

STIPULATIONS FOR CASE 1-II-2003#5

Outline

Section 1.0 Applicability

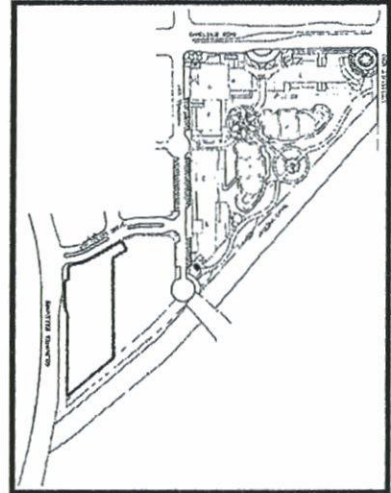
This application is to amend Phase 5 of the Infill Incentive Plan for the Scottsdale Waterfront project area. Scottsdale Waterfront, LLC (the "owner") has a development plan that proposes both residential and non-residential uses onsite.

- 1.1 Infill District
- 1.2 Amendments & Additional Modifications
- 1.3 City Code References

Section 2.0 Development and Design Standards

These stipulations apply only to Phase 5 of the development within the Infill Incentive District as defined in Ordinance No. 3527 and amended by Ordinance No 3921.

- 2.1 Conformance to Character
- 2.2 Conformance to Amended Development Standards
- 2.3 Sequence of Stipulation Performance
- 2.4 Master Plans
- 2.5 Development Stipulations



STIPULATIONS FOR CASE 1-II-2003#5

1.0 APPLICABILITY

1.1 INFILL DISTRICT

- A. APPLICABILITY. Ordinance 3527 approved Case No. 1-II-2003 and established the Scottsdale Waterfront Infill Incentive District (the "Waterfront District") subject to the stipulations and the Amended Development Standards approved in that ordinance. The Waterfront District is subject to the Infill Incentive Plan approved by City Council. Except as provided in Note i. below, the following stipulations and exhibits amend the Waterfront District (the "Scottsdale Waterfront Development Plan"), and control the development of the Phase 5 property.

Note: i. This application, 1-II-2003#5, does not affect the stipulations, related exhibits, and requirements of case, 1-II-2003 that apply to the to the area of the Waterfront District identified as the Camelback Parcel in stipulations of 1-II-2003, or the area of the Waterfront District identified as the Marshall Way Parcel in stipulations of 1-II-2003#4.

1. INCORPORATED EXHIBITS. The following exhibits are on file with the City Clerk of the City of Scottsdale and made a public record as exhibits to "Scottsdale Waterfront, Phase 5 Amendment to Development Plan Including Development Standards" by Resolution No. 8625 and are attached and incorporated in these stipulations by this reference:

Exhibit A: Area of Development Plan Amendment submitted by Scottsdale Waterfront, L.L.C., with the city staff date of 1/31/2011.

Exhibit B: Amended Development Standards – Goldwater Parcel submitted by Scottsdale Waterfront, L.L.C., with the city staff date of 1/31/2011.

Exhibit C: Site Plan and Project Data submitted by Scottsdale Waterfront, L.L.C., with the city staff date of 1/31/2011.

Exhibit D: Goldwater Parcel Legal Description submitted by Scottsdale Waterfront, L.L.C., with the city staff date of 1/31/2011.

Exhibit E: Conceptual Landscape Plan submitted by Scottsdale Waterfront, L.L.C., with the city staff date of 1/31/2011.

Exhibit F: Circulation Plan submitted by Scottsdale Waterfront, L.L.C., with the city staff date of 1/31/2011.

1.2 AMENDMENTS & ADDITIONAL MODIFICATIONS

- A. As an incentive for development of the Waterfront District, development approval procedures are hereby expedited and modified as provided in these stipulations. The authority for determining design and construction improvements shall be as follows:
1. The Development Review Board shall act as the governing authority for the design and improvements of the Phase 5 Parcel (approximately 1.71 acres, located east of Goldwater Boulevard) of the Scottsdale Waterfront Project.
 2. Developer shall return to the City Council for a public hearing and final approval of a more detailed site plan following Development Review Board approval and a recommendation by the Planning Commission to the Development Review Board, which shall be reviewed pursuant to Sections 1.900 through 1.909 of the Zoning Ordinance, which shall include, but not be limited to, review of building footprints, conceptual building massing and open space. The approval by City Council of the more detailed site plan may not reduce the overall height, density, square footage, and/or number of units without the developer's prior consent and approval.
- B. The Zoning Administrator shall have the authority to approve additional modifications to the Property Development Standards, Downtown Plan Urban Design and Architectural Guidelines, and Distribution and Types of Uses as long as the requested modifications meet the criteria set forth in the following sections:
1. Amended Development Standards: The amended development standards, approved by the City Council may only be modified as described below:
 - a) Modifications shall not exceed ten (10) percent and shall be limited to the following amended development standards:
 - (i) Front Yard Setbacks,
 - (ii) Building Lines,
 - (iii) Spacing Between Buildings.
 - b) Modifications shall not exceed a twenty-five (25) percent increase and shall be limited to Number of Dwelling Units: Total number of dwelling units proposed for Phases 4 and 5 are 168 dwelling units. The maximum number of dwelling units allowed for under this provision would be 457 dwelling units within the Waterfront District. The minimum number of dwelling units allowed is 225, unless Phases 4 and/or 5 are developed as commercial uses.
 - c) Modifications may not be made to increase the following amended development standards:
 - (i) Floor Area Ratio
 - (ii) Gross Floor Area
 - (iii) Large Walls –Vertical Dimension
 - (iv) Large Walls –Horizontal Dimension
 - (v) Encroachments Beyond Inclined Stepback Plane
 - (vi) Building Height
 - (vii) Exception to Height Limits
 - (viii) Private Outdoor Living Space
 2. Distribution and Types of Uses: The proposed distribution of residential units and non-residential uses are specified in the Development Plan, Exhibit C page 2 of 3. Any redistribution of the total number of residential units, and amount of square footage of non-residential uses shall be allowed within the Waterfront District, as necessary. The Zoning Administrator, or designee, may require additional information, such as revised traffic studies, as part of a request for modifications.
 3. In any case, modifications to the approved number of units and total square footage of all Phases shall not exceed the total gross floor area (1,100,000 sq ft) for the Waterfront District without a recommendation from the Planning Commission and approval of the City Council. Such modification shall not require a recommendation from the Development Review Board. As determined by the Zoning Administrator, or designee, the owner shall provide any required additional information, such as revised traffic studies, as part of a request for modifications.

4. Downtown Plan Urban Design and Architectural Guidelines: Modifications to the Downtown Design Guidelines shall be consistent with the stated Goals for Type 2 uses.
- C. Any proposed significant changes to the amended development standards, Downtown Plan Urban Design and Architectural Guidelines, and distribution and types of uses, as determined by the Zoning Administrator, or designee, shall be subject to subsequent public hearings before the Planning Commission and City Council. Such changes shall not require a recommendation from the Development Review Board. As determined by the Zoning Administrator, or designee, the owner shall provide any required additional information, such as revised traffic studies, as part of a request for modifications.

1.3 CITY CODE REFERENCES

References made in these stipulations to specific sections of the Zoning Ordinance of the City of Scottsdale and City Code shall be deemed to mean the City Zoning Ordinance or City Code in effect on the date of approval of the Infill Incentive Plan and to any subsequent renumbering or reordering of those provisions.

2.0 DEVELOPMENT AND DESIGN STANDARDS

2.1 CONFORMANCE TO CHARACTER

The overall character shall generally conform to the Downtown Plan Urban Design and Architectural Guidelines, as determined by the Development Review Board. As determined by the Development Review Board, the development shall achieve the following objectives:

- A. Activate the Arizona Canal east-west as a regionally linked public amenity,
- B. Urban design and architecture should embody upscale, southwestern character,
- C. Site development should contribute to building a positive sense of place downtown with the inclusion of art and cultural components; unique and pedestrian-oriented urban design and architecture; and public gathering or special event spaces that promote tourism and social gatherings,
- D. Enhance mobility downtown by supporting alternate modes of transportation focusing on pedestrian-oriented urban design and advancing the downtown trolley,
- E. Development should stand the test of time through the use of upscale, quality materials.

2.2 CONFORMANCE TO AMENDED DEVELOPMENT STANDARDS

Development shall conform with the amended development standards detailed in Exhibit B., unless modified through Section 1.2.B.

2.3 SEQUENCE OF STIPULATION PERFORMANCE

Stipulations included in the Development Plan concern the planning required for the design and construction of the infrastructure necessary to serve the site as it is developed. The sequence and content of this required planning is more fully described herein, but the general hierarchy of planning is as follows:

A. MASTER PLANS

The Site Plan, Circulation Plan, Conceptual Landscape Plan and improvements submitted by the owner shall act as the entitled concept plans for the Phase 5 property. The owner shall be required to submit Final Master Plans to the Development Review Board for the Phase 5 parcel design and improvements, as determined by the Zoning Administrator, or designee.

B. DEVELOPMENT SITE PLANNING

The owner shall complete a detailed site plan, landscape and elevation application to the Development Review Board for the Phase 5 parcel improvements.

2.4 MASTER PLANS

The owner shall prepare and receive approval for the following master plans before any additional Development Review Board application or improvement plans are submitted for Phase 5, except where specifically addressed in Sections 2.4.A through 2.4.E:

- A. Master Design Concept Plan
- B. Master Circulation Plan
- C. Master Drainage Plan
- D. Master Water Plan
- E. Master Wastewater Plan

A. MASTER DESIGN CONCEPT PLAN

1. MASTER DESIGN CONCEPT PLAN APPROVAL FOR PHASE 5. Pertaining to Phase 5, the owner shall submit and receive approval from the Development Review Board for an amendment to the *Master Design Concept Plan for the Waterfront District prior to receiving a Development Review Board approval for the site, building and improvement design for the property.* The amendment shall address:
 - a. Open space design concepts for open space areas, including location, size and dimensions, plant and landscape character, open space corridors, and integration of drainage plans.
 - b. Overall streetscape concepts, which incorporate right-of-way designations, easements, street side design concepts, plant and landscape materials.
 - c. Typical outdoor lighting plan for streetlights and concepts and general specifications for exterior lighting.
 - d. *General design and architectural themes assuring overall design compatibility of all buildings and structures within the site.*
 - e. A circulation plan that indicates the location and width of all sidewalks and pedestrian pathways adjacent to, building(s) on, and pedestrian connections through the site.
 - f. General signage/graphic concepts for development signs, including locations and typical design concepts.
 - g. Public art master plan.

B. MASTER CIRCULATION PLAN

As determined by the Zoning Administrator, the owner shall submit an amendment to the Master Circulation Plan. *The Master Circulation Plan shall be prepared in accordance with the City's design procedures and criteria by a registered engineer who is licensed in the State of Arizona.*

1. The amendment to the Master Circulation Plan shall include at a minimum the following components:
 - a. Access considerations including driveway locations, proposed median break locations, vehicle storage lengths, any required auxiliary lanes to accommodate site generated trips. Appropriate signing and striping for safe egress and ingress movements shall be included for major intersections.
 - b. Conceptual intersection lane configurations based on total PM and AM peak hour volumes with the proposed development.
 - c. *Plans for phasing the improvements or plans for interim improvements necessary to accommodate the site development and tie into other planned construction improvements within the study area.*
 - d. Required right-of-way dedications for all arterial, collector, or local streets within or abutting each parcel.
 - e. On-site circulation that identifies emergency and service vehicle access, internal street cross sections, and parking structure access points.
 - f. Location of transit facilities to include bus stop locations on the surrounding arterial streets and trolley stop locations on the internal streets.
2. MASTER CIRCULATION PLAN AMENDMENT APPROVAL. If an amendment to the Master Circulation Plan is required, the amendment must be accepted by the Zoning Administrator, or designee, before receiving Development Review Board approval for the site, building and improvement design for the property.

C. MASTER DRAINAGE PLAN

As determined by the Zoning Administrator, the owner shall submit an amendment to the Master Drainage Plan. A Master Drainage Plan shall be prepared in accordance with the City's design procedures and criteria by a registered engineer who is licensed in the State of Arizona.

1. The amendment to the Master Drainage Plan shall include at a minimum:
 - a. Maps showing watersheds draining onto and through the Scottsdale Waterfront Project and area included along the north side of the Arizona Canal and proposed Marshall Way, with estimates of peak flows for 10, 50, and 100-year flood events at concentration points entering the Scottsdale Waterfront Project

- b. Estimated peak flows and volumes of on-site runoff at concentration points exiting the Scottsdale Waterfront Project and area included along the north side of the Arizona Canal and proposed Marshall Way for both developed and existing conditions for the 10, 50, and 100-year flood events
 - c. Location and estimated size of all proposed drainage facilities for both Waterfront and area included along the north side of the Arizona Canal, including channels, storm drains, etc.
 - d. Include a complete description of requirements relating to project phasing.
 - e. Identify the timing and parties responsible for construction of all stormwater management facilities.
2. **MASTER DRAINAGE REPORT AMENDMENT APPROVAL.** If an amendment to the Master Drainage Report is required, the amendment must be accepted by the Zoning Administrator, or designee, before receiving a Development Review Board approval for the site, building and improvement design for the property. Portions of this plan will also require the approval of the County Flood Control District which will be administered by the Stormwater Management Division.

D. MASTER WATER PLAN

As determined by the Zoning Administrator, the owner shall submit an amendment to the Master Water Plan. The amendment to Master Water Plan shall be prepared in accordance with the City's design procedures and criteria by a registered engineer who is licensed in the State of Arizona. The report and plan shall conform to the draft Water and Wastewater Report Guidelines available through the City Water Resources Department.

- 1. The Master Water Plan shall include:
 - a. A description of water system requirements for the Scottsdale Waterfront Project and the phasing of such requirements.
 - b. A discussion of the timing of and parties responsible for construction of all water facilities.
 - c. The conceptual location and size of all necessary water system components, including both on and off-site lines needed to serve the development, and an analysis of the impact of the proposed development on the existing system with water demand generation factors based upon land use.
 - d. Compliance with the adopted City's Integrated Water Master Plan.
 - e. A preliminary plan of the Scottsdale Waterfront Project showing development sites and right-of-ways, contours and benchmarks, existing utilities and fire hydrants within 400 feet of the proposed development, any features such as watercourses and drainage facilities that may influence the location of underground utilities, a general layout of the proposed water mains, and any required water facilities.
 - f. Water lines located within rights-of-ways will be owned and maintained by the City. Onsite water lines shall be master metered and privately owned and maintained with backflow prevention in accordance with the City Code.
- 2. **MASTER WATER PLAN AMENDMENT APPROVAL.** If an amendment to the Master Water Plan is required, the amendment must be accepted by the Zoning Administrator and the City Water Resources Department before receiving a Development Review Board approval for the site, building and improvement design for the property.

E. MASTER WASTEWATER PLAN

- 1. **MASTER WASTEWATER PLAN.** As determined by the Zoning Administrator, the owner shall submit an amendment to the Master Wastewater Plan. The amendment to the Master Wastewater Plan shall conform to the draft Water and Wastewater Report Guidelines available through the City Water Resources Department and shall include:
 - a. A description of the wastewater system requirements for the Scottsdale Waterfront Project and the phasing of such requirements.
 - b. A discussion of the timing of and parties responsible for construction of all wastewater facilities.
 - c. The conceptual location, size, type and capacity of the necessary wastewater collection components needed to serve the Scottsdale Waterfront Project, and a preliminary analysis of the impact of the proposed development on the existing system with wastewater demand generation factors based upon land use.

- d. The wastewater collection system for the Scottsdale Waterfront Project will tie directly to the existing 15-inch trunk sewer in Goldwater Boulevard.
 - e. The calculations necessary to substantiate the selection of the size, type, and capacity of the wastewater system.
 - f. Compliance with the adopted City's Wastewater System Master Plan for the respective area.
 - g. Estimated peak flow from all contributions upstream of the proposed development that may flow through the on-site system shall be assessed for impacts to the entire system.
 - h. Wastewater lines located in rights-of-ways, or tracts/easements acceptable to the City, will be owned and maintained by the City. Onsite wastewater lines shall be privately owned and maintained in accordance with the City Code.
2. MASTER WASTEWATER PLAN AMENDMENT APPROVAL. If an amendment to the Master Wastewater Plan is required, the amendment must be accepted by the Zoning Administrator, or designee, and the City Water Resources Department before receiving a Development Review Board approval for the site, building and improvement design for the property.

2.5 DEVELOPMENT SITE STIPULATIONS

The construction plan submittal shall be in conformance with the development site stipulations within Section 2.5. Any necessary clarification, interpretation, or minor modifications of the stipulations shall require approval by the Zoning Administrator, or designee.

A. PLANNING / DEVELOPMENT

- 1. BUILDING HEIGHT. The building height shall not exceed an elevation of 1430.71 as referenced in Exhibit F of Resolution No. 6376 related to Ordinance No. 3527, as determined by the Zoning Administrator.
- 2. OTHER PUBLIC BENEFITS. All other public benefits shall be reviewed and addressed as outlined in the associated development agreement.

B. CIRCULATION

- 1. STREET CONSTRUCTION. Before any certificate of occupancy is issued for the site, the owner, at its expense, shall construct the following street improvements, in conformance with the Design Standards and Policies Manual:

Street Name/Type	Dedications	Improvements	Notes
Via Soleri Drive	Public Non-Motorized Access Easement	Changes to street configuration, and a eight (8) foot minimum width sidewalk	a.1. and a.2.
Internal Streets	Private	Twenty (20) foot minimum width	a.3.

- a.1. The owner shall be responsible for modifying the existing street improvements in conformance with the site plan approved by the Development Review Board. The Zoning Administrator, or designee, shall approve the dimensions of a revised street cross section.
 - a.2. The owner shall construct a eight (8) foot minimum width sidewalk adjacent to the south side of Via Soleri Drive. The sidewalk shall be setback a minimum of five (5) from the back of the curb. In addition, the owner shall dedicate Public Non-Motorized Access Easement over the entire length and width of the sidewalk that extends outside of the public right-of-way or that connect these sidewalks to public facilities on the site.
 - a.3. Internal Streets (on-site) shall be private. The minimum width shall be 20 feet measured to edge of pavement or face of curb.
2. ACCESS RESTRICTIONS. Access to the site shall conform to the following restrictions:
- a. Via Soleri Drive – Site driveways shall be permitted at minimum 100-foot intervals (distances measured to the driveway or street centerlines). The western site driveway shall align with the existing driveway to the north. There shall be no driveways located within 150 feet of Goldwater Boulevard (measured to the street curb line)
3. PARKING MASTER PLAN. The City Council approval of Ordinance No. 3527, which included a twenty (20) percent reduction for non-residential land use parking requirements for the Waterfront District, shall be applicable to the Goldwater Parcel.

4. **CONFORMANCE TO MASTER CIRCULATION PLAN.** The primary street system within Phase 5 of the Waterfront District shall be approved by the Development Review Board. If the Zoning Administrator, or designee, determines that the proposed onsite circulation entrance from the public right-of-ways does not conform to the approved Master Circulation Plan, and permitted in 2.5.B.2., the owner shall submit an amendment to the Master Circulation Plan. Significant modifications to the Master Circulation Plan, such as an entrance off of Goldwater Boulevard, shall be required through a subsequent public hearing before the Planning Commission and approval of the City Council.
5. **PRIVATE STREET CONSTRUCTION.** Private streets shall conform to the following requirements:
 - a. No internal private streets shall be incorporated into the City's public street system at a future date unless they are constructed, inspected, maintained and approved in conformance with the City's public street standards. The acceptance of any private street shall require the approval of the City Council.

C. DRAINAGE AND FLOOD CONTROL

1. Site drainage design shall preserve the functionality and capacity of the Indian Bend Wash side drain adjacent to the Arizona Canal which will be approved by the Flood Control District of Maricopa County prior to any connection to the side drain.
2. Site drainage facilities shall, at a minimum, have an inlet and conveyance capacity that is equal to the capacity of the existing side drain inlets.
3. The capacity of existing inlets shall be calculated based on conditions that existed prior to fill placement that resulted in the FIRM conditional revision 10/23/03 effective date. Letter of map revision issued by the Federal Emergency Management Agency with an effective date of 12/29/2000.
4. Stormwater storage requirements shall be waived for this site provided that:
 - a. As determined by the Zoning Administrator, the owner shall submit to the Planning Department a current Stormwater Waiver Application Form. The application form shall include:
 - (i) A supportive argument that demonstrates historical flow through the site will be maintained, and that storm water runoff exiting this site has a safe place to flow.
 - (ii) An estimate for payment in-lieu of on-site storm water storage, subject to City staff approval.
 - b. **APPROVED WAIVER.** As determined by the Zoning Administrator, the owner shall have obtained the waiver approval from the Floodplain Administrator, or designee before the Development Review Board hearing.

D. WATER

1. **BASIS OF DESIGN REPORT (WATER).** With the Development Review Board submittal, the owner shall submit a Basis of Design Report and Plan subject to City staff approval. The Basis of Design Report shall be in conformance with the Master Water Plan, and the Design Standards and Policies Manual. In addition, the Basis of Design Report and Plan shall:
 - a. Identify the location of, the size, condition and availability of existing water lines and water related facilities such as water valves, water services, fire hydrants, back-flow prevention structures, etc.
 - a. Evaluate the project's water demands and their impact on the existing water system.
 - b. Determine the need for any additional water lines and water related facilities to support the proposed development.
 - c. Conform to the City's Integrated Water Master Plan.
 - d. Identify the timing of, and parties responsible for, construction of all water facilities.
 - e. Include a complete description of requirements relating to any project phasing.
2. **APPROVED BASIS OF DESIGN REPORT.** Before the submittal of the improvement plans, owner shall have obtained approval of the Water Basis of Design Report from the City Water Resources Department.

E. WASTEWATER

1. With the Development Review Board submittal, the owner shall submit a Basis of Design Report and Plan subject to City staff approval. The Basis of Design Report shall be in conformance with the Design Standards and Policies Manual. In addition, the Basis of Design Report and Plan shall:

- a. Identify the location of, size, condition, and availability of existing sanitary sewer lines and wastewater-related facilities.
 - b. Evaluate the project's wastewater demands and their impact on the existing wastewater system.
 - c. Determine the need for any additional wastewater lines and related facilities to support the proposed development.
 - d. Conform to the City's Wastewater System Master Plan.
 - e. Identify the timing of, and parties responsible for, construction of all wastewater facilities.
2. APPROVED BASIS OF DESIGN REPORT. Before the submittal of the improvement plans, owner shall have obtained approval of the Wastewater Basis of Design Report from the City Water Resources Department.

F. WATER AND WASTEWATER FACILITIES AND EASEMENTS.

1. WATER AND WASTEWATER FACILITIES. Prior to the issuance of letters of acceptance by the City, the owner, at its expense, shall provide all water and wastewater related service lines and facilities necessary to serve the site. Water lines, sanitary sewer lines and wastewater related facilities shall conform to the City Water and Wastewater System Master Plan.
2. EASEMENTS. Before any building permit is issued for the site, each easement conveyed to the city shall be conveyed by a final plat, an instrument or map of dedication subject to city staff approval, and accompanied by a title policy in favor of the city, in conformance with the Design Standards and Policies Manual.

G. CONSTRUCTION COMPLETED.

1. CONSTRUCTION COMPLETED. Before any CERTIFICATE OF OCCUPANCY is issued for the site, the owner shall complete all the infrastructure and improvements required by the Scottsdale Revised Code and these stipulations, in conformance with the Design Standards and Policies Manual and other applicable standards.