



CITY OF KIRKLAND
Planning and Community Development Department
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MEMORANDUM

To: Design Review Board
From: Jon Regala, Senior Planner
Date: June 29, 2015
File No.: DRV15-01175
Subject: VILLAGE AT TOTEM LAKE (AKA TOTEM LAKE MALL)
CONCEPTUAL DESIGN CONFERENCE

I. MEETING GOALS

At the July 6, 2015 Design Review Board (DRB) meeting, the DRB should review the concept design for the Village at Totem Lake project. At the meeting the DRB should:

- Review the overall site plan for the development, which is based on the approved Totem Lake Mall Conceptual Master Plan.
- Determine how the Conceptual Master Plan guidelines affect or pertain to the proposed development
- Review the building massing alternatives for the lower Mall and provide direction on a preferred massing scheme
- Determine what other application materials are needed for the Design Response Conference

II. BACKGROUND INFORMATION

General

The subject property is located at 12600 Totem Lake Boulevard (lower Mall) 12620 120th Avenue NE (upper Mall) (see Attachment 1). The applicant and property owner, CenterCal Properties, LLC, is proposing to demolish the majority of the existing Totem Lake Mall buildings and construct a new mixed-use development that would include approximately:

- 330,000 sq. ft. of non-residential uses (retail, theatre, grocery, and potentially office and a hotel)
- 400 residential units
- 1,220 parking stalls

The exact number of residential units, parking, and the size of retail space is unknown at this time due to the conceptual nature of the project at this design review phase. The applicant has provided a program description and general project information including **several building massing options (see Attachment 2)**. The applicant's preferred building massing option is shown in Attachment 2, page 14.

In 2004, Coventry II DDR Totem Lake, LLC (Coventry/DDR) purchased the 26-acre Totem Lake Mall site. The Design Review Board approved the Totem Lake Mall Conceptual Master Plan (CMP) on December 5, 2005 for which an application was submitted by

Coventry/DDR (see Attachment 3 for site plan diagrams). The CMP provides conceptual plans (including anticipated uses), design guidelines, development standards, and the review processes to guide the redevelopment of the Mall. This was a requirement of the TL 2 zoning regulations.

Amended Conceptual Master Plan (CMP)

CenterCal Properties, LLC is a retail development company that acquired the Totem Lake Mall property on April 21, 2015. Prior to the acquisition, CenterCal submitted an application on January 28, 2015 to modify the **approved CMP**. **CenterCal's conceptual** development plan is very similar to the development plan proposed by Coventry/DDR in that the building areas, pedestrian and vehicular circulation areas, and access points are similar. However, there are noticeable differences to the conceptual site plan and vehicular circulation plan that required a CMP modification.

On February 11, 2015 staff approved a minor modification to the CMP. The updated CMP can be found in Attachment 4 **and will serve as the basis for the DRB's review**. The proposed changes to the CMP can be generally summarized as a reconfiguration of the proposed uses and site plan. The changes included the following:

- Moving the parking garage at the upper mall to the north property line adjacent to the EvergreenHealth campus.
- Relocating the residential uses from the lower mall to the southern portion of the upper mall across the street from the Yuppie Pawn property.
- Removing the six story office building at the upper mall and designating smaller multiple upper story office space opportunities at the lower and upper mall.
- Replacing the east/west boulevard concept at the upper mall with a public plaza.
- Changing several driveway locations for vehicles and loading and unloading areas.
- Removal of a 3-story residential parking structure at the northeast and southeast corner of the lower mall. The northeast corner is now depicted as a future redevelopment site and the southeast corner shows a planned mixed use building.

No changes were proposed to the design guidelines and only minor changes to the conditions of approval previously required by the Design Review Board (DRB) were proposed and later approved by staff. The Amended CMP was eventually included as part of the Redevelopment Agreement adopted by City Council.

Amended CMP vs. Conceptual Design Materials

Exhibit 5 in the Amended CMP contains very conceptual perspective drawings of the proposed project. It was anticipated that further refinement of the building locations and massing occur as part of the design review process. This is also reflected in the CMP site plan in Exhibit 4 which calls out in general terms building areas and a mix of allowed uses. This approach with the CMP allows for flexibility during the design review process and eliminates the need to constantly update the CMP. Therefore, there will be some **differences between the applicant's current proposal and the preliminary perspective drawings in Exhibit 5**. The key site design concepts in regards to an east west connection between the lower and upper Mall, pedestrian access, and public plaza should remain a fixed component with the CMP and the current proposal and an important component of **the DRB's review**.

III. SITE

The subject property is located in the TL 2 zone of the Totem Lake Business District and currently contains the Totem Lake Mall. 120th Avenue NE divides the Mall into two large parcels. The lower Mall is west of 120th Avenue NE and the upper Mall is east of 120th

Avenue NE. The upper Mall elevation sits **approximately 10' higher than the lower Mall**. The majority of the existing buildings are proposed to be demolished with the redevelopment project.

The following are the zoning, uses, and height limits of properties adjacent to the subject property (see Attachment 5):

- North:* TL 1A. **Medical Office. 30' to 160' above average building elevation.**
TL 3B. **EvergreenHealth Campus. 75' to 150' above average building elevation.**
- East:* PR 1.8. **Madison House. 30' above average building elevation**
- South:* TL 8. **Retail, restaurant, and bank uses. 65' above average building elevation.**
- West:* TL 2 & I-405. **Retail. 30' above average building elevation.**

Additional photographs prepared by the applicant that show the surrounding properties are contained in Attachment 2, pages 5-7.

IV. KEY ZONING REGULATIONS

Zoning regulations for uses in TL 2 are found in the use-zone chart (see Attachment 6). The following regulations are important to point out as they form the basis of any new development on the site.

- A. Pedestrian Connections. Pursuant to Kirkland Zoning Code Section 55.19.3, the applicant shall install at least one through-block pathway pursuant to the standards in KZC 105.19 from Totem Lake Boulevard to 120th Avenue NE, between the upper and lower portions of TL 2 and within TL 2 where necessary to strengthen pedestrian connections to streets between buildings, parking areas, and public spaces. Pedestrian connections to surrounding uses, including the Transit Center, the EvergreenHealth campus, and to the TL 1 zone shall also be provided.

Staff Comment: This topic was also addressed in the Amended CMP (see Attachment 4). Exhibit 3 of the CMP contains the pedestrian circulation plan. Conditions were also placed in the CMP that required a number of pedestrian connections to be studied further as part of the appropriate project phase (see Attachment 4, page 28, Subsection F). Of particular interest was the mid-block connection between EvergreenHealth and the Mall project. Attachment 7 contains a background memo regarding this pedestrian connection and identifies the challenges in creating this connection.

- B. Lot Coverage. TL 2 zoning regulations allows for 80% lot coverage.
- C. Height. **The maximum height allowed in the TL 2 zone ranges from 90' to 135' above average building elevation. Building height may exceed 90' if approved through the CMP; provided that no more than 10% of the gross site area included within the CMP may have the increased building height. The increased building height may not exceed 135' above average building elevation.**
- D. Parking: Parking for the Mall project will be based on a parking demand study to be provided by the applicant.

Staff Comment: Staff has not yet evaluated the parking requirements for the proposed project.

- E. Sidewalks. Totem Lake Boulevard has been identified as a Major Pedestrian Sidewalk street **which requires a sidewalk width of at least 8' to be installed on and/or adjacent to the subject property consistent with the standards in KZC**

Section 110.52.3. 120th Avenue NE has been identified as a Pedestrian-Oriented Street **which requires 10' wide sidewalks along the entire frontage of the subject property.**

- F. Vehicular Access. As part of the SEPA Addendum process, staff has required that the applicant provide additional information, as part of the design review process, regarding proposed driveway locations, loading/unloading access points, and a traffic operations analysis of nearby street intersections.

Staff Comment: The applicant has started discussions with Public Works on this topic. Staff anticipates that this information will be provided with the Design Response Conference application.

V. VILLAGE AT TOTEM LAKE DESIGN GUIDELINES

The subject property has its own set of design guidelines and are contained in the Amended CMP document in Attachment 4, pages 14-21. Other design requirements were included as conditions to the CMP and can be found in pages 28-30. These additional design related conditions should be considered at the appropriate design review/project phase. The following is a list of key design issues and/or design techniques that should be addressed with this project.

- Pedestrian-oriented space and plazas
- Building orientation towards pedestrian areas
- Pedestrian friendly building fronts
- Parking garage design
- Blank wall treatment
- Architectural and human scale
- Massing and articulation
- Building diversity
- Change in roofline
- Building material, color, and detail

VI. CONTEXT

The context or setting in which the proposed development will be located is important in determining the appropriate design regulations that would apply. The following are several questions that are geared towards identifying the physical environment around and on the subject property. These questions will help supplement the discussion on the key design guidelines appropriate for the proposed project.

A. How does the site relate to its surroundings?

The applicant and Design Review Board should discuss the physical and built environment on and around the subject property. Topics include height of neighboring structures, topography, and landscaping.

B. What are the Opportunities and Constraints of the Site and Vicinity given the following topics?

- Streetscape
- Urban Form
- Activities and Uses in the area
- Pedestrian Patterns and Environment
- Character of Adjacent Buildings
- Landscaping/Open Space

VII. DISCUSSION ISSUES

The role of the DRB at the Conceptual Design Conference is to help determine how the design guidelines found in the Amended CMP apply to the proposed development. The following sections and questions below are representative of the City's design guidelines. These questions are to be used as a tool to help identify how design guidelines would apply to the proposed project.

A. Scale

1. What are the key vantages of the project?
2. Identify appropriate mitigation techniques for building massing of the proposed buildings. Possible techniques include vertical and horizontal modulation, corner treatment, and roof forms. The applicant has provided several massing schemes including a preferred option **for the DRB's review** and comment (see Attachment 2).

B. Pedestrian Access

1. How does the proposed massing and location of structures relate or respond to the pedestrian environment?
2. What are opportunities for pedestrian oriented spaces at the street level (plazas, outdoor dining)?
3. What are the key pedestrian connections?
4. How would the project engage pedestrians?

C. Open Space and Landscaping

What are opportunities for landscaping and/or open space on the subject property?

VIII. ITEMS REQUIRED FOR DESIGN RESPONSE CONFERENCE

The Design Review Board shall determine what models, drawings, perspectives, 3-D CAD/Sketchup model, or other application materials the applicant will need to submit with the design review application.

IX. ATTACHMENTS:

1. Vicinity Map
2. **Applicant's** Conceptual Plans
3. Previous CMP (Coventry/DDR)
4. Amended CMP
5. Zoning Map
6. TL 2 Use Zone Chart
7. Pedestrian Connection Memo

Conceptual Design Conference Village at Totem Lake

Design Proposal Packet

A Proposed Mixed-Use Retail/Residential Development
For the redevelopment of Totem Lake Mall

PROJECT CONTACTS

DEVELOPER:
CenterCal Properties
1600 E. Franklin
El Segundo, CA 90245
Phone: (310) 563-6900
Contact: Richard Beason

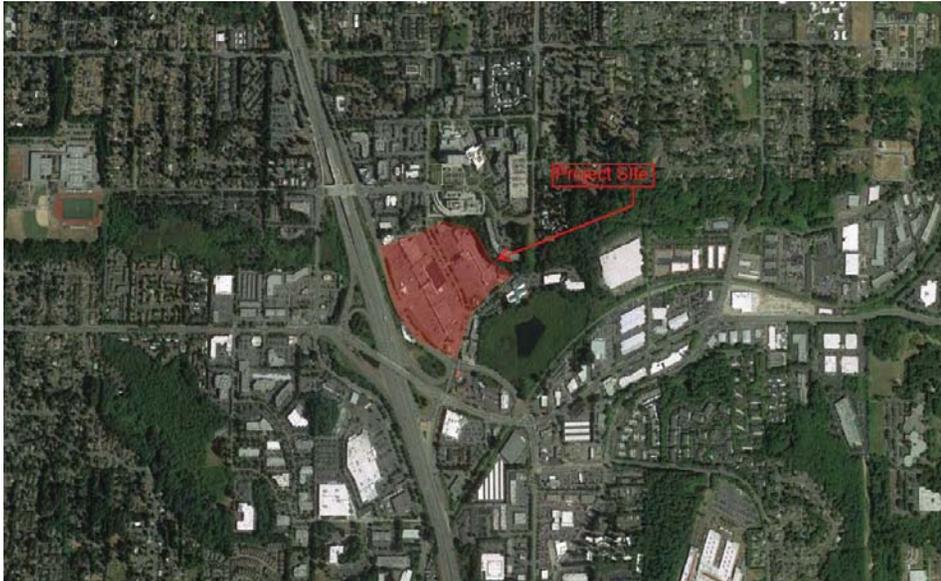
SURVEYOR & CIVIL:
Barghausen Consulting Engineers, Inc.
18215 72nd Avenue South
Kent, WA 98032
Phone: (425) 251-6222
Contact: Daniel K. Balmelli

LANDSCAPE ARCHITECT:
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ARCHITECT
James Paresi, Paresi Design Studio
C2K Architecture, Inc.
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Contact: Tony Brizendine, AIA, NCARB

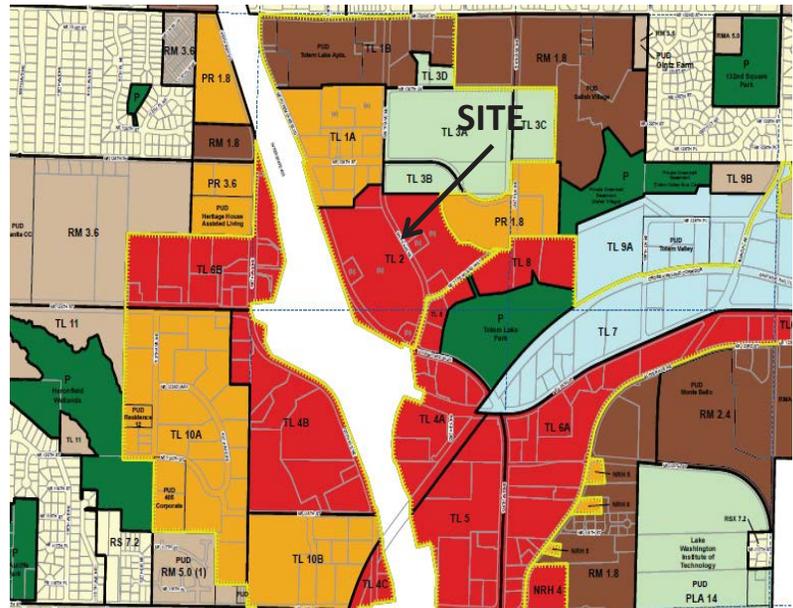
PROJECT INFORMATION:

SITE ADDRESS: Kirkland, WA 98033
Parcel #: 6928400030, 6928400020, 6928400024, 6928400023
LOT AREA: 1,154,606 SF
ZONING: TL-2 Commercial, Retail, Office, Residential and all other uses approved by the approved CMP
LOT COVERAGE: 80%
Subject to Pedestrian Oriented Business District Guidelines
SETBACKS: NONE
Upper Story Setbacks for all floors above the second floor: NONE
BLDG. MAX HEIGHT: 90'-130' subject to 233' elevation restriction area.



LEGAL DESCRIPTION:

- PARCEL A:
- THAT PORTION OF TRACT B OF PUGET SOUND CENTER, ACCORDING TO THE PLAT THEREOF, RECORDED IN VOLUME 92 OF PLATS, PAGES 95 AND 96, IN KING COUNTY, WASHINGTON, AS AMENDED BY AFFIDAVIT OF CORRECTION RECORDED UNDER RECORDING NUMBER 7105100304, LYING SOUTH OF THE SOUTH LINE AND SAID SOUTH LINE EXTENDED EASTERLY OF THAT TRACT OF LAND CONVEYED TO THE STATE OF WASHINGTON BY DEED RECORDED UNDER RECORDING NUMBER 4569596 AS SHOWN ON SAID PLAT OF PUGET SOUND CENTER;
- EXCEPT THAT PORTION THEREOF CONVEYED TO THE CITY OF KIRKLAND BY DEED RECORDED UNDER RECORDING NUMBER 8507250580; AND EXCEPT THOSE PORTIONS THEREOF CONVEYED TO THE STATE OF WASHINGTON BY DEEDS RECORDED UNDER RECORDING NUMBERS 8911150820 AND 9007022009; AND EXCEPT THAT PORTION AWARDED UNDER STIPULATED ORDER RESOLVING ADVERSE CLAIM ENTERED ON THE 2ND DAY OF SEPTEMBER, 2003 IN KING COUNTY SUPERIOR COURT CAUSE NO. 01-2-26799-0 SEA.
- PARCEL B:
- THAT PORTION OF TRACT C OF PUGET SOUND CENTER, ACCORDING TO THE PLAT THEREOF, RECORDED IN VOLUME 92 OF PLATS, PAGES 95 AND 96, IN KING COUNTY, WASHINGTON, AS AMENDED BY AFFIDAVIT OF CORRECTION RECORDED UNDER RECORDING NUMBER 7105100304, AND OF LOTS G1 AND G2 OF CITY OF KIRKLAND SHORT PLAT NUMBER 76-9-9, RECORDED UNDER RECORDING NUMBER 7612010652, DESCRIBED AS FOLLOWS: BEGINNING AT THE NORTHWEST CORNER OF TRACT G, SAID PLAT OF PUGET SOUND CENTER; THENCE NORTH 89°56'25" EAST 576.34 FEET ALONG THE NORTHERLY LINE THEREOF; THENCE SOUTH 07°30'00" EAST 157.00 FEET; THENCE SOUTH 24°05'38" EAST 139.78 FEET; THENCE SOUTH 40°43'34" EAST 199.25 FEET; THENCE NORTH 88°51'15" EAST 100.02 FEET; THENCE SOUTH 66°02'15" EAST 147.73 FEET; THENCE SOUTH 76°38'19" EAST 122.95 FEET; THENCE SOUTH 11°30'00" WEST 10.00 FEET TO THE SOUTHERLY LINE OF SAID TRACT G; THENCE WESTERLY 122.60 FEET (CENTRAL ANGLE OF 46°49'44") ALONG THE ARC OF A CIRCULAR CURVE, SAID CURVE HAVING A RADIUS OF 150.00 FEET WHICH BEARS NORTH 11°30'00" EAST FROM THE CURVE CENTER TO THE CURVE BEGINNING; THENCE SOUTH 54°40'16" WEST 426.21 FEET TO THE SOUTHWESTERLY CORNER OF THAT PARCEL OF LAND DESCRIBED IN THE DEED RECORDED UNDER RECORDING NUMBER 7312200264; THENCE NORTH 33°09'16" WEST, ALONG THE EASTERLY LINE OF SAID PARCEL, 149.70 FEET; THENCE SOUTH 56°50'44" WEST, ALONG THE NORTHERLY LINE OF SAID PARCEL, 192.24 FEET TO THE EASTERLY MARGIN OF 120TH AVENUE NORTHEAST AND THE ARC OF A CURVE TO THE LEFT HAVING A RADIUS OF 465.00 FEET WHOSE CENTER BEARS SOUTH 71°03'44" WEST; THENCE NORTHERLY ALONG SAID MARGIN AND CURVE THROUGH A CENTRAL ANGLE OF 14°13'00" AN ARC DISTANCE OF 115.38 FEET; THENCE NORTH 33°09'16" WEST, ALONG SAID MARGIN, 159.80 FEET TO THE SOUTHWESTERLY CORNER OF THE PARCEL OF LAND DESCRIBED IN THE DEED RECORDED UNDER RECORDING NUMBER 7310010602; THENCE NORTH 56°50'44" EAST, ALONG THE SOUTHERLY LINE OF SAID PARCEL, 195.32 FEET; THENCE NORTH 33°09'16" WEST, ALONG THE EASTERLY LINE OF SAID PARCEL, 128.00 FEET; THENCE SOUTH 56°50'44" WEST, ALONG THE NORTHERLY LINE OF SAID PARCEL, 195.32 FEET TO THE EASTERLY MARGIN OF 120TH AVENUE NORTHEAST; THENCE NORTH 33°09'16" WEST, ALONG SAID MARGIN, 318.20 FEET TO THE BEGINNING OF A CURVE TO THE RIGHT HAVING A RADIUS OF 292.16 FEET; THENCE NORTHERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 35°00'00" AN ARC DISTANCE OF 178.47 FEET; THENCE NORTH 01°50'44" EAST, ALONG SAID MARGIN, 0.83 FEET TO THE TRUE POINT OF BEGINNING.



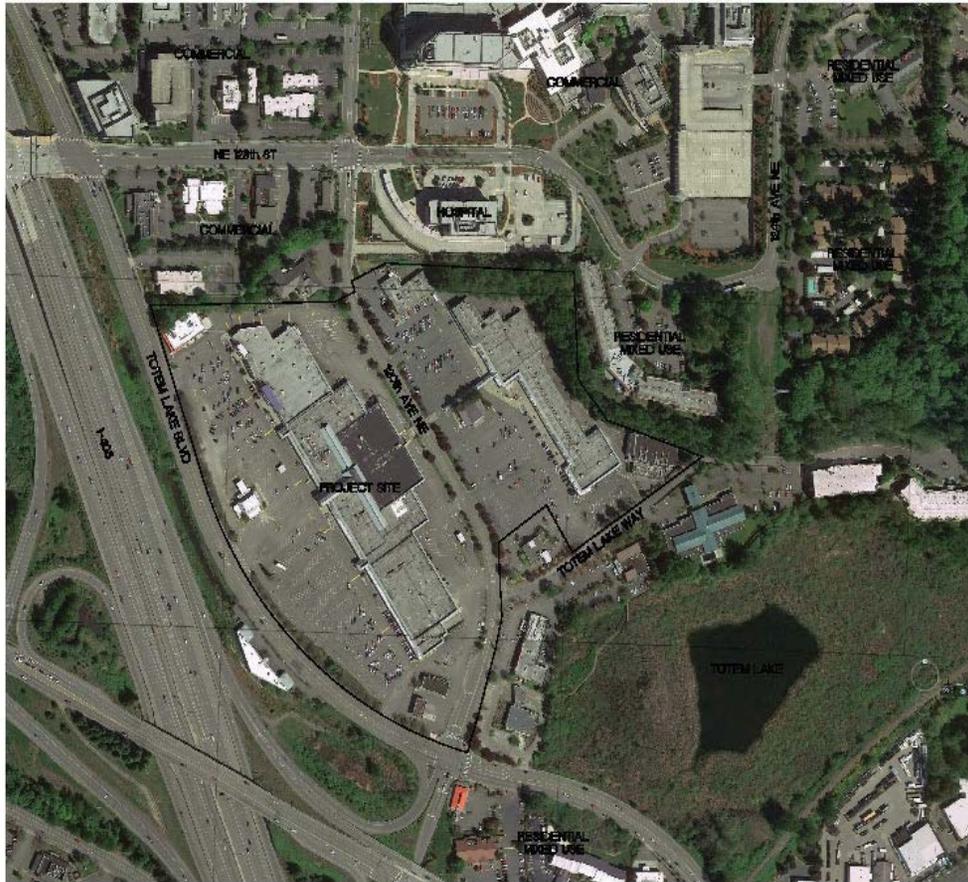
Commercial	BC, BCX, BC1, BC2	Community Business
Industrial	BN, BNA	Neighborhood Business
Light Manufacturing Park	CBD	Central Business District
Transit Oriented Development	FC	Freeway Commercial
Office	JBD	Juanita Business District
High Density Residential	LIT	Light Industrial Technology
Medium Density Residential	MSC	Market Street Corridor
Low Density Residential	NRH	North Rose Hill Business District
Institutions	P	Park/Public Use
Park/Open Space	PLA	Planned Area
Holmes Point Overlay	PO	Professional Office
Approved Planned Unit Development	PR, PRA	Professional Office Residential
Completed Planned Unit Development	RH	Rose Hill Business District
(HL) Historic Landmark	RM, RMA	Multi-Family Residential
(EQ) Equestrian	RS, RSX, RSA	Single Family Residential
(AE) Adult Entertainment	TL	Totem Lake
Subject to Resolution/Ordinance No.	WD	Waterfront District
Houghton Annexation Area	YBD	Yarrow Bay Business District
Design Districts		



Existing Conditions:

The existing property is comprised of two mall buildings and 7 pads. The 40 year old mall is outdated and only partially occupied. The streets, Totem Lake Blvd. and 120th Ave NE and site access including I-405 ramps exist and will not change. All the utilities are existing to both portions of the property.

Existing Site



Context Photos

The Village at Totem Lake, currently Totem Lake Mall, is surrounded by a spattering of convenience retail including banks, fast food, auto parts and nearby car dealerships. The property to the north is adjacent to Evergreen Hospital and a number of medical office buildings, clinics and retirement communities. Other properties along Totem Lake Way with Yuppie Pawn, soon to be a city park, and older hotel and multi-tenant residential building.



Context – Look and Feel



Wells Fargo



Chase Bank



Chase Bank



Hotel



Bank of America



Current Crosswalk connecting lower and upper sites



Lakeshore medical clinic



Retirement Home

Context – Look and Feel



Café & O-Reilly



Vern Fonk, Verizon retail strip



Vern Fonk, Verizon retail strip



Evergreen medical office building



Evergreen Hospital



Trader Joes with Hospital beyond

DEVELOPMENT OBJECTIVES:

Existing Site

The site is located in the Totem Lake area in north Kirkland between Totem Lake Blvd. and 120th Ave NE adjacent the 124th and I-405 interchange.

Zoning:

The site is zoned TL-2

Neighborhood

This is located in the Totem Lake Business District within a short distance of Kirkland's public amenities, restaurants and shops as well as bike trails, Lake Washington and Wine Tasting. This site is adjacent the transit station at Evergreen Hospital and the Transit connection on I-405. To the north beyond the Hospital is primarily residential and to the south and west are commercial buildings. Totem Lake, part of the city parks including bike and walking trails is two blocks to the south providing lake access and park oriented public amenities.

Soil Conditions:

The site is in an area of high water table and sandy soils. Due to the nature of this combination of conditions the cost of excavation goes up substantially with increased depth. Our proposal is to limit the depth of excavation as much as possible while still meeting the zoning and development objectives of the overall project.

Objectives

CenterCal's goal is to re-imagine the Totem Lake Malls site into a high quality, retail and mixed-use village, anchoring this key business district that has evolved around the I-405 and 124th street interchange. Considering that this site was once the largest retail complex in the city, and the area around it has grown dramatically since, its redevelopment would re-establish Totem Lake as signature development.

The rebuilt Totem Lakes envisions a high quality mixed-use village with an emphasis on creating vibrant streetscapes and public spaces that tie together high quality retail, restaurants and cafes, entertainment, and the potential for approximately 400+ residential units above structured parking, segregated for both residential use and guest parking for the center. CenterCal will look to create stylish pedestrian-oriented architecture, and utilize high-quality, long lasting materials on exterior surfaces and internal public spaces, including brick, precast, stone, extensive glass storefront areas, and cementitious siding which will convey the upscale standard being set for the project.

Since 120th Street bifurcates the site, CenterCal envisions a comprehensive improvement that re-imagines this corridor into a pedestrian and bike friendly streetscape with traffic calming design. At the center point of 120th Street, a new cross-axial street/ parking plaza will tie the lower portion of the site with the site north of 120th Street, and will align with a signature public gathering/ event space including such elements as extensive pedestrian seating areas, water features, sculptures, dining terraces and framed by street level commercial with residential units above, creating a lively environment.

Please note the renderings on this page for visual images of these design objectives.



Views and Environment

The property is mostly flat backed up to a significant hillside on the east and north so the development will minimize view impacts to properties on the hill behind. The project fronts major arterials on the west optimizing views for successful retail opportunities. Our proposed massing design steps up the building heights from west to east maximizing views and keeping a human scale for maximizing the pedestrian experience.

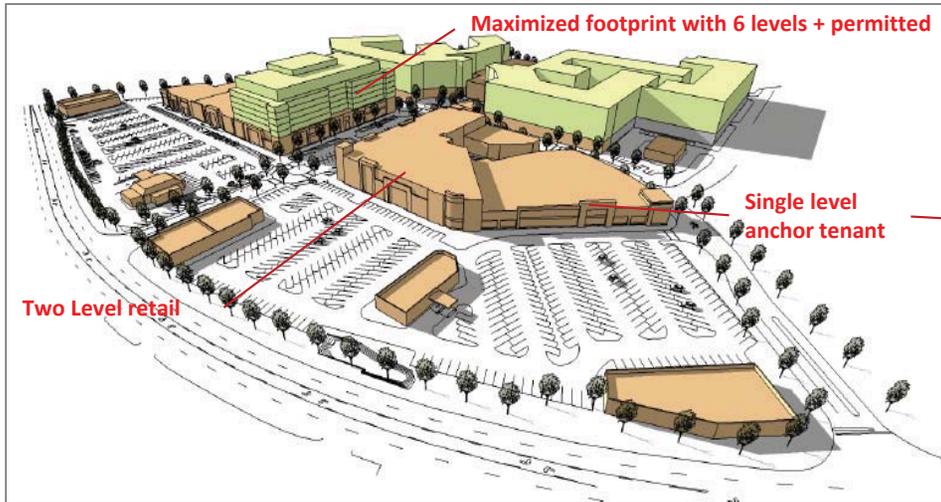
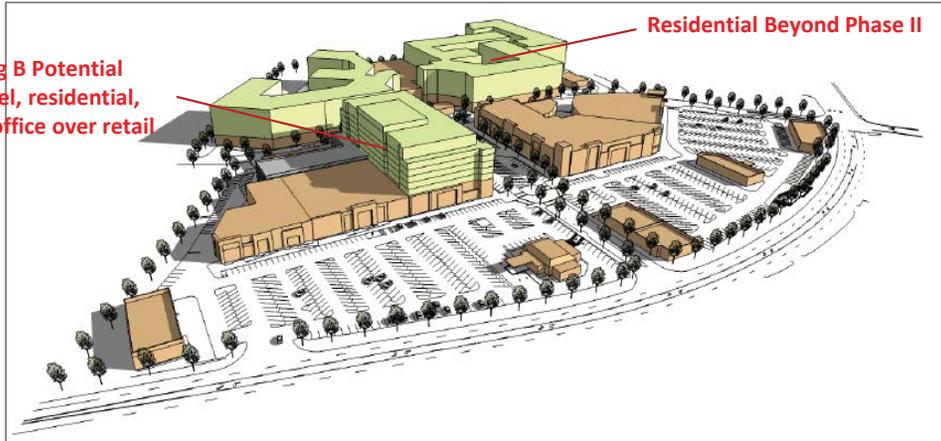


View from I-405 with strong retail presence and residential with Evergreen Hospital beyond



View upon exiting northbound I-405

Alternate Scheme A



- Pros:
- Buildings stair step from pedestrian scale to mid-rise to meet the hillside behind and the hospital, as well as the Senior Living facility beyond the project
 - Heights of the buildings do not maximize zoning or height limits, but fit nicely into its setting

- Pros:
- 2 Level retail maximizes sun exposure to pedestrian park & central parking plaza
- Cons:
- Chase Bank (NAP) limits project gateway to pedestrian street for now.
 - Large floor plate may be subject to tenant requirements

Alternate Scheme B

Building B – 3-5 levels of residential,
hotel, or office with alternate floor
plan and elevations



Pros:
– Varied heights and setback façade add interest and opportunity for upper level green spaces

Cons:
– Specific tenant requirements may affect final building design

Alternate Scheme C



The Village at Totem Lake - Park View



Pros:
 – Single Street is conceptually good, but not parked adequately and limits sun exposure

The Village at Totem Lake – View from South West



The Village at Totem Lake – Main Drive View

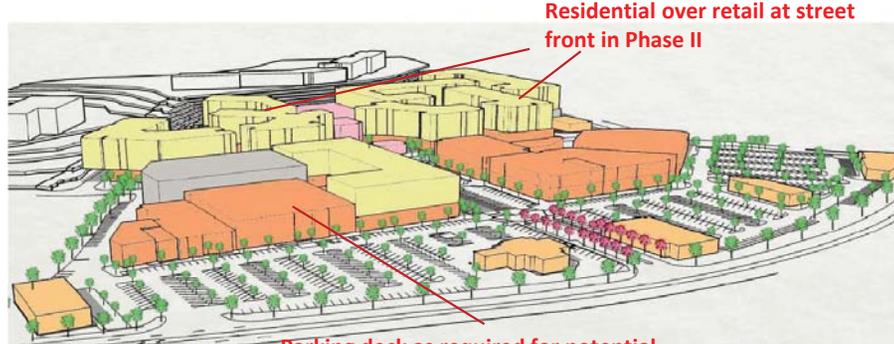


Cons:
 – Scale does not utilize zoning opportunities and provide density and uses to assure a vital mixed-use village

Preferred Plan

THE VILLAGE AT TOTEM LAKE

DIAGRAM: AERIAL VIEW



Residential over retail at street front in Phase II

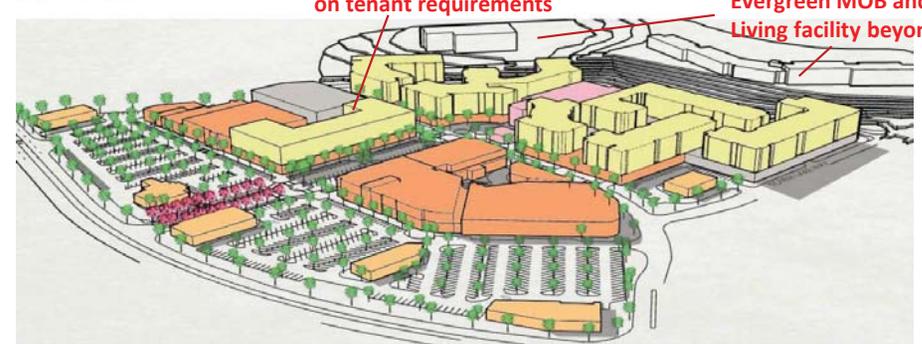
Parking deck as required for potential residential, hotel, or office in Phase I

Preferred Site & Lease Plan



THE VILLAGE AT TOTEM LAKE

DIAGRAM: AERIAL VIEW



3-5 levels over retail dependent on tenant requirements

Evergreen MOB and Senior Living facility beyond

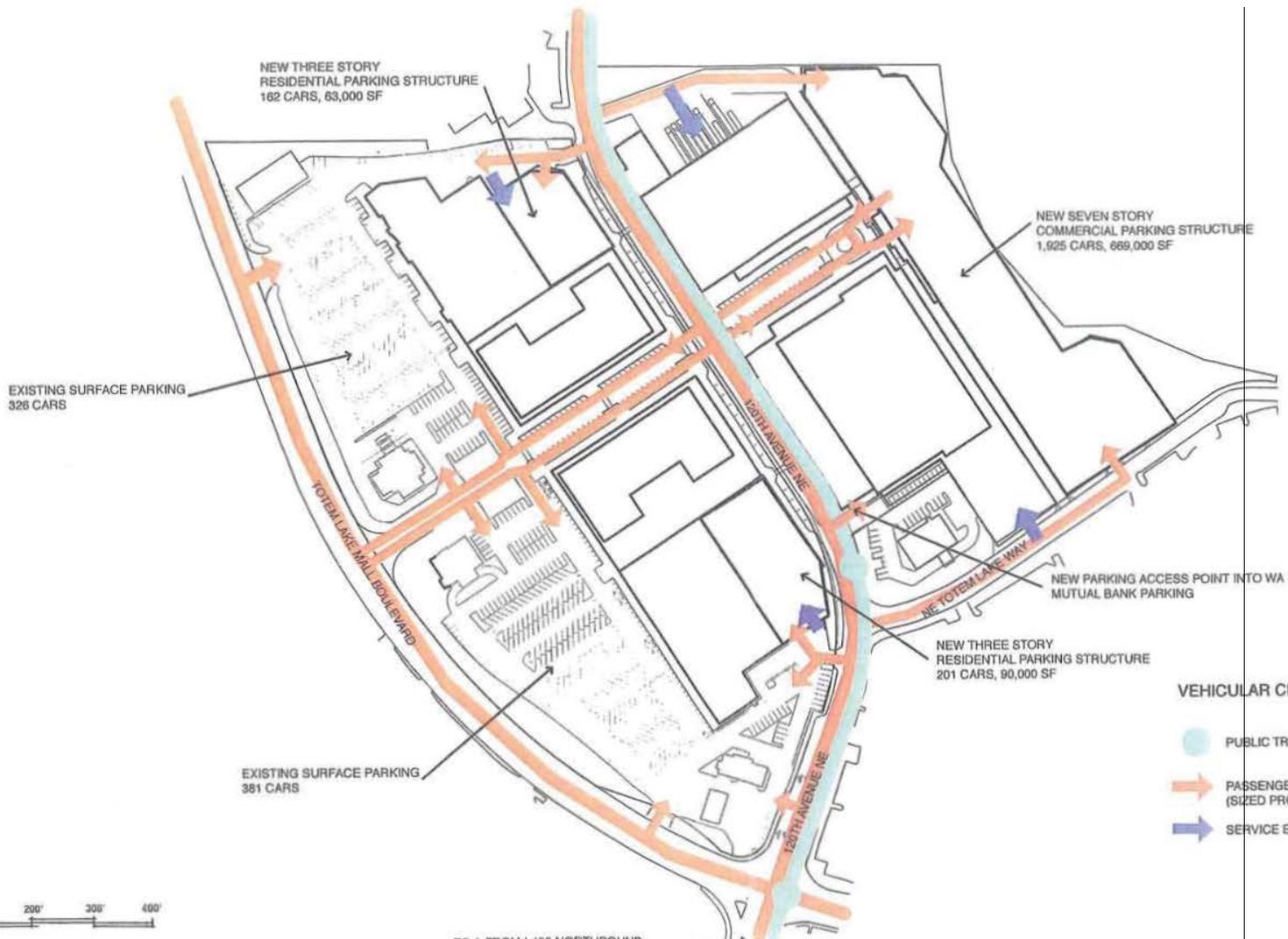
Preferred Upper Level Plan



Phase II residential w/ rooftop green spaces

- Pros:
- Provides a well balanced, mixed-use layout by increasing residential over retail in Phase II
 - Larger parking plaza maximizes customer convenience while creating special event area

- Bldgs:
- A - One & Two Story retail w/anchor tenants
 - B - Potential residential, hotel, or office over retail with adjacent structured parking. Some of B is existing, and will have new facades
 - C & E - Phase II Residential over retail at street fronts
 - D - Phase II luxury theater
 - F, G, & H - Multi-tenant retail and bank outlets



- VEHICULAR CIRCULATION LEGEND**
- PUBLIC TRANSPORTATION / BUS SERVICE
 - ➔ PASSENGER CAR CIRCULATION / POINT OF ENTRY (SIZED PROPORTIONAL TO TRAFFIC VOLUME)
 - ➔ SERVICE ENTRY / LOADING

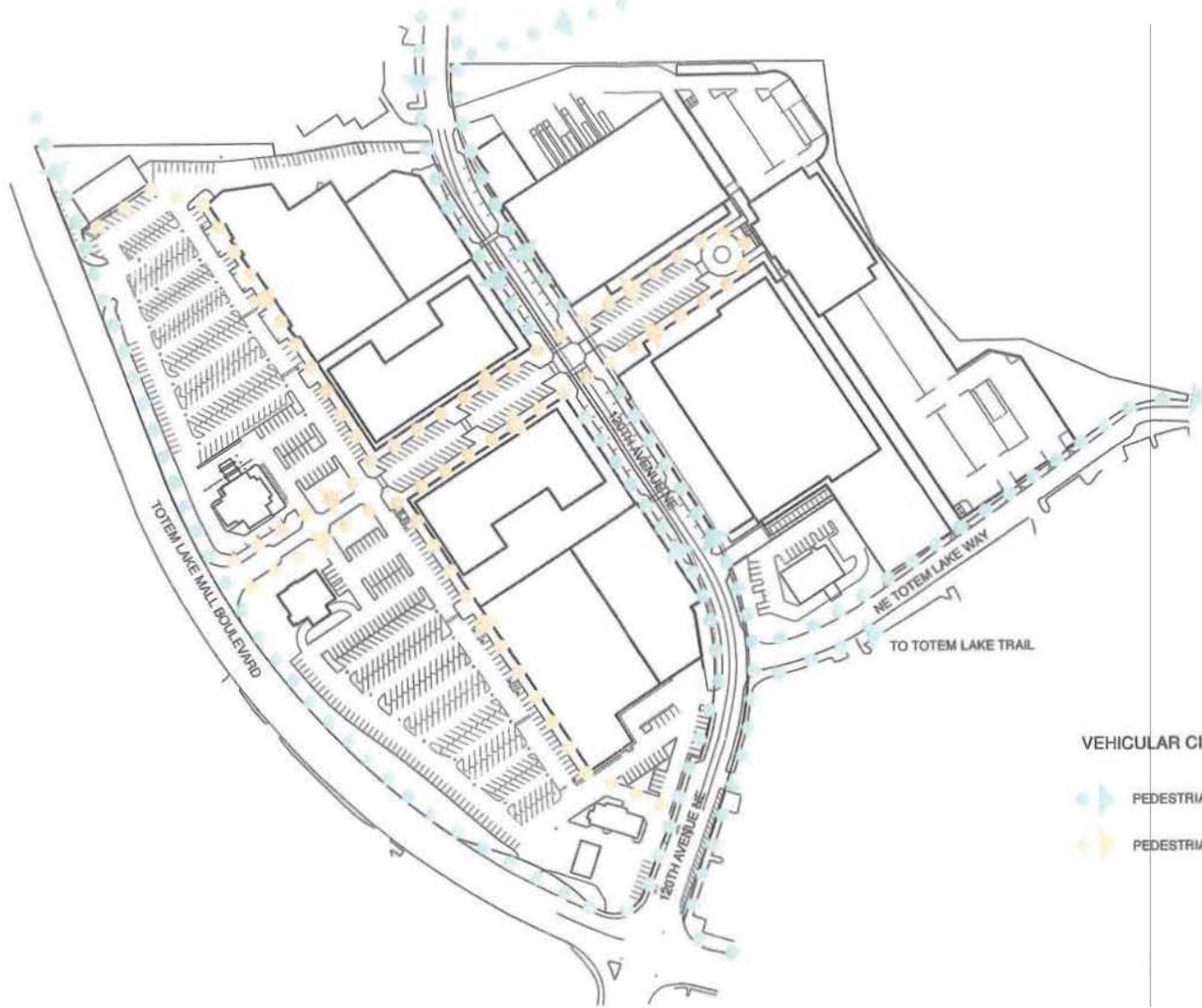
**VEHICULAR CIRCULATION
TOTEMLAKE MALL - CONCEPTUAL MASTER PLAN**

**FULLER SEARS
ARCHITECTS**

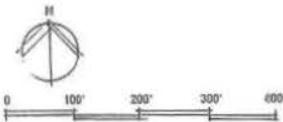

**DEVELOPERS
DIVERSIFIED
REALTY**

EXHIBIT 2

ATTACHMENT 3
FILE NO. DRV/15-01175
PREVIOUS CONCEPTUAL MASTER PLAN DIAGRAMS



- VEHICULAR CIRCULATION LEGEND
-  PEDESTRIAN EXTERIOR CONNECTION
 -  PEDESTRIAN INTERIOR CONNECTION



November 7, 2005

FULLER SEARS
ARCHITECTS

PEDESTRIAN CIRCULATION TOTEM LAKE MALL - CONCEPTUAL MASTER PLAN

EXHIBIT 3



ATTACHMENT 3
 FILE NO. DRV15-01175
 PREVIOUS CONCEPTUAL MASTER PLAN DIAGRAMS