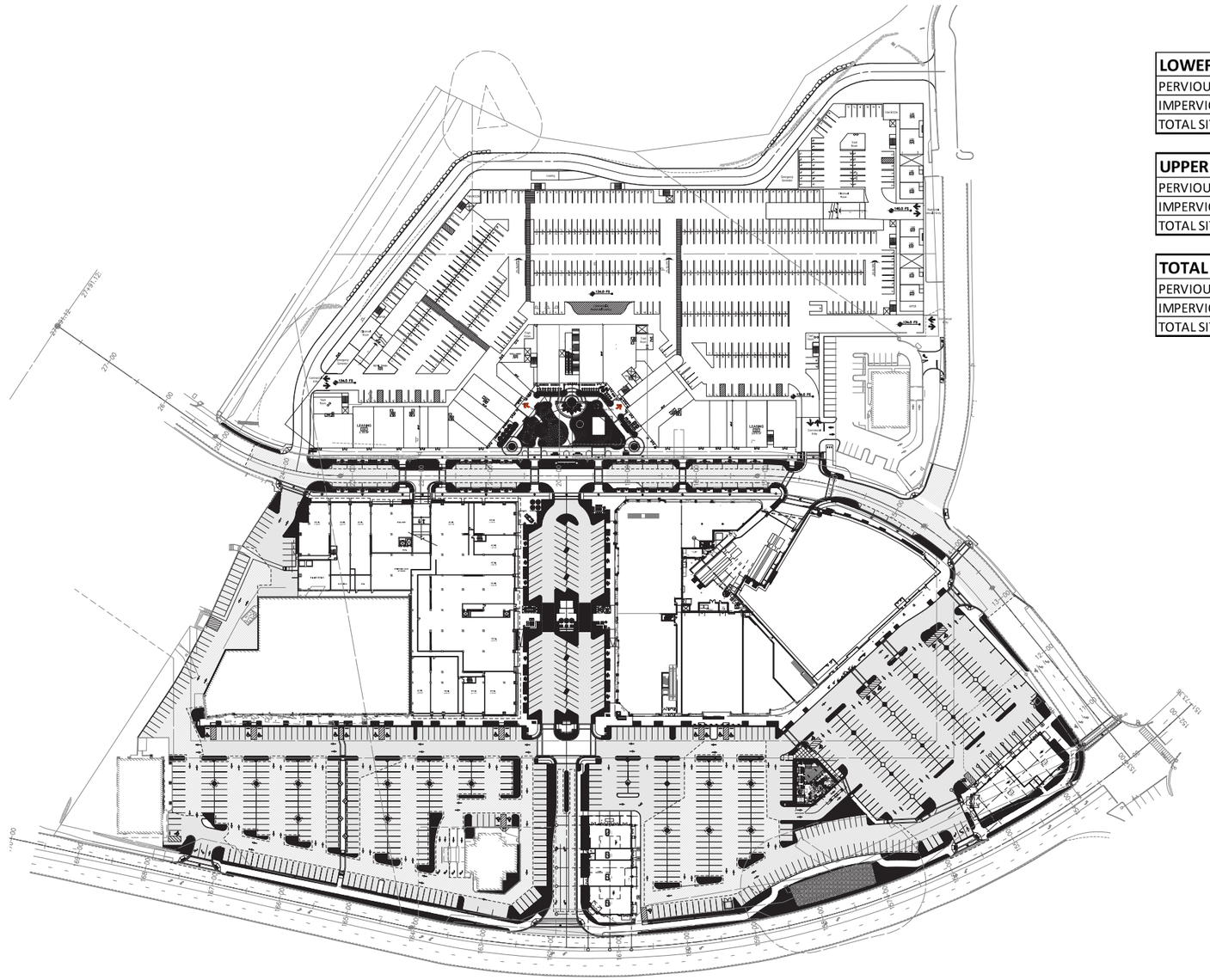
SITE AREA EXHIBIT
FOR
THE VILLAGE AT TOTEM LAKE

A PORTION OF THE SE1/4 + SW1/4, OF THE NW1/4 OF SEC. 28,
AND A PORTION OF THE NW1/4 + NE1/4, OF THE SW1/4 OF SEC. 28,
TWP. 26 N., RANGE 5 EAST, W. M.
CITY OF KIRKLAND, KING COUNTY, STATE OF WASHINGTON

1"=80'

0 40 80 160



LOWER SITE			
PERVIOUS:	65,000 SF	1.5 AC	9.0%
IMPERVIOUS:	655,729 SF	15.1 AC	91.0%
TOTAL SITE:	720,729 SF	16.5 AC	

UPPER SITE			
PERVIOUS:	98,500 SF	2.3 AC	22.8%
IMPERVIOUS:	334,084 SF	7.7 AC	77.2%
TOTAL SITE:	432,584 SF	9.9 AC	

TOTAL SITE:			
PERVIOUS:	163,500 SF	3.8 AC	14.2%
IMPERVIOUS:	989,813 SF	22.7 AC	85.8%
TOTAL SITE:	1,153,313 SF	26.5 AC	

No. | Date | By | Chd. | Appr. | Revision

Title: SITE AREA EXHIBIT

For: CENTERCAL PROPERTIES, INC
1600 EAST FRANKLIN AVENUE
EL SEGUNDO, CA 90245

DANIEL K. BALMER, STATE OF WASHINGTON, 25672, REGISTERED PROFESSIONAL ENGINEER
05/11/2016

Scale: Horizontal 1"=50' Vertical -

Designed JEP
Drawn JEP
Checked AS
Approved DKB
Date 5/11/16

BARGHAUSEN CONSULTING ENGINEERS, INC.
18215 72ND AVENUE SOUTH
KENT, WA 98032
(425)251-6222
(425)251-8782 FAX
CIVIL ENGINEERING, LAND PLANNING,
SURVEYING, ENVIRONMENTAL SERVICES

Job Number 17301
Sheet 1 of 1

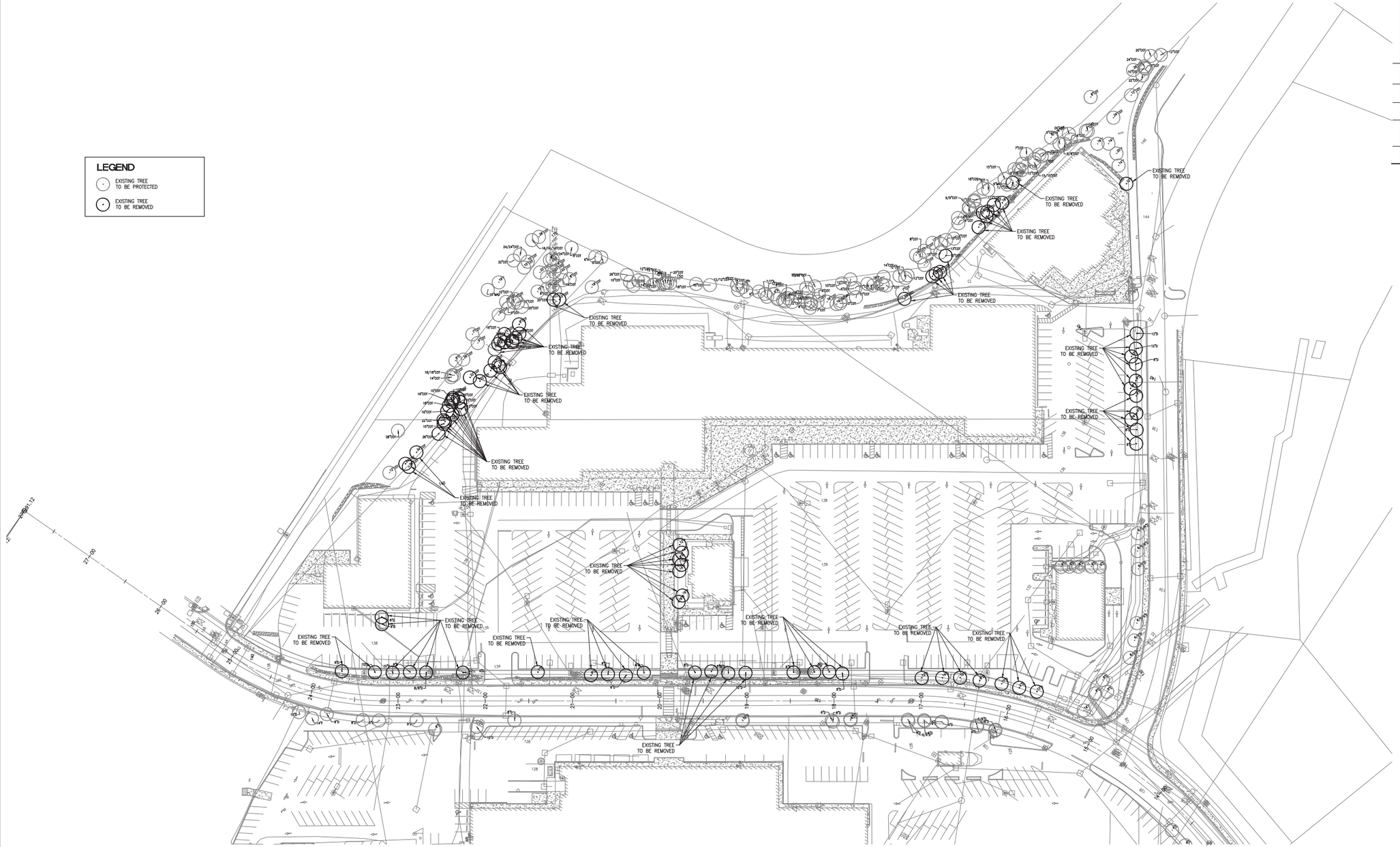
CENTERCAL PROPERTIES, LLC
FAIRFIELD RESIDENTIAL

content **SITE AREA CALCULATION** / *project* **5638.00** / *date* **06.09.2016** A11.17

carrierjohnson + CULTURE

TREE RETENTION PLAN
FOR
THE VILLAGE AT TOTEM LAKE - UPPER SITE

A PORTION OF THE SE1/4 + SW1/4, OF THE NW1/4 OF SEC. 28,
AND A PORTION OF THE NW1/4 + NE1/4, OF THE SW1/4 OF SEC. 28,
TWP. 26 N., RANGE 5 EAST, W. M.
CITY OF KIRKLAND, KING COUNTY, STATE OF WASHINGTON



No.	Date	By	Chd.	Appr.	Revision

Title: TREE RETENTION PLAN

For: CENTERCAL PROPERTIES, INC
1600 EAST FRANKLIN AVENUE
EL SEGUNDO, CA 90245

DANIEL K. BALMER, STATE OF WASHINGTON, 25672, REGISTERED PROFESSIONAL ENGINEER
05/11/2016

Scale: Horizontal 1"=50' Vertical -

Designed JEP
Drawn JEP
Checked JS
Approved DKB
Date 5/11/16

BARGHAUSEN CONSULTING ENGINEERS, INC.
18215 72ND AVENUE SOUTH
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CIVIL ENGINEERING, LAND PLANNING, SURVEYING, ENVIRONMENTAL SERVICES

Job Number 17301
Sheet 1 of 1

File: P:\17000s\17301\exhibit\17301-Tree Preservation Plan pt2.dwg Date/Time: May 11, 2016 - 4:23pm Scale: 1"=50' jpullicino Xrefs: dan-b.dwg

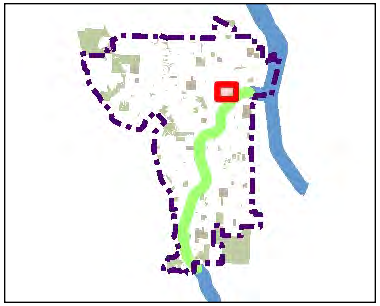
-FUNCTION LAWN: 2,100 SF
-KIDS PLAY: 950 SF
-PAVILION: 800 SF
-COMMON AREA DECK: 3,740 SF
-PEDESTRIAN ZONE: 10,835 SF
-RESTAURANT DINING: 2,600 SF
-WATER FEATURE: 700 SF
TOTAL AREA: 23,425 SF

TOTEM LAKE PLAZA PROPOSAL

-FUNCTION LAWN: 2,950 SF
-KIDS PLAY: 1,560 SF
-PAVILION: 4,050 SF
-COMMON AREA DECK: 5,200 SF
-PEDESTRIAN ZONE: 11,590 SF
-RESTAURANT DINING: 3,750 SF
-WATER FEATURE: 3,400 SF
TOTAL AREA: 32,600 SF

STATION PARK PLAZA - FARMINGTON, UTAH

Zoning Map



Legend

- City Limits
- Cross Kirkland Corridor
- Regional Rail Corridor
- Streets
- Parcels
- Buildings
- Lakes
- Parks
- Schools
- Overlay Zones
  - (EQ)
  - (HL)
  - (HP)
- Planned Unit Development
- Design District
- City Zoning
  - Commercial
  - Industrial
  - Transit Oriented Development
  - Office
  - High Density Residential
  - Medium Density Residential
  - Low Density Residential
  - Institutions
  - Park/Open Space

1: 3,753

Notes

- Totem Lake Mall

0.1 0 0.06 0.1 Miles

NAD_1983_StatePlane_Washington_North_FIPS_4601_Feet

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ATTACHMENT 3
FILE NO. DRV16-00914
ZONING MAP

Totem Lake Mall

Amended Conceptual Master Plan

February 11, 2015
APPROVED VERSION

TABLE OF CONTENTS

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CHAPTER ONE

INTRODUCTION AND OVERVIEW

The Totem Lake Mall (hereafter referred to as "the Mall") was originally constructed in 1973 as a two-story enclosed regional mall on a 26-acre property in Kirkland. The Mall is very well situated along Interstate 405, approximately five miles from downtown Kirkland. Despite its ideal location, the Mall has aged and is now experiencing a steady decline in quality, performance and desirability. Instead of reaching its potential as a premier regional shopping center and primary economic engine for the City of Kirkland (hereafter referred to as "Kirkland" or "the City"), the Mall has languished and is now generally considered to be an under-performing property. This downward transition is likely attributable to several factors, including age, failure to meet the demands of contemporary tenants, and an unusual configuration consisting of an upper mall and a lower mall with inadequate connectivity and sense of place.

Historically, investors and owners of the Mall have been unable to devise an economically feasible plan for upgrading and renovating the Mall to meet current standards and demands. While there are many factors that contributed to this situation, it appears that the primary factor was an inability to justify the significant expense associated with redevelopment. Unlike new construction, redevelopment of an existing property involves additional complexities and expense associated with relocation and accommodation of tenants; demolition, reconfiguration and modernization of aging and incompatible structures; extensive architectural challenges associated with assimilation of existing architectural elements into contemporary designs; site limitations and increasing costs of new construction.

Kirkland views the Mall as a key component of its overall economic vitality and has targeted redevelopment as a primary goal. In furtherance of this goal, Kirkland has paved the way for redevelopment through its comprehensive planning and adoption of development regulations and standards that are conducive to and encourage redevelopment. This effort was initiated in 2002, with adoption of the Totem Lake Neighborhood Plan, which sets forth a vision for Totem Center as a dense, compact

community, with a mix of business, commercial and residential uses, coupled with a high level of transit and pedestrian activity.

In 2004, Coventry II DDR Totem Lake LLC, a Delaware limited liability company (hereafter referred to as "Coventry/DDR"), purchased the Mall with a vision for redevelopment. Coventry/DDR carefully studied the regional demographics and retail landscape, the prime location of the Mall in relation to growth and development trends in the community, the development regulations and standards, and the potential benefits associated with redevelopment to both its investors and Kirkland. The indicators confirmed the potential for an economically feasible redevelopment of the Mall at varying intensities depending upon the level of public support and financial participation.

Coventry/DDR realized that the more elaborate redevelopment alternatives were not economically feasible without a significant level of public support and financial participation. While this created challenges, the benefits to Kirkland were readily apparent considering the enhanced revenues that would be generated and the potential for creation of a community center with a defined sense of place in furtherance of Kirkland's planning goals and objectives.

Coventry/DDR received City Design Review Board ("DRB") approval of the Conceptual Master Plan ("CMP") in December, 2005. Shortly thereafter, in January, 2006, the City approved and entered into a Redevelopment Agreement for Totem Lake Mall ("Redevelopment Agreement"). Combined, the CMP and Redevelopment Agreement govern redevelopment of the Mall. However, the economic downturn adversely impacted the ability of Coventry/DDR to move forward with redevelopment and the project languished for several years. Eventually, a decision was made to market the Mall to a developer with the ability to step in and complete the redevelopment in accordance with Kirkland's planning goals and objectives.

CenterCal Properties, LLC ("CenterCal") is the likely successor to Coventry/DDR. Upon Closing, CenterCal will own the same property previously owned by Coventry, which includes the entire Mall, except for two parcels that were sold in the 1970s to financial institutions ("Bank Parcels"). The Bank Parcels are shown on Exhibit 1. CenterCal is interested in acquiring the Bank Parcels and, if subsequently acquired, the Bank Parcels will be included in this CMP.

CenterCal's vision for redevelopment of the Mall includes the same array of permitted uses in the TL 2 Zone; demolition and reconstruction of the majority of the existing Mall; and creation of a vibrant public plaza with public amenities, anticipated to include public art, water feature(s), benches, trees, landscaping and similar improvements, achievable through a public/private collaboration involving financial participation by both CenterCal and the City. The overall objective is to create a community center with a defined sense of place.

However, CenterCal's conceptual plan accomplishes these objectives in ways that vary somewhat from the Coventry/DDR development proposal by focusing the intensity of mixed uses to take full advantage of the redesigned public plaza and realigned and reconstructed 120th Avenue NE; strategically locating residential uses to take full advantage of the public access created by the City's acquisition of property abutting Totem Lake (formerly Yuppie Pawn property); and reconfiguring the square footage of buildings and tenant spaces throughout the Mall to integrate the mixed uses with less focus on "big box" retailers and large office buildings.

This Amended CMP, coupled with a corresponding amendment to the Redevelopment Agreement ("Amended Redevelopment Agreement"), is necessary to ensure that the vision of CenterCal in its conceptual plan meets with the City's goals and objectives for redevelopment of the Mall.

This Amended CMP is an integral step in furtherance of redevelopment of the Mall. It contains the revised conceptual plans to achieve the overall goal of transforming this under-performing property into a regional shopping center with an array of mixed uses and public spaces. This Amended CMP will serve as the conceptual framework for redevelopment of the Mall.

It is important to emphasize the conceptual nature of the Amended CMP. It provides a basic "conceptual" rather than "detailed" framework for redevelopment. As plans evolve and are further refined, it is possible that there will be changes to the overall conceptual framework, which will be addressed through the appropriate regulatory processes.

CHAPTER TWO

CONCEPTUAL MASTER PLAN GOALS

The goals established by this Amended CMP are as follows:

- To provide a conceptual framework for redevelopment of the Mall in a manner that furthers the planning goals of Kirkland, creates a unique sense of place, and transforms an under-performing property into a vibrant regional shopping center with a public plaza and an array of mixed uses permitted in the TL 2 Zone, which may include, without limitation, retail, office, cinema, hotel and residential uses.
- To provide the conceptual framework for redevelopment of the Mall in one or more phases over a period of time consistent with the Amended Redevelopment Agreement.
- To identify the design guidelines, development standards and applicable criteria that will govern redevelopment of the Mall.
- To specify the processes and procedures applicable to implementation of the Amended CMP and further design review after adoption.

CHAPTER THREE

EXISTING MALL CONFIGURATION AND USES

The Mall is located on a 26-acre site northwest of the intersection of 124th Street NE and Interstate-405. Exhibit 1 shows the existing site conditions, building and parking configuration at the Mall. Totem Lake Boulevard extends along the westerly boundary of the property, parallel to Interstate-405, while 120th Avenue NE runs approximately north and south, effectively dividing the Mall into a 16.54-acre "lower mall" and a 9.63-acre "upper mall". In addition to the main upper and lower mall buildings, there are several additional frees-standing retail buildings within the Mall.

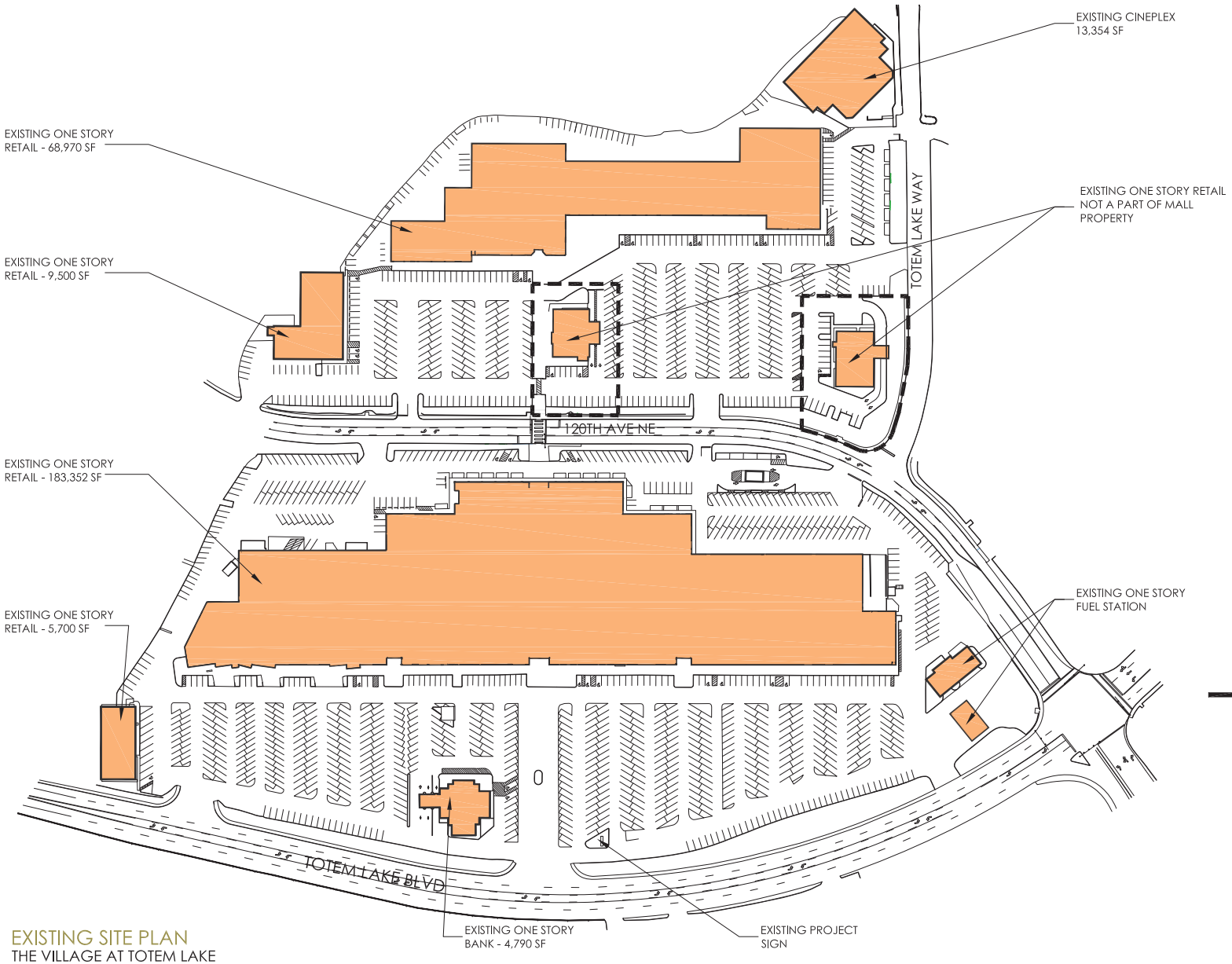
The overall building configuration, coupled with the location of 120th Avenue NE, creates a dull and uninviting environment, portraying a suburban "strip center" image as opposed to a regional shopping center. There is no store frontage on 120th Avenue NE and signage is poor. The upper mall faces the backside of the lower mall along 120th Avenue NE, and the lower mall impedes views to the upper mall. The separation of the upper mall from the lower mall by a very busy connector street impedes pedestrian-friendly cross-shopping, segregates the malls, and eliminates the unique identity and sense of place that should be associated with the Mall.

The two primary mall buildings were constructed during the mid-1970s – the lower mall building in 1972 and the upper mall building in 1974 – with the remaining free-standing structures added sporadically over the next decade. The buildings contain approximately 290,000 square feet. Tenant improvements and remodeling have occurred from time-to-time over the years, including a large remodel of the anchor unit in the lower mall. Storefronts in the upper mall are aligned to the parking lot. The larger lower mall has outdoor facing entrances for the larger units on the north and south ends, with an additional inner pedestrian area typical of larger enclosed malls providing access to the anchor tenant and smaller units in the center of the structure. The age of the structures and the unappealing configuration contribute to the economic obsolescence of the Mall and its current under-performing status.

The entire Mall is located within the TL 2 Zone as set forth in the Kirkland Zoning Code, Section 55.21. The TL 2 Zone allows a full spectrum of uses, including: (1) retail sales of goods and services, movie theatres, restaurants, fast food

establishments, taverns, banks and other financial institutions and service providers; (2) offices; (3) residential; (4) vehicle service stations; (5) hotels or motels; (6) churches; (7) schools and day-care centers; (8) assisted living facilities; (9) convalescent centers and nursing homes; (10) public utilities, government facilities or community facilities; and (11) public parks. All of the existing uses within the Mall are consistent with the uses allowed in the TL 2 Zone.

THE VILLAGE AT TOTEM LAKE



EXISTING BUILDINGS

NOT A PART OF MALL PROPERTY

SURFACE PARKING
1,391 STALLS

ATTACHMENT 4
FILE NO. DRV16-00914
AMENDED CONCEPTUAL MASTER PLAN

EXHIBIT 1

CENTERCAL PROPERTIES, LLC

EXISTING SITE PLAN

THE VILLAGE AT TOTEM LAKE

CHAPTER FOUR

PROPOSED MALL RECONFIGURATION AND USES

The CenterCal redevelopment conceptual plan that is contemplated for the Mall involves substantial demolition of existing buildings, new construction of buildings, one or more parking structures, a redesigned public plaza; new lower mall east/west connection between Totem Lake Boulevard and 120th Avenue NE (hereafter referred to as the "East/West Connector"); and realignment and reconstruction of 120th Avenue NE. The redevelopment will occur in one or more phases over a period of time consistent with the Amended Redevelopment Agreement.

The anticipated uses within the Mall after redevelopment will be within the spectrum of permitted uses in the TL 2 Zone. It is currently anticipated that the leased retail space will be utilized for typical retail uses, such as department stores and shops, restaurants, fast food establishments, coffee shops, taverns, banks, financial institutions, fitness and entertainment establishments, hotel and other retail businesses and service providers. A new modern multi-screen cinema is contemplated in the upper mall. Office and residential uses are currently contemplated and will be strategically located within the Mall to take advantage of public streets, parking, public plaza amenities and views and access to Totem Lake. The mix of uses; location of uses; building layout; and square footages associated with buildings and uses will ultimately depend upon market conditions, tenant demands and synergies within the Mall. Parking will include both surface parking and one or more parking structures with adequate parking to meet anticipated demand. The completed Mall is anticipated to include up to 1,000,000 square feet or more.

CHAPTER FIVE

TRANSPORTATION AND PARKING

To successfully redevelop the Mall, it will be crucial that adequate consideration is given to transportation and parking plans. Transportation plans include both vehicular circulation (public transportation/bus service and private vehicles) and pedestrian circulation. Parking plans include an evaluation of required parking to adequately meet the anticipated demand, and also the allocation and strategic positioning of parking throughout the Mall. Considering the unique circumstances presented by 120th Avenue NE bisecting the upper mall and lower mall, a successful redevelopment of the Mall will also require redesign, realignment and reconstruction of 120th Avenue NE to assimilate this busy street into the Mall in a way that is inviting, pedestrian-friendly, and safe.

A. TRANSPORTATION.

1. Vehicle Circulation Plan.

Exhibit 2 depicts the anticipated Vehicular Circulation Plan for the Mall. The circulation pattern demonstrates passenger car circulation, service entry/loading circulation, and public transportation.

It is contemplated that there will be several vehicular entrances for passenger car circulation into the Mall from Totem Lake Boulevard, 120th Avenue NE, and NE Totem Lake Way. These will provide access to the Mall, the new East/West Connector, surface parking lot areas, parking structure(s), on-street parking, and service entry/loading areas.

Public transportation is generally provided along 120th Avenue NE and Totem Lake Boulevard. Currently, there are only two bus stations, one located at the intersection of 120th Avenue NE and Totem Lake Boulevard, and the other along 120th Avenue NE near NE Totem Lake Way, which are shown on Exhibit 2. It is anticipated that METRO will evaluate the public transportation needs and modify the public transportation elements to meet the demands created by the Mall, such as providing a bus stop near the intersection of 120th Avenue NE and the new East/West Connector.

2. Pedestrian Circulation Plan.

Exhibit 3 depicts the anticipated Pedestrian Circulation Plan for the Mall. The circulation pattern demonstrates pedestrian exterior connections, interior connections and pedestrian activity areas.

Exterior pedestrian connections will be along 120th Avenue NE, NE Totem Lake Way, and existing sidewalks on Totem Lake Boulevard, which will provide access to the Mall from adjoining properties and streets. Interior connections will emphasize access to the public plaza as the hub of pedestrian activity within the Mall. There will be interior pedestrian connections along the new East/West Connector between Totem Lake Boulevard and 120th Avenue NE; along storefronts in the lower mall; along storefronts and potential residential structures in the upper mall that do not front on the public plaza; and between the public plaza and parking structure(s). The primary pedestrian activity area will be focused along the new East/West Connector, the public plaza and 120th Avenue NE.

3. <u>120th Avenue NE.</u>

It is anticipated that through a joint effort between the City and CenterCal, 120th Avenue NE will be redesigned, realigned and reconstructed during the early stages of Mall redevelopment. As currently existing, 120th Avenue NE is a very busy thoroughfare and utilized for both access to the Mall and general connection to adjoining streets and boulevards. This creates a potentially unsafe and serious impediment to achieving the connectivity and sense of place between the upper mall and lower mall.

By redesigning and realigning 120th Avenue NE, it will be possible to incorporate both traffic calming techniques and pedestrian-friendly improvements to eliminate the negative factors that impact the Mall. At this stage of development, only preliminary thoughts and ideas have surfaced regarding ways in which to achieve the goals and objectives for 120th Avenue NE. These ideas include (1) consideration of narrowing 120th Avenue NE or finding other solutions to calm traffic and encourage alternative vehicular routes for connectivity to adjoining streets and boulevards; (2) methods to enhance pedestrian-oriented walkways and crosswalks with special street improvements, such as raised pavement and colored pavement tiles, to clearly identify pedestrian crossings; (3) strategic placement of trees and landscaping to identify and emphasize pedestrian crossings; and (4) signalization at strategic locations along 120th Avenue NE to enhance the safety to pedestrians and slow traffic.

4. Transportation Concurrency.

Coventry/DDR retained Transportation Services, Inc. ("TSI") to perform a traffic impact analysis, including a daily and PM peak hour trip generation forecast for each time frame, to test for traffic concurrency. TSI concluded that the proposed Mall redevelopment would pass concurrency. The City has issued a Traffic Concurrency Certification Notice for the redevelopment project and a Certificate of Concurrency will be issued with the first building permit for the Project.

B. PARKING.

1. Parking Requirements.

CenterCal will retain the services of a parking consultant to analyze and evaluate the number of parking spaces required to meet the anticipated demand for parking at the redeveloped Mall. The evaluation will include review of this Amended CMP, and data including anticipated tenant mix, square footage of retail and office uses, number of seats in the proposed cinema, number of residential units and other pertinent information. The evaluation shall apply the Urban Land Institute's shared parking methodology to develop a model to project parking demand characteristics at the Mall by hour of the day, month of the year, and weekday versus weekend or determined by the City Transportation Engineer.

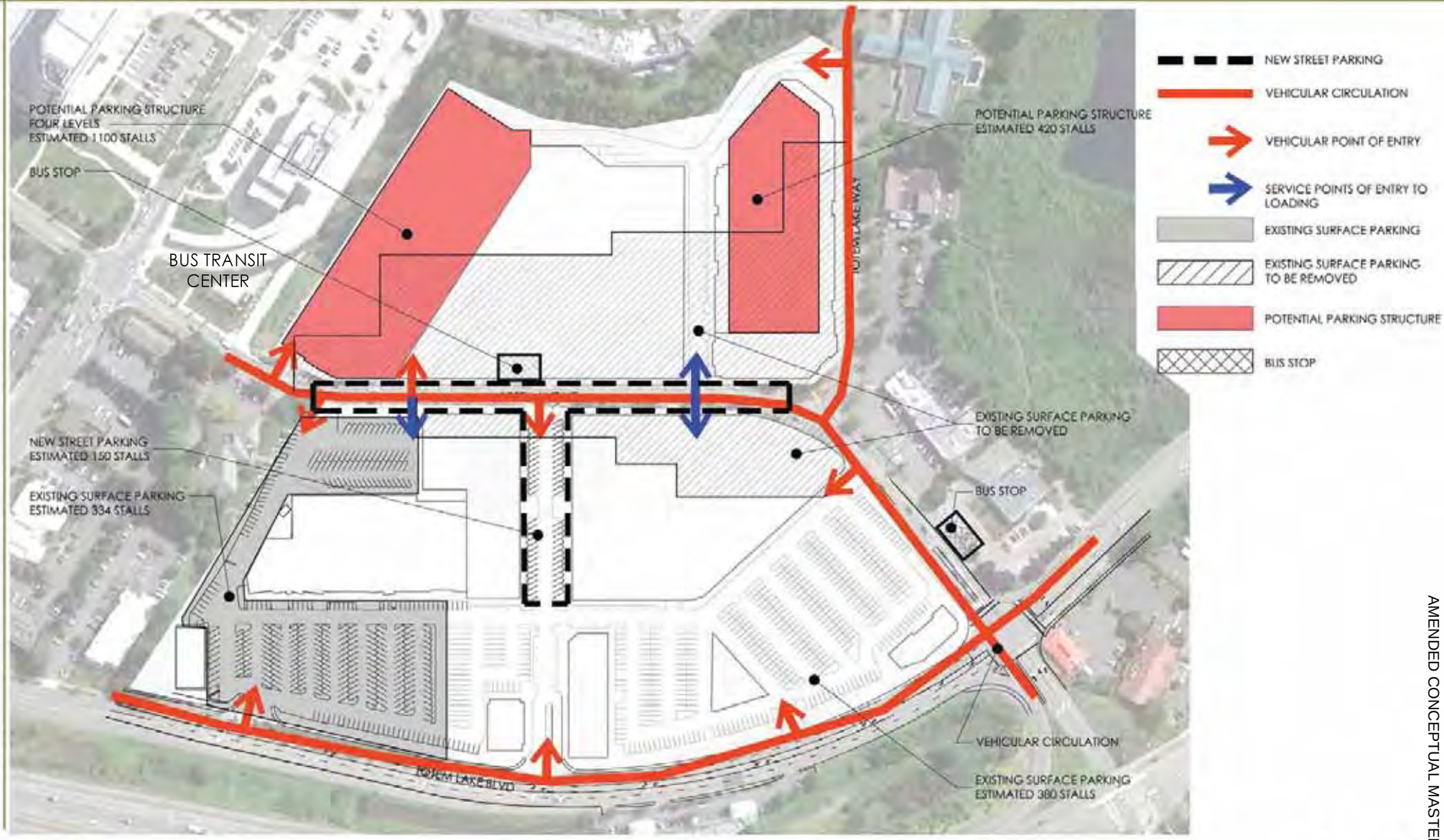
The concept of shared parking is particularly applicable at the Mall with an array of mixed uses. Shared parking is the use of a parking space by vehicles generated by more than one land use. The ability to share parking spaces is the result of two conditions: (1) Variations in the accumulation of vehicles by hour, by day or by season at the individual land uses; and (2) relationships among the land uses that result in visiting multiple land uses on the same auto trip. To illustrate, office buildings require parking spaces during daytime hours on weekdays, while restaurants and entertainment venues have peak parking needs during the evening and weekends.

The parking evaluation will identify parking demand among the various mixed uses and opportunities for shared parking. CenterCal will deliver the parking evaluation to the City Planning Official and City Transportation Engineer for review and approval, which will then establish the number of parking spaces necessary for redevelopment of the Mall.

2. Parking Facilities.

Parking facility requirements within the redeveloped Mall will continue to evolve as the final development plan is refined. Once the number of required parking spaces is determined, CenterCal will provide adequate parking to meet anticipated parking demand by providing a combination of on-street parking, surface parking lot areas and one or more parking structures. Future phases may include development within locations that are currently utilized for surface parking lots. In the event of reduction or elimination of surface parking lot areas in future phases, CenterCal will incorporate parking structures or other measures to ensure adequate parking.

THE VILLAGE AT TOTEM LAKE



CENTERCAL

VEHICULAR SITE PLAN

THE VILLAGE AT TOTEM LAKE - VEHICULAR SITE PLAN

EXHIBIT 2

ATTACHMENT 4
FILE NO. DRV16-00914
AMENDED CONCEPTUAL MASTER PLAN

THE VILLAGE AT TOTEM LAKE

CENTERCAL

PEDESTRIAN SITE PLAN

THE VILLAGE AT TOTEM LAKE - PEDESTRIAN SITE PLAN

EXHIBIT 3

ATTACHMENT 4
FILE NO. DRV16-00914
AMENDED CONCEPTUAL MASTER PLAN

CHAPTER SIX

CONCEPTUAL SITE PLAN

Redevelopment of the Mall involves many complex issues that must be addressed simultaneously and effectively in a manner that satisfies tenants, especially national tenants, while also meeting or exceeding the design guidelines and parameters desired by the City. This is a very challenging task. Premier tenants are highly desirable and also very demanding to ensure that the resulting lease space will satisfy their business objectives, space requirements and technical needs, which are frequently established on a national rather than site-to-site basis. For the redevelopment to be successful there must be a balance that meets the needs of the tenants and also satisfies the desires of the City. CenterCal will implement the Design Guidelines and Development Regulations in a meaningful way to accommodate the desires of the City, while also remaining cognizant of the demands and needs of prospective tenants. Refinement of the architectural elements will follow input, direction and approval of the DRB.

Exhibit 4 sets forth a Conceptual Site Plan that shows the most recent conceptual plan for redevelopment and construction within the Mall. The uses are anticipated to include primarily a mix of retail, office, cinema, hotel and residential uses as permitted in the TL 2 Zone, but the array of uses, square footage, building configurations, and locations will likely continue to evolve and will be provided in greater detail to the DRB as part of the subsequent DRB review and approval of phase plans ("Phase Plans") described in Chapter 9 of this Amended CMP.

Exhibit 5 contains conceptual views and perspectives of CenterCal's current vision for the completed Mall redevelopment project. The conceptual drawings establish a general framework for redevelopment of the Mall, but there will be further refinement as detailed development plans evolve, tenant needs and synergies are addressed, and market demands become evident. Once refined, one or more Phase Plans will be presented to the DRB for review, input and approval.

Exhibit 6 sets forth the Conceptual Demolition Plan, which is anticipated to involve demolition of most of the existing buildings during the redevelopment project. Demolition will include most of the one story retail building located in the lower mall, leaving that portion more recently constructed on the northerly end. Demolition in the

upper mall will include demolition of the upper mall buildings, including the existing cinema, but potentially excluding the Bank Parcels if not acquired. In the event that one or more of the Bank Parcels are not acquired, then the public plaza may need to be realigned and/or relocated in the final site development plan. This may require a review under the applicable conceptual master plan modification process.

The conceptual site plan does not contemplate that the Mall will expand beyond its existing property boundaries in the foreseeable future. However, nothing in this Amended CMP should be construed to prohibit expansion of the TL 2 Zone to incorporate other properties into the Mall in a manner that complies with the local Development Regulations and uses allowed within the TL 2 Zone.

THE VILLAGE AT TOTEM LAKE

PLANNED MIXED USE DEVELOPMENT SITE WITH POTENTIAL OFFICE, RESIDENTIAL, RETAIL, RESTAURANTS, CINEMA AND POTENTIALLY STRUCTURED PARKING AND USES APPROVED BY TL2 ZONE

FUTURE REDEVELOPMENT SITE WITH POTENTIAL OFFICE, RESIDENTIAL AND RETAIL

EXISTING BUILDINGS

PLANNED MIXED USES

NOT A PART OF MALL PROPERTY

FUTURE REDEVELOPMENT

NOTE:
ALL AREAS ANTICIPATED TL2 ZONE USES

CENTERCAL

CONCEPTUAL SITE PLAN

THE VILLAGE AT TOTEM LAKE - CONCEPTUAL MASTER PLAN

EXHIBIT 4

ATTACHMENT 4
FILE NO. DRV16-00914
AMENDED CONCEPTUAL MASTER PLAN

OVERALL SITE VIEW
THE VILLAGE AT TOTEM LAKE

CENTERCAL

ATTACHMENT 4
FILE NO. PRV16-00914
AMENDED CONCEPTUAL MASTER PLAN
EXHIBIT 5

OVERALL SITE - SOUTHEAST VIEW
THE VILLAGE AT TOTEM LAKE

CENTERCAL

ATTACHMENT 4
FILE NO. PRV16-00914
AMENDED CONCEPTUAL MASTER PLAN
EXHIBIT 5

PLAZA VIEW AT MAIN ENTRY DRIVE & 120TH AVENUE
THE VILLAGE AT TOTEM LAKE

CENTERCAL

ATTACHMENT 4
FILE NO. PRV16-00914
AMENDED CONCEPTUAL MASTER PLAN
EXHIBIT 5

MAIN ENTRY DRIVE - VIEW NORTHEAST

THE VILLAGE AT TOTEM LAKE

CENTERCAL

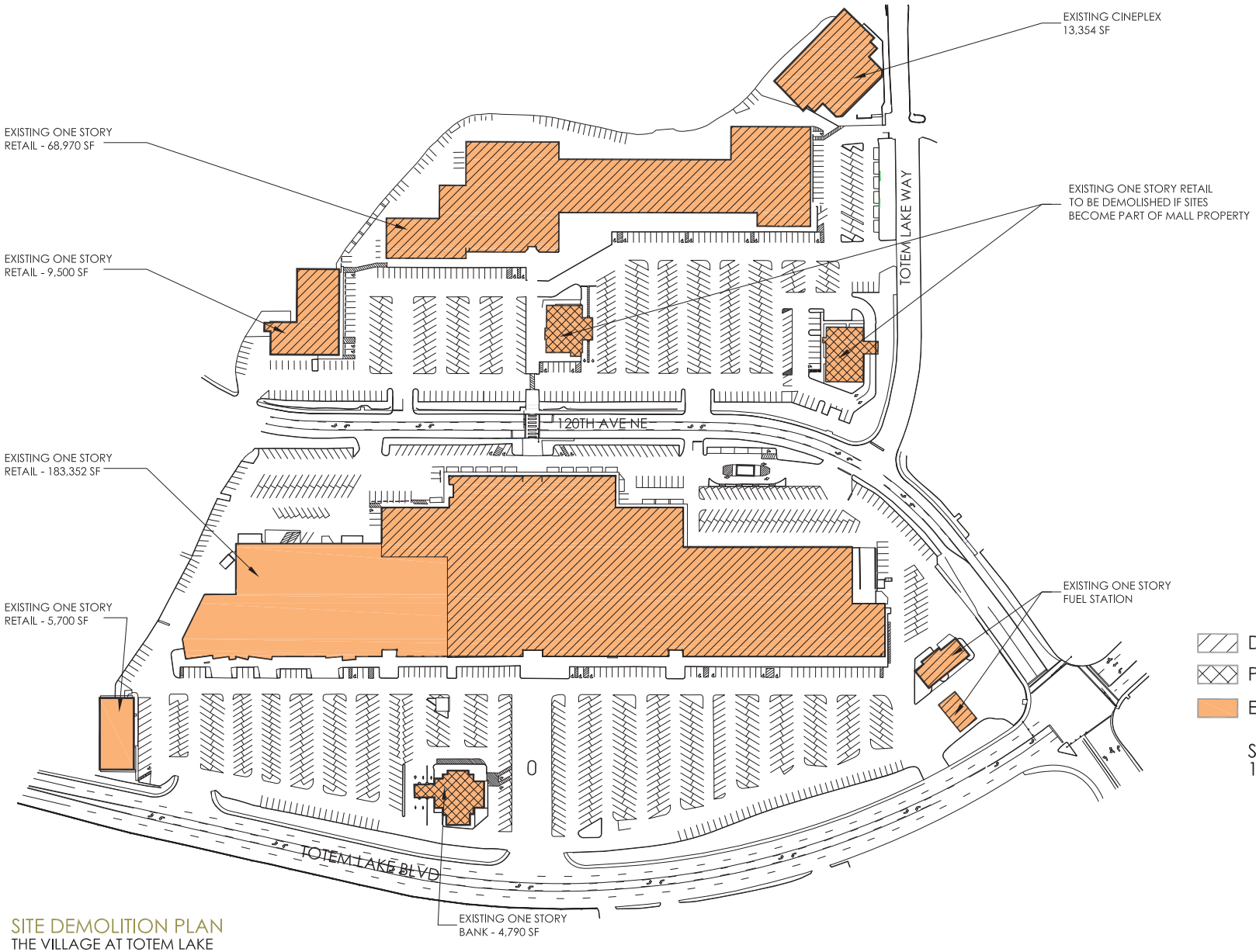
ATTACHMENT 4
FILE NO. PRY16-0091
AMENDED CONCEPTUAL MASTER PLAN

120TH AVENUE - SOUTH VIEW
THE VILLAGE AT TOTEM LAKE

CENTERCAL

ATTACHMENT 4
FILE NO. PRV16-00914
AMENDED CONCEPTUAL MASTER PLAN

EXHIBIT 5



DEMOLITION

POTENTIAL DEMOLITION

EXISTING BUILDINGS

SURFACE PARKING
1,391 STALLS

ATTACHMENT 4
FILE NO. DRV16-00914
AMENDED CONCEPTUAL MASTER PLAN

EXHIBIT 6

CENTERCAL PROPERTIES, LLC

SITE DEMOLITION PLAN

THE VILLAGE AT TOTEM LAKE

N

CHAPTER SEVEN

DESIGN GUIDELINES

A. Vision For Redevelopment.

The Mall should be redeveloped as a contemporary regional shopping center, designed to attract regional customers to amenities commensurate with similarly situated regional malls. It is important that the Mall be redeveloped in a manner that creates a unique identity, with clear boundaries, and a sense of place. Buildings and public space should be functional, pedestrian-oriented, properly scaled and aesthetically pleasing through incorporation of architectural design elements. The architectural character of the buildings within the Mall should present a consistent image with unified design features.

While most customers will continue to arrive by private automobile or public transportation, the Mall should be pedestrian-friendly, with emphasis on the public plaza, generous sidewalks, pedestrian amenities, landscaping and safe internal and external circulation systems. The public plaza should be a focal point within the Mall, providing landscape features and pedestrian amenities to encourage use and provide an aesthetically pleasing transition from the surrounding urban density.

There should be clearly identifiable building and pedestrian access points and entryways. Pedestrian connections should exist (1) between the upper mall and lower mall (east and west of 120th Avenue NE); (2) internal to the Mall; and (3) between the Mall and adjacent properties, including the Evergreen Hospital campus and the Transit Center, along 120th Avenue NE. Realignment and reconstruction of 120th Avenue NE is important to better facilitate pedestrian-oriented use of the Mall and promote connectivity within the Mall. Traffic calming features should be incorporated into the redesign to reduce the speed and increase safety, while also encouraging the use of nearby streets and boulevards for through traffic.

There should be adequate parking provided at various access locations throughout the Mall. Parking should be a combination of surface parking lots, parking structures, and on-street parking strategically located to ensure easy, safe and functional access to the array of mixed uses within the Mall. Efforts should be made to incorporate architectural elements, such as trellises, landscaping, artwork or murals, to soften the impact of parking structures and provide a more aesthetically appealing appearance.

Landscaping and signs throughout the Mall should be addressed through one or more property-wide plans to ensure consistency and allow evaluation of the overall impact on the appearance of the Mall both on-site and as viewed from Interstate-405, Totem Lake Boulevard and adjacent streets.

B. <u>Applicable Design Guidelines</u>.

In 2002, Kirkland adopted the Totem Lake Neighborhood Plan, which sets forth specific goals and objectives for Totem Center. These include the following:

- *Accommodate high density, transit-oriented development, consistent with the district's position in an Urban Center.*
- *Ensure that public and private development contributes to a lively and inviting character in Totem Center.*
- *Reinforce the character of Totem Center through public investments.*
- *Produce buildings that exhibit high quality design, incorporate pedestrian features and amenities and display elements of both continuity and individuality.*
- *Provide public spaces that are focal points for the community.*
- *Provide visual and functional connections between adjacent developments through landscaping, public spaces and pedestrian connections.*

These specific goals and objectives provide strong support for redevelopment of the Mall to meet the desire of Kirkland to encourage urban density development in Totem Center in a way that will enhance the public image and accommodate pedestrian-oriented shopping opportunities within Totem Center.

The "Design Guidelines for Pedestrian-Oriented Business Districts," adopted by Kirkland on May 6, 2003, and subsequently amended to include specific provisions applicable to the TL 2 Zone on August 4, 2004, are incorporated by reference into the Kirkland Municipal Code, Section 3.30.040 (hereafter "Design Guidelines"). These Design Guidelines are applicable to redevelopment of the Mall. However, the design regulations contained in the Kirkland Zoning Code, Chapter 92, are not applicable to redevelopment of the Mall within the TL 2 Zone.

The Design Guidelines do not set a particular style of architecture or design theme. Rather, they establish a greater sense of quality, unity, and conformance with Kirkland's physical assets and civic role. The Design Guidelines focus on creating a high-quality pedestrian environment, especially along pedestrian-oriented streets. The following are pertinent provisions of the Design Guidelines that should be considered by the DRB when evaluating subsequent design elements of the overall Mall redevelopment:

I. ***PEDESTRIAN-ORIENTED ELEMENTS:***

- *Sidewalk Width – Movement Zone. A sidewalk should support a variety and concentration of activity yet avoid overcrowding and congestion. The average sidewalk width should be between 10' and 18'. New buildings on pedestrian oriented streets should be set back a sufficient distance to provide at least 10' of sidewalk. If outdoor dining, seating, vending or displays are desired, an additional setback is necessary. New development in TL 2 should provide sidewalks at the recommended width, to contribute to the pedestrian-orientation of new development. Public gathering places, such as pedestrian-oriented plazas linked to the sidewalk, should be encouraged.*

- *Sidewalk Width – The Storefront Activity Zone. New buildings should be set back a sufficient distance from the front property line a minimum of 10' to allow enough room for pedestrian movement. Wider setbacks should be considered to accommodate other sidewalk uses that would benefit businesses and the pedestrian environment. Lighting and special paving of the storefront activity zone are also beneficial.*

- *Pedestrian Coverings. Awnings or canopies should be required on facades facing pedestrian-oriented sidewalks. A variety of styles and colors should be encouraged on pedestrian-oriented streets, and a more continuous, uniform style encouraged for large developments on entry arterial streets.*

- *"Pedestrian-Friendly" Building Fronts. All building fronts should have pedestrian-friendly features, such as transparent or decorative windows, public entrances, murals or artwork, bulletin boards, display windows, seating, or street vendors. Blank walls should be mitigated where feasible using architectural techniques such as recessing the wall with niches, artwork on the surface, or installation of trellises or similar architectural features. Since pedestrians move slowly along the sidewalk, the street level of buildings must be interesting and varied. Since the potential exists for large tenants to locate within TL 2, efforts should be made to minimize the impacts of these uses along pedestrian-oriented streets and concourses. Along 120th Avenue NE, buildings should be designed to add vitality along the sidewalk, by providing*

multiple entrance points to shops, continuous weather protection, outdoor dining, transparency of windows and interactive window displays, entertainment and diverse architectural elements. Ground floor development in TL 2 should be set close to the sidewalk along pedestrian streets and concourses to orient to the pedestrian and provide appropriately-scaled environment.

- *Upper-Story Activities. All buildings on pedestrian-oriented streets should be encouraged to have upper-story activities overlooking the street, as well as balconies and roof decks with direct access from living spaces. Planting trellises and architectural elements are encouraged in conjunction with decks and bay windows. Upper-story commercial activities are also encouraged.*

- *Lighting From Buildings. All building entries should be well lit. Building facades in pedestrian areas should provide lighting to walkways and sidewalks through building-mounted lights, canopy – or awning-mounted lights, and display window lights. Encourage a variety in the use of light fixtures to give visual variety from one building façade to the next. Back-lit or internally-lit translucent awnings should be prohibited.*

- *Pedestrian-Oriented Plazas. Successful pedestrian-oriented plazas are generally located in sunny areas along a well-traveled pedestrian route. Plazas must provide plenty of sitting areas and amenities and give people a sense of enclosure and safety. Public spaces, such as landscaped and/or furnished plazas and courtyards should be incorporated into the development, and be visible and accessible from either a public sidewalk or pedestrian connection. Primary pedestrian access points to retail development in TL 2 along 120th Avenue NE may be especially effective locations for public plazas.*

- *Pedestrian Connections – Commercial. Developments should have well-defined, safe pedestrian walkways that minimize distances from the public sidewalk and transit facilities to the internal pedestrian system and building entrances.*

- *Blank Walls. Blank walls should be avoided near sidewalks, parks, and pedestrian areas. Where unavoidable, blank walls should be treated with landscaping, art, or other architectural treatments.*

II. PUBLIC IMPROVEMENTS AND SITE FEATURES

- *Pathway Width. Design all major pedestrian pathways to be at least 8' wide. Other pathways with less activity can be 6' wide. Through-site connections from street to street, between the upper and lower portions*

of TL 2, and within TL 2 are needed to provide convenient pedestrian mobility, and to contribute to the village-like character desired for TL 2. Pedestrian connections to surrounding related uses, such as the hospital campus and transit center should also be provided.

- *Gateway Features. Construct entry gateway features at locations noted in the Comprehensive Plan. Gateways may be constructed in conjunction with commercial development. Emphasis should be placed on framing the view into the district. The Transit Center on the hospital campus should be a "landmark" feature for both the Totem Center district and the hospital campus, providing a focal point for residents, employees and visitors. A combination of signs and symbols linking the transit center to the pedestrian connection along NE 128th Street, the flyer stop and the Park and Ride should be provided. A prominent entry to the district exists at the intersection of NE 128th Street and Totem Lake Boulevard, where vehicles and pedestrians arrive from the crossing over I-405. Entry features provided in this area should contribute to the identity associated with the Totem Center district. Public art and private efforts can be used to establish gateway features to strengthen the character and identity of Totem Center and the neighborhood. At the northern entry to Totem Center at 120th Avenue NE and NE 132nd street, a neighborhood entry sign or other identifying neighborhood feature should be provided. Another important entry point identified in the neighborhood plan is along Totem Lake Boulevard, just east of 120th Avenue NE. A feature providing a sense of entry into the Totem Center district at this location would be appropriate.*

- *Parking Lot Location and Design. Minimize the number of driveways by restricting curb cuts and by encouraging property and business owners to combine parking lot entrances and coordinate parking areas. Encourage side and rear yard parking areas by restricting parking in front yards. Require extensive screening where there is front yard parking. Throughout Totem Center, parking areas located between the street and the buildings should be discouraged. This is particularly critical in TL 2, where buildings should front on 120th Avenue NE to foster the desired pedestrian-oriented environment.*

- *Circulation Within Parking Lots. Parking lot design should be clear and well organized. Space should be provided for pedestrians to walk safely in all parking lots.*

- *Parking Lot Landscaping. Parking lots must be integrated with the fabric of the community by creatively using landscaping to reduce their visual impact. Screening and landscaping should be required where parking is adjacent to sidewalks in order to improve visual qualities and reduce clutter. Within TL 2, the provision of landscaping to soften the*

impacts of cars and pavement is important. Clusters of trees rather than single trees may be more effective in certain portions of the mall's parking areas. Visibility of the mall from the freeway should be considered when evaluating the locations and types of landscaping to be used.

- *Parking Garages. The intrusive qualities of parking structures must be mitigated. In pedestrian areas, ground-level retail uses or appropriate pedestrian spaces should be required. Also, extensive landscaping should be required near residential areas in high visibility locations. On hillsides and near residential areas the stepping back or terracing of upper stories should be considered to reduce scale. The development densities planned for Totem Center may result in the need for large parking structures to support them. Careful design of the structures will be important to retain a visually attractive environment. The location of parking structures along pedestrian-oriented streets or pedestrian pathways should be discouraged. Where parking structures cannot be located underground and must be provided on the ground floor, an intervening use should be provided to retain the visual interest along the street. If parking areas are located in a separate structure from the primary use, the structure must be set back from the street, and screened with substantial landscaping. Within TL 2, if it is not possible or practical to locate parking structures behind a building or underground, structural parking should be developed, oriented and screened to complement adjacent buildings, reduce automobile and pedestrian conflicts, and support the pedestrian environment. Artwork, display windows, trellises and/or dense vegetation are examples of screening devices that may be successful in balancing the scale of the structure with the pedestrian element.*

- *Street Trees. Street trees within TL 2 should be selected to achieve the varying objectives of the district. Some preliminary ideas for a street tree planning plan are:*

    - *Totem Lake Boulevard. South of NE 128th Street, trees should be planted that balance the goals of creating a "greenway" along the boulevard, providing a safe and inviting pedestrian experience and enabling visibility of the site's businesses to the freeway traveler. Smaller trees planted at frequent intervals anchored by larger, "boulevard" trees at primary site entrances would achieve this objective. As an alternative or additional component, groupings of trees planted behind a meandering sidewalk may also be effective.*

    - *120th Avenue NE. South of NE 128th Street, choose street trees that will emphasize the pedestrian connection between the upper*

and lower mall, such as the use of larger trees at crossings and major points of entry. Choose spacing and varieties to create a plaza-like character to encourage pedestrian activity. Trees in planters and colorful flower beds will soften the area for pedestrians but allow visual access to adjoining businesses.

*III. **SCALE***

- *Fenestration Patterns. Varied window treatments should be encouraged. Ground floor uses should have large windows that showcase storefront displays to increase pedestrian interest. Architectural detailing at all window jambs, sills, and heads should be emphasized.*

- *Architectural Elements. Architectural building elements such as arcades, balconies, bay windows, roof decks, trellises, landscaping, awnings, cornices, friezes, art concepts, and courtyards should be encouraged. Balconies provide private open space, and help to minimize the vertical mass of structures. Residential building facades visible from streets and public spaces should provide balconies of a sufficient depth to appear integrated into the building and not "tacked on".*

- *Building Modulation – Vertical. Vertical building modulation should be used to add variety and to make large buildings appear to be an aggregation of smaller buildings.*

- *Building Modulation – Horizontal. Horizontal building modulation may be used to reduce the perceived mass of a building and to provide continuity at the ground level of large building complexes.*

*IV. **BUILDING MATERIAL COLOR AND DETAIL***

- *Ornamental and Applied Art. Ornament and applied art should be integrated with the structures and the site environment and not haphazardly applied. Significant architectural features should not be hidden, nor should the urban context be overshadowed. Emphasis should be placed on highlighting building features such as doors, windows, eaves, and on materials such as wood siding and ornamental masonry. Ornament may take the form of traditional or contemporary elements. Original artwork or hand-created details should be considered in special places.*

- *Color. Color schemes should adhere to the guidelines enumerated above. The use of a range of colors compatible with a coordinated color scheme should be encouraged.*

- *Street Corners. Property owners and developers should be encouraged to architecturally enhance building corners.*

- *Signs. All signs should be building-mounted or below 12' in height if ground mounted. Maximum height is measured from the top of the sign to the ground plane. No off-premises commercial signs, except public directional signs, should be permitted. No billboards should be permitted. Signs for individual parking stalls should be discouraged. If necessary, they should not be higher than necessary to be seen above bumpers. Parking lot signs should be limited to one sign per entrance and should not extend more than 12' above the ground. Neon signs, sculptural signs, and signs incorporating artwork are encouraged. Signs that are integrated with a building's architecture are encouraged. Shingle signs and blade signs hung from canopies or from building facades are encouraged. Traditional signs such a barber poles are encouraged. Signs within TL 2 should be coordinated through a sign package for the entire property.*

*V. **NATURAL FEATURES***

- *Landscaping. The placement and amount of landscaping for new and existing development should be mandated through design standards. Special consideration should be given to the purpose and context of the proposed landscaping. The pedestrian/auto landscape requires strong plantings of a structural nature to act as buffers or screens. The pedestrian landscape should emphasize the subtle characteristics of the plant materials. The building landscape should use landscaping that complements the building's favorable qualities and screens its faults. Natural Features. An important goal in the Totem Lake Neighborhood Plan is to establish a "greenway" extending in an east/west direction across the neighborhood. Portions of the greenway follow totem Lake Boulevard, along the western boundary of TL 2. Properties abutting the designated greenbelt should be landscaped with materials that complement the natural areas of the greenway where possible.*

- *Culverted Creeks. One channel of the Totem Lake tributary extends along I-405, west of Totem Lake Boulevard in a culvert to Totem Lake. If it is feasible, restoration of this streambed could be incorporated into the "greenway" design developed for this segment of Totem Lake Boulevard.*

CHAPTER EIGHT

DEVELOPMENT REGULATIONS

The land development standards applicable to redevelopment of the Mall are contained in the TL 2 Zone regulations, adopted by the City on August 4, 2005, and codified in the Kirkland Zoning Code, Section 55.21 (referred to herein as the "Development Regulations"). Landscaping is subject to the development regulations in Kirkland Zoning Code, Chapter 95, and the Special Regulations set forth in the Development Regulations. Signage is not subject to the development regulations in Kirkland Zoning Code, Chapter 100, except as specifically stated in the Development Regulations and described herein. The amount of required parking will be established as described in Chapter 5 of this Amended CMP.

Development must be part of a CMP for the entire property. The CMP is required to follow the process set forth in Kirkland Zoning Code, Chapter 142. The CMP has been approved by the DRB, and the Amended CMP has been approved by the City Planning Official. Subsequent development proposals must follow the Design Review or Administrative Design Review process as set forth in the Notice of Approval for the CMP, as amended.

Where a CMP is utilized, the Development Regulations apply uniform standards to all permitted uses in the TL 2 zone. The following sets forth these applicable Development Regulations:

1. **Lot Size (minimum and maximum):**

The minimum lot size is 1.5 acres. However, parcels smaller than 1.5 acres may be added to a previously approved CMP, if the applicable criteria set forth in the Notice of Approval for the approved Conceptual Master Plan, and/or amendments thereto, are met.

2. **Required yards (minimum and maximum):**

There are no minimum or maximum required yards. Instead, the Development Regulations contemplate that any required yards will be established in the CMP. Given the location, urban density, generous sidewalks, extensive public plaza and surrounding public streets and boulevard within the TL 2 Zone, and considering that buildings are encouraged to be built up to sidewalks to enhance the pedestrian-oriented activities, there

shall be no required building setbacks along front, side or rear yards required by this Amended CMP.

3. **Lot Coverage (maximum):**

The maximum lot coverage is 80 percent.

4. **Height of Structure (maximum):**

Maximum structure height ranges from 90' to 135' above average building elevation. Generally, structure height is limited to 90'. However, structure height may exceed 90' above average building elevation in accordance with a development proposal associated with this Amended CMP; provided, that no more than 10% of the gross site area included within the CMP may have increased building height, and the increased building height cannot exceed 135' above average building elevation.

5. **Landscape Category.**

There is no designated landscape category for this use. Instead, the Development Regulations incorporate Special Regulations requiring establishment of a circulation system for vehicles and pedestrians, which specify design principles that include use of landscaping to emphasize entries into buildings and pedestrian areas, to enhance public spaces, and to screen blank walls and service areas. In addition, landscaping should also be provided in plazas, along pedestrian circulation routes, and in parking areas.

6. **Sign Category.**

The Development Regulations incorporate Special Regulations requiring that all signs within a TL 2 Zone development must be approved under a Master Sign Plan application (Kirkland Zoning Code, Section 100.80).

7. **Required Parking Spaces.**

There are no required parking spaces designated by the Development Regulations. Instead, the Development Regulations provide that required parking spaces will be determined in accordance with the process set forth in Chapter 5 of this Amended CMP.

8. **Additional Special Regulations.**

In addition to the Special Regulations within TL 2 described above, the following are applicable:

A. **Circulation Plan for Vehicles and Pedestrians.** A CMP must establish a circulation system for vehicles and pedestrians, which is shown on Exhibits 2

and 3 of this Amended CMP. The site plan submitted to the DRB in conjunction with Phase Plan approval should be pedestrian-oriented, and incorporate the following design principles:

- *Siting of buildings should be oriented to the pedestrian network. Isolated building pads should be minimized.*

- *Storefronts should be oriented to pedestrian and vehicular circulation routes.*

- *Ground floor spaces should be designed in a configuration that encourages pedestrian activity and visual interest. Uses other than retail, restaurants, taverns and fast food restaurants may be permitted on the ground floor of structures only if the use and location do not compromise the desired pedestrian orientation and character of the development.*

- *Pedestrian connections:*

    - *Between the upper and lower portions of the property (east and west of 120th Avenue NE);*

    - *Internal to the site (between 120th Avenue NE and Totem Lake Boulevard), and/or other locations that provide convenient pedestrian mobility and contribute to the pedestrian and retail character of the development; and*

    - *To surrounding developments including the hospital campus, the transit center and the mixed use area to the north of TL 1A. The alignment of the pedestrian connection to properties in TL 1A should be designed to coincide with the alignment of 119th Avenue NE to the north.*

- *Clearly identifiable building and pedestrian access points and entryways.*

- *Provision of useable public spaces, plazas or pocket parks, and public amenities, such as art, sculptures, fountains or benches.*

- *Use of landscaping to emphasize entries into buildings and pedestrian areas to enhance public spaces, and to screen blank walls and service areas. Landscaping should also be provided in plazas, along pedestrian circulation routes, and in parking areas.*

- *Design techniques to prevent the dominance of large single occupant structures, such as smaller building footprints and multiple tenant spaces on the ground floor at the street.*

- *Placement of parking areas behind buildings located on pedestrian-oriented streets and pathways.*

- *Placement of loading and service areas away from 120th Avenue NE and pedestrian areas.*

- *Location of drive-through facilities to not compromise the pedestrian orientation of the development.*

B. **Vehicle Service or Repair Activity**. Any vehicle service or repair activity must be entirely contained within an enclosed structure, and the orientation of the use and activity must be away from pedestrian circulation routes and spaces.

C. **Vehicle Sales.** Vehicle sales are permitted only if the vehicles are displayed in an indoor showroom, and the showroom does not occupy more than 10,000 square feet.

D. **Prohibited Uses**. The following uses are not permitted in TL 2 Zone:

i. Retail establishments providing storage services unless accessory to another permitted use.

ii. Outdoor storage of bulk commodities, except in the following circumstances: (1) If the square footage of the storage area is less than 5 percent of the total square footage of the retail structure, or as provided for in this Amended CMP; or (2) if the commodities represent growing stock in connection horticultural nurseries, whether the stock is in open ground, pots, or containers.

iii. Storage and operation of heavy equipment except normal delivery vehicles associated with retail uses.

CHAPTER NINE

IMPLEMENTATION OF AMENDED CONCEPTUAL MASTER PLAN

It is anticipated that the Amended CMP will be implemented over a number of years consistent with the Amended Redevelopment Agreement. In addition to this Amended CMP, redevelopment of the Mall will be subject to the Amended Redevelopment Agreement, as may be further amended or modified from time-to-time. Upon approval of this Amended CMP, any and all phases will be subject to further DRB Phase Plan review and approval as set forth below. This Chapter provides the Conditions of the Amended CMP and governs the phasing process and potential modifications to the Amended CMP or approved Phased Plans.

1. Development Agreement.

The Redevelopment Agreement for Totem Lake Mall was approved by the City on January 17, 2006. The Amended Redevelopment Agreement was approved by the City in February, 2015. The Amended Redevelopment Agreement and this Amended CMP shall control redevelopment of the Mall. In the event of a discrepancy between the Amended CMP and the Amended Redevelopment Agreement, the provisions of the Amended Redevelopment Agreement shall control.

2. Phase Plan Review.

Redevelopment of the Mall may consist of one or more phases. Kirkland Zoning Code, Chapter 142, Design Review, shall apply to the Phase Plans. In the event that more than one phase is proposed, the various phases may be pursued separately, simultaneously or otherwise without regard to completion or progress on any other phase of the Project. In Phase Plan approval, the DRB shall apply the design guidelines and applicable conditions in this Amended CMP, as may be modified, amended or changed by the Amended Redevelopment Agreement.

3. Traffic Conditions.

Kirkland has issued a Concurrency Notice associated with the redevelopment of the Mall. The Amended Redevelopment Agreement addresses traffic and parking impacts and requirements, traffic analyses, payment of road impact fees, roadway dedications, and related matters. The terms and conditions of the Amended

Redevelopment Agreement shall govern traffic matters within the Mall redevelopment project.

4. Amended CMP Approval/Conditions/Modifications.

On November 7, 2005, the DRB approved the original Conceptual Master Plan. In February, 2015, the Planning Official approved the Amended CMP, subject to the following conditions:

A. Subject to the vested rights provisions of the Amended Redevelopment Agreement, the Amended CMP, and subsequent Phase Plans, shall be subject to the applicable requirements contained in the KMC, KZC, and Building and Fire Code; provided, however, that the provisions of this Condition are not intended to, and shall not, prevent CenterCal from contending that any aspect of the Project is an existing non-conforming use, or otherwise "grandfathered" from application of any such regulatory requirements. It is the responsibility of CenterCal to ensure compliance with the various provisions contained in these ordinances; provided, however, when a condition of approval conflicts with a development regulation, the condition of approval shall be followed.

B. Review and approval of improvements and public amenities to be located within the public plaza, and shared use arrangements between the City and CenterCal with regard to the public plaza, shall be consistent with the Amended Redevelopment Agreement.

C. Unless otherwise determined by the DRB in the future, at its sole discretion, any contemplated Phase Plans shall be subject to further DRB approval pursuant to KZC Chapter 142.35.

D. The term of this Amended CMP shall extend through the duration of the term of the Amended Development Agreement.

E. Future modification of the Amended CMP, or any subsequent Phase Plans, shall be governed by the provisions of KZC 142.50 Modifications as follows:

1. The Planning Official may approve a modification to the Conceptual Master Plan, or any Phase Plans, for the proposed development if:

a. The need for the modification was not known and could not reasonably have been known before the Design Review approval was granted;

b. The modification is minor and will not, in any substantial way, change the proposed development or violate any requirement imposed by the Design Review Board. The Planning Official may consult with the Design Review Board in his/her decision; and

c. The development that will result from the modification will be consistent with the design regulations, design guidelines, and Comprehensive Plan.

2. Any modification, other than as specified in subsection (1) of this section, must be reviewed and decided upon as a new Design Review approval under this chapter.

F. In conjunction with review of Phase Plans, CenterCal shall submit with their design review application, detailed plans and/or detailed language that address the following matters to the extent such matters are applicable to the particular phase being submitted for approval:

1. Clarification of the overall pedestrian circulation patterns relating to Totem Lake Boulevard, the cinema and the stand alone retail adjacent to the west parking lot.

2. A pedestrian pathway on the Mall property connecting with the approved pedestrian connection on the Evergreen Hospital property, adjacent to the transit center.

3. Continued existence of a pedestrian connection on the lower mall that connects to an adjoining medical office building at 12707 120th Avenue NE.

4. Establishment of a pedestrian connection at the south end of the existing lower mall to facilitate pedestrian circulation between 120th Avenue NE and Totem Lake Boulevard.

5. Unless otherwise mutually agreed between the City and CenterCal, incorporate the narrower design approved for the East/West Connector between Totem Lake Boulevard and 120th Avenue NE approved in the original CMP.

6. Buildings fronting the public plaza and along the East/West Connector between Totem Lake Boulevard and 120th Avenue NE shall contain continuous retail frontage except for circulation areas or public amenities that contribute to the pedestrian environment, or as otherwise provided in Condition 8 below. Design techniques shall be used to prevent the dominance of large single occupant structures.

7. Create a focal point at the eastern terminus of the public plaza.

8. Uses other than retail, restaurants, taverns, fast food restaurants, cinemas, fitness facilities, spas, entertainment, and banking facilities may be permitted on the ground floor of structures only if the use and location do not compromise the desired pedestrian orientation and character of the development.

9. Identify suitable locations for public amenities, such as art, sculptures, fountains and benches.

10. Provide a conceptual landscape plan, with performance standards/goals, that show trees in the following areas:

    a. Pedestrian walkway along western frontage of lower Mall;

    b. 120th Avenue NE and the public plaza;

    c. Totem Lake Boulevard fronting the Autozone store;

    d. Lower Mall parking lot; and

    e. Landscaping or other design features on the top level of parking structures.

11. In addition to the design guidelines in this Amended CMP, the following standards shall be applied:

    a. The Project shall include diverse forms of overhead weather protection where adjoining a pedestrian walkway;

    b. Changes of color and materials shall be utilized to help break up the mass of the buildings; and

    c. The portions of the lower Mall to be retained shall be architecturally consistent with the new construction.

12. Loading and service areas shall be located away from 120th Avenue NE and pedestrian areas. Plans shall address and mitigate impacts of loading and service areas on adjoining properties.

13. Roofscapes shall be considered.

ATTACHMENT 5
FILE NO. DRV16-00914
TL 2 USE ZONE CHART

55.17 User Guide – TL 2 zone.

The charts in KZC 55.21 contain the basic zoning regulations that apply in the TL 2 zone of the City. Use these charts by reading down the left hand column entitled Use. Once you locate the use in which you are interested, read across to find the regulations that apply to that use.

Section 55.19

Section 55.19 – GENERAL REGULATIONS
The following regulations apply to all uses in this zone unless otherwise noted:

1. Refer to Chapter 1 KZC to determine what other provision of this code may apply to the subject property.

2. In addition to the height exceptions established in KZC 115.60, the following exceptions to height regulations in TL 2 are established:
   a. Decorative parapets may exceed the height limit by a maximum of four feet; provided, that the average height of the parapet around the perimeter of the structure shall not exceed two feet.
   b. For structures with a sloped roof, the peak may extend eight feet above the height limit if the slope of the roof is equal to or greater than four feet vertical to 12 feet horizontal.

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 the pedestrian connections to streets between buildings, parking areas and public spaces. Pedestrian connections to surrounding uses, including the Transit Center, the Evergreen Hospital Medical Center campus and to the TL 1 zone shall also be provided.

Section 55.21 Zone TL 2 USE ZONE CHART

Section 55.21	USE ⇩ / REGULATIONS ⇨	Required Review Process	MINIMUMS: Lot Size	MINIMUMS: REQUIRED YARDS (See Ch. 115) Front	Side	Rear	MAXIMUMS: Lot Coverage	MAXIMUMS: Height of Structure	Landscape Category (See Ch. 95)	Sign Category (See Ch. 100)	Required Parking Spaces (See Ch. 105)	Special Regulations (See also General Regulations)
		DIRECTIONS: FIRST, read down to find use...THEN, across for REGULATIONS										
.010	Development Containing Retail Uses, Selling Goods or Providing Services, Including Restaurants and Taverns, Banking and Other Financial Services See Spec. Regs. 1, 2 and 3.	D.R., Chapter 142 KZC. If an approved Conceptual Master Plan (CMP) exists, the review process shall be as set forth in the CMP. Otherwise, see Spec. Regs. 2 and 3.	1.5 acres. See Spec. Reg. 8.	As established in the CMP.			80%	90' to 135' above average building elevation. See Spec. Reg. 9.	See Spec. Reg. 3.	See Spec. Reg. 4.	As established in the CMP.	1. May also include one or more of the other uses allowed in this zone. Development regulations of this section apply to all uses developed within a Conceptual Master Plan (CMP). 2. Development must be part of a Conceptual Master Plan (CMP) for the entire property. The proposed CMP shall follow the process established in Chapter 142 KZC. Under KZC 142.35(7), the Design Review Board will consider a Conceptual Master Plan for the property. Subsequent development proposals shall follow DR or ADR as set forth in the Notice of Approval for the Conceptual Master Plan. 3. The Conceptual Master Plan must establish a circulation system for vehicles and pedestrians. The site plan should be pedestrian-oriented, and incorporate the following design principles: a. Siting of buildings oriented to the pedestrian network. Isolated building pads should be minimized. b. Storefront orientation to pedestrian and vehicular circulation routes. c. Ground floor spaces designed in a configuration which encourages pedestrian activity and visual interest. Uses other than retail, restaurants, and taverns may be permitted on the ground floor of structures only if the use and location do not compromise the desired pedestrian orientation and character of the development. d. Pedestrian connections: 1) Between the upper and lower portions of the property (east and west of 120th Avenue NE); 2) Internal to the site (between 120th Avenue NE and Totem Lake Boulevard), and/or other locations that provide convenient pedestrian mobility and contribute to the pedestrian and retail character of the development; and 3) To surrounding developments including the hospital campus, the transit center and the mixed use area to the north in TL 1A. The alignment of the pedestrian connection to properties in TL 1A should be designed to coincide with the alignment of 119th Avenue NE to the north. e. Clearly identifiable building and pedestrian access points and entryways. REGULATIONS CONTINUED ON NEXT PAGE

Section 55.21 Zone TL 2 USE ZONE CHART

Section 55.21	USE ⇩ / REGULATIONS ⇨	DIRECTIONS: FIRST, read down to find use...THEN, across for REGULATIONS										
		Required Review Process	MINIMUMS				MAXIMUMS		Landscape Category (See Ch. 95)	Sign Category (See Ch. 100)	Required Parking Spaces (See Ch. 105)	Special Regulations (See also General Regulations)
			Lot Size	REQUIRED YARDS (See Ch. 115)			Lot Coverage	Height of Structure				
				Front	Side	Rear						
.010	Development Containing Retail Uses, Selling Goods or Providing Services, Including Restaurants and Taverns, Banking and Other Financial Services (continued)											REGULATIONS CONTINUED FROM PREVIOUS PAGE f. Provision of useable public spaces, plazas or pocket parks, and public amenities, such as art, sculptures, fountains or benches. g. Use of landscaping to emphasize entries into buildings and pedestrian areas, to enhance public spaces, and to screen blank walls and service areas. Landscaping should also be provided in plazas, along pedestrian circulation routes, and in parking areas. h. Design techniques to prevent the dominance of large single occupant structures, such as smaller building footprints and multiple tenant spaces on the ground floor at the street. i. Placement of parking areas behind buildings located on pedestrian-oriented streets and pathways. j. Placement of loading and service areas away from 120th Avenue NE and pedestrian areas. k. Location of drive-through facilities to not compromise the pedestrian orientation of the development. 4. Signs for a development approved under this provision must be proposed within a Master Sign Plan application (KZC 100.80) for all signs within the project. 5. Any vehicle service or repair activity must be entirely contained within an enclosed structure, and the orientation of the use and activity must be away from pedestrian circulation routes and spaces. 6. Motor vehicle, sailboat, motor boat and recreational trailer sales are permitted only if they are displayed in an indoor showroom, and the showroom does not occupy more than 10,000 square feet. 7. The following uses are not permitted in this zone: a. Retail establishments providing storage services unless accessory to another permitted use. b. Outdoor storage of bulk commodities, except in the following circumstances: 1) If the square footage of the storage area is less than five percent of the total square footage of the retail structure, or as provided for in the CMP; or REGULATIONS CONTINUED ON NEXT PAGE

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.010	Development Containing Retail Uses, Selling Goods or Providing Services, Including Restaurants and Taverns, Banking and Other Financial Services (continued)											REGULATIONS CONTINUED FROM PREVIOUS PAGE 2) If the commodities represent growing stock in connection with horticultural nurseries, whether the stock is in open ground, pots, or containers. c. Storage and operation of heavy equipment except normal delivery vehicles associated with retail uses. 8. Parcels smaller than 1.5 acres may be added to a previously approved Conceptual Master Plan (CMP), if the applicable criteria set forth in the Notice of Approval for the approved CMP are met. 9. Building height may exceed 90 feet above average building elevation if approved through a CMP; provided, that no more than 10 percent of the gross site area included within the CMP may have increased building height, and the increased building height does not exceed 135 feet above average building elevation.

ATTACHMENT 5
FILE NO. DRV16-00914
TL 2 USE ZONE CHART

CITY OF KIRKLAND
Planning and Community Development Department
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www.ci.kirkland.wa.us

DEPARTMENT OF PLANNING AND COMMUNITY DEVELOPMENT MEMORANDUM

To: David Ramsay, City Manager

From: Eric Shields, AICP, Planning Director
Jon Regala, Associate Planner

Date: January 9, 2006

Subject: **BACKGROUND INFORMATION REGARDING MID-BLOCK PEDESTRIAN CONNECTION BETWEEN EVERGREEN HOSPITAL AND TOTEM LAKE MALL**

EVERGREEN HOSPITAL MASTER PLAN

Ordinance 3862, adopted by the City Council October 15, 2002, set forth the zoning regulations for the Evergreen Healthcare campus. Development of the Hospital Campus required approval of a Master Plan and subsequent approval by the Design Review Board (DRB) for future buildings. Included in the new regulations are maximum limits for building area, trip generation, height limits, and lot coverage. Specifically, in terms of pedestrian access, Kirkland Zoning Code Section 55.27.010 Special Regulation 9.C.9 states that *connections to the Totem Lake Mall and the transit center should be included in the Master plan. The Master plan should also explore options for providing pedestrian connections across the site.*

This zoning regulation was supported by the following language in the Comprehensive Plan:

Policy TL-9.2: *Implement design principles for the Evergreen Hospital Medical Center.*

Pedestrian access within and through the Hospital campus should continue to be improved. The Hospital should coordinate with the Totem Lake Mall to provide a pedestrian connection that allows access between the Hospital, Transit Center and retail area in a safe and attractive environment. This feature may be an open space amenity or incorporated into buildings located near the slope.

On August 5, 2003, the City Council approved the Master Plan for Evergreen Hospital. In the approved Master Plan, Figure 4, the Pedestrian Circulation Plan identifies a mid-block pedestrian connection to Totem Lake Mall, along the south property line of the Gateway Center site (see Attachment 1). The text accompanying the pedestrian connection reads: *Potential pedestrian connection to Totem Lake Mall pending compatible development of Totem Lake Mall.*

Additional language in the TL-3B subarea (Gateway site), page 32 of the approved Master Plan, reads: *it may be possible to introduce additional pedestrian connections to (the) Totem (Lake) Mall area pending future development and configuration of uses on that property.*

At the time of the Master Plan approval, it was unknown how a mid-block connection to the Totem Lake Mall would work, therefore the general approval language for the pedestrian connection.

GATEWAY BUILIDING - DESIGN REVIEW APPROVAL

On July 29, 2005, the DRB approved the design of the Evergreen Hospital Gateway project (2 medical office buildings, transit center, and parking structure) on the TL-3B subarea on the Hospital Campus (see Attachment 2). Included in this approved design is a pedestrian connection to the Totem Lake Mall. The DRB approved this connection as a secondary connection to the Mall property with the thought that the primary access between the two properties would be along 120th Avenue NE.

The pedestrian connection is located one level beneath the office buildings and transit center and is accessed by a stairway near the south property line. Once on the lower level, a sidewalk leads to the south property line where the connection dead-ends pending a connection on the Totem Lake Mall property (see Attachment 3). The sidewalk does also continue to the west and ramps down towards 120th Avenue NE. The DRB did not require that access to the pedestrian connection itself be ADA accessible nor is it a requirement of City codes. Attachment 4 contains several photographs from a scale model showing the area of the pedestrian connection to the Mall.

GATEWAY PHASE I BUILDING PERMIT APPROVAL

On October 18, 2005, the City issued BLD04-01389 for Phase I of the Gateway office project consistent with the DRB's approval (see Attachment 3). This phase of the project includes the parking garage, one of two medical office buildings, and transit center. Included in this approval is the stairway leading to the pedestrian connection to the Mall property. A pedestrian access easement is required to be recorded on the property prior to occupancy of the medical office building.

CURRENT STATUS

On November 7, 2005, the DRB approved the Conceptual Master Plan (CMP) for the Totem Lake Mall. The DRB conditioned the CMP requiring that review of the mid-block pedestrian connection between the Mall and Hospital occur during Phase II of the project. City staff has since met with representatives from both Evergreen Hospital and Totem Lake Mall regarding this required mid-block pedestrian connection. While Evergreen Hospital and the Mall owners have agreed to the pedestrian connection, both have expressed concerns in constructing the pedestrian connection when their respective projects are built.

The primary concern for both parties is the location of the pedestrian connection. Evergreen Hospital has proposed and received approval for the pedestrian connection that is located one level below street level in their parking garage. This was done to prevent conflicts between pedestrians and bus traffic associated with the transit center. In the approved CMP for Totem Lake Mall, a parking garage is also located in the vicinity of the pedestrian connection. Therefore, the pedestrian connection between the two properties would occur between the two adjoining parking garages.

After studying the issue further, both parties feel that this is an undesirable location. Both Evergreen Hospital and Totem Lake Mall are hesitant in creating the mid-block connection citing safety concerns for pedestrians, liability to the property owners, and a poor aesthetic environment with the connection being within a parking garage. Both parties feel that the only pedestrian connection between the two properties should be along 120th Avenue NE.

The City has maintained the position that the mid-block connection should be required based on the history and policy direction for such a connection. Also, with the addition of a new transit center on the Hospital property, the mid-block pedestrian connection provides for a quick shortcut to the proposed office building located on the parking garage on the Mall property. City staff supports the concept that the mid-block connection function as a secondary access point between the two properties with the primary connection remain along 120th Avenue NE. City staff anticipates that the final design of the pedestrian connection will not occur until Phase II is brought before the DRB for review when the upper Mall parking garage will be designed. In the meantime, further discussions with Evergreen Hospital and the Totem Lake Mall owners

are necessary to ensure that the pedestrian connection between the two properties will be created and details of the easement and design are worked out ahead of time.

ATTACHMENTS

1. Evergreen Master Plan, Figure 4, Pedestrian Circulation Plan
2. DRB approved Evergreen Gateway Center site plan
3. Gateway Center Building Permit approved site plan
4. Photographs of pedestrian connection from scale model

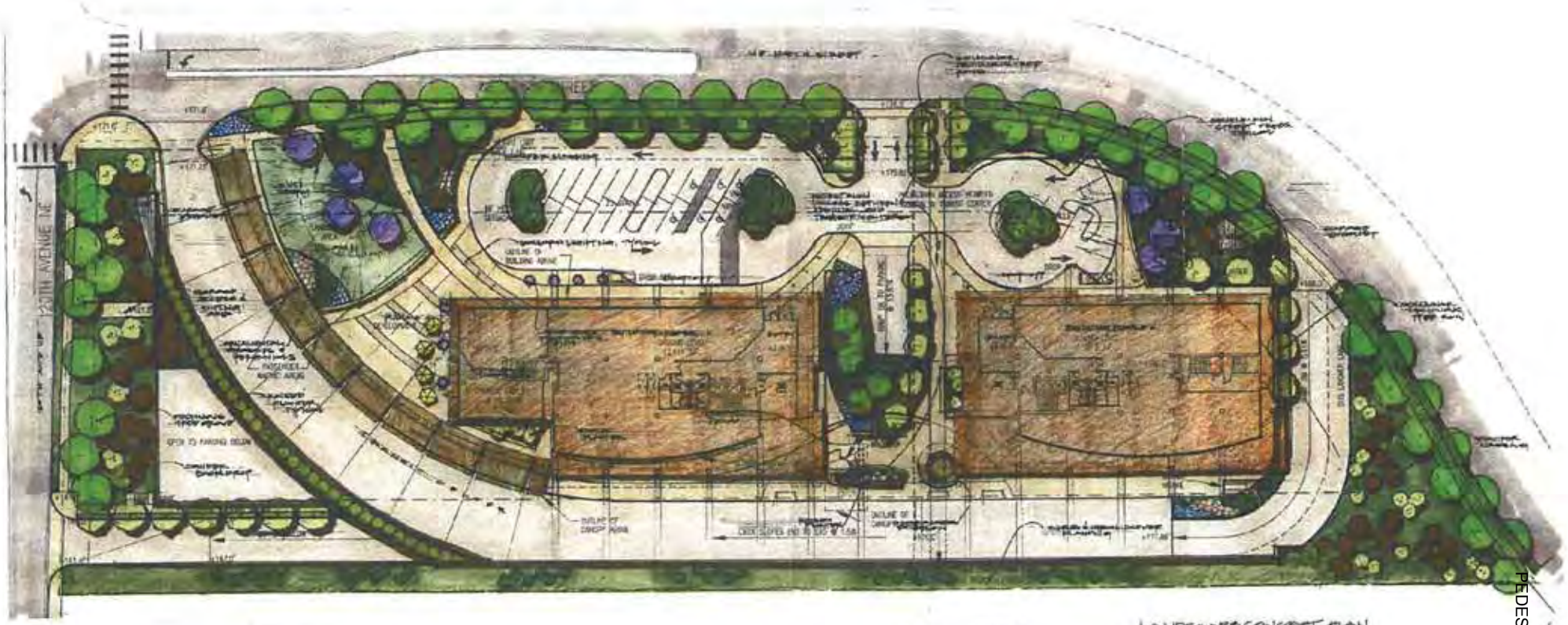
Evergreen Hospital Medical Center Master Plan

Figure 4.
Pedestrian Circulation

Reference to pedestrian connection to Totem Lake Mall

ATTACHMENT ___

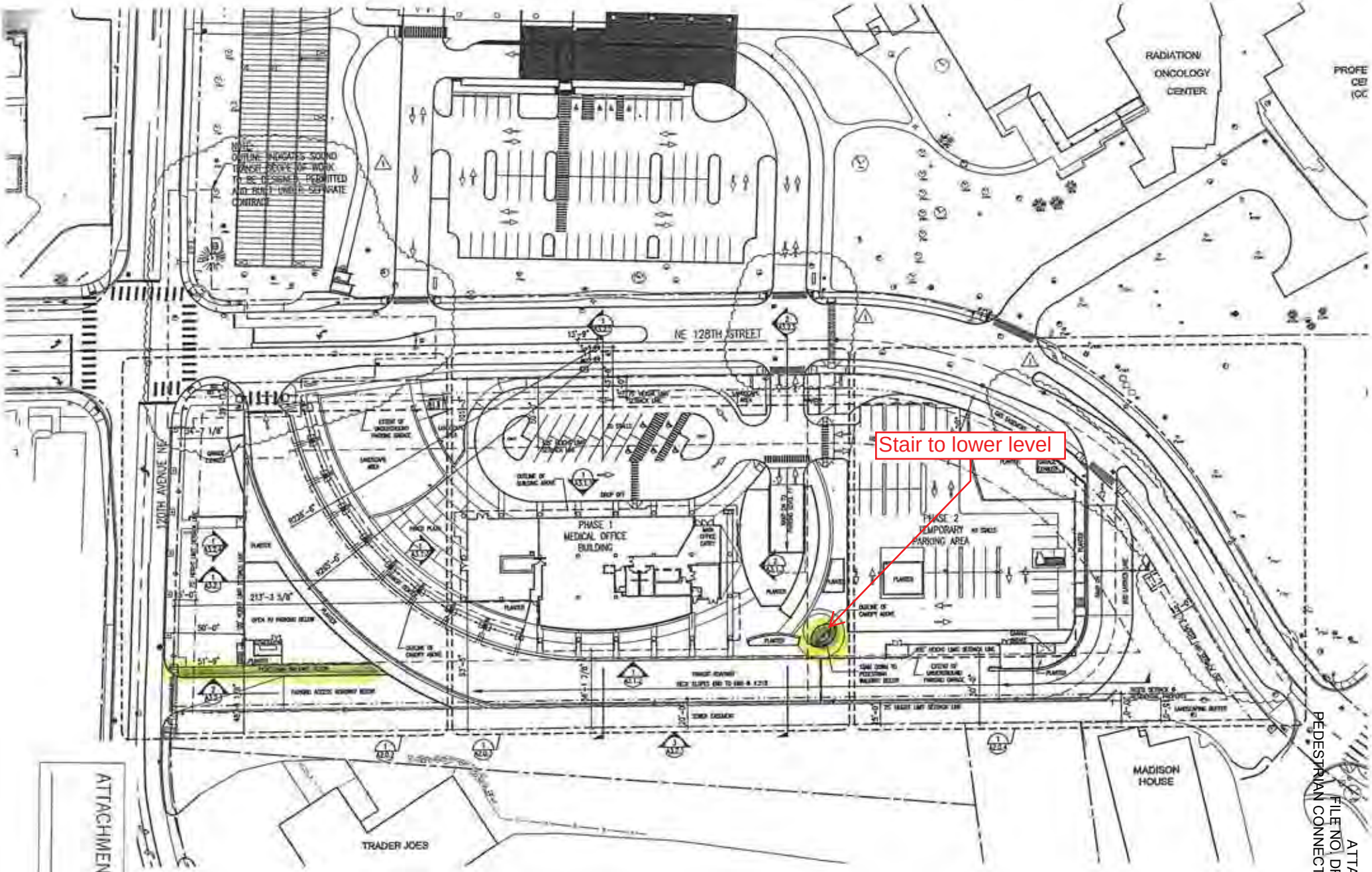
JULY 15, 2004



LANDSCAPE CONCEPT PLAN

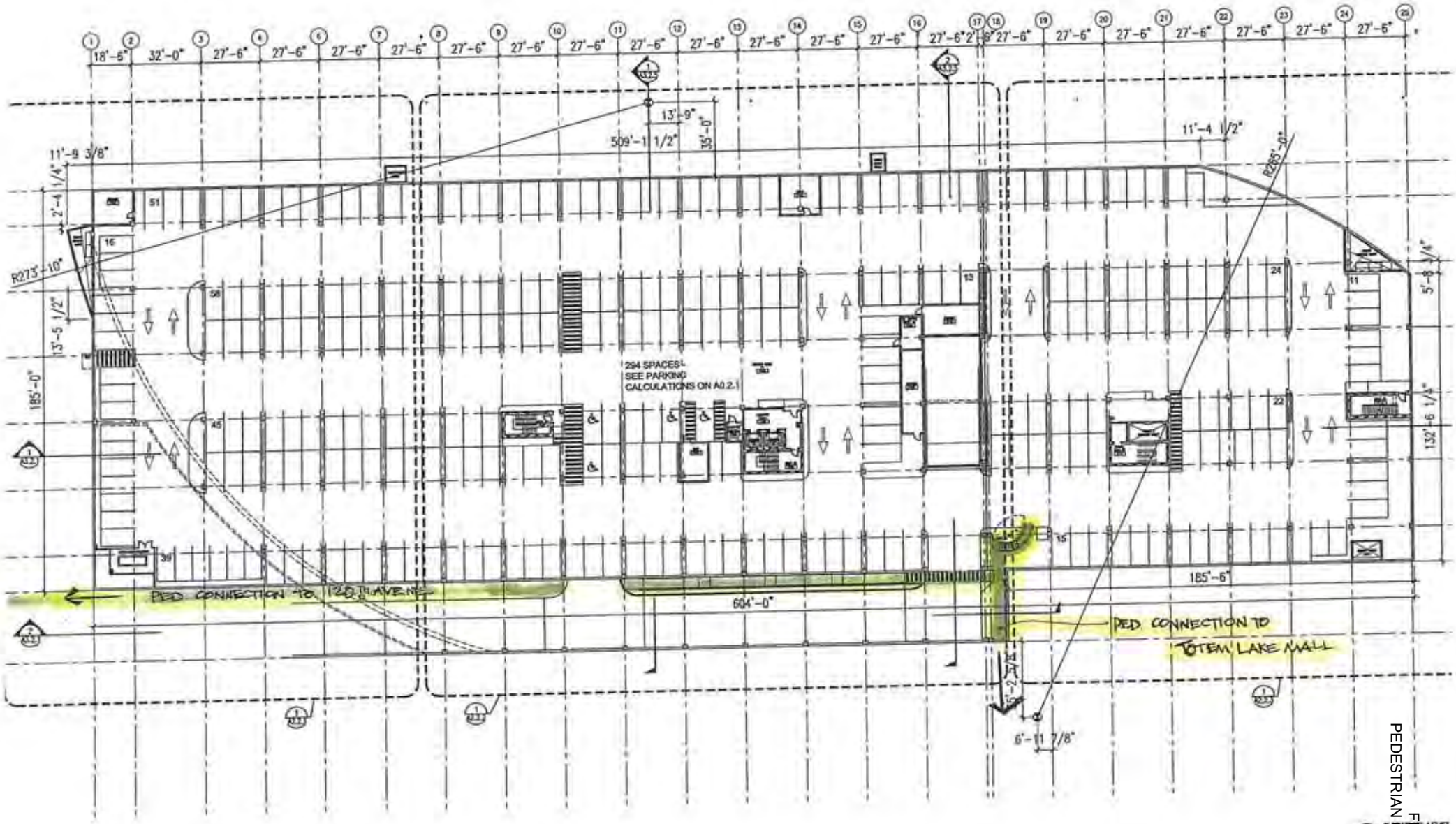
ATTACHMENT 2

ATTACHMENT 6
FILE NO. DRV16-00914
PEDESTRIAN CONNECTION MEMO



ATTACHMENT 3

ATTACHMENT 6
FILE NO. DRV16-00914
PEDESTRIAN CONNECTION MEMO



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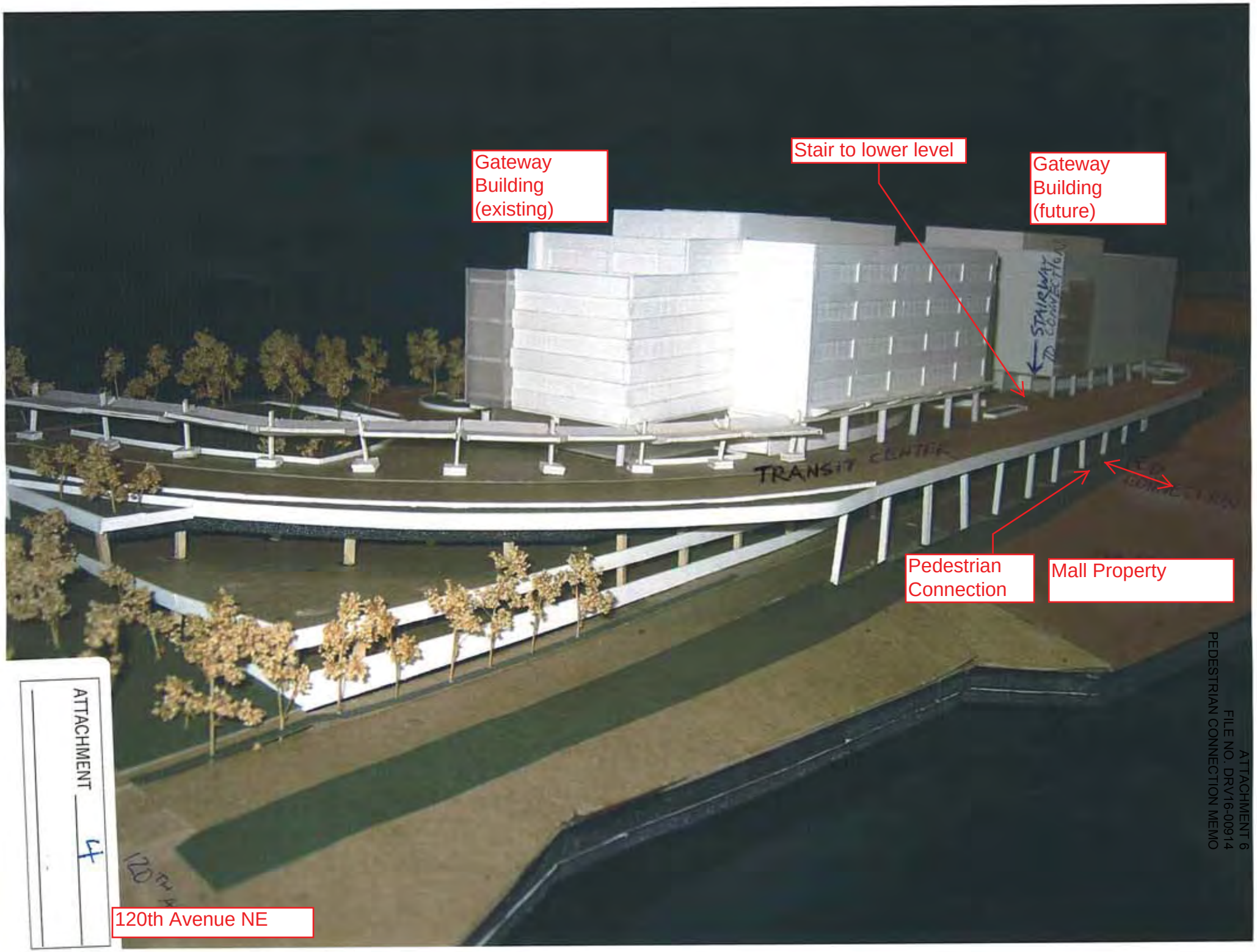
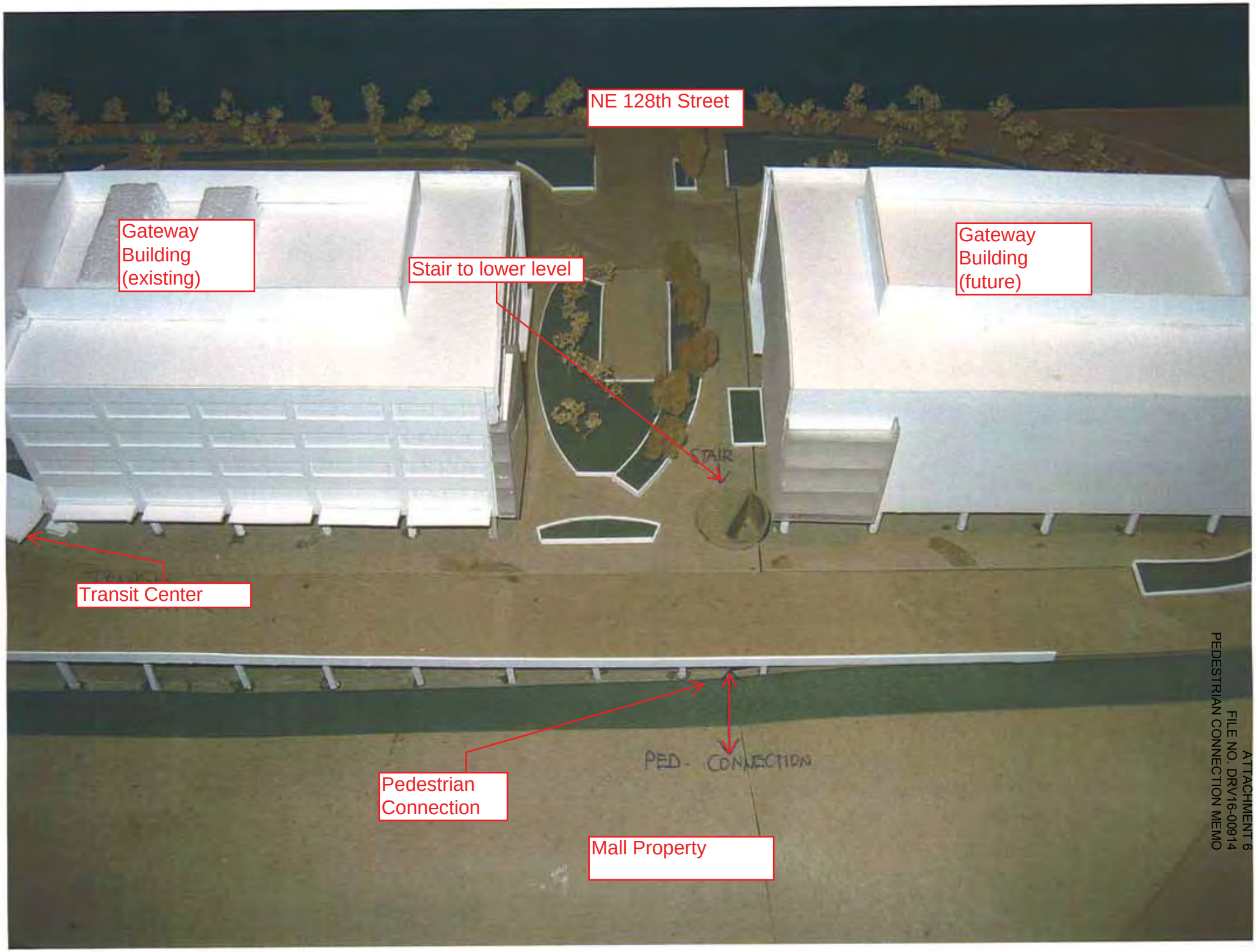
FILE NO. DRV16-00914
PEDESTRIAN CONNECTION MEMO



ATTACHMENT 4

ATTACHMENT 6
FILE NO. DRV16-00914
PEDESTRIAN CONNECTION MEMO



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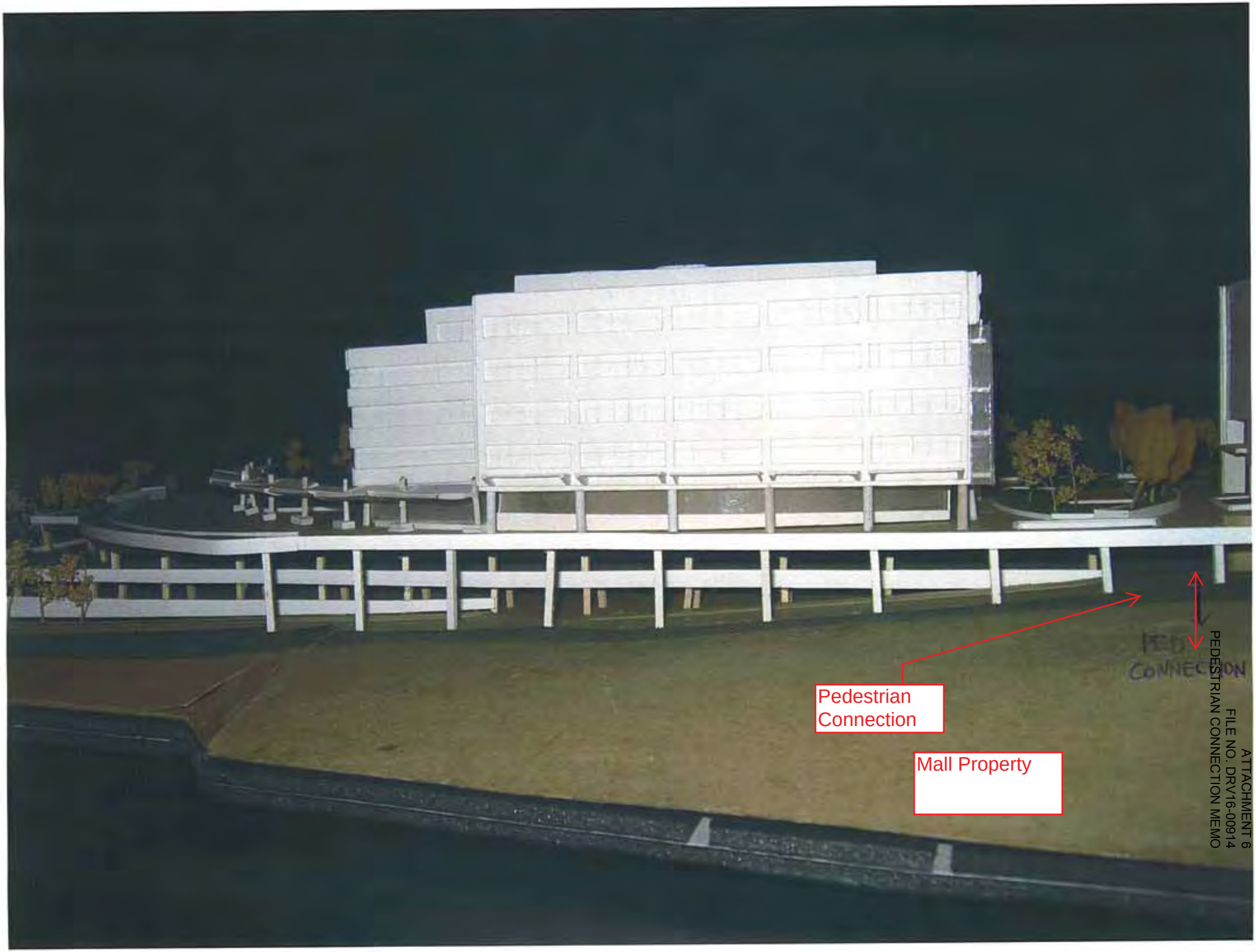
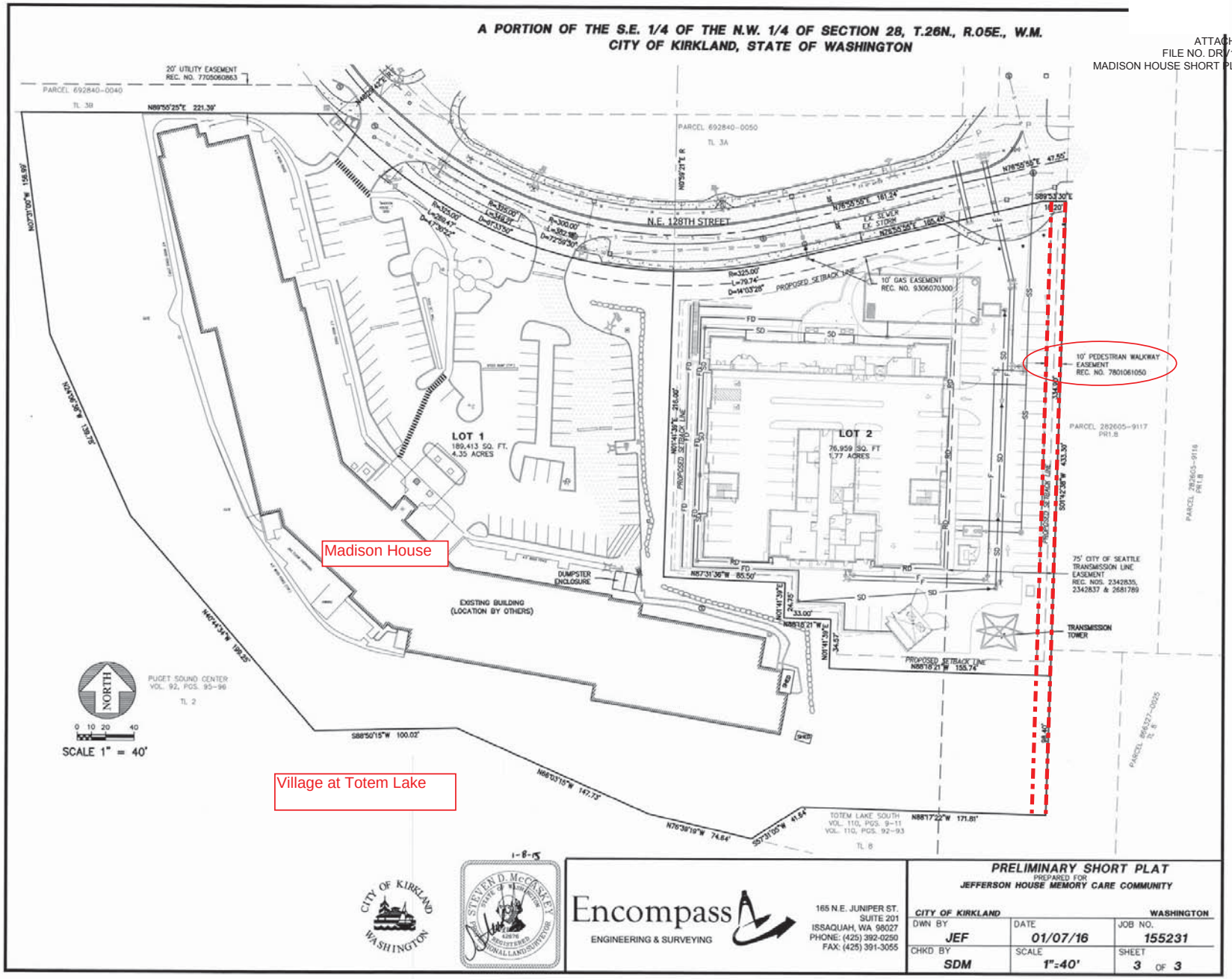


ATTACHMENT 6
FILE NO. DRV16-00914
PEDESTRIAN CONNECTION MEMO

ATTACHMENT 7
FILE NO. DRV16-00914
MADISON HOUSE SHORT PLAT MAP



Legend

- City Limits
- Grid
- QQ Grid
- Cross Kirkland Corridor
- Regional Rail Corridor
- Streets
- Parcels
- Buildings
- Lakes
- Parks
- Schools
- Olympic Pipeline Corridor

1: 2,409

Notes

0.1 0 0.04 0.1 Miles

NAD_1983_StatePlane_Washington_North_FIPS_4601_Feet

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ATTACHMENT 8
FILE NO. DRV16-00014
PED. CONNECTION MAP