

STATE OF ILLINOIS)
)
COUNTY OF DUPAGE)
)
CITY OF NAPERVILLE)

**PETITION TO THE NAPERVILLE PLAN COMMISSION AND CITY COUNCIL FOR
DEVELOPMENT APPROVAL**

THE UNDERSIGNED Petitioner, RPAI Naperville Main North, LLC, a Delaware limited liability company (hereinafter “the Petitioner”) respectfully petitions the City of Naperville to approve a Revocation of the Planned Unit Development for the Main Street Promenade Addition property (Ordinances 08-221; 08-222; and 08-223) legally described on Exhibit A (“Subject Property”) to provide for a mixed use development consisting of approximately 14,200 square feet of first floor retail and seventy-two (72) highly appointed residential units on floors two (2) through five (5), approve a Planned Unit Development Plan for Main Street Promenade Phase III, approve a Subdivision Plat consolidating multiple lots into one (1) lot, grant a floor area variance deviation allowing for a FAR of approximately 3.11 in lieu of 2.5, grant a parking deviation allowing for a parking ratio of approximately one (1) space per one (1) bedroom and two (2) spaces per two (2) and three (3) bedroom units in lieu of two (2) spaces per unit and guest parking of eight (8) spaces in lieu of eighteen (18) spaces, grant a deviation to exceed the B-4 zoning district’s maximum setback of six (6) feet to provide a ten (10) foot setback along the shared property line with Benton Terrace and such other deviations or departures as may be necessary to develop the Subject Property as depicted on the plans submitted herewith pursuant to the appropriate provisions of the Naperville Municipal Code, as amended (hereinafter the “Code”).

BACKGROUND INFORMATION

1. The Petitioner, RPAI Naperville Main North, LLC, a Delaware limited liability company, with an office at 2021 Spring Road, Suite 200, Oak Brook, Illinois is the Owner of the Subject Property as

well as the existing Main Street Promenade buildings.

2. Upon re-subdivision, the Subject Property will consist of approximately .83 acres located at the southwest corner of Benton Avenue and Main Street in downtown Naperville.

3. The Subject Property is well suited for the proposed retail/residential mixed use development given its downtown location and proximity to commercial, recreational and institutional uses as well as employment and transportation availability.

4. The proposed development, as depicted on the plans submitted herewith, consists of a five (5) story mixed use building surrounding an on-site parking deck internal to the building.

5. The proposed first floor commercial uses will add to the City's downtown business district as well as compliment the adjacent Main Street Promenade buildings to the south and east.

6. The proposed residential component will offer much needed additional housing options which will also support the vibrancy of the downtown.

7. The residential component will include common facilities/programming specifically targeted to the recreational and lifestyle needs of its residents.

8. The existing land uses surrounding the Subject Property are as follows:

- a. North: City of Naperville – Zoning “TU”: – Calvary Church & Single Family Detached Homes – 2030 Plan Envisions Future Commercial Development.
- b. East: City of Naperville – Zoning “B-4”: Main Street Promenade East and the City of Naperville Van Buren Parking Deck
- c. South: City of Naperville – Zoning “B-4” PUD: Main Street Promenade
- d. West: City of Naperville – Zoning “B-4” PUD: Benton Terrace Condominiums

9. The Subject Property is currently vacant.

10. The proposed mixed use will fulfill the overall intent of the Main Street Promenade, create additional retail vibrancy consistent with the City's 2030 Plan as well as enhance the diversity of housing stock within the City of Naperville.

REQUIRED DEVELOPMENT ENTITLEMENTS

1. The Petitioner seeks approval of a conditional use allowing for revocation of the Main Street Promenade Addition Planned Unit Development (Ordinances 08-221; 08-222; and 08-223).
2. The Petitioner seeks approval of a Planned Unit Development Plan and Plat of Subdivision.
3. The Petitioner seeks approval of an off-street parking deviation to reduce the required parking ratio from two (2) spaces per unit to one (1) space per bedroom for the one (1) bedroom units and two (2) spaces per unit for the two (2) and three (3) bedroom units and guest parking from eighteen (18) spaces to eight (8) spaces.
4. The Petitioner seeks approval of a floor area ratio variance to allow a floor area ratio of up to 3.11.
6. The Petitioner seeks a deviation to exceed the B-4 zoning district's maximum setback of six (6) feet to provide a ten (10) foot setback along the shared property line with Benton Terrace.
7. The Petitioner seeks approval to buy in to the downtown parking special service area relative to the first floor commercial component.
8. The proposed entitlement requests meet all City and State requirements for the development of Subject Property and will facilitate the beneficial use of the Subject Property as stated below.

SUMMARY OF DEVELOPMENT

- a. The design of the planned unit development presents an innovative and creative approach to the development of land and living environments.*

The Subject Property is located in the heart of Naperville's acclaimed downtown which offers shopping, dining, employment, and an exceptional social culture. As such, the location presents an opportunity to provide a commercial/residential mixed use development enhancing our downtown core and also attracting young professionals and empty nesters to our community with a unique new residential opportunity. To this end, extensive care was taken in the development of the site plan to fit harmoniously within the context of our downtown core.

The proposed mixed use development will consist of approximately 14,200 square feet of first floor retail and seventy-two (72) residences on floors two (2) through five (5). The residences aim to provide an additional housing opportunity to an underserved segment of Naperville's population sometimes referred to as "Renters by Choice". This segment of the housing market is composed of predominantly young professionals or empty nesters looking to avoid the daily responsibilities of home ownership but who require an upscale living environment and associated amenities in close proximity to a variety of employment opportunities, retail, entertainment and convenience uses. The proposed development will create an optimum use of the Subject Property by providing this segment of the housing market with an opportunity to reside in Naperville while also enhancing our real estate tax base, infusing our local economy with additional income and improving our work force.

The Petitioner's goal is to provide high quality residences in an intelligently designed living environment. As such, the community will be functionally designed to meet the needs of its residents. The Property will be developed with one interconnected building including a parking structure internal to the building. The interconnectivity of the building is essential to the community and provides residents with access to their daily functions as well as indoor parking, recreation, fitness, socialization areas and other amenity areas. Recreational amenities, including activity areas are central to the operation of the community. The proposed development will combine attractive architectural design features, on-site amenities and active management to create a unique residential opportunity in the downtown area. The residences will consist of thirty-two (32) one bedroom, thirty-six (36) two bedroom units, and four (4) three (3) bedroom units and will range in size from approximately 680 square feet up to 1,315 square feet. The predominance of one and two bedroom units is indicative of a housing choice that will primarily suit young professionals, empty nesters and not families.

With regard to architecture and the surrounding environment, the community was designed by

Sullivan, Goulette & Wilson Architects to build upon and be complimentary to the existing Main Street Promenade Buildings and compliment the downtown core. The exterior of the building will fit seamlessly into the downtown core by borrowing elements of architectural expression balanced with subdued colors that will enhance the surrounding Main Street Promenade buildings. The exterior elevations are finished on all sides using a material palette that reinforces the sense of place that has been established by the Main Street Promenade. The ground level will be predominantly glass along the street frontage which compliments the existing retail storefronts and will help support the surrounding retail uses.

In addition to the harmonious architecture, a complimentary landscape plan has been created to enhance the view to the Subject Property and the City's downtown streetscape. The landscape plan will include substantial landscape treatments along the perimeter roadways including parkway trees consistent with the existing Main Street Promenade buildings. Sidewalks will be incorporated along Main Street and Benton consistent with the existing downtown streetscape and consistent with the City's 2018 Streetscape Recommendations.

The building has been designed with multiple access points. The full ingress/egress on Benton Avenue is the primary point of access that will provide the residents with access to the interior parking deck. Secondary guest parking will be accessed from the east/west alley to the rear of the building. Parking for the residential building will not be visible from any street. Additionally, drop-off areas are provided along Main Street and Benton Avenue. Lastly, at the request of City Staff and the neighboring property owner, the Petitioner will be extending the alley to connect to Main Street to improve upon emergency vehicle access as well as loading activities. Currently delivery trucks are forced to back out onto Webster Street.

Additionally, it is important to note that all public utilities and the storm water management facilities were sized to properly accommodate development of the Subject Property when the original Main Street Promenade was constructed

- b. The planned unit development meets the requirements and standards of the planned unit development regulations.*

The proposed planned unit development meets the requirements and standards of the planned unit development regulations as follows:

- (i) Ownership and Control: The proposed development meets the ownership and control requirements.
- (ii) Area, Lot Width, Yard, and Height/Bulk Requirements: The proposed development meets all lot width and yard requirements with the exception of the requested deviation to exceed the B-4 zoning districts' maximum permitted setback of six feet (6').
- (iii) Common Open Space: Common open space will be included in the development as amenity space.
- (iv) Landscaping, Screening, and Tree Preservation: A landscape plan has been submitted in compliance with the City's requirements for landscaping and screening on the Subject Property.
- (v) Lighting: A lighting plan will be submitted in compliance with the City's lighting requirements.
- (vi) Pedestrian and Bicycle Circulation: The provisions pertaining to Pedestrian and Bicycle Circulation have been met. The development will include sidewalks, and the proposed development will include bicycle parking.

- (vii) Relationship to Adjoining Land: The proposed use is complimentary to the surrounding uses as well as the vision for Main Street Promenade and will actually enhance the overall vibrancy of the commercial and office uses in the downtown
- (viii) Density Bonuses: No density bonuses are requested.
- (ix) Park and School Sites: Park and School donations will be paid pursuant to applicable ordinances.
- (x) Public Improvements: All public improvements will be provided for as part of the development.

- c. The physical design of the planned unit development efficiently utilizes the land and adequately provides for transportation and public facilities while preserving the natural features of the site.*

There are no existing natural features on the site. The existing site consists of roughly graded vacant land. The proposed plan maximizes connectivity to the existing commercial areas and supports the overall vibrancy of the downtown. Overall, the proposed development greatly enhances the Subject Property and efficiently utilizes property which has been vacant and underperforming for many years.

- d. Open Space, outdoor common area, and recreational facilities are provided.*

Open space, outdoor common areas, and recreational facilities have been incorporated into the development. The open space areas will include safe and secure amenities including fitness areas, an internal centralized courtyard and a pool facility.

- e. The modifications in design standards from the subdivision control regulations and the waivers in bulk regulations from the zoning regulations fulfill the intent of those regulations.*

The design of the proposed building exceeds all subdivision control requirements. Additionally, the Petitioner is enhancing the environment. The waivers from zoning regulations

allow Petitioner to provide a unique housing opportunity which serves a compelling community need.

- f. The planned unit development is compatible with the adjacent properties and nearby land uses.*

The proposed use of the Subject Property is complimentary to the existing Main Street Promenade developments and will provide a residential opportunity to those that wish to reside in a downtown environment. The proposed development would create a beneficial use of the Subject Property that will provide an underserved segment of the housing market and also provide a boost to the existing commercial uses.

- g. The planned unit development fulfills the objectives of the comprehensive plan and planning policies of the City.*

The proposed development is consistent with the vision for the Main Street Promenade development and is consistent with the overall objectives of the City's 2030 plan as it enhances the City's downtown commercial core and also enhances the City's housing stock.

**REQUEST TO REVOKE MAIN STREET PROMENADE ADDITION PLANNED UNIT
DEVELOPMENT ORDINANCES 08-221; 08-222 & 08-223**

The Main Street Promenade Addition PUD was approved in 2008 as Ordinances 08-221; 08-222; and 08-223 at the request of the former owner/developer of the Subject Property ("Prior PUD Approval"). The Prior PUD Approval anticipated a mixed use building consisting of retail on the first floor and office uses on the upper floors. Subsequent to the Prior PUD Approval being granted no final plat of subdivision was ever approved, no plat of subdivision was recorded, no development fees were paid and no further activity took place on the Subject Property. The failure of the project to move forward is indicative of the current office market and availability of office

space in the downtown leaving the Subject Property dormant for the past 10+ years. City Code recognizes instances such as this and expressly authorizes the City Council to revoke an existing Planned Unit Development under certain circumstances including, but not limited to the owner's failure to commence construction. Consistent therewith the Petitioner is seeking revocation of the Prior PUD Approvals so that it may commence with a clean slate and move forward with its mixed use residential and retail development which more appropriately addresses the needs in the downtown.

DEVIATION TO REDUCE THE REQUIRED OFF-STREET PARKING

- a. *The requested deviation would not undermine the intent and purpose of the underlying zoning district.*

The proposed deviation to reduce the required off-street parking is consistent with the purpose and intent of the zoning regulations. The purpose of the off-street parking requirement is to ensure that adequate parking is provided to meet the demand. Accordingly, the Code provides that each property must provide on-site parking to meet the anticipated parking demand based on the use of the individual property. The City of Naperville code does not consider the nature of residential developments but instead states two (2) spaces per unit regardless of how many bedrooms, the specific use or the location of the development. With respect to the proposed residential unit there will be a total of one hundred and twenty (120) parking spaces all located inside the building and all dedicated to the residential component. The parking study submitted herewith by Kimley-Horn, attached hereto as Exhibit "B" evidences that the parking supply of one hundred and twenty (120) spaces is more than adequate. KLOA's conclusion was based on industry research, census data on vehicle ownership and a detailed field study of similarly situated projects. The field study of similar communities evidences that the proposed parking for the Subject Property is consistent with the average parking supply provided at six (6) other similar communities with regard to both parking provided per unit and per bedroom. As a result, the proposed deviation does not undermine the intent and purpose of the underlying requirement because sufficient parking is provided to meet the specific demand anticipated to be

generated by the development. As a result, the requested deviation contributes to a planned unit development which offers a superior level of design, amenity enhancement, and environmental benefit.

- b. The requested deviation will not be a detriment to the provision of municipal services and infrastructure.*

Great care was taken in site and building design. All resident and guests parking areas have been placed internal to the site (120 spaces) and will be regulated by the Petitioner's on-site management team. Strict enforcement of this parking requirement would require the Petitioner to install and maintain excess parking areas that will not be used. As a result, the proposed parking deviation will contribute to a development that both offers a superior design and provides environmental benefit by maximizing open space. Absent the proposed deviation, Petitioner would be required to both reduce unit count and provide additional on-site parking. The loss of units will negatively affect the Petitioner's project and thereby affect the ability to provide the level of recreational amenity that is presently contemplated for the community. This diminution in service will negatively impact future residents of the community. The construction of additional parking spaces would, according to the aforementioned parking needs analysis, provide no benefit to the residents of the development but would negatively impact the overall design and amenity presently programmed for the community.

- c. The requested deviation will contribute to a planned unit development which offers a superior level of design, amenity enhancement, or environmental benefit, or would enhance the community vitality through the inclusion of attainable or barrier free housing.*

This deviation would be virtually undetectable. Someone would have to enter the locked parking area to count the spaces. In addition, the parking study clearly shows that the development will be fully parked. Lastly, to further facilitate the efficient use of the Subject Property, the Petitioner has designed the proposed development to facilitate pedestrian and bicycle access to and from the retail, employment and entertainment options located in close proximity to the Subject Property.

**DEVIATION TO INCREASE THE PERMITTED B-4 ZONING DISTRICT SETBACK
FROM A MAXIMUM OF 6' TO 10'7"**

- a. The requested deviation would not undermine the intent and purpose of the underlying zoning district.*

The Subject Property is located in the City's downtown B-4 core which restricts setbacks to a maximum of six feet (6'). As the proposed building is adjacent to the Benton Terrace Condominiums along the west property line, Petitioner is seeking a deviation to increase the setback to ten feet seven inches (10'7"). Petitioner's request for a setback deviation to incorporate a larger setback than what is permitted will not alter the essential character of the neighborhood and will actually be a benefit to the adjacent property. The proposed building has also been designed to be five (5) stories where adjacent to the Benton Terrace condominiums which is a four (4) story building located in the City's B-4 downtown core. The proposed ten foot seven inch (10'7") setback along with Benton Terrace's own ten foot (10') setback creates a total building separation of over twenty feet (20') which is substantial in any downtown environment.

- b. The requested deviation will not be a detriment to the provision of municipal services and infrastructure.*

The requested deviation will have no effect on the provisions of municipal service or infrastructure. The proposed mixed use building is located in the City's downtown core and will enhance the City's retail sales tax base, support the vibrancy of the downtown core, enhance the city's workforce and enhance the city's housing stock.

- c. The requested deviation will contribute to a planned unit development which offers a superior level of design, amenity enhancement, or environmental benefit, or would enhance the community vitality through the inclusion of attainable or barrier free housing.*

The deviation, if granted, will help pave the way for a mixed use development in harmony with adjacent uses and will be the highest and best use of the property with a development that offers superior level of architecture and amenity. The deviation will provide for a building designed with a superior level of amenity and design with uses complimentary to the surrounding area and consistent with the City's 2030 vision for the B-4 Downtown Core.

DEVIATION TO EXCEED THE B-4 FLOOR AREA RATIO LIMITATION OF 2.5

- a. The requested deviation would not undermine the intent and purpose of the underlying zoning district.*

The Petitioner proposes to construct approximately 14,200 square feet of retail and seventy-two (72) residences in the City's downtown core. Both components are essential to the City's downtown core and consistent with the City's 2030 Plan. Additionally the proposed retail will help support the vibrancy of the downtown as well as the adjacent Main Street Promenade buildings. The residential component will enhance our housing stock, enhance our workforce and infuse our local economy with additional revenue to support our downtown. Adding a residential component with adequate density to support our downtown is critical to our downtown's continued success. The proposed floor area ratio deviation will have no negative impact on the provision of municipal services or infrastructure. The requested deviation is essential to the overall concept of the project. Without the necessary floor area, the overall concept of the project and the delivery of a cost-effective yet high-quality living environment starts to unravel.

- b. The requested deviation will not be a detriment to the provision of municipal services and infrastructure.*

The requested deviation will have no detriment to municipal services or infrastructure. The building will be constructed in accordance with all applicable codes including life & safety. Adequate municipal services and infrastructure are already in place to serve the Subject Property. Strict enforcement of this title would cause the property to not be redeveloped.

- c. The requested deviation will contribute to a planned unit development which offers a superior level of design, amenity enhancement, or environmental benefit, or would enhance the community vitality through the inclusion of attainable or barrier free housing.*

The deviation if granted will help pave the way for a mixed use retail and residential development in harmony with adjacent residential uses which will be the highest and best use of the property. The proposed development is consistent with the overall objectives of the City to enhance

the housing stock for our population and is consistent with the City's B-4 zoning district and 2030 Plan. The proposed development will also allow for underperforming land to be utilized for its highest and best use.

CONDITIONAL USE FOR A PLANNED UNIT DEVELOPMENT IN THE B-4

DOWNTOWN CORE ZONING DISTRICT

- a. The establishment, maintenance or operation of the conditional use will not be detrimental to, or endanger the public health, safety and general welfare.*

The proposed conditional use will not be detrimental to or endanger public health, safety or the general welfare. The use provides for needed commercial uses and desirable living options that help create enhanced living opportunities and compliment the surrounding area. Petitioner's proposed development is situated solely within the downtown core and will include unique features specifically targeted to the needs and desires of the anticipated resident population. Given the resident profile and associated lifestyle, external impacts are significantly reduced (School & Park). The establishment and maintenance of the commercial component and multi-family community will not be detrimental to or endanger the public health, safety, and general welfare.

- b. The conditional use will not be injurious to the use and enjoyment of other property in the immediate area for the purposes already permitted, nor substantially diminish and impair property values within the neighborhood.*

The conditional use will provide for the improvement of the Subject Property which will improve property values in the area. The proposed development will both enhance the commercial vibrancy of our downtown and enhance our housing stock. As a result the property values in the area will increase as well as the housing stock improved. The conditional use will not be injurious to the use and enjoyment of property in the immediate area nor will it impair property values.

- c. The establishment of the conditional use will not impede the normal and orderly development and improvement of the adjacent property for uses permitted in the district.*

The proposed development will create the highest and best use of the Subject Property with a

harmonious retail and residential use compatible with downtown core. The conditional use will not impede the normal and orderly development and improvement of the adjacent property for uses permitted in the district. The proposed development is consistent with the trend of development in the area, shares the zoning of immediately adjacent to the Property and will be compatible with the surrounding environs.

d. The establishment of the conditional use is not in conflict with the adopted comprehensive master plan.

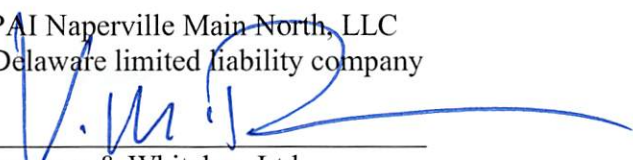
Establishment of the conditional use is not in conflict with the adopted comprehensive master plan. The existing B-4 zoning of the property allows both residential and retail uses.

WHEREFORE, by reason of the foregoing, the undersigned Petitioner requests the City Council and Plan Commission take the necessary steps approve to approve a Revocation of the Planned Unit Development for the Main Street Promenade Addition property (Ordinances 08-221; 08-222; and 08-223) legally described on Exhibit A ("Subject Property") to provide for a mixed use development consisting of approximately 14,200 square feet of first floor retail and 72 highly appointed residential units on floors two (2) through five (5), approve a Planned Unit Development Plan for Main Street Promenade Phase III, approve a Subdivision Plat consolidating multiple lots into one (1) lot, grant a floor area variance deviation allowing for a FAR of approximately 3.11 in lieu of 2.5, grant a parking deviation, grant a deviation to exceed the B-4 zoning district's maximum setback of six (6) feet to provide a 10'7" foot setback along the shared property line with Benton Terrace and such other deviations or departures as may be necessary to develop the Subject Property as depicted on the plans submitted herewith pursuant to the appropriate provisions of the Naperville Municipal Code, as amended (hereinafter the "Code").

RESPECTFULLY SUBMITTED this 26th day of May 2019

PETITIONER:

RPAI Naperville Main North, LLC
a Delaware limited liability company



Rosanova & Whitaker, Ltd.
Attorneys for the Petitioner

**EXHIBIT "A":
LEGAL DESCRIPTION OF SUBJECT PROPERTY**

1 S. MAIN (VACANT PARCEL)

PARCEL 1:

THE NORTH 82.5 FEET OF LOT 8 IN BLOCK 11 IN THE PLAT OF THE TOWN OF NAPERVILLE, BEING A SUBDIVISION IN THE SOUTH 1/2 OF SECTION 13, TOWNSHIP 38 NORTH, RANGE 9, EAST OF THE THIRD PRINCIPAL MERIDIAN, ACCORDING TO THE PLAT THEREOF RECORDED FEBRUARY 15, 1842 AS DOCUMENT 131 IN DU PAGE COUNTY, ILLINOIS.

PARCEL 2:

THE NORTH 82.5 FEET OF LOTS 9 AND 12 IN BLOCK 11 IN PLAT OF THE TOWN OF NAPERVILLE, BEING A SUBDIVISION IN THE SOUTH 1/2 OF SECTION 13, TOWNSHIP 38 NORTH, RANGE 9, EAST OF THE THIRD PRINCIPAL MERIDIAN, ACCORDING TO THE PLAT THEREOF RECORDED FEBRUARY 15, 1842 AS DOCUMENT 131, IN DUPAGE COUNTY, ILLINOIS.

PARCEL 3:

THE SOUTH 82.5 FEET OF LOTS 8, 9, AND 12 IN BLOCK 11 IN PLAT OF THE TOWN OF NAPERVILLE, BEING A SUBDIVISION IN THE SOUTH 1/2 OF SECTION 13, TOWNSHIP 38 NORTH, RANGE 9, EAST OF THE THIRD PRINCIPAL MERIDIAN, ACCORDING TO THE PLAT THEREOF RECORDED FEBRUARY 15, 1842 AS DOCUMENT 131, IN DUPAGE COUNTY, ILLINOIS.

PARCEL 4:

LOT 11 (EXCEPT THE SOUTH 110 FEET THEREOF) IN BLOCK 11 IN PLAT OF THE TOWN OF NAPERVILLE, BEING A SUBDIVISION IN THE SOUTH 1/2 OF SECTION 13, TOWNSHIP 38 NORTH, RANGE 9 EAST OF THE THIRD PRINCIPAL MERIDIAN, ACCORDING TO THE PLAT THEREOF RECORDED FEBRUARY 15, 1842 AS DOCUMENT 131, IN DUPAGE COUNTY, ILLINOIS.

EXHIBIT "B"
PARKING STUDY