

Simulations
Photos
All Graphics (no plans)

DEVELOPMENT PLAN
SCOTTSDALE
FASHION
SQUARE

08/08/2017

Macerich – Scottsdale Fashion Square

Property Development Standards

Revised 8-3-2017

Planned Block Development

Land Uses.

The applicable use regulations of the Planned Block Development district shall apply, except that the following additional uses shall be permitted:

Parking Lot, Parking Structure.

Property development standards.

A. Density, Gross Floor Area Ratio (GFAR), and Building Height Maximum.

1. Density, GFAR, and building height maximums are shown in Table B.

Table B. Density, Gross Floor Area Ratio (GFAR), and Building Height Maximums			
Sub-district and Development Type	Building Height Maximum ⁽¹⁾⁽²⁾	GFAR Maximum	Density Maximum (per acre of gross lot area)
Downtown Regional Use - Type 2	150 feet	1.4	25 dwelling units
Note: 1. Includes roof top appurtenances. 2. Includes Bonuses.			

C. Setbacks from public streets, except alleys.

1. The minimum setback from public streets (except alleys) is shown in Table C. The setback is measured from the back of curb at time of zoning approval.

Table C. Minimum Setback for Buildings Adjacent to Public Streets, except alleys	
Street	Minimum Building Setback
North Goldwater Boulevard	30 feet
Goldwater Bridge	0 feet
East Camelback Road	40 feet
Camelback Bridge	0 feet
North Scottsdale Road in the Downtown Regional Use sub-district	40 feet
All other public streets and public street segments in the Type 2 Area	20 feet
Exception: Highland Avenue between Goldwater Boulevard and Scottsdale Road shall have an average setback	56 feet
-and- Highland Avenue west of Goldwater Boulevard	45 feet

2. The adjustment of front yard requirements in Article VII. does not apply.

D. Setbacks from intersections of arterial streets.

1. On each corner of the intersection of two arterial streets, as described in the Transportation Master Plan, (except as provided below), the property owner shall provide at least 2,500 square feet of open space at grade and up to a height of 30 feet. The open space shall be located within 70 feet of the intersection of the property lines at the corner.

E. Setbacks from Single-family Residential districts shown on Table 4.100.A.

1. The minimum setback is:
 - a. Ten feet from a single-family residential district shown on Table 4.100.A.
 - b. Ten feet from an alley that abuts a property zoned with a single-family residential district shown on Table 4.100.A., measured from the center of the alley.

2. Walls and fences up to a height of eight (8) feet are allowed on the property line, or within the required setback above, if the wall or fence is at least ten (10) feet from the center of the alley.

F. Building location.

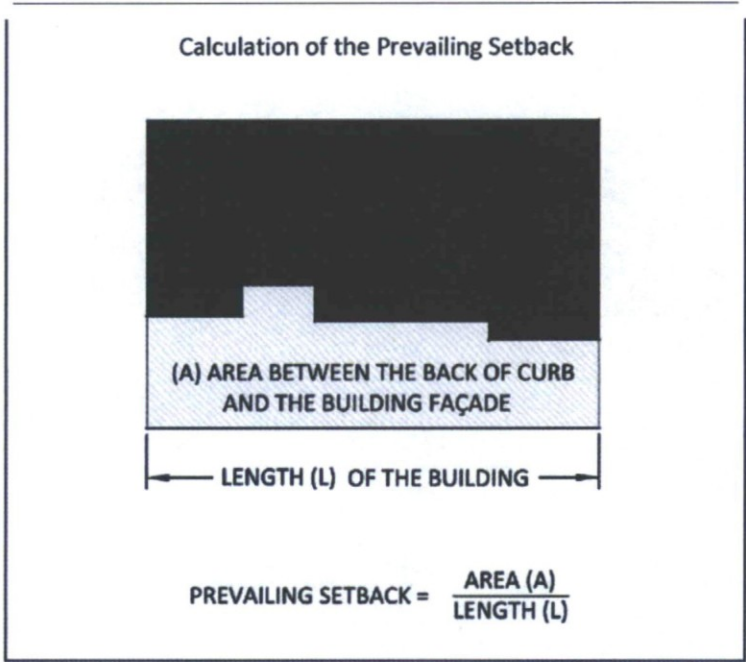
1. At least twenty-five (25) percent of the:
 - i. Length of the building façade shall be located at the minimum setback;
 - ii. Length of a building façade at grade and up to a height of twenty-six (26) feet shall be set back at least ten (10) additional feet; and
 - iii. Area of the building façade at grade and up to a height of twenty-six (26) feet shall be located at the minimum setback.
2. A building with a building façade length of two hundred (200) feet or more shall be located to achieve a prevailing setback shown in Table F. The building façades on a corner lot are calculated separately, and not added together. The prevailing setback calculation shall exclude any portions of open space requirements identified in H. below, which are deeper than 60 feet.

Table F. Prevailing Setbacks for Buildings Adjacent to a Public Street (except alleys and bridges)	
Street	Prevailing Setback
North Drinkwater Boulevard and North Goldwater Boulevard	Between 35 and 45 Feet
East Camelback Road	Between 45 and 60 Feet
North Scottsdale Road north of the Arizona Canal	Between 45 and 60 Feet
All other public street and public street segments, except Highland Avenue	Between 25 and 35 Feet
Highland Avenue between Goldwater Boulevard and Scottsdale Road (As identified in Table C above)	Average setback of 56 Feet
Highland Avenue west of Goldwater Boulevard	Between 45 and 60

	Feet
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3. The prevailing setback is equal to the area between the back of curb and the building façade, divided by the length of the building, as shown in Exhibit F.1.

Exhibit F.1.



G. Stepbacks.

1. The stepback plane shall incline at a ratio of 2:1, beginning forty-five (45) feet above (i) the minimum setback from the public street (except alleys), and (ii) all other property lines, with the following exceptions:

On Scottsdale Road, Camelback Road, Goldwater Boulevard, and Highland Drive east of Goldwater Boulevard the stepback plane shall incline at a ratio of 1:1 beginning twenty-six (26) feet above the minimum setback from the public street up to thirty-eight (38) feet and then 2:1 up to a height of ninety (90) feet with a maximum height of one hundred fifty (150) feet at that point. Refer to Exhibit G.1. Except for the existing bridge locations across Camelback Road and Goldwater Boulevard, which shall have no stepback plane requirement per the approved Development Plan.

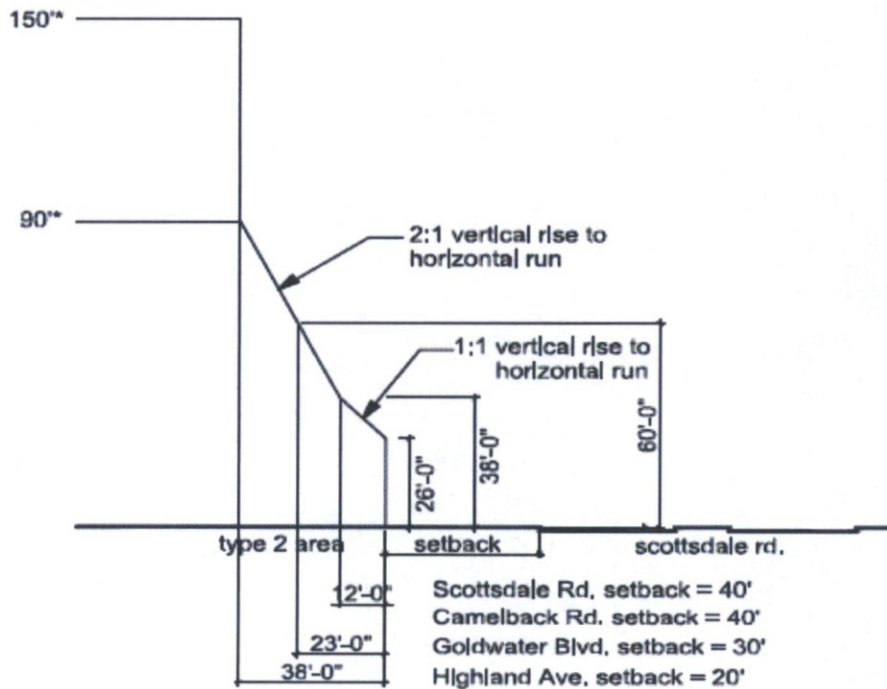
2. Downtown Boundary:

- a. Stepbacks adjacent to the Downtown Boundary shall conform to the requirements of the Planned Block Development district, with the following exception, as amended with the Downtown Infill Incentive District:

Exception: At the northeast corner of the development plan, within the area identified as the "Infill Incentive Area" on the heights and stepbacks exhibit within the development plan, the setback requirements identified in Exhibit G.1. shall apply.

- b. In addition, on Highland Avenue west of Goldwater Boulevard, the stepback plane shall be further restricted to incline at a ratio of 1:1 beginning at thirty (30) feet above the minimum setback of forty-five (45) feet up to fifty-eight (58) feet and then 1:3 up to a height of one hundred fifty (150) feet. Refer to Exhibit G.2.

Exhibit G. 1.



minimum of fifteen thousand (15,000) square feet with no vehicles interior to such minimum fifteen thousand (15,000) square-foot area.

5. The total open space for the site area depicted in Exhibit H.2. shall be a minimum of one (1) ten thousand (10,000) square-foot area, which shall have frontage along Camelback Road.

Exhibit H. 1.

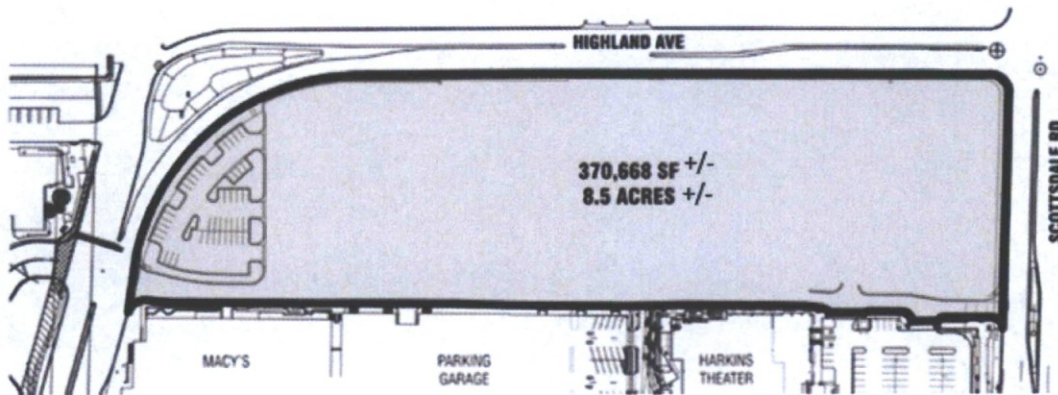
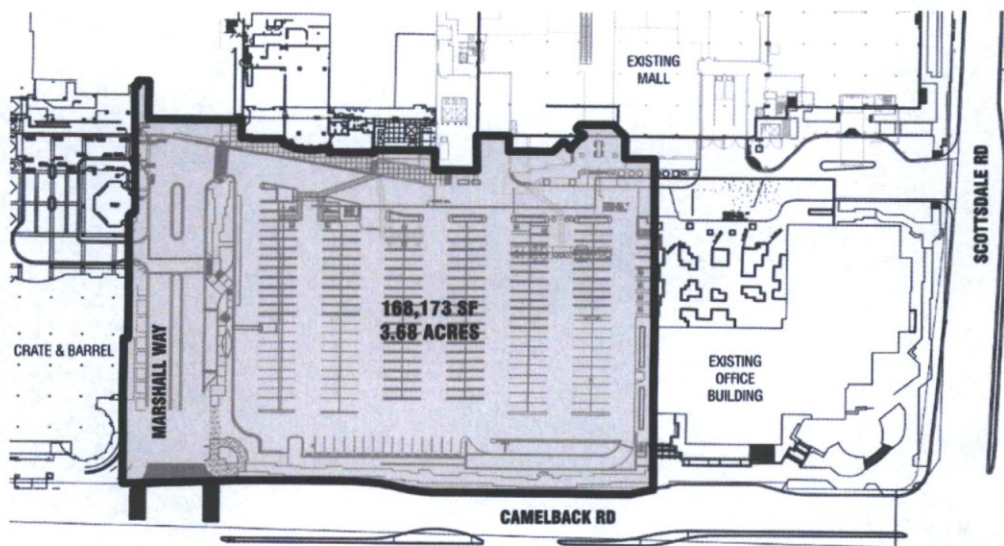


Exhibit H.2



I. Exceptions to building location, setback, prevailing setback and stepback standards.

1. Except as provided in Subsection 9. below, certain exceptions to building location, setback and stepback standards are allowed if the Development Review Board finds the exceptions conform to:
 - a. The Downtown Plan and Downtown Plan Urban Design & Architectural Guidelines; and
 - b. The sight distance requirements of the Design Standards and Policy Manual.
2. Subject to design approval by the Development Review Board, the following exceptions to building location, setback and stepback standards are allowed:
 - a. A maximum of ten (10) feet for cornices, eaves, parapets and fireplaces.
 - b. A maximum of ten (10) feet for canopies and other covers over sidewalks, balconies and terraces.
 - c. Balcony walls and railings with a maximum inside height of forty-five (45) inches.
 - d. Uncovered balconies, uncovered terraces, patios and restaurant patios at and below grade.
 - e. Covered sidewalks and uncovered terraces directly above a sidewalk.
3. Subject to design approval by the Development Review Board, in a Type 2 Area, a maximum fifteen (15) feet exception to stepback and setback standards above the first floor (not specified in I.2. above), is allowed for projections that:
 - a. Are less than fifty (50) percent of the length of the segment of the building façade where the projections occur; and
 - b. Are less than thirty-three (33) percent of the surface area of the segment of the building façade where the projections occur.
4. Subject to design approval by the Development Review Board, an exception to the stepback standard is allowed for stairwells and elevator shafts.
5. The minimum setback from public streets (except alleys) shall be equal to the average prevailing setback of all buildings on the same frontage if forty (40) percent or more of the existing buildings on the frontage are closer to the curb than the requirement of Table C.
6. The prevailing setback of a building with a building façade length of two hundred (200) feet or more shall be between five (5) feet and fifteen (15) feet greater than the average of the prevailing setbacks of all existing buildings on the same frontage, if forty (40) percent or more of the existing buildings on the frontage are nearer the curb than the requirement in Table F.
7. The minimum setback from public street (except alleys) shall be equal to the average prevailing setback of all buildings on the same frontage, but in a Type 2 Area, not less than sixteen (16) feet.
8. The prevailing setback of a building with a building façade length of two hundred (200) feet or more shall be between five (5) feet and fifteen (15) feet greater than the minimum setback.

9. Exceptions to setback or stepback standards are not allowed:
 - a. To cross a property line; however, exceptions that encroach into the public street may be allowed, subject to the Scottsdale Revised Code.
 - b. On the side or rear, where the property line abuts a single-family residential district shown on Table 4.100.A. or an alley that abuts a single-family residential district shown on Table 4.100.A.; however, a maximum five (5) feet exception to the stepback standard is allowed for stairwells, and elevator shafts, mechanical equipment and related screening, chimneys, parapets, and ridges of sloped roofs.
 - c. To increase the building height maximum.
 10. Where the building location requirements in F.1. above cannot be met due to the location of the street line, the following shall apply:
 - a. At least twenty-five (25) percent of the:
 - i. Length of the building façade shall be shall be located at the street line;
 - ii. Length of a building façade at grade and up to a height of thirty (30) feet shall be set back at least ten (10) additional feet; and
 - iii. Area of the building façade at grade and up to a height of thirty (30) feet shall be located at the minimum setback.
- J. Shaded sidewalks.
1. The property owner shall provide shaded sidewalks that conform to the Downtown Plan Urban Design & Architectural Guidelines, subject to Development Review Board approval.
- K. Parking, landscape, signs, and private outdoor living space shall be provided in accordance with the Planned Block Development (PBD) district.

PROJECT TEAM

MACERICH

Scott Nelson
11411 North Tatum Boulevard
Phoenix, AZ 85028
(602) 953 6200
scott.nelson@macerich.com

Andy Greenwood
11411 North Tatum Boulevard
Phoenix, AZ 85028
(602) 953 6200
andy.greenwood@macerich.com

Marji Aron
11411 North Tatum Boulevard
Phoenix, AZ 85028
(602) 953 6200
marji.aron@macerich.com

BERRY RIDDELL, LLC

Zoning Attorney
John Berry
6750 E. Camelback Rd.
Suite 100
Scottsdale, AZ 85251
(480) 385 2719
jb@berryriddell.com

Michele Hammond
6750 E. Camelback Rd., Suite
100 Scottsdale, AZ 85251
(480) 385 2719
mh@berryriddell.com

NELSEN PARTNERS

Architect, AIA, VP
George Melara
15210 North Scottsdale Rd.
Suite 300
Scottsdale, AZ 85254
(480) 949 6800
gmelara@nelsenpartners.com

Allie Riley

15210 North Scottsdale Rd.
Suite 300
Scottsdale, AZ 85254
(480) 949 6800
ariley@nelsenpartners.com

GREY | PICKETT

Russell Greay
7144 E. Stetson Drive
Suite 205
Scottsdale, AZ 85251
(480) 609 0009
rgreay@greypickett.com

AZ SEG

Civil Engineer
Ali Fakh, PE, LEED AP
8280 E. Gelding Dr.
Suite 101
Scottsdale, AZ 85260
(480) 588 7226
ali@azseg.com

J2 ENGINEERING AND ENVIRONMENTAL DESIGN

Traffic Engineer
Jamie Blakeman
4649 E. Cotton Gin Loop
Suite B2
Phoenix, Arizona 85040
(602) 438 2221
JBlakeman@j2design.us

TECHNICAL SOLUTIONS

Public Outreach
Susan Bitter Smith, CAE
4350 E. Camelback Rd
#G-200
Phoenix, AZ 85018
(602) 957 3434
sbsmith@technicalsolutionssaz.com

Prescott Smith

4350 E. Camelback Rd
#G-200
Phoenix, AZ 85018
(602) 957 3434
psmith@technicalsolutionssaz.com

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INTRODUCTION THEN AND NOW

Scottsdale Fashion Square is an upscale, super-regional luxury shopping mall located in Downtown Scottsdale, Arizona. It is the largest shopping mall in Arizona and the American Southwest, with approximately 2 million square feet of retail space, and is among the top 30 largest malls in the country. It is one of the top 10 most profitable malls in the country with over \$740 sales per square foot, more than 50% over the national average. The

mall is located on the northwest corner of Scottsdale Road and Camelback Road, and has been owned by Westcor, a subsidiary of Macerich, since 2002. With the explosion of new residential, retail developments and dining options in the vicinity, the term Scottsdale Fashion Square has, for some, become more generalized in recent years to include the retail shopping districts adjacent to the complex, including the Scottsdale Waterfront and Southbridge.

Scottsdale Fashion Square was originally built as a 3-story open-air structure in 1961 anchored by two local Phoenix stores, department store Goldwater's and supermarket AJ Bayless. At the time, the primary competitor was the Los Arcos Mall, a fully enclosed mall built in 1969, also located in Scottsdale. SFS's early financial success led to an expansion of the west-side of the mall in 1974, which nearly doubled the square-footage of the mall. This expansion also

added an additional department store, Diamond's, to the northern section of the mall.

In 1977, a competing mall, the fully enclosed Camelview Plaza, was built just west of Scottsdale Fashion Square, on the other side of North 70th Street. Camelview Plaza boasted Los Angeles department store Bullock's and Houston's Sakowitz. The shopping center also included a Harkins Camelview Theatre on an out parcel.

For several years, the two malls competed for shoppers and tenants. However, in 1982 after Westcor's purchase of the mall, the malls were connected by building a two-story retail bridge across North 70th Street, replacing the shuttle service that ran between the two malls. In the process, the street separating the two malls was sunk below grade-level, widened to four lanes, and renamed North Goldwater Boulevard. The two malls were

largely gutted and completely renovated into a unified shopping experience. AJ Bayless was torn down and the space merged with Diamond's to be replaced by Dillard's. Goldwater's, which became J. W. Robinson's a few years before, was expanded to 235,000 square feet. The lower level food court added the Harkins Fashion Square 7 Cinema. Fashion Square was also enclosed by a system of retractable glass skylights. Tenants were able to



Late 50's, The Arabian Horse Show Was Held at The Present Site of Fashion Square.



Scottsdale Fashion Square Aerial _ca 1962.

remain in-place and operating through-out this redevelopment process which was completed in 1991.

In the early 1990s, luxury developers and retailers believed Scottsdale would be the next big retail destination. Developments such as the Scottsdale Galleria, The Borgata and Fashion Square lured internationally renowned retailers to the center of the city. In 1992, the Sakowitz store was

transformed into an 110,000-square-foot Neiman Marcus.

During the luxury explosion, J. W. Robinson's, after being acquired by May Department Stores, became Robinsons-May in 1993. In 1996, Westcor purchased Camelview Plaza and renamed the entire 1,800,000-square-foot shopping plaza, Scottsdale Fashion Square. The mall attracted a number of the state's first

major luxury brands in the mid-to-late 1990s during its second major expansion. As it redeveloped and expanded south. In 1998, a second retail bridge was constructed to connect the newly built, 235,000-square-foot, 3-story Nordstrom. Three parking garages were built as well. Nordstrom's heralded arrival landed Fashion Square a number of the state's first luxury names, including Brooks Brothers, Montblanc, Nicole Miller, Niessing, Tiffany & Co.,

and Swarovski. This redevelopment brought the mall to nearly 2,000,000SF and made it the 13th largest enclosed shopping mall in the country.

In 2004, Fashion Square joined 7 other malls owned by Macerich to form the Lumenati Brand, a mission by Macerich to bring their malls to a new level of luxury. Macerich hoped to make Fashion Square rival other upscale malls in the nation such as South Coast Plaza

in Orange County, California, Bal Harbour Shops in Florida, and The Galleria in Houston, Texas, all of which are famed centers for luxury collections. Lumenati has helped raise the level of luxury at Fashion Square. Westcor began the transformation by transplanting Gucci and Betsey Johnson from Biltmore Fashion Park (several miles to the west, in the Biltmore district of Phoenix).The mall also brought in several established interna-

tional luxury brands including, Burberry, Kate Spade, and Lacoste. Other stores in the mall benefited from the new store additions and expanded to meet the greater demand for luxury in the region. Tiffany's is among several that expanded, adding a second entrance to the store, and private VIP viewing salon. Bang & Olufsen and Max Mara also doubled in size.

SCOTTSDALE FASHION SQUARE

In an era when mixed-use destinations are becoming increasingly desirable among savvy communities, we look forward to bringing 24/7 energy and appeal to Downtown Scottsdale, while strengthening Scottsdale Fashion Square's position as the dominant retail destination for locals and visitors.



Scottsdale Fashion Square Aerial Bridges Goldwater Boulevard _ca 1980's

The merger between Federated Department Stores and May Department Stores in 2006 presented an opportunity for Macerich to take the Lumenati initiative a step further. Robinsons-May at Fashion Square was closed in June 2006, creating availability for a new luxury department store. An exciting proposal soon surfaced to develop the area to incorporate a new wing and a smaller anchor, Barneys New York. Barneys' announcement helped lead several additional

stores to open despite the global economic downturn, including Armani, Bottega Veneta, Bulgari, Carolina Herrera, Cartier, Jimmy Choo, Michael Kors, Puma and Salvatore Ferragamo, all continuing to build Fashion Square's reputation as the luxury destination shopping venue.

Barneys New York added an east wing providing room for 30 luxury stores that opened in October 2009. This area includes street-scape retail

flanking Scottsdale Road on the parcel previously occupied by the Robinsons-May parking garage. The grand opening included the launch of Microsoft's first venture into retail operations, opening its first retail store at the mall, and the opening of one of three Banana Republic "Revolution" store concepts (the other two located in Las Vegas and SoHo). The launch of the east wing contrasted with the significant under performance of the retail sector and a continued

drop in consumer confidence during the great recession. Significant retailers that opened during this time included 7 for All Mankind, Christian Audigier, LTJ Arthur, Tory Burch, and True Religion.



Scottsdale Fashion Square Aerial _Today

When built initially, Scottsdale Fashion Square, "SFS", was almost solely a vehicular destination. Now SFS functions as a hub within the fabric of a vibrant, walkable downtown and is accessed extensively by pedestrians, people arriving on trolleys from resorts, and individuals utilizing bicycles, mass transit, taxis, taxi alternatives or buses.

Today, SFS is known for its high-end tenants, surpassing Biltmore Fashion Park, located six miles to the west in the City of Phoenix, as the premiere shopping destination. A 2009 report by U.S. News & World Report revealed SFS to be one of the top 10 most profitable malls in the country. It is the only Arizona and Desert Southwest location for several marque brands and has maintained a high occupancy rate. As such, the mall attracts over 12 million visitors annually. Many visitors come from across the country during winter months while staying in the various hotels and resorts in the state.

Due to their long-standing presence in the Arizona marketplace, Macerich knows retail in Scottsdale better than anyone.

Continued revitalization of Scottsdale Fashion Square will include the preservation of Desert Stages Theatre by relocating this community gem to the interior of the mall in space previously occupied by Harkins Fashion Square 7 Theater. Harkins Theatres will bring to SFS a new, elevated theater experience with a state-of-the-art, 14-screen luxury megaplex theater. The new Camelview at Fashion Square Theatres (relocated to Scottsdale Road) features modern finishes and first-class amenities, and will show independent and first run films, all of which ensure the successful continuation and expansion of the theatre experience in Downtown Scottsdale. Combined, the retailers of SFS currently employ an estimated 3,500 people.

TODAY'S SCOTTSDALE FASHION SQUARE

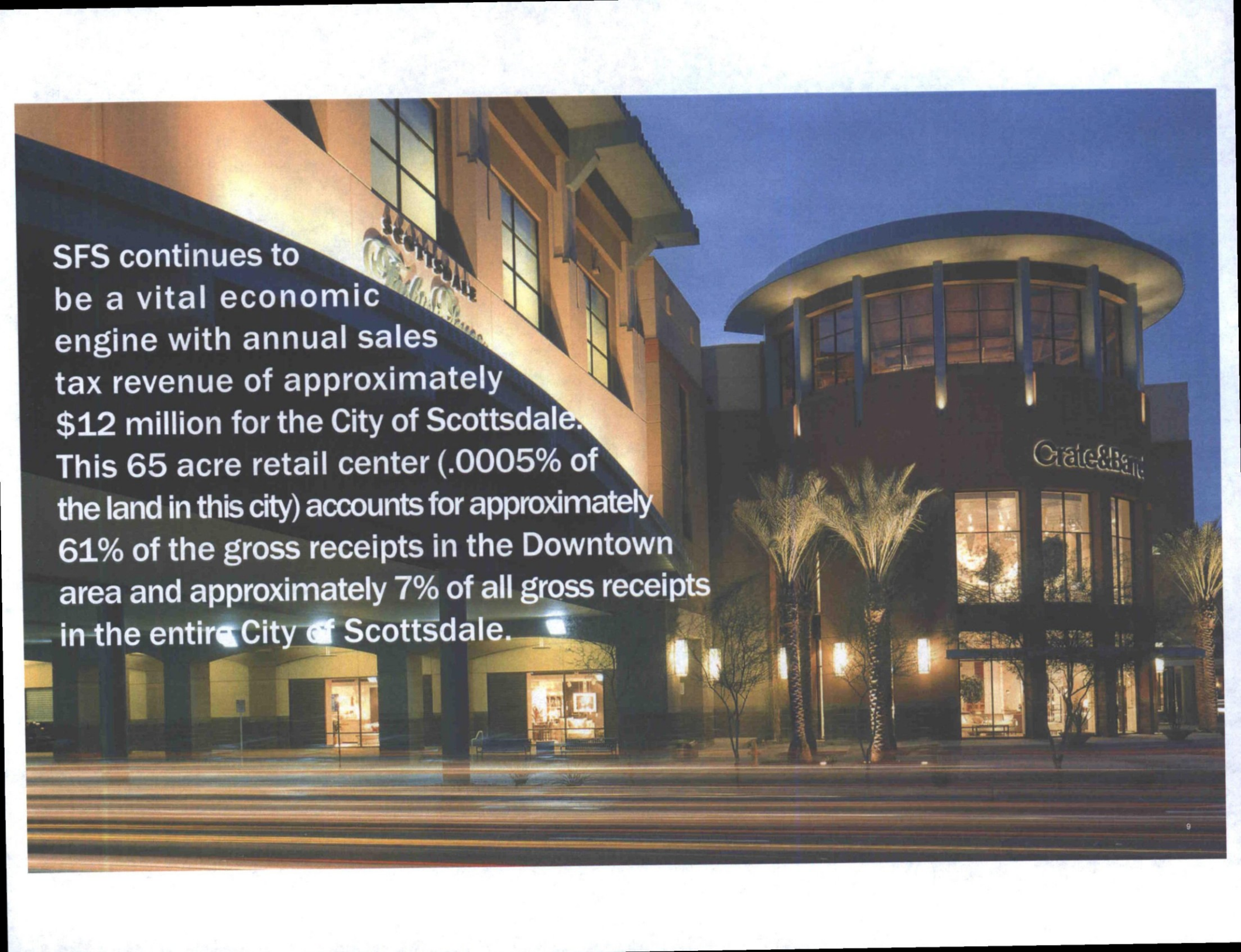


Scottsdale Fashion Square's Interior

12 Million
Visitors

3,500
Employees

News Report
Revealed SFS to be One of Top Most
Profitable Malls in the Country

A nighttime photograph of a modern retail center. On the left, a multi-story building features a sign for 'SCOTTSDALE' and a 'Crate & Barrel' logo. To the right, a prominent circular building with large windows is illuminated from within, with the 'Crate & Barrel' logo visible on its facade. Palm trees are planted in front of the buildings, and light trails from passing vehicles are visible in the foreground. The sky is a deep blue, indicating dusk or dawn.

SFS continues to be a vital economic engine with annual sales tax revenue of approximately \$12 million for the City of Scottsdale. This 65 acre retail center (.0005% of the land in this city) accounts for approximately 61% of the gross receipts in the Downtown area and approximately 7% of all gross receipts in the entire City of Scottsdale.

Approximately 30% of Scottsdale Fashion Square customers and tourists are from outside of the Phoenix Metropolitan area spending money in Scottsdale, thus keeping Scottsdale residents' taxes lower.



SCOTTSDALE FASHION SQUARE

THE VISION

What is apparent from Scottsdale Fashion Square's history is that retail is constantly changing and evolving. SFS will need to continue to evolve to stay relevant. The mall concept, which is an American post-World War II phenomenon, has been declining with new construction falling from 25 million gross square feet in 2001 to less than four million gross square feet annually for the last few years. This reduction is less a sign of the end of mall

than a transition and part of a transformation into what could be called the Mall Plus. A reason for the likely resurgence of shopping malls in America is the concept of Malls Plus, which means that rather than a mall being an isolated shopping venue, more and more mall development is of the Town Center variety with shopping, an event area, movie theaters (which used to be anathema to mall developers), hotels, and offices. The mall is now an entertainment venue

and it will continue to be a way for families and others to participate in activities together, and an alternative to on-line shopping.

Downtown Scottsdale's growing role as an urban hub, strengthens Scottsdale Fashion Square's position as the dominant destination for Arizona's discerning shoppers. The vision for the redevelopment of Scottsdale Fashion Square is to ensure the long-term sustainability of the City's single

largest source of sales tax while anchoring a downtown where "live, work, thrive" is a reality well into the future.

Great cities of the world are identified and characterized by the built environment. Mace-rich envisions a mix of mutually supportive uses including office, residential, hotel, retail and entertainment. Meaningful open space for families and residents, pedestrian focused streets, cultural amenities, and enduring public spaces will be

the guiding principles that will form the design concepts of this place as the heart of Scottsdale.

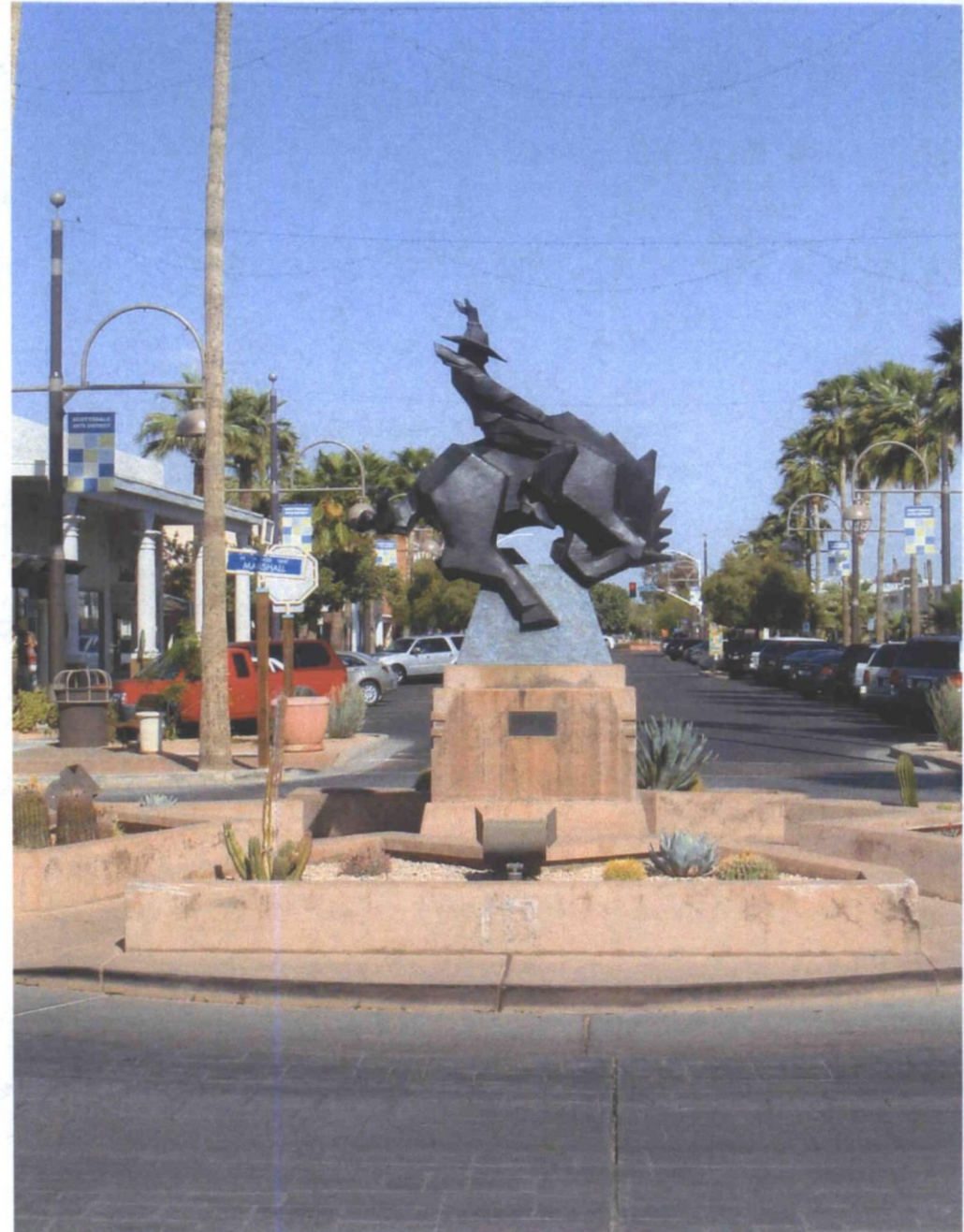
The redevelopment proposal will impart a new era of design principles incorporating a focus that transforms the historically inward facing suburban model of a shopping mall, to an externally focused vibrant mixed-use sustainable development.

SUMMARY OF REQUEST

Scottsdale Fashion Square is requesting approval of a Zoning District Map Amendment application to rezone the property from Downtown/Regional Commercial Office – Type 2 Planned Block Development Overlay Downtown Overlay (D/RCO-2 PBD DO) to Downtown/Downtown Regional Use – Type 2 Planned Block Development Overlay Downtown Overlay (D/DRU-2 PBD DO) with an Infill Incentive District. The D/DRU-2 PBD DO is the correspond-

ing zoning district to implement the Downtown Plan's Downtown Regional – Type 2, which the mall is designated. Additionally, the Infill Incentive District will be utilized to amend the inclined stepback plane for buildings adjacent to the downtown boundary, specifically at the northeast corner of the site. The application will 1) establish a new development plan for the mall and 2) request building heights up to 150' per the development plan.

The purpose of this request will allow for more sustainable development accommodating a mix of uses that may include, but are not limited to, hotel, office, residential and retail (with the potential for a high-end organic grocer). We are hopeful that these additional uses will strengthen the retail core and enhance Downtown Scottsdale's reputation as a live, work, and thrive community.



THE DESIGN GOALS

A. 2001 GENERAL PLAN

The General Plan sets forth a collection of goals and approaches intended to integrate its Guiding Principles into the planning process and provide a framework for proposed development and the built environment.

General Plan - Six Guiding Principles:

According to the City's 2001 General Plan, six Guiding Principles articulate how the appropriateness of a land use change to the General Plan is to be qualified.

These six Guiding Principles are as Follows:

- 1. Value Scottsdale's Unique Lifestyle & Character**
- 2. Support Economic Vitality**

- 3. Enhance Neighborhoods**
- 4. Preserve Meaningful Open Space**
- 5. Seek Sustainability**
- 6. Advance Transportation**

- 1. Value Scottsdale's Unique Lifestyle & Character-**

Scottsdale is well-known for its retail and resort lifestyle. This request includes a broader context entitlement effort for SFS in response to the market

place, providing flexibility and certainty for future growth opportunities, and maintaining Downtown Scottsdale as a premier retail destination.

- 2. Support Economic Vitality-**

Revitalizing and redeveloping SFS is a critical part of the economic vitality of the community. Integrating additional development options in Downtown like hotel, office and residential is essential for the

continued economic growth and sustainability of the City as a whole.

- 3. Enhance Neighborhoods-**

The architectural design, pedestrian flow and public open spaces planned for the future expansion and redevelopment of SFS will pay specific attention to the neighborhood edge conditions. Enhancing the SFS site and strengthening this Downtown anchor will be a significant benefit to the property

owners in the area.

- 4. Preserve Meaningful Open Space-**

Meaningful pedestrian connectivity, public spaces, edge treatment and interconnectivity with other developments will be emphasized with any future expansion or modification of SFS. Streetscape design themes and urban design policies established by the City will be upheld with any future redevelopment embracing the



Bronze Horse Fountain at Old Town Scottsdale

unique beauty of the Sonoran Desert.

5. Seek Sustainability- Many of the design features and building practices will address sustainability, including but not limited to building orientation, green building materials and techniques and native landscaping. (IGCC & LEED)

6. Advance Transportation- Mixed use developments natu-

rally lend them self to reduce traffic impact and alternative modes of transportation such as walking, bicycling, trolley and/or mass transit. The Property is directly adjacent to Scottsdale Road, Camelback Road, the Goldwater Couplet, and 2 miles west of the Loop 101, all of which provide vehicular and mass transit regional access.

B. THE GUIDING PRINCIPLES GOALS, & POLICIES

The six Guiding Principals are broken down into specific goals and policies. The following section is in response to those goals as applied to SFS.

Principal 1: Scottsdale's Unique Character and Lifestyle

Character and Design

Goal 1: Determine the appropriateness of all development in terms of community goals, surrounding area character, and the specific context of the surrounding neighborhood.

Bullet 1: Respond to regional and citywide contexts with new and revitalized development in terms of:
 - Scottsdale as a southwestern desert community.

- Scottsdale as a part of a large metropolitan area with a unique reputation, image, character and identity within its regional setting.
- Relationships to surrounding land forms, land uses and transportation corridors.
- Contributions to city wide linkages of open space and activity zones.
- Consistently high community quality expectations. - Physical scale relating to the human perception at different points of experience.

- Visual impacts (views, lighting, etc.) upon public settings and neighboring properties.
- Visual and accessibility connections and separations.
- Public buildings and facilities that demonstrate these concepts and "lead" by example.

Bullet 2: Enrich the lives of all Scottsdale citizens by promoting safe, attractive, and context compatible development.

Bullet 3: Encourage projects that are responsive to the natural environment, site conditions, and unique character of each area, while being responsive to people's needs.

Bullet 4: Ensure that all development is a part of and contributes to the established or planned character of the area of the proposed location. Character can cross land uses and zoning to include community regions containing a mixture of housing, employment, cultural, educational, commercial, and recreational uses. The overall type of character type that these uses are a part of describes the pattern and intensity of how these uses fit together. The following general character types are found in our community: Urban Character Types contain higher-density residential, nonresidential, and mixed-use neighborhoods. The districts include apartments, high-density townhouses, commercial and employment see the Character Types map for character type location Page 44 Scottsdale 2001 General Plan centers, and resorts. Urban districts should have a pedestrian orientation with shade, activity nodes and small intimate developed open spaces that encourage interaction among people. Some examples of Urban Districts

include:

- The Downtown is a highly functional mixed-use center, containing areas of different densities and architectural styles that emphasize regional and specialty retail, office and residential/hotel uses.

- The Resort Corridor consists of concentrations of major resort facilities along Scottsdale Road near Downtown. A variety of tourist accommodations, quality office, specialty retail, recreation uses including golf courses and tennis courts, employment, and compatible high amenity residential neighborhoods are all components.

- Employment Cores are primary employment centers for the city. These cores support a wide range of activities and regional and community level employment uses.

- Freeway Corridor/Regional Core will be a dense mixed-use employment core that includes a number of region-serving offices, retail, and hotel uses. This core will include more than a million square feet of regional and community retail centers. Employment along the freeway corridor will be second only to the Downtown District in intensity and positive impact on the City's economic development.

Suburban/Suburban Desert Character Types contain medium-density neighborhoods that include a variety of commercial and employment centers and resorts. A wide variety of recreational and leisure opportunities are integrated into the fabric of these districts. Pedestrian and bicycle linkages from neighborhood to neighborhood and from neighborhood to commercial, cultural, educational and recreational components are vital in weaving these areas into a livable community. The physical character of these districts varies widely throughout the community and is based on period of construction and the surrounding topography and natural features. These districts comprise most of the southern and central areas of the city. There are some special features within suburban character types that embody unique land uses or physical elements:

- Activity Centers include major mixed-use areas that are smaller than the employment cores, but larger than neighborhood centers.

- The Tourism/Recreation Areas are major open space and recreational amenities located at the Central Arizona Project corridor. Facilities include the TPC golf courses, Princess Hotel, Westworld Equestrian

Park, and Taliesin West. Sensitivity to surrounding neighborhoods is encouraged.

- Resort Villages are concentrations of major resort facilities. A variety of tourist accommodations, quality office, specialty retail, Character and Design Page 45 recreation uses including golf courses and tennis courts, employment, and compatible high amenity residential neighborhoods are all components.

Response: Scottsdale's natural desert setting and its unique contiguous neighborhood context is an important feature for Scottsdale Fashion Square. Special consideration has been given to the neighborhood context, in particular, the height proposed in the northwest section of the site. This high-density project will incorporate innovative designs that will blend with the surrounding landscapes and will ensure aesthetic appeal. Scottsdale Fashion Square will also incorporate human scale settings that will enhance people's sense of place and comfort, by activating street frontages, this development will then provide social interaction between its residents and neighbors. This mixed-use development will include business office, residential, hospitality, and commercial frontage

that will tie into the existing architecture of its surroundings.

The ground level of the northern section of the site along Highland Avenue will also provide an open plaza with direct access to the neighborhoods in the north; it will include quality hardscape surfaces, pedestrian furniture/seating, and landscape canopies to enhance the pedestrian experience. This design quality will be critical to the overall concept for this development. Human scale will not only provide a higher quality pedestrian experience, but will also provide a sense of welcoming to its users.

Goal 4: Encourage "streetscapes" for major roadways that promote the City's visual quality and character, and blend into the character of the surrounding area.

Bullet 2: Design Downtown/Urban areas to concentrate on those elements that will provide pedestrian comfort, such as arcade-covered walkways, shade, decorative paving and landscaping, so that a comfortable setting can be created for this use-intensive area.

Bullet 10: Other visually significant roadways include roadways with buffered setbacks and roadways with specific streetscape design themes. Each of these designated roadways have individual design guideline policies.

Response: Pedestrian circulation along both the perimeter, and internal to, the SFS site is an important connective feature of this large regional use with numerous retail, restaurant, and entertainment uses intertwined within one development that spans approximately 65 acres in the heart of Downtown Scottsdale. Additionally, there are complimentary land uses located within walking distance of the mall site including the Marshall Way connection to the range of shops/services south of the canal. Special consideration has been given to the Scottsdale Road frontage over the years (with the development and redevelopment of SFS). The pedestrian edge along all street frontages and existing interconnectivity will be maintained with any future expansion or modification of the mall. Streetscape design themes and urban design policies established by the City will be considered with any future redevelopment of the site pursuant to this application.

SFS's location at the heart of Downtown Scottsdale places it in a unique position to convey the visual quality and character of the area. Adjacent to Scottsdale's "Main Street," Scottsdale Road, as well as to Camelback Road, SFS presents the opportunity to advance Downtown Scottsdale's visual quality and character while also blending and transitioning with the character of the surrounding uses to the north, south, east and west. SFS will implement a variety of goals including the introduction of high quality, innovative architecture and unique site planning. It will also create a pedestrian presence with ground level activity.

Special consideration has been given to the pedestrian circulation along Scottsdale Road and Highland Avenue. Quality hardscape surfaces and pedestrian furniture will be provided along this edge to contribute to the activation of Scottsdale Road and Highland Avenue.

The sidewalk along public streets will be a minimum of 8' wide to encourage walkability and will be in conformance with Chapter 7: Universal Design/ADA Compliance from the Transportation Master Plan and in conformance with the

Design Standards & Policies Manual Section 5-3.100.

Goal 5: *Build upon the significant role the arts have played in shaping our community's image and lifestyle by maximizing the potential of public art to enrich the daily lives of people that live in or visit Scottsdale.*

Bullet 8: *Introduce and integrate public art at various scales into the built environment. (for example; art as monumental urban expressions or pedestrian level art details.)*

Response: Public art will be integrated in SFS, such as parks, streets, walkways, plazas, landscape areas, and buildings' surfaces. Please refer to "Open Space Plan" graphic on page 53 for proposed art locations.

Bullet 11: *Encourage private participation in public art through the donation of artwork to the city and the placement of artwork on private property that can be publicly viewed. Scottsdale's commitment to the arts and culture are a significant provider to its community's attitude. The vision of Scottsdale Fashion Square's design and charac-*

ter attempts to set the bars higher than any other place by responding to the needs of the integration of art into the city. Scottsdale Fashion Square will integrate public art into its urban fabric; it will be integrated into its public property, such as parks, streets, walkways, plazas, landscape areas, and buildings' surfaces. Please refer to "Open Space Plan" graphic on page 53 for proposed art locations.

Response: As stated above, public art will be incorporated

in SFS in order to enhance the experience and to add diversity to the community. Possible areas to include these aesthetic experiences are in places such as; plazas, streets, walkways, parks, landscape areas, and in buildings' surfaces.

Goal 6: *Recognize the value and visual significance that landscaping has upon the character of the community and maintain standards that result in substantial, mature landscaping that reinforces the character of the city.*

Bullet 1: *Require substantial landscaping be provided as part of new development or redevelopment*

Bullet 2: *Maintain the landscaping materials and pattern within a character area.*

Bullet 3: *Encourage the use of landscaping to reduce the effects of heat and glare on buildings and pedestrian areas as well as contribute toward better air quality*

Bullet 5: *Encourage landscape designs that promote water conservation, safe public settings, erosion protection, and reduce the "urban heat island" effect*

Response: The proposed development will preserve the unique characteristics of the Sonoran Desert, including climate, vegetation, and topography. These features including drought-tolerant plants, arid trees, and other sustainable landscape elements will provide a unique landscape pal-



Downtown Scottsdale

ette that will be incorporated into the design of Scottsdale Fashion Square. Sustainable Landscape design will respond to the urban habitat and not only contribute towards a better air quality, but it will also promote water conservation, safe public settings, erosions protection, and reduce the "urban heat island" effect. The landscape design will enhance the pedestrian experience by encouraging pedestrian connectivity and create a safe and aesthetically pleasing environment.

Land Use

Goal 1: Recognize Scottsdale's role as a major regional economic and cultural center, featuring businesses, tourism, and cultural activities.

Bullet 1: Strengthen the identity of Scottsdale by encouraging land uses that contribute to the character of the community and sustain a viable economic base.

Bullet 2: Encourage land uses that preserve a high quality of life and define Scottsdale's sense of place within the region.

Response: SFS has been one of the major catalysts for

Scottsdale's Downtown revitalization over the years. This request includes a broader context entitlement effort in response to the market place to provide flexibility and certainty to respond quickly to market opportunities by allowing buildings up to 150' to accommodate a wider range of land uses (than what currently exists on the SFS site) including, but not limited to hotel, residential, office, and retail with a potential for a high-end grocer.

Goal 3: Encourage the transition of land uses from more intense regional and citywide activity areas to less intense activity areas within local neighborhoods.

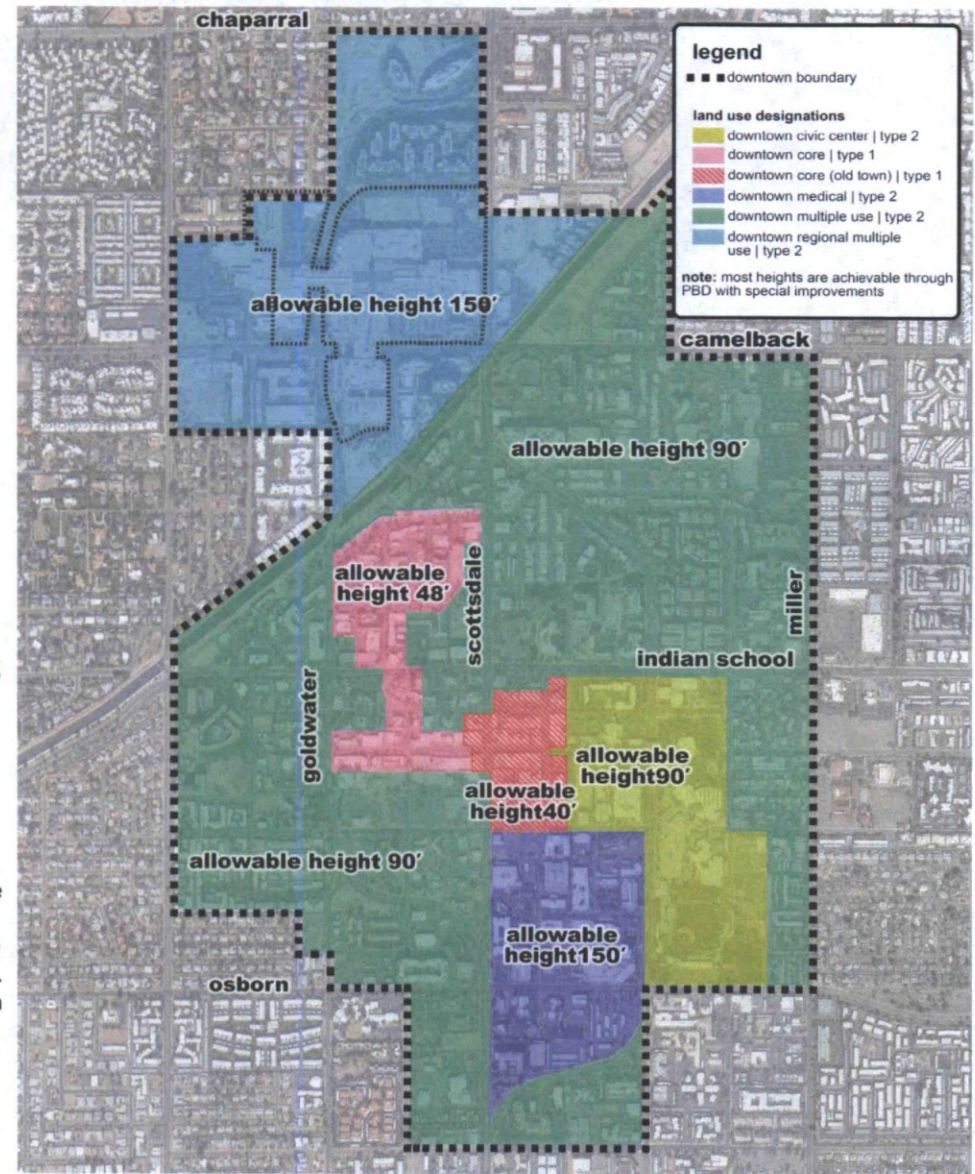
Bullet 1: Ensure that neighborhood edges transition to one another by considering appropriate land uses, development patterns, character elements and access to various mobility networks.

Bullet 2: Encourage the location of more intense mixed-use centers and regional employment cores along regional networks while incorporating appropriate transitions to adjoining land uses.

Bullet 4: Locate employment uses where impacts on residential neighborhoods are limited and access is available at citywide and regional levels.

Bullet 6: Encourage transitions between different land uses and intensities through the use of gradual land use changes, particularly where natural or man-made buffers are not available.

Response: The proposed project aims to respect its surrounding existing development by transitioning in height and intensity of use where the site abuts lower intensity development. Setbacks and stepback planes will respond to and respect adjacent development, smoothly transitioning the massing of new buildings from the periphery of the site inwards. For example, please refer to Proposed Step Back Plane B on pages 37-39 where – due to its proximity to single family homes to the north across Highland Ave. – a gentle stepback plane keeps taller buildings held back from single family homes across the street. Proposed Step Back Plane A on page 37-39 on the other hand, proposes a steeper step back plane. This step back plane is used in areas of the site with higher intensity development



Scottsdale Downtown Boundary Types



Arizona Canal

adjacent (for example, Optima Camelview to the north).

Goal 4: Maintain a balance of land uses that support a high quality of life, a diverse mixture of housing and leisure opportunities and the economic base needed to secure resources to support the community.

Bullet 1: Allow for diversity of residential uses and supporting services that provide for the needs of the community.

Bullet 3: Support jobs/housing balance by integrating housing, employment, and supporting infrastructure in mixed-use centers located at appropriate locations.

Bullet 4: Provide a variety of housing types and densities and innovative development patterns and building methods that will result in greater housing affordability.

Response: The Downtown District (Regional Use Type 2

category) supports a variety of major employment, residential, office, commercial retail, tourist accommodations and support services consistent with the intensity of uses which are found in Downtown Scottsdale. The proposed development will bring a variety of desirable, mutually supporting uses. Multistory buildings will integrate residential, commercial and services vertically, creating a sense of community consistent with the character of Downtown Scottsdale. Bringing a

mix of uses to the Downtown area will aid in maintaining a balance between employment, housing, and recreational opportunities. This will result in reduced commute times, even walkable commutes, create live-work possibilities on site, and help keep housing affordable, contributing to the overall quality of life for Scottsdale residents.

Additionally, revitalizing and redeveloping properties is a critical part of the economic

vitality of the community as it matures. Integrating additional development options in Downtown is essential for the continuing economic growth and sustainability of the city as a whole. This project exemplifies this revitalization component by optimizing the SFS development potential currently allowed within the Downtown Ordinance. Providing additional flexibility to allow buildings up to 150' will attract uses such as residential and, office and hotel with direct access to support services located along major transportation corridors in the Downtown Regional sub district. Thus, providing enhanced retail, office, housing and tourist accommodations for the residents and visitors of Scottsdale and further strengthening the economic stability of the City.

Goal 5: Develop land use patterns that are compatible with and support a variety of mobility opportunities/choices and service provisions.

Bullet 1: Integrate the pattern of land use and mobility systems in ways that allow for shorter and fewer automobile trips and greater choices for mobility.

Bullet 2: Encourage non-motorized (pedestrian and bicycle) access/circulation within and to mixed-use centers to reduce reliance on the automobile.

Bullet 3: Provide a balance of live, work and play land uses and development intensities that enable convenient non-automotive trips (pedestrian cycling and transit) where environmentally and physically feasible.

Bullet 4: Support the physical integration of residential uses with retail uses to provide opportunities for pedestrian oriented development.

Bullet 6: Provide an interconnected open space system that is accessible to the public, including pedestrian and equestrian links, recreation areas, and drainageways.

Response: The Property is located along Scottsdale Road a major north/south arterial, Camelback Road a major east/west arterial, and is approximately 2 miles west of the Loop 101, all of which provide regional access. SFS currently encourages alternative modes of transportation, such as walking, bicycling, and trolley/mass transit. The Property

mall is located near important employment and cultural destinations including the gallery district, the entertainment district, the Waterfront, the Galleria and Honor Health (Scottsdale's largest employer). The site is also within close proximity to Scottsdale's Civic Center including the Civic Center library, Center for the Arts, and City government offices. Additionally, the Indian Bend Wash (a multi-use path network) is located approximately 1 mile from the site and the Arizona Canal with its existing path system is located immediately adjacent to the site bisecting the intersection of Scottsdale and Camelback Roads. The new vertical integration of uses within the proposed development will create the type of density and variety of uses that will facilitate a walkable community between places of employment, home, leisure and services. The development will further nurture non-motorized transit by creating a street section oriented to pedestrians (please see response to Goal M2). Open spaces will be located throughout the pedestrian thoroughfares (please see Project Open Space Plan on page 53), creating a walkable network of open spaces constantly activated by the flow of pedestrians visiting ground level commerce.

Goal 7: Sensitive integrate land uses into the surrounding physical and natural environments, the neighborhood setting, and the neighborhood itself.

Bullet 2: Incorporate appropriate land use transitions to help integrate into the surrounding neighborhoods.

Bullet 3: Focus intense land uses along major transportation networks (such as the Pima Freeway and major arterial streets) and in urban centers (such as Downtown and the Airpark). Less intense land uses should be located within more environmentally sensitive lands.

Response: Redevelopment of the SFS site will incorporate appropriate land use transitions through controlling building placement and heights that respond to adjacent existing development. Existing low intensity land uses will be respected by gradually transitioning from lower building heights that mimic existing development to the highest proposed building height (150') at the heart of the site. Furthermore, higher intensity activities will be oriented towards the interior primary street, where it will have the least visual and oper

ational effect on surrounding existing sites.

Goal 9: Provide a broad variety of land uses that create a high level of synergy within mixed-use neighborhoods.

Bullet 1: Incorporate a diverse range of residential and non-residential uses and densities within mixed-use neighborhoods

Bullet 2: Promote residential uses that support the scale and function of retail, commercial and employment uses within these neighborhoods, including the use of mixed-use structures (retail or office of lower level and residential uses on upper levels).

Bullet 3: Encourage redevelopment that invigorates an area while also respecting the character of adjacent neighborhoods.

Bullet 4: Encourage compact mixed-use, pedestrian oriented development patterns, at urban densities, that limit the demand for parking and unnecessary automobile trips, and support alternative modes of mobility.

Response: The density of mixed-uses (including but not

limited to new housing, tourist accommodations, office development, and additional retail services) aims to create a symbiotic relationship on site. Residents living on an upper residential floor will be able to access services and retail just a short walk away at ground level, and on-site employees have the opportunity to live a short distance from work, avoiding a commute by car. This "cross pollination" of uses will strengthen the development, and add to the convenience and quality of life of those on-site and living nearby. This increased density, however, will not compromise the quality of less intense land uses adjacent to the development; gradual transition of low to high density buildings from periphery to heart of the site will be of prime regard.

Principal 2: Economic Vitality

Goal 7: Sustain the long-term economic well-being of the city and its citizens through redevelopment and revitalization efforts.

Bullet 2: Encourage and support the renovation and reuse of underutilized or vacant parcels/buildings/shopping centers.

Bullet 6: Promote residential revitalization to maintain quality housing and thus maintain quality of life and stability of the local economy.

Response: Macerich has managed to grow and adapt SFS over the years with the changing economics and retail needs of the community. SFS continues to be a vital economic engine as the largest mall in Arizona with an annual sales tax revenue of approximately \$12 million for the City of Scottsdale. This 65-acre retail site accounts for approximately 61% of the gross receipts in the Downtown area and approximately 7% of all gross receipts in the entire City of Scottsdale.

This entitlement effort will enhance the economic stability of Scottsdale by providing development options in the heart of Downtown near abundant retail, entertainment, support services and major employers allowing SFS to continue to grow and thrive. Integrating housing, resort/hotel, office and additional retail within the Downtown Regional sub-district reinforces the existing physical and economic synergy of Downtown. This proposal will continue to enliven and enhance the city center consistent with the goals and policies of the Downtown Plan.

Principal 3: Enhance Neighborhoods

HOUSING ELEMENT

Goal 2: Seek a variety of housing options that blend with the character of the surrounding community

Bullet 2: Encourage physical design, building structure, and lot layout relationships between existing and new construction to help the new developments complement the surrounding neighborhoods.

Bullet 5: Encourage the creation of mixed-use projects as a means to increase housing supply while promoting diversity and neighborhood vitality

Response: The proposed development will implement the appropriate setbacks and setbacks per Downtown Ordinance. This new development will provide continuity between the existing architecture in the surrounding areas and the proposed architecture by stepping down the massing to help create a logical transition from the downtown boundary to the existing lower scale single family homes in the northwest portion of the site. Please refer to "Stepback Plane Sections" graphics on page 37-39

Goal 4: Encourage housing development that provides for “live, work, and play” relationships as a way to reduce traffic congestion, encourage economic expansion and increase overall quality of life for our residents

Bullet 1: Encourage a variety of housing densities throughout Scottsdale, with mixed-uses in areas of major employment and transit hubs, to offer greater live-work choices to a broader economic range of households.

Bullet 3: Encourage the development of work force housing in the new development and expansion of hotels, resorts, and other generators of service-level employment.

Bullet 6: Consider a variety of strategies to increase housing intensity and diversity in appropriate locations, such as around commercial areas, near transit centers or major employment

Bullet 7: Explore opportunities for new or redeveloped housing to serve the employment base.

Response: Diversity is encouraged to create an urban lifestyle and varying character

of different areas within the city. Scottsdale Fashion Square will incorporate mixed-use development on the property by allowing a wider range of development. This new development will strengthen downtown’s mix of uses and activities. This new increase in housing intensity will provide diverse housing options for a broad range of incomes to live and work in one area.

NEIGHBORHOOD ELEMENT

Goal 2: Use redevelopment and revitalization efforts to provide for long-term stability of Scottsdale’s mature residential and commercial neighborhoods.

Bullet 2: Preserve and enhance Downtown Scottsdale as the commercial, cultural, civic, and symbolic center of the community. This will provide Scottsdale with a link to the its historic origins while at the same time allowing the community’s downtown core to remain competitive in future local, regional, and international markets through urban revitalization.

Goal 3: Sustain the long-term economic well-being of the city and its citizens through redevelopment and neighborhood

preservation and revitalization efforts.

Bullet 3: Revitalize and redevelop aging retail areas in order to maintain Scottsdale’s standing as one of the major retail, restaurant, and entertainment destinations within the metropolitan area.

Response: The requested entitlement effort for additional height does not include increases to density and floor area ratio per PBD base (1.4GFAR), but will allow revitalization and redevelopment of the SFS site over the course of time in response to changing market demand. The request for additional height will allow the mall site to capture residential, hotel and/or office users that may otherwise not consider this site due to the current development limitations.

The Downtown Regional Use category is intended to encourage the most intense development in the City in the core of the Downtown District. SFS seeks to broaden the entitlements allowed in the Downtown Ordinance in an effort to remain relevant and competitive in the market place, thus protecting for the long term a critical revenue source for the City.

Principal 5: SUSTAINABILITY

GROWTH AREAS ELEMENT

Goal 1: Direct and sustain growth and expansion in areas of the city that can support a concentration of a variety of uses and are particularly suitable for multimodal transportation and infrastructure expansion and improvements.

Bullet 2: Identify existing, measurable edges of growth areas and the transitions between adjacent growth areas.

Bullet 5: Create techniques that allow for mixed-use activity within designated growth areas

Response: Scottsdale Fashion Square will create a new development on an underutilized and moderately vacant parcel in downtown. This development will utilize existing infrastructure systems (roads, utilities, etc.). This development plan is focused by the site’s neighboring mixture of land uses and a strong market demand for mixed-use development. This development will discourage sprawl by creating areas with open spaces, natural resources, different land uses, and multi-modal (transit, pedestrian, bicycling, as

well as automobiles) activity. Please refer to graphics; “Pedestrian Circulation Plan” and “Motor Vehicle and Bicycle Circulation Plan” on page 68. Goal 2: Make automobile, transit, and other multimodal circulation more efficient

Bullet 1: Encourage physical planning and design techniques that facilitate the access to and use of transit services and pedestrian amenities

Response: By focusing pedestrian circulation along the perimeter and internal areas of this new development, it will create an important element for Scottsdale Fashion Square. A variety of retail, restaurants, entertainment and cultural uses are all within walking distance from this site. Special considerations has been given to the main public roads such as; Scottsdale Road, Camelback Road, and Highland Avenue with a large area of the ground level building area designated as commercial and entertainment as well as outdoor gathering. There are numerous bus stops throughout the site that provide accessibility to the site from people using the public transit. The ground level land uses along the main public roads will have access to the streetscape to encour-

age a more walkable and pedestrian friendly environment. Intricate hardscape surfaces, appropriate pedestrian furniture and landscape canopies will be incorporated along the main public roads. Please refer to graphics; “Pedestrian Circulation Plan” and “Motor Vehicle and Bicycle Circulation Plan” on page 68.

Goal 6: Integrate public (civic) art into the visual character of designated growth areas

Response: As stated above, public art will be incorporated in the new development, such as parks, streets, walkways, plazas, landscape areas, and buildings’ surfaces. Please refer to “Project Open Space Plan” graphic on page 53 for proposed art locations.

Principal 6: Advance Transportation

Goal 8: *Emphasize live, work and play land use relationships to optimize the use of citywide systems and reduce the strain on regional and local/neighborhood systems.*

Bullet 2: *Encourage the development of redevelopment of areas that support a balance of live, work and play land use relationships and alternative modes of transportation that reduces reliance on the automobile.*

Response: As mentioned above, SFS is directly adjacent to Scottsdale Road, Camelback Road, and is 2 miles west of the Loop 101, all of which provide automotive and mass transit regional access.

The proposed development implements a range of goals including the integration of high quality, vibrant architecture and innovative site planning. It will also create a pedestrian presence with ground level activity, and provide residential in the Downtown employment core thereby reducing trip generation during peak hours. Existing bus stops will be retained providing direct access to the local and regional trans-

portation systems. Since there is no additional square footage or density requested above currently entitled amounts with this application, there is no increase in future traffic impacts.

C. DOWNTOWN PLAN BACKGROUND

Originally adopted by City Council in 1984, the Downtown Plan serves as the comprehensive policy document that guides growth and development decisions in Downtown Scottsdale. An update to the original Downtown Plan was initiated by the Scottsdale City Council in 2006 and adopted in 2009. As one of the first steps in the extensive public outreach efforts, the City worked with Arizona Town Hall to create the Downtown Scottsdale Town Hall with the goal of developing a consensus to help guide the Downtown Character Area Plan process and discuss the future of Downtown Scottsdale. Approximately 100 community leaders, business owners and residents participated in the three-day Town Hall discussion setting a framework for the future of Downtown Scottsdale.

Further, in an effort to ensure that the updated Downtown Character Area Plan would

reflect the community's vision and goals for Downtown Scottsdale, an extensive public outreach process was conducted over a period of eighteen months and during that time, over 1,200 community members participated in the update process. The outreach efforts included numerous open house meetings, ten focus group meetings, five public workshops, and two business forums.

The 2009 City Council adopted the Downtown Character Area Plan which established the vision for Downtown Scottsdale and provided the basis for Downtown decision making.

Between the fall of 2009 and spring of 2011, the Downtown Task Force held regular bi-monthly meetings to formulate recommendations on specific Council-directed implementation programs including, but not limited to: creating a safe, inviting experience for pedestrians, maximizing the

City's Downtown parking supply, pursuing development flexibility, assuring consistent implementation of design guidelines and ordinances, encouraging new development and redevelopment, and recognizing that the Downtown Regional and Downtown Medical sub-districts are areas that can accommodate the greatest intensity of development.

D. DOWNTOWN PLAN OVERVIEW

The Downtown Regional Use Type 2 land use designation, set forth in the Downtown Plan adopted in June 2009, directly correlates with the mixed-use concept envisioned for this site. The Downtown Regional Use Type 2 category supports a variety of major employment and service related uses including, but not limited to, multiple story residential, office,



Scottsdale Fashion Square



Scottsdale Canal

retail, and support services consistent with the intensity of uses, which are typically found in the Downtown Scottsdale. Additionally, revitalizing and redeveloping properties is a critical part of the economic vitality of the community as it matures. Thus, the proposed entitlement effort for additional height is essential for the continuing economic growth and sustainability of the city as a whole.

The proposed D/DRU-2 PBD DO zoning district is consistent with the General Plan/Downtown Plan land use designation for the subject Property. The Downtown Plan's goals and policies which relate specifically to the proposed Development Plan for subject Property are identified as follows:

E. CHAPTER 1 - LAND USE

Goal LU1: Maintain downtown Scottsdale as the

commercial, cultural, civic and symbolic center of the community to ensure a vibrant mix of mutually supportive land uses.

Policy LU 1.1. Revitalization should allow Downtown to remain competitive in local regional, national and international markets.

Policy LU 1.2. Maintain Downtown as a year-round, 24-hour highly functional mixed use center, containing areas of

different densities, architectural styles, and land uses that support the needs of Scottsdale's residents and visitors.

Policy LU 1.3. Maintain a balance of Downtown land uses that support a high quality of life, a diverse mixture of housing and leisure opportunities, and the economic base needed to secure resources that support the community.

Response: The request includes a broader context enti-

tlement effort to bring flexibility and certainty to the current development approval for SFS allowing up to 150' in height in conformance with the adopted Downtown Plan. In order to remain competitive in the local, regional, national and international markets (approximately 30% of SFS customers are tourist from outside the Phoenix metro area) continued revitalization of the mall site needs to occur to adapt and grow with the demands of the community.

The proposed architecture, residential density, mix of land uses and versatility proposed with this Development Plan will maintain and strengthen SFS's future as a highly functional mixed use center within Downtown. This entitlement effort will build upon the diverse land uses in the Downtown area allowing SFS to build upon its economic base with housing and leisure opportunities, office, tourist accommodations, and support services.

Goal LU2: Promote the development of downtown as a collection of mixed-use urban neighborhoods.

Policy LU 2.1. As a General Plan designated Mixed-Use Neighborhood, Downtown Scottsdale should offer effi-

ciencies of strong access to multiple modes of transportation and major regional access and services, focus on human scale development, accommodate higher density housing combined with complementary office or retail uses, and accommodate vertical mixed-use structures.

Policy LU 2.2. Support interconnected, pedestrian oriented urban neighborhoods that are comprised of a balanced mix of activities and land uses within optimal walking distance (approximately one-quarter mile).

Policy LU 2.7. Maintain, enhance, and expand the development of a Downtown Regional urban neighborhood with primary land uses consisting of regional/community serving commercial uses, as well as larger scale housing developments. Centered on major regional retail, this urban neighborhood will strengthen Downtown Scottsdale and community destinations. The greatest intensity of Downtown development may be accommodated in this urban neighborhood.

Response: The proposed development lends itself to strong access with direct adjacency to Scottsdale Road, Camelback

Road, Goldwater Boulevard and is only 2 miles west of the Loop 101, all of which provide automotive and mass transit regional access. Additionally, future development of SFS will include a mixture of land uses, the integration of high quality, vibrant architecture creating pedestrian presence with ground level activity, and landscape and hardscape design that encourages walkability and promotes a true interconnected urban environment.

The current zoning allows for more intense mixed-use development on the Property by allowing for the widest range of land uses and development standards in the Downtown Ordinance. The current entitlement, however, limits the site to 90' in height. The request will allow for flexibility in height up to 150'. This development height flexibility will better position SFS to adapt to market place demands and attract exciting new users who might not otherwise be interested in developing on the SFS site due to height limitations. The additional height will attract mixed-use development including but not limited to hotel/resort, residential, office, retail with a potential for high-end grocer. Redevel-

opment/revitalization of this Property will build on the City's goal of strengthening Downtown's mix of uses and activities in the Downtown Regional sub district.

Goal LU4: Encourage downtown land use development flexibility.

Policy LU 4.1. Retain, expand, or modify as necessary, flexibility in Downtown zoning, development standards and incentives to achieve the goals of the Downtown Plan.

Policy LU 4.3. Provide flexibility in land use standards to accommodate new contemporary building typologies, green building practices, and enhanced architectural aesthetics.

Policy LU 4.5. To assist the community in achieving the vision of the Downtown Plan, the provision of Downtown public amenities and benefits should be provided when development bonuses such as increased floor area, (ratio of usable building area to parcel size), greater density, greater height, transfer of development rights, and/or street/alley abandonment, are being considered. Potential public amenities and benefits may include, but are not limited to:

- **New or expanded public realm and open space areas;**
- **Pedestrian enhancements and amenities;**
- **Mobility enhancements;**
- **Transit enhancements;**
- **Sensitive edge buffering;**
- **Revitalization of Downtown properties;**
- **Infrastructure improvements;**
- **Additional public parking and shared parking facilities;**
- **Historic preservation; and/or**
- **Work force housing**

Response: The PBD (Planned Block Development) overlay requested with this zoning application will allow for greater flexibility with the development standards for the Property; specifically height up to 150'. Redevelopment and revitalization of this Property includes, but is not limited to, new housing, tourist accommodations, office development, and additional retail services. With the redevelopment of the SFS site the developer will provide activation of the ground level through new open space/plazas, integration of pedestrian amenities and stronger pedestrian connectivity, mobility and transit enhancements, sensitive edge buffering, and underground/structured parking. Streetscape design themes and urban design policies

established by the City will be upheld with any future redevelopment of the site.

Potential public amenities will include expanded public/open space areas, pedestrian enhancements, revitalization of Downtown properties, infrastructure improvements, sensitive edge buffering, mobility and transit enhancements, and additional housing opportunities for people who work in Downtown Scottsdale and want to enjoy the "live, work, thrive" lifestyle.

GOAL LU 5: Enhance, expand, and create new downtown public realm and open space areas.

Policy LU 5.1. Provide for more open space areas within the Downtown that may include central gathering places, a series of smaller, intimate spaces, as well as active and passive recreational use opportunities.

Policy LU 5.3. Private and public development should contribute to the creation of new, and/or expansion of existing, public realm and open space areas throughout Downtown.

Policy LU 5.6. Improve, expand, or create public realm

and open space areas that can be enhanced by art and interactive opportunities.

Response: The Open Space Plan included with this Development Plan depicts open space opportunity areas including numerous plazas, building façade open space, building entry open space and enhanced pedestrian connections throughout the SFS property. The specific design of the various types of open space amenities has not been programed at this time and will ultimately depend on the specific user; however, the open space areas will include abundant shade trees, covered walkways, decorative pavement, wayfinding, low-level pedestrian lighting, and seating areas. With new development, pedestrian circulation along both the perimeter and internal to the SFS site, including building entrances and plaza spaces, will be designed to enhance the mixed use character, urban setting, and interconnectivity of the development. Walkability will be the focus, not just within and around the SFS property, but linking to the overall Downtown context providing a connection to the existing range of shops and services.

GOAL LU 6: PROMOTE DIVERSITY IN DOWNTOWN HOUSING OPTIONS.

Policy LU 6.1. Develop a variety of housing types such as apartments, condominiums, lofts, town homes, patio homes, and live/work units.

Policy LU 6.2. Recognize the need for housing developments that are large scale projects with numerous units and amenities, as well as small infill projects with a limited number of units.

Response: This entitlement effort will bring additional housing options (condominiums, townhouses, apartments, lofts), which will further enhance the economic stability of Scottsdale by providing housing options in the heart of Downtown near abundant retail, entertainment, support services and major employers allowing the SFS to continue grow and thrive. Integrating housing, within the Downtown Regional sub-district reinforces the existing physical and economic synergy, which will continue to enliven and enhance the city center consistent with the goals and policies of the Downtown Plan.

Goal LU7: Support a mix of land uses that promote a sustainable Downtown.

Policy LU 7.1. Support Downtown sustainability by encouraging vertical mixed-use development that offers land uses in close proximity to one another.

Response: The request for a maximum building height of 150' will allow the site to be developed at a higher density and with a more comprehensive vertical mix of uses. The additional height will attract mixed-use development including but not limited to hotel/resort, residential, office, retail with a potential for a high-end grocer. The wide mix of uses made possible by the additional height allowance will help create multiple destinations within the same site making travel on foot possible as an alternative to travel by car. In addition, building vertically helps reduce urban sprawl.

F. CHAPTER 2 - CHARACTER & DESIGN

Goal CD1: The design character of any area should be enhanced and strengthened by new development that promotes contextual compatibility.

Policy CD 1.1. Incorporate, as appropriate; in building and site design the distinctive qualities and character of the surrounding, and/or evolving, context.

Policy CD 1.2. Encourage creative and innovative civic and prominent developments to establish new urban design character and contextual interpretations of the Downtown, for areas where development patterns are fragmented or are in transition.

Response: The architecture and landscape design for Scottsdale Fashion Square maintains the existing character of the Downtown Scottsdale while making a unique architectural style and appropriate scale to its surroundings. The proposed development will provide continuity between the old and the new architecture in the surrounding area, providing contextually appropriate redevelopment and visual fluidity along Scottsdale Road and Camelback Road. Please refer to architectural and landscape design guidelines sections.

Policy CD 1.4. Promote Downtown urban and architectural design that is influenced by, and responds to, the character and climate of the Sonoran Desert.

Policy CD 1.5. Encourage urban and architectural design that addresses human scale, and provides for pedestrian comfort.

Policy CD 1.8. Encourage new development and revitalization that is composed of complementary and/or supportive design relationships with the established urban form, as well as design features and materials of the neighborhoods within which they are sited.

Response: The architecture, specifically the ground level design, will place emphasis on the pedestrian through human scale detailing, window/door overhangs and desert appropriate design elements. New buildings will provide vibrant contemporary architecture in Downtown complementing the established context with respect to building character, materials and paint colors, and finishes.

Goal CD2: Development should sensitively transition in scale, height, and intensity at the downtown plan boundary and between adjoining urban neighborhoods of differing development types.

Policy CD 2.1. The scale of existing development surrounding the Downtown Plan boundary should be acknowl-

edged and respected through a sensitive edge transition buffer, established on a location specific basis, that may include transitional development types, landscape buffers, and sensitive architectural design solutions to address building mass and height.

Response: The proposed development will implement the appropriate setbacks and stepbacks per Downtown Ordinance. This new development will provide continuity between the existing architecture in the surrounding areas and the proposed architecture by stepping down the massing to help create a logical transition from the downtown boundary to the existing lower scale single family homes in the northwest portion of the site. The Infill Incentive District will be utilized to amend the inclined stepback plane for buildings adjacent to the downtown boundary, specifically at the northeast corner of the site. Please refer to the stepback sections on page 37-39. The transition for this edge of the downtown boundary will be appropriate in height to the adjacent zoning and planned development in the area; Blue Sky, Portales, Optima Camelview, and Waterfront which all have the greatest density and height in the Downtown area. Please refer to existing entitled heights exhibit on page 64.

GOAL CD 3: Downtown development should respect and respond to the unique climate and context of the southwestern Sonoran desert.

Policy CD 3.1. Enhance outdoor pedestrian comfort through micro-climatic design that incorporates a variety of shade conditions, landscape, and features that are drought tolerant, as well as offer attractive spaces, and passively cooler temperatures.

Response: As noted above under LU 4 and LU 5, the pedestrian open space areas will be enhanced with shade trees, covered walkways, decorative pavement, wayfinding, low-level pedestrian lighting, and seating areas. Landscaping will include drought tolerant varieties consistent with Scottsdale's Downtown requirements.

Goal CD4: Strengthen pedestrian character and create strong pedestrian linkages

Policy CD 4.1. Develop an attractive, interconnected network of safe and walkable pedestrian linkages to, within, and between, the various Downtown urban neighborhoods.

Policy CD 4.2. Development should demonstrate consideration for the pedestrian by providing access and connections

to adjacent developments.

Response: Pedestrian circulation along both the perimeter, and internal to, the SFS site is an important connective feature of this large regional use of with numerous retail, restaurant, and entertainment uses intertwined within one development that spans approximately 65 acres in the heart of Downtown Scottsdale. Additionally, there is a range of complementary land uses located within walking distance of the mall site including the Marshall Way connection to the range of shops/services south of the canal. See Pedestrian Circulation Plan and Larger Scale Pedestrian Plan.

GOAL CD 5: Create coherent and consistent street spaces.

Policy CD 5.1. Create a unified public realm through the design of Downtown's streets, building setback areas, and building frontages. Setbacks may only be compromised after clear demonstration that other significant public benefits are achieved.

Policy CD 5.2. Street spaces are components of the overall public realm and should be logically interconnected with other pedestrian spaces.

Policy CD 5.3. Streetscapes should provide continuity among adjacent uses through comprehensive sustainable landscape improvements, shade elements, decorative paving, street furniture, public art, and integrated infrastructure elements.

Response: The PBD overlay requested with this zoning application will allow for greater flexibility with the development standards for the Property; specifically height up to 150'. Redevelopment and revitalization of this Property includes, but is not limited to, new housing, tourist accommodations, office development, and additional retail services. With the redevelopment of the SFS site public benefits include, but are not limited to, activation of the ground level through new public open space/plazas, integration of pedestrian amenities and stronger pedestrian connectivity, mobility and transit enhancements, sensitive edge buffering, and underground/structured parking. Additionally, streetscape design themes and urban design policies established by the City will be upheld with any future redevelopment of the site including shade, decorative paving, street furniture and other design elements that enhance the pedestrian realm.

GOAL CD 6: Incorporate a regional landscape palette that complements downtown's urban character.

Policy CD 6.1. Downtown landscape elements should project a desert oasis design character, providing an abundance of shade, color, varied textures and forms.

Policy CD 6.2. Landscape materials should Downtown's built environment, land uses, and activities through the careful selection of plant materials with regard to scale, density, placement, and arrangement.

Response: Landscaping will be consistent with Downtown Scottsdale's requirements including low-water use varieties that provide shade and coverage to minimize heat gain and soften the built environment. A range of textures, colors and sizes will be integrated with the landscape design to provide visual interest and a desert oasis setting. Also see Chapter 4 Landscape Design Guidelines for more detailed information regarding project identity, streetscape and parking, project entries, open space, pedestrian circulation, buffers, amenities and site furnishings, and lighting.

GOAL CD 7: The extent and quality of lighting should be integrally designed as a part of the built environment.

Policy CD 7.1. Achieve a balance between ambient light levels and designated lighting needs.

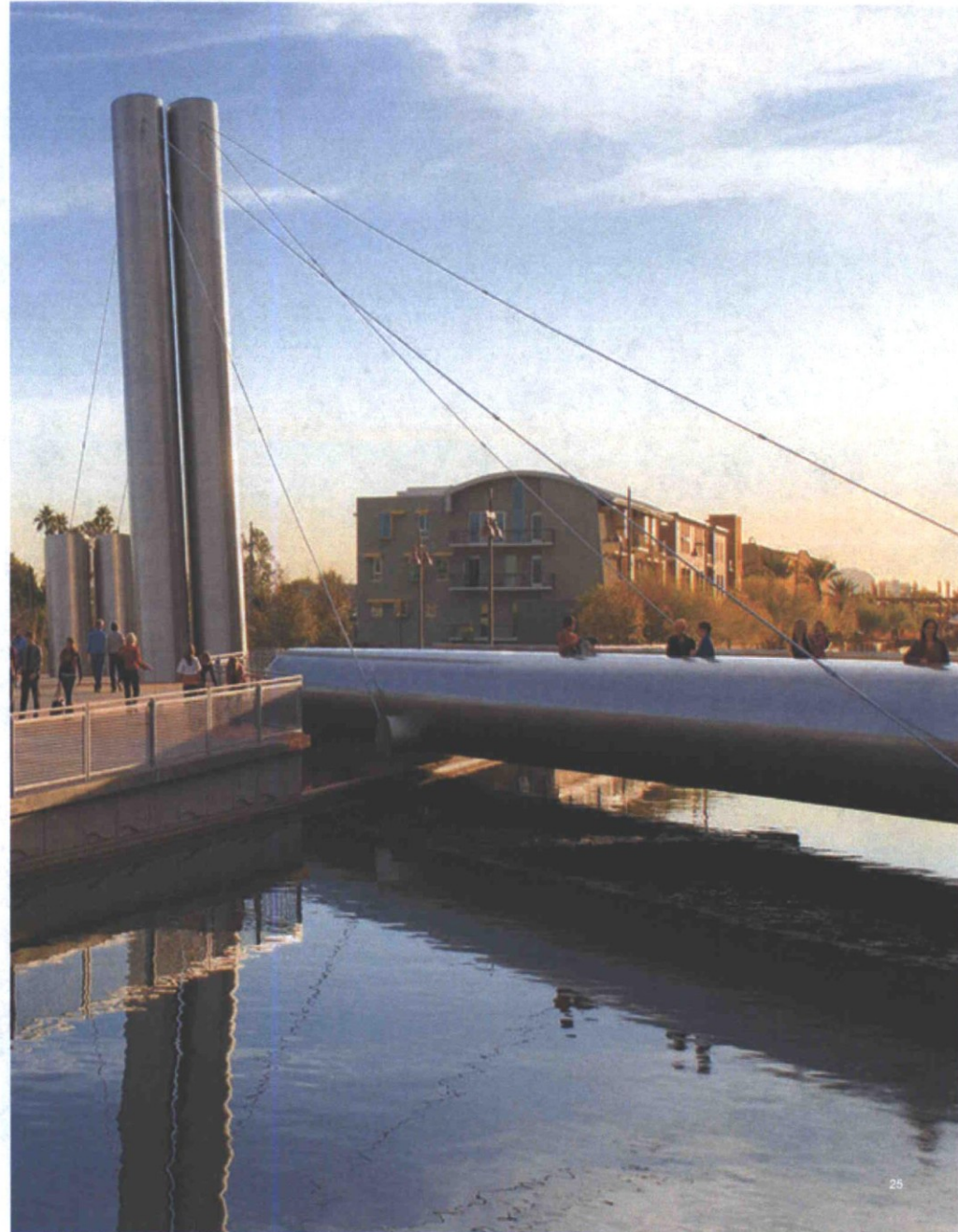
Policy CD 7.2. Encourage lighting that is energy efficient and designed to serve both pedestrian and vehicular travel for safety in public/private spaces.

Response: Lighting will be provided throughout the site for wayfinding at night for both pedestrians and vehicles. Landscape lighting will also be provided consistent with Scottsdale's lighting standards.

GOAL CD 8: Implement high quality design in downtown architecture.

Policy CD 8.2. Promote the "Scottsdale Sensitive Design Principles" in the creation of architecture in Downtown.

Policy CD 8.3. Promote the principles of design in the "Downtown Urban Design and Architectural Guidelines" in all Downtown development.



Response: Redevelopment of SFS will promote the Scottsdale Sensitive Design Principles and Downtown Urban Design Guidelines. See Chapter 5 Architectural Design Guidelines for specific details regarding conformance to these policies.

GOAL CD 9: Development should incorporate sustainable building practices and products.

Policy CD 9.1. Development should strive to incorporate sustainable planning, design strategies, building techniques, and the use of durable indigenous materials, to minimize environmental and maintenance impacts, and endure over time.

Policy CD 9.2. Encourage green building design strategies such as building orientation, passive solar response, natural day lighting, passive cooling techniques, and the integration of regional plant materials.

Policy CD 9.3. Promote the use of energy efficient systems, construction methods, and alternative energy sources.

Response: Green building design and sustainable building

practices will be promoted and implemented where feasible placing emphasis on passive solar design, desert landscaping, energy efficient systems, construction methods, materials and alternative energy sources.

G. MOBILITY CHAPTER OF THE DOWNTOWN SCOTTSDALE CHARACTER AREA PLAN

Goal M1: Develop complete streets through public and private infrastructure investments and improvements.

Policy M1.2: Provide interconnectivity within large development parcels that provide pedestrian and bicycle connections through large projects.

Policy M1.3: Upgrade sidewalks and intersections to ensure continuity and consistency throughout Downtown. Improve pedestrian crossing facilities on major roads and at major intersections.

Policy M1.9: Encourage and accommodate increased levels of bicycling, walking and transit ridership.

Response: Safe, clearly marked, well-integrated, and varied circulation systems are

vital to the success of mixed use development. The project will provide quality hardscape surfaces, and upgraded pedestrian crossings at appropriate locations to ensure the continuity and safety of the Downtown pedestrian experience.

There will be sufficient secure bicycle parking for visitors that utilize bike routes connecting to the site, and clear access will be provided to nearby public transit nodes.

Goal M2: Create complete, comfortable and attractive pedestrian circulation systems.

Policy M2.1: Design the public realm to include enhanced requirements for sidewalk space. Provide adequate space for meeting and passing other pedestrians, including queuing space to support desired levels of activity.

Policy M2.2: Support pedestrian oriented design that encourages strolling, lingering, and promenading activities, by including pedestrian comfort amenities such as shade, seating, shelter, and lighting, especially in areas where there is a high concentration of pedestrian activity.

Response: Pedestrian activity will be encouraged and enhanced by providing active,

engaging ground level development that is visually interesting and appropriately scaled to accommodate the pedestrian. Generous shade will be provided by structural and landscape elements throughout sidewalk areas, and lower level landscape elements will be placed throughout street level to create visual interest. Quality site furniture will be provided to encourage pedestrians to linger at street level, including appropriately spaced lighting for visibility and safety during nighttime. Sidewalk widths will be sized in accordance with the activity level of the adjacent use, but at minimum will maintain sufficient width for comfortable and safe passage. Please refer to landscape design guidelines for a more complete explanation on the pedestrian oriented design.

GOAL M 3: Create a hierarchy of pedestrian spaces within the overall downtown.

Policy M 3.2. Downtown should become a Pedestrian Supportive environment.

Response: The Development Plan identifies numerous "pedestrian supportive" elements noting that the pedestrian environment will not just focus on the internal and perimeter connective elements associated with SFS, but also how

these elements connect to the greater Downtown context. The Pedestrian Circulation plan as well as the Open Space Plan depicts the importance of maintaining not only pedestrian links but quality open space environments and public plaza spaces throughout the development.

Goal M4: Ensure a convenient and adequate parking supply Downtown.

Policy M4.1: Develop a "park once environment" Downtown, where users can access multiple destinations without needing to move their private vehicle.

Policy M 4.4. Create new public parking supply through public-private partnerships to maintain free public parking Downtown.

Response: The new development at SFS proposes parking structures open to serve the site as a whole, rather than an exclusive portion of the project. This parking flexibility paired with the density and variety of mixed use development enables visitors to park their car within convenient walking distance of multiple on-site destinations. In 1996, Macerich and the City entered into a

lease agreement for the Nordstrom garage to allow for public parking for a term of 50 years with options to extend. This is a perfect example of public-private partnership providing free parking in Downtown.

GOAL M 5: Encourage transit that provides local and regional connections to and from Downtown Scottsdale

Policy M 5.4. Accommodate the needs of residents, employees, and visitors by enhancing and linking the Downtown transit circulator to existing local and regional transit service, and any future high capacity transit networks.

Response: The Property is located along Scottsdale Road a major north/south arterial, Camelback Road a major east/west arterial, and is approximately 2 miles west of the Loop 101, all of which provide regional access. SFS currently encourages alternative modes of transportation, such as walking, bicycling, and trolley/mass transit. The Property is located near important employment and cultural destinations including the gallery district, the entertainment district, the Waterfront, the Galleria and Honor Health (Scottsdale's largest employer). The site is

also within close proximity to Scottsdale's Civic Center including the Civic Center library, Center for the Arts, and City government offices. Additionally, the Indian Bend Wash (a multi-use path network) is located approximately 1 mile from the site and the Arizona Canal with its existing path system is located immediately adjacent to the site bisecting the intersection of Scottsdale and Camelback Roads.

H. PBD OVERLAY DISTRICT CRITERIA

Section A: Before the first Planning Commission hearing on a PBD Overlay District application, the Development Review Board shall make a recommendation to the Planning Commission regarding the Development Plan based on the following criteria.

Bullet 2: Criteria for a PBD Overlay District application in the Type 2 Area:

a. The Development Plan shall reflect the goals and policies of the Character & Design chapter of the Downtown Plan;

Response: Please refer to "F. Character & Design Chapter of the Downtown Plan" on page 26 for ways the project will address goals and policies.

dress goals and policies.

b. The site development standards and building form shall be in conformance with the Downtown Plan Urban Design & Architectural Guidelines;

Response: The PBD (Planned Block Development) overlay requested with this zoning application will provide a unified development strategy that shapes the physical form of downtown and guides revitalization and new development efforts. This request will conform to the "Scottsdale Urban Design and Architectural Guidelines" building form, its response to surrounding context, and development adjacent to public streets. Please refer to the "Scottsdale Urban Design and Architectural Guidelines" section later on this development plan for further description on these strategies.

c. The building form shall reflect the planned character of development within which the development will be located;

Response: Please refer to "F. Character & Design Chapter of the Downtown Plan" on page 26 for ways the project will address goals and policies.

d. The Development Plan shall incorporate standards for development within three hundred fifty (350) feet of the Downtown Boundary that address appropriate transitions in building heights between the proposed development and the zoning districts abutting or adjacent to the development;

Response: Building massing will reflect its environment by stepping back along perimeter and street frontages to create an architectural environment that enhances SFS. Please refer to Proposed Step Back Planes on pages 37-39 for graphic sections on how building height will transition between abutting/adjacent zoning districts.

e. The Development Plan shall incorporate standards for development in the Downtown Regional Use - Type 2 or Downtown Medical - Type 2 Areas, and within one hundred (100) feet of the Downtown Multiple Use - Type 2 or Downtown Civic Center - Type 2 Areas, that address appropriate transitions in building heights between the proposed development and the Downtown Multiple Use - Type 2 or Downtown Civic Center - Type 2 Areas;

Response: The project is not within one hundred (100) feet of the Downtown Multiple Use - Type 2 nor Downtown Civic Center - Type 2 Areas

f. The Development Plan for development within one hundred (100) feet of a Type 1 Area shall incorporate standards that address appropriate landscape materials and transitions in building heights between the proposed development and the Type 1 Area;

Response: The project is not within one hundred (100) feet of a Type 1 Area.

g. The Development Plan shall incorporate standards for development adjacent to public streets that include sidewalks, pedestrian linkages, building forms and architectural features that address human scale and pedestrian orientation.

Response: Please refer to "Mobility Chapter of Downtown Scottsdale Character Area Plan" Goals M1 & M2 and responses for how these standards will be addressed.

h. The pedestrian circulation shall be accessible and easy to navigate, and incorporate open space and pedestrian

linkages to the public pedestrian circulation network.

Response: Please refer to "Mobility Chapter of Downtown Scottsdale Character Area Plan" Goals M1 & M2 and responses for how these standards will be addressed.

Section B: In addition to the criteria used by the City Council to review a zoning district map amendment application, the Planning Commission shall make a recommendation to the City Council, based on the following applicable criteria:

Bullet 1: Standard criteria:

a. The proposed development supports the land use elements of General Plan and the Downtown Plan.

Response: Please refer to the general plan section and downtown Plan section both under the Goals chapter of this development plan.

Bullet 2: Criteria to add land uses to Table 5.3005.D., Land Uses for Each Sub-district of the Downtown District:

a. Each proposed land use helps maintain a balance of

land uses in the Downtown Area in accordance with the Downtown Plan.

b. Each proposed land use is compatible with the adjacent development, and strengthens the mix of land uses and activities in the Downtown Area.

c. Each proposed land use substantially implements the pedestrian oriented, twenty-four (24) hour downtown community goals of the Downtown Plan.

Response: Parking lots and parking garages have been added to the list of permitted uses as stand-alone uses to better serve the overall Scottsdale Fashion Square mixed-use development and maintain flexibility on parking locations as the mall continues to grow and evolve.

Bullet 3: Criteria to achieve bonus(es):

a. The proposed Development Plan reflects noteworthy investments to provide public benefits, improve the quality of life in the community, and assist in achieving the goals and policies of the General Plan, Downtown Plan and City objectives, primarily in the immediate vicinity of the neighbor-

hood where the development will be located.

Response: The success of the Downtown Plan can be seen in the diversity and character of land uses found throughout Downtown. This mix of land uses represents the legacy of the original Downtown live-work-play vision founded by the community.

As the community grows and changes, so will Downtown Scottsdale. Close coordination between the public and private sectors, coupled with development flexibility, will be necessary in order to carefully manage Downtown land use considerations in the future. The involvement of the private sector is pivotal to the successful implementation of the Downtown Plan. Flexible development standards may encourage the private sector to attain a high level of quality development and assist the city by providing necessary public amenities and benefits that are integral to the success of Downtown.

For example, flexible development standards that would allow an additional land use of a parking lot and parking garage will increase future development flexibility at SFS; the development will be able to keep up with future increases in density and corresponding parking demands.

The land use goals and policies define the functional relationships, land use types and locations, physical form, and development strategy to maintain and enhance Downtown Scottsdale. These policies should assist in the continued transformation of Downtown into a highly efficient mixed-use center and complete urban neighborhood community where residents and visitors can live, work, and thrive.

Section C: The City Council may approve, or approve with stipulations, a development application or portion thereof, if it finds the development application meets the criteria of Subsection B above.

Section D: The property owner shall address the criteria in this section.

Per the development plan and legislative draft of development standards for the Scottsdale Fashion Square, a maximum building height of 150' is proposed per the Heights & Stepback exhibit. Building heights up to 150' are achievable through the use of the bonus provisions as described in Zoning Ordinance sections

6.1310 and 6.1311, which states that PBD properties with a gross lot area of 200,000 s.f. or greater in the Downtown Regional Use - Type 2 area

can request up to 150 feet of building height as part of the development plan.

Based on the table set forth in section 6.1310. F., below is the following bonus and public benefit/special improvement calculation.

150 feet - Requested height
84 feet - Allowed height
66 feet - Bonus height

The total cost of special improvements for 66 feet of bonus height = \$731,754*

*Calculation to be confirmed with City Staff

Scottsdale Fashion Square will provide these required public benefits through additional Cultural Improvement Program contributions beyond the base amount required by the PBD overlay district.

I. DOWNTOWN INFILL INCENTIVE PLAN

Goals and Objectives (Section III).

The primary guiding plans for the Downtown Infill Incentive District are the Scottsdale General Plan and the Downtown Plan, which are included as part of the Downtown Infill Incentive Plan by this reference. In addition, the goals

and objectives contained within this Downtown Infill Incentive Plan are established to promote high quality new development, redevelopment and infill development within the district through the use of flexible development standards.

a. Goals and Objectives that are Specific to the Downtown Infill Incentive District.

Goal 1: Encourage infill development of vacant parcels, and the revitalization and/ or redevelopment of existing buildings in Downtown Scottsdale.

Objective 1.1: The provisions of the Downtown Infill Incentive District for a development shall implement the goals, approaches, and policies of the General Plan and Downtown Plan related to infill development of vacant parcels, and the revitalization and/ or redevelopment of existing buildings and underutilized properties.

Response: As specified throughout this Development Plan the goals, approaches, and policies of the General Plan and Downtown Plan are being met with the proposed revitalization and redevelopment of the SFS property.

Goal 2: Development shall be composed of complementary and supportive design relationships with the urban neighborhood in which the development is located, with an adjacent neighborhood outside of the Downtown boundary, and consistent with the Downtown Plan.

Objective 2.3: Any new development, infill development and redevelopment that is adjacent to the Downtown boundary shall incorporate contextually appropriate transitions to the established development outside of the Downtown boundary.

Response: The architecture and landscape design for SFS will be contextually appropriate given the surrounding character and planned development in this regional sub-district (ie: the Waterfront, Portales, Optima Camelview and approved Blue Sky plan). New development will provide continuity between existing architecture in the surrounding areas by stepping down the massing to help create logical transition from the downtown boundary to the existing lower scale single family homes to the northwest of the site. The Infill Incentive District will be utilized to amend the inclined stepback plan for buildings adjacent to the downtown boundary, specifically at the northeast corner of the site. This request is appropriate given the current entitlements for the

Blue Sky site directly to the east, which was approved with a more aggressive deviation from the Downtown setback and stepback requirements than what is being proposed for SFS under this application. Blue Sky also utilized the Infill Incentive District for the entire north boundary of their site. Additionally, this downtown boundary edge, with direct frontage onto Scottsdale Road (a major north-south arterial), will mirror the current SFS entitlements with respect to setbacks and stepbacks, but will include heights up to 150'.

Goal 3: Development shall be in compliance with the Downtown Plan Urban Design & Architectural Guidelines, and the Scottsdale Sensitive Design Principles.

Objective 3.1: Any new Development in Old Town, Main Street, Fifth Avenue, and Marshall Way-Craftsman Court areas of Downtown shall strictly conform to the character of the area, and the Downtown Plan Urban Design & Architectural Guidelines for Special Districts.

Response: Conformance to the Downtown Plan Urban Design & Architectural Guidelines is addressed in Architectural Design section of this Development Plan.

THE VISION THE BIG IDEA

The vision for the redevelopment of Scottsdale Fashion Square is to enhance and sustain a dynamic city center for Downtown Scottsdale.

Scottsdale Fashion Square is requesting 150' in height in conformance with the adopted Downtown Plan's Regional -Type 2 sub district. This request will provide flexibility by allowing buildings up to 150' to accommodate mixed-use development including, but not limited to, hotel, residential, office, and retail with the potential for a high-end organic grocer.

Currently at Scottsdale Fashion Square, there is a total of 2,133,029 existing s.f. The current entitlements for the Mall allow up to a total of 3,397,680 s.f. (which calculates to 1.2 GFAR) for commercial and residential uses (retail, office, hotel, multi-family). Under the new development plan, we would stay at the PBD base of (1.4 total GFAR or 3,962,740 s.f. for commercial land uses). Residential uses would be capped at 25 dwelling units per acre (du/ac) of

gross lot area. This request would fall in line with the new Downtown Ordinance governing the Type 2 Regional Use allowing a base 1.4 GFAR for commercial land uses, but not utilizing any of the available GFAR and density bonuses in the Downtown Ordinance or Planned Block Development overlay. Additionally, we are reducing the base residential density from 50 du/ac to 25 du/ac. Please refer to the development agreement as to how GFAR and density will be

allocated throughout the development.

Per section 6.1309. A., and independent of the special improvements for bonus height mentioned above, Scottsdale Fashion Square shall comply with the Cultural Improvements Program by providing one (1) percent of the building valuation of any added floor area.

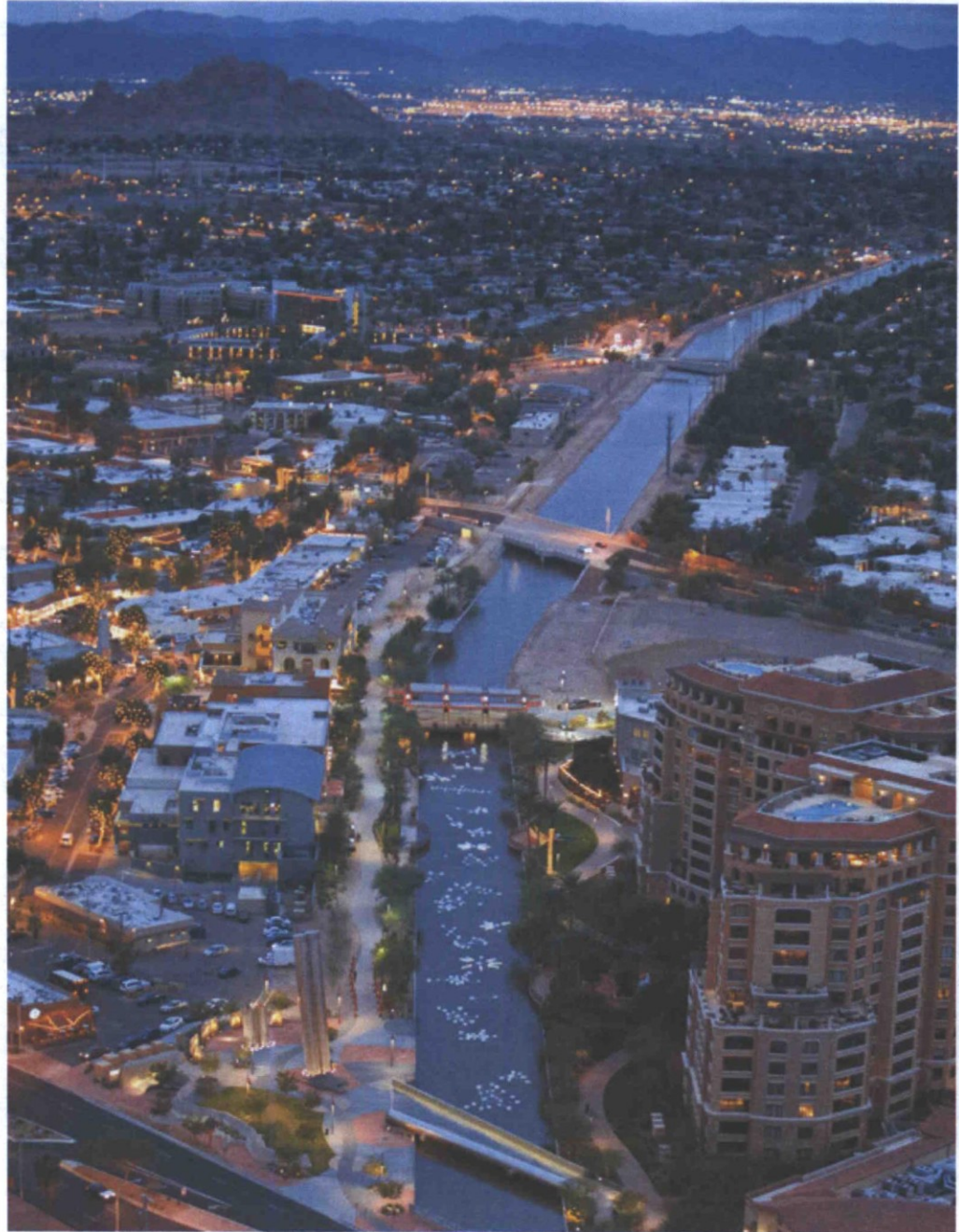
The contributions for both bonus height and the PBD overlay district (1%) will be fulfilled

through the use of the Scottsdale Fashion Square credit funds per the settlement agreement outlined in Contract No. 2013-012-COS. Based on the language within the contract, the contribution shall be allocated towards is the Cultural Improvements Program as identified in Zoning Ordinance Section 6.1311. A.

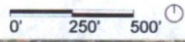
Our vision for Scottsdale Fashion Square is for the next 50 years. Our request is to have the entitlements and flexibility

to respond to the changing market demands and build additional office, hotel and residential uses in a sustainable manner that preserves and strengthens the existing and future retail and infuses Downtown Scottsdale with vitality and energy to help make it a world class Downtown environment. Area buildings are similar in height such as The Scottsdale Waterfront at 151' and the AmTrust Tower at 146'.

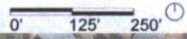
This request will retain and attract the best luxury brands to the mall and will allow SFS to continue to be the best known and most successful shopping experiences in the state. The 65 gross contiguous acres (of Scottsdale Fashion Square, within the fabric of Downtown, provides the opportunity to create a strong identifiable and unique shopping district in the downtown area. The master plan will define street character, landscape, and architectural style. Massing will define Scottsdale Fashion Square as a unique district within the downtown. These guidelines will control quality and broad design principles, and will encourage variety with unique architectural solutions.



Zoning Boundary Plan



Potential Future Development

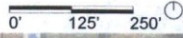


legend

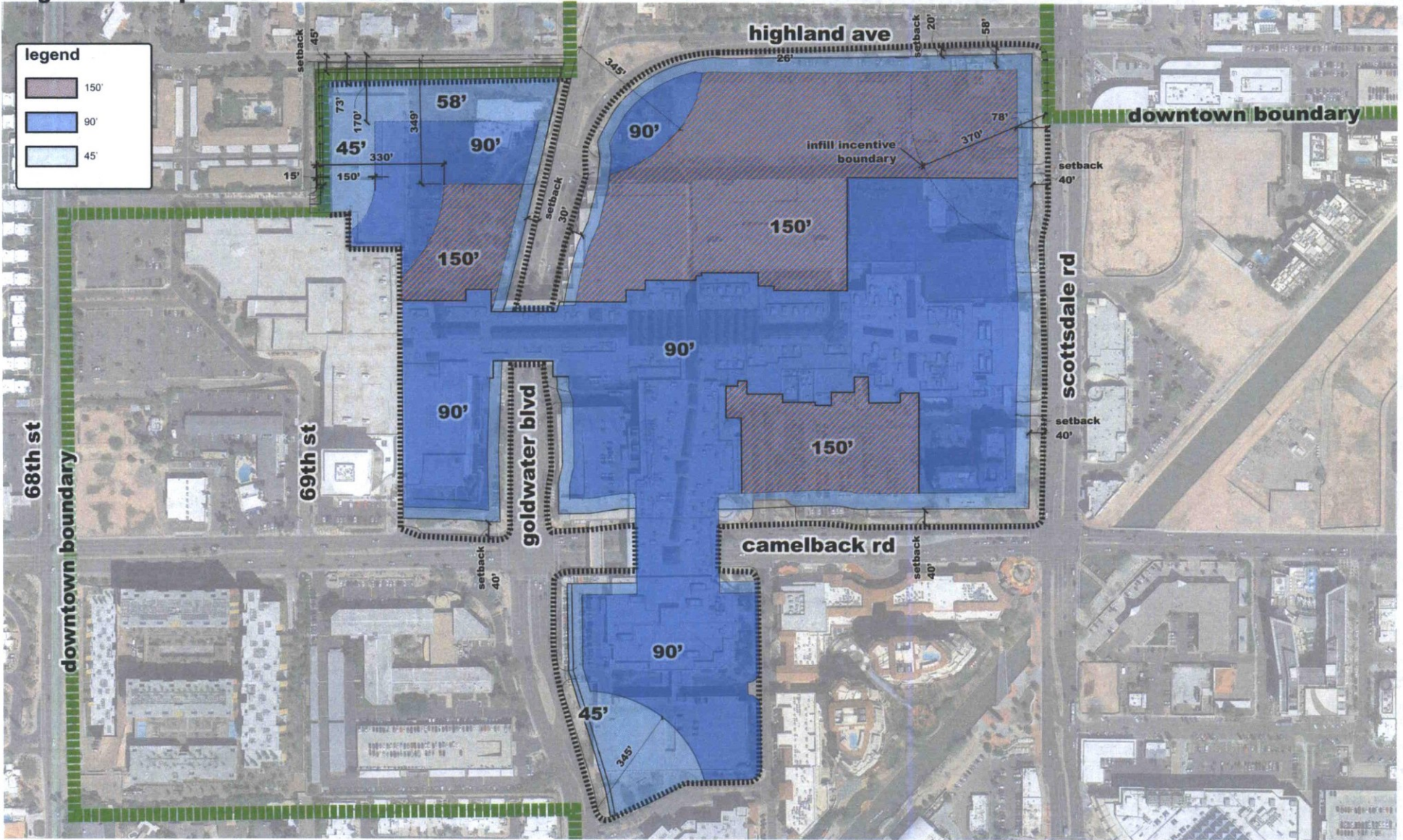
- overall potential development area
- primary potential future development area



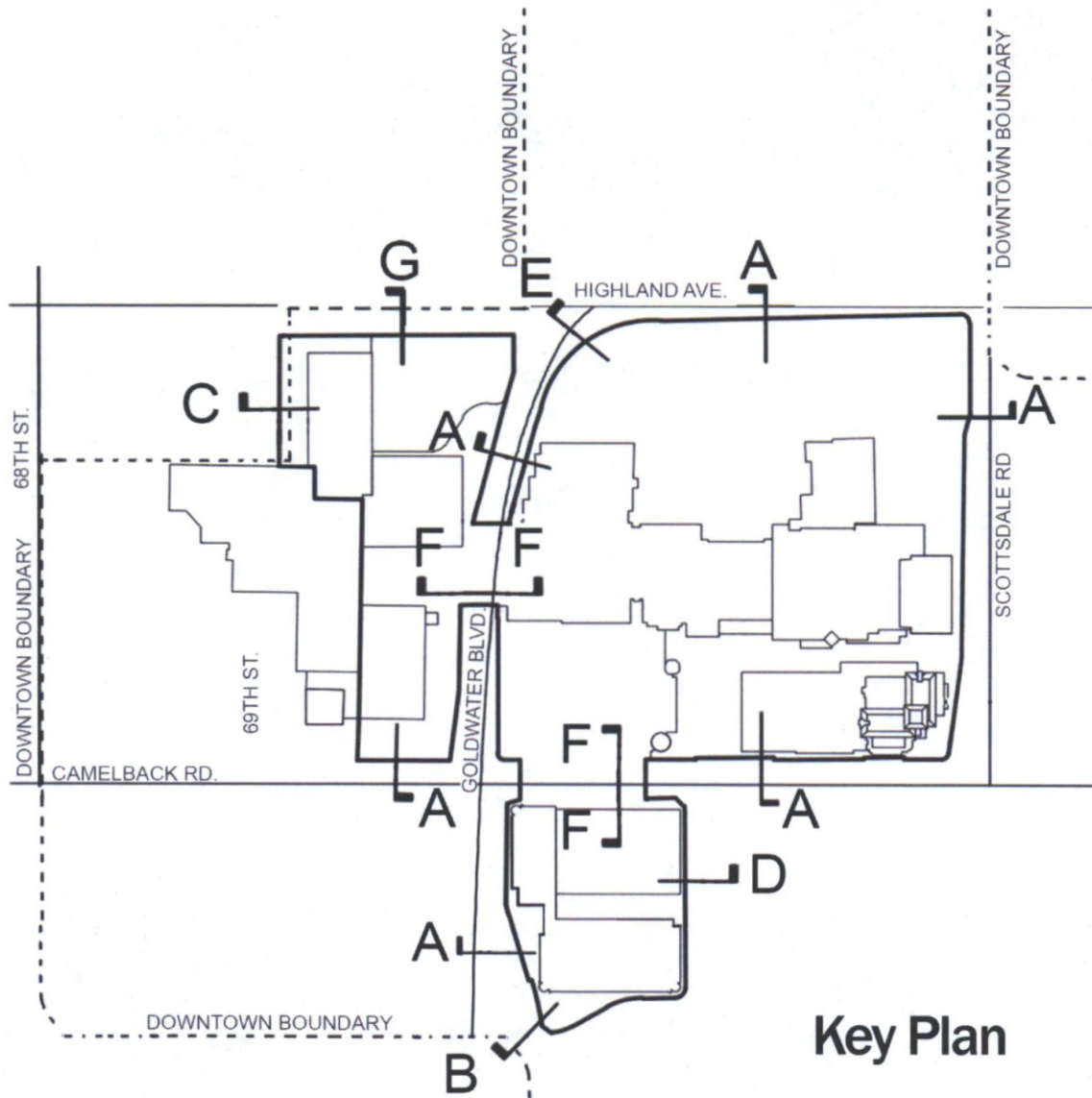
Heights and Stepbacks



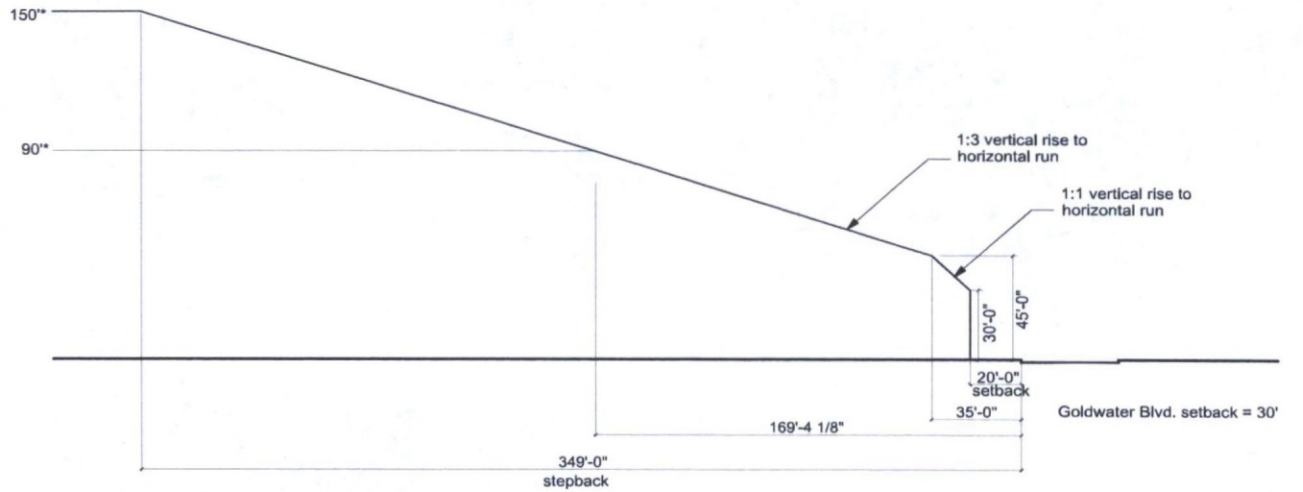
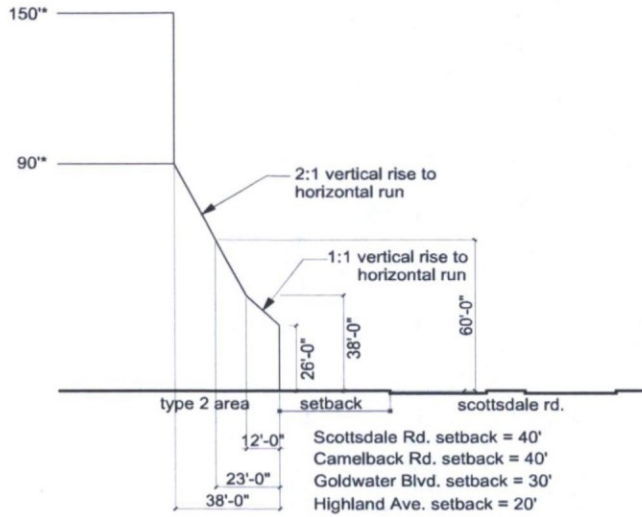
legend	
	150'
	90'
	45'





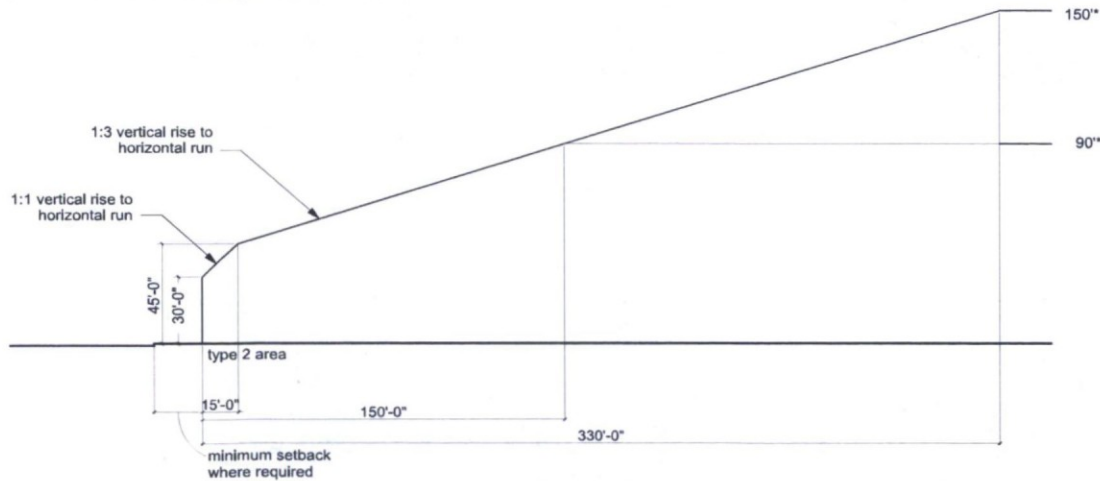


Key Plan



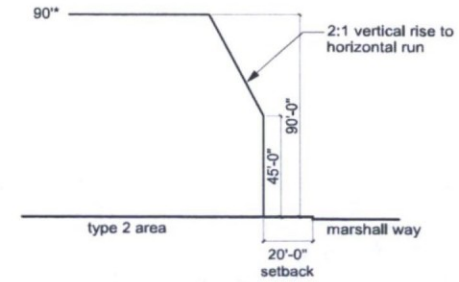
Proposed Step Back Plane A Step Back Plane B

(Consistent with Existing Entitlements)

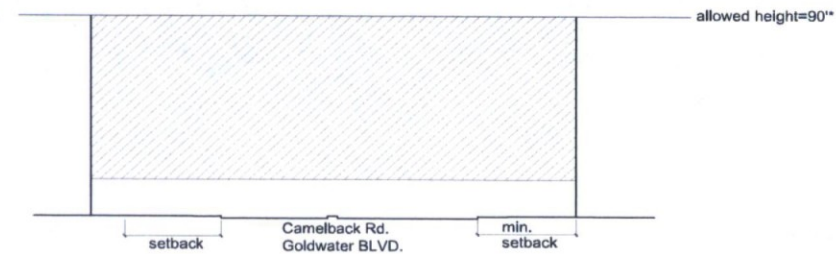
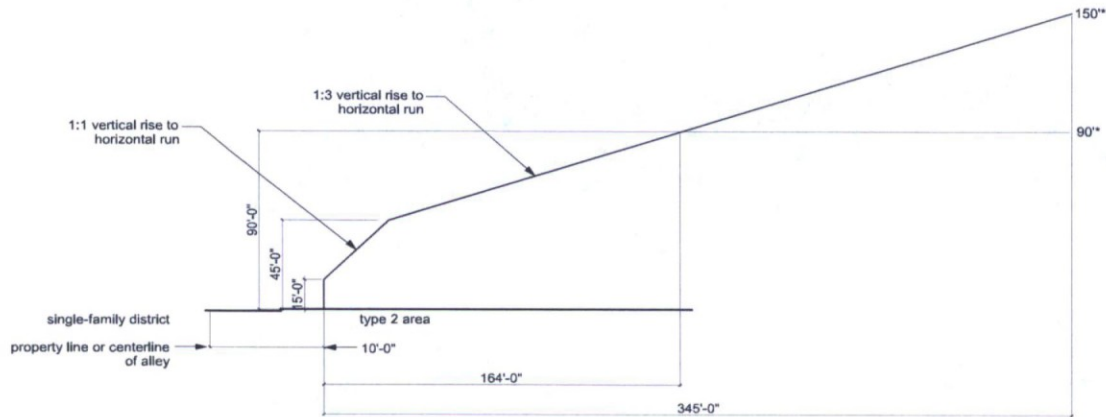


Step Back Plane C

(Setback shall be ten (10) feet from centerline of the alley)



Step Back Plane D

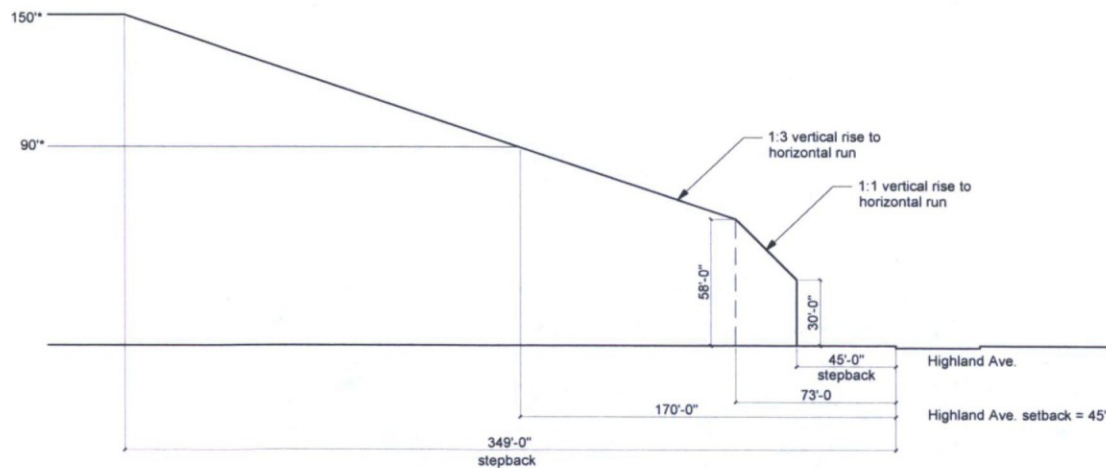


Step Back Plane E

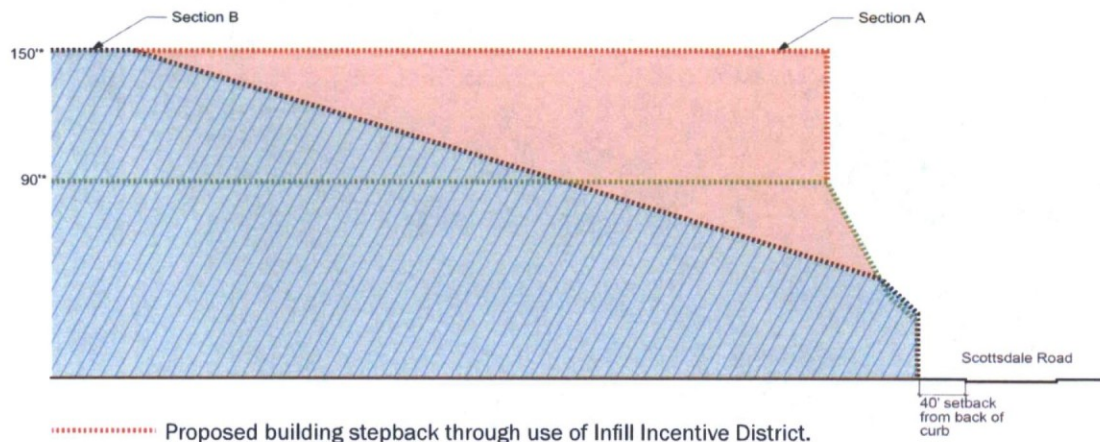
(Consistent with Existing PBD up to 90')

Step Back Plane F

(Both Bridges Were Handled Through Easement Agreements 88-0078020 and 96-0714071 Granted to SFS by COS)



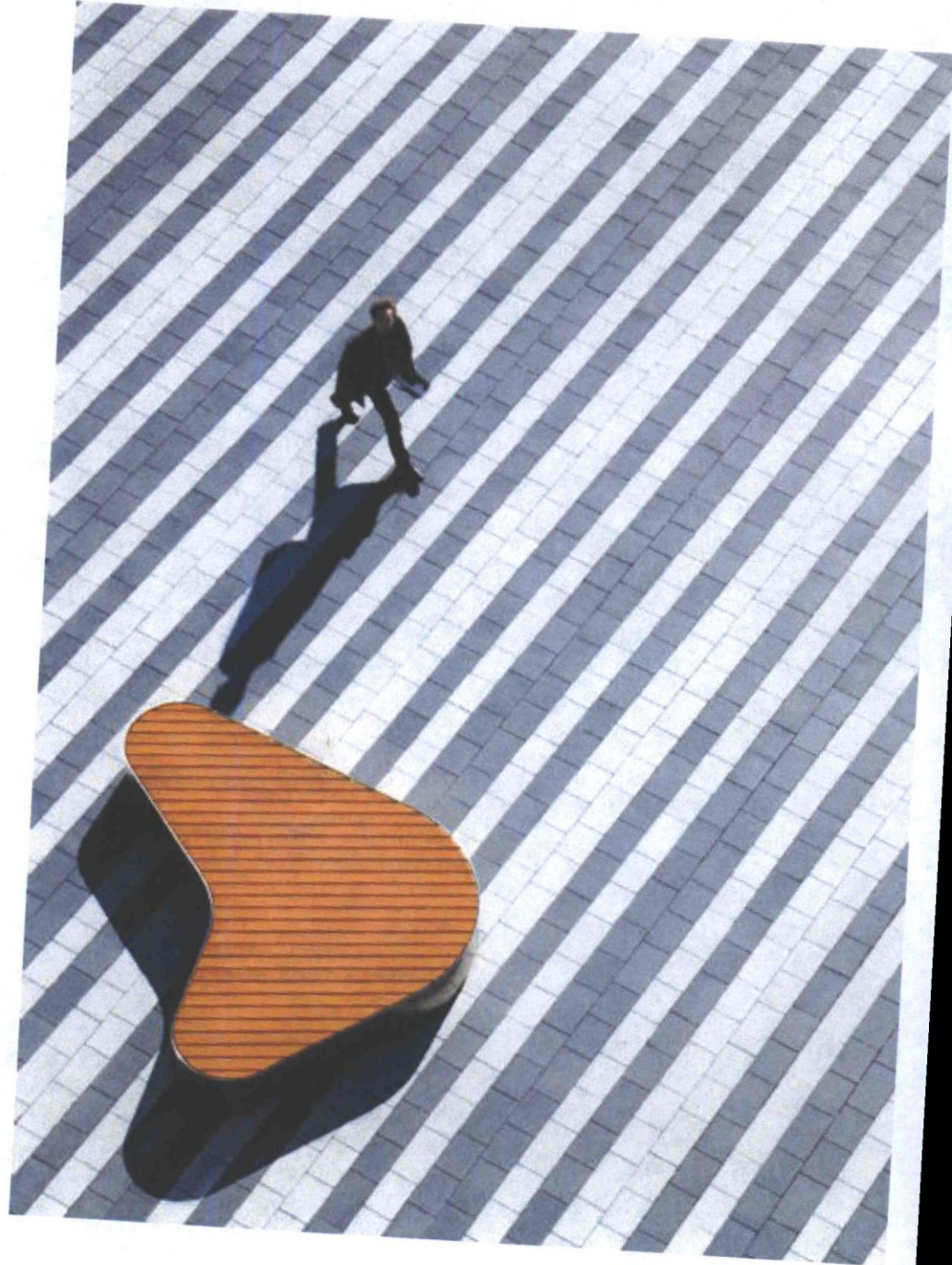
Step Back Plane G



- Proposed building setback through use of Infill Incentive District.
- Required Stepback per existing entitlements for Fashion Square.
- Required Stepback adjacent to a Downtown boundary per PBD Ordinance.

Building setback comparison at Infill Incentive District location (Scottsdale Road).

DESIGN GUIDELINES
LANDSCAPE DESIGN



1. LANDSCAPE DESIGN OBJECTIVES

The objectives for the landscape design for Scottsdale Fashion Square are to:

A. Embrace flexibility for the development of the landscape design for Scottsdale Fashion Square, while providing certainty that the landscape design will be created and implemented in concert with the Downtown Urban Design and Architectural Guide and the Downtown Character Area Plan.

From its early history as an open air mall, Scottsdale Fashion Square has continued to evolve physically to its current reality as the largest shopping mall in Arizona and the American Southwest. Likewise, the landscape design of Scottsdale Fashion Square has evolved, through the mixed plant palettes of the 1970's through 1990's to a more arid, drought-tolerant, sustainable landscape palette. For Scottsdale Fashion Square to remain a robust, vibrant contributor to the community and region,

it must continue to evolve. The landscape design plan for Scottsdale Fashion Square embraces flexibility for continued development while also offering certainty that landscape design is in concert with the Downtown Urban Design and Architectural Guide and the Downtown Character Area Plan.

B. Create an identifiable regional statement.

As a mall that is an "anchor" for Downtown Scottsdale, Scottsdale Fashion Square plays an important role in the fabric of the City. By utilizing a regional plant palette. Its landscape design will create an identifiable statement that responds to our desert environment and its downtown surroundings and that enhances the character and brand of the City of Scottsdale. The plant palette will blend naturally with the surrounding commercial neighborhood.

C. Enhance connectivity to adjacent downtown and regional projects and amenities.

When Scottsdale Fashion Square was originally built, it was almost exclusively a vehicular destination. Now, Scottsdale Fashion Square is woven into the fabric of a bustling, vibrant Downtown Scottsdale that includes a plethora of offices and businesses, restaurants, entertainment venues, art galleries, health care facilities, retail establishments, sports venues, residential developments and important civic and governmental venues. Beyond the immediate downtown are regional projects and amenities that not only enhance the vibrancy of the region but also create attractions that appeal to year-round and

seasonal residents, as well as to ever-growing number of tourists who seek Scottsdale as a destination. Within a relatively small radius of Scottsdale Fashion Square are a myriad of connections to regional projects and amenities. Nearby are canal banks that serve as walking, running and bike trails and that are networked with trail systems connecting to the broader region. To the east of Scottsdale Fashion Square lies the City of Scottsdale's Indian Bend Greenbelt, which provides connectivity to a strand of parks to the north and south, including the McDowell Mountain Preserve. Additionally, world-class resorts in Scott-

sdale, Phoenix and Paradise Valley lie in close proximity to Scottsdale Fashion Square. By integrating pieces of the existing palette in surrounding areas, The landscape design plan will enhance connectivity not only to adjacent downtown projects but also to these important regional projects and amenities. We will utilize compatible elements of the current plant palette, while also adding new pieces in order to influence new projects.

D. Enhance pedestrian routes and areas, providing shade and open space.

The pedestrian experience will be an important consideration in landscape design for Scottsdale Fashion Square. Not only will the landscape design encourage pedestrian connectivity, it also will give great consideration to pedestrian comfort and the safety and aesthetics of the pedestrian experience by selecting trees for density, and shade will be used to enhance the pedestrian experience. Providing seating benches located in the rest nodes below the trees and open space will offer opportunities for relaxation and refreshment.



Pedestrian Shade on Baseline Road



E. Provide safe and enjoyable circulation routes and open space.

Landscape design related to circulation includes linkages to roadways as well as internal circulation within Scottsdale Fashion Square. Landscape design will place consideration on providing safe and enjoyable circulation routes and open space . by utilizing detached sidewalks, where available, to create a buffer between cars and pedestrian walkways. From pedestrians to those traveling in cars, buses, trolleys, or on bicycles, the circulation routes will have open visibility be designed to support safety while also enhancing aesthetical enjoyment.

F. Insert new landscape elements within the existing landscape context and plant palette.

Within the canvas of Scottsdale Fashion Square's landscape, and in response to Scottsdale Fashion Square's anticipated continued evolution into the future, new landscape will be added to the existing landscape context and plant palette. New landscape will embrace a value for sustainability and will celebrate the desert environment. The

landscape design will support the identifiable visual statement for the project. Additionally, the landscape design and implementation should be in concert with the applicable and appropriate portions of the Downtown Urban Design and Architectural Guide and Downtown Character Plan.

G. Implement a concentric landscape design philosophy for low and high water use plants.

Responding with sensitivity to our desert environment, the landscape design will strategically use low water use plants throughout the landscape while reserving a very limited utilization of higher water use plants for areas that serve as oases for people.

In the concentric landscape design approach, the core locates a small area where the incidence of highest water use and landscape maintenance would be found. In that core, lawn, palm trees, and ornamental desert plantings create a cooling effect with a lush green oasis to be highly used by people; plant densities in these areas would be high, with plants in close proximity to each other. The next area out from that core would be

created as an enhanced desert garden of transitional plant material, with moderate water use and maintenance and lesser density of plant material. From there, the outermost zone along the project edges will encourage an open, broad character, utilizing arid-adapted species that grow in their natural state.

H. Utilize sustainable landscape practices.

In response to and in celebration of our desert environment, the landscape design for Scottsdale Fashion Square will utilize sustainable landscape practices that support water conservation, that celebrate the desert plant palette, and that are sensitive to the desire and need to mitigate heat. By selecting low water use plant varieties that will grow in their natural form without abundant pruning, we will greatly minimize water use and maintenance. The landscape practices at Scottsdale Fashion Square will support the values for livability and sustainability that the City of Scottsdale embraces.



Lonsdale St, Dandenong, Australia

I. Create and implement design that is in concert with the City of Scottsdale Downtown Urban Design and Architectural Guidelines and the Downtown Character Area Plan.

As an important destination within Downtown Scottsdale and the region, SFS will embrace its responsibility to create and implement landscape design that is in concert with the appropriate and applicable portions of the Downtown Urban Design and Architectural

Guidelines and the Downtown Character Area Plan.



Londsdale St, Dandenong, Australia

2. LANDSCAPE DESIGN GUIDELINES

Landscape guidelines provide general design objectives and approaches for the following elements of the Landscape Plan:

A. PROJECT IDENTITY

- i. Corner Icons*
- ii. Primary Entries*
- iii. Secondary Entries*
- iv. Tertiary Entries*

B. STREETSAPES AND PARKING

- i. Scottsdale Road Streetscape*
- ii. Camelback Road Streetscape*
- iii. Goldwater Boulevard Streetscape*
- iv. Highland Avenue Streetscape*
- v. 68th Street Streetscape*

- vi. Themed Internal Collectors*
- vii. Parking Fields*

C. PROJECT ENTRIES

- i. Retail Entries*
- ii. Office Entries*
- iii. Residential Entries*

D. OPEN SPACE

- i. Plazas*
- ii. Green Roofs, Gardens and Terraces*
- iii. Sustainable Landscape Practices*

E. PEDESTRIAN CIRCULATION

F. BUFFERS

G. AMENITIES AND SITE FURNISHINGS

H. LIGHTING

I. EFFECTIVE IRRIGATION PRACTICES

- A. PROJECT IDENTITY**
(Please see Project Identity Plan on page 51)

The landscape design for Scottsdale Fashion Square will create a discernable identity for the project. This project identity will be reflected in the design of corner icons and primary entries, secondary entries, and tertiary entries. Within these components, landscape design will utilize such elements as height, magnitude, lighting, hardscape, trees and materials drawn from the plant palette to clearly identify the project identity of Scottsdale Fashion Square.

i. Corner Icons

Corner icons will provide prominent, focal, and themed monumentation and landscape that create identity for the project while also supporting wayfinding.

1. Corner icons will utilize height and magnitude to create a project identity and to support wayfinding.
2. Materials utilized for corner icons will be consistent with materials used in other monuments and entries.

3. Within the plant palette, monumental palms will be used to create scale and to reinforce identity.

4. In addition to a static and monument wall feature, water features may be utilized.

5. Within corner icons, colorful accent trees and understory planting will be utilized.

6. Lighting design will accentuate important elements, including monumental palms, trees and monuments.

7. Paving options will integrate unique and decorative paving design that contributes to aesthetics while also supporting wayfinding.

8. Annuals from the ADWR plant list will be utilized within the right of way areas, while all annual varieties may be selected for color on the private property areas of the corner icons.

9. Landscape design for the corner icons should be created and implemented in concert with the appropriate and applicable portions of the Downtown Urban Design and Architectural Guide and the Downtown Character Area Plan.

ii. Primary Entries

1. Primary entry monuments will define entry points while also embracing and enhancing both sides of the intersections at which they are located.

2. Primary entries may include a Pedestrian Portal to emphasize the circulation route to and from the project entry.

3. At primary entries, monumental palms may be used to reinforce scale and project identity.

4. Within the landscape for the primary entries, use of colorful accent trees and understory planting is encouraged.

5. Monument materials may take their architectural cues from adjacent architecture.

6. At primary entries, accent lighting will focus on illuminating not only the monument but also palm and canopy trees that may be included at the location. Street lighting will provide illumination for pedestrians at these primary entries.

7. At primary entries, the ADWR plant list will be utilized for planting areas within the public right of way. Additionally, the use of annual flower displays at on-site locations is

encouraged to add colors and visual interest.

8. At primary entries, decorative paving patterns may be used to span the intersection and to tie dual sided portals together. All paving will comply with ADA requirements.

9. Landscape design for the primary entries should be created and implemented in concert with the appropriate and applicable portions of the Downtown Urban Design and Architectural Guide and the Downtown Character Area Plan.

iii. Secondary Entries

1. Secondary entries will include monuments that reinforce entry points into parking and mall entrances.

2. Monuments at secondary entries are to be designed at a pedestrian level and scale.

3. At secondary entries, focal points may be provided by canopy trees and plants with architectural character.

4. Accent lighting at secondary entries will illuminate not only the entry portal but also landscape material to be featured. While, street lighting will pro-

vide illumination for pedestrians.

5. At secondary entries, decorative paving may be added to provide another layer of detail and interest to the entry. All paving will comply with ADA requirements.

6. Landscape design for the secondary entries should be created and implemented in concert with the appropriate and applicable portions of the Downtown Urban Design and Architectural Guide and the Downtown Character Area Plan.

iv. Tertiary Entries

1. Tertiary entries may be defined by low walls and colorful groundcover.

2. At tertiary entries, the landscape design may include small scale accent trees as well as colorful shrubs and groundcovers to draw attention to and add visual interest, color and form to these entries.



San Jose, California. Palm Tree Entrance

B. STREETSCAPES AND PARKING

(See Landscape Zone Plan on page 50)

i. Scottsdale Road Streetscape

1. As a result of recent renovation, the existing condition of the Scottsdale Road Streetscape demonstrates a strong visual and design character created by a promenade of Date Palms and Palo Verde trees. This promenade of trees not only provides identity, height, and visual prominence to the project but also provides shade for pedestrians.

2. The landscape design for the Scottsdale Road may continue to utilize palm and shade trees in alternate rows on each side of pedestrian walk ways to create project identity and to maximize shade.

3. Any new paving will be designed in accordance with the City of Scottsdale Downtown Urban Design and Architectural Guidelines. All paving will comply with ADA requirements.

4. As part of the Scottsdale Road Streetscape, understory planting may consist of large scale drifts and masses, cre-

ating an architectural planting concept. Site visibility triangle planting guidelines shall be followed at all intersections and driveways.

5. Site amenities such as benches, bike racks, ash and trash receptacles should be designed in accordance with the appropriate and applicable portions of the City of Scottsdale Downtown Urban Design and Architectural Guidelines. Site visibility triangle planting guidelines shall be followed at all intersections and driveways.

6. All new projects fronting Scottsdale Road should create a prominence to the street with formal tree plantings and organization of shrub material.

7. Low water use plant materials are encouraged, and high water use plant materials and lawn are discouraged.

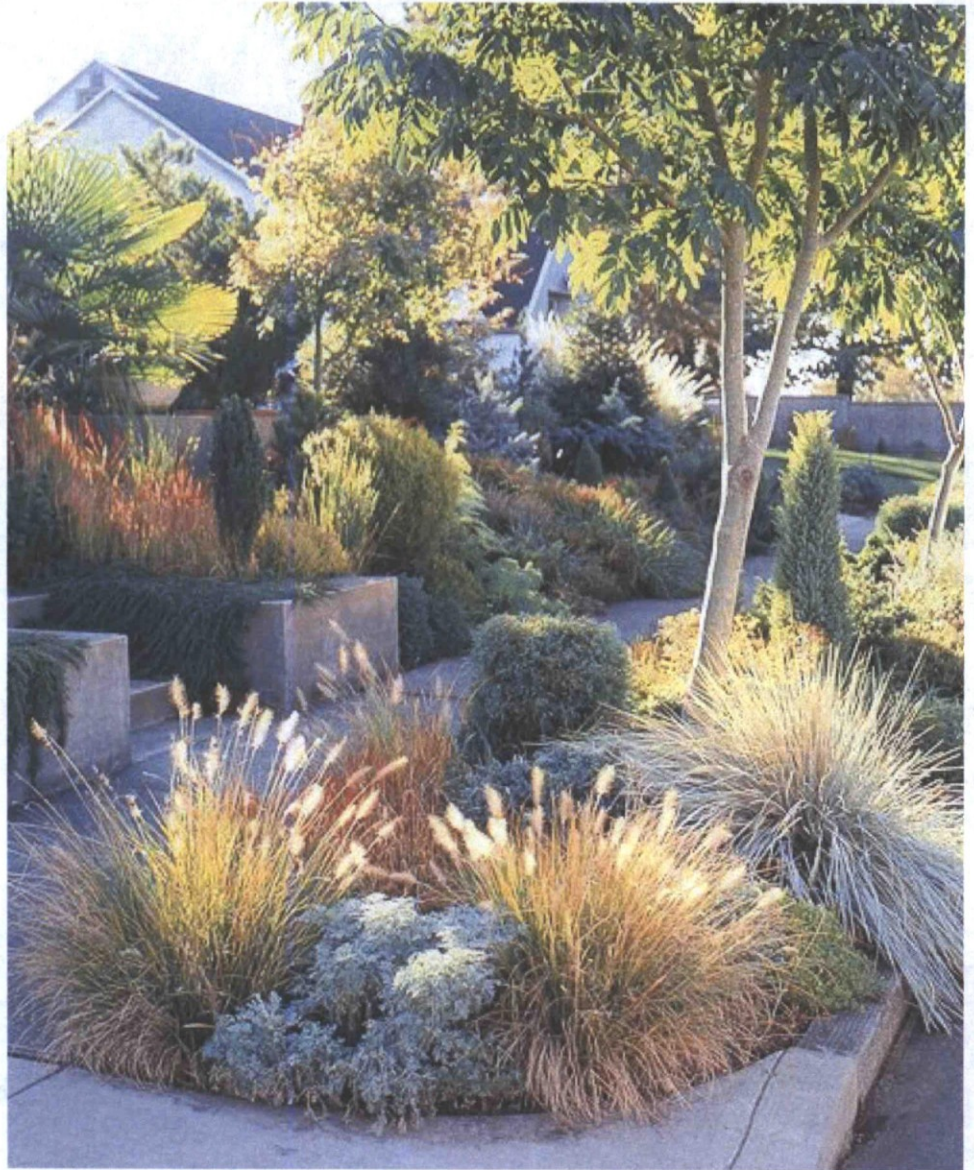
8. Landscape design for the Scottsdale Road Streetscape Design Guidelines should be created and implemented in concert with the appropriate and applicable portions of the Downtown Urban Design and Architectural Guide and the Downtown Character Area Plan.

ii. Camelback Road Streetscape

1. The existing condition of the Camelback Road Streetscape is minimal planting of desert adaptive plants, Palo Brea and Palo Verde trees, together comprising an informal desert landscape scheme. While xeriscape plantings have occurred down the frontage, presently there is no central defining landscape element on Camelback Road.

2. New landscape developments on the Camelback Road Streetscape should create a greener landscape that is more walkable and comfortable for pedestrians. Desert shade trees should be utilized to create color and shade. A pattern of Palo Brea and Palo Verde trees, alternating on each side of the pedestrian walkway to create a shaded pathway, may be used to create a strong visual identity and theme trees for Camelback Road. Other trees from the approved plant palette for Camelback Road may be utilized to add variety and character to the streetscape.

3. All new projects fronting Camelback Road shall create a prominence to the street with formal tree plantings and organization of shrub material.



Drought Tolerant Landscape



Kierland Commons, Scottsdale Arizona

4. Landscape design for the Camelback Road Streetscape should be created and implemented in concert with the appropriate and applicable portions of the Downtown Urban Design and Architectural Guide and the Downtown Character Area Plan.

iii. Goldwater Boulevard Streetscape

1. The existing condition of the Goldwater Boulevard Streets-

cape is a very minimally available streetscape area along Goldwater Boulevard, which bisects the mall property.

2. Landscape design for the Goldwater Boulevard Streetscape should focus on screening of adjacent project fields and isles while maintaining distant views of the mall for project visibility.

3. Low water use plant materials are encouraged, and high water use plant materials and

lawn are discouraged.

4. Landscape design for the Goldwater Boulevard Streetscape should be created and implemented in concert with the appropriate and applicable portions of the Downtown Urban Design and Architectural Guide and the Downtown Character Area Plan.

iv. Highland Avenue Streetscape

1. The existing condition of the Highland Avenue Streetscape is that it is bordered to the north by the Optima residential development, which has made a strong landscape statement with an extensive and varied plant palette.

2. In order to respond to the landscape design of the Optima development and to integrate ideas and elements from that adjacent landscape to the project, landscape design for the Highland Avenue Street-

scape may include a formal, organized landscape, utilizing many of the plant species found in the Optima project. Such a design plan will tie the landscape designs on either side of the roadway together and will help create a uniform character.

3. In order to create shade for pedestrians, trees may be located on the south side of the sidewalk of the Highland Avenue Streetscape.

4. Low water use plant materials are encouraged, and high water use plant materials and lawn are discouraged.

5. Landscape design for the Highland Avenue Streetscape should be created and implemented in concert with the appropriate and applicable portions of the Downtown Urban Design and Architectural Guide and the Downtown Character Area Plan.

v. 68th Street Streetscape

1. The existing condition of the 68th Street Streetscape is that it contains remnants of an older ornamental streetscape that embraces the character of the established neighborhood to the west.

2. The landscape design for the 68th Street Streetscape may include removal of existing turf and replacement with massings of drought tolerant plants, offering form and color that will harmonize with the adjacent residential neighborhood.

3. Low water use plant materials are encouraged, and high water use plant materials and lawn are discouraged.

4. Landscape design for the 68th Street Streetscape should be created and implemented in concert with the appropriate and applicable portions of the Downtown Urban Design and Architectural Guide and the Downtown Character Area Plan.

vi. Themed Internal Collectors

1. In order to encourage use of the internal collectors, the landscape design will prominently define the internal collector through a special and highly themed streetscape.

2. The landscape design for the themed internal collectors may include closely planted palms and canopy or accent trees that provide sharp definition for the street while also adding color, form and shade.

3. The landscape design for the themed internal collectors should step in scale with the buildings and provide an urban feel for the pedestrians.

4. Specialty site furniture, tree grates, outdoor sculpture may be included as part of the streetscape of themed internal collectors.

5. Architectural, thematic, pedestrian and architectural accent lighting will be incorporated.

6. Low water use plant materials are encouraged, and high water use plant materials and lawn are discouraged.

vii. Parking Fields

1. Within the landscape design for parking fields, large canopy trees may be used to provide texture and color and help mitigate heat and provide shade.

2. Tree species utilized in the landscape design for parking fields should be evergreen and provide year-long shade.

3. Multi species are encouraged for large parking fields, and variations of species may be utilized for parking edges or independent driveways.

4. Understory shrubs should be selected not only for visual attributes and drought-tolerance but also for hardiness due to the reflected heat from the adjacent hardscape. The scale of shrubs utilized in the landscape design for parking fields should be sized appropriately for the narrow parking lot islands.

5. Low water use plant materials are encouraged, and high water use plant materials and lawn are discouraged.

6. Landscape design for parking fields should be created and implemented in concert with the appropriate and applicable portions of the Downtown Urban Design and Architectural Guide and the Downtown Character Area Plan.

C. PROJECT BUILDING ENTRIES

i. Retail Entries

1. At entries to retail, the landscape design may include decorative hardscape and pavers that provide visual interest and support wayfinding.

2. The landscape design at entries to retail should include

architectural landscape lighting that assists in creating a safe environment.

3. At entries to retail, the landscape design may include a variety of seating options to support pedestrian use and visitors awaiting transportation.

4. The landscape design at entries to retail may include plant materials such as potted and containerized plants and palms or accent trees within tree grates.

5. At entries to retail, the landscape design should emphasize a pedestrian scale.

6. Landscape design for retail entries should be created and implemented in concert with the appropriate and applicable portions of the Downtown Urban Design and Architectural Guide and the Downtown Character Area Plan.

ii. Office Entries

1. The landscape design for office entries should frame the building entrance. Plantings at office entries should be in scale with the office building and provide an enhanced experience for the pedestrian.

2. Architectural pots and containers are encouraged to create interest and enhance the fabric of the area.

3. Site architecture is encouraged to create containment at the building entry point.

4. Lighting at office entries should accentuate the architecture and significant planting. Additionally, pedestrian areas should be well lit providing safe access to and from the building.

5. The landscape design for office entries should be designed to encourage visibility of the building entrance for the picking up and dropping off of visitors.

6. Landscape design for retail entries should be created and implemented in concert with the appropriate and applicable portions of the Downtown Urban Design and Architectural Guide and the Downtown Character Area Plan.

iii. Residential Entries

1. Residential entries should be designed to function not only as entries but also as shaded locations for tenants of the residence to gather.

2. The landscape for residential entries should be scaled in relationship to the building.

3. At residential entries, the integration of terraces and level changes is strongly encouraged.

4. Lighting at residential entries should provide consistent lighting at all times providing a safe environment for residents to access all pedestrian areas to the building.

5. The landscape design for residential entries may include decorative paving and interest in the ground plane. All paving will comply with ADA requirements.

6. Landscape design for residential entries should be created and implemented in concert with the appropriate and applicable portions of the Downtown Urban Design and Architectural Guide and the Downtown Character Area Plan.

D. OPEN SPACE

(Please see Project Open Space Plan on page 53)

i. Public Open Space

1. Scottsdale Fashion Square is an integral component of downtown Scottsdale and

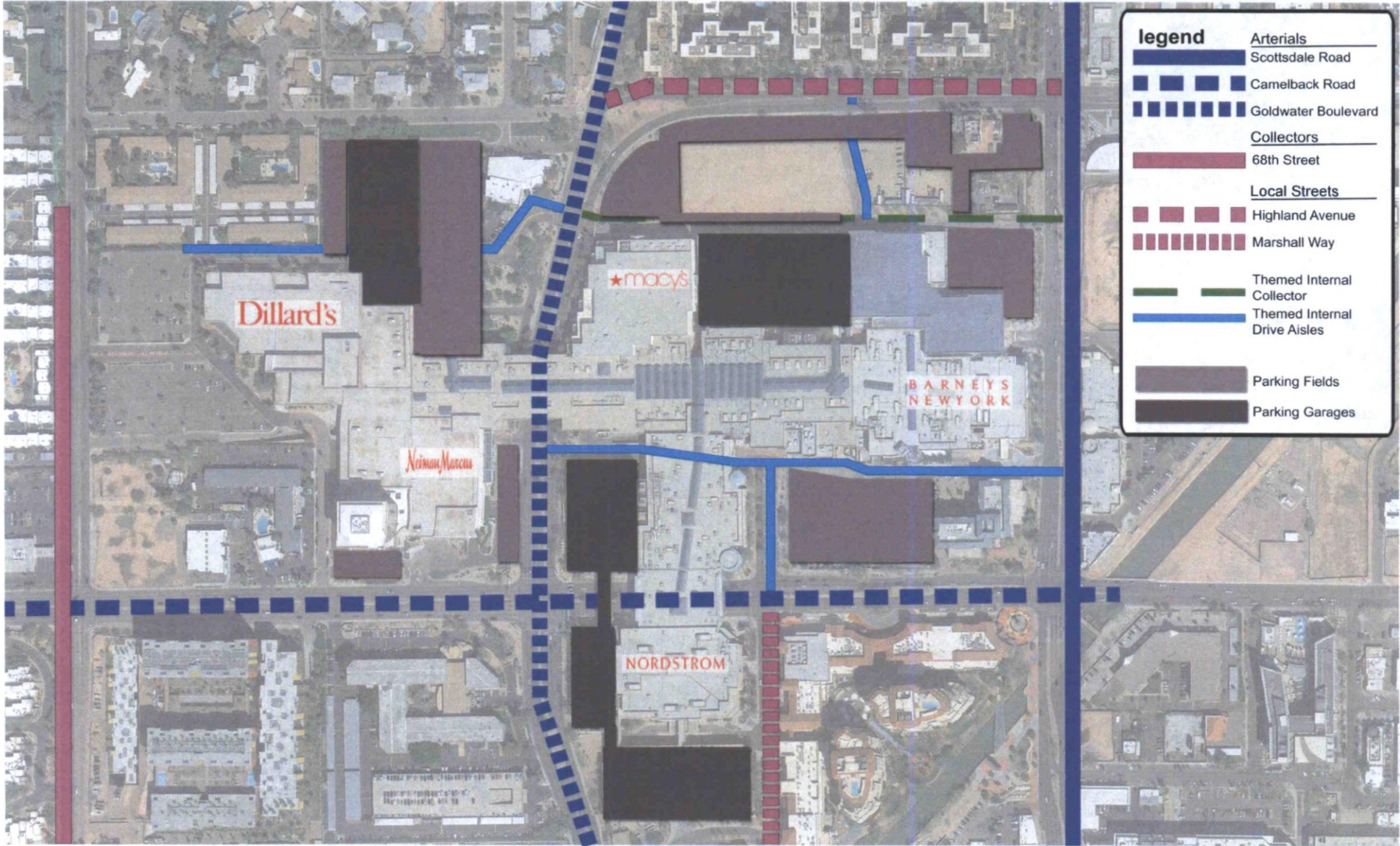
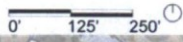
its network of open spaces, shops, streets, walkways, plazas and parks. New developments within the project are encouraged to expand and provide new open space opportunities and encouraged to include public art where feasible into the public realm (reference The Downtown Scottsdale Character Area Plan, Goal LU5 and policies 5.1, 5.3 and 5.6).

a. Provide new or expand on existing open space areas within the Scottsdale Fashion Square developmental area. These spaces should respond to the user and be in character with the surrounding open spaces.

b. Open space settings that are newly created or existing spaces that have been expanded shall be varied in type, scale and function. From larger passive open spaces to more intimate settings, providing diverse and immersive environments for congregating is important to the success of a development.

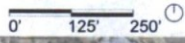
c. The introduction of public art will enhance the experience and add variety to the community. Opportunities to include these aesthetic experiences are encouraged in all new project areas.

Landscape Zone Plan







legend	
Arterials	
	Scottsdale Road
	Camelback Road
	Goldwater Boulevard
Collectors	
	68th Street
Local Streets	
	Highland Avenue
	Marshall Way
	Themed Internal Collector
	Themed Internal Drive Aisles
	Parking Fields
	Parking Garages

Project Identity Plan



legend

-  Corner Icon
-  Primary Entry
-  Secondary Entry
-  Tertiary Entry



ii. Building Façade Open Space

1. The landscape treatment for building façades within the Scottsdale Fashion Square developmental area should complement the architectural style of the building while providing an aesthetically pleasing experience for the pedestrian as well as vehicular viewer.

2. Plant Material should be layered from the building façade to the immediate street frontage in a hierarchy of taller shrubs and accents to lower growing shrubs and ground covers.

3. Plant materials should be chosen that will offer an assortment of color, patterning and texture to provide a varied aesthetic to the end user.

4. Plant materials should be chosen appropriately for their respective building exposure and micro climate to ensure that all plant materials have the best chance to grow in the best possible environment and ensure overall plant health and longevity.

iii. Plazas

1. The landscape design for plazas should encourage a

green respite to mitigate heat.

2. To provide color and aesthetic interest, seasonal color and planting may be utilized.

3. Within plazas, multiple levels of shade are encouraged, including over and understory plantings. The utilization of taller canopy trees in the larger open areas of a plaza and smaller canopy and flowering trees at plaza entries and focal points, will provide multiple levels of shade.

4. The integration of public art in plazas is encouraged.

5. An ornamental palette is encouraged to create a green urban oasis within plazas.

6. Within plazas, usable lawn areas are encouraged.

7. A landscape design that utilizes plantings to create personal as well as private spaces is encouraged.

8. Terracing and level changes in plazas are encouraged to create interest.

9. Water features are encouraged to create a cooling effect for plazas.

10. Plazas should be linked and interconnected to a net-

work of open spaces.

11. Plazas should be designed as a destination.

12. Themed landscape gardens such as bird, butterfly and sensory gardens are encouraged.

13. Landscape design for plazas should be created and implemented in concert with the appropriate and applicable portions of the Downtown Urban Design and Architectural Guide and the Downtown Character Area Plan.

iv. GREEN ROOFS, GARDENS AND TERRACES

1. In order to mitigate heat, cool building environments, reduce pollution and create additional project open space, green roofs may be utilized. Green roofs, or living roofs, may feature dense mats of growing plants such as low-growing succulents and desert adapted plants that can tolerate hot, dry conditions, wind, and can absorb water from the air.

2. Sky gardens and green terraces incorporated into building structures may be utilized. Sky gardens and green terraces help shade and cool the building structure and provide

a welcome cooling effect to the surrounding environment. Additionally, these gardens and terraces will help integrate the landscape and will soften building edges, blurring the line of architecture and landscape.

3. Landscape design for green roofs, gardens and terraces should be created and implemented in concert with the appropriate and applicable portions of the Downtown Urban Design and Architectural Guide and the Downtown Character Area Plan.

v. SUSTAINABLE LANDSCAPE PRACTICES

1. Sustainable landscape practices are encouraged, with reliance on longer-lived and low water use plants.

2. The landscape design should encourage the use of hardy, drought-tolerant shade trees and colorful, drought-resistant material to create project identity, to add color and texture, to provide shade, and to mitigate heat.

3. The selection of appropriately sized plantings for the spaces they fill is encouraged to obviate the need for excessive pruning practices and plant refuse.

4. The use of non-useable lawn and annual flowering beds is to be limited in order to reduce the amount of overall water used on the site.

5. Passive water harvesting may be utilized to direct surface water toward planting areas, taking advantage of monsoon storms and summer rains and thereby reducing the reliance on potable watering resources. In addition, where feasible, building condensate may be utilized in the irrigation of the landscape.

6. The use of hardy, drought-tolerant shade trees is encouraged throughout to mitigate heat and provide shade.

7. The use of colorful, drought-tolerant plant material is encouraged to provide color and minimize water use.

8. Landscape design for green roofs, gardens and terraces should be created and implemented in concert with the appropriate and applicable portions of the Downtown Urban Design and Architectural Guide and the Downtown Character Area Plan.

E. PEDESTRIAN CIRCULATION

i. In order to provide enjoyable circulation routes and open space for pedestrians, landscape design should support the comfort and pleasure of pedestrians.

1. Landscape design that incorporates trees is encouraged. Deciduous trees that provide shade in the summer and allow filtered shade to penetrate in the winter are encouraged.

2. Plant material should be pedestrian-friendly, and plants with spines and spikes are discouraged.

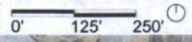
3. Plant material that provides bloom and fragrance is encouraged.

4. Decorative pavement that enhances wayfinding and that adds visual interest for pedestrians is encouraged.

ii. In order to provide safe circulation routes and open space for pedestrians, landscape design should allow adequate lighting as well as visibility to public view.

1. Lighting design should provide a safe level of lighting for night time travel.

Project Open Space Plan



legend

-  Plaza Open Opportunity
-  Building Entry Open Space Opportunity
-  Existing Mall Entries Plazas
-  Open Space / Pedestrian Landscape Connection
-  Building Facade Open Space

2. The planting of low shrub material is encouraged so that pedestrians have a defensible space open to public view.

F. BUFFERS

i. Landscape design that uses plant material to screen loading docks, storage areas and utility access roads is encouraged.

ii. Landscape design that screens residential neighborhoods from commercial, retail or office uses is encouraged.

iii. Landscape design that screens mechanical and equipment areas is encouraged. Screen walls may also be utilized when landscape screening alone is insufficient.

G. AMENITIES AND SITE FURNISHINGS

i. Within circulation routes and open spaces, landscape design is encouraged to include comfortable seating areas.

ii. Site furnishings should reflect the architectural

style of the project architecture.

iii. New site furnishings should utilize weather resistant materials.

iv. Site furnishings should add unique design, materials, textures, and colors that complement the overall theme of the site.

v. Site furnishings may also include but not be limited to:

1. Benches and seats
2. Trash and ash receptacles
3. Bicycle racks
4. Bollards
5. Planting pots and containers

H. LIGHTING

i. The use of low voltage LED landscape lighting is encouraged.

ii. Lighting should be vandal resistant and properly anchored.

iii. To conserve electrical use, lighting should be

controlled by an automatic timer and/or photocell operations.

I. EFFECTIVE IRRIGATION PRACTICES

i. Responsible irrigation design methods and practices should be considered when designing and implementing irrigation systems within the development.

ii. Point-source (drip irrigation) systems with pvc laterals should be utilized to deliver water efficiently to all plants in planting areas.

iii. No spray heads or bubblers are to be used, with the exception of within designated annual beds.

iv. Where turf is to be installed, efficient, low-flow spray heads with pressure checking devices should be used.

v. Systems should be designed to minimize runoff from all paved surfaces.

vi. Applications should be separated into shorter durations of water run times with more frequent applications, to minimize runoff from sloped turf areas. The use of smart timers and soil sensors is encouraged.



Outdoor Lighting



Arizona Center





DESIGN GUIDELINES
**ARCHITECTURAL
DESIGN**

SCOTTSDALE URBAN DESIGN AND ARCHITECTURAL GUIDELINES

I. GENERAL DOWNTOWN GUIDELINES AND DOWNTOWN URBAN DESIGN GOALS

6. Continue and Expand the Tradition of Downtown's Covered Walkways
Covered walkways are a key part of Downtown's architectural heritage. The walkways unify diverse fronts, provide people with shaded protection from the sun, and further serve as a consistent architectural element of pedestrian scale. Covered walkways are strongly encouraged in all areas as a unifying design element, signaling Downtown Scottsdale's special pedestrian character.

Response: Scottsdale has many desirable aesthetic qualities as well as areas with unique character. Incorporating covered walkways, canopies, arcades are important design elements that SFS will promote. The use of arcades as the sidewalk shading, and canopies are an important

element in building facades, and human comfort. There will be a range of canopy types enhancing the pedestrian experience in different buildings along the block, depending on orientation.

II. GENERAL DOWNTOWN GUIDELINES | SITE DEVELOPMENT

A1. Relationship of New to Existing Development

New buildings must coexist with their neighbors. While a firm rule is not possible, every new proposal should demonstrate it has considered the contextual influences of neighboring properties and has made a diligent effort to orchestrate careful relationships between new and old.

Bullet 1: *The site organization should respect the arrangement of building, open space and landscape elements of adjacent sites. When possible, building and open spaces should be located for mutual benefit of the user, sunlight, circulation and views.*



The Vaux, Portland

Response: New buildings will address the public realm and provide for an external focus to the existing dominant mall. SFS will enhance the pedestrian links and link open spaces at the edge of the site to connect visually with adjacent open spaces. These connections may be reinforced by gateways, primary open spaces, secondary open spaces and pedestrian walkways, by linking entrances to sidewalks and mall connections.

A2. Active Street Frontages

Bullet 1: *Design active building frontages to create inviting indoor and outdoor spaces visible from the sidewalk and street.*

Bullet 2: *In office and commercial zones, locate shops, restaurants and other activities which show signs of life along the ground level at the street. Avoid blank walls, parking and other "dead" activities from street frontages.*

Bullet 3: *Provide frequent building entrances along public streets.*

Response: Active street frontages are provided along Scottsdale and Highland with the integration of patios, direct access to street frontages, sidewalks and shade trees for the pedestrians and shading elements on the buildings.

A5. Building Equipment and Services

Bullet 1: *Locate service and loading zones to minimize visi-*

bility from public streets.

Bullet 2: *Mechanical and electrical equipment, solar collectors, satellite dishes and communications equipment should be concealed from view of public streets and neighboring properties.*

Response: Landscape design should screen mechanical and equipment areas to minimize visibility from public streets. Screen walls may also be utilized when landscape screening alone is insufficient.

A7. Fine Grain Character

Bullet 2: Strengthen pedestrian interest by providing frequent shop and building entrances along street frontages.

Response: For a more cohesive explanation of the street frontage design please refer to "H. Street Frontages" under design criteria section of this development plan.

A8. The Continuity of Street Spaces in Downtown

Bullet 1: Buildings should create consistent street setback patterns by locating a maximum amount of their front elevation on the setback line.

Bullet 2: The preferred building-street relationship is to place buildings parallel to the street.

The intent of these guidelines is to create coherent and unified street spaces throughout Downtown Scottsdale. "Streets spaces" include both the public right-of-way and adjacent building setback zone. The network of street spaces establishes the basic scale and character of the Downtown environment. Consistent street

spaces can pull together Downtown's disparate buildings and developments into a unified whole.

Building location and plan form should strive for a consistency of setback pattern on each block. In the Type 2 Development Areas, the zoning ordinance requires a minimum of 25% of the building front elevation to be placed on the setback line.

Response: SFS potential site development parcels will address the streets edge to reinforce "street spaces" and create a vibrant walkable city streetscape

Corner Buildings

Corner buildings should make a strong tie to the building lines of each street. The primary mass of the building should not be placed at an angle to the corner. This does not preclude angled or sculpted building corners, or an open plaza corners.

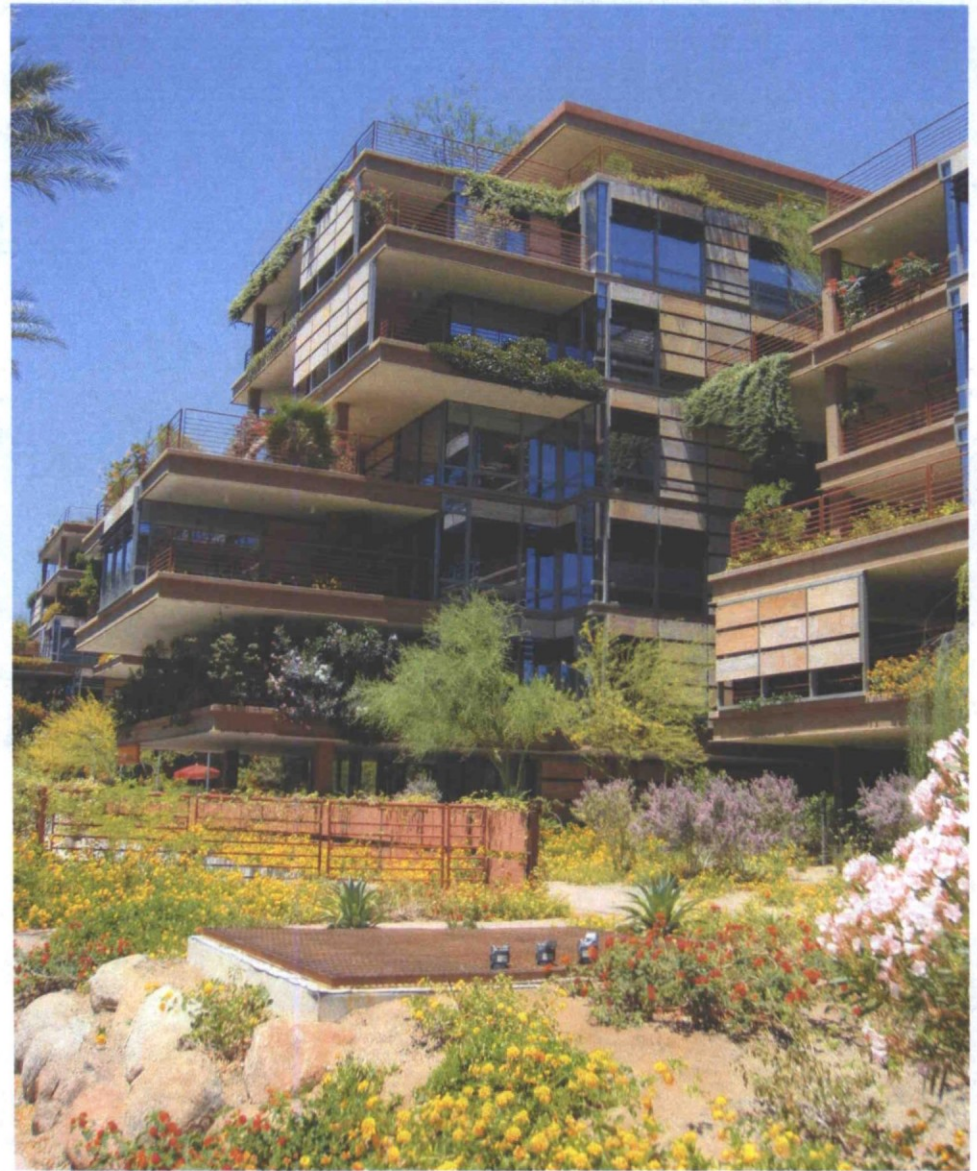
A9. The Building Setback Zone

Bullet 1: The building setback zone should be developed as a "patio" landscape designed primarily for pedestrian activ-

ity and enjoyment. Expanses of lawn should be avoided. On major Downtown arterial streets (Camelback, Scottsdale, and Goldwater), locate the sidewalk away from the street and provide a buffer of trees, shrubs and street furniture to give pedestrians a sense of protection from moving automobiles.

Bullet 2: The character of the building setback zone must be unique if Downtown Scottsdale is to continue its reputation as being pedestrian-oriented. The intent of this Guideline is to establish basic principles that strengthen Downtown's pedestrian opportunities. The building setback zone is a 3-dimensional layer of space between the building and planned curb line. The space of the setback zone should provide pedestrians with a buffer from passing traffic, shaded protection from the sun, and a rich variety of experiences and choices.

Response: The building setback zones adjacent to SFS create opportunities to support the vision and reality of a vibrant, walkable Downtown Scottsdale. Thoughtful design will create pedestrian walkways that are designed for comfort, safety, aesthetics and to support Scottsdale's visual character and commitment to sustainability.



Optima Camelview

Pedestrian circulation along both the perimeter, and internal to, the SFS site is an important connective feature of this regional use, therefore SFS will provide pedestrian friendly setback zones in appropriate locations to encourage pedestrian activity. The following characteristics are desirable:

More paved than unpaved areas, paving with a variety of textures and colors, paving continuous from curb to building except for planters, planter beds, trees and fountains. The planting plan along street edges should be linear and rhythmic with occasional contrasts, accents, and site furnishings scaled to human size.

On major arterials, there should be a buffer between the pedestrian and street: bollards, raised planter beds, and site furnishings such as lamp posts, inward-facing benches, fountains, low walls and bike racks. Trees scaled and located to create shade for pedestrians and for appreciation by passing motorists, grass should not be used on large areas, only in small areas adjacent building entrances.

A10. The Linkage of Neighboring Developments

Bullet 1: Establish pedestrian, vehicular, parking and trolley connections between adjacent developments.

The purpose of this Guideline is to establish internal linkages between neighboring buildings and sites. By enabling pedestrians and drivers to travel between adjacent destinations without reentering streets, Downtown traffic congestion on major arterials can be reduced.

Response: The vehicular circulation is a critical component of this development. Ensuring efficient circulation routes to and within Scottsdale Fashion Square is a high priority since a majority of its visitors utilize private vehicles to access it. Both Scottsdale Road and Goldwater Boulevard provide high capacity regional roadway linkages and are effective at conveying vehicular traffic to and around the perimeter of SFS and the Downtown area.

B1. Reduction of Apparent Size and Bulk

Response: The building design for SFS preserves and enhances the existing architectural character of the Downtown Scottsdale while creating a unique architectural style and providing appropriate

scale, massing and hierarchy within the existing Downtown setting.

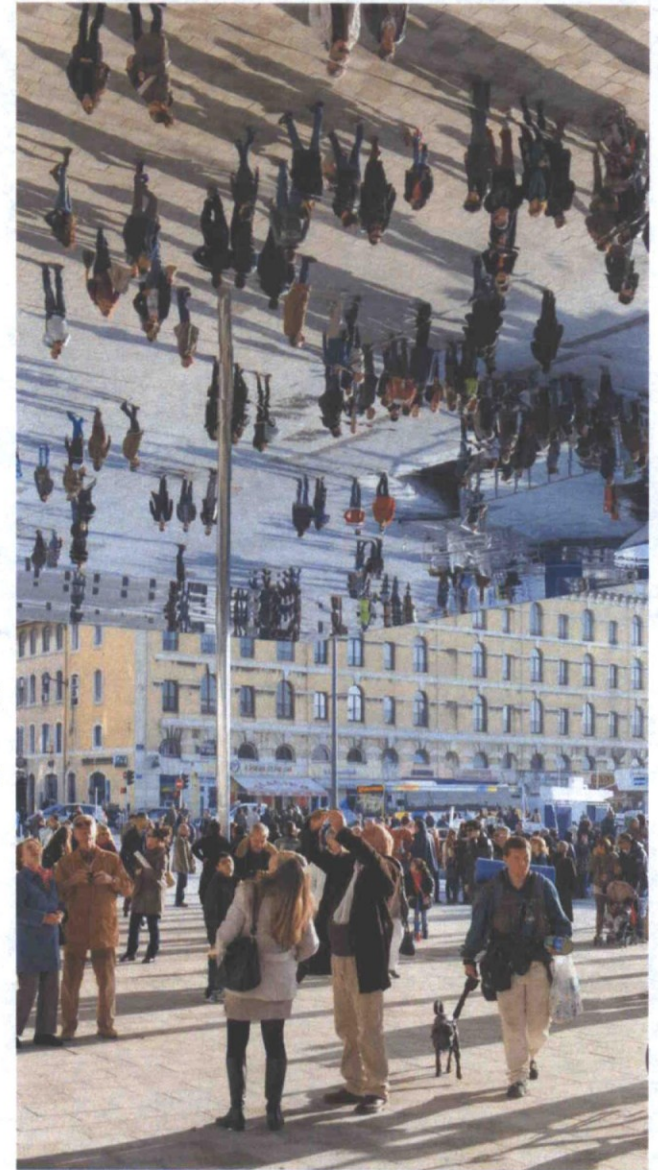
B2. Covered Walkways All Downtown Buildings Are Encouraged to Provide a Covered Walkway or Other Form of Shaded Base on Street-Facing Elevations

Exterior walkways should provide pedestrians with relief from the sun, buffered protection from the street and a consistent architectural element scaled to human size. New buildings throughout Downtown are encouraged to provide a covered walkway or other form of shaded base along their street frontages.

The walkway should be an integral part of each building's architectural character. It should create useful outdoor spaces and provide protection from the sun, not be applied as a superficial or decorative device. The walkway's configuration, dimensions and use may vary with each building, but it should generally be a one story element less than 16 feet high and be defined by columns, arches or other supporting elements. In Type 2 Development Areas where 40 foot building setbacks are required, up to ten

feet of the depth of the walkway may be located in the front building setback area.

Response: Although the sidewalk canopy will be the primary shading expression on new buildings, the building shading overlay such as; horizontal overhangs, and vertical louvers for east and west facades will also be important in the residential and office facades above the retail. Smaller scale shading will occur over windows. Larger scale shading devices will occur over terrace areas. Signature shading devices may occur at special accent points such as the office corners and mid-block lobby entries. Along the perimeter streets large-scale awnings may extend over the sidewalks. Large-scale shading devices are being considered along Scottsdale Rd. and rooftop garden spaces. Attention to human comfort is paramount to creating a walkable street edge. The integration of covered arcades or other shading elements need to be meaningful to the architecture and exposure.



Vieux Port Pavillon, Marseille France

SCOTTSDALE SENSITIVE DESIGN PRINCIPLES

The City of Scottsdale's Sensitive Design Principles outline the ways that developments should respect and enhance the unique climate, topography, vegetation and historical context of Scottsdale's Sonoran desert environment, all of which are considered amenities that help sustain our community and its quality of life.

The following design principles will help improve and reinforce the quality of design in our community:

Scottsdale's Sensitive Design Principles

1. The design character of any area should be enhanced and strengthened by new development.

Building design should consider the distinctive qualities and character of the surrounding context and, as appropriate, incorporate those qualities in its design.

Building design should be sensitive to the evolving context of an area over time.

2. Development, through appropriate siting and orientation of buildings, should recognize and preserve established major vistas, as well as protect natural features such as:

Scenic views of the Sonoran desert and mountains

Archaeological and historical resources

3. Development should be sensitive to existing topography and landscaping.

A design should respond to the unique terrain of the site by blending with the natural shape and texture of the land while minimizing disturbances to the natural environment.

4. Development should protect the character of the Sonoran desert by pre-

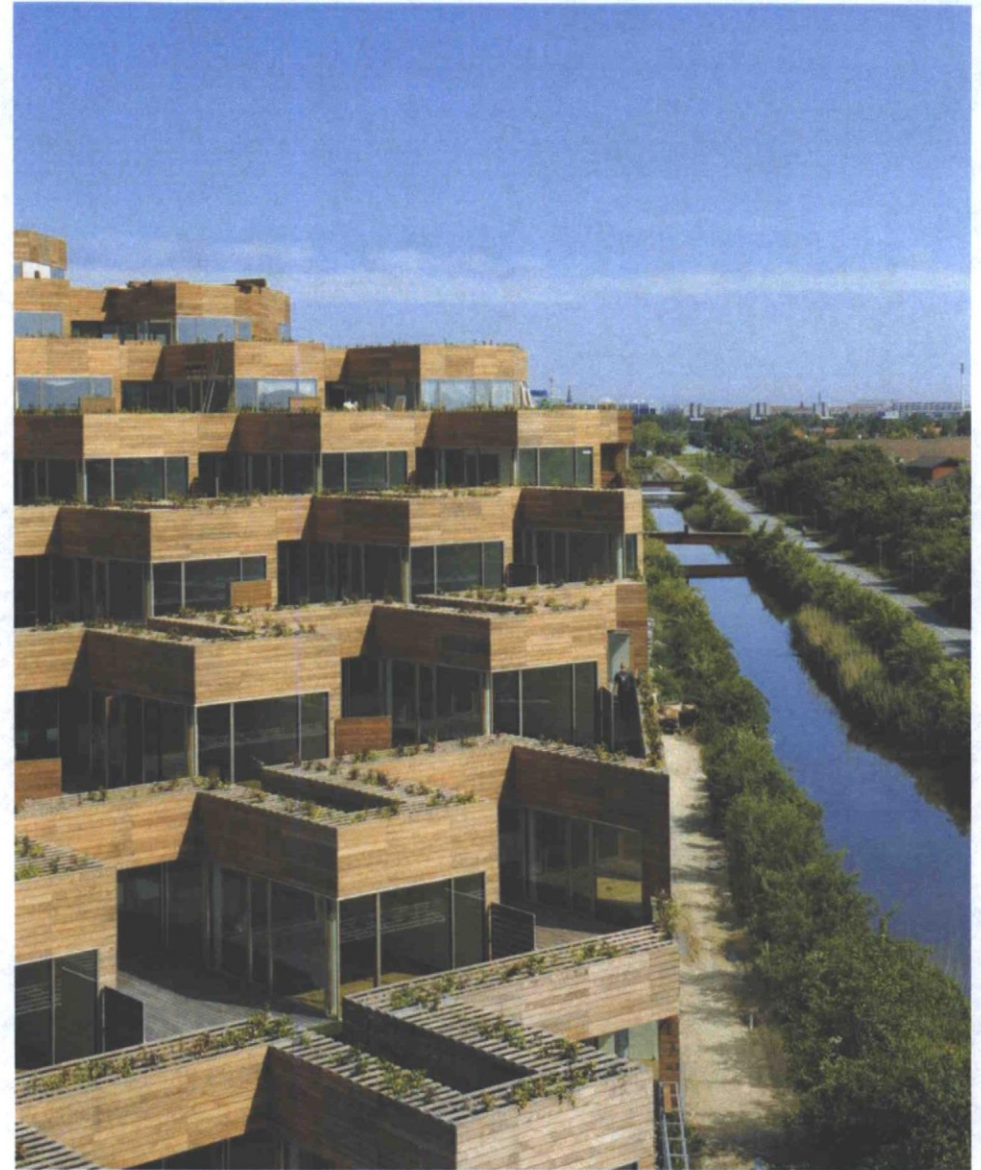
serving and restoring natural habitats and ecological processes.

5. The design of the public realm, including streetscapes, parks, plazas and civic amenities, is an opportunity to provide identity to the community and to convey its design expectations

Streetscapes should provide continuity among adjacent uses through use of cohesive landscaping, decorative paving, street furniture, public art and integrated infrastructure elements.

6. Developments should integrate alternative modes of transportation, including bicycles and bus access, within the pedestrian network that encourage social contact and interaction within the community.

7. Development should show consideration for the pedestrian by providing landscaping and shading elements as well as inviting access connections to adjacent developments.



Mountain Dwellings, Copenhagen, Denmark

Design elements should be included to reflect a human scale, such as the use of shelter and shade for the pedestrian and a variety of building masses.

8. Buildings should be designed with a logical hierarchy of masses:

To control the visual impact of a building's height and size

To highlight important building volumes and features, such as the building entry.

9. The design of the built environment should respond to the desert environment:

Interior spaces should be extended into the outdoors both physically and visually when appropriate

Materials with colors and coarse textures associated with this region should be utilized.

A variety of textures and natural materials should be used to provide visual interest and richness, particularly at the pedestrian level. Materials should be used honestly and reflect their inherent qualities

Features such as shade structures, deep roof overhangs and recessed windows should be incorporated.

10. Developments should strive to incorporate sustainable and healthy building practices and products.

Design strategies and building techniques, which minimize environmental impact, reduce energy consumption, and endure over time, should be utilized.

11. Landscape design should respond to the desert environment by utilizing a variety of mature landscape materials indigenous to the arid region.

The character of the area should be emphasized through the careful selection of planting materials in terms of scale, density, and arrangement

The landscaping should compliment the built environment while relating to the various uses.

12. Site design should incorporate techniques for efficient water use by providing desert adapted

landscaping and preserving native plants.

Water, as a landscape element, should be used judiciously

Water features should be placed in locations with high pedestrian activity.

13. The extent and quality of lighting should be integrally designed as part of the built environment.

A balance should occur between the ambient light levels and designated focal lighting needs.

Lighting should be designed to minimize glare and invasive overflow, to conserve energy, and to reflect the character of the area.

14. Signage should consider the distinctive qualities and character of the surrounding context in terms of size, color, location and illumination.

Signage should be designed to be complementary to the architecture, landscaping and design theme for the site, with due consideration for visibility

and legibility.

Response: The City of Scottsdale's Sensitive Design Principles emphasize the unique character of the architecture within its borders and are cognizant of the architectural styles that make up the surrounding Downtown context. Newly developed structures within the SFS redevelopment will be sensitive to landscaping, streetscapes and elements of human scale. Massing should be carefully considered in design with regards to height and volume relationships, color, materials, overhangs and shade structures.

Scottsdale Fashion Square will comply with and be subject to the "Scottsdale Sensitive Design Principles" listed above.

EXISTING CONDITIONS

A. SITE LOCATION AND DEVELOPMENT CONTEXT

Scottsdale Fashion Square is located in the heart of downtown Scottsdale and is its “anchor”. The mall represents one of the most concentrated employment centers within the City and is surrounded by a host of cultural, business and civic uses. The mall is generally bounded by Scottsdale Rd to the east, Highland Ave along the north, 68th along the west, and Camelback Rd along the south. This contiguous area currently comprises approximately 65 acres.

1. To the north

Existing development to the north of the mall is considered Downtown Regional Multiple Use and with modern architecture residential and offices. The Downtown Regional category is characterized largely by large retail shops and restaurants, promoting a vibrant environment.

2. To the east

Scottsdale Rd serves as the eastern boundary of the mall and is a primary circulation

artery into the Downtown core. Indian Bend Wash is located approximately one mile to east.

3. To the south

The southern edge of the mall is comprised of a combination of land use types including retail, restaurant, multi-family, and office.

4. To the west

68th St serves as the western boundary of the mall. This area is comprised largely of multi-family, condominiums, town homes, offices, and businesses. Camelback Mountain is located one mile west of SFS.

B. EXISTING DEVELOPMENT OF SCOTTSDALE FASHION SQUARE

Scottsdale Fashion Square has been the crown jewel retail center and the major attraction of Downtown Scottsdale since the early 1960's. It has grown to keep pace with the community it serves.

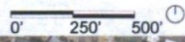


Optima Camelview



Old Town Canal and Waterfront Residences

Existing Entitled Heights (Including Mechanical)



DESIGN CRITERIA

A. OPEN SPACE

Downtown's pedestrian character distinguishes it from other places in the Valley, and contributes to the vitality of the City, its commerce and livability. It serves as an attraction to visitors and an important part of the City's heritage valued by residents. Situated in the heart of Downtown, SFS is connected by pedestrian circulation routes to nearby residential, retail, office, civic, and entertainment venues, canal bike and running paths, as well as the Indian Bend Greenbelt.

SFS, with its urban setting, will implement Scottsdale's commitment to open space through its connectivity to open spaces as well as through its inclusion of gateways and open spaces related to the uses within SFS. Types of open spaces within SFS may include gateways, pedestrian nodes, primary open spaces, secondary open spaces and pedestrian walkways.

1. Gateways

Gateways are spaces that utilize iconic elements that help establish SFS's identity. Visible from roadways, gateways use

iconic landscape, hardscape, plantings and lighting to identify major entry points to this urban center.

2. Open Space

Depending on the uses developed within SFS, open spaces to support those uses could include internal plazas, external plazas, and open spaces created to support future uses. Additional open spaces may be created by ground level building entrances, removed from the street, as well as by spaces enclosed within buildings, including patios, courtyards or atrium spaces. These types of spaces connect via pedestrian walkways.

3. Pedestrian Walkways

Raised open spaces and roof top terraces are highly desirable for office and hospitality/Residential uses and significant sources of semi-public open space opportunities. Within SFS's open space plan are pedestrian walkways, which serve to support pedestrian connectivity and comfort while also harmonizing with the design character of SFS and adjacent areas. The open space plan provides opportunities for enhanced pedestrian linkages to residential areas

to the north, east, south and west of SFS, as well as to nearby office, retail, entertainment, restaurant and mixed use spaces. Pedestrian nodes along these walkways should incorporate shade and seating for comfort.

B. BUFFER ZONES PLAN

Along the perimeter of SFS, as well as internal to the project, buffer zones allow for a physical transition between land uses or roadway corridors and proposed or existing buildings. Along these edges, transitions can be accomplished through thoughtful application of landscape and hardscape design. Landscape buffers between streets and adjacent land uses will happen in main public roads such as Scottsdale Road, Camelback Road, and Highland Avenue. These buffer zones will include native plants with a desert environment buffering the roadways while maintaining views to the project.

C. PEDESTRIAN CIRCULATION

The Pedestrian Circulation Plan is designed to support Scottsdale's vision of a vibrant, walkable downtown. It examines pedestrian con-

nections to Valley Metro bus lines and to Scottsdale's neighborhood circulator system. Enhanced pedestrian facilities are proposed along Scottsdale Fashion Square streets as well as improved connectivity between the mall and adjoining areas. The design guidelines also consider pedestrian movement within parking structures and parking lots.

The Pedestrian Circulation Plan anticipates an interconnected and easily-navigated network of sidewalks that provide access to building entrances, parking, open space, transit and connections into downtown and beyond.

The Plan envisions Scottsdale Road as the functional and visual 'Main Street.' Utilizing existing sidewalks, the Plan proposes to build from that foundation, over time, to create even more comfortable and aesthetically-pleasing walking experiences within, into and from SFS. Walkways may be enhanced by pedestrian nodes, offering shade and seating.

D. BICYCLE CIRCULATION

Bicycle access to and within Scottsdale Fashion Square is encouraged

through linkages to Scottsdale's on-street bicycle facilities and, a short distance away, to the regional Indian Bend Wash and Crosscut Canal paths. Bicycle parking for visitors and employees is proposed throughout SFS, including bicycle lockers for secure long-term parking.

Chaparral Rd and 68th St, are designated bike routes, and provide direct connections east and west between Scottsdale Fashion Square and shared-use paths used for bicycle commuting and recreation.

Approximately one mile to the east is the Indian Bend Wash path. This path extends almost the entire length of Scottsdale, from the McDowell Sonoran Preserve to the Tempe border. It is a scenic route used by many bicycle commuters. Just south of Scottsdale Fashions Square; in the intersection of Camelback Rd and Scottsdale Rd is the Crosscut Canal Path. This path connects with the Arizona Canal Path and others to provide a primarily off-road route from Phoenix to Glendale on the west and through Papago Park to Tempe Town Lake on the south. SFS is easily accessible by bicycle commuters from either of these two regional shared-use paths.

E. MOTOR VEHICLE CIRCULATION

A vehicular circulation network is a critical component of future development. Ensuring efficient circulation routes to and within Scottsdale Fashion Square is a high priority since a majority of its visitors utilize private vehicles to access it. Both Scottsdale Road and Goldwater Boulevard provide high capacity regional roadway linkages and are effective at conveying vehicular traffic to and around the perimeter of SFS and the Downtown area. Adding a new East-West connection from Scottsdale Road to Goldwater Blvd. along the North side of the existing Brown Garage will serve as the primary access and circulation for the potential development parcel on Highland and Scottsdale Rd.

Because of spatial relationship that SFS shares with the Downtown core, enhanced consideration has been given to accessibility and transitions. Streetscapes can reflect the character of Downtown by promoting narrow streets with some on-street parking, and a strong pedestrian emphasis. Pedestrian street crossings may utilize alternative paving materials and special hard-

scape elements to focus driver attention and reduce travel speeds.

F. TRANSIT

The long-term vitality of any downtown area hinges on the ability to accommodate the localized and regional movements of its residents and visitors. Scottsdale Fashion Square recognizes the future intensification of the mall and the large number of visitors and employees that depend on public transit to access the mall. Valley Metro bus service and local city circulators both currently provide service to the mall along its north, west and east perimeters. Future mall development may warrant additional opportunities to strengthen transit connections between the mall, Downtown and adjoining neighborhoods. In addition, the promotion of alternative transit use by employees and visitors will continue to reduce on-site vehicle circulation and parking demand.

G. PARKING PLAN

Regional malls need parking garages nestled in proximity. Automobile access from primary streets should be direct and simple.

Structured parking, if properly located will contribute to Downtown's compactness, enhance pedestrian opportunities and serve the convenience of visitors without intruding on the pedestrian environment.

These Parking Plan guidelines are included to provide guidelines for parking structure and surface parking design. The intent of the guidelines is to provide parking that encourages a "park once environment" where users can access multiple destinations without the need to move their vehicles. Linking the proposed Parking Plan components into the pedestrian circulation is also key to its success. The guidelines intend to give parking structures an enhanced architectural design by integrating context-sensitive architecture into the Parking Plan. Integration of the Parking Plan design into the approved Downtown Plan, particularly where parking is located adjacent to Downtown should also be considered to take advantage of existing transit systems that could reduce parking demand.

Significantly, all new substantial developments will incorporate below grade parking. SFS is strategically set up to take advantage of shared parking uses that are complementary

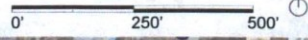


Bicycle Pathway in Between of Waterfront Residences and Soleri Bridge



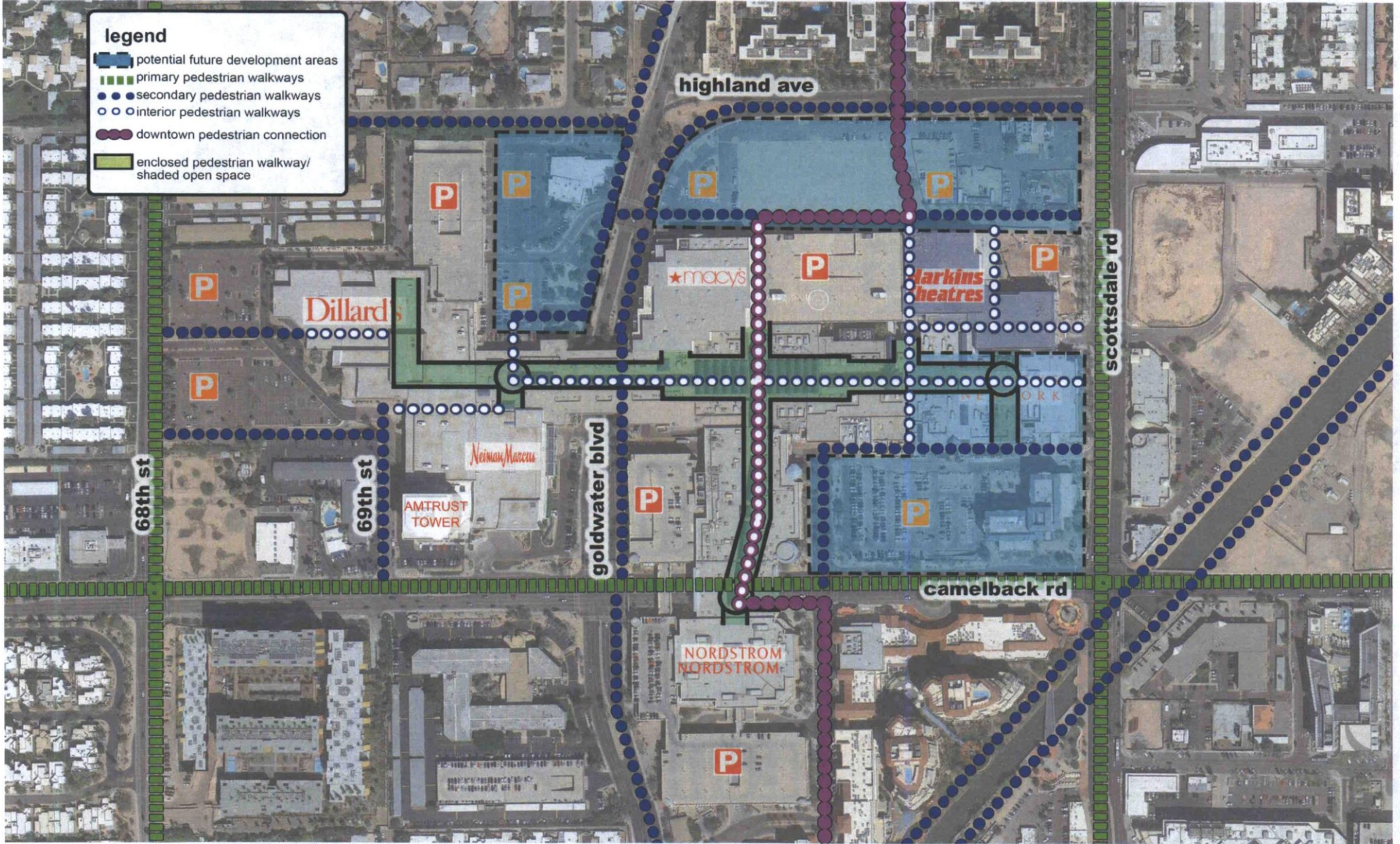
Bicycle Pathway at Indian Bend Wash

Pedestrian Circulation Plan

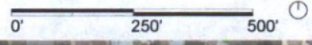


legend

- potential future development areas
- primary pedestrian walkways
- secondary pedestrian walkways
- interior pedestrian walkways
- downtown pedestrian connection
- enclosed pedestrian walkway/
shaded open space



Motor Vehicle and Bicycle Circulation Plan

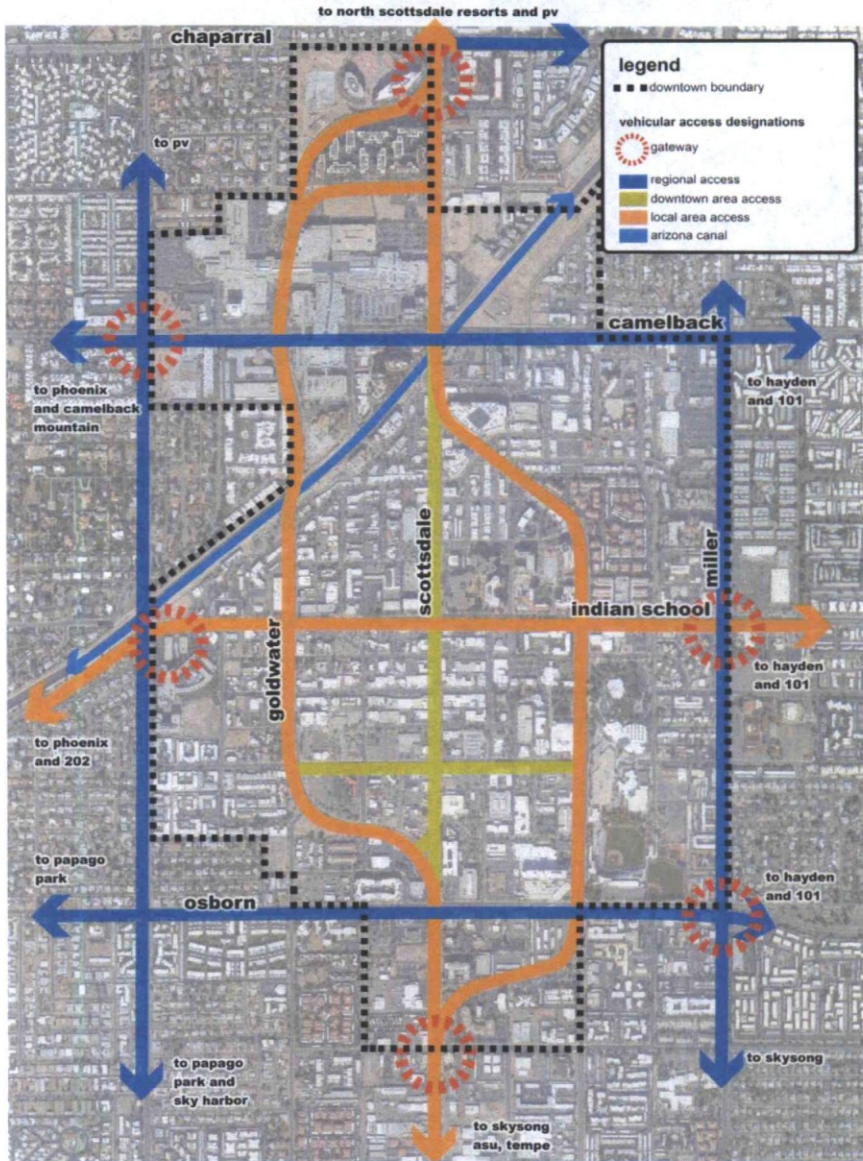


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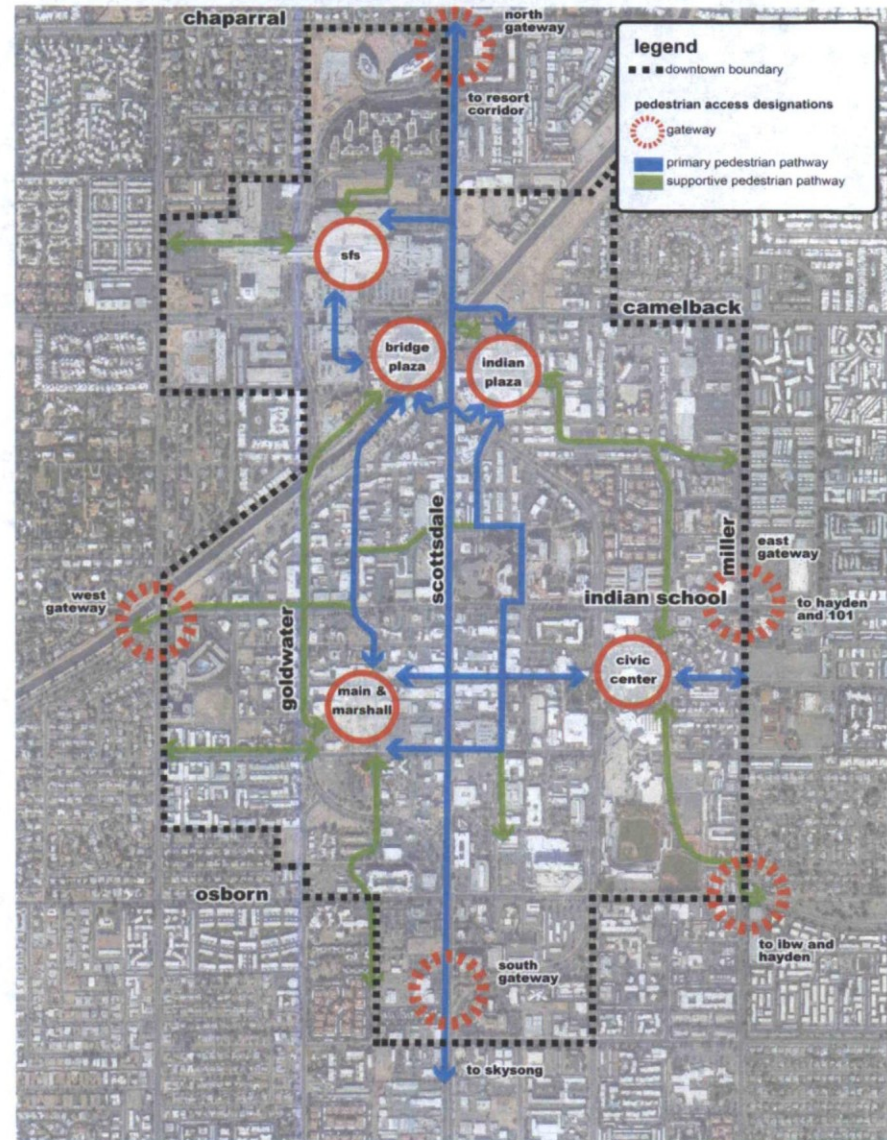
- primary vehicular circulation
- secondary vehicular circulation
- service vehicular circulation
- bike route
- bike lane
- multi-use path-paved
- bus stop
- traffic light
- valet parking



Larger Scale Vehicular Plan



Larger Scale Pedestrian Plan





Newbury street in Boston



Public Bench

with its existing parking structures that are currently underutilized. Please See "Landscape Zone Plan" for locations of parking garages and parking lots in the site.

H. STREET FRONTAGES

Design active building frontages to create inviting indoor and outdoor spaces visible from the sidewalk and street. In office and commercial zones, locate shops, restaurants and other activities which activate the ground level at the street. Min-

imize blank walls, parking and other "dead" activities from street frontages. Provide frequent building entrances along public streets. Active building frontages are an essential ingredient in Scottsdale's desire to strengthen Downtown's pedestrian character. Buildings should provide openings at ground level to allow views of display windows by pedestrians.

I. CHARACTER AND DESIGN

The Building Character guidelines are intended to allow new prototypes of the architectural character of the existing mall. Additional opportunities for appropriate scale of structure and proportional elements on the facade of the new buildings can be explored. Continuity between the existing architecture and new construction will be enhanced by the repetition of varied proportions in the facades using the contrast between the solid

wall surfaces and areas of window punctuations. The density of the groups of buildings in the Downtown setting should also be a consideration. The architectural style of Scottsdale Fashion references its surroundings through use of a lighter base color on the main structures framed by deeper earth tone arcades, covered walkways and entry features. The desert design characteristic of summer shade on wall surfaces and at pedestrian exterior circulation areas is expressed in those elements.

New buildings at SFS will be developed in response to their unique operational requirements. Building form will reflect the need to provide hospitality services efficiently, to create an effective environment for living while also responding to the context of the surrounding community. Building massing will be stepped-back along perimeter street frontages. The intent is to create an architectural environment that enhances Scottsdale Fashion Square's reputation as the preeminent shopping destination in the southwest while implementing Scottsdale's vision for a susta-

nable Downtown where businesses, residents and visitors can "live, work and thrive".



Pitt Street Mall in Sydney

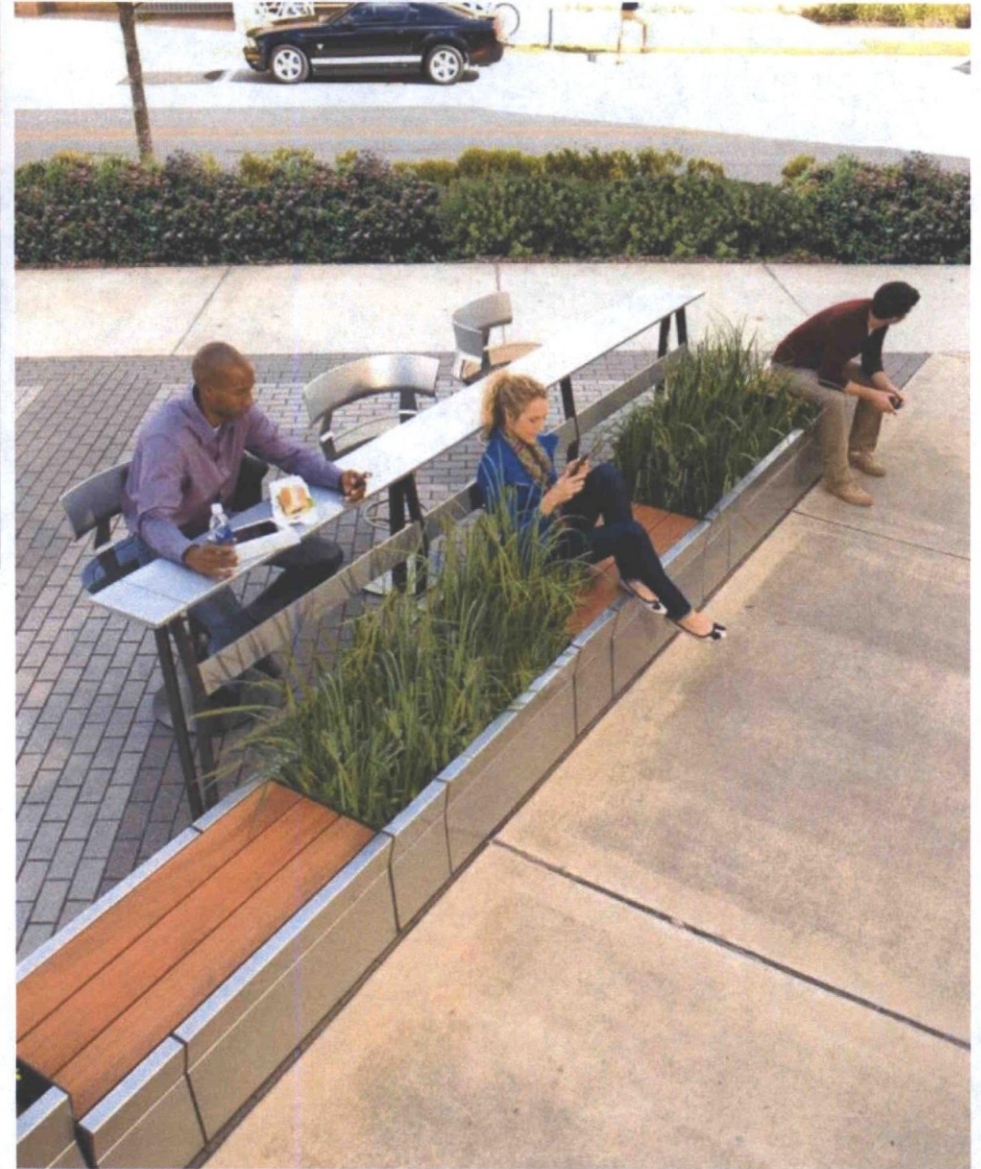
J. BUILDING'S RHYTHM

Within building facades, there is a texture: smooth, finely grained, or bumpy. The building massing and texture together create a rhythm of building elements along the street. Like Newbury Street in Boston, buildings may have a regular rhythm of tower and bay-window elements to create a finer facade texture. These tower bays will be a repetitive theme but also allow for broad variation of types and detailing from building to building. Scanning the street one will see a series of individual

buildings expressed by the tower bays, and material color. These buildings become the center piece and focus of Scottsdale Fashion Square. They are integrated with a landscape experience both at street level and also at actively programmed upper levels.

Event and club decks may be programmed at upper levels taking advantage of the hanging garden at the perimeter and the iconic shading running down the center roof top zone. The retail will be on the ground floor at human scale. This is a key feature to make these

mixed-use project integrated into the City fabric.



Modular Street Furniture



Strato Office Building in Paris



SHL Zero Energy Office Building in Prague

K. BUILDING'S MASSING

Buildings should be designed as carefully-orchestrated compositions of smaller parts. Buildings should reduce its perceived height and bulk by dividing the building mass into smaller-scale components. Large or long continuous wall planes should be avoided. As a general principle, building surfaces over two stories high or 200 feet in length should be relieved with a change of wall plane that provides strong

shadow and visual interest.

Recesses and projections are encouraged to divide horizontal planes of the building into smaller-scale elements and to produce strong areas of shade and shadow. Recesses may be used to define courtyards, entries or other outdoor spaces along the perimeter of the building. Recessed courtyard to divide building mass into smaller parts Recessed balconies, porches and loggias create a sense of depth in the building wall, contrasting surfaces exposed to the sun with those in the shadow. The

strong, alternating light and dark pattern is a distinctive quality of regional architecture in the Southwest. Projections may be used to emphasize important architectural elements such as entrances, bays, stair towers, balconies and verandas. Buildings will be designed to comply with "II.B.1. Reduction of Apparent Size and Bulk" in the Downtown Scottsdale Urban Design and Architectural Guidelines.

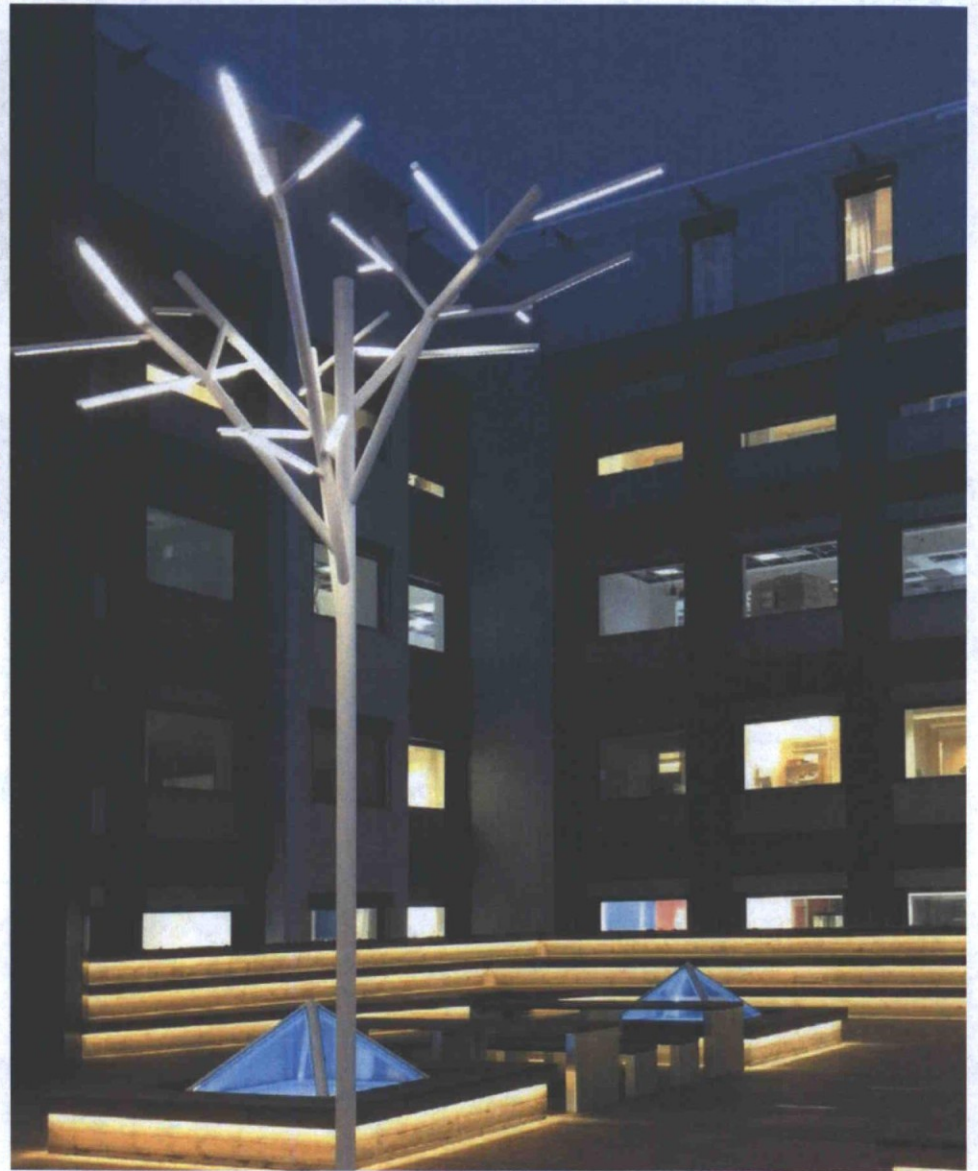


Modern Light Post For Space Lighting

L. LIGHTING DESIGN

The Architectural Lighting guidelines encourage lighting design that enhances the building architecture while ensuring safety and security. The architectural lighting of the buildings should invite visitors to use the walkways and enter the structures. It emphasizes the shadows and profile lines of the structures. The buildings, seen from multiple vistas, should be distinguishable as per their function, the mall or other uses. Lighting enhances identity and way finding. Selected

lighting fixtures in different areas may include down lights, walkway fixtures, bollard lights and wall washing sconces. The walkways and patios shaded during daylight have lighting to provide security and functionality for the spaces at night. This should allow the 24 hour nature of the building functions to relate to the exterior spaces without being intrusive.



LED Secorative Lighting

Conceptual View | View from Highland Ave. Looking West



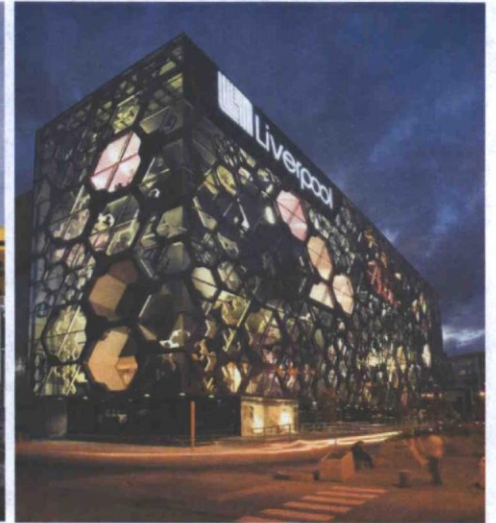
BUILDING PROTOTYPES OFFICE



Arthouse Office/Residential



Office, Saint-Etienne, France



Office Building, Mexico City



Office Building



Academic Centre of Dentistry, Amsterdam



Office Building, Barcelona



Seven17 Bourke Street, Melbourne, Australia

BUILDING PROTOTYPES **RESIDENTIAL/HOSPITALITY**



Housing and Shops, Annemasse, France



Hotel One Vandam, New York



Optima Camelview



Apartments, Paris, France



Housing, Toronto



Apartment Complex, Rives de Seine, France



Apartment Complex, Paris, France

M. WAYFINDING

Landmarks, view corridors, signage, It's good not to get lost. Signs, pavement markings, interactive displays; there are many possibilities to show pedestrians the way. Creative use of wayfinding features should be considered that contribute to the character of a place.

Taking the same route every day may get old. Studies have found that being able to vary walking routes gives pedestrians a sense of freedom and makes their trips more enjoyable. Variety, choices, changing views, side trips and exploration enhance the experience of walking. At Scottsdale Fashion Square, route choices should be provided within the overall open space system, at intersections, through buildings and at walking path junctions.

1. Parking Garages

By their very nature, parking garages are designed for efficiency, for maximizing the number of parked vehicles. There's little space for flexibility. What this means is that parking garages, especially at a downtown regional mall, pose special challenges. Pedestrians like to walk along active streets where there is plenty to see and do, where there are peo-

ple to people-watch and talk with. To activate the pedestrian areas fronted by parking garages, increasing pedestrian-scale visual interest and amenities are particularly relevant. As future phases of development at Scottsdale Fashion Square take shape, steps toward activating these pedestrian areas should consider design approaches that contribute to active street environments by adding public art or allocating meaningful landscape design elements such as street furniture.

2. Interactive Pathways

Pedestrian activity along these pedestrian areas can be stimulated if there are things to look at, activity, other people and places to pause along the street. Working within the constraints represented by the site and parking garage, the following approaches are among those that may be considered: Public art and display windows at ground-floor level, display windows should consider, for example, showcasing work by artists and displays by Scottsdale Fashion Square tenants. The displays should change on a periodic basis to give pedestrians a refreshed viewing experience.

3. Making Stimulating Streetscapes

Distinctive landscaping and street furnishings should be considered to lend importance to a signature street. By providing places to sit, the streetscape can become a place where pedestrians are encouraged to spend time. People attract other people and can evolve into being more than just a corridor for getting from Point A to Point B. By combining the approaches outlined in this section, Scottsdale Fashion Square can enhance its reputation as the "place" to be.

N. PLACE MAKING

A "place" has special qualities that attract people, encourage them to stay around for a while and to come back again and again. They feel good about being at that place. Spaces can be fungible, somewhat generic unrelated to the culture and environment around them. People occupy spaces and then move on.

Places are engaging, develop a sense of "ownership" among people who use them, are attracted to the place's unique and special qualities and return time and time again. Places reflect the history, culture, climate, uses and built environ-



Mid-Main Park in Canada



Simple Graphics on The Asphalt That Allows People to Play Games



Bogota's Miniature Public Library

ment around them. Each place is different in this way.

Scottsdale Fashion Square continues to create and/or enhance places that attract people, are active, well-used, enjoyed, and frequented throughout the day.

Scottsdale Fashion Square aspires to enhance its existing connected system of open spaces and successful places. A successful place is a walkable place and shares many attributes with walkable streets and pedestrian paths. Whereas, the discussion of "walkabil-

ity" in these Design Guidelines focuses on people moving toward a destination, discussion of "place" is all about the destination itself.

At Scottsdale Fashion Square, strive to create successful places, through design, planning and management practices that take into account four key place making elements:

1. PLACE MAKING ELEMENTS ACCESS AND LINKAGE GUIDELINES

An accessible place connects to its surroundings, both visually and physically. A successful public space is easy to get to and get through; it is visible both from a distance and up close. Accessible places are convenient to public transit and are close to concentrations of pedestrian traffic. Places at Scottsdale Fashion Square should be accessible and linked to one another to form a continuous system. This may include:

- Convenient and attractive pedestrian paths or sidewalks linking public spaces and nearby buildings.

- Maximize use, by locating public spaces so they can be accessed in the normal flow of pedestrian traffic.
- Design public spaces to be accessible for people with disabilities.
- Provide links to public spaces for people using all travel modes- bicycle, motor vehicle, and transit and by walking through such means as convenient parking for bicycles and motor vehicles, paths, side walks and pedestrian connections to transit stops.

2. COMFORT AND IMAGE GUIDELINES

Whether a place is comfortable and presents itself well, is key to its success. At Scottsdale Fashion Square, consider comfort and image in design of streets and buildings. Comfort includes perceptions about safety, cleanliness, and availability of places to. This may include:

- Design public spaces to be consistent with the established aesthetics and character of Scottsdale Fashion Square.
- Locate public spaces so

- they are in the line of sight of nearby offices, residential, hotel or other activity to encourage "informal surveillance".
- Provide landscaping, shade, materials and furnishings.
- Provide comfortable outdoor seating and places to work.
- Maintain public spaces at Scottsdale Fashion Square so they are clean and free of litter.
- Plan for lighting types and intensities to highlight public spaces and primary pedestrian routes so that they are safe and comfortable for use after dark.



Entrance Building Shade

3. USES AND ACTIVITIES GUIDELINES

Activities are the basic building blocks of a place. Having something to do gives people a reason to come to a place- and return. At Scottsdale Fashion Square, give consideration to how the place will be used, who will use it and what activities will attract them. This may include:

- Where feasible, provide people with seating choices.
- To maximize use, design to accommodate the activities that include a variety of different users such as; din-

ning, entertainment based activities, and preferences of office workers, shoppers, hotel guests and residents.

4. SOCIABILITY GUIDELINES

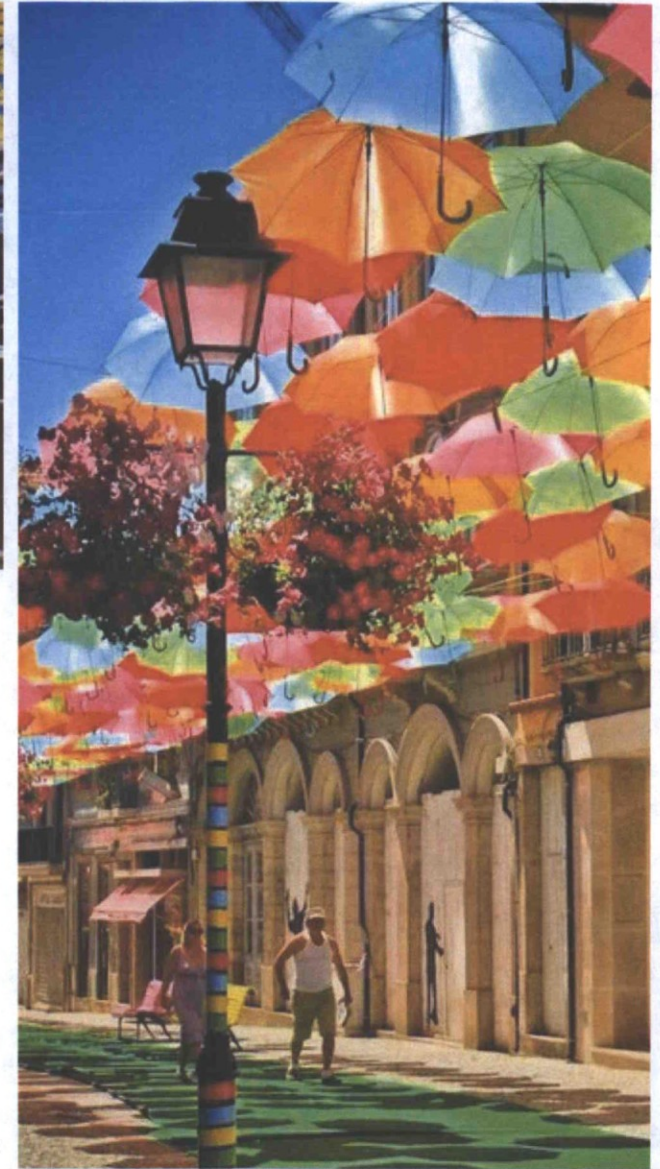
This is a difficult quality for a place to achieve, but once attained it becomes an unmistakable feature. When people see colleagues and friends, meet and greet them and feel comfortable interacting with strangers, they tend to feel a stronger sense of place and attachment to the place that

fosters these types of social activities. At Scottsdale Fashion Square, places should continue to set the stage to encourage social interaction and a friendly environment.

This may include:

- Locate and design Scottsdale Fashion Square's public spaces to they are convenient and comfortable places to meet, in active pedestrian areas that are easily accessible by walking. Understanding that the nature of retail is constantly changing. What we do know is that it is no longer just "convenience" but rather delivering "experience". Engaging customers on many levels, at the street level or inside the Mall, is critically

important to the success of SFS.



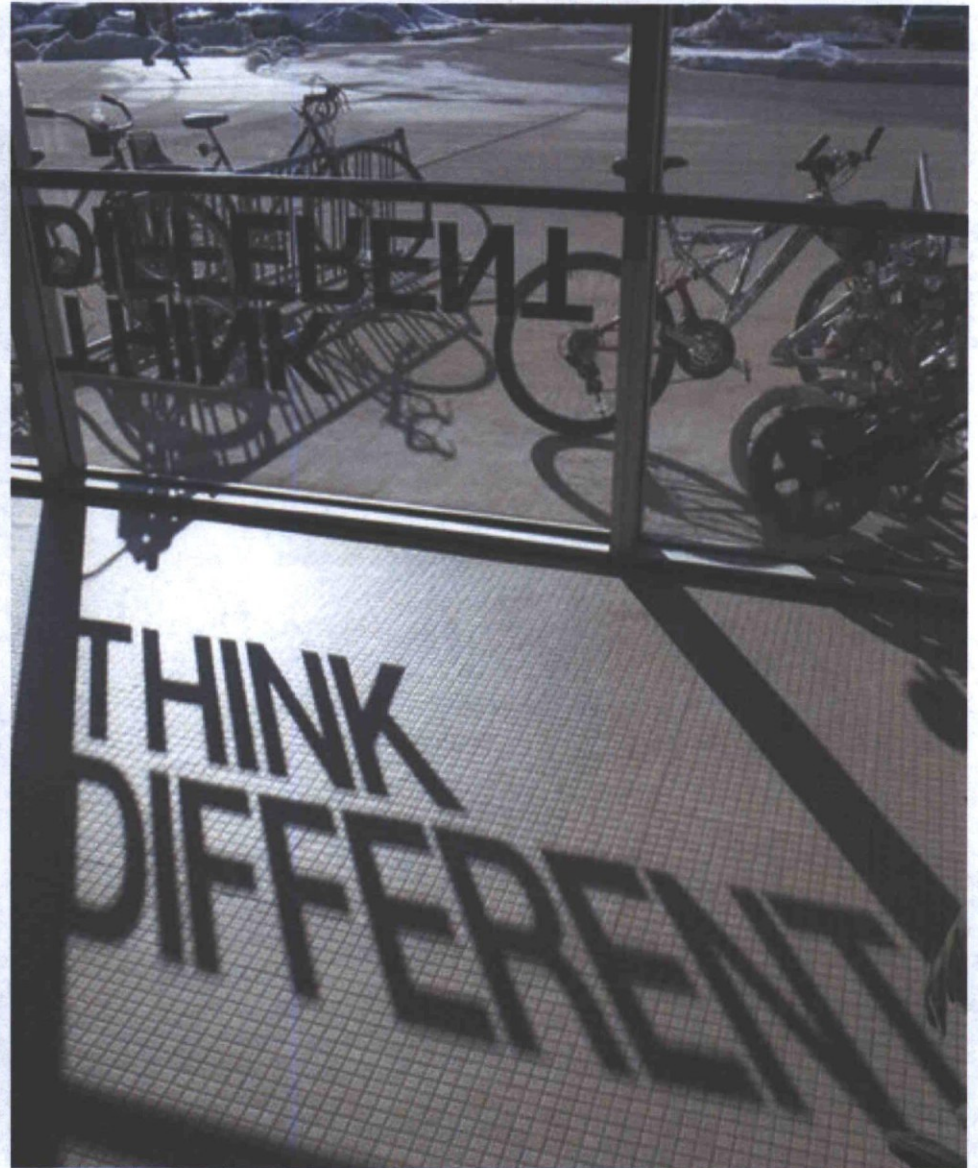
Umbrella Street in Portugal



Wayfinding Applied in Pavings



Signage Incorporated in Landscape



Center Of The Arts Signage in Whitewater



Vertical Garden/Screen on Building's Facade, Mexico City



Vertical Garden, Mexico

O. GREEN BUILDING

The guidelines in this section promote the implementation of design that reduces the negative impacts on the surrounding environment, enhances the health and comfort of building occupants and improves overall building performance. This type of design may also be LEED-inspired while considering the inherent constraints of cost, architecture and design. The architecture of the desert southwest should respond to its surroundings, providing a

“green” response in the design process. Internal building and roof deck environmentally insulation protect the most vulnerable portions of the building. Overhangs at entries and deeply set windows can shade the required openings from direct sunlight while still providing abundant and natural interior lighting.

The glass specified should be dual pane and insulated, which further helps to protect the openings.

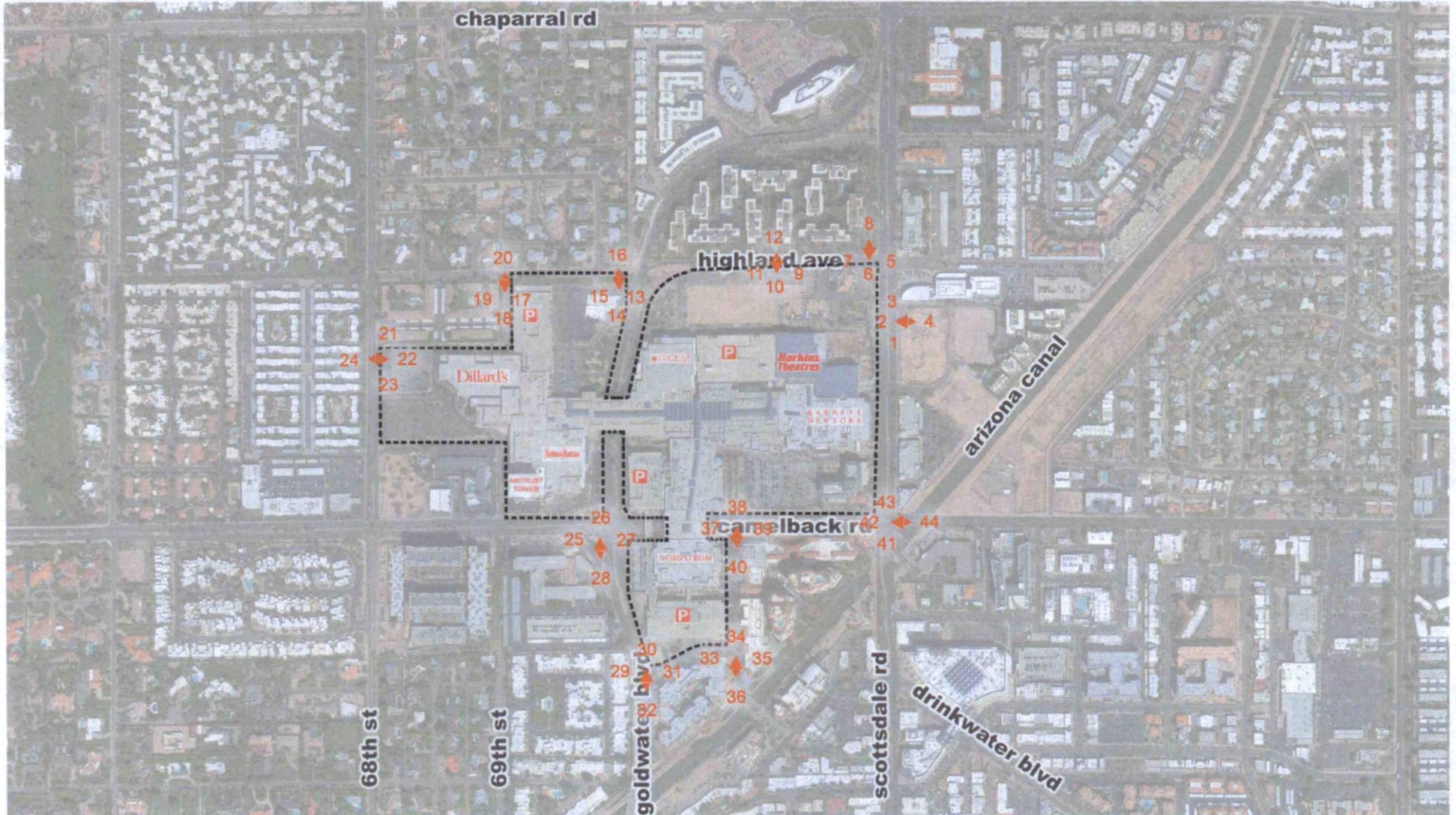
As green and sustainable efforts continue to influence and promote the architecture at this mall, the IGCC will serve as the baseline for buildings with increased height on the site. The architecture and design for buildings not requesting additional height can choose to use LEED “silver” as a base minimum to ensure Macerich’s commitment to the future of SFS.

Buildings should be designed according to “green” design guidelines. Application of these will be determined such as the conceptual phase of the de-

sign and may include site design elements such as open space storm water design, heat island effects and water efficiencies. The buildings should optimize energy performance and may reuse building materials or specify recycled materials with control systems for lighting, thermal comfort and ventilation. These have already been used in present buildings and, with advances in technology, may be used to a much greater extent in future structures.

Conceptual View | View from Highland Ave. and Scottsdale Road Looking South





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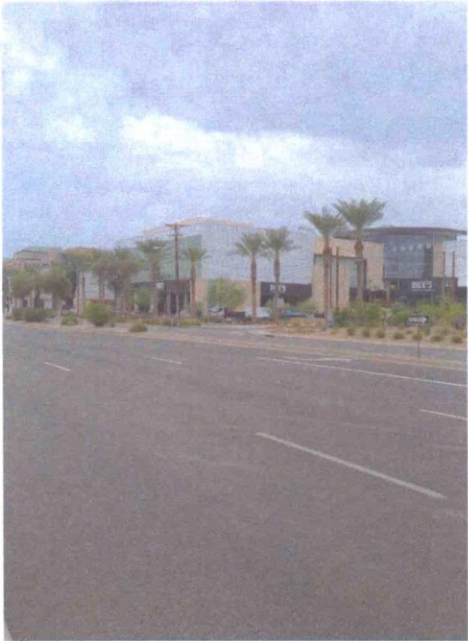
Scottsdale Fashion Square
Rezoning Application

Site Context

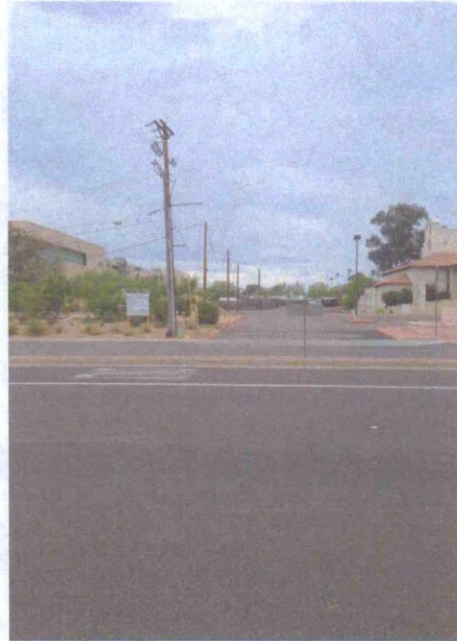
SCOTTSDALE, AZ | #315016 | SEPTEMBER 10, 2016

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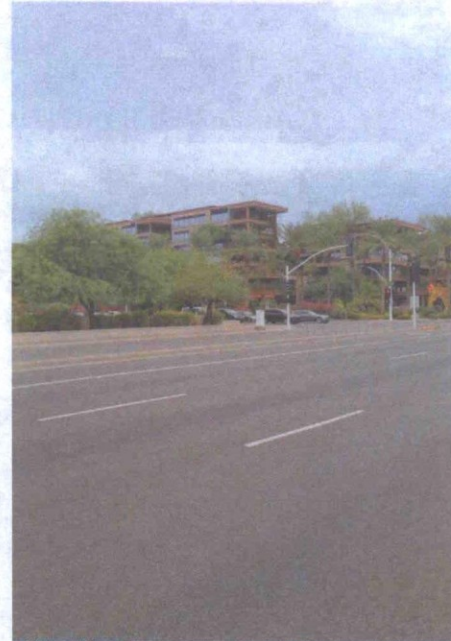
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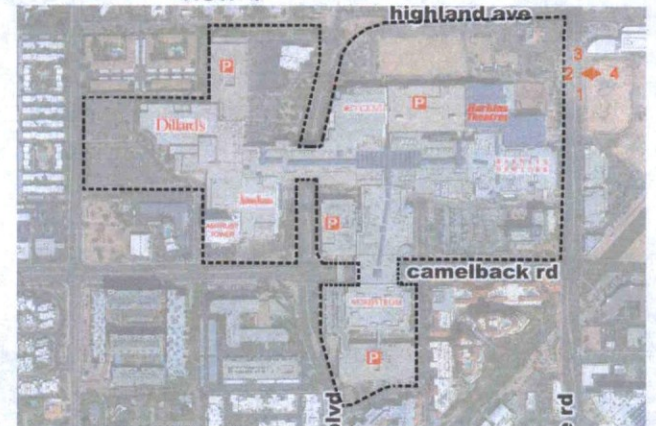
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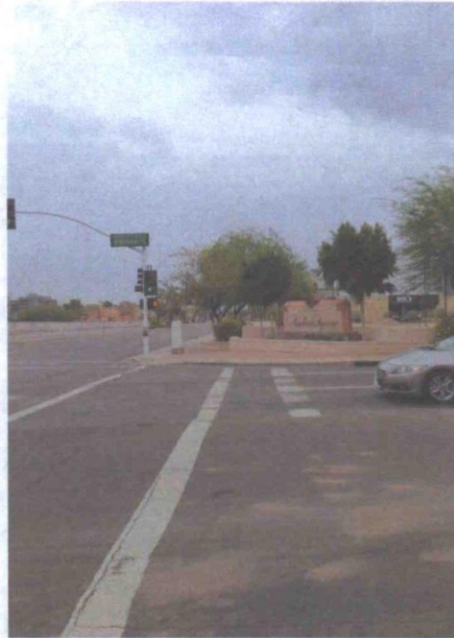


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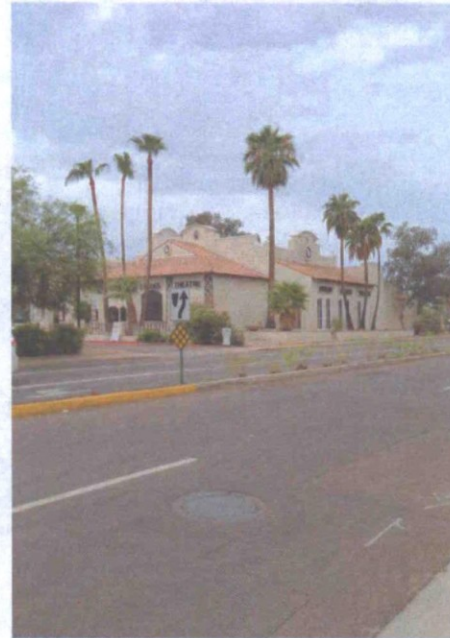




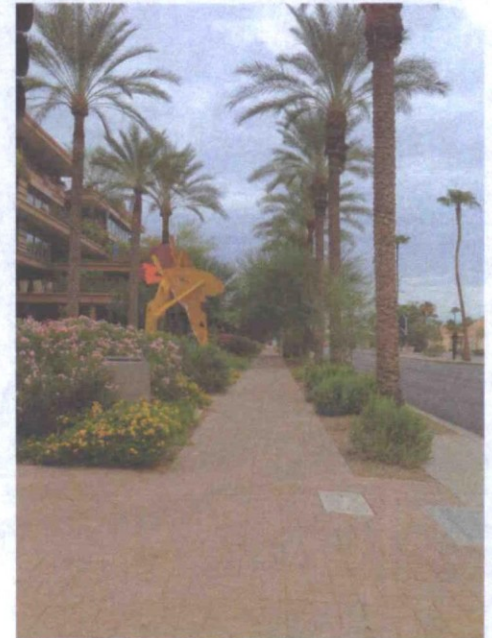
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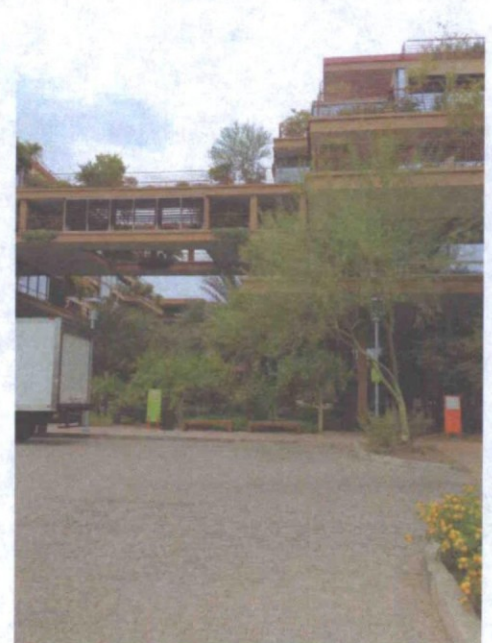
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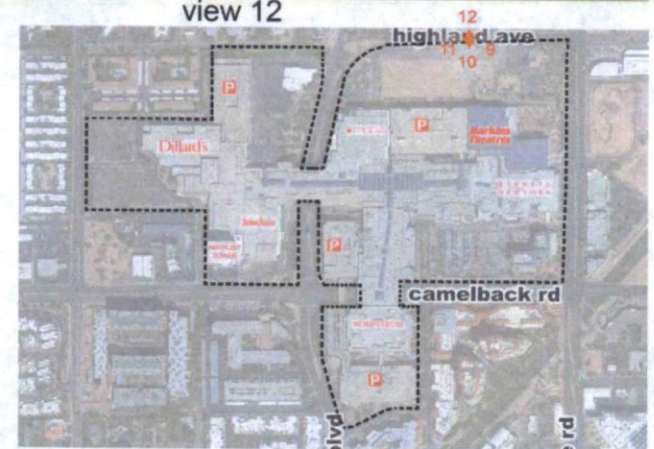
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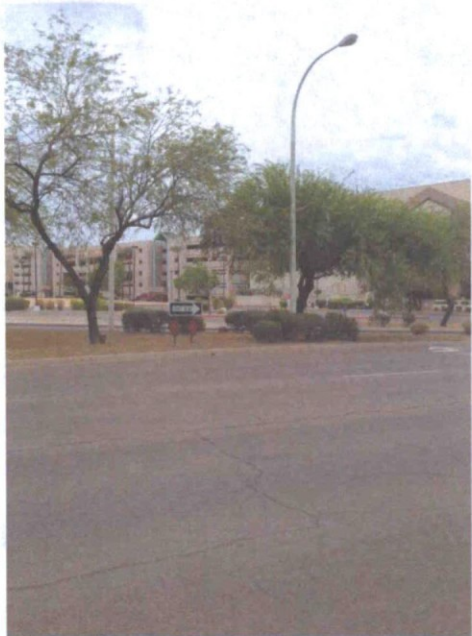


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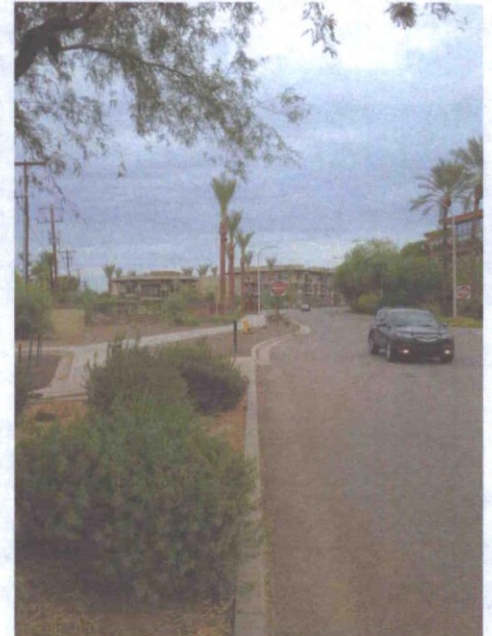
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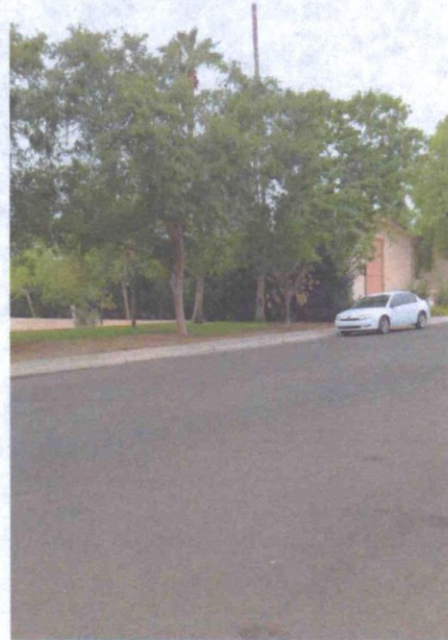




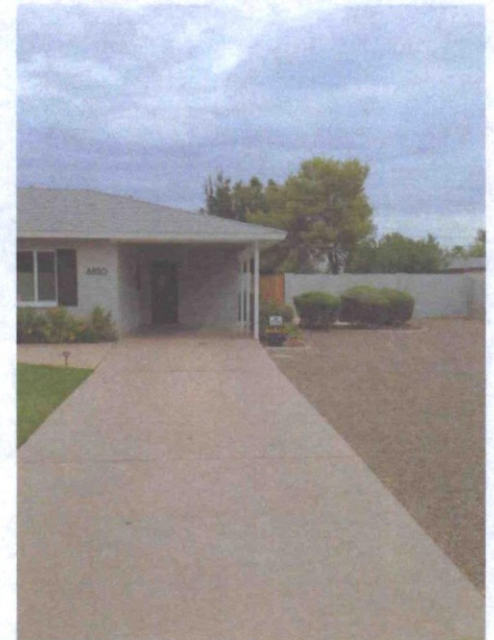
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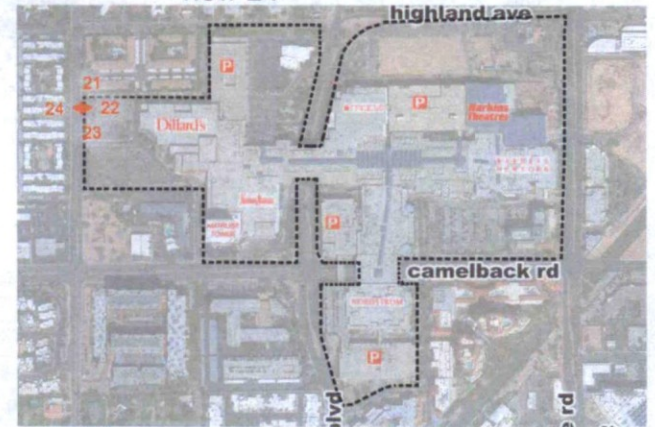
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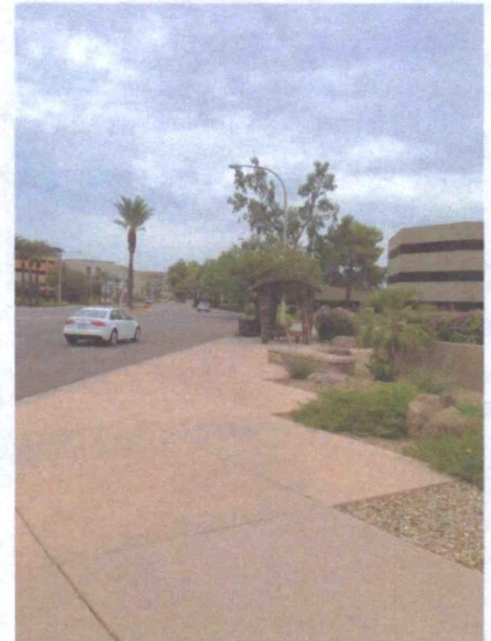
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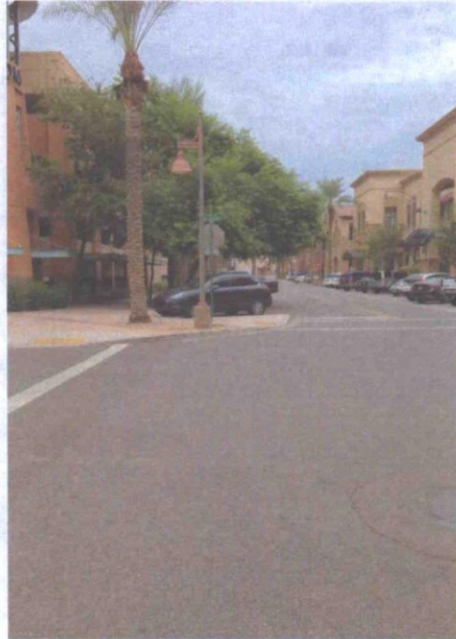


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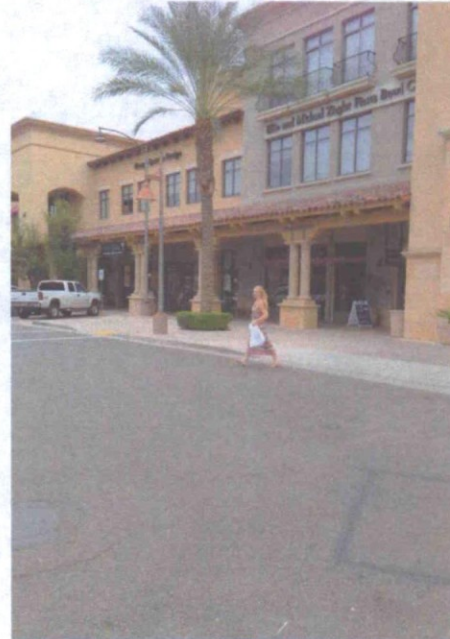




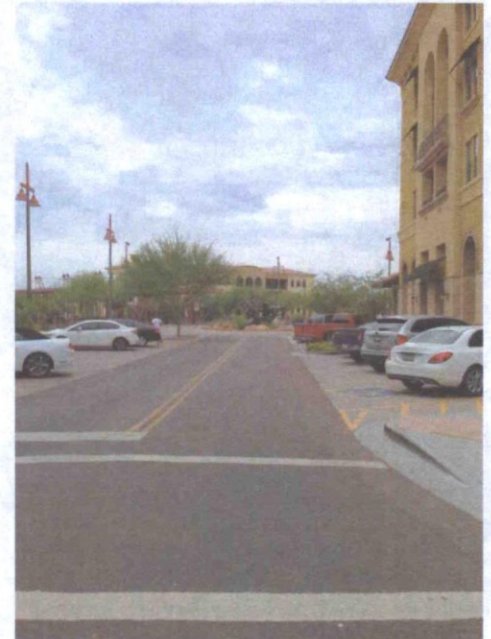
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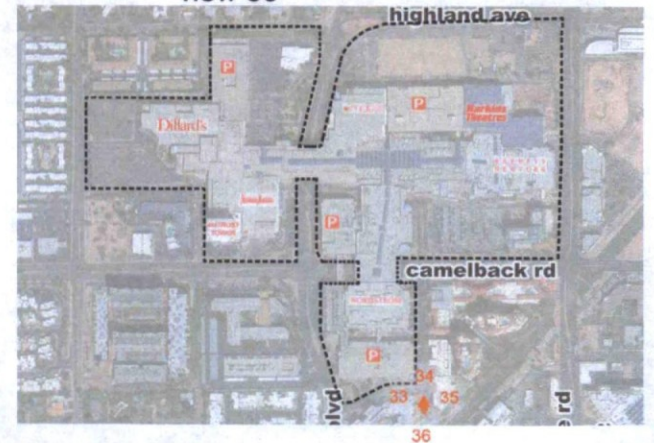
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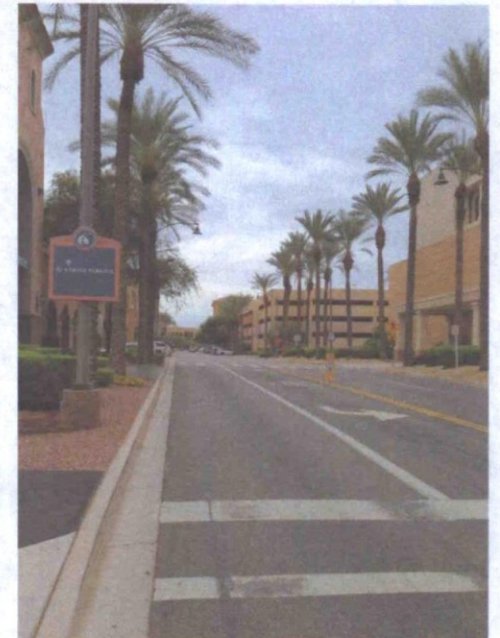
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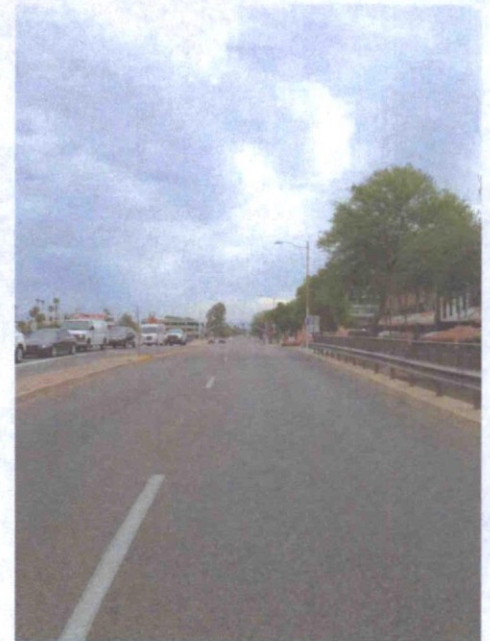
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