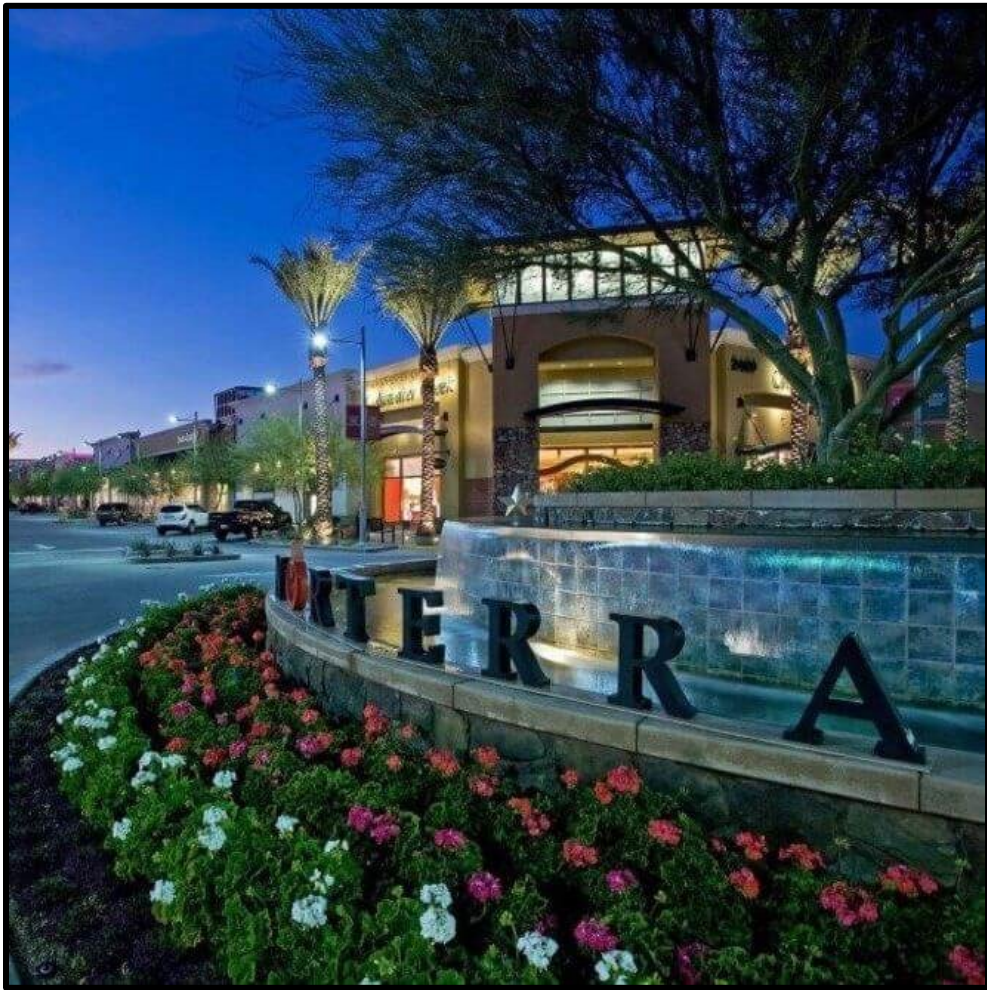


THE SHOPS AT NORTERRA

PLANNED UNIT DEVELOPMENT NARRATIVE



Rezoning Case No. Z-45-23-1
City Council Adopted: March 6, 2024
Hearing Draft: January 3, 2024
2nd Submittal: October 2023
First Submittal: July 2023

CITY OF PHOENIX

APR 05 2024

**Planning & Development
Department**

Principals and Development Team

Property Owner/Applicant:

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Planned Unit Development Statement

The Planned Unit Development (“PUD”) zoning district is authorized by Chapter 6, Section 671 of the Zoning Ordinance of the City of Phoenix (“Phoenix Zoning Ordinance”). A PUD is intended to be a stand-alone document that sets forth the regulatory framework, including permitted uses, development standards and design guidelines, for a particular project (“PUD Regulations”). The PUD may only modify provisions within the Phoenix Zoning Ordinance and does not modify other City of Phoenix codes, regulations or requirements.

A PUD may include background information and narrative discussion, including purpose and intent statements which are intended to illustrate the overall character and vision for the development. Such statements are not regulatory and are not requirements to be enforced by the City of Phoenix.

The PUD regulations apply to all property within the PUD project boundary. The PUD regulations supersede and replace all applicable Phoenix Zoning Ordinance requirements. If there is a conflict between PUD regulations and the Phoenix Zoning Ordinance, including the design guidelines within the Phoenix Zoning Ordinance, the terms of this PUD shall apply. If a provision is not addressed by the PUD, then the Phoenix Zoning Ordinance controls.

A. Purpose & Intent

1. Project Overview and Goals

The Shops at Norterra is an existing, developed 40.61 net acre shopping center located at the northeast corner of Happy Valley Road and I-17 Freeway (the “Property”). The Shops at Norterra is the premiere open-air lifestyle shopping center in North Phoenix. Anchored by Harkins Norterra 14 Theatre, Best Buy and Dick’s Sporting Goods, the 350,000 square foot shopping center offers more than 40 diverse destinations for shopping, dining, services and entertainment. The Property is bound on three sides by street frontages including Norterra Parkway (north/east), Happy Valley (south); and the Black Canyon frontage road (west). To the north/west, is the Norterra Frontage and Office Campus. See **Exhibit 1: Vicinity Map and Aerial Map**. The City of Phoenix General Plan Land Use Map designates the Property as “Commercial” and “Commerce / Business Park” (See **Exhibit 2: General Plan Map**) and the Property is zoned C-2 PCD M-R* (See **Exhibit 3: Zoning Index Map**). This request is for a PUD.

The Shops at Norterra is a 15-year-old shopping center that was impressively built during the Great Recession. It is located adjacent to the larger Norterra master planned area, which encompasses approximately 405 acres bound by Jomax Road to Happy Valley Road and 19th Avenue to the I-17, generally, and is planned as a mixed-use development consisting of employment, commercial and hotel uses, single-family and multi-family development. The area has generally become an important area of growth within the Deer Valley Village, as it offers new housing, shops and employment (existing and future), and is proximate to other planned employment within the broader area (i.e. TSMC).

While The Shops at Norterra is located in a strategic location within an important area of growth, it is well known that retail shopping patterns have changed significantly in the past years, with online shopping becoming more prominent, which was exacerbated during the global Covid pandemic. Therefore, in order for The Shops at Norterra to compete with online retailers, which can often provide for convenient same day or next day delivery to one’s home or business, The Shops at Norterra has sought ways to be innovative with their approach in attracting customers to the shopping center. One of the methods to achieve this is the provision of experience-based offerings at the shopping center such as destination events, entertainment, and other amenities, intended to attract customers to the shopping center. Examples of this include events such as temporary promotional auto and motorcycle show events, holiday events, and more, in which attendees are invited to attend an event, often with the benefit and offerings of retailer discounts, live music and more.

As The Shops at Norterra seeks to improve and continuously activate the center with experience-based programming, there is a need for flexibility—beyond that provided by the Phoenix Zoning Ordinance—to address some of the obstacles for implementation of this vision. Specifically, one

of the common categories the events for the Shops at Norterra falls into is Promotional Events, which is defined as “productions, displays or exhibits produced for the purpose of attracting persons to a shopping center”. While this land use and events are permitted at the Property today, there are limitations and requirements which are not conducive to the dynamic needs of the Shops at Norterra, including limitations on the number of promotional events that are permitted annually, hours of operations (early mornings before 9:00 am are prohibited) and more. Not only are the provisions of this use inconducive for the shopping center, but the use category itself is all but obsolete, as the City of Phoenix no longer issues “Promotional Event Permits”, they issue “Administrative Temporary Use Permits”, which creates a conflict with the text of the current Zoning Ordinance. Accordingly, this PUD provides a framework for addressing technical implementation challenges for promotional and other temporary events by permitting this land use by-right, which will also address the dynamic need for temporary events at the Shops at Norterra.

The primary goals of this PUD are to:

1. Create flexibility for the shopping center via regulatory provisions pertaining to otherwise by-right temporary event uses, consistent with the nature and intent of the shopping center.
2. Provide a framework for the continued and future activation of the Shops at Norterra with experience-based programming, which will attract patrons to the center, especially during non-peak hours, and encourage restaurant and shops activity.

Ultimately, this PUD is anticipated to address the challenges of modern retail at the shopping center while providing a regulatory framework for flexibility of an already by-right land use. This PUD otherwise maintains land uses and design principles that are already entitled under the C-2 M-R zoning designation today.

2. Overall Concept

The purpose of this Planned Unit Development is to provide regulatory flexibility for the shopping center to conduct temporary events in key locations at the Property, which is intended to attract patrons to the shopping center in order to activate the shops and restaurants within it with activity, and promote a sense of community through gathering opportunities. As shown on **Exhibit 3: Existing Zoning Index Map**, the Site is currently zoned C-2 PCD M-R, which already permits a variety of medium intensity commercial uses, including the shopping center use. As part of the shopping center use, temporary events are permitted under the existing entitlement, however, events are limited in frequency, hours, and more, which constrains the dynamic needs of the shopping center. This PUD provides a framework to permit temporary events by-right and provide regulations for such uses at the Property as outlined herein. **See Exhibit 4: Proposed Zoning Index Map.**

This PUD is entirely consistent with the existing land use and zoning that is in-place today. The flexibility for temporary events enabled by this PUD offers a desirable improvement over

conventional zoning standards and directly promotes the appropriate and efficient use of land and infrastructure, as detailed herein.

B. Land Use Plan

The Shops at Norterra PUD is comprised of an existing 350,000 square foot shopping center including shops, restaurants, entertainment, pedestrian plazas and more, oriented toward Main Street. The Main Street concept provides for efficient access to shops' frontages, while maintaining appropriate circulation. The Shops at Norterra also contains vast parking areas around the periphery of the shops, which is—at times, including the early mornings—underutilized. Accordingly, the Shops at Norterra seeks to activate key parking fields with complementary promotional and event uses to draw patrons to the center.

In terms of the locations for on-site temporary events, which may include auto shows, holiday events, live entertainment, and more, there are two (2) areas where events may occur: Event Area 1 and Event Area 2, as shown on **Figure 1 and Exhibit 5**. Event Area 1 (1-acre) encompasses 71 parking stalls with 4 designated as ADA, and is located within the shopping area. The planned Event Area 2 (4.5-acres) encompasses approximately 543 parking stalls with 12 designated as ADA, and it is located in the southwestern portion of the Property, south of the Harkins Theater.

FIGURE 1: EVENT AREA EXHIBIT



It is anticipated that Event Area 1 may attract up to 100 patrons and Event Area 2 may attract up to 350 patrons.

A traffic and parking statement have been completed as part of this request which supports that:

- Temporary events within **Event Area 1** may occur on a weekday or weekend (6:30 am to 10:00pm).
- Temporary events within **Event Area 2** may occur during the morning (6:30am to 12:00pm) on a weekday or weekend.

This PUD does not propose any changes to the existing, approved site plan, or modifications to development standards. Development shall be in accordance with the underlying C-2 M-R standards, as detailed herein.

C. List of Uses

The existing land uses at The Shops at Norterra comply with the City of Phoenix Zoning Ordinance, Chapter 6, Section 623, Commercial C-2 District – Intermediate Commercial, including multi-family residential development in accordance with Section 623. With the exception of the temporary event provisions below, this PUD does not seek any changes to Section 623 and all future uses and development shall be in accordance with Section 623, subject to all applicable conditions and restrictions. Where there is a conflict between the Zoning Ordinance and this PUD, the PUD shall govern.

I. Temporary Events:

Including but not limited to auto shows, holiday events, live entertainment, promotional events for commercial retail businesses and/or commercial service (i.e. restaurant/bar temporary extension of premises), or other analogous uses, as may determined by the Zoning Administrator.

A. Event Area 1

1. Geographic Area

- a. Event Area 1 is located along “Main Street” and is limited to the 1-acre area identified as “Event Area 1” in Figure 1.

2. Standards for Temporary Events

- a. Time: Weekday or weekend between the hours of 6:30am to 10:00pm
- b. Duration: Fifteen (15) consecutive days for a single event, excluding a one-man exhibition with no more than one (1) piece of equipment or exhibit

- c. Frequency per Calendar Year: No maximum
 - d. Distance from Residential Use: 25 feet
 - e. Temporary events permitted herein shall not be subject to the ATUP requirements of the City of Phoenix.
- B. Event Area 2
1. Geographic Area
 - a. Event Area 2 is generally located south of the Harkins Theater and is limited to the 4.5-acre area identified as “Event Area 2” in Figure 1.
 2. Standards for Temporary Events
 - a. Time: Weekday or weekend between the hours of 6:30am to 12:00pm
 - b. Duration: Fifteen (15) consecutive days for a single event, excluding a one-man exhibition with no more than one (1) piece of equipment or exhibit
 - c. Frequency per Calendar Year: No maximum
 - d. Distance from Residential Use: 25 feet
 - e. Temporary events permitted herein shall not be subject to the ATUP requirements of the City of Phoenix.

Temporary Uses:

- All temporary uses, not otherwise listed in Section C.I of this PUD, shall comply with Section 708 of the Phoenix Zoning Ordinance.

Accessory Uses:

- All accessory uses permitted in the Commercial C-2 District—Intermediate Commercial (Section 623) in the City of Phoenix Zoning Ordinance.

Special Permit Uses:

- Special Permit uses related to the Commercial C-2 District – Intermediate Commercial District, subject to Section 647.

D. Development Standards Table

Existing development at The Shops at Norterra complies with the City of Phoenix Zoning Ordinance, Chapter 6, Section 623, Commercial C-2 District – Intermediate Commercial and Mid-Rise (M-R) District Overlay standards. Any future development under this PUD shall comply with the C-2 and M-R District standards, except as modified by the Development Standards Table

below. The proposed modifications of this PUD are to implement standards for a superior development than which exists today.

Development Standards

<p>Parking Standards</p> <p>Electric Vehicle Parking</p>	<p>Per Section 702 of the Phoenix Zoning Ordinance including reductions approved via a shared parking model (refer to ZA-636-21), which may be updated from time to time.</p> <p>Minimum Number of Total EV Installed Spaces: 17 Spaces (Approximately 1.4%)</p> <p>The total number of EV Installed Spaces shall count toward the required parking count for the Property.</p>
<p>Bicycle Parking Standards</p>	<p>Bicycle Parking Standards shall adhere to Section 1307.H of the Walkable Urban (WU) Code Section of the Zoning Ordinance. If artistic racks are provided adherence to the City of Phoenix Preferred Designs in Appendix K of the Comprehensive Bicycle Master Plan shall be required.</p>

Landscape Standards

<p>General</p>	<p>Where utility conflicts arise, the developer shall work with the Planning and Development Department on alternative design solutions consistent with a pedestrian environment.</p>
<p>Shade</p>	<ul style="list-style-type: none"> • Any new public sidewalks and walkways constructed after the adoption of this PUD shall provide a minimum of 75% shade. • Shade to be provided by means of vegetation at maturity and/or shade structures. • Where utility conflicts arise, the developer shall work with the Planning and Development Department on alternative design solutions consistent with a pedestrian environment.

E. Design Guidelines

Planned Unit Developments (PUD) within the City of Phoenix are required to define key design guidelines that will guide development across the project and ensure a high level of consistent design vernacular throughout the Site as it develops. This PUD is unique in that the Property is already developed.

The architectural design of the existing shopping center incorporates massing variations including roof variations, recesses and projections, and other integral building forms. The overall theme is consistent and uses earth tone colors, stone columns, and metal finishes. Tower elements are also incorporated at the end of buildings or as architectural enhancements to provide a sense of distinction. Any new buildings/structures shall incorporate consistent architectural styles, materials, forms, features, colors and compatible elements from the site, in accordance with Section 507 Tab. A. of the Zoning Ordinance.



1. Architectural Design

Objective – Visual interest with unified elements to establish sense of place

- Elevations shall feature a mix of materials including but not limited to stone, metal, storefront glazing, and stucco.
- At prominent locations, buildings shall incorporate architectural embellishments such as projections, tower elements, or similar treatment.
- Public building entries shall be clearly identifiable by design and shall incorporate functional shade elements such as awnings and canopies to create a comfortable entry experience while addressing pedestrian scale.
- Street furniture such as benches, waste containers, bicycle racks, and bollards should be design and style appropriate to ensure compatibility with the architecture of surrounding buildings and the general area.

2. Walls and Fences

- The colors, materials, and appearance of walls and fences should be compatible with the overall design, character, and style of the development;

3. Site Design / Development

Objective – Innovative design of access, circulation, privacy, security, shelter, and other factors to create a unique location that complements the surrounding context.

- Buildings are sited so as to promote connectivity and a sense of walkability
- Site screen walls shall be designed to complement and emphasize the overall architectural theme. Parking fronting onto streets shall have a minimum 3-foot masonry screen wall or 3-foot vegetation or a combination of the two.
- Where pedestrian pathways cross drive aisles, they shall be constructed of decorative pavers, stamped or colored concrete, or other pavement treatments that visually contrast with the adjacent parking and drive aisle surfaces, as approved by the Planning and Development Department.
- Loading doors shall be oriented away from public streets.

4. Landscaping Enhancements

Objective – Provide shade and soften the look of the development to create a more natural environment

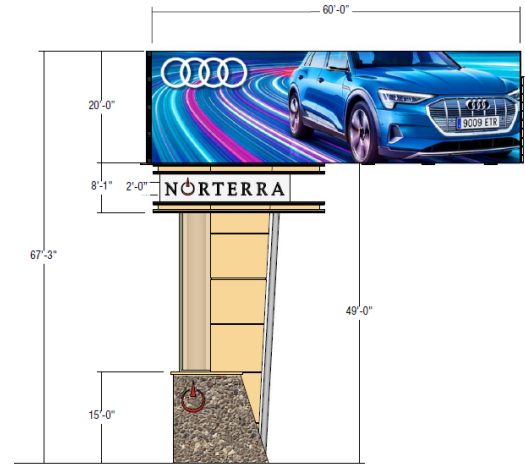
- Tree lined streets and shaded walkways shall be provided to provide visual corridors to businesses while also shading the pedestrian walkway.
- Detached sidewalks with landscape between the curb and sidewalk are provided along the majority of streetscapes to create an aesthetic and physical buffer for pedestrians.
- Pedestrian refuge is provided to provide relief from the elements.
- Outdoor dining areas and pedestrian plazas should incorporate elements of shade.



F. Signs

- Except where modified herein, on-site signage shall be in accordance with The Shops at Norterra Comprehensive Sign Plan, kept on record with the City of Phoenix, as may be amended from time to time.
- Given the Site’s location adjacent to the I-17 Freeway, this PUD will allow off-premise freeway signs that may advertise both on-site and off-site uses. The standards for any off-premise signs shall be in accordance with Section 705.2 of the Phoenix Zoning Ordinance. In addition, the design of any such off-premise sign shall be consistent with the signage design standards established via the Shops at Norterra CSP. The established CSP for the Property applies a diversity of materials for signage including masonry/stone veneer, stucco, and textured aluminum. Refer to **Figure 2, Conceptual Off-Premise Sign Rendering**, for the design intent of the off-premise signage.

FIGURE 2: OFF-PREMISE DESIGN



G. Sustainability

The following are sustainability practices that are encouraged for development throughout the PUD and divided into those that are city-enforced and those that are the developer goals.

1. City-Enforced Standards:

- Reduce heat island effect with a minimum shade requirement for sidewalks, paths, open space, and parking areas.
 - Any new public sidewalks and walkways constructed after the adoption of this PUD shall provide a minimum of 75% shade.
 - Minimum 75% shading of all private walkways constructed after the adoption of this PUD.
 - Shade to be provided by means of vegetation at maturity and/or shade structures.
 - Where utility, right-of-way or easement conflicts arise, the developer shall work with the Planning and Development Department on an alternative design solution.
- Encourage water conservation through the selection of drought tolerant plants and trees and smart and water efficient irrigation systems.
- Encourage the use of recycling collection.

- Landscape and/or building projections to be utilized around buildings to shade the structures and entries as well as seating/ gathering areas.
- Provide locations for secure bike parking such as visible public bike racks and/or bike lockers.

2. Developer Goals:

- Encourage LED and energy efficient lighting technology into all lighting constructed on the Site, including parking lots and streets.
- Future landscape improvements should utilize efficient drip irrigation technology.
- Select building materials and colors to reduce overall heat gain.
- Encourage the use of high performance windows, insulation, and HVAC systems.
- Support enhanced indoor air quality and fresh airflow.
- Encourage high-performance building designs that conserve resources, while balancing energy-efficient, water-efficient, cost-effective and low-maintenance engineering solutions and construction products through whole building life cycle assessment.

H. Infrastructure

1. Grading and Drainage

The existing center conforms to the City of Phoenix regulations and design guidelines. Any future development will also comply with the city requirements for grading and drainage.

2. Water & Wastewater

The Property is served by existing City of Phoenix water and wastewater systems. Any future additional proposed construction will be designed and constructed in accordance with City requirements and guidelines.

3. Circulation Systems

EXISTING ROADWAY CONDITIONS

The site is accessed by Happy Valley Road to the south and Norterra Parkway to the east and north.

Happy Valley Road has an east-west alignment and is classified as a major arterial roadway per the City of Phoenix Street Classification Map dated March 2014, with 70 feet of right of way measured centerline to right of way line. Along the southern property boundary, Happy Valley Road consists of three travel lanes and a bike lane in each direction separated by a raised median.

Norterra Parkway is classified as a collector roadway per the City of Phoenix Street Classification Map dated March 2014, with 55 feet of right of way measured centerline to right of way line.

Along the northern and eastern boundaries of the property, Norterra Parkway consists of two travel lanes and a bike lane in each direction separated by a raised median.

The intersection of Norterra Parkway/Happy Valley Road operates as a signalized intersection with protected/permissive left turn phases on all approaches to the intersection. The northbound approach consists of one exclusive left turn lane, one through lane and one shared through-right turn lane. The southbound approach consists of one exclusive left turn lane, two through lanes and one dedicated right turn lane. The eastbound approach consists of one exclusive left turn lane, two through lanes and one shared through-right turn lane. The westbound approach consists of one exclusive left turn lane, three through lanes and one dedicated right turn lane. Bike lanes are present on all approaches to the intersection. The City of Phoenix controls, operates, and maintains the intersection of Norterra Parkway/Happy Valley Road.

4. Complete Streets

The development, as outlined in this PUD, is an existing shopping center. The shopping center provides for pedestrian connectivity and thermal comfort of the Site. Shade trees and pedestrian scale amenities are provided throughout the development in key locations.

The City of Phoenix Complete Streets Design Guidelines provides “design guidance” for all projects within the public right-of-way and all streets accepted by the City. Some of the guidelines are applicable to the proposed development as follows:

Design for Context / Connectivity:

“Bicycle treatments should be considered along all roadways...”

- The project will include bike infrastructure per Section D.

Design for Safety:

“Design streets safely for all users...”

- The existing development provides detached sidewalks along most sections of public-right-of-way, where appropriate, providing a buffer for pedestrians from the street and vehicular traffic.

Design for Comfort and Convenience:

“Shade should be a primary technique in projects to reduce ambient temperatures and reduce direct sunlight exposure for pedestrians and cyclists.”

- Shade trees are provided to promote pedestrian and cyclist thermal comfort.

Design for Sustainability:

“Reduce streets’ rate of heat absorption by maximizing tree canopy cover, reducing asphalt, and using high reflectivity materials or lighter colors.”

This design guideline will be furthered by the development, as trees will be provided along publicly accessible sidewalks, including between the landscape strip between the roadway and sidewalk; thus, shade will be cast over a portion of the nearest roadway.

Design for Green Infrastructure:

“Green infrastructure (GI) is an important element of a sustainable complete street, using living, natural systems to provide environmental services, such as capturing, cleaning, and infiltrating stormwater; creating wildlife habitat; shading and cooling streets and buildings; and calming traffic”

As noted herein, the development incorporates shaded pedestrian sidewalks, as well as shaded pedestrian amenities.

I. Comparative Development Standards Table

Standard	C-2 MR Zoning District	Proposed PUD
Electric Vehicle Parking	No Requirement	<p>Minimum Number of Total EV Installed Spaces: 17 Spaces (Approximately 1.4%)</p> <p>The total number of EV Installed Spaces shall count toward the required parking count for the Property.</p>
Bicycle Parking Standards	No Requirement	<p>Bicycle Parking Standards shall adhere to Section 1307.H of the Walkable Urban (WU) Code Section of the Zoning Ordinance. If artistic racks are provided adherence to the City of Phoenix Preferred Designs in Appendix K of the Comprehensive Bicycle Master Plan shall be required.</p>
Shade	50%	<p>Any new public sidewalks and walkways constructed after the adoption of this PUD shall provide a minimum of 75% shade.</p> <p>Shade to be provided by means of vegetation at maturity and/or shade structures.</p> <p>Where utility conflicts arise, the developer shall work with the Planning and Development Department on alternative design solutions consistent with a pedestrian environment.</p>

J. Legal Description

Wood, Patel & Associates, Inc.
602.335.8500
www.woodpatel.com

February 8, 2023
WP# 174621.82
Page 1 of 4
See Exhibit "A"

LEGAL DESCRIPTION
Shops at Norterra
Gross Boundary

A portion of Section 1, Township 4 North, Range 2 East, of the Gila and Salt River Meridian, Maricopa County, Arizona, more particularly described as follows:

BEGINNING at the south quarter corner of said Section 1, a brass cap in handhole, from which the southwest corner of said section, a chiseled "X" on concrete overpass, bears North 89°37'06" West (basis of bearing), a distance of 2674.68 feet;

THENCE along the south line of said section, North 89°37'06" West, a distance of 2641.62 feet, to the centerline of Interstate 17;

THENCE leaving said south line, along said centerline, North 09°59'31" West, a distance of 402.32 feet, to the southwesterly prolongation of the northerly line of Lot 1, USAA Unit 1, recorded in Book 900, page 40, Maricopa County Records (MCR);

THENCE leaving said centerline, along said prolongation and said northerly line, North 51°38'06" East, a distance of 1141.65 feet;

THENCE North 72°39'09" East, a distance of 117.11 feet;

THENCE North 51°38'06" East, a distance of 290.80 feet;

THENCE North 63°03'04" East, a distance of 21.63 feet;

THENCE North 51°38'06" East, a distance of 84.00 feet, to the centerline of Norterra Parkway;

THENCE leaving said northerly line, along said centerline, South 43°55'11" East, a distance of 6.82 feet, to the beginning of a curve;

THENCE southeasterly along said curve to the left, having a radius of 1500.00 feet, concave northeasterly, through a central angle of 28°40'23", a distance of 750.66 feet, to the curves end;

THENCE South 72°35'34" East, a distance of 314.62 feet, to the beginning of a curve;

THENCE southeasterly along said curve to the right, having a radius of 645.00 feet, concave southwesterly, through a central angle of 72°05'42", a distance of 811.60 feet, to the curves end;

**Legal Description
Shops at Norterra
Gross Boundary**

February 8, 2023
WP# 174621.82
Page 2 of 4
See Exhibit "A"

THENCE South 00°29'52" East, a distance of 300.04 feet, to the **POINT OF BEGINNING**.

Containing 2,543,537 square feet or 58.3916 acres, more or less.

Subject to existing right-of-ways and easements.

This parcel description is based on client provided information and is located within an area surveyed by Wood, Patel & Associates, Inc. during the month of February, 2016 Any monumentation noted in this parcel description is within acceptable tolerance (as defined in Arizona Boundary Survey Minimum Standards dated 02/14/2002) of said positions based on said survey.

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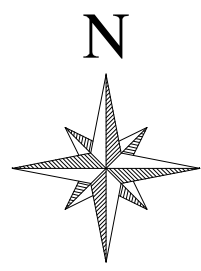
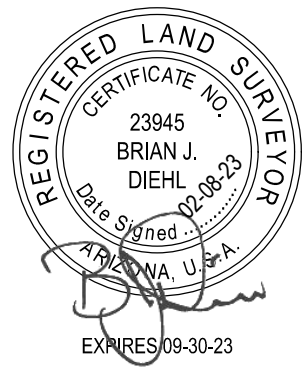
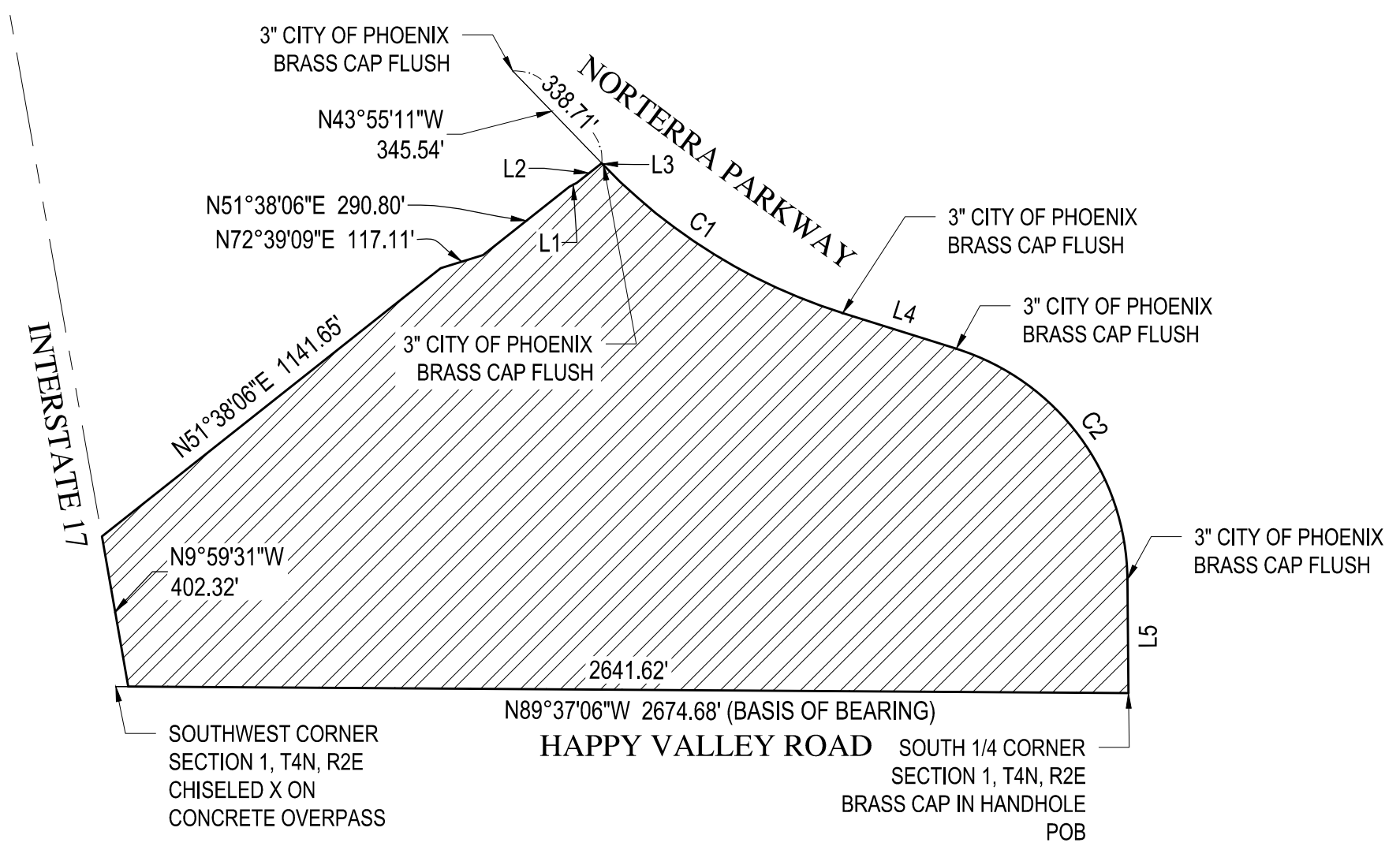


EXHIBIT "A"
 SHOPS AT NORTERRA
 GROSS BOUNDARY
 02/08/2023
 WP# 174621.82
 PAGE 3 OF 4
 NOT TO SCALE
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EXHIBIT 1

SITE AERIAL MAP



EXHIBIT 2

GENERAL PLAN LAND USE MAP

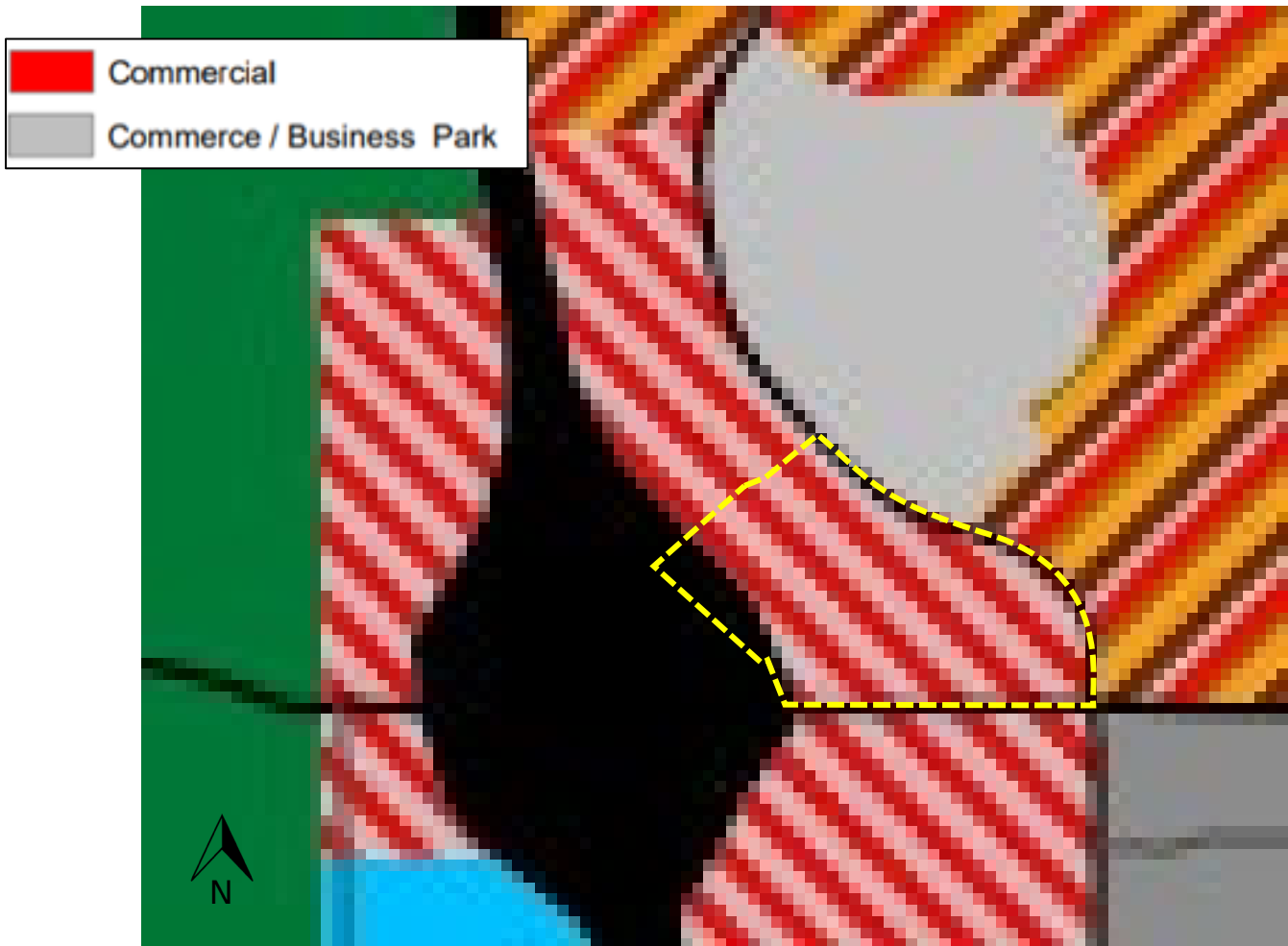


EXHIBIT 3

EXISTING ZONING INDEX MAP

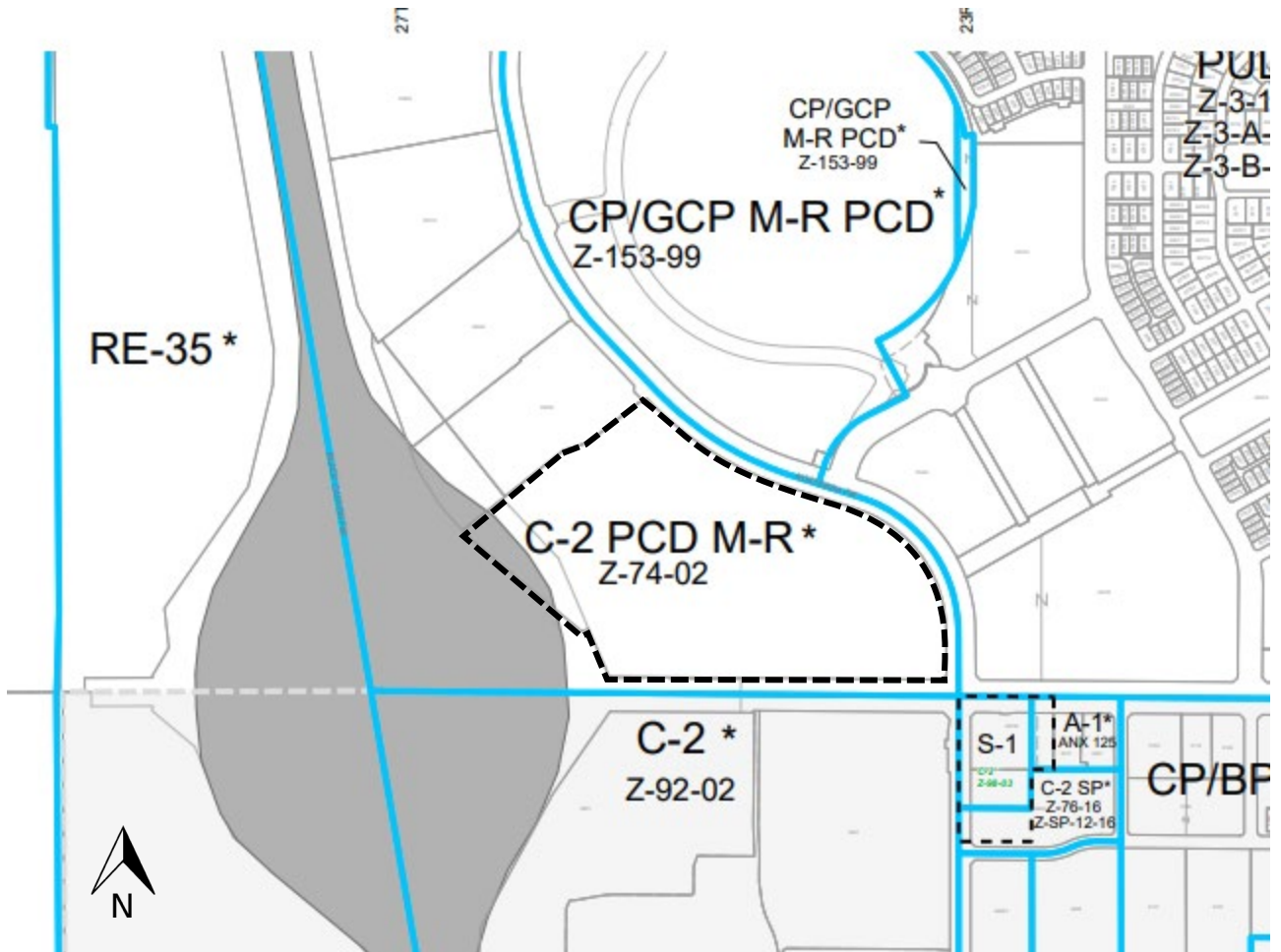


EXHIBIT 4

PROPOSED ZONING INDEX MAP

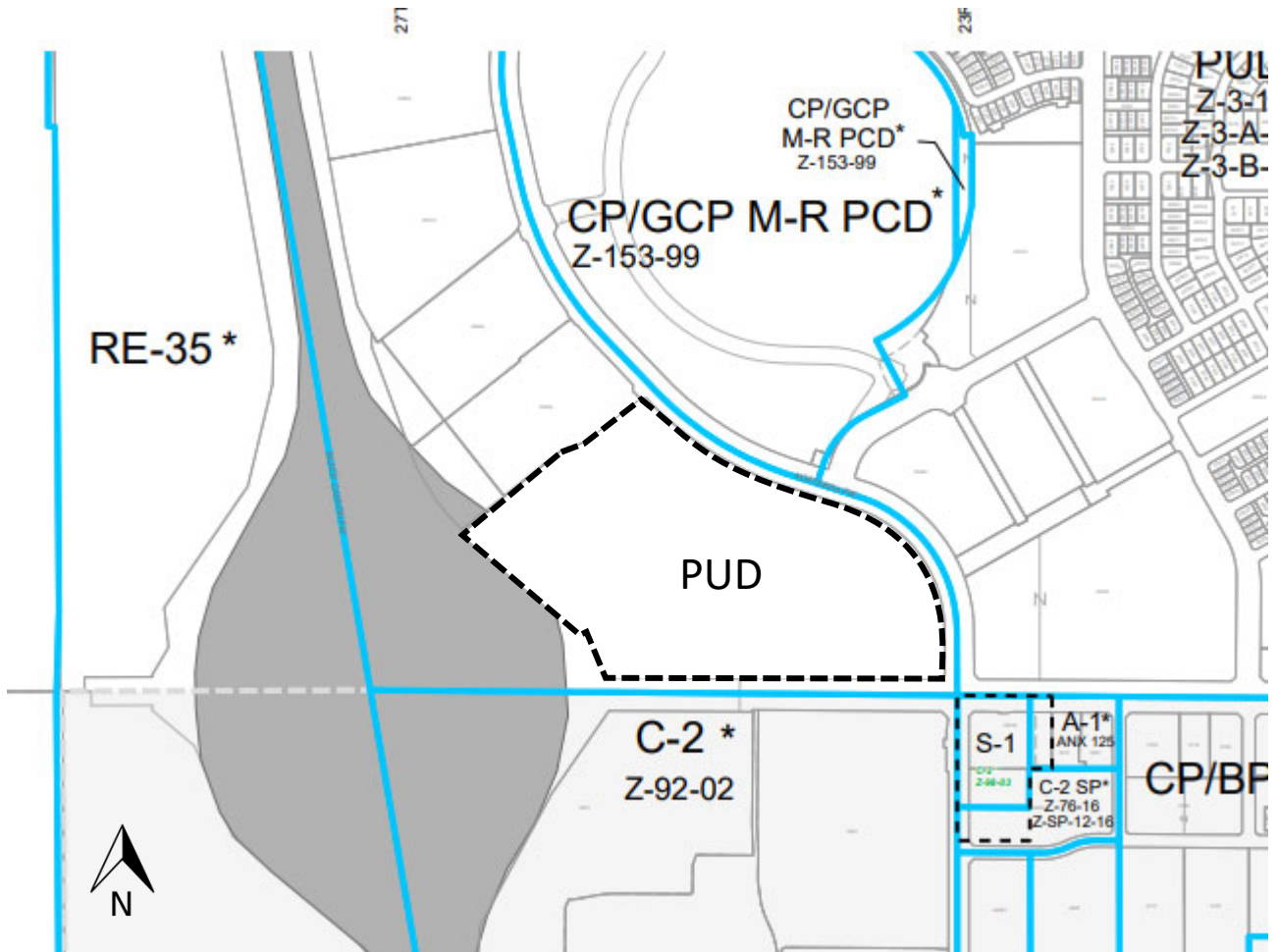


EXHIBIT 5

