

Amy Harvey

From: Jeanette Coffin
Sent: Monday, September 20, 2021 9:16 AM
To: dschwartz1965@icloud.com
Cc: Colleen Willger; Nate Broman-Fulks; Adam Searing; Allen Buansi; Amy Ryan; Andrew Creech; Camille Berry; Hongbin Gu; Jeanne Brown; Jeffrey Hoagland; Jess Anderson; Karen Stegman; Michael Parker; Pam Hemminger; Paris Miller-Foushee; Robert Beasley; Tai Huynh; Vimala Rajendran; Zachary Boyce; Amy Harvey; Ann Anderson; Carolyn Worsley; Laura Selmer; Loryn Clark; Mary Jane Nirdlinger; Maurice Jones; Rae Buckley; Ran Northam; Ross Tompkins; Sabrina Oliver
Subject: FW: Historic District Commission
Attachments: 150 E. Rosemary.docx

Thank you for your correspondence with the Town of Chapel Hill. The Mayor and Town Council are interested in what you have to say. By way of this email, I am forwarding your message to the Mayor and each of the Council Members, as well as to the appropriate staff person who may be able to assist in providing additional information or otherwise addressing your concerns.

Again, thank you for your message.

Sincerely,

Jeanette Coffin



Jeanette Coffin
Office Assistant
[Town of Chapel Hill Manager's Office](#)
[405 Martin Luther King Jr. Blvd.](#)
[Chapel Hill, NC 27514](#)
(o) 919-968-2743 | (f) 919-969-2063

From: David Schwartz [mailto:dschwartz1965@icloud.com]
Sent: Sunday, September 19, 2021 8:47 PM
To: Town Council <mayorandcouncil@townofchapelhill.org>
Subject: Historic District Commission

External email: Don't click links or attachments from unknown senders. To check or report forward to reportspam@townofchapelhill.org

Mayor and Town Council members,

Please see the attached memo that I am sending in my capacity as Chairperson of the Town Historic District Commission.

Cheers,

David

To: Mayor and Town Council

From: David Schwartz, Chair, Historic District Commission

Date: September 19, 2021

At the Historic District Commission meeting of September 14, 2021, the Commission as a body asked me to convey to you some of their concerns about the Certificate of Appropriateness application for a public park/plaza at 150 E. Rosemary. The Commission approved the Certificate of Appropriateness application. Vote: 5-1. We were given to understand that, according to state law, the larger project of which the plaza is a part cannot go forward without the plaza component first receiving a COA. The approval included two conditions: 1) Public artwork, to be determined by the applicant and the Town, shall be placed on the trash enclosure gates; 2) The project shall use the Town Standards for streetlights. The applicant was amenable to both conditions.

However, the HDC also voted to recommend to the Council that 1) the Council undertake a public process for design of the park plaza; and 2) if any changes are made to the design of the plaza based on its conditional zoning approval, the modified design be brought to the HDC for an amendment to the Certificate of Appropriateness. Vote: 5-1.

Some commissioners felt it was premature and/or confusing for the HDC to be reviewing this project at this stage because 1) the design of the adjacent office building has not been finalized and it is hard to evaluate the design of the plaza without knowing what context the adjacent structure will provide; 2) the Town, as owner of the site, is officially the applicant and yet the Town seems not to have played any role in the application process that we could discern; 3) related to #2, approval of the design for any public park, and especially one occupying such a prominent central downtown location, should involve a public process and review by Town Parks and Rec staff, the Parks and Rec advisory board as well as other advisory boards (e.g., planning, cultural arts), and the public at large. It's not clear whether the application the HDC reviewed has undergone review by any of these other stakeholders.

We understand that the park plaza will be included in the applicant's conditional zoning application to be submitted. In the normal course of a Conditional Use review, in which part or all of the site is within one of the Historic Districts, the HDC would act in place of the CDC. The HDC would then review the Concept Plan prior to the Conditional Use submittal and make preliminary comments. We did see an earlier version of this town park as part of our concept plan review of the entire project (including the office building) in December 2020, but staff advised the commission at that meeting to refrain from commenting on any proposed landscaping and to wait instead for the COA application.

In addition to these concerns about process, Commission members expressed concerns about the substance of the proposed design, including

- 1) The site of the proposed plaza occupies a transition zone between downtown and the historic Franklin-Rosemary residential district. The function of the plaza as a gateway from one area to the other should figure more prominently in the design.

- 2) Several commissioners expressed concern about the inaccessibility of much of the plaza to those in wheelchairs, pushing strollers, with mobility limitations, etc. The proposed park design may not meet ADA accessibility standards.

3) At our initial review of this project on July 20, Commission members suggested considering other models for small downtown parks with a green component, including the lawn in front of Weaver Street Market and the church park at the corner of Franklin and Columbia. The applicant did respond by adding a few larger shade trees.

Amy Harvey

From: Jeanette Coffin
Sent: Wednesday, October 27, 2021 8:37 AM
To: bberndt500@aol.com
Cc: Colleen Willger; Adam Searing; Allen Buansi; Amy Ryan; Andrew Creech; Camille Berry; Hongbin Gu; Jeanne Brown; Jeffrey Hoagland; Jess Anderson; Karen Stegman; Michael Parker; Pam Hemminger; Paris Miller-Foushee; Robert Beasley; Tai Huynh; Vimala Rajendran; Zachary Boyce; Amy Harvey; Ann Anderson; Carolyn Worsley; Laura Selmer; Loryn Clark; Mary Jane Nirdlinger; Maurice Jones; Rae Buckley; Ran Northam; Ross Tompkins; Sabrina Oliver
Subject: RE: 150 E. Rosemary Comments for Town Council Public Hearing of 10/27/21

Thank you for your correspondence with the Town of Chapel Hill. The Mayor and Town Council are interested in what you have to say. By way of this email, I am forwarding your message to the Mayor and each of the Council Members, as well as to the appropriate staff person who may be able to assist in providing additional information or otherwise addressing your concerns.

Again, thank you for your message.

Sincerely,

Jeanette Coffin



Jeanette Coffin
Office Assistant
[Town of Chapel Hill Manager's Office](#)
[405 Martin Luther King Jr. Blvd.](#)
[Chapel Hill, NC 27514](#)
(o) 919-968-2743 | (f) 919-969-2063

From: Bob/Chris Berndt [mailto:bberndt500@aol.com]
Sent: Tuesday, October 26, 2021 5:11 PM
To: Town Council <mayorandcouncil@townofchapelhill.org>
Subject: 150 E. Rosemary Comments for Town Council Public Hearing of 10/27/21

External email: Don't click links or attachments from unknown senders. To check or report forward to reportspam@townofchapelhill.org

Dear Mayor and Council,

I am writing as a citizen, and not in my capacity as a member of the Historic District Commission, to submit the following comments on the conditional zoning application for 150 E. Rosemary:

- Please save the magnolia tree and surrounding green space. The applicant's statement indicated that they were continuing to study the matter. Many citizens have asked for more green space; we have

existing space that could be saved. The magnolia would be a perfect gateway/transition to the surrounding residential areas.

- Please save the pencil mural. It is a fine example of Michael Brown's work.
- Consider lowering the height of the proposed office building. Citizens were asked to respond to concepts of 6-8 stories, and most wanted less than the maximum. Now the proposal is at the maximum, including a penthouse; plus there is another 22 feet of mechanical equipment storage—about 140 feet high in total.
- Please take into account the effect of this height and mass upon the existing National Register District on the 100 Block of E. Franklin and North Street, and the Post Office/Courthouse building. This building needs to be done right in a very sensitive and historic location---the heart of the community. Clear modelling of the views of the project from several directions would be helpful.
- I endorse the recommendation of the Community Design Commission to remove the compactor from the green space area and find another location that does not impact the community open space so much.
- I suggest reducing the width of the alley onto Henderson Street.

Thanks for your consideration of these thoughts.

Sincerely,
Christine S. Berndt
621 Rock Creek Road
Chapel Hill

Amy Harvey

From: Jeanette Coffin
Sent: Wednesday, October 27, 2021 3:11 PM
To: thenkel1936@gmail.com
Cc: Colleen Willger; Adam Searing; Allen Buansi; Amy Ryan; Andrew Creech; Camille Berry; Hongbin Gu; Jeanne Brown; Jeffrey Hoagland; Jess Anderson; Karen Stegman; Michael Parker; Pam Hemminger; Paris Miller-Foushee; Robert Beasley; Tai Huynh; Vimala Rajendran; Zachary Boyce; Amy Harvey; Ann Anderson; Carolyn Worsley; Laura Selmer; Loryn Clark; Mary Jane Nirdlinger; Maurice Jones; Rae Buckley; Ran Northam; Ross Tompkins; Sabrina Oliver
Subject: FW: 150 E. Rosemary St.
Attachments: MOUexecute.pdf; 150ERosemaryCZApplication.pdf

Thank you for your correspondence with the Town of Chapel Hill. The Mayor and Town Council are interested in what you have to say. By way of this email, I am forwarding your message to the Mayor and each of the Council Members, as well as to the appropriate staff person who may be able to assist in providing additional information or otherwise addressing your concerns.

Again, thank you for your message.

Sincerely,

Jeanette Coffin



Jeanette Coffin
Office Assistant
[Town of Chapel Hill Manager's Office](#)
[405 Martin Luther King Jr. Blvd.](#)
[Chapel Hill, NC 27514](#)
(o) 919-968-2743 | (f) 919-969-2063

From: thenkel1936@gmail.com [mailto:thenkel1936@gmail.com]
Sent: Wednesday, October 27, 2021 3:06 PM
To: Town Council <mayorandcouncil@townofchapelhill.org>
Subject: 150 E. Rosemary St.

External email: Don't click links or attachments from unknown senders. To check or report forward to reportspam@townofchapelhill.org

Madam Mayor and Members of the Council:

Tonight the Council will open the conditional zoning hearing for the office building that Grubb Management is proposing to build on the site of the Wallace Deck at 150 E. Rosemary St. Attached is the MOU executed between Grubb Management and the Town of Chapel Hill, and the CZ Application for 150 E. Rosemary. I see that there is a serious disconnect between these two documents.

Specifically, the office building design that Grubb Management is proposing for 150 E. Rosemary St. appears to deviate from what was agreed to in the memorandum of understanding that the Town signed with Grubb in March 2020 (see p. 7 of attached MOU). Section 7c of the memorandum states that Grubb will build “an office building comprising 200,000 sf across six floors” and that the building profile will step back from the street above the fourth aboveground level. My reading of the current proposed design is that it comprises 228,000 sf across seven floors and that they are seeking an exemption from the zoning requirement to have the building step back above the fourth level. So what Grubb is now proposing is both larger overall and larger particularly along the Rosemary street frontage than what they agreed to back in March 2020.

I urge you to deny this deviation from the MOU (and from the setback regulations of the TC-3 zone), for I believe that you should adhere to the March 2020 agreement and say NO to a developer who, like many others recently, is asking for a variance in Town regulations.

Since I will be unable to deliver comments in-person at your meeting this evening, I ask that my remarks be made a part of the official record of the meeting.

Regards,

Tom Henkel

223 Cedar Breeze Ln.

Chapel Hill, NC 27517

919-593-5510

Memorandum of Understanding

This Memorandum of Understanding (the "MOU") is dated as of March 9, 2020, and is between the Town of Chapel Hill, North Carolina (the "Town"), and Grubb Management, LLC ("Grubb").

Unless the context clearly requires otherwise, capitalized terms used in this MOU and not otherwise defined have the meanings set forth in Exhibit A. Exhibit B shows the vicinity of property considered by this MOU.

1. The Project

The parties have engaged in a series of discussions concerning an economic development project whereby:

- The parties will exchange properties (the Wallace Deck in exchange for the CVS Deck and adjacent parcel), with a cash payment settling the difference in value;
- Grubb will entitle, design and build, as a fee developer for the Town's account and not for its own account, the New Deck on the CVS Deck Property and the adjacent parcel (with the Town paying the New Deck Total Cost); and
- Grubb will then entitle, design and build the New Office Building; all as further described and provided for in this MOU.

The Project is an economic development project for the Town. The Town expects that the Project will enhance the Town's taxable property, employment, and business prospects.

2. The Nature of this Agreement

This MOU is a binding agreement between the parties to negotiate in good faith and due diligence to complete the EDA by June 30, 2020. The parties will begin to negotiate the terms of the final EDA immediately after completing the execution and delivery of this MOU.

The parties agree that provisions of Sections 3 through 8 will form the basis for the start of those negotiations, but no party is bound to agree to any of those terms. The binding obligation is only to negotiate in good faith and due diligence in recognition of the deadline. Any party can cease negotiations at any time if it has acted in good faith and with due diligence to that point.

Sections 2, 9 and 10 are terms that relate to the conduct of the parties under this agreement. They are binding on the parties notwithstanding the non-binding nature of Sections 3 through 8.

3. The parties will exchange properties

a) Grubb owns the CVS Deck Property. The Town owns the Wallace Deck Property.

b) The parties will work together for the acquisition of the adjacent parcel. The parties expect that Grubb will acquire that property directly from the adjacent property owners, but recognize that the best agreement may be for the Town to acquire the property.

c) The parties will then exchange properties. In the end, the Town will own the CVS Deck Property and the adjacent parcel, and Grubb will own the Wallace Deck Property. The party acquiring excess value, as determined in accordance with the Economic Development Agreement (EDA), in the exchange will pay the difference to the other party as may be described in the EDA.

d) The parties recognize that the exchange must be complete before the Town can make any payments toward New Deck construction.

e) After the exchange, Grubb will begin to demolish the CVS Deck as part of the construction process for the New Deck. The parties will confer on the timing of this demolition as part of the construction process described in Section 6.

f) The Town and Grubb will enter into a lease, management agreement or other agreement concerning the operation of the Wallace Deck between the time of the exchange and the opening of the New Deck. Grubb agrees that the Wallace Deck will be maintained for public parking on substantially the same basis as today until the New Deck is open. The Town will not be required by the agreement to undertake any long-term improvements to the Wallace Deck, whether as a response to deferred maintenance or otherwise. The EDA will spell out more specific terms for the allocation between the parties of revenues and expenses from the Wallace Deck.

4. Grubb will entitle the New Deck

a) Grubb will apply by March 6, 2020 for all necessary land use approvals for the New Deck construction, on its own behalf. Grubb may include the adjacent property owner as co-applicants if adjacent parcel acquisition has not been completed by the time the application is filed.

b) In connection with the application, Grubb will complete a traffic impact analysis that endeavors to include an analysis of the expected impact of the New Deck, and the New Office Building.

c) The parties acknowledge that if full entitlement has not been completed by June 30, 2020, Grubb will be unlikely to realize its expected full value of the Project and may therefore cease work and negotiation.

5. Grubb will design the New Deck, and the Town will pay for it

a) Grubb will design the New Deck to sit on the CVS Deck Property plus the adjacent parcel. Grubb will design the New Deck to encompass 1100 standard sized parking spaces, with a tolerance of plus or minus 5%. The following firms are considered approved: Perkins + Will, Ballentine Associates, PA and NV5.

b) The parties will consult as to including in the design the following features:

i) Parking and charging stations for electric vehicles

ii) A pedestrian connection from the New Deck to Franklin Street

iii) Solar energy collection facilities on the roof of the New Deck, with the parties understanding that designing those rooftop facilities may have an effect on the total height of the New Deck as referenced in 5(a).

iv) Rosemary Street-side activation of the parking deck, such as, for example only, incorporation of a green space, retail use, or other public activity space.

v) The design should include a second outlet for traffic (in addition to Rosemary Street) at a place as be determined in the Traffic Impact Analysis and as may be described in the EDA.

c) As part of working on the New Deck design, the parties will work together on a parking and construction management plan. This plan will be

designed to minimize the disruption and adverse effects of the New Deck/New Office Building construction and Renovation projects on downtown traffic and parking, and on the operation of downtown businesses.

6. Grubb will construct the New Deck, and the Town will pay for it

a) Grubb will construct the New Deck in accordance with the final design as approved under Section 5(b). Grubb will construct the New Deck as a fee developer for the Town, and not for its own account, under the authority of the Town Charter provision (Sections 4.20 through 4.25) that allows the Town to enter into private construction contracts related to economic development projects.

b) Grubb must begin construction (which may include the start of demolition) by September 1, 2020, subject to receipt of all necessary permits and entitlements. Grubb may extend that deadline to no later than December 1, 2020, so long as Grubb notifies the Town prior to September 1st that the time is being extended. The Town will have no further obligation to purchase or pay for the New Deck if construction does not start by December 1, 2020, subject to delays by the Town, force majeure, and other delays not within the control of Grubb. The New Deck must receive a complete certificate of occupancy for all its intended functions not later than September 30, 2021.

c) The parties acknowledge that for the Town to obtain the necessary financing to construct the New Deck on the timetable contemplated by this MOU, the Town will require approval of the North Carolina Local Government Commission by early October 2020. To meet this deadline, the Town must have a guaranteed maximum price construction contract for the New Deck approved by the Town not later than September 5, 2020.

d) The Town must approve Grubb's selection of the general contractor and the final construction contracts, provided that Samet Construction is considered approved as general contractor. These approvals

will be administrative actions to be taken by the Town Manager without the requirement for further Council action.

e) When Grubb presents the Town with proposed final contracts that include a guaranteed maximum price (and a resulting New Deck Total Cost), the Town will seek a professional, independent opinion on the fairness of the stated cost. The parties will work together to resolve any dispute about the fairness of the cost, seeking to complete such resolution on or before September 5, 2020.

f) The Town will pay for the New Deck and its associated property by paying the New Deck Total Cost in the manner calculated and specified in the EDA. The parties expect that the Town will borrow the money at the beginning of the construction period and then make monthly progress payments toward completion, in a manner consistent with the Town's usual process for paying other construction contractors. The EDA will describe this process in more detail.

g) The Town expects that its financing contracts will require the Town to secure its loan payment obligations by a mortgage-type first lien on the New Deck Property. Grubb agrees that in connection with the property exchange contemplated in Section 3, Grubb will work to remove any prior financing liens from the New Deck Property. Grubb expects that it will be able to accomplish this removal in a timely fashion.

h) In connection with the construction, Grubb will provide to the Town

i) Payment and performance bonds from the building contractor in favor of the Town as would be required in a conventional Town construction project.

ii) Construction warranty bonds in favor of the Town

iii) Identification of the Town as a loss payee or additional insured, as appropriate, on all policies of insurance provided by the contractor. These policies must include builders' risk insurance and property and liability insurance. The construction contracts must also require all contractors to maintain workers' compensation as provided by law.

i) The Town will make available to Grubb and its contractors a construction staging area in Lot 2, generally shown on Exhibit C attached. Grubb will use this staging area for all purposes of constructing the New Deck, constructing the New Office Building and carrying out the Renovation. At the end of the construction activity, Grubb will consult with the Town and then restore the staging area with suitable plantings and other development as a small urban park or green space (including, for example, removing all asphalt from the staging area).

7. It is anticipated that Grubb will entitle, design and build an office building

a) Grubb will apply for all necessary land use approvals for the New Office Building construction, on its own behalf, by July 2021 in order to meet their projection of beginning construction by fall 2021.

b) The parties acknowledge that if full entitlement of the New Office Building has not been completed by July 2021, Grubb will be unlikely to realize its expected full value of the Project and may therefore cease work and negotiation.

c) Although the final design elements of the New Office Building are to be determined and are within Grubb's discretion, the parties agree that their current understanding of Grubb's plans for the building and its design include the following:

j) An office building with wet lab comprising approximately 200,000 square feet across six floors, in addition to two levels of parking at or below street grade. The office space will be finished to a Class A level.

ii) A building profile that steps back from the street above the fourth aboveground level on Rosemary Street.

iii) A Town Square - public space at corner of Rosemary and Henderson Streets, developed in conjunction with the building

8. Other provisions to be included in the EDA

a) The EDA will have other provisions suitable for such an agreement, including the following:

i) Provisions for any future owner of the Wallace Deck Property that is not subject to paying ordinary ad valorem taxes to the Town to nevertheless make a payment to the Town so as to hold the Town harmless from any loss of ad valorem tax revenues. The required payment will be calculated from year to year based on the then-current property value and tax rate. This provision will be recorded in the real estate records as a covenant by Grubb so that it runs with the land and binds successor owners.

ii) Methods for dispute resolution, including provisions requiring mediation (but not arbitration) before any party commences a lawsuit.

iii) Procedures specifying how to provide formal notice to a party under the agreement

iv) Provisions whereby Grubb:

A) Acknowledges that the Town is providing no warranties regarding the New Deck, either with respect to design and construction or as to the environmental condition of any property other than the Wallace Deck Property. Both parties may reserve the right to complete Phase I or II testing in advance of a scheduled and accepted closing.

B) Indemnifies the Town regarding the design, construction and environmental condition of the New Deck and its associated property

C) Agrees to provide annual revenue to the Town equivalent to the leasing of 250 spaces in the New Deck, to be further defined in the EDA.

b) The Town expects to negotiate in the EDA for additional community benefits from the development of the New Deck and the New Office Building.

9. Limits on Town's power to agree

Grubb acknowledges that the Town's ability to agree to provisions in this MOU and in the EDA, and to carry out its agreements, is limited by its status as a unit of local government, and in particular the following aspects of that status:

a) Dual role as land use regulator – The Town acts in separate capacities as a party to a business agreement such as this and the EDA, and as a land use regulator. The Town makes no representation, and can give no assurances, that any land use or related approvals necessary for the Project will be forthcoming at any time.

b) Agreements subject to Council approval – The Town’s entering into the final EDA, the final agreement to exchange properties and any other required agreements, including agreements related to financing the New Deck, is subject to the Council’s approval of substantially final documents, in some cases after taking comment at public hearings. The Town makes no representation, and can give no assurances, that any further approvals necessary will be forthcoming at any time. Council approval and authorization includes any debt issuance for this project and the EDA will include a nonappropriation clause.

c) LGC approval – the Town’s completion of the financing for the New Deck is subject to the approval of the North Carolina Local Government Commission and the marketability of the Town’s debt obligations.

The Town, however, promises to process requests for regulatory approvals in a timely and professional manner.

10. Miscellaneous provisions

a) Neither party may assign its interests or obligations under this MOU without the other party’s consent, provided that Grubb may assign such interest to any entity owned or controlled by Grubb or in common ownership or control with Grubb.

b) Each party will bear its own costs in connection with the negotiation and completion of the EDA.

c) No officer, agent or employee of the Town will be subject to any personal liability or accountability because of the execution of this MOU or any other documents related to the transactions contemplated by this MOU. These officers, agents or employees will be deemed to execute documents and carry out activities in their official capacities only, and not in their individual

capacities. This Section does not operate to relieve any officer, agent or employee from the performance of any official duty provided by law.

d) The parties intend that North Carolina law will govern this MOU and all matters of its interpretation. To the extent permitted by law, the parties agree that any action brought with respect to this MOU must be brought in the North Carolina General Court of Justice in Orange County, North Carolina. There are no parties intended as third-party beneficiaries of this MOU. Time is of the essence of this MOU and each and all of its provisions. This MOU may be executed in counterparts, including separate counterparts, but all together constitute a single agreement.

e) Unless the context clearly requires otherwise, capitalized terms used in this MOU and not otherwise defined have the meanings set forth in Exhibit A.

f) This MOU may be amended by agreement of the parties.

[The remainder of this page has been left blank intentionally.]

IN WITNESS WHEREOF, the Town and Grubb have caused this Memorandum of Understanding to be executed and delivered as of the day and year first above written by duly authorized officers.

(SEAL)

ATTEST:



TOWN OF CHAPEL HILL
NORTH CAROLINA

Sabrina Oliver
Town Clerk

By:
Maurice Jones *RDK*
Town Manager

GRUBB MANAGEMENT LLC

By:

Printed name: JOE DYE

Title: EXECUTIVE V.P.

[Memorandum of Understanding dated as of March 9, 2020]

Exhibit A – Definitions

References to Columbia Street, Rosemary Street, Franklin Street and North Street are references to those streets in downtown Chapel Hill, North Carolina.

“CVS Deck” means the existing 270-space parking deck located on Rosemary Street. “CVS Deck Property” means this deck and its related real estate, which comprises approximately 1.6 acres.

“EDA” means a definitive economic development agreement between the Town and Grubb creating mutual and binding commitments for the Project, which the parties expect will be based on this MOU.

“Adjacent parcel Lot” means the adjacent parcel as needed to build a 1100 space deck.

“Lot 2” means the Town-owned, 102-space surface parking lot located at the corner of Rosemary and Columbia Streets.

“New Deck” means the new 1,100-space parking deck to be constructed for the Town under Section 6.

“New Deck Total Cost” means the total of all costs related to placing the New Deck in service for its intended purposes. These costs include land acquisition, design, construction, traffic impact assessment, and related legal, administrative and financing costs.

“New Office Building” means the new office building to be designed and constructed as described in Sections 5 and 6.

“Project” means the project described in Section 1.

“Renovation” means Grubb’s planned renovation of the existing buildings located at 137 East Franklin and 136 East Rosemary Streets.

“Wallace Deck” means the existing Town-owned, 309-space parking deck located on Rosemary Street. “Wallace Deck Property” means this deck and its related real estate, which comprises approximately 1.6 acres.

EXHIBIT B - VICINITY MAP

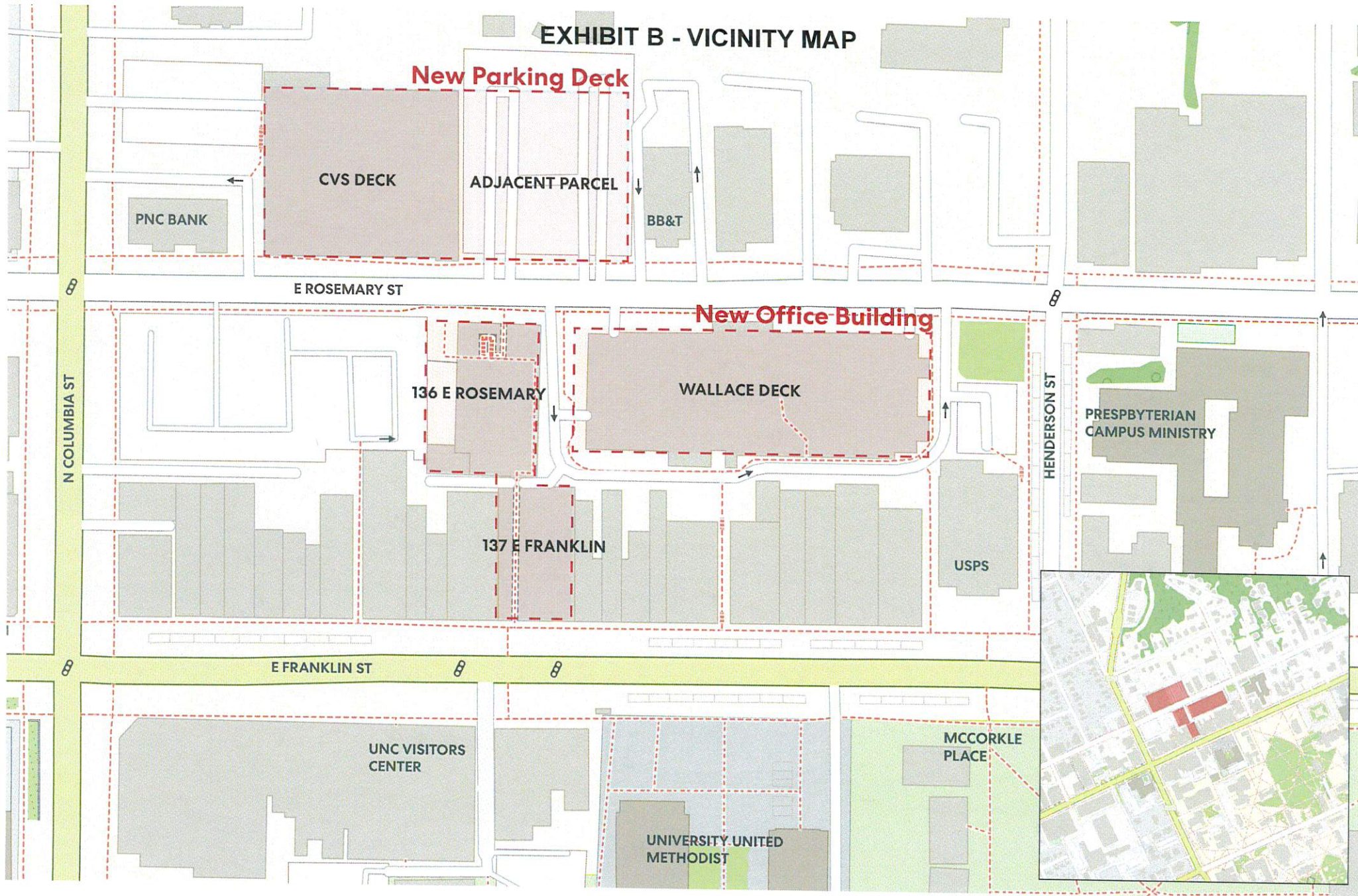


EXHIBIT C - Construction Staging Area

New Parking Deck

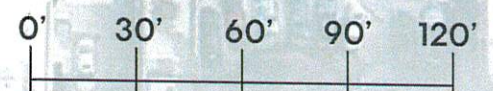
E ROSEMARY ST

New Park
→

CONSTRUCTION
STAGING AREA

136 E
Rosemary

New Office Building





CONDITIONAL ZONING

TOWN OF CHAPEL HILL
Planning and Development Service

Conditional Rezoning applications are reviewed by staff, Planning Commission, and Town Council. The application is part of an open public process that enables Town Council to discuss and decide on the key issues of a rezoning proposal. If a rezoning is approved, the applicant may then submit a detailed final plan application to staff for compliance review with the technical development standards and with the Council rezoning approval.

The establishment of a Conditional Zoning District shall be consistent with the Land Use Plan in the Comprehensive Plan. A proposed Conditional Zoning District is deemed consistent if the proposed District will be located in conformance with an adopted small area plan and/or in one of the following Land Use Categories:

- Medium Residential
- High Residential
- Commercial
- Mixed Use, Office/Commercial Emphasis
- Mixed Use, Office Emphasis
- Town/Village Center
- Institutional
- Office
- University
- Development Opportunity Area
- Light Industrial Opportunity Area

If the proposed conditional zoning districts is located in a Low Residential or a Rural Residential Land Use Category, the Town Council must approve a Land Use Plan amendment prior to proceeding.

SIGNED CONDITIONS: All conditions shall be in writing, prepared by the owner of the property or an attorney and must be signed by all property owners and contract purchasers, if applicable. The Town Attorney may require additional signatures if necessary and will determine whether or not the conditions statement is legally sufficient. Within thirty (30) days after receipt of the conditions the Planning Division Manager will notify the applicant of any deficiencies in the conditions statement or if any additional information is needed. The applicant may make changes to the written conditions statement provided it is submitted at least thirty (30) prior to Planning Commission meeting or thirty (30) days prior to Town Council public hearing.

RECORDATION OF CONDITIONS: After a rezoning has been approved by the Town Council, the conditions statement shall be recorded with the Register of Deeds Office. After a rezoning has been approved by Town Council and recorded by the Register of Deeds Office, the conditions may not be amended except through a new rezoning application.

CONDITIONAL ZONING APPLICATION



TOWN OF CHAPEL HILL
Planning Department
405 Martin Luther King Jr. Blvd.
Chapel Hill, NC 27514
phone (919) 969-5040 fax (919) 969-2014
www.townofchapelhill.org

Parcel Identifier Number (PIN): 9778-37-4748, 9778-37-6817

Date: 9 February 2021

Section A: Project Information

Project Name: 150 E Rosemary Street Lab & Office Building

Property Address: 150 E Rosemary St Zip Code: 27514

Use Groups (A, B, and/or C): C Existing Zoning District: TC-2

Project Description: Demolition of existing Wallace Parking Deck and construction of a multi-story lab and office building

Section B: Applicant, Owner, and/or Contract Purchaser Information

Applicant Information (to whom correspondence will be mailed):

Name: Ballentine Associates, attn: George Retschle

Address: 221 Providence Road

City: Chapel Hill State: NC Zip Code: 27514

Phone: (919) 929-0481 Email: georger@bapa.eng.pro

The undersigned applicant hereby certifies that, to the best of their knowledge and belief, all information supplied with this application and accurate.

Signature:  Date: 9 February 2021

Owner/Contract Purchaser Information:

☐ Owner

☒ Contract Purchaser

Name: Grubb Management LLC c/o Grubb Properties, Inc

Address: 117 Edinburgh South Drive Suite 110

City: Cary State: NC Zip Code: 27511

Phone: (919) 388-5774 Email: JDye@grubbproperties.com

The undersigned applicant hereby certifies that, to the best of their knowledge and belief, all information supplied with this application and accurate.

Signature:  Date: 9 February 2021

Click [here](#) for application submittal instructions.



PROJECT FACT SHEET
TOWN OF CHAPEL HILL
Planning and Development Service

Section A: Project Information

Use Type: (check/list all that apply)

☒ Office/Institutional ☐ Residential ☐ Mixed-Use ☐ Other: _____

Overlay District: (check all that apply)

☒ Historic District ☐ Neighborhood Conservation District ☐ Airport Hazard Zone

Section B: Land Area

Net Land Area (NLA): Area within zoning lot boundaries		NLA=	64,717	sq. ft.
Choose one, or both, of the following (a or b), not to exceed 10% of NLA	a) Credited Street Area (total adjacent frontage) x ½ width of public right-of-way	CSA=	13,179	sq. ft.
	b) Credited Permanent Open Space (total adjacent frontage) x ½ public or dedicated open space	COS=		sq. ft.
TOTAL: NLA + CSA and/or COS = Gross Land Area (not to exceed NLA + 10%)		GLA=	71,189	sq. ft.

Section C: Special Protection Areas, Land Disturbance, and Impervious Area

Special Protection Areas: (check all those that apply)

☐ Jordan Buffer ☐ Resource Conservation District ☐ 100 Year Floodplain ☐ Watershed Protection District

Land Disturbance	Total (sq. ft.)
Area of Land Disturbance (Includes: Footprint of proposed activity plus work area envelope, staging area for materials, access/equipment paths, and all grading, including off-site clearing)	75,000
Area of Land Disturbance within RCD	0
Area of Land Disturbance within Jordan Buffer	0

Impervious Areas	Existing (sq. ft.)	Demolition (sq. ft.)	Proposed (sq. ft.)	Total (sq. ft.)
Impervious Surface Area (ISA)	58,008	58,008	57,797	57,797
Impervious Surface Ratio: Percent Impervious Surface Area of Gross Land Area (ISA/GLA)%	89.60	89.60	89.31	89.31
If located in Watershed Protection District, % of impervious surface on 7/1/1993				



PROJECT FACT SHEET
TOWN OF CHAPEL HILL
 Planning and Development Service

Section D: Dimensions

Dimensional Unit (sq. ft.)	Existing (sq. ft.)	Demolition (sq. ft.)	Proposed (sq. ft.)	Total (sq. ft.)
Number of Buildings	1 +/- 1,500 enclosed	all	228,000	228,000
Number of Floors	3	3	7	7
Recreational Space		n/a	n/a	

Residential Space				
Dimensional Unit (sq. ft.)	Existing (sq. ft.)	Demolition (sq. ft.)	Proposed (sq. ft.)	Total (sq. ft.)
Floor Area (all floors – heated and unheated)				
Total Square Footage of All Units				
Total Square Footage of Affordable Units				
Total Residential Density				
Number of Dwelling Units				
Number of Affordable Dwelling Units				
Number of Single Bedroom Units				
Number of Two Bedroom Units				
Number of Three Bedroom Units				

Non-Residential Space (Gross Floor Area in Square Feet)					
Use Type	Existing	Proposed	Uses	Existing	Proposed
Commercial	750	+/- 3,000			
Restaurant			# of Seats		
Government					
Institutional					
Medical					
Office	+/- 1,500	+/- 225,000			
Hotel			# of Rooms		
Industrial					
Place of Worship			# of Seats		
Other					

Dimensional Requirements		Required by Ordinance	Existing	Proposed
Setbacks (minimum)	Street	0	10	12.7
	Interior (neighboring property lines)	0	0	0
	Solar (northern property line)	0	10	12.7
Height (maximum)	Primary	44	34	112
	Secondary	120	40	120
Streets	Frontages	12	461'/140'	461'/140'
	Widths	15	461'	461'



PROJECT FACT SHEET
TOWN OF CHAPEL HILL
Planning and Development Services

Section F: Adjoining or Connecting Streets and Sidewalks

Note: For approval of proposed street names, contact the Engineering Department.

Street Name	Right-of-Way Width	Pavement Width	Number of Lanes	Existing Sidewalk*	Existing Curb/Gutter
E Rosemary Steet	45	39	3	<input checked="" type="checkbox"/> Yes	<input checked="" type="checkbox"/> Yes
Henderson Street	40	30	2	<input checked="" type="checkbox"/> Yes	<input checked="" type="checkbox"/> Yes

List Proposed Points of Access (Ex: Number, Street Name):

*If existing sidewalks do not exist and the applicant is adding sidewalks, please provide the following information:

Sidewalk Information			
Street Names	Dimensions	Surface	Handicapped Ramps
			<input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> N/A
			<input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> N/A

Section G: Parking Information

Parking Spaces	Minimum	Maximum	Proposed
Regular Spaces	n/a	608	approx. 160
Handicap Spaces	6	n/a	approx. 10
Total Spaces	n/a	608	approx. 170
Loading Spaces	1	n/a	1
Bicycle Spaces	96	n/a	96
Surface Type	conc parking podium		

Section H: Landscape Buffers

Location (North, South, Street, Etc.)	Minimum Width	Proposed Width	Alternate Buffer	Modify Buffer
buffers n/a. Subject and adjacent properties in Town Center zoning districts	n/a		<input type="checkbox"/> Yes	<input type="checkbox"/> Yes
			<input type="checkbox"/> Yes	<input type="checkbox"/> Yes
			<input type="checkbox"/> Yes	<input type="checkbox"/> Yes
			<input type="checkbox"/> Yes	<input type="checkbox"/> Yes



PROJECT FACT SHEET
TOWN OF CHAPEL HILL
 Planning and Development Services

Section I: Land Use Intensity

Existing Zoning District:
 Proposed Zoning Change (if any):

Zoning – Area – Ratio			Impervious Surface Thresholds			Minimum and Maximum Limitations	
Zoning District(s)	Floor Area Ratio (FAR)	Recreation Space Ratio (RSR)	Low Density Residential (0.24)	High Density Residential (0.50)	Non-Residential (0.70)	Maximum Floor Area (MFA) = FAR x GLA	Minimum Recreation Space (MSR) = RSR x GLA
TC-3-CZD	4.0	n/a			n/a	284,756	n/a
TOTAL							
RCD Streamside		0.01					
RCD Managed		0.019					
RCD Upland							

Section J: Utility Service

Check all that apply:

Water	<input checked="" type="checkbox"/> OWASA	<input type="checkbox"/> Individual Well	<input type="checkbox"/> Community Well	<input type="checkbox"/> Other
Sewer	<input checked="" type="checkbox"/> OWASA	<input type="checkbox"/> Individual Septic Tank	<input type="checkbox"/> Community Package Plant	<input type="checkbox"/> Other
Electrical	<input checked="" type="checkbox"/> Underground	<input type="checkbox"/> Above Ground		
Telephone	<input checked="" type="checkbox"/> Underground	<input type="checkbox"/> Above Ground		
Solid Waste	<input type="checkbox"/> Town	<input type="checkbox"/> Private		



CONDITIONAL ZONING APPLICATION SUBMITTAL REQUIREMENTS TOWN OF CHAPEL HILL Planning and Development Services

The following must accompany your application. Failure to do so will result in your application being considered incomplete. For assistance with this application, please contact the Chapel Hill Planning Department (Planning) at (919) 969-5066 or at planning@townofchapelhill.org.

X	Application fee (including Engineering Review fee) (refer to fee schedule)	Amount Paid \$	76,985
X	Pre-application meeting –with appropriate staff		
X	Digital Files – provide digital files of all plans and documents		
X	Recorded Plat or Deed of Property		
X	Project Fact Sheet		
X	Traffic Impact Statement – completed by Town’s consultant (or exemption)		
n/a	Description of Public Art Proposal , if applicable		
X	Statement of Justification		
X	Response to Community Design Commission and Town Council Concept Plan comments		
n/a	Affordable Housing Proposal , if applicable		
X	Statement of Consistency with Comprehensive Plan or request to amend Comprehensive Plan		
X	Mailing list of owners of property within 1,000 feet perimeter of subject property (see GIS notification tool)		
X	Mailing fee for above mailing list (mailing fee is double due to 2 mailings)	Amount Paid \$	756
X	Written Narrative describing the proposal, including proposed land uses		
n/a	Resource Conservation District, Floodplain, & Jordan Buffers Determination – necessary for all submittals		
n/a	Jurisdictional Wetland Determination – if applicable		
n/a	Resource Conservation District Encroachment Exemption or Variance (determined by Planning)		
n/a	Jordan Buffer Authorization Certificate or Mitigation Plan Approval (determined by Planning)		
X	Reduced Site Plan Set (reduced to 8.5” x 11”)		

Stormwater Impact Statement (1 copy to be submitted)

- Written narrative describing existing & proposed conditions, anticipated stormwater impacts and management structures and strategies to mitigate impacts
- Description of land uses and area (in square footage)
- Existing and proposed impervious surface area in square feet for all subareas and project area
- Ground cover and uses information
- Soil information (classification, infiltration rates, depth to groundwater and bedrock)
- Time of concentration calculations and assumptions
- Topography (2-foot contours)
- Pertinent on-site and off-site drainage conditions
- Upstream and/or downstream volumes
- Discharges and velocities
- Backwater elevations and effects on existing drainage conveyance facilities
- Location of jurisdictional wetlands and regulatory FEMA Special Flood Hazard Areas
- Water quality volume calculations
- Drainage areas and sub-areas delineated
- Peak discharge calculations and rates (1, 2, and 25-year storms)
- Hydrographs for pre- & post-development without mitigation, post-development with mitigation
- Volume calculations and documentation of retention for 2-year storm



**CONDITIONAL ZONING APPLICATION
SUBMITTAL REQUIREMENTS
TOWN OF CHAPEL HILL
Planning and Development Services**

- r) 85% TSS removal for post-development stormwater runoff
- s) Nutrient loading calculations
- t) BMP sizing calculations
- u) Pipe sizing calculations and schedule (include HGL & EGL calculations and profiles)

Plan Sets (10 copies to be submitted no larger than 24" x 36")

Plans should be legible and clearly drawn. All plan set sheets should include the following:

- Project Name
- Legend
- Labels
- North Arrow (North oriented toward top of page)
- Property boundaries with bearing and distances
- Scale (Engineering), denoted graphically and numerically
- Setbacks
- Streams, RCD Boundary, Jordan Riparian Buffer Boundary, Floodplain, and Wetlands Boundary, where applicable
- Revision dates and professional seals and signatures, as applicable

Cover Sheet

- a) Include Project Name, Project fact information, PIN, and Design Team

Area Map

- a) Project name, applicant, contact information, location, PIN, & legend
- b) Dedicated open space, parks, greenways
- c) Overlay Districts, if applicable
- d) Property lines, zoning district boundaries, land uses, project names of site and surrounding properties, significant buildings, corporate limit lines
- e) Existing roads (public & private), rights-of-way, sidewalks, driveways, vehicular parking areas, bicycle parking, handicapped parking, street names
- f) 1,000' notification boundary

Existing Conditions Plan

- a) Slopes, soils, environmental constraints, existing vegetation, and any existing land features
- b) Location of all existing structures and uses
- c) Existing property line and right-of-way lines
- d) Existing utilities & easements including location & sizes of water, sewer, electrical, & drainage lines
- e) Nearest fire hydrants
- f) Nearest bus shelters and transit facilities
- g) Existing topography at minimum 2-foot intervals and finished grade
- h) Natural drainage features & water bodies, floodways, floodplain, RCD, Jordan Buffers & Watershed boundaries



**CONDITIONAL ZONING APPLICATION
SUBMITTAL REQUIREMENTS
TOWN OF CHAPEL HILL
Planning and Development Services**

Detailed Site Plan

- a) Existing and proposed building locations
- b) Description & analysis of adjacent land uses, roads, topography, soils, drainage patterns, environmental constraints, features, existing vegetation, vistas (on and off-site)
- c) Location, arrangement, & dimension of vehicular parking, width of aisles and bays, angle of parking, number of spaces, handicapped parking, bicycle parking. Typical pavement sections & surface type.
- d) Location of existing and proposed fire hydrants
- e) Location and dimension of all vehicle entrances, exits, and drives
- f) Dimensioned street cross-sections and rights-of-way widths
- g) Pavement and curb & gutter construction details
- h) Dimensioned sidewalk and tree lawn cross sections
- i) Proposed transit improvements including bus pull-off and/or bus shelter
- j) Required landscape buffers (or proposed alternate/modified buffers)
- k) Required recreation area/space (including written statement of recreation plans)
- l) Refuse collection facilities (existing and proposed) or shared dumpster agreement
- m) Construction parking, staging, storage area, and construction trailer location
- n) Sight distance triangles at intersections
- o) Proposed location of street lights and underground utility lines and/or conduit lines to be installed
- p) Easements
- q) Clearing and construction limits
- r) Traffic Calming Plan – detailed construction designs of devices proposed & associated sign & marking plan

Stormwater Management Plan

- a) Topography (2-foot contours)
- b) Existing drainage conditions
- c) RCD and Jordan Riparian Buffer delineation and boundary (perennial & intermittent streams; note ephemeral streams on site)
- d) Proposed drainage and stormwater conditions
- e) Drainage conveyance system (piping)
- f) Roof drains
- g) Easements
- h) BMP plans, dimensions, details, and cross-sections
- i) Planting and stabilization plans and specifications

Landscape Protection Plan

- a) Rare, specimen, and significant tree survey within 50 feet of construction area
- b) Rare and specimen tree critical root zones
- c) Rare and specimen trees proposed to be removed
- d) Certified arborist tree evaluation, if applicable
- e) Significant tree stand survey
- f) Clearing limit line
- g) Proposed tree protection/silt fence location
- h) Pre-construction/demolition conference note
- i) Landscape protection supervisor note
- j) Existing and proposed tree canopy calculations, if applicable



**CONDITIONAL ZONING APPLICATION
SUBMITTAL REQUIREMENTS**
TOWN OF CHAPEL HILL
Planning and Development Services

Planting Plan

- a) Dimensioned and labeled perimeter buffers
- b) Off-site buffer easement, if applicable
- c) Landscape buffer and parking lot planting plan (including planting strip between parking and building, entryway planting, and 35% shading requirement)

Steep Slope Plan

- a) Classify and quantify slopes 0-10%, 10-15%, 15-25%, and 25% and greater
- b) Show and quantify areas of disturbance in each slope category
- c) Provide/show specialized site design and construction techniques

Grading and Erosion Control Plan

- a) Topography (2-foot contours)
- b) Limits of Disturbance
- c) Pertinent off-site drainage features
- d) Existing and proposed impervious surface tallies

Streetscape Plan, if applicable

- a) Public right-of-way existing conditions plan
- b) Streetscape demolition plan
- c) Streetscape proposed improvement plan
- d) Streetscape proposed utility plan and details
- e) Streetscape proposed pavement/sidewalk details
- f) Streetscape proposed furnishing details
- g) Streetscape proposed lighting detail

Solid Waste Plan

- a) Preliminary Solid Waste Management Plan
- b) Existing and proposed dumpster pads
- c) Proposed dumpster pad layout design
- d) Proposed heavy duty pavement locations and pavement construction detail
- e) Preliminary shared dumpster agreement, if applicable



**CONDITIONAL ZONING APPLICATION
SUBMITTAL REQUIREMENTS
TOWN OF CHAPEL HILL
Planning and Development Services**

Construction Management Plan

- a) Construction trailer location
- b) Location of construction personnel parking and construction equipment parking
- c) Location and size of staging and materials storage area
- d) Description of emergency vehicle access to and around project site during construction
- e) Delivery truck routes shown or noted on plan sheets

Energy Management Plan

- a) Description of how project will be 20% more energy efficient than ASHRAE standards
- b) Description of utilization of sustainable forms of energy (Solar, Wind, Hydroelectric, and Biofuels)
- c) Participation in NC GreenPower program
- d) Description of how project will ensure indoor air quality, adequate access to natural lighting, and allow for proposed utilization of sustainable energy
- e) Description of how project will maintain commitment to energy efficiency and reduced carbon footprint over time
- f) Description of how the project's Transportation Management Plan will support efforts to reduce energy consumption as it affects the community

Exterior Elevations

- a) An outline of each elevation of the building, including the finished grade line along the foundation (height of building measured from mean natural grade)