

File Number: 180044

2nd Amendment to the General Planned
Development known as 1st and Greenfield (Freshwater
Plaza)
Project Description and Owner's Statement of
Intent

I. Components of General Plan Development and Supporting Materials

In December 2014, the property at 1212 S. 1st St., 1278 S. 1st St., 1320 S. 1st St., 111 E. Scott St., 125 E. Scott St., 1233 S. Barclay St., 1236 S. Barclay St., 1277 S. Barclay St., 1278 S. Barclay St., 200 E. Greenfield Ave, and 224 E. Greenfield Ave. was rezoned from I02 to General Planned Development (GPD; File Number 141111) in accordance with this statement. In March 2018, the First Amendment to the GPD zoning (File Number 171270) updated the permitted uses and design standards for Phase III (Lot 4) located at 200 East Greenfield Avenue. This Second Amendment to the GPD creates a Master Sign Program for the entire property, which includes Lot 1 – Lot 4 of CSM #8731. See the signage section (p. 3) for the updated signage that is the subject of this amendment.

The previously approved GPD proposed that the existing industrial buildings and parking lots be demolished and replaced with a multi-phased mixed-use development. Phase I of the development consists of a 46,280 s.f. grocery store, a mixed-use building with 76 dwelling units and 16,645 s.f. of commercial at the ground level. Phase II consists of the Water Feature, Project ID Signage, a 3,500 s.f. paint store, and the future development of the southern Outlot. Phase III will include commercial at the ground level, commercial/residential parking above the commercial and approx. 76 dwelling units with outdoor common areas above the parking. The elements to be included in each phase are as follows:

Phase I	Phase II	Phase III (see Use section for complete list)
Internal Drives	2 Outlot Buildings & Parking	Office, Mixed-use Retail
Grocery Store & Parking	Water Feature	Personal and Business Services,
Mixed Use Building & Parking	Project ID Monument Signs	Commercial/Residential Parking
Bike Path Connection		Parking structure
Bike Share		Building wall Signage
		Truck Access /Maneuvering
		Water Feature, Health Club

These statements, together with the accompanying plan sheets and related materials identified below constitute and support the General Planned Development:

	Cover Page
C001	Site Survey
C100	Site Plan
A001	Location Map
A002	Architectural Site Plan Phase I
A003	Architectural Site Plan Phase II
A004	Architectural Site Plan Phase III
A005	Phase I Parking Diagram
A006	Phase II Parking Diagram
A007	Phase III Parking Diagram
A400	Site Photos

II. Overall site information

The development site, known as Freshwater Plaza, is located at the Northeast corner of S. 1st St. and E. Greenfield Ave., east of Rockwell Automation. The land consisted of 7 parcels; a former 20' public alley, a former portion of S. Barclay Ave ROW (E. Scott St. to Greenfield Av.), and a former portion of Government Lot 5 ROW (431-9989-100 224 E. Greenfield Ave. – 68,294sf) (a portion of this ROW (431-9987-000, 1100 (R) S. Barclay St. – 1,953sf) has been sold to the developer and the remaining portion will stay as existing). The land has been re-subdivided, via CSM #8731, into 4 lots with a total area of 8.46 acres. Lot 4 of CSM 8731 (Phase III per the PD) is the remaining undeveloped 2.04-acre lot which is described in the attached Site Plan and Certified Survey Map.

The Site Plan of the project allows for ample vehicular and pedestrian access into the site. S. Barclay St., which has been vacated but, aesthetically will read as a street, extends through the site with a major access drive with pedestrian access on both sides. Perpendicular to S. Barclay St., another major access drive allows for access into the site from S. 1st St., connecting S. Barclay St. with S. 1st St. These major access drives have been designed to be more like urban streets rather than driveways. They are wider than typical drives with sidewalks and street trees flanking each side. They were constructed during Phase I. The KK River Trail is a bike path that runs adjacent to the site along the railroad tracks to the East. A path from S. Barclay St. to the KK River Trail has been created in between Lot 4 and Cermak allow for a connection to this trail. During Phase II a 40.7' foot wide water feature was created along E. Greenfield Ave. from the intersection of 1st St. & Greenfield Av to S. Barclay St. The design of this feature incorporated the building storm water, its conveyance and a cistern to show how water could be handled and treated in an urban environment. The water feature was designed during Phase II by the UWM School of Freshwater Sciences and is seen as an extension of their facility, or a Gateway to the School which located East of Freshwater Plaza on Greenfield Ave.

The grocery store, constructed during Phase I, was sited in the Northeast corner of the site at the end of Scott Av between the KK River Trail/railroad tracks and Barclay St. Placing the grocery store deeper into the site allowed for; a main central entrance, Outlot development (Phase II) and strong visual site lines south from the existing S. Barclay St, the Mixed-Use building at the corner of 1st Street and Greenfield Av through the parking lot to the grocery store, making for a more secure environment.

The Outlot development (two (2) one-story retail buildings) constitute Phase II of the development, one of which has been constructed and one anticipated to start construction in 2018, have been placed along 1st Street to help to define that street edge, but still allow for visual connection to the grocery store from 1st Street. They have been designed to accommodate drive-throughs. Parking along 1st Street will be screened with raised planters. Trash for these retail building will be screened with enclosures made from masonry / concrete and matching the materials of the main buildings.

A multi-story mixed-use building, proposed to be constructed during Phase III, has been sited in the Southeast corner of the site East of S. Barclay St. and the KK River Trail/RR Tracks. From Greenfield Av., the mixed-use building will be located directly behind an extension of the existing water feature designed by the School of Freshwater Science. The water feature will also handle the building storm water as in Phase II. The 5-6 story façade of the mixed-use building will be located right up to the sidewalk on S. Barclay St similar to the grocery store built in Phase I and will be adjacent to and overlook the water feature along Greenfield Av. Trucks servicing the commercial uses will access the rear of the building (East) via a curb cut incorporated into the water feature similar in design to the existing water feature, pending review and approval from the Dept. of Public Works. The Mixed-use building will have a 5-6 Story façade on the south end of the building along Greenfield Ave and transition to lower façade as you get closer to the existing grocery store.

The commercial uses are planned to be capped by a parking facility that will be used by both the Residents above as well as the new commercial uses below as well as all employees of all existing commercial uses and grocery store within Freshwater Plaza. To avoid having a sea of parking, but still provide adequate parking for the commercial customers, we are proposing to operate under a 14-18-hour day scenario, where Residential Tenants will be allowed access to the parking garage from roughly 5-6:00 pm to 8-9:00 am and Commercial Employees will be allowed access 8-9:00 am to 5 to 6:00 pm. Vehicular access to the parking area is anticipated to be by a ramp that wraps around the Anchor Tenant. An elevator and stairwell will allow controlled access up and or down to the commercial level.

Above the parking garage will be a new 3-4 story apartment building (atop the 1-2 story base retail and parking) with access along the S. Barclay St. storefront. The new ~76 residential Tenants will enjoy many of the same amenities as the existing building, but also have a common area facing the RR Tracks and KK Trail with views of the River and Lake. The Common areas will allow for recreation, grilling and or relaxing by a fire.

III. Signage:

DPDs for the Cermak (Phase I DPD), mixed-use building (Phase I DPD), and Sherwin-Williams (Phase II, DPD Amendment 2) building prescribe the signage that is allowed on those sites. However, any future changes to the signage, i.e. tenant changes, must either conform to the current DPD or the sign standards noted in this GPD amendment. Future DPD Amendment (FN 180435) will address signage for the South Parcel of Outlot 2.

Minor variations to the signage may be necessary based on Tenant needs and will be submitted for review and approval by City Staff prior to issuance of sign permits.

All site signage will be in accordance with the city of Milwaukee Code of Ordinances (Table 295-605-5 LB2), unless otherwise modified and noted below.

Freestanding Signs:

Quantity:

There shall be three (3) freestanding signs located within Freshwater Plaza.

Locations:

One Freestanding Sign/Downspout (Sign "A") is located adjacent to the 1st St. Building (outside of Residential Office) at the intersection of S. 1st St. & E. Greenfield Ave. (on the patio). The sign is architecturally significant and incorporated into the "Water Feature" along Greenfield Ave. The sign/downspout (water conveyance structure) identifies the entire Freshwater Plaza Development and include the name and address of the Development.

One freestanding sign (Sign "B") shall be located on the south side of the drive lane at the main entrance to Freshwater Plaza on S. 1st Street.

One freestanding sign (Sign "C") shall be located on Lot 4, between the water feature and the East side of the former S. Barclay Street Entrance at Greenfield Ave. The sign shall not be installed prior to acquisition of the site from the Redevelopment Authority of the City of Milwaukee (RACM), unless authorized by the RACM prior to then. Final placement of the sign will be determined with City staff based on the site plan for Phase III development and design of the water feature.

Maximum Dimensions:

Sign A, (Plaza Downspout) is 13'-3" Tall by 3' Wide

Sign B, (Main Entrance) shall be 17' tall by 8' wide with individual panels for Tenants located on S. Barclay Street, including a message board panel for the Anchor.

Sign C, (Greenfield Entrance) shall be 14' tall by 8' wide with individual panels for Tenants located on S. Barclay Street.

Maximum Square Footage:

Sign A, (Plaza Downspout) is approximately 39 s.f. in area.

Sign B, (Main Entrance) tenant face plates shall be a total of approximately 112.6 s.f. in area and the message board measures 24.08 s.f. (Plus base)

Sign C, (Greenfield Entrance) tenant face plates shall be a total of approximately 80 s.f. in area (Plus Base)

Illumination:

External (Sign A & Signs B&C Bases) Stainless Steel on Corten Base

Alum gauge painted white faces with routed tenant copy backed with illuminated LED panels.

Details:

All freestanding signage shall be Architecturally Significant matching the industrial history of the project that has been incorporated into the construction of the water feature. Each sign shall be built out of Corten Steel (I-Beam Support and Base) and have the name "Freshwater Plaza" in individual letters in Stainless Steel. Tenant Sign Panels shall be separated from each other to allow pedestrians and vehicles to see through and around the structures for safety.

Sign A, (Plaza Downspout) is integrated into the water feature and used as a downspout conveying the roof-water to the water feature. Sign/Downspout has been made out of Corten Steel with the development name and address in Stainless Steel Lettering.

Sign B, (Main Entrance on 1st Street) shall be used to identify the Multiple Tenants that are located one block to the East. Cermak and the additional Tenants will be located on the East side of the former S. Barclay Street. Sign shall be constructed of a Corten Steel I-Beam and base with the base including the development name in Stainless Steel. Tenant sign cabinets to be extruded Aluminum with 2.5" retainers. Faces of each panel to be aluminum gauge painted white with routed tenant copy backed with illuminated by white LEDs and individually mounted to the Corten I-beam. Cermak shall be in the first position and include an LED Electronic Messaging Center that shall not change more than once every 30 seconds. The electronic message sign shall only display information for on-premise tenants.

Sign C, (Greenfield Entrance) shall be used to identify the Multiple Tenants (up to five (5)) that are located one block to the East, as well as Cermak. Sign C shall be slightly smaller than Sign B and constructed of a Corten Steel I-beam and base with the base including the development name in Stainless Steel. Tenant sign cabinets to

be extruded Aluminum with 2.5" retainers. Faces of each panel to be aluminum gauge painted white with routed tenant copy backed with illuminated white LEDs and individually mounted to the Corten I-Beam. Cermak shall be in the first position.

Wall Signage:

All signs will comply with the Milwaukee Code of Ordinances (table 295-605-5 LB2 type A) unless modified below. The text of the sign shall be limited to the name of the business. The use of corporate signage with crests, shields or logos will be permitted.

All signs are to be individually mounted, internally illuminated channel letters or raceway mounted to the fascia of the building's sign band painted to match the background color of the façade on-which the sign is to be mounted.

Quantity:

Each Tenant may have multiple signs (1 per 25' of Street frontage) per elevation/façade.

Locations:

Signage will be located within the sign band area unless otherwise requested by the Tenant to fill a corporate requirement.

Maximum Square Footage:

Each Tenant shall be limited to 50 s.f. per 25' of building frontage.

Illumination:

All signs are to be individually mounted, internally illuminated channel letters, or raceway mounted to the fascia of the building's sign band painted to match the background color of the façade on-which the sign is to be mounted.

Details:

The text of the sign shall be limited to the name of the business. The use of corporate signage with crests, shields or logos will be permitted.

Window Signage:

Quantity, locations, maximum dimensions:

Per tenant, window signage not to exceed 25% of the glazed area of each window, consistent with the general provisions of the zoning code (295-407-2-b-7).

Details:

All storefronts within the mixed-use building may have window signage not to exceed 25% of the glazed area of each window, consistent with the general provisions of the zoning code (295-407-2-b-7).

The UPS Store is a tenant within the Phase I mixed-use building. Due to interior floor layout, additional temporary window graphics have been placed along the South 1st Street elevation within this tenant space. These temporary window graphics, as noted below and in the attached photo, are permitted for the UPS tenant only. In the future, if a new tenant occupies the space, signage standards per the DPD or GPD zoning shall be followed. Permitted signage and temporary window graphics in the South 1st Street windows within this tenant space include: one, 35" x 68" temporary window graphic in each of the 5 window bays plus the door with service statements. Additionally, one lighted sign is hung above the larger window sign in each window bay. This sign is 28.5" x 11.5". The doorway has a window cling sign 24" x 42" directing customers to the entrance on the east side of the building. No additional section of the windows or door will be covered by signage aside from what exists currently, and the signage will be removed if the UPS Store leaves the tenant space.

Lot 2 - South Lot (second part of Phase II development along South 1st Street): Future DPD Amendment (FN 180435) will address signage for the South Parcel of Outlot 2.

Projecting Signs:

Projecting sign may be located above the entrance of each Tenant space facing the central parking lot. All signs are to be individually mounted and non-illuminated. Signs shall be mounted to the fascia of the building's sign band.

Quantity:

Each Tenant Unit

Locations:

Signs shall be located interior to Freshwater Plaza (parking lot side). Signs shall not be located along S. 1st Street or S. Greenfield Ave.

Maximum Dimensions:

Eight (8) square feet or less

Maximum Square Footage:

Eight (8) square feet or less

Details:

Sign may be located above the entrance of each Tenant space facing the central parking lot. All signs are to be individually mounted and non-illuminated. Sign (Bracket) shall be mounted to the fascia of the building's sign band.

Projecting Signs (Windscreen):

Projecting sign may be located adjacent to the entrance of each Tenant space and roughly perpendicular to the building, within the 1320 S. 1st Street Mixed-Use building, facing the central parking lot. All windscreens/signs are to be individually mounted to the door frame or window mullion, and shall be non-illuminated. The Projecting sign will be a normal projecting sign (wood/metal/composite, etc.) above the entrances with all the signs being the same format, but with different names.

The Projecting Signs (windscreens) will be used to stop the wind from damaging our doors and to protect customers. There is only a problem on the parking lot side of the spaces currently occupied by Tribeca to Jimmy John's Stores (including the Rental Office). We wanted to put up a relatively narrow windscreen realizing it might block off the view of the entrance, so we want to allow those Tenants only to add their logo onto the windscreen. It will really be an Architectural element (windscreen) to stop the wind from causing damage, etc.

Quantity:

Each Tenant Unit

Locations:

Windscreens/Signs shall be located interior to Freshwater Plaza (parking lot side).
Windscreens/Signs shall not be located along S. 1st Street or S. Greenfield Ave.

Maximum Dimensions:

Two (2) feet x 10' or less

Maximum Square Footage:

20 s.f. or less

Details:

Windscreen/Sign may be adjacent to the parking lot entrance of each Tenant space in the original Mixed-use Building. All windscreens/signs are to be individually mounted and non-illuminated. Windscreen/Sign (Frame/Bracket) shall be mounted to the fascia of the building or mullion as required..

Directional Signage:

Signs providing information for pedestrian or vehicular movement and signs providing the development name, wayfinding information, street addresses, and sponsor information, may be provided so long as the design, scale, material and location are complimentary to the buildings within the development.

Quantity:

As needed

Locations:

Each street entrance, S. 1st Street, E. Greenfield, Av, and E Scott St/ S. Barclay St. and adjacent to each water feature as necessary

Maximum Dimensions:

This type of sign shall not exceed 10 s.f. of text on each side.

Maximum Square Footage:

This type of sign shall not exceed 10 s.f. of text on each side.

Details:

Signs providing information for pedestrian or vehicular movement and signs providing the development name, wayfinding information, street addresses, and sponsor information, may be provided so long as the design, scale, material and location are complimentary to the buildings within the development.

Other Signage:

Signs providing information to customers that may be of a temporary nature ie; a sandwich board with hand written text changing daily. Signs are to be located on private property and not in the right-of-way, to maximize pedestrian or vehicular movement and may be provided so long as the design, scale, material are complimentary to the buildings within the development and all signage is located on private property. Signs are to be removed or collapsed nightly.

Quantity:

Maximum of one sandwich board per tenant.

Locations:

Private Property at Store entrances, on patios used for eating and/or drinking.

Maximum Dimensions:

3' x 4' (each side) (Sandwich board)

Maximum Square Footage:

12 square feet - Sandwich Board.

Details:

Menu Board/Sandwich/Easel or other portable signs are allowed to be located on private property and shall be put away nightly. These portable signs shall be designed to be structurally stable under all wind and weather conditions and other impact forces. They shall not be braced by or otherwise attached to any other streetscape element (lamp post, bollard, parking meter, etc.) and shall be removed nightly. The signs shall not block exits or ADA paths of travel. Table Umbrellas or Canopies with Tenant or other Corporate Logo are allowed, but shall be closed nightly.

Temporary Signs:

Quantity:

E. Greenfield Ave, shall be allowed to have two (2) freestanding development partner/construction/financing signs, and one Leasing Sign

S. Barclay Street, shall be allowed to have two (2) freestanding development partner/construction/financing signs, and one Leasing Sign

KK River Bike Trail/Railroad Tracks, shall be allowed to have two (2) freestanding development partner/construction/financing signs, and one Leasing Sign

S. 1st Street, unless under development, shall be allowed to have two (2) freestanding development partner/construction/financing signs, and one Leasing Sign

Lot 4 shall be allowed to have construction site signage to the maximum allowed by Wis. Stats. 66.1102(5).

Location:

E. Greenfield Ave, Lot 4 Frontage

S. Barclay Street, Lot 4 Frontage

KK River Bike Trail/Railroad Tracks, available open area

S. 1st Street, unless under development.

Lot 4, Perimeter

Material:

E. Greenfield Ave, Lot 4 Frontage, 4" x 4" Wood Posts, 4' x 8' Plywood or Corrugated PVC or any combination there-of.

S. Barclay Street, Lot 4 Frontage, 4" x 4" Wood Posts, 4' x 8' Plywood or Corrugated PVC or any combination there-of.

KK River Bike Trail/Railroad Tracks, available open area, 4" x 4" Wood Posts, 4' x 8' Plywood or Corrugated PVC or any combination there-of

S. 1st Street, unless under development, 4" x 4" Wood Posts, 4' x 8' Plywood or Corrugated PVC or any combination there-of.

Lot 4, Perimeter, Weather Resistant fabric

Maximum Size:

Freestanding signage, 48 s.f. each sign

Fence Mounted Fabric signage, Maximum allowed by Wis. Stats. 66.1102(5)

Illumination:

None

Wayfinding Signs:

Wayfinding signage may be necessary for the KK River Trail, Harbor District, and UWM School of Freshwater Sciences. The details and placement of these signs may be reviewed and approved by City staff. Any signage that is placed in the right-of-way will require Dept. of Public Works approval. The trail wayfinding signage that is placed on this site should be in conjunction with an overall wayfinding signage program for the entire trail project.

Quantity:

T.B.D

Location:

T.B.D.

Material:

T.B.D.

Maximum Size:

T.B.D

Illumination:

T.B.D

IV. Sustainability:

Sustainable concepts for the site include:

- The water quality treatment of the existing storm water system within Freshwater Plaza significantly exceeds the City and State requirements for the site.
- Parking lot and paved areas within Freshwater Plaza have been diverted to bio-infiltration planting islands to improve water quality and reduce water quantity runoff from the site.
- The water feature along Greenfield Avenue is fed water from the existing mixed-use building roof. This has a dual purpose of not only minimizing water entering the combined sewer system but reducing water use from the domestic system.
- Development of Lot 4 will allow for an extension of the water feature and allow for the collection of the new mixed-use buildings. The ultimate goal is that the outfall of the water feature could be disconnected from the City combined sewer system, and after some additional piping, flow directly to the slip adjacent to the Freshwater Sciences Building.
- To encourage users of the development to walk and bike to the site rather than driving, Freshwater Plaza includes significant pedestrian connections throughout that not only provide access for people living within the development, but also people visiting the commercial businesses from adjacent properties.
- Freshwater Plaza includes a trail to allow direct access to the KK River Trail. The Trail is located adjacent to the existing grocery store.
- Because people don't all live and work in the same place, the development of Lot 4 will incorporate a multi-use parking lot that will allow the residents of the apartments and the employees of the businesses to use the same parking facility, but at different times of the day.
- Lot 4 will incorporate a "Green Roof" to soften the residential experience and provide a space for residents to enjoy the City views.

V. Uses:

Phase I Grocery Store	Phase I Mixed Use Building
Grocery Store	Multi-family Dwelling (upper floors only)
Parking Lot Accessory Parking	Secondary Educational
Outdoor Seasonal Sales	General Retail Establishments
Recreation Trail	Artist Studio
	Medical Office, Medical Research Laboratory
	Personal Service, Business Service, Catering Service
	Tavern, Restaurant Sit-Down, Fast Food/Carry-Out
	Health Club
	Research and Development
	Parking Lot Accessory Parking

Phase II Outlot Buildings	Phase III Mixed-Use Building
Tavern, Restaurant Sit-Down, Fast Food/Carry-Out	Parking Structure Accessory Use
General Retail Establishments	Multi-family Dwelling (upper floors only)
Parking Lot Accessory Parking	Artist Studio
Drive-Through Facility	General Office, Government Office, Bank or other Financial Institutions
Bank or other Financial	General Retail Establishments
Personal Service, Business	Research and Development
	Tavern, Brewpub, Restaurant Sit-Down, Fast Food/Carry-Out
	Bank or other Financial Institutions
	Personal Service, Business Service, Catering Service, Health Club?
	Loading area for retail deliveries (pending DPW approval of location)

VI. Design Standards: Lot 4 mixed-use building

Goal: Design the site and buildings to create a cohesive and inviting sense of place and fit within the larger context of the site and existing neighborhood.

Site Design and Building Placement Standards:

1. For Phase III, along Greenfield Avenue, the side street setback shall be not greater than 50 feet from the property line to allow for the approximately 42 foot wide water feature. The front setback along vacated Barclay will be approximately 5 feet. . The future Outlot building along South 1st Street will be located within 5' of the street property line and located up to the corner formed by the public street and development access lanes.

2. For Phase III: Subtracting access points and the water feature setback (pending DPW approval), minimum amount of street edge build-out along the former S. Barclay St. ROW is 80%. Subtracting the truck access point, minimum amount of street edge build-out along Greenfield Av. is 70% For the future Outlot development: Minimum amount of street edge build-out of each Outlot and development site is 50%. Portions of the street façade setback beyond 10' would not be counted for the build-out dimension. A building not meeting this standard shall have a minimum 3' masonry wall at the parking area of the remaining street frontage (exclusive of walk and driveway area), constructed of finished quality masonry coordinated with the building design. In no case may the building be less than 30% of the street frontage.

Building Design Standards:

1. Phase III: Minimum building height along Greenfield Ave is approximately 66 feet, measured to the top of parapet, except for the area identified as Retail 1. Retail one building height is a minimum of 35feet. This does not include taller limited special features. For the future Outlot development along South 1st Street: Minimum building height is 22 feet, measured to the top of the parapet. This does not include taller limited special features.
2. Phase III: Building height will transition from a minimum building height of 66' at Greenfield Av. to a minimum building height of 35' along vacated S. Barclay St. near the grocery store.
3. Buildings shall face the public streets and access drives, having main entrances and windows along the front building facade. Blank walls and lack of, or locked doors, are not permitted.
4. Building facades adjacent to public streets shall be modulated with a combination of two or more of the following: articulated bays, windows, openings, depth in façade, awnings, varying color, texture, coordinated landscaping and/or other architectural detailing.
5. Façade Materials:
High quality building materials, such as masonry, metal, glass and stone should be utilized. Exterior finish systems such as EIFS shall not exceed 30% of the exterior wall area and shall not be used on the base of building (from the ground to the first 6 ft). Vinyl siding is prohibited.
6. Special Features at S. 1st Street and Access Drive:
Buildings located at the intersection to the development area shall have the most significant corner treatments. Articulate the corner or visual termination on a building at the identified special corner or street end visual termination through use of elements such as larger windows, extruded elements, or

additional pre-cast stone lines

7. Glazing along South 1st Street, Greenfield Avenue and vacated Barclay Street frontages:
 - a. Minimum glazed area, (for Phase III, this includes former S. Barclay St. Access drive and Greenfield Av.) public street frontage 60%. For the future Outlot building along South 1st Street, minimum glazed area, access drive frontage 15%
 - b. Minimum glazing zone height 6'
 - c. Maximum height of glazing zone sill 2'-6"
 - d. Glazing quality visible transmittance $\geq .65$ Glazing alternatives Available, see 295-605.2.i.3
 - e. Every new building shall have a primary entrance door on the front façade. A primary entrance door shall not be required on the front façade if there is a primary entrance door on a side façade and that door is within 20 feet of the front façade.
 - f. Where a lot is adjacent to a public sidewalk, each principal building on the lot shall be served by a clearly identifiable walkway leading from the public sidewalk to the entrance to the building.
 - g. The presence of an access drive does not fulfill this requirement. All required pedestrian walkways shall be paved with non-asphalt materials. All required pedestrian access ways shall be at least 5 feet in width.
8. Provide direct, continuous, safe and accessible pedestrian walkways between public sidewalks, bike trails and public transportation stops and building entrances.

VII. Phases:

Phase I included a one-story grocery store located in the Northeast corner of the site and the adjacent parking. It also includes the main entry drive off of 1st St. The grocery store was constructed of masonry, glass and steel. It has a gross square footage of approximately 46,280 square feet. The grocery store was designed with urban character and has ample fenestration along the former S. Barclay St. façade. Loading for the grocery store is accomplished by a 2-bay loading dock located on the North side of the building at the end of E. Scott St. Cart corrals are located within the accessory parking area identified on the Site Plan (C100). Bike parking for employees will be provided inside the building. Public bike parking will be provided on the Southwest corner of the building.

Phase I also included the 4-story mixed-use building and the adjacent parking. The 4-story mixed-use building has been designed to define the street edge of S. 1st St. and E. Greenfield Ave. Freshwater Plaza mixed-use building has a gross square footage of 105,160 square feet. It's set back from S. 1st St. approximately 10 feet to allow for a series of stairs to accommodate an approximate 1.48 foot grade change from S. 1st St. to the finish floor. It's set back from E. Greenfield Ave. approximately 40.7 feet to accommodate the water feature. It is an approximate 52 foot tall structure. The building is designed to allow cross access and a focal point that includes patio space, the water feature, and pedestrian throughways that define space rather than simply ending into 1st Street. The building was also designed with a breezeway to connect the water

feature, parking area, and patio space. Access to the residential lobby is located within this breeze way. Access to the residential parking below is from the East off of the former S. Barclay St. Residential bike parking is provided at grade is an internal secure storage area. Public bike parking is provided throughout. The building has been designed with high quality materials of masonry, precast, metal panel, steel and glass. The composition relates to the industrial neighborhood without trying to copy its historic nature.

The parking ratio for Phase I is 4.51/1000 for the retail and 1:1 cars per residential unit.

Phase II, Lot 2 will include two (2) 1-story retail buildings with a minimum height of 18 feet and the adjacent parking. Each building will have a 0-foot setback along S. 1st St. to hold the street edge. Each building will be up to 3,600 square feet in size. The buildings will be constructed of high quality materials. Allowable materials will include masonry, concrete, metal panel, glass and steel. Trash Corral will be screened with a structure constructed of masonry or concrete matching the principle material of the building.

The parking ratio for the north Outlot will be 7.5/1000. The parking ratio for the south Outlot will be approximately 6.0/1000.

Phase III will include the development of Lot 4. Lot 4 will include a mixed-use building that includes approximately 45,000 s.f. of commercial space, approximately 76 apartments and parking for a minimum of 88 cars. The on the north end of Lot 4, the anchor commercial use will be approximately 22,500 square feet with a height of 35-42 feet. The southern half of Lot 4 will have a 66' tall building that will include roughly 22,500 s.f. of commercial uses on the first floor, parking for a minimum of 88 cars above on the second floor and approximately 76 apartments above the parking on floors 3-6. The commercial building is set back from Greenfield Avenue approximately 40.7 to 50 feet to accommodate the water feature. The mixed-use building will be set back from the eastern edge of Lot 4 approximately 22-25 feet to allow for access and for truck maneuvering. The parking structure is set back from the eastern edge of Lot 4 by approximately 22-25 feet. The water feature will be designed in conjunction with UWM School of Freshwater Sciences.

Parking Data Phase I					
Use	Gross SF	Max. Pkg. Ratio	Max. Pkg.	Actual Pkg.	Actual Pkg. Ratio
Grocer	46,280	3.50	162	169	3.65
Retail A	9,500	3.50	33	32	3.37
Retail B	6,500	3.50	23	20	3.08
Total	62,280		218	221	
Parking Data Phase II (Including Phase I & II)					
Use	Gross SF	Max. Pkg. Ratio	Max. Pkg.	Actual Pkg.	Actual Pkg. Ratio
Grocer	46,280	3.50	162	182	3.93
Retail A	9,500	3.50	33	35	3.68
Retail B	6,500	3.50	23	23	3.54
Retail C (Bank)	3,700	None	20	20	5.41
Retail D	1,800	3.50	6	7	3.89
Retail E	1,800	3.50	6	7	3.89
Total	69,580		251	274	
Parking Data Phase III (Total for all Phases)					
Use	Gross SF	Max. Pkg. Ratio	Max. Pkg.	Actual Pkg.	Actual Pkg. Ratio
Grocer	46,280	3.50	162	182	3.93
Retail Greenfield Av.	9,815	3.50	33	35	3.57
Retail 1st St.	6,830	3.50	23	23	3.36
Retail Lot 2 (N)	3,600	3.50	13	14	3.89
Retail Lot 2 (S)	3,500	3.50	13	20	5.74
Commercial Anchor	22,500	3.50	79	45	2.00
Commercial Inline	22,500	3.50	79	45	2.00
Total	115,025		402	364	3.16

Note: see Phase I, II & III Parking Diagrams for boundaries of parking fields.

VIII. Site Statistics

Phase I Lot 1 (Grocery Store & Parking)

Gross Land Area	146,842 SF	100%
Area of Government Lot 5	19,975 SF	
Land Covered by Principal Building	42,310 SF	Up To 30%
Land for Drives and Walks	89,242 SF	Up To 62%
Open Space	15,290 SF	Approximately 10%
Density	Retail: 46,280 SF	
Proposed Number of Buildings	1	
Max. # of Units per Building	N/A	
Bedrooms per Unit	N/A	
Min. Surface Parking Spaces	169	3.65/1000

Phase I Lot 3 (Mixed Use Building & Parking)

Gross Land Area	90,363 SF	100% Land
Covered by Principal Building	17,492 SF	Up To 20% Land
for Drives and Walks	57,033 SF	Up To 65%
Open Space	15,838 SF	Approximately 17%
Density	Residential: 8.52 d.u. /Acres Retail: 16,000 SF	
Proposed Number of Buildings	1	
Max. # of Units per Building	76	
Bedrooms per Unit	(3) Micro (18) Studios (46) 1BR (9) 2BR	1.2BR/Unit
Min. Covered Parking Spaces	76	1.00 Cars/Unit
Min. Surface Parking Spaces Retail A	35	3.57/1000
Min. Surface Parking Spaces Retail B	23	3.36/1000

Phase II Lot 2 (North Outlot)

Gross Land Area	22,327 SF	100%
Land Covered by Principal Building	3,600 SF	Up To 18%
Land for Drives and Walks	16,076 SF	Up To 73%
Open Space	2,551 SF	Approximately 11%
Density	Retail: 3,600 SF	
Proposed Number of Buildings	1	
Max. # of Units per Building	N/A	
Bedrooms per Unit	N/A	
Min. Surface Parking Spaces	14	3.89/1000

Phase II Lot 3 (South Outlot)		
Gross Land Area	19,839 SF	100%
Land Covered by Principal Building	3,500 SF	Up To 19%
Land for Drives and Walks	13,388 SF	Up To 68%
Open Space	2,851 SF	Approximately 15%
Density	Retail: 3,500 SF	
Proposed Number of Buildings	1	
Max. # of Units per Building	N/A	
Bedrooms per Unit	N/A	
Min. Surface Parking Spaces	20	5.74/1000

Phase III Lot 4 (Mixed Use Building & Parking Structure)		
Gross Land Area	88,758 SF	100%
Land Covered by Principal Building	57,156 SF	Up To 64%
Land for Drives and Walks	17,021 SF	Up To 20%
Open Space	16,311 SF	Approximately 19%
Density	Commercial: 45,000 SF	
Proposed Number of Buildings	1	
Max. # of Units per Building	76	
Bedrooms per Unit	1.2	
Min. Parking Structure Spaces (approx.)	90	2:1000 Com/1:1 Res

Total		
Gross Land Area	368,130 SF	100%
Land Covered by Principal Building	115,025 SF	Up To 25%
Land for Drives and Walks	227,192 SF	Up To 63%
Open Space	52,831 SF	Approximately 14%
Density	Residential: 17.99 d.u. /Acres Retail & Commercial: 115,025 SF	
Proposed Number of Buildings	5	
Max. # of Units per Building	76	
Bedrooms per Unit	(3) Micro (18) Studios (46) 1BR (9) 2BR	1.2BR/Unit
Min. Covered Parking Spaces (Units)	76	1.00 Cars/Unit
Min. Surface Parking Spaces	274	2.53/1000
Min. Structure Spaces (Mixed Use Commercial)	88	2.0/1000

Exhibit A

Site Plan

EXHIBIT B
Lot
Ownership

Lot 1 – Cermak Realty LLC
135 E Scott St.
Milwaukee, WI 53204

Lot 2 – Freshwater Plaza Corp
1200 N Mayfair Rd, Ste 310
Milwaukee, WI 53226

Lot 3 – Freshwater Plaza
1200 N Mayfair Rd, Ste 310
Milwaukee, WI 53226

Lot 4 – Redevelopment Authority of the City of Milwaukee
809 N Broadway
Milwaukee, WI 53202