

GENERAL INFORMATION

Applicant:	MOAC Land Holdings, LLC (owner)
Location:	7900, 8000, 8100, and 8201 24 th Avenue; 2001, 2101, 2111, 2121, 2131, 2141, and 2151 Lindau Lane; 2000, 2100, 2110, and 2120 Killebrew Drive; 8200 28 th Avenue and 8000 IKEA Way
Requests:	Major revision to the Preliminary Development Plan to expand the area included and modify the uses, design and phasing for Phases I, II, and III of the Mall of America
Existing Land Use and Zoning:	Mall of America, Radisson Blu Hotel, JW Marriott Hotel, Phase IC office tower, surface parking, and IKEA; zoned CX-2(AR-17)(PD) High Intensity Mixed Use (Airport Runway)(Planned Development)
Surrounding Land Use and Zoning:	North – Hotels; zoned C-4 South – Hotel, restaurant, offices; zoned C-4(PD) East – Hotel, offices, surface parking lot, and vacant Airport Land; zoned LX, CO-2, and CS-1(AR-17) West – Cedar Avenue, (Highway 77)
Comprehensive Plan Designation:	The Comprehensive Land Use Plan recommends High Intensity Mixed Use for the property.

HISTORY

City Council Action:	10/21/86 – Approved Preliminary Development Plan for Mall of America and Fantasyworld (Case 8235A-86)
City Council Action:	04/10/89 – Approved Revised Final Development for Mall of America (Case 8235A-89).
City Council Action:	05/19/03 – Approved Final Development Plan for IKEA (Case 6917B-03).
City Council Action:	10/19/06 – Approved revised Preliminary Development Plan for Phase II (Case 10730A-06).
City Council Action:	08/02/10 – Approved Final Development Plan for 14-story Radisson Blu Hotel and parking structure (Case 8235B-10).

- City Council Action: 06/25/12 – Approved Major Revision to Final Development Plans for former Bloomingdales anchor store (Case 8235C-12).
- City Council Action: 11/19/12 – Approved Preliminary and Final Plat for MALL OF AMERICA 8TH ADDITION. (Case 8235E-12).
- City Council Action: 05/06/13 – Approved Revised Preliminary Development Plan for Phase I and Phase II Mall of America at 7900, 8000 and 8100 24th Avenue, 2000 and 2100 Killebrew Drive, and 2001, 2101, and 2251 Lindau Lane (Case 10730B-13).
- City Council Action: 08/05/13 – Approved the Final Development Plan for Mall of America Phase IC, hotel and retail expansion, located at 2101 Lindau Lane and 8000 and 7900 24th Avenue (Case 8235C-13).
- City Council Action: 02/24/14 – Approved a Final Development Plan for the Mall of America Phase IC office tower, located at 2101 Lindau Lane (Case 8235A-14).
- City Council Action: 01/26/15 – Approved the Mall of America Master Sign Plan (Case 8235G-14).

CHRONOLOGY

- Planning Commission Action: 12/03/15 – Continued to the December 17, 2015 meeting at the request of the applicant.
- Planning Commission Agenda: 12/17/15 – Public hearing scheduled.

PROPOSAL

The Mall of America (MOA) is seeking a major revision to its Preliminary Development Plan (PDP), which was last revised in 2013. The revised PDP, consistent with past approvals, proposes that MOA will continue to develop as an intensive mix of retail, hotels, office, and entertainment uses. MOA has developed over multiple phases over the past 25 years. The following is a list of each phase, what that phase entailed, and the year it was approved:

- Phase IA – MOA building and four anchors; approved in 1989
- Phase IIA – IKEA; approved in 2003
- Phase IB – Radisson Blu Hotel; approved in 2010

- Phase IC – JW Marriott hotel and office tower; approved in 2013

Phase II is the area over and north of Lindau Lane, east of Highway 77, west of 24th Avenue and south of the 79th Street alignment. It includes IKEA (Phase IIA), which was developed in advance of the connected MOA expansion. The remainder of Phase II is proposed to be developed in two major phases – Phase IIB and IIC. Phase IIB, named “The Collections at MOA,” includes retail, restaurants with and without bar service, common area atriums, office tower, hotel with banquet space and restaurant, and residential units above the hotel. The Phase IIB gross building area would total approximately 1 million square feet. Phase IIC includes: MOA retail space, restaurants and fast food, atrium, three hotels, one of which is located across American Blvd. on the “pork chop” lot, office tower, and an entertainment venue/performing arts center. A newly proposed Phase III (Mall of America 4th Addition), located on the land known as the “Adjoining Lands” and referred to as the “Kelley site” in the applicant’s narrative, would be utilized for surface and ultimately structured parking. Plans for Phase III are likely to evolve over the years.

Upon completion of Phase II, MOA would include a combined gross building area of 8,802,000 square feet; approximately 5.7 million of which has been developed. Skyway connections between MOA buildings and IKEA, as well as across 24th Avenue, are depicted and are proposed to be constructed with Phase IIC. The final location, design, and number of skyways would be determined at the Final Development Plan stage.

Proposed Plan Changes

The proposed PDP entails significant changes from the 2013 PDP. Selected graphics from the approved 2013 PDP, including the phasing plan, are included in the agenda materials. The most significant changes include:

- ***Creation of Phase III.*** MOA purchased the 31-acre parcel Adjoining Lands (also referred to as the “Kelley site” or “MAC property”) located east of 24th Avenue and south of E. 82nd Street and proposes to incorporate it into the PDP. This property was purchased from the Metropolitan Airports Commission and is predominately minimally developed surface parking. No development is proposed for Phase III at this time. Rather, the site would be used for parking. Initially, surface parking would serve Phase IIB, while a parking structure would be constructed to serve as parking for Phase IIC.
- ***Change in use mix.*** Previous Phase II PDP iterations included a greater emphasis on entertainment uses. The 2013 PDP included several entertainment uses, such as performing arts center, dinner theater, cinema, museum, hockey practice facility, and a waterpark. The recreation anchor, waterpark, museum, and hockey practice facility proposed in the 2013 PDP have been removed. Hotels, retail, and office uses remain, along with an entertainment venue/performing arts center, although the proposing building areas have been adjusted.

- ***Residential uses.*** One-hundred and twenty residential units are proposed above the Phase IIB hotel. The first seven floors would be occupied by the hotel with residential units in the upper levels.
- ***Buildings and parking structures reconfiguration.*** Perhaps the most significant building reconfiguration is the proposed Phase IIB parking ramp location at the northwest quadrant of Lindau Lane and 24th Avenue. Additional discussion is provided in the analysis section, because as the ramp's location, design, and its impact on South Loop pedestrian circulation and the Mall's appearance from the street were major discussion topics among MOA, its design team, and City staff.
- ***Potential artist space.*** In an effort to activate and bring vibrancy to Lindau Lane, MOA is studying the viability of artist studios along Lindau Lane. MOA has contracted with a Minneapolis-based firm specializing in developing and operating arts facilities to determine the viability of artist space at MOA. The results of this market analysis will not be available during the PDP review process, but would need to be determined before a Final Development Plan application is submitted.
- ***Reduction in building area at full build-out.*** Previously approved Preliminary Development Plans and approved environmental studies conducted for MOA proposed 9.8 million square feet for the entire planned development (Phase I and Phase II). The total square footage in the proposed revision is approximately 8.8 million square feet, about a 10 percent floor area reduction.

ANALYSIS

Architecture and Site Design

The City's Zoning Code includes standards and development requirements related to building materials, site design, and landscaping that apply to all development phases. In the CX-2 zoning district, permitted exterior building materials include: glass, exterior cement plaster (stucco), natural stone, brick, architectural concrete, metal (in accordance with adopted policies), and EIFS (only on portions of facades over 18 feet above grade level).

In addition, development must be consistent with the *Urban Design Guidelines* approved for the MOA site in 2003. The stated purpose is to "establish guidelines for the future expansion of MOA allowing for flexibility of execution and expression of corporate identity within a physically, functionally, and visually integrated framework, or 'fabric' complementing the existing MOA. These guiding principles include:

- Skyway/Atrium Unifying Elements
- "Base" Design Concept complimenting existing MOA
- Integrated Parking Decks
- Vertical/Horizontal Balance of Massing Elements

- Traditional/Contemporary Blend of Materials and Colors
- Entry Point Prominence
- Vibrancy of Materials/Colors
- Circulation Integration for Vehicles and Pedestrians
- Environmental Integration

This revised PDP application includes architectural renderings from a variety of perspectives mostly focused on Phase IIB, but not final designs. Final architectural designs would be provided with FDP applications for Phases IIB and IIC. As a planned development, some flexibility and deviations from code requirements may be allowed provided the intent of the CX-2 zoning and *Urban Design Guidelines* is met and the flexibility is determined to be in the public interest.

Of particular interest is the parking structure proposed at the southeast corner of the Phase II site, which is in the northwest corner of Lindau Lane and 24th Avenue. The 2013 PDP depicted a water park at this location while a parking structure is proposed in the PDP revision. Given the high profile location of the parking ramp, the MOA must use great care to ensure that building facades incorporate a mix of high-quality materials with interesting designs, that the design is friendly to street-level pedestrians, providing convenient, comfortable, safe, and well-defined pedestrian improvements that combine to create an inviting gateway to the MOA campus. The applicant and staff extensively discussed whether the parking structure could be relocated to this corner and maintain the appearance and pedestrian circulation objectives in the South Loop District Plan. Staff provided the Mall with the guidance below specific to Phase IIB parking structure, pedestrian and bicycle circulation, and streetscape designs, which will be taken into account when reviewing future Final Development Plans:

- 1) To connect the Mall of America with the surrounding uses, an attractive ramp façade is vital. Also vital is a pleasant and attractive pedestrian experience adjacent to the parking ramp ground level on the east and south sides. Exterior appearance along Lindau Lane and 24th Avenue needs design enhancements for both views from the street and to improve pedestrian scale. The pedestrian level experience along the Lindau Lane and 24th Avenue ramp faces may include a colonnade connected to the building or other enclosing and sheltering features for the walkway. Minimum provisions on the pedestrian route along Lindau Lane include an 8-foot sidewalk, pedestrian lighting, minimum 20-foot separation from the Lindau Lane curb, trees in the boulevard separation and pedestrian wayfinding signs. Consider using the wayfinding sign template being developed by the City. Minimum provisions on the pedestrian route along 24th Avenue include a 12-foot sidewalk, pedestrian lighting, minimum 16-foot separation from the 24th Avenue curb, trees in the boulevard separation and pedestrian wayfinding signs.
- 2) Exterior appearance on the parking structure's north side (with the exception of MOA identity sign) will initially create a visual impression from southbound 24th Avenue and ultimately will be the view from the interior private street when Phase 2C is built. Exterior ramp appearance should consider these two distinct visual roles. Circulation plans and sidewalk provision should consider the private drive on the north side of the Phase IIB ramp, as this will become an important corridor for pedestrians approaching

the site from the north along 24th Avenue and from the east and west along American Boulevard.

- 3) Primary pedestrian and bike routes will include the plaza at the southeast corner of Phase IIB, north of the plaza along 24th Avenue and west of the plaza along Lindau Lane. A majority of the investment in streetscape should occur along these routes. Investment should be concentrated on the appearance/attraction of the plaza. The connection of the plaza to the parking ramp should be reviewed to soften the view when looking through the back of the plaza into the parking level while also being cognizant of potential pedestrian access to the ramp at this location considering both crime prevention and shelter from weather.
- 4) Lindau Lane and north and south plazas at 24th and Lindau intersection should reflect landscaping east of 24th Avenue. Trees should be incorporated in boulevard between sidewalk and curb south of parking ramp. Plazas and road medians will be maintained by MOA. Iconic gateway structures are desirable, provided they take utility and sight distance conflicts into account and are maintained by MOA.

It remains to be seen whether artist work or gallery space is viable along Lindau Lane, or generally at MOA. For the forthcoming Final Development Plan application for Phase IIB, the applicant and staff would have a better understanding whether artist space is not only feasible, but could be a success. Should the artist space concept prove unfeasible, the parking structure designs must *visually* activate the ground level and enhance the pedestrian experience along the east and south sides of the ramp consistent with the guidelines provided above.

Floor Area Ratio

CX-2 provides for the most intense development within the City. A minimum building floor area of 200,000 square feet per building is required with a maximum floor area ratio (FAR) of 2.0. The FAR may be increased to 3.0 provided that 50 percent of the ground coverage is in structures of six or more stories in height, average vehicle occupancy is 1.2 people per vehicle or greater, and at least two percent of the peak period trips serving the site are made by public transit. A parking study conducted in 2012 showed that 9 percent of MOA visitors were arriving by public transit and the average vehicle occupancy from a 2006 study was 2.3 persons per vehicle. This exceeds the code requirements allowing for a FAR of 3.0. However, similar to the 2013 PDP, the proposed development does not qualify for the FAR increase as 50 percent or more of the ground coverage is not in structures of six or more stories in height. Therefore, the applicable FAR limit is 2.0.

Phase IIB would entail an approximately 1 million square feet of gross building area. Phase IIC would entail approximately 2.1 million square feet of gross building area. At full buildout, the FAR for all of Phase II, including IKEA, would be 1.68. For comparison, Phase I, which includes the existing MOA, Radisson Blu hotel, JW Marriott, and Phase IC office tower, equates to an FAR of 1.8. The PDP is consistent with FAR requirements. Phase III depicts a parking structure and surface parking lot. Parking structures do not contribute to building floor area, so the Phase III FAR is zero.

Building Height

Given MOA's proximity to MSP, building heights are subject to the 2004 MSP Zoning Ordinance. The MSP zoning ordinance establishes maximum building heights for specific areas on the site. Allowed height ranges from 880-991 feet above mean sea level (FAA height limit), depending on the distance from the extended centerline of the MSP south runway. City staff may administratively approve an Airport Zoning Permit provided the building does not penetrate the MSP airspace elevation. Building heights that exceed the airspace elevation are prohibited unless a variance is issued by the MSP Board of Adjustment.

Massing graphics, which include FAA height limits, depict all buildings below maximum building heights. Temporary tower cranes necessary for constructing these buildings will pierce the MSP airspace elevation. A variance must be obtained from the MSP Board of Adjustments to exceed the maximum airspace elevation, even for temporary cranes during construction. In addition to a variance from the MSP Board of Adjustments, the applicant must receive approval from the FAA through the FAA's "7460" process prior to the issuance of a building permit.

Signage and Wall Graphics

Approval of the revised PDP does not include sign approvals, which are subject to separate review and permit approval. Building renderings submitted depict large graphic displays, or "super graphics," on the southeast parking structure along Lindau Lane, the corner of Lindau Lane and 24th Avenue, along 24th Avenue, and on the north side of the southeast parking structure (facing towards American Blvd.). The intent of these super graphics is not solely for advertising. Rather, the applicant has expressed interest in incorporating artwork within these spaces. The Final Development Plan may propose a decorative ramp skin or screen that does not concentrate the decorative elements in designated display rectangles.

In 2015, the City Code was amended to allow master sign plans, which afford a high level of flexibility to facilitate unique, iconic signs otherwise not permitted by City Code. However, while there is additional flexibility in approving signs, that flexibility must be balanced with attractive, high-quality signs that enhance the district's character and are integrated with building architecture. The City Council approved the MOA Master Sign Plan, which allowed the additional flexibility to install the advertising signs for the Phase IC development. The MOA master sign plan would need to be updated to incorporate signage for Phases IIB and IIC.

Parking

In review of the 2006 and 2013 PDP, a detailed shared parking analysis was conducted through a joint effort between the City and MOA, based on the shared parking methodology developed by the Urban Land Institute (ULI). The approved 2013 PDP required 20,872 spaces be provided on-site to accommodate full development of both Phase I and II of MOA. This total excludes the 1,407 spaces provided at IKEA.

Phase IIB, in addition to existing development, would require 18,801 parking spaces. The proposed supply for the existing MOA and Phase IIB is 18,558 spaces. Phase IIC, which represents full build-out, would require 23,523 parking spaces to accommodate the full development. Most *new* spaces would be located within two future parking structures on the Phase II site and one parking structure on the Phase III site. The parking structure depicted on the Phase III site demonstrates that MOA can meet parking requirements, but is a placeholder. The exact location, design, and number of stalls required for the Phase III parking structure will likely change in the coming years.

The scale of development, implementation of wayfinding technology, changes in driving habits, and transit use require on-going observation and analysis of parking demand. MOA is conducting a parking study for the 2015 holiday season and the results will be available within the next few months. This parking study will allow City staff to calibrate the parking model used for MOA to more accurately reflect parking demand. A similar study was completed in 2012 and resulted in a slight reduction in parking requirements. A re-calibrated parking model would be used to ensure forthcoming Final Development Plans meet the parking demand.

Traffic Analysis

As a requirement of the previous PDP condition, a traffic study is being completed in advance of an upcoming FDP application for Phase 2B. A preliminary draft of the study has been completed and includes an analysis of Phase 2B and future Phase 2C. Initial analysis for the PDP indicates that with Phase 2B, the following trip generation is expected:

Weekday daily	Weekday peak hour	Saturday daily	Saturday peak hour
18,350	1,490	23,120	1,965

For Phase 2B, several of the study intersections are expected to experience traffic operational issues during the weekday p.m. and Saturday peak hours. To provide acceptable levels of service (LOS D or better) the following improvements were identified:

- At I-494/24th Avenue, a two-lane movement of northbound 24th Avenue traffic destined for eastbound I-494 should be provided. In addition, striping improvements should be made to the American Boulevard/24th Avenue intersection to direct the southern eastbound left-turn lane to the eastern northbound right-turn lane.
- Signal timing modifications will be needed to the area signals.

For Phase 2C, initial analysis indicates the following trip generation is expected:

Weekday daily	Weekday peak hour	Saturday daily	Saturday peak hour
18,633	1,914	21,492	2,199

The table above indicates expected trip generation with Saturday afternoon performances at the 5,000 seat performing arts center. Should there be no Saturday afternoon events, the following trip generation is expected:

Weekday daily	Weekday peak hour	Saturday daily	Saturday peak hour
18,633	1,914	19,367	1,668

Traffic operations analysis was performed with and without a Saturday afternoon event at the 5,000 seat performing arts center. Results of the analysis indicate that no reasonable and/or feasible additional improvements beyond those listed below could be recommended to provide acceptable levels of service under a condition with a Saturday afternoon show occurring on a day when the MOA is generating higher traffic levels. Due to the increase in Saturday daily and peak hour trips attributed to the 5,000 seat performing arts center, it is recommended that Saturday afternoon events are not permitted during seasons when MOA experiences high traffic.

For Phase 2C, the initial analysis shows the following improvements should be considered:

- At Lindau Lane/IKEA Way/20th Avenue, a second southbound turn lane should be striped.
- At the Ring Road/IKEA Way/20th Avenue, the following improvements were identified:
 - Install a traffic signal that is coordinated with Lindau Lane/IKEA Way/20th Avenue intersection
 - Construct a northbound right-turn add-in lane
 - Construct dual westbound left-turn lanes and reconstruct west approach to align
- At the Ring Road/Thunderbird Road, the following improvements should be considered:
 - Install a traffic signal that is coordinated with American Blvd/Thunderbird Road intersection
 - Construct dual southbound left turn lanes
- Signal timing modifications will be needed to the area signals
- Additional regional improvements such as the I-494 / Thunderbird Road eastbound ramps should be considered
- Additional road improvements are expected for year 2040 build conditions as will be identified in subsequent studies
- Updates to the South Loop District Wayfinding system (freeway, local road, and on-site components) are expected.

Additional detailed analysis will be completed with each FDP application.

Transit and Transportation Demand Management (TDM)

The Mall of American has excellent access to transit and trail systems, both existing and proposed. With Phase 1C, the Mall of America prepared and will implement a Tier 1 Transportation Demand Management Plan. It is expected that this plan will be updated and revised with each subsequent MOA phase.

Stormwater Management

In 2009, Pond C, a regional basin, was expanded to provide stormwater management for the full Phase 2 development. With each FDP submittal, an analysis from the application that shows that Pond C is still managing stormwater per the stormwater management requirements at the time of the application, will be required.

The developer is also proposing to construct a portion of their Phase 2B building over an existing 72" public storm sewer. The application is in the process of analyzing best practices for construction around the existing storm sewer, as well as best practices for ongoing, routine maintenance. The applicant is proposing to construct their building footing in close proximity to the existing 72" storm sewer pipe. An agreement that will be recorded with the property will be required for the building construction and liability, as well as how future maintenance costs will be handled.

Utilities

Private watermain will be provided under the new ring road that will be connected to the public watermain under American Boulevard and Lindau Lane, therefore, looping of the watermain will be provided.

Sanitary sewer modeling was completed by both the applicant and Utilities staff. The applicant provided a static model (which resulted in estimated flow rates that exceed the existing pipe capacities), while Utilities staff updated the City's dynamic model. Using the City's dynamic model, the outcome was acceptable as the sewer pipes reached about half full at times of maximum flow rates. At each FDP application, the sewer model will be analyzed to determine pipe capacity and the flows will be limited to a maximum of 75% depth of the pipe. Any flows that exceed 75% of the depth of the pipe will require upsizing of the affected pipes.

There is a possibility that future development north of American Boulevard may need to connect into the existing, private sanitary sewer pipe that runs on the west side of the MOA Phase 2 site. Should the sites north of American Boulevard redevelop in such a way that requires sanitary sewer flows to be rerouted, consideration should be given to conversion of the existing private sanitary sewer pipe and utility and drainage easement to public ownership with the City taking over ongoing maintenance costs and responsibilities.

The proposed utility plan incorporates a private sanitary sewer pipe through the proposed Phase 2B building. While this is a privately owned and maintained sanitary sewer, Utilities staff has concerns regarding how this private pipe will be accessed and maintained in the future. The applicant should be aware that they are solely responsible for the maintenance of all private infrastructure on the site.

The preliminary development plan requires partial vacation of a public utility easement on the north side of Lindau Lane, east of 22nd Avenue. Vacation of this easement is subject to the developer providing a detailed utility relocation plan that will not adversely affect other public utilities in Lindau Lane and is fully serviceable and accessible to all public and private utility providers affected.

Fire Prevention

Maintaining access, water supply, and addressing for the existing Mall and future phased development plans would be critical factors. The existing ring route around the Mall of America

has had a significant and positive impact on the ability for emergency vehicles to access the areas around and in the Mall. This continued access would be a critical factor as the Mall continues to expand. The access and circulation design must meet or exceed the minimum standards for fire prevention and be maintained in accordance to the approved plan including a surface to provide all weather driving capabilities. Apparatus access roads must be asphalt or concrete and support a minimum of 80,000 pounds.

Hydrants would need to be maintained for the existing Mall and additional hydrants strategically placed to provide an adequate water supply for firefighting operations in and around all areas of the Mall and subsequent development. A concern for the restaurants in the retail space and hotel, especially those producing grease laden vapors, is to assure the hood suppression system is tested to the UL300 Standard, be listed and labeled for the intended application and have the capability to flow water through the same nozzles upon discharge of the wet chemical.

Provide a sequential fire pump series for phase II retail spaces independent of the existing MOA and phase IC. The residential, office structures, and larger anchor stores would have independent suppression and fire alarm systems.

The buildings must be addressed plainly and visible from the street or road using numbers that contrast with the background. The numbers must be a minimum of four inches, be Arabic numbers or alphabetic letters with a minimum stroke width of 0.5 inches. Knox boxes must be provided at all entrances and other areas designated by the Fire Prevention Division.

Any changes made to the current plans, including building location, access roads, water supply and addressing, must be reviewed by the Fire Marshal to insure continued compliance with the fire code.

FINDINGS

Section 21.501.02(d)(1),(2),(3),(4),(5) and (6) - The following findings must be made prior to the approval of new preliminary development plans or revisions to previously approved preliminary development plans:

1. The proposed development is not in conflict with the Comprehensive Plan;

- The Comprehensive Plan recommends High Intensity Mixed Use for the site. Retail shopping, hotels, office, and residential uses are all consistent with the land use designation.

2. The proposed development is not in conflict with any adopted District Plan for the area;

- The proposed development is consistent with the South Loop District Plan.

3. All deviations from City Code requirements are in the public interest and within the parameters allowed under the Planned Development Overlay Zoning District or have previously received variance approval;

- The deviations requested are in the public interest and meet the intent of the code. All requested deviations are within the allowed parameters under the Planned Development Overlay District.

4. Each phase of the proposed development is of sufficient size, composition, and arrangement that its construction, marketing, and operation is feasible as a complete unit without dependence upon any subsequent unit;

- The proposed Mall of America Expansion, in conjunction with the overall Planned Development, is a complete unit without dependence upon other subsequent units. The expansion has been designed to accommodate future phases. There are adequate access points from public right-of-way and parking areas to ensure that the Planned Development is able to fully serve all of the uses within the site.

5. The proposed development will not create an excessive burden on parks, schools, streets, and other public facilities and utilities which serve or are proposed to serve the planned development; and

- Water, sewer, and traffic studies have been, and will be, conducted with each development phase to ensure that the proposed development would not be an excessive burden on public facilities and utilities.

6. The proposed development will not be injurious to the surrounding neighborhood or otherwise harm the public health, safety and welfare.

- The proposed development is not expected to create excessive noise, light, odor, or other factor that would be injurious to the surrounding neighborhood.

RECOMMENDATION

Staff recommends the following motion:

In Case 8235F-15, I move to recommend City Council approval of a Major Revision to the Preliminary Development Plan to expand the area included and modify the uses, design and phasing for Phases I, II, and III of the Mall of America subject to the conditions listed in the staff report.

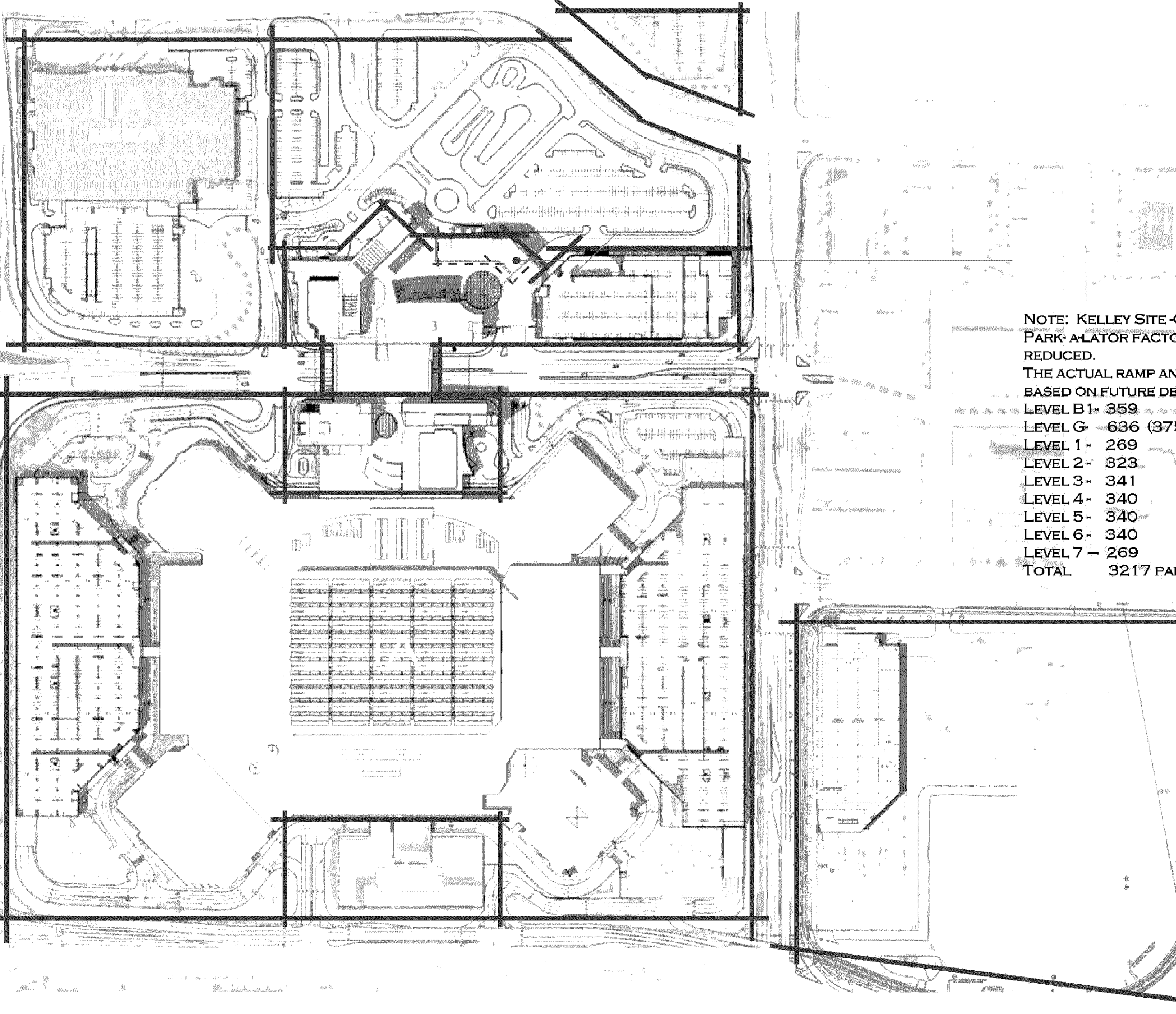
Recommended Conditions of Approval – Preliminary Development Plan (Case 8235F-15)

- 1) A Site Development Agreement for each Final Development Plan that includes all conditions of approval must be executed by the applicant and the City prior to building permit issuance for that phase.
- 2) With each Final Development Plan approval, the applicant must execute a Public Improvement Agreement with the City that identifies cost participation and timing of those public infrastructure improvements identified in Appendix A in Case File 8235F-15.
- 3) The applicant must execute an Operation and Maintenance Agreement with the City for all private facilities in the public right-of-way and for any public infrastructure that may be attached, incorporated, or is part of structures located in public right-of-way. This Agreement must include, but not be limited to:
 - a. Lighting, traffic control devices, and ITS devices attached to private structures;
 - b. Air quality improvements including venting of areas under private structures;
 - c. Public safety improvements;
 - d. Anti-icing system or program;
 - e. Liability considerations;
 - f. Public right-of-way encroachment considerations;
 - g. General maintenance program;
 - h. Security camera equipment and appurtenances;
 - i. Private traffic signals operating in coordination with adjacent City or County traffic signals; and
 - j. Maintenance and liability of existing 72 inch storm sewer that is being incorporated in the Phase 2B structure.
- 4) An updated full Traffic Analysis similar to the detailed 2006 and 2015 Mall of America, Phase II traffic studies, must be completed with the first final development application received by the City after 2020 to account for changes to the existing roadway network and area development. The updated traffic analysis must be completed per City Code 21.502.01(h) and include, but not be limited to, the following:
 - a. Modifications to create consistency with the approved site plan, land use mix, approved roadway network, bicycle access and parking, parking infrastructure, and performing arts operations;
 - b. A detailed on- and off-site ITS and wayfinding system with participation and approval of the respective governmental agencies;
 - c. Verification that all intersections will operate at Level of Service (LOS) D or better in the first year the facility is opened and two years after it opens; and
 - d. Expansion of the study area to include American Boulevard intersections located west of TH 77 to Portland Avenue, the I-494/Portland intersection, and the WB merge of NB TH 77.
- 5) A Construction Management Plan must be submitted for review and approval by the City with each Final Development Plan application. Plan elements must include, but not be limited to:
 - a. A temporary parking plan;
 - b. A temporary security/inspection area;
 - c. Construction staging areas;

- d. Traffic control and pedestrian and bicycle circulation plans for encroachments in public streets and sidewalks; and
 - e. A detour plan specifying alternative traffic routes during road closures or construction.
- 6) Given the unique parking characteristics of a development of the size of the Mall of America, the City has determined parking requirements using a calibrated parking model based on the Urban Land Institute's *Shared Parking Study, Second Edition*. The following parking related requirements apply:
- a. Final Development Plans for each phase must include an updated shared parking study for review and approval by the City. At the time of Final Development Plan review, the applicant must demonstrate that sufficient parking is available for that phase and existing uses on site according to the parking model;
 - b. The parking model includes an effective supply factor of 5 percent. In the event the applicant applies technologies to reduce the needed effective supply factor, the Issuing Authority may modify the model to reduce the effective supply factor accordingly;
 - c. The applicant and any successors must prohibit the performing arts facility from scheduling events whenever the available parking will be less than 1,232 spaces. This condition must be incorporated into any operations, maintenance, and/or lease agreements.
- 7) The applicant must submit a Tier I Transportation Demand Management Plan in conjunction with each Final Development Plan submitted under this Preliminary Development Plan. The Tier I Transportation Demand Management Plan must be coordinated with each subsequent Final Development Plan.
- 8) All intersections included in the on-site circulation system must operate at a Level of Service (LOS) D or better.
- 9) The bus and shuttle drop-off areas must provide sufficient height clearance, lighting, turning paths, and functional intersections.
- 10) Buildings constructed over roadways must include lighting, sprinkler, and ventilation systems to ensure the tunnels meet all applicable regulations regarding air quality and safety.
- 11) An on-site stormwater management plan must be submitted with the each Final Development Plan application that includes:
- a. Rate control and water quality management practices compliant with the City's comprehensive Surface Water Management Plan;
 - b. A stormwater management maintenance plan signed by the property owner and filed of record with Hennepin County; and
 - c. An analysis of sanitary sewer flows and calculations from all parking levels if it is determined that the ramps (or portions of ramps) are classified as "closed" ramps and drain to the sanitary sewer system.
- 12) Sanitary sewer and water utility service plans must be submitted with each Final Development Plan application and must accommodate all future development expansion. For private utilities that cross property lines, standard maintenance agreements and easements shall be established and recorded prior to issuance of permits.
- 13) Sanitary sewer installed on the Phase II site must be of sufficient depth and capacity to serve the development.

- 14) Pedestrian bridges connecting to buildings and/or parking ramp(s) must be covered and enclosed. Exterior materials must be visually integrated with the exterior materials used on abutting structures. The pedestrian crossing of 24th Avenue between Phase I and Phase III must be moved south of 82nd Street to align with the proposed Transit Center. The exact locations of the other pedestrian crossings over 24th Avenue and American Boulevard may need to change based on adjacent development and pedestrian circulation needs.
- 15) A continuous, enclosed pedestrian connection must be integrated with the parking ramp through use of a canopy, colonnade or other form of partial enclosure and must be constructed between Phase IIA and the remainder of Phase I and II in conjunction with any phase of construction beyond Phase IIB.
- 16) The development shall be consistent with the ten principles outlined in the *Urban Design Guideline Plan* (included in Page 5 of the submitted plans).
- 17) No structures or buildings may be located in existing public drainage, utility, or sidewalk easements unless vacated by the City.
- 18) Final Development Plans showing parking structures must coordinate mall and parking structure design to:
 - a. Maximize efficiency of access and circulation to and from adjacent roads;
 - b. Better enable patron access by increasing the number of pedestrian entrances from parking ramps to the Mall;
 - c. Maximize efficiency of vehicle circulation within parking structure;
 - d. Maximize efficiency of arriving vehicles in finding available parking stalls; and
 - e. Separate truck/delivery traffic from visitor traffic within new parking structures.
- 19) Given the prominent location of the Phase IIB parking ramp along Lindau Lane and 24th Avenue, an attractive exterior appearance and active ground level is vital.
 - a. Active Ground Level. The applicant is exploring the feasibility of establishing artist occupancies on the ground level of the parking ramp adjacent to Lindau Lane and 24th Avenue. Final Development Plans for Phase IIB must include active uses on the ground level of the parking ramp adjacent to Lindau Lane and 24th Avenue. In the event that further study reveals to the Issuing Authority that active ground level uses are not feasible, Final Development Plans for Phase IIB must include alternative methods of activating the ground level approved by the City. Potential activation methods, subject to City approval, may include streetscaping, public art, displays, pedestrian colonnades, or similar features.
 - b. Attractive Exterior Appearance. Final Development Plans for Phase IIB must include a coordinated, all-encompassing and attractive design approved by the City for the south, east and north facades that softens the appearance of the ramp, meets Building Code ventilation requirements and reflects well on the surrounding district while providing a pedestrian scale at ground level.
- 20) The pedestrian way adjacent to Lindau Lane must include a sidewalk of at least 8 feet in width, pedestrian lighting, a minimum 20 foot separation from the Lindau Lane curb, trees in the boulevard separation and pedestrian wayfinding signs.
- 21) The pedestrian and bicycle way adjacent to 24th Avenue must include a sidewalk of at least 12 feet in width, pedestrian lighting, a minimum 16 foot separation from the 24th Avenue curb, trees in the boulevard separation and pedestrian wayfinding signs.
- 22) The super graphics shown in the Preliminary Development Plan are not approved. Super graphics would require separate approval of a Master Sign Plan.

- 23) The following conditions pertain to landscaping plans to be included with future Final Development Plans:
- a. Lindau Lane plaza landscaping at 24th Avenue must reflect plaza landscape design east of 24th Avenue.
 - b. Plazas must be installed and maintained by the applicant.
 - c. Trees must be provided along Lindau Lane between the curb and the sidewalk.
 - d. Median landscaping in Lindau Lane is encouraged and must be installed and maintained by the applicant.
 - e. Iconic gateway structures at the 24th Avenue and Lindau Lane intersection are desired, but will need to take into consideration utility conflicts and sight distances.
- 24) A Security Plan including, but not limited to, design, structural, operational, internal security, traffic plans and communications elements must be submitted for review with each Final Development Plan application and approved by the Bloomington Police Chief and Fire Chief prior to the issuance of any grading, foundation, or building permits.



NOTE: KELLEY SITE - QUANTITY OF STALLS BASED ON PARKING FACTORS THAT WILL LIKELY BE REDUCED.

THE ACTUAL RAMP AND STALL LOCATION WILL BE BASED ON FUTURE DEVELOPMENT PLANS.

LEVEL B1 -	359
LEVEL G -	636 (375 ON SITE PARKING)
LEVEL 1 -	269
LEVEL 2 -	323
LEVEL 3 -	341
LEVEL 4 -	340
LEVEL 5 -	340
LEVEL 6 -	340
LEVEL 7 -	269
TOTAL	3217 PARKING STALLS

0' 100' 200' 400'



PHASE 2B COLLECTIONS AT MOA
PHASING PLAN

PDP SUBMISSION - REVISED 11.18.2015

