on this unique and ideally situated property. The goal is to design a site that includes a wide variety of uses, designed together as a cohesive, pedestrian-oriented development. We believe it makes no sense to arbitrarily exclude certain uses from this future mixed use development. All the uses permitted in the AMU-R designation, including residential, should be allowed on this site. True mixed use development succeeds by providing a variety of commercial, employment and residential uses in a well designed, compatible setting. This site has that unique potential.

The AMU-R is the most appropriate land use designation for the Property for all of the following reasons:

1. The AMU-R designation is fully in conformance with the Scottsdale General Plan land use designation: Mixed Use Neighborhood.
2. The Property is located outside of the Runway Protection Zone, and well outside of the Scottsdale Airport 55 DNL contour line. FAA laws do not prohibit residential uses on this, or similarly situated property. There are numerous examples of mixed use development, which include residential uses, far closer to airports and runways than this Property. A true mixed use development at this location will be a benefit to the Airport not a detriment.
3. The AMU-R designation on the Property was recommended by Staff and the Planning Commission.

4. The vision of the CrackerJax parcel is in direct alignment with the vision for the Greater Scottsdale Airpark. The parcel size, visibility and location are ideal for a true mixed use development. The Area Plan's definition of the AMU-R states:

Airpark Mixed Use Residential areas are appropriate for the greatest variety of personal and business services, employment, office and institutional cultural amenities, retail, hotel, and higher density residential. Development in the AMU-R areas should be pedestrian-oriented have access to multiple modes of transportation and should be located outside of the Airport's 55 DNL contour. Residential and other sensitive uses should be a lesser component of development and include adequate sound attenuation. Design of residential uses in the areas south of the Central Arizona Project Aqueduct should support businesses and tourism uses, such as time-shares, multi family rental units and corporate housing.

The definition describes precisely what is envisioned for the CrackerJax site. The CrackerJax site meets all of the requirements stated in the AMU-R land use requirements, including its location well outside of the Scottsdale Airport's 55 DNL contour line. This is why it was included on previous versions of the Greater Airpark Character Area Plan ("Area Plan"). The site is located within the Regional Core, which provides for the greatest intensity and is designated as a Type C development. Located on the City's most prominent thoroughfare, Scottsdale Road, the property is ideally situated to allow for another successful mixed use development.

Although no formal plans have been developed for the parcel, the vision for the property is to horizontally and vertically integrate complementary land uses including, but not limited to: retail, office, hotel, health/wellness and residential. The owner is experienced with the successful development of mixed use, as evidenced by the ongoing success of Kierland Commons.

5. A true mix of uses on this site as permitted by the AMU-R designation will also meet the following goals and policies of the GACAP:

GREATER AIRPARK CHARACTER AREA PLAN	
AREA PLAN	CONFORMANCE
<u>LAND USE</u>	
<u>GOAL LU 1</u> - <i>Maintain and expand the Greater Airpark's role as a national and international economic destination through appropriate land uses, development and revitalization.</i>	
Policy LU 1.1 - <i>Maintain and expand the diversity of land uses in the Greater Airpark.</i>	The 28-acre parcel is currently occupied by a family entertainment park and golf driving range, which have been in operation since the early 1990s. With the appropriate designation of AMU-R, the parcel size provides the opportunity to incorporate all of the major land uses within a true mixed use environment.
Policy LU 1.2 - <i>Support a mix of uses within the Greater Airpark that promote a sense of community and economic efficiency, such as clustering similar/supportive uses and incorporating residential intended for the area's workforce, where appropriate.</i>	Much like the owner of this parcel has accomplished with the development of Kierland Commons at the northwest corner of Scottsdale Road and Greenway Parkway, this development is positioned to integrate uses that build upon the success of each other. Residential in this context is important to allow for the true sense of community.
Policy LU 1.3 - <i>Promote development intensities supportive of existing and future market needs.</i>	Although the office market within the Greater Scottsdale Airpark market has suffered along with the rest of the metropolitan area, there is growing evidence that there will be a demand for larger floor plate office uses in the coming years. Additionally, the demand for residential in the area will increase with the rise in employment, particularly for workforce housing.
Policy LU 1.4 - <i>Encourage the redevelopment of underutilized land to more productive uses.</i>	The site is currently occupied by the CrackerJax Family Fun Park that is on a ground lease for the entire parcel. Although this has been a good use for the area for nearly two decades, the growth in commercial and residential development will require an

	increase to the intensity of uses on the site.
GOAL LU 2 - <i>Promote the Greater Airpark as a national and international tourism destination through tourism-related land uses.</i>	
Policy LU 2.3 – <i>Maintain and enhance the Regional Tourism and Open Space Land Use Areas as major event hubs in the Metropolitan Area.</i>	The vision for the site includes hospitality uses that would be a supporting use to the employment uses within the development. The hotel(s) and potential timeshare uses would also support tourism in the area.
GOAL LU 4 – <i>Utilize development types to guide the physical and built form of the Greater Airpark.</i>	
Policy LU 4.3 – <i>Encourage higher-scale Type C development in areas with access to major transportation corridors and where lower-scale residential areas will be buffered from higher-scale development.</i>	The site is located on Scottsdale Road and has no impact on lower-scale residential areas.
Policy LU 4.5 – <i>Greater visual variety and architectural interest should be considered in the design of the Greater Airpark’s tallest buildings (Regional Core), particularly at pedestrian level.</i>	The vision for the site is to have a carefully integrated vertical and horizontal mixed use development. The site will take advantage of allowed density and height while providing a comfortable pedestrian experience at the ground level. The project will be a pedestrian-friendly environment within the project boundaries and will be accessible from surrounding projects as well.
GOAL LU 5 – <i>Encourage Greater Airpark development flexibility.</i>	
Policy LU 5.1 – <i>Update and provide greater flexibility in development regulations to achieve the goals of the Greater Airpark Character Area Plan and encourage revitalization in the area.</i>	The AMU-R designation will provide for the greatest flexibility of uses within the Greater Airpark. The site’s location and size provide the opportunity to address market needs as they arise to allow for unforeseen opportunities for the benefit of the surrounding area.
GOAL LU 6 – <i>Promote the Greater Airpark as a mixed use economic and aviation-based</i>	The CrackerJax parcel is one of very few properties within the Greater Airpark that

<p><i>employment center that is complementary to Downtown Scottsdale, the City's premier cultural, civic and residential mixed use core.</i></p>	<p>have the opportunity to provide a true mixed use environment. All of the contemplated uses for this site mesh with the goal of promoting the Greater Airpark as a mixed use core. Hotels, residences, office and supporting retail uses will all complement the already established businesses in the area.</p>
<p>GOAL LU 7 – <i>Develop an interconnected network of Signature Corridors to support the Greater Airpark as a place for meeting, creating, shopping, learning, as well as working.</i></p>	
<p>Policy LU 7.1 – <i>Encourage growth along corridors with the greatest potential for activity, new development, revitalization, tourist attractions and enhanced multi-modal connections.</i></p> <p>Policy LU 7.2 – <i>Promote a greater mix of uses along identified Signature Corridors, which complement and are compatible with each respective land use designation.</i></p> <p>Policy LU 7.3 – <i>Encourage and incentivize revitalization along Signature corridors, particularly south of the Central Arizona Project Aqueduct.</i></p> <p>Policy LU 7.4 – <i>Integrate entertainment, education uses, cultural uses, and tourist attractions along signature corridors.</i></p>	<p>CrackerJax east and west boundaries, 73rd Street and Scottsdale Road, have been identified in the Character Area Plan as a Signature Corridors. By increasing the intensity on the underutilized site and adding additional uses such as retail, office, hotel, cultural and residential, this will certainly revitalize the frontage along the Signature Corridors.</p>
<p>GOAL LU 8 – <i>Create an interconnected network of meaningful open spaces within the Greater Airpark.</i></p>	<p>Although the current use on the property has a very low density, the useable open space for the public is somewhat limited. By providing pedestrian connections to the surrounding streets, particularly the Signature Corridors this will encourage the use of open space</p>

	within the development.
<u>NEIGHBORHOODS AND HOUSING</u>	
<u>GOAL NH 1</u> – <i>Maintain existing residential neighborhoods within and surrounding the Greater Airpark.</i>	This property will have no negative impact on existing or surrounding neighborhoods, but will provide additional services and amenities.
<u>GOAL NH 2</u> – <i>Create complete neighborhoods within the Greater Airpark, through the development of urban dwelling types and mixed use developments, while being respectful of the Greater Airpark as an aviation-based employment center.</i>	The aviation-based employment center adds to the appeal of creating a mixed use development. Residential within the development will provide housing for employees; the commercial components will provide necessary services; and the hotel(s) and guest units will host visitors of Airpark businesses.
<u>GOAL NH 3</u> – <i>Encourage residential development that supports the local and regional employment-based land uses in the Greater Airpark.</i>	
<p>Policy NH 3.1 – <i>Encourage thoughtful and creative residential development that enhances, supports, and is sensitive to Airport operations and the Greater Airpark’s identity as an employment center.</i></p> <p>Policy NH 3.2 – <i>Incorporate residential into Airpark Mixed Use-Residential Future Land Use Areas to reduce traffic congestion, improve air quality, and provide opportunities for workforce housing where:</i></p> <ul style="list-style-type: none"> • <i>Dwellings will not be adjacent to industrial uses that could be in conflict with residential uses;</i> • <i>Dwellings will not lie within the 55 day-night average noise level (DNL) or higher areas established by the FAA; and</i> 	<p>The residential development envisioned for the project will be market driven, and designed with the flexibility to provide housing for the workforce as well as for employers. In order to be sensitive to the operations of the Airport, sound attenuation will be taken into consideration throughout the design and development process.</p> <p>The incorporation of residential is appropriate at larger mixed use projects as a means of reducing traffic by providing a live, work, play environment. Dwellings at this location are particularly appropriate given that the site is not in conflict with adjacent industrial uses and is located well outside the 55 DNL contour line.</p> <p>The parcel is located on Scottsdale Road,</p>

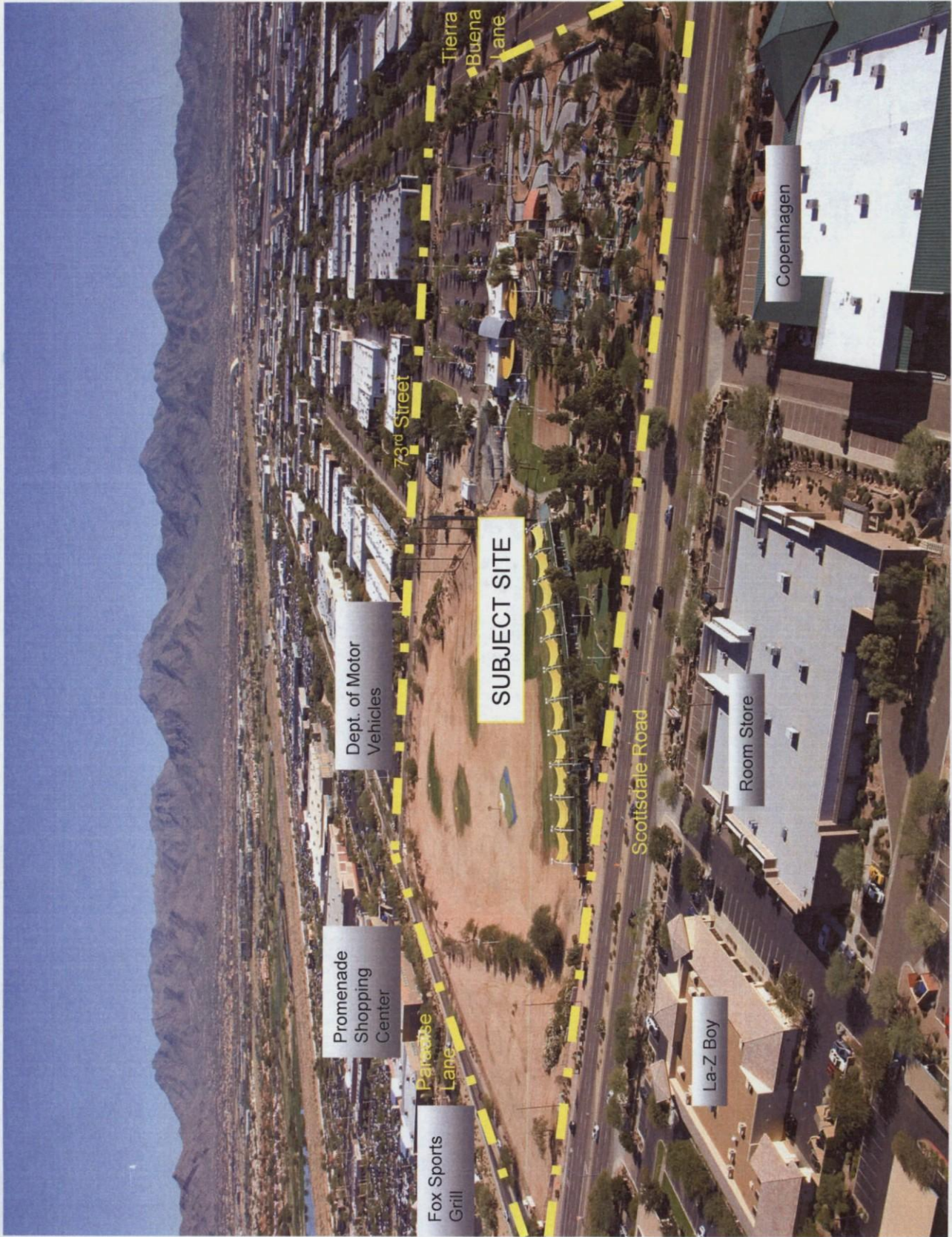
<ul style="list-style-type: none"> • <i>Multi-modal transportation options will be incorporated into residential design</i> <p>Policy NH 3.3 – <i>Support the integration of workforce housing and a diversity of dwelling types within the Greater Airpark.</i></p>	<p>which is designated as a “Future High Capacity Transit Corridor”. In addition, the northern boundary of the site, Paradise Lane, is designated as a “Potential Future Transit Route”. Connections with future transit centers will be addressed at these locations.</p>
<p><u>AVIATION</u></p>	
<p><u>GOAL A 1</u> – <i>Sustain and enhance the Scottsdale Airport as the preeminent, upscale aviation facility in the Metropolitan Area and a major economic component of the Greater Airpark.</i></p>	
<p>Policy A 1.2 – <i>Promote the Greater Airpark to national and international corporations as an ideal central locale for corporate headquarters with Airport and through-the-fence taxilane access amenities.</i></p>	<p>The Scottsdale Road address provides for an excellent identity for a corporate headquarters and with the addition of class A office space the demand for hospitality uses and housing increases. The CrackerJax site provides this opportunity with the appropriate AMU-R land use designation.</p>
<p><u>COMMUNITY MOBILITY</u></p>	
<p><u>GOAL CM 1</u> – <i>Strengthen transit in the Greater Airpark as the primary means of reducing vehicular traffic congestion, minimizing parking constraints, promoting environmental stewardship, and, as a result, improving regional air quality.</i></p> <p><u>GOAL CM 2</u> – <i>Holistically manage the supply of existing and future parking in the Greater Airpark.</i></p>	<p>The design of the project will incorporate connections to current and future transit stops, particularly on the Signature Corridors. Parking constraints will be minimized by following a shared parking model and taking advantage of the parking patterns associated with residential, commercial and hospitality uses.</p>
<p><u>GOAL CM 4</u> – <i>Minimize the impacts of Greater Airpark vehicular traffic on adjacent residential neighborhoods.</i></p>	<p>There are no adjacent neighborhoods to this property.</p>
<p><u>GOAL CM 6</u> – <i>Enhance pedestrian and bicyclist access and activity for Greater Airpark</i></p>	<p>Particular attention will be paid to the routes designated as “Pedestrian/Bicycle Corridors”</p>

<i>residents, visitors and employees.</i>	that provide connections to parcels north and south of the site that are within the "Shopping/Housing" district.
<u>ECONOMIC VITALITY</u>	
<u>GOAL EV 1</u> – <i>Sustain the long-term economic prosperity of the Greater Airpark.</i>	Economic sustainability is best achieved through a mixed use environment. The inherent make-up of a mixed use development provides product diversification. By focusing on the whole rather than the parts, the mixed use project can remain successful even as certain areas of the economy struggle.
<u>GOAL EV 2</u> – <i>Maintain and strengthen established economic engines in the Greater Airpark.</i>	The development and operation of hotels within the project will not only promote the Scottsdale Airport, but will provide additional options for out of town visitors attending events, or doing business in the area.

VII. Conclusion

The request for a Non-Major General Plan Amendment to change the designation on the CrackerJax site from Airport Mixed Use (AMU) to Airport Mixed Use-Residential (AMU-R) fulfills the goals and vision of the Scottsdale General Plan and the Greater Airpark Character Area Plan, by providing the opportunity for a true mixed-use development at this underutilized, high-profile location.

CONTEXT GRAPHIC - 1

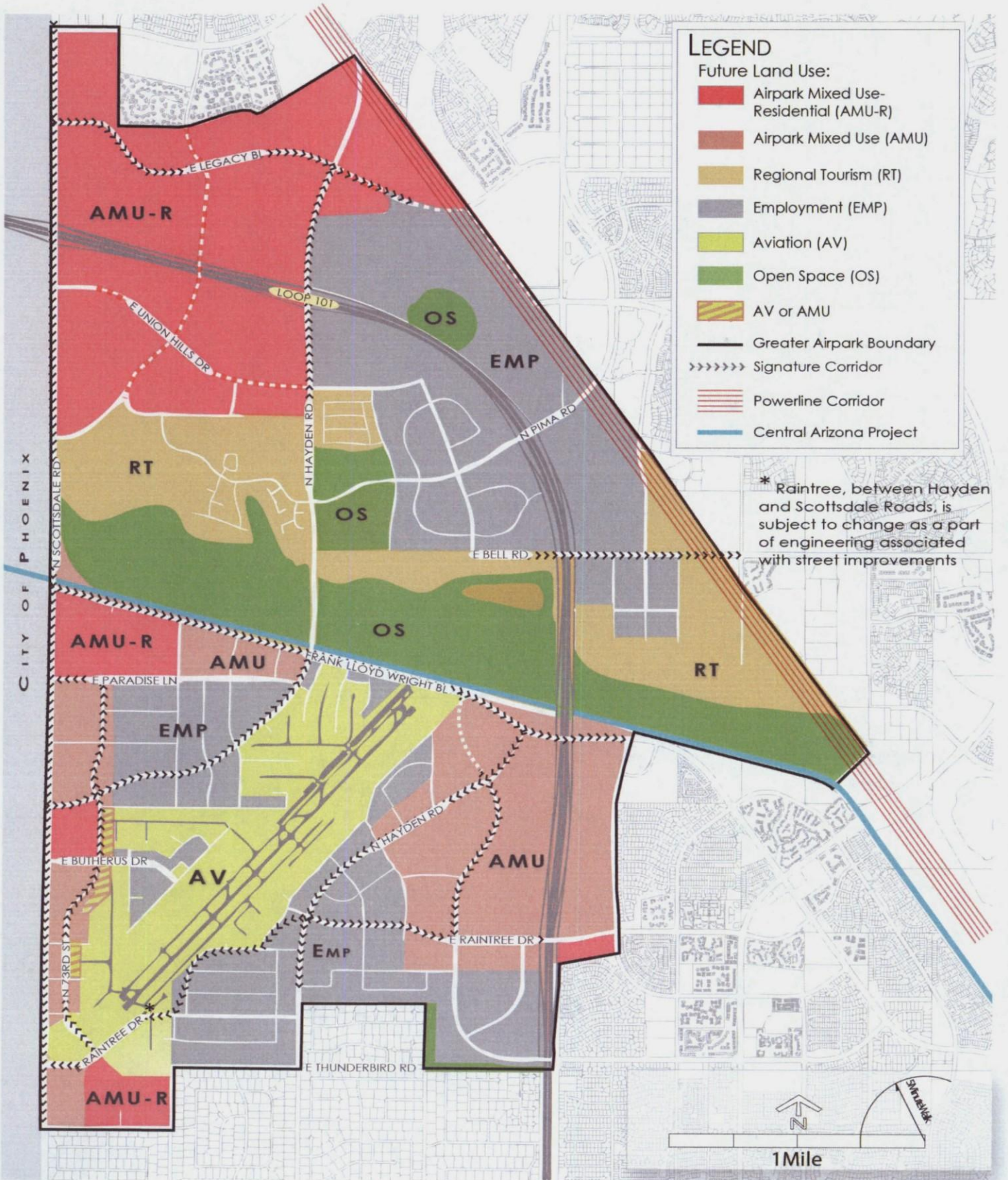


CONTEXT GRAPHIC - 2

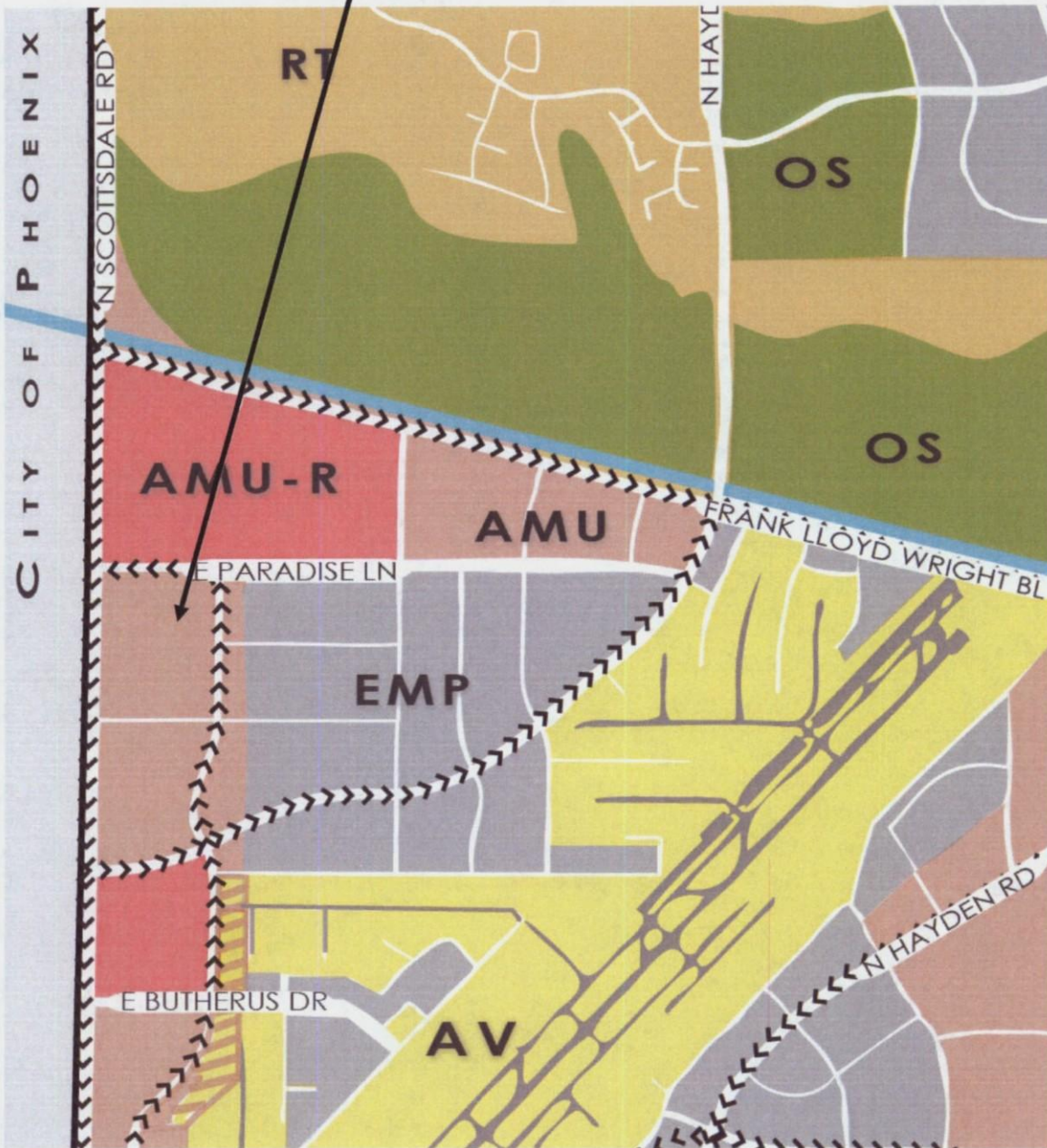


Greater Airpark: 2011 General Plan Land Use w/Regional Use Overlay





Greater Airpark Character Area Map
Existing: AMU
27.94 ± acres



8-GP-2011
1st: 8/26/2011

Greater Airpark Character Area Map
Proposed: AMU-R
27.94 ± acres

