

City of Leawood
Planning Commission Minutes

August 10, 2004
Meeting – 6:00 p.m.
Leawood City Hall
4800 Town Center Drive

CALL TO ORDER/ROLL CALL: Henderson, Perkins, Rohlf, Conrad, Duffendack (absent), Munson (absent), Williams, Azeltine (absent), Pilcher

Commission Duffendack recused himself from Pawnee Place and therefore did not attend this meeting. With Commissioner Duffendack not attending, Commission Rohlf presided the meeting.

APPROVAL OF THE AGENDA: A motion to approve the agenda was made by Conrad and seconded by Perkins. Motion approved unanimously.

CONSENT AGENDA:

CASE 62-04 CLUB LA FEMME Request for approval of a final site plan. Located at 11401 Nall Avenue.

A motion to approve the consent agenda was made by Henderson and seconded by Williams. Motion approved unanimously.

OLD BUSINESS:

CASE 33-04 PAWNEE PLACE - DEVELOPMENT 1 Request for approval of a rezoning from AG (Agricultural) to SD-CR (Planned General Retail), SD-0 (Planned Office) and RP-3 (Planned Cluster Attached Residential), preliminary plat and preliminary site plan. Located south of 135th Street and east of Roe Avenue.

CASE 34-04 PAWNEE PLACE - DEVELOPMENT 2 Request for approval of a rezoning from AG (Agricultural) to SD-CR (Planned General Retail) and RP-4 (Planned Apartment Residential), preliminary plat and preliminary site plan. Located south of 135th Street and west of Mission Road.

Staff presentation: Presentation by Mark Klein. This application came before the Planning Commission at the June 22nd meeting and was continued at that time to allow the applicant to go back and work on some issues that were pointed out by the Planning Commission. Some of those issues were the density of the development, rearranging some of the uses within the site, reevaluation of internal circulation of the development, looking at the parking and how it was distributed among the site, to allow a tree inventory to be done, the arrangement of green space and open space, and moving 137th Street further to the north. The applicant has gone back to look at these and has responded by reducing the FAR of the development from 0.41 for the office portion of the development to 0.29 on Pawnee Place 1. Also on Pawnee Place 1, on the commercial portion they have increased the FAR from 0.22 to 0.23, which is still below the 0.25 allowed by the development ordinance. On Pawnee Place 2 the applicant has reduced the FAR from the requested 0.29 down to 0.24 with bonuses. Included in the staff report is an analysis of how the development meets those bonuses based on increased open space, a parking garage and some internal

pedestrian connections. Based on the analysis, the applicant meets the requirements for those FAR bonuses. In addition to the density of the FAR decreasing, they have also moved 137th Street 25 ft. further to the north so it is now 100 ft. from the south property line that is shared with Leawood Meadows. In addition to the layout of the site, they have moved the hotel that was located in the market square area to the northeast corner of the intersection of 137th Street and Roe Avenue. They have also moved the funeral home that was on the east site of the development over to the west side along Fontana. They have also rearranged some of the parking within the development to create more internal circulation to provide access to different parts of the development. Parking has been removed from some of the major drive aisles. Some of the other drive aisles have included medians going up to create more of a boulevard effect with angled parking aligned in it. Staff is recommending approval of these cases with the stipulations stated in the staff reports.

Conrad stated he appreciates the breakdown of the bonuses. He then asked for more discussion of what those categories are and the logic behind granting the bonuses. Klein stated on Pawnee Place 1 there was not an FAR bonus analysis for the planned general retail portion because that zoning allows an FAR of 0.25 and they are below that. The first bonus they received was for the increased open space. Anything above a 30% open space gave them a bonus. They ended up with a bonus of 43,260 sq. ft., which was the amount of excess open space they provided above the 30%. That is where the bulk of the bonus came from. They are also proposing to build a parking garage, which is another bonus that is allowed for structured parking. There is a maximum within the development ordinance that allows up to a 10% bonus. In both cases, they topped out on the percentage. In addition, they have provided some pedestrian connections and courtyards to allow for more bonuses. Conrad asked about the superior site planning category. Klein stated that category is based off of cost per square foot. Based off that, they ended up with about 1,000 sq. ft. for the pedestrian amenities. Conrad asked what the amenities are that go towards superior site planning. Klein pointed out the architectural features and courtyards on the site plan. Conrad asked about the architectural significance and superior environmental design. Mark stated that category is looked at more detail at the time of final. Conrad asked if the pedestrian amenities work with the superior site planning. Klein stated yes, as far as creating linkages and common areas. Conrad asked if that southern end is the only area in Pawnee Place 1 that requires the bonuses. Klein stated yes. Klein then stated on the planned general retail portion of Pawnee Place 2 the FAR that is allowed is 0.25; staff is recommending that it be held to 0.20, which is the maximum allowed for planned neighborhood commercial retail zoning. Staff feels the neighborhood commercial retail zoning and the FAR that goes with it is appropriate because the 135th Street Corridor Guidelines indicate it should be more pedestrian oriented and a pedestrian-scale development. Staff also feels it should be kept SD-NCR for the uses that would be limited within this area. If it were SD-CR there could be a gas station or fast food. Staff based the bonus calculations off of 0.20. The 135th Street Guidelines state that bonuses are allowed in the market square area therefore staff felt it was appropriate to look at the bonuses they were requesting. The development ordinance only allows frontage along a public street to be no more than 40% of their frontage and the remaining 60%, to a depth of 90 ft., needs to be either building or green space. The applicant has adjusted the plan to push up some of the buildings to reduce the amount of parking that was along the public right-of-way.

Rohlf asked Klein to point out some of the open space that is on the west side. Klein stated they have some areas along the public right-of-way as well as some areas that are internal. They also have a view corridor that cuts through from 135th Street and Roe Avenue and angles southeast. Other open space areas are the corridors that go in between some of the buildings.

Williams asked if the amenities that are outside of the planned office zoning on the west side count towards the bonuses requested for that area. Klein stated no. The bonuses are just in the areas where the bonuses are requested. Williams stated in the ordinance it describes an increase in open space and one of the goals of increasing open space is that "such permanent natural open space must provide value to the community by preserving and providing habitat areas for natural floral, fauna, storm water recharge, management potential and/or passive recreational potential for public." When he looks at much of the space on this plan, except for the courtyard between the three buildings, he is not sure where they are giving value to the community. Klein stated staff feels the space is very available for the public. Williams asked how much of an increase in open space are they proposing over and above what they would have had anyway. Klein stated staff was looking at a dollar figure for the bonus of the parking structure. The applicant might be able to answer the question about the number of parking spaces.

Applicant presentation: Presentation by Doug Patterson, representing the applicant. The group that created the 135th Street Corridor Study identified those items that would cause Leawood to develop properties such as this, not pursuant to minimum guidelines, but pursuant to objective, yet flowing guidelines that allows a degree of creativity by using bonus points. All of the items pointed out by the Commission in June have now been addressed. The guidelines are from which to begin. There is a project and a staff report for which the applicant agrees to all of the conditions, even the change of zoning on the east side. That drops the FAR without bonus to 0.20. With the bonus they are compliant. On the west side they went from a FAR of 0.41 down to 0.29. The standard is 0.25. The bonus features would cause the allowable FAR to be 0.31. On the commercial portion of the west side the requirement is 0.25 and they are at 0.23. The text of the staff report, the guidelines, the market study describes certain features that the committee thought they would like to see when the market study was prepared in the 1990's. If this report were given to the committee when the study was being prepared, they would say this is such a project. The applicant is in agreement with staff's recommendations and conditions.

Presentation by Estel Hipp. He prepared a power point presentation to graphically illustrate some of staff's comments and the hard work that the consultants have done, along with the help and cooperation of staff to address the concerns raised by the Commission as well as neighboring residents. The applicant has been using "Pawnee Place" as a working title because that was the name of the investment group when this was started. They are now working with the name, "Villaggio at Leawood". He showed an aerial photo with the proposed site plan superimposed over it. He then showed the dedication of right-of-way with additional turn lanes, street improvements, burying of the power lines and signalization. He showed the proximity of the southern end of 137th Street in relation to the northern end of Leawood Meadows. That area was originally proposed as 70 ft. and has been increased to 120 ft. from Leawood Meadows. They also relocated the parking area of the assisted living facility further away from the green space and shielded it from the residents to the south. As part of the bonus configuration they are adding a public trail along 135th Street, trail pauses and interior walkways. There will be decorative sidewalk materials to designate the major pedestrian walkway areas. There are three different courtyards and they will be adding fountains in those areas. There are sculpture plazas, gateways and public art. Overall on the west side the FAR is 0.26, which is below the allowable. For the west side, phase one consists of the retail portion on the northern portion of the west side. Phase two would incorporate a portion of the small office buildings as well as the location designated for the funeral home. Phase three would be in 2008 for the large office space. Phase four would be the assisted care and independent living, which they would anticipate happening by 2005. The overall FAR on the east side is 0.25. Phase one would be the SD-NCR on the northeast corner.

Phase two would be the northwest corner. Phase three would be the villas in the southern portion. Phase four would be the large office building.

Williams asked if the phasing follows the order of completion. Hipp stated it is all sort of conjecture. It's the developer's best guess as far as what they think the market demands. It is simply an anticipation of what they believe the phasing to be. Williams asked when 137th Street would be built. Hipp stated 137th Street would be one of the first things done and Fontana would be completed as part of the initial infrastructure in order to build the west side of the project. In addition, they will do the necessary turn lanes along Roe and 135th Street up to Fontana. As the east side develops they will add the necessary turn lanes from Fontana east to Mission Road and the ones required on Mission Road as well. Williams asked if the internal roadways would be built within each of the phases as they are developed. Hipp stated, yes, as part of the internal infrastructure.

Perkins stated he is opposed to the hotel. He asked why the applicant chose this proposed location. Hipp stated the applicant does not know what sort of demand there will be for a hotel. There are none now between Olathe and 71 Highway. There are none in Leawood. The Overland Park convention center is not doing very well. He believes the hotel occupancy rates in Johnson County are not at break-even levels. The applicant is trying to devise a plan that would offer mixed-use amenities that are not currently available. Market conditions will dictate whether that will actually happen or not. The reason they chose that location is that one of the strong groups that is looking at the assisted care and independent living facilities would also like to operate a hotel because they achieve some synergy and economies of scale in terms of staffing and administration. The Church of the Resurrection has expressed pleasure at that because of all of the conferences they have. Right now there are no hotels close by. Another reason for the location is that the ground along 150 Highway will be more valuable to a retailer or restaurant than it is to a hotel that cannot afford to pay the same amount of dollars for that piece of ground. It will be a small, 118-room hotel, which is essentially a boutique hotel with limited services. Those hotels typically have a smaller price point than full service hotels; therefore they can afford to spend less money on ground and the amenities of the building.

Williams asked for an example of the type of hotel they are expecting. Hipp stated they are anticipating something of a Marriott Courtyard or better.

Presentation by Jeff DeGasperi of DeGasperi and Associates Architects. DeGasperi described the landscape plan, buffer zone, berms and screens. He showed the trees that are currently on the western portion of the property. The idea would be to save all of the trees that are on the property line and supplement those with a berm. The greenbelt will also have a fairly large berm. He showed a cross section through the independent living area. There is a green belt of 48 ft. between the driveways or parking and the property line. They will create an 8-ft. tall berm through that area to screen all cars, headlights and help with noise. There will be evergreens and other deciduous trees on top of that to make it attractive from the south side.

Williams asked where they are taking the 8-ft. measurement. DeGasperi stated he believes that is from the existing topography. Williams asked how high the berm would appear looking from the homes to the south. DeGasperi stated it would probably appear another 4 ft. taller from that side. DeGasperi showed the sight lines from the neighboring homes. Williams asked if the retail shops would front towards the north side. DeGasperi stated yes, there are clustered serviceways that will be screened by masonry walls so that

those servicing areas will be screened. There will not be any retail fronts towards the interior of the development; they will be fronted towards 135th Street or Roe Avenue.

DeGasperi showed the current trees on the eastern portion of the site. They plan to save as many of those as possible. There is not a lot of change in grade that will be occurring at the villas, so they do not plan on raising the villas. They are planning on supplementing those existing trees with evergreen trees. Perkins asked if there is a berm next to the villas. DeGasperi stated there would not be much of a berm next to the villas. The best solution within the residential component is to use those existing trees and then supplement them with more evergreens. Perkins asked how close the closest villa is to property line on the south. DeGasperi stated the closest villa is 30 ft. They have been spaced out wider so there is more space between them. Perkins asked how much of a back yard they would have if all of those trees are there. DeGasperi stated the lots average about 120 ft. deep with a back yard of about 30 ft. Perkins stated he is not in favor of the villas being that close.

DeGasperi showed the sight lines. The architecture is a Tuscan inspired architecture with sloped barrel type clay-look roofs, stucco and rough rubble stone and cast stone panels with soft earthen colors. There is a lot of detail along the sidewalk level with exterior light fixtures and textures at people level. This is also supplemented with site furniture of this style. There will be trellises and loges and other hard canopies. DeGasperi described the elevations of the individual proposed buildings.

Perkins stated it seems most of the residents south of this project want to know about the sidewalk. He then asked if there is going to be a sidewalk or an entry through to Fontana. DeGasperi stated they are proposing a sidewalk connecting Fontana to the jogging trail by recommendation of staff. Perkins stated the applicant moved the parking of the assisted living from 30 to 48 ft. He then asked if the applicant would be willing to move that back further. DeGasperi stated the applicant feels it is an adequate buffer because of the retaining wall along the parking and given that the berm will project another 6 or 8 ft. above parking surface.

Conrad asked to see the tree survey for the west side. He then asked if the trees on the west side would be saved. DeGasperi stated they would only be keeping the ones along the property line. They will supplement those with other trees currently on the site. They plan to keep as many of the trees as they can.

Henderson asked what would happen if some of the trees they would like to keep die. DeGasperi stated those would be replaced. They plan to have a full screen of landscaping, not sparse. Henderson asked if that would happen before the buildings are built. DeGasperi stated he believes that it has been discussed to complete the screening at the time of the road infrastructure. Klein stated the landscaping is typically not required until construction, so after the building is completed, then they would put in the landscaping. Typically, before a development can get a certificate of occupancy the need to get approval by staff that their landscaping meets the requirements. Staff has also added a new requirement that the architect for the development provide a letter that all landscaping has been installed as certified.

Williams stated there are numerous references to pedestrian friendly and vehicular friendly amenities. In looking over the plan, he sees a couple of the courtyards, but he doesn't see what he would classify as pedestrian gardens and children's play areas. He is having problems seeing why, as a pedestrian, he would want to go to those areas. It would seem one would need to go out of their way to get to it, versus

making it an amenity associated with the retail. He asked the applicant to help him understand how this is really pedestrian friendly. DeGasperi stated he believes there are a significant number of opportunities for pedestrians. For the shoppers that participate with the retail, there will be opportunities in front of the in-line shops that will be developed. He does not believe that any of these features are large-scale. These are all intimate features. There are plazas that are indicated on the plan that will provide loges and trellises and small benches and places for opportunities for the pedestrians. There are the gateway elements in the corner buildings allowing opportunities for dining patios as well as the gateway features for pedestrians at the major intersections. The boulevards will be landscaped and have some artwork. There will be a courtyard within the office district for the office users to use. They are not trying to create a public park; they are trying to create intimate spaces that are appropriate to the use of the spaces surrounding them. The green belt will provide some play opportunity as well as some pause locations along the public trail. The other courtyards and green spaces are contemplated more for the users of the retail and office spaces, rather than inviting the public into the interior of the project. They plan to develop those ideas for the final plan. Williams asked if there could be restaurants in this development. DeGasperi stated, yes. Williams asked for the locations of where they anticipate the restaurants could be located. DeGasperi stated the best opportunities are the corner buildings.

Rohlf asked if DeGasperi sees this as one development, or two. DeGasperi stated there has been some discussion as to the flow. He believes the revised plan has a nice flow all the way through the retail district to allow people to stroll all the way from Mission to Roe to participate in the retail experience. The office districts are more clustered towards courtyard areas but they will resemble or compliment each other. There are also bisecting boulevards that bring people into the site as well as more dedicated loop roads in which traffic can flow freely throughout the entire development. Rohlf stated she sees the plan as having the backs of the buildings towards Fontana, which seems to separate the two pieces. DeGasperi stated part of the issue that occurs with the 60/40 rule is that by trying to get the buildings towards the road you get more internally oriented buildings. The funeral home and the office buildings on the corner of 137th and Fontana will be outward feeling, although access to those buildings will be interior oriented. They will have the buildings' architecture reflect life with windows and treatments to make it feel like the front of a building but they will need to go to the front of the buildings to park or enter. They feel it is a road to bring traffic into the site and then spread traffic horizontally through the site.

Williams stated the building appears to be at a slope on the model. He then asked what elevation the assisted living would be set at. DeGasperi stated it would be level and not significantly above the existing terrain. Williams asked if the eastern or western end of the assisted living facility is more of an accurate illustration of the grade. DeGasperi stated, probably the west.

Presentation by Phil Gibbs with Continental Consulting Engineers. Continental has completed a storm water study and staff has reviewed it. Staff has also secured a consultant for the City and they have reviewed Continental's report. They all indicate that this report meets the storm water standards of Leawood and APWA. The storm water released for all areas will be less than it is today in an undeveloped state. After it is fully developed, it will release water at a lesser rate than it does as it is now. Page four on the summary outlines the release rates. They are recommending a volume of 16 acre-feet. An acre-foot of water is one acre square, one foot deep. Should this project have been built in March, they would have stored half of the rain that fell in that project. They are recommending storing 2 1/2 inches on this project to be released at a later time so they don't exceed any of the peak or flood conditions downstream. Staff has

recommended that this be installed prior to any occupancy of the project and Continental agrees with and recommends that.

Henderson asked if there has been any flooding on this property. Gibbs stated he does not believe so. It is on a ridge. 70% of this project flows to the south and 30% flows to the north. Henderson then asked if there has been flooding to the south. Gibbs stated there have been conditions where there is water sitting in the yards to the south. The neighbors have filed reports with the City and the applicant has reviewed those. The applicant will keep the storm water in the pipe systems and those conditions will not happen in those yards. Henderson asked if the City has records of the most recent efforts by residents or neighbors in Leawood Meadows to correct those problems. Ley stated the City is not aware of any improvements that the residents have completed. Henderson asked if Gibbs is contending that once this program is completed it will make a better drainage situation for this development and the one to the south. Gibbs stated, yes. They are proposing to store over 2 1/2 inches of water on this site. Henderson stated all developers tell the City this, but sometimes things still flood. One of the recommendations of the City is that the berm at the low point of 137th Street be allowed to be flooded over at Fontana. He then asked how that would work. Gibbs stated once they reach the 100-year storage in their system, rather than it release where it does now, the opening in the berm will direct it towards the center of existing Fontana. Water will run down the roadway, rather than the homes, and it will be intercepted further down the roadway. Henderson asked if this water would be drained into the storm water basins. Gibbs stated yes, but only during a 100-year storm, up until that the water will be stored on site. This is beyond the requirements of any project he is aware of. They have used very conservative numbers. They are releasing at 1/3 of the rate that is released currently. Henderson asked Ley if in March, during the heavy rain, were there situations like this already in place elsewhere in the City and if so, did it work? Ley stated it is required on every project that if there is a low point and a berm that it not obstruct the flow if they exceed the capacity of the storm sewer. That has been a requirement of the City for quite some time. Henderson asked if that worked okay in March. Ley stated he is not aware of any street flooding, other than Tomahawk Creek Parkway. Henderson asked the applicant if he is confident that it would work at this location. Gibbs stated he is sure.

Conrad asked when the storm water detention would be constructed. Gibbs stated they would be constructed at the same time as the projects are built, prior to any occupancy. Conrad stated if they overlay the phasing of the west end, the one underground detention that goes into the 60-inch pipe would need to be constructed immediately. Gibbs stated yes, but the one in the center, south area is the most critical and that needs to go in too. Conrad asked if there is a stipulation that states the storm water detention be constructed in phase one. Ley stated, yes, for the west side. Conrad asked if the construction of the detention would affect the existing tree line. Gibbs stated they do not intend to get into the tree line.

Patterson stated the applicant is to a point to give conceptual ideas because they think they know what Leawood expects. He assured Commissioner Williams that he would see some of his questions answered when they come back for final.

Presentation by Brett Sheffield of OPUS Northwest Corporation. OPUS is the nation's fourth largest real estate development company. They deal in retail industrial office properties all across the country. They currently have offices in 27 cities across the US including their Kansas City office. He is here to express OPUS' interest in the retail portion of this project. They are in agreement with the applicant and look

forward to moving forward with the retail portion of this project. They currently have two prospects with letters of intent and the interest in this project is very high.

Rohlf asked for the exact location OPUS is interested in. Sheffield stated the retail in the northern portion of phase one.

Patterson stated the applicant has listened to staff, had their interact meeting, have discussed this and are ready for a vote at the end of this meeting. He then asked the Commission to support one of the first projects that will put the market square study to a test successfully.

Conrad asked if this would be replatted on the west side. Gibbs stated it would be initially platted, but believes there will probably be lot splits at a later time. It will be platted based on the original plan. Conrad stated his concern is to maintain the consistency. Gibbs stated that could be outlined in the first plat. Conrad asked what ownership group would be responsible for the berm along the south and the storm water detention system. Patterson stated there would be deeds and restrictions and those will be maintained by merchant's association, much as any other commercial centers have common areas to maintain. DeGasperi stated the architectural guidelines would be made a part of the deeds and restrictions in order to maintain the consistent style. The final plans will also document that to make sure there is consistency.

Williams asked for an explanation as to why the applicant needs the deviations. DeGasperi stated staff has concurred that those are not significant deviations within a site this big. They are interior deviations where there is a district line down a middle of a street, therefore the parking that is near that might be closer than a setback for a property right-of-way. Those things are not significant enough to detract from green belts or right-of-ways. With a site this large with interior spaces, those setbacks might be less than you would typically see for the right-of-way on the interior of the site because they have interior property lines instead of public streets. The applicant believes they are fairly conservative and will not detract from the appearance of the aesthetic.

Perkins asked why the applicant needs the sidewalk to Fontana. Binckley stated the City requires connection between uses; therefore the sidewalk is by request of staff and not the developer. Along the 135th Street corridor the City has required a connection from Waterford to the Price Chopper in addition to the Villas of Whitehorse. The one big complaint from the northern part of Leawood is that the residents would like to be able to get to the store without having to get in their cars. Patterson stated the applicant would be agreeable to remove that connection. Williams asked if the connections that Binckley was referring to have been built yet. Binckley stated the City is installing the trails to Waterford this fall. The developer was only required to put bricks at the end of Pawnee with columns. The trail has not been connected and the City will be constructing that this fall. The Villas of Whitehorse is not there yet because the development is not there yet.

Rohlf asked the public to reduce redundancy on their comments and only speak on the changes that have occurred.

Public hearing:

Presentation by Ernie Balweg, an attorney in Building Nine of Corporate Woods in Overland Park. He represents the Leawood Meadows homes association. If this is a village, it is one of the densest villages

he has ever seen. He is sorry to see that staff is somewhat worn down. If a developer comes in with an original plan that is so ridiculous and absurd and so dense and then inundate staff with repeated changes and modifications of reducing the density by half of a percent then eventually someone thinks that they are really cooperating and comes up with something that is still probably too dense and far more dense than something you would expect in an application. It is certainly far denser than the Villas of Seville at Mission Road. If he interprets the 135th Street corridor correctly one would anticipate seeing a less dense project along 135th Street than Mission Road. In his opinion, the developer has been arrogant and indifferent to everything Leawood Meadows' residents have requested. In fact, he believes the developer has been vindictive because instead of even remotely trying to comply they have added on and made the situation denser and more objectionable. He believes this started back when the developer scheduled their first interact meeting and they scheduled it at a time they knew certain people could not attend. He does not believe that they have legally complied with the interact meeting requirement. The homes association requested saving some long standing trees. It wasn't just his clients that were concerned but also some of the Commissioners. Rather than attempting to do anything, they came in with some carefully couched language that they will save all of the existing trees they can. What that means is that they won't save even one of them, but they will have complied with what they told the Commission. They are planning to construct more villas than they originally planned and they are going to construct it within 30 ft. of the tree line. The change of moving the road at Fontana an additional 25 ft. is a façade that gives them absolutely nothing because the rest of the road did not change. They did not move any of the buildings on the south side of that road. They are exactly where they have always been proposed to be, except they are denser. The density of the residences on the east were something like 7.47 per acre on the original plan and if he interprets it correctly, the Villas of Seville are 3.3 residences per acre. The homes association recommended a figure of five and instead he is now presuming that it's up to an 8.2 or something in excess of 7.47. Balweg suggested the developer could eliminate two of the condos and three or four of the villas. They could then move that road and they could probably get a 75 ft. setback, which is what the homes association has requested. He believes it is entirely reasonable particularly in the light that caddy-corner across the road where a 300 ft. setback was used. This 30 ft. setback is not tolerable and not acceptable. They are going to kill all of the tree line. Now they say they won't berm it and won't do any additional landscaping and maybe that will save those trees. Baldweg believes that will not happen. They will all be lost when they go in to do the dirt work for the foundations. They could save them very easily by reducing the density of the villas and condos. With regard to the west section, the homes association objected to the existence of the hotel. If there was to be a hotel at all, the homes association suggested putting it on the corner of Roe and 135th Street. Instead they moved it a little bit further south than where it was planned on Fontana. The developer has suggested that the hotel could be a Marriott. He reminded the Commission that once the zoning is approved they would have no control over the type of hotel that would go in. It is interesting to note they have buffered it by adding an additional story and more square footage to the assisted living facility. They have moved it closer to the property line of the residents of Leawood Meadows he would presume in order to obscure the view from the hotel. The density of the two assisted living facilities should be cut in half. He believes there should be at least a 75-ft. buffer from those buildings to the adjoining properties, which includes the parking lots they have proposed to build and stack on next to that property line. This plan has done nothing. The Leawood Meadows residents requested that the landscaping plan be done at the initial outset, which would aid in buffering the residents of Leawood Meadows from the construction pollution and problems that will arise with the moving of dirt. That did not happen and the City has suggested that will be one of the last things completed. The developer has not even remotely addressed anything that they have requested. The sidewalk has been a sore point. Because of the way that the developer has treated the Leawood Meadows residents, he would expect that

no one who presently lives in that subdivision would have any desire or intention to enjoy the shops at the Villaggio. They are opposed to the plan in its present form. The properties adjacent to his client's properties are very dense. There is no buffering, no landscaping and no adequate setbacks. He asked the Commission to address those issues.

Williams asked whom Balweg represents. Balweg stated he represents the homes association for Leawood Meadows.

Rick Oddo, 2801 W. 112th Street. He owns the property immediately east of this project, on Mission Road. He is a developer and wants to have a nice development here. He believes the developer will do his best to save the trees. He understands the interior trees will probably be lost, but the hedgerow trees will probably be saved. The density is way too high. He believes it is denser than the development proposed at 135th and State Line. He is not opposed to having a hotel there. He believes that in order to survive in Leawood it would not be a Motel 6, but it would need to be of a Marriott quality. He would like to know who the developer is and who would be making sure that these promises will happen. He is glad to see that OPUS is looking at this project. Some of his biggest concerns are the setbacks. The assisted living was originally shown at 60 ft. and they have now moved it to 50 ft. Oddo developed a similar development in Overland Park and he gave them a 100-ft. setback and he does not feel that is too excessive. On the independent living, the setback was 95 ft., now it is 75 ft. He feels it is asinine that they are making these things closer. The townhomes have 30 ft. setbacks. He believes it should be 50 to 60 ft. He has villas or townhomes proposed just east of Mission and those are the types of setbacks he has proposed. He had originally designed 12-unit buildings up against Mission Road and as a result of the interact meeting with Leawood Meadows they requested they not have anything that large against their property, so he agreed to do villas all along Mission Road and he feels this developer should be held to those same standards. Mission Road all the way down to 137th should be villas. The setbacks should be a decent amount. He does not believe 30 ft. is enough of a setback. The only way that can happen is to lose some density. He feels this application should be denied because of the setbacks and the extremely dense property.

Denise Roberts, 4009 W. 138th Street, president of Leawood Meadows homes association. She took great heart in a statement one of the Commissioner's had at the first hearing, which was, "If the developer would take care of the berming and landscape issues, then a lot of the elevation and density concerns would be taken care of." Instead, the developer has made the berm shallower and the assisted living larger. In her estimation, this plan is equally as bad as the first one. When the developer said that he interacted at the interact meetings, that was a sham. She would call it a non-interact meeting. There were no notes being taken at the meeting. One of the residents noticed this and mentioned it to Roberts. Roberts then asked the notetaker why he wasn't taking any notes and he said that he was taking notes in his head. One of the residents then started taking notes, which they submitted to the City. When the residents asked questions to the developers they said they couldn't answer their questions because they didn't have the plans. The meeting was a sham and a farce. They set the second interact meeting at a time when the homes association's attorney could not be there. They told them that he could not be there and Doug Patterson knew that. The pattern being followed here is to wear people down. The plan just keeps getting worse. The modified big box store is closer to Leawood Meadows. The hotel is now closer to Leawood Meadows. All the light and noise is closer and denser with shallower berms. It is all a process to wear the residents down and to wear the City down.

Mark McGilley, 3701 W. 132nd Street. He has been a licensed funeral director in the state of Kansas for over 30 years and has operated funeral homes in Johnson County for over 25 years. A gentleman pointed out earlier that Leawood has no funeral home and Leawood has no experience with funeral home properties. Funeral home properties can cause very severe traffic and parking problems. They are unlike normal retail or office developments in that people are all coming to these properties all at one time. There can be hundreds of cars at one time. He is confident that the Leawood Police department does not have the time or the people to handle funeral processions of hundreds of people going down 135th Street or coming out of this development. The City of Kansas City, Missouri has had a lot of experience in funeral home developments and they require that funeral homes be on 5 acres of land because of the traffic, parking, possible crematories on the properties, which could cause possible environmental issues, and possible cemeteries or mausoleums on the properties. Although there are no funeral homes in the City of Leawood, there is a funeral home at 123rd and State Line and there are also 14 other funeral homes in Johnson County.

Jane Ross, 4004 W. 137th Terrace. She and her husband bought their property three years ago and knew there would be development. They checked the comprehensive plan and they expected a development that was institutional because that is what the comprehensive plan said. They envisioned a one-story garden-like setting, nursing home type setting. They do not have an objection to villas, but the 30 ft. setback is extremely worrisome. She and her husband pulled a tape measure to show 30 ft. They are going for RP-4 zoning, which allows for 12 units per building and up to 35 ft. tall. Should this zoning pass they could give them 12 units per building and 35 ft. in height. She is a little concerned about the site sections they are showing. They show trees on her property and they use those to show them as buffer. There are no trees on her property. It is way too close.

Mary Watson, 13716 Fontana. She thinks the sidewalk does not need to be there. She believes that by putting the sidewalk there the developers and possibly staff are trying to deceive them into camouflaging the fact that the water can come down Fontana. It is not for the benefit of the Leawood Meadows community to cross over to get to the development because there probably won't be anything that they are interested in. Ally Kemp was killed at the swimming pool with no one there to watch her. There were two women attacked this year on a Leawood Trail. By putting a sidewalk in there it opens her neighborhood to transient workers and outside people. This project could take a minimum of six years. They do not want anyone coming into their neighborhood. Putting a sidewalk there is too tempting for people to come into. Plain grass is better than having a welcoming sidewalk. Everyone has assured them that the storm water will not be a problem. All of the time they have lived there the water drainage has come down like a river during the 100-year and 500-year rains. The soil has been accepting some of the water right now but when there is asphalt up there, there will be nothing to stop it. The storm sewers will not hold that much water. She would like to see a better solution to the storm water problem, but they definitely do not need the walking trail.

Jim McNair, 13703 Granada. He was a member of the 135th Street corridor plan committee representing Leawood Meadows at the time. The Commission asked the people to be creative and come up with a modified plan. He thinks that staff may have taken them a little too literally and creatively came up with phantom bonus points, which he believes have no value. The reasons staff gave the applicant bonus points seems to be very bogus. He thinks the people involved in this plan were also involved in the 135th Street corridor plan and he thinks they have the responsibility to comply without any bonus points. It is a

little bit too dense and the buffering is the biggest issue with the setbacks. He thinks they could do a lot better.

Walter Burks, 4020 W. 137th Terrace. His property is directly at the intersection where the new Fontana will meet 137th Street. Even with a normal rain they are getting a lot of flooding right now. The last rain in the last few weeks you could walk through his pasture and hear the squashes a long way. Even under the best conditions the drainage is not satisfactory in that area. When you increase the parking lots and eliminate the amount of dirt that is on the property now, he believes flooding will still be severe. They claim the flooding will be eliminated by going down Fontana. That spot happens to be the lowest spot between Roe and Nall and also happens to be the lowest spot between the proposed development and where his property starts. To get that water to drain in a different direction would require a very elaborate system. They may be able to do it, but he does not know how.

Bill Semore, 4012 W. 137th Terrace. His property is south of the proposed villa area. He feels everything is being built too close to the property line. That is not okay. He asked if the power lines that currently run along that south property line would be relocated and if so, how would that affect the existing trees. He would like to see a stipulation included to require the developer to create the buffer early in the project and make it a stipulation.

Dave Gangle, 4644 W. 137th Terrace. His property backs up to the parking lot between the assisted living and the independent living. The developer stated he eliminated the parking on the east side of the assisted living facility to create green space and so forth. What he failed to say is that it was not eliminated; it was moved closer to Gangle's back yard. What were two very small parking lots became a single large lot. A lot of green space that was there was eliminated as the single lot was created. These are 24-hour facilities. There will be traffic in and out 24 hours. He is concerned about the lighting in their second story rooms. He is concerned about the noise and concerned about the lighting in the parking lots and whether it will illuminate their back yard and their second story rooms. He fully supports all of the comments made by Balweg about the hotel and the funeral home and the density in general. His concern is that the developer has ignored the residents' requests. He is concerned that the assisted living facility was single story and is now back to two stories and has become closer to his house. He is also concerned about the wedge that is way too dense with the assisted living and the independent living. He would like to see those much smaller. He would like to see 137th Street moved much farther to the north. He would like to have more space between his house and the parking lot.

Elaine Gangle, 4644 W. 137th Terrace. She shares the concerns expressed by her husband and also supports the concerns made by Balweg. She has an additional concern that the developers of Pawnee Place, who are rumored to be the same group of investors that are developing Cornerstone, have the financial strength to manage this project to a quality completion if it is approved. It is her hope that a situation does not develop at Pawnee Place as has at Cornerstone, where a large unfinished structure is allowed to sit for more than one year to mar the landscape and diminish the quality of the community.

Karen Staley, 13704 Fontana Lane. Her home is the second home south of the proposed walkway. The residents have submitted numerous e-mails, letters and petitions expressing their concerns and preferences regarding the proposed walkway. She is now beginning to understand that her audience needs to be the City planning staff and not necessarily the committee members. One of the biggest concerns is the safety of their children. They have young children who prefer to play in their yards and to

have that walkway interjecting straight into their front yard areas does not seem to be a reasonable set-up for children playing. Safety is their concern. She showed a photo of what the dead-end currently looks like. It is very close to the proposed walkway. Another concern is privacy. Homeowners purchase their properties with an assumption of a certain level of privacy and quality of life. While each of them acknowledge that the development of the farmland would be inevitable someday, no one could have imagined that the City of Leawood would propose a walkway be built right into that dead-end street. The water drainage issues also correspond to the walkway. It could add additional strain to their overburdened storm sewers. Another concern is the value of their properties. Their property values could be negatively affected by the proposed walkway. She asked the City staff and Commission to reconsider whether other properties are connected this way. It might be an up and coming trend, but she is not sure it is a positive one. She then suggested staff could consider polling other residents that are in this type of community to see whether they are in favor of these types of connections. She would like to know why staff is interested in having a Fontana walkway. It is not interesting to the people who currently live there. She asked that the common areas being proposed be confined to the commercial properties only and not the private residential areas.

Paula Cornwell, 13712 Fontana. She quoted from the 135th Street corridor guidelines. "The City of Leawood has a distinguished tradition of suburban development. Large, bulky buildings near residential neighborhoods are not consistent with the current development patterns of the community. Larger buildings should be encouraged to locate along 137th Street to concentrate building masses at this location and keep the bulk of development away from residential neighborhoods." She stated that, clearly, this proposal tonight does not do that. One of her concerns is the extent that which 137th Street falls south at Fontana. There is no reason for that to occur. It certainly does not support the buffer that Leawood Meadows is requesting and needs. She would like to reiterate Karen Staley's concerns about the sidewalk. Her home is part of Fontana Street and would be directly affected by that walkway and does not support that direction. Another concern is the lack of buffer and berm area. There is no other recent residential development that has the lack of berm area and buffer that this one is suggesting, despite staff's comment to the contrary. There is no value in the common and open space this project is proposing. In the discussions tonight about NCR, CD-CR and ratios, they lose sight that this is a community and a neighborhood of about 100 families that they have built and nurtured over the years. The developers, the architects, and City staff do not see the groups of children that gather to ride their bikes and play with one another. She urged the Commission to ensure that Leawood's original commitment to community supercede all other self interests that may be at play here.

Joe Higgley, 13709 Fontana. His home is at the corner of 137th Terrace and Fontana, at the bottom of the hill. He showed a photo taken from his second floor window. He has seen trees taken out by water that comes down the ridge behind his home. He showed a picture illustrating the change in elevation from his property line to the top of the ridge. He showed a photo from about where 137th Street will be veering down to show the elevation difference. He showed a photo from his driveway to Fontana to show the elevation difference. He is trying to illustrate where the water goes across many yards across to the low point. His house was flooded once in the 80's. He still has to mop up the water when it rains heavily. He has done extensive grading to keep the water out of his basement, and he just can't do it. He showed a photo of the ravine at the north end of Leawood Meadows and described the extensive elevation change. During heavy rains the water flows down Fontana and flows over that for a couple of hundred feet sometimes. He feels the developer's sight lines are deceiving. He is concerned about the problem with potential lights. The headlights are going to come into the residents' homes as the cars turn. The berms are too shallow.

These natural trees are all deciduous. Come October through the beginning of April, there are no leaves on those trees. He has lived at this location for almost 25 years and loves the area. He asked the Commission to give the residents' concerns some reasonable thought before they approve this project.

John Payne, 4028 W. 137th Terrace. It is his assertion that the proposed development will have an adverse affect on his property value, standard of living, and safety of his children and the security of his home. The property between 137th Street and Leawood Meadows to the south is intended to be a buffer zone between commercial development along 135th Street and the large residential lots in Leawood Meadows. This buffer zone has been compromised by multi-story structures, high-density condominiums, the re-routing of 137th Street, and the lack of green space and adequate berming. The children and homes of Leawood Meadows will be put at an increased risk due to exposure to strangers and transients that this development will draw. The higher elevation of this property with respect to Leawood Meadows and the proposed multi-story buildings allow easy visibility of Leawood Meadows' children and homes. The proposed sidewalk connecting the new development to Leawood Meadows allows access to these same transients. The proposed hotel is a major source of this transient influx and he believes the only appropriate location, if any, is at the corner of 135th Street and Roe Avenue. The market square area between Fontana and Mission Road fails to meet the spirit and intent of the 135th Street corridor plan. Rather than being a pedestrian friendly asset to the neighborhood, it consists of high-density office and retail and parking lots. The water run-off problems from this property onto Leawood Meadows are well known. The City of Leawood has spent hundreds of thousands of dollars attempting to relieve this problem. The practice of implementing run-off controls to only meet pre-development run-off is inadequate. Post-development runoff must be dramatically reduced from current run-off. In addition, run-off controls must be implemented prior to construction to prevent erosion-disturbed soil onto Leawood Meadows' properties. He showed photos of a typical rainstorm in the area. He has lost seven trees and landscaping due to the flooding. He believes the common denominator for all of these issues is the high density of this project. He believes that reducing the density would reduce traffic noise, the parking lot area, the use of multi-story structures and water run-off. It allows for more green space and a pedestrian-friendly environment. He requested that all berming and tree planting along Leawood Meadows be done prior to construction to minimize dust, noise, water run-off and other intrusions into their lives during this proposed 5-year development.

Chris Heaseburger, 4013 W. 138th Street. His biggest concern is the infrastructure; the electrical power grid and water supply. He asked if there has been a study done to show that this infrastructure can sustain this level of development along with the other developments going on down the road. He has seen a considerable drop in his water pressure at different times of the day. He began monitoring the power lines to look at brown-out conditions. Brown-outs could effect air conditioner units and appliances in their homes. They could start happening on a more frequent basis. These things really need to be in place before anything like this is built.

A motion to close the public hearing was made by Henderson and seconded by Pilcher. Motion to close approved unanimously.

Henderson stated it is apparent that each person works from their own vantage points. The task the Commission has is to sort out the value of those vantage points. It seems that the common term here is "not in my back yard". This happens every time the Commission hears a new development proposal and it is a legitimate concern. People do not like to be disturbed by the way they have been trying to live. He

sees water standing in yards right now that has nothing to do with this development. From his point of view, the water situation will get worse with this development. Those properties in Leawood Meadows have some problems to correct before anyone moves any dirt nearby. It is apparent that density is still an issue. He is not sure if what he has seen by the developer answers the concerns raised in the previous meeting. There is a lot of discussion of the buffering and berming and how to protect one's property visibly with a very narrow buffering zone. The Commission needs to sharpen its focus on that syndrome of where this proposed development joins Leawood Meadows.

Perkins stated he is opposed to this project at this point. He believes that staff has done a great job of trying to get with the developer and listen to people who are angry to the south. In his estimation, it is too dense and maybe not too dense north of 137th Street, maybe the hotel is all right, maybe a funeral is not what is needed, but for sure he will oppose this project as long as it stands with all of the buildings south of 137th Street. He will stand on that until that is redone and there are less villas and less condominiums and the size of those assisted living buildings are in focus with what the people want and what he thinks the City needs for that property. He was surprised they moved 137th Street 25 ft. He thinks it needs to be further up. There has got to be some compromise and he is willing to listen to it, but all of the properties south of 137th street need to be reworked.

Conrad stated he expects more for mixed use as opposed to what he thinks is pretty clearly subdivided into their particular areas. It is difficult to bring those uses together, but he stills see a very definitive separation. He feels the City has tried to blend that a little better along the 135th Street corridor plan. Asked staff to point on the site plan where 137th Street was originally located on the comprehensive plan. Binckley pointed it out on the plan. Conrad stated he feels the realignment of the road has forced this area to the south. There is such a perception of its density due to it's two-story buildings. He wonders if there is a way that this plan can accommodate all of the uses the developer wants, but with a different alignment of 137th Street. He questions the buffer between R-1 and RP-4. He asked if that has been something that the City normally recommends a buffer between. Binckley stated there are not a lot of RP-4 areas in the City. A lot of developments have single-family to attach to commercial. The villas that are provided were meant to be a sort of buffer between the two and in fact the setbacks from the property and those villas is equal to what that would be if it were R-1. Staff felt comfortable with that. Conrad stated he believes the City is still in the learning process with the bonuses. He is not sure on how they were originally derived. They should be very careful on how they use it. He is leaning towards continuing this case. Case 33-04, number 10, the parking that serves the pad sites along 135th should be reoriented to reduce the number of curb cuts associated with pad sites. He thinks that has a lot to do with pedestrian traffic on the site and he wonders if we should see that on the plan as opposed to just being a stipulation before going to final. Similarly number 11, how does that impact it? "Prior to final plan the applicant and the owner shall investigate alternate designs to reduce the number of dead-end parking areas." Stipulation 15 and 16 comes back to the existing trees. There have been numerous comments on how those trees can be preserved. He think there are a lot of the stipulations that he would like to see some resolution to and not just have them as a stipulation going to final. They impact the physical layout and he would like to see some of these addressed during the preliminary application.

Williams stated he would concur with virtually everything his colleagues have said to this point. He shares Conrad's concerns with bonus points and how they are calculated. Talking about amenities on this particular project for which we give bonus points for, in light of the plan for 135th Street, how much more is done above and beyond what is required in that particular plan. If they do additional things about the

requirements, then we should certainly look at giving bonus points. He has a problem with public spaces being defined as wide green spaces, versus the idea of courtyards or public amenities even for the shoppers or retail areas. The applicant stated there are small courtyards or loges in front of the retail buildings, but they do not have the type of pedestrian friendly, vehicle friendly connection throughout the entire development. There are a lot of comments from the applicant about children play areas and flower courtyards and he doesn't see it being pulled together to the nature that their writing seems to support. There have been questions raised of the size of the height of the assisted and independent living. Their two-story nature does not bother him in the type of structures that they are. He does have a problem with the proximity to the property line in relation to the existing residential neighborhood. The existing grades that has been pointed out by the residents further makes the height of these buildings a problem for the neighbors. If these buildings are to remain in their proposed locations, he would like to see the height reduced so that they are not as obstructive or invasive to the surrounding neighbors. He hears the neighbors talk about the transient nature of this development. He would like to know what type of development they believe would not be transient. In the independent and assisted living facility, even though it is a 24-hour facility, it is a residential facility. These people will be sleeping at night, not a lot of people coming and going throughout the evening. The density is a problem and setback is a problem but he doesn't see a lot of the other concerns that the residents have raised. He has had experience at these types of places and they are generally very quiet at night. The hotel would be a different story. That would appear to be the only portion of this project where there could be late night activity that could be disruptive. Potentially the condominium areas could present more of a disruption than the assisted and independent living. The density is an issue. He appreciates the developers attempt to try to make this plan better. There are improvements over what was presented before, but he does not believe the plan is at a point to receive his support.

Pilcher made a motion to continue until 9:30. Seconded by Perkins. Motion approved unanimously.

Pilcher stated it seems the developer has only made minor concessions since this was seen last time. He has not seen any compromises at all. The concerns that he made last time regarding the transition have not been addressed at all. The two areas are completely opposite. He agrees with Williams that the key pretty much lies with the alignment of 137th Street. In his opinion, they could fit five of the villas to the back of one of the existing homes to the south. He cannot support the plan because of that. He also agrees with Conrad with the bonus issue. It seems odd that we are giving increased FAR for free space. He agrees with giving bonuses for structured parking but he struggles with giving it for free space. As far as the walkway is concerned it seems obvious that the walkway should probably not be built, but it might be valuable to escrow money to build it at a later time.

Rohlf stated she would like to see something put in place that would ensure that this project moves forward and gets built according to plans. She has some concerns about how ambitious it is and the financing behind it. We still don't know who the developer is. It seems to her that there has not been much of a change on the plan. It sounds like the Commission would like to continue this case.

Pilcher stated it might be advantageous if the applicant requested a continuance, but if not then Pilcher was ready to make one.

Patterson stated the applicant would understand the motion to continue. The applicant can go back and try to address the concerns. So many of the things that have been talked about are final site issues and this is preliminary. The applicant moved for a continuance.

Conrad stated the developer has worked with staff to address the issues raised at the previous hearing. Would like the Commission to give better direction as to what we want changed. As an example, the dead-end parking issue. It seems in order to resolve that, they will need to add parking drives or reconfigure the island space or do something to really impact the open space, the pedestrian connectivity and the issues raised. He understands the comment that there are many things that need to be resolved between preliminary and final, but this is a large tract with a big impact. Sometimes that takes a little more development to fully understand what the project is going to be. If he is going to readdress the bonus issue he wants to be reassured that they are not going to lose some of the open space by reconfiguring the dead-end parking.

Williams stated looking at the model he is seeing an independent and assisted living facility that are of a size and mass that dramatically overpower the residents to the south of it. The scale, the size, the setbacks are all preliminary design issues. The final design should be seen at final. He would like to see the density, the size and placement, and setbacks should be addressed before seen at final, along with the other issues raised.

Henderson agreed with Williams comments. He also stated that the Commission needs to decide what should be the correct balance of green space, buildings and use of the land south of 137th Street. Pilcher stated his issue with a continuance is that he made himself clear at the last meeting that his biggest concern is the transition and he hasn't seen anything changed in that area. He doesn't think the FAR is the major issue, however fixing the southern boundary will change the FAR for the entire development. Binckley stated she believes the applicant is requesting a continuance to go back and see if they can make a difference.

Perkins stated the setbacks, 137th Street. If it comes back the same way or with only 30 ft. difference, he would not support it or agree to another continuance. Pilcher stated the Commission's job is not to stop development; it is to steer development. He thought they provided the appropriate controls and did not see anything done with it.

A motion to continue cases 33-04 and 34-04 to the September 28th meeting was made by Henderson with specific directions to the staff about the issues concerning density, relocation of 137th Street, the water flow, the berming, buffering, the concerns raised about the relationship of buildings to other buildings, rear setbacks and other ancillary issues. Motion seconded by Perkins. Motion to continue approved unanimously.

Meeting adjourned.

Lisa Rohlf, Vice Chairman