

**EXHIBIT A
FILE NO. 031745**

**COLUMBIA ST. MARY'S HOSPITAL
WATER TOWER MEDICAL COMMONS**

**DETAILED PLAN DEVELOPMENT
PROJECT DESCRIPTION AND OWNER'S STATEMENT OF INTENT
OCTOBER 13, 2005**

I. COMPONENTS OF DETAILED PLAN AND SUPPORTING MATERIALS

Columbia St. Mary's (CSM) requests that the zoning for the Water Tower Medical Commons be amended from a General Plan Development (GPD) to a Detailed Plan Development (DPD) in accordance with this submission. CSM will be redeveloping their Lake Drive campus over the next six years. This Owners Statement of Intent, together with the accompanying plan sheets and related materials, identified below, constitutes and supports the detailed development plan for this phase of the project:

Plan Sheets

Sheet Index

- DPD-0 Cover Sheet / Vicinity Map
- DPD-1 Project Team / Sheet Index
- DPD-2 ALTA/ACSM Land Title Survey – Existing
- DPD-3 Proposed Project Boundary Description
- DPD-4 Existing Facilities Site Plan
- DPD-5 Proposed Facilities Site Plan
- DPD-6 Proposed Utility Plan
- DPD- 7A Proposed Grading Plan – Drop-off
- DPD- 7B Proposed Layout Plan – Drop-off
- DPD-8 Proposed Layout / Grading Plan – Healing Gardens
- DPD-9A Proposed Planting Plan and Details – Drop-off
- DPD-9B Proposed Planting Plan - Gardens
- DPD-10 Existing Building Elevations (East Facility)

DPD-11A - Proposed Building Overall Elevations – East and West
DPD-11B – Proposed Building Elevation – East
DPD-11C – Proposed Building Elevation – West
DPD-11D – Proposed Building Elevation – North
DPD-11E – Proposed Building Elevation – South

DPD-12A - Perspective View from SW
DPD-12B - Perspective View form SE
DPD-12C - Perspective View form NE

DPD-13A - West Elevation Signage

Exhibit A Statistical Sheet

Exhibit B Site Photographs

II. OVERALL DEVELOPMENT CONCEPT

Introduction

Columbia St. Mary's (CSM) is proposing a major modernization/replacement of its Milwaukee-based facilities, beginning this year and extending to 2010. The central feature of this project is construction of new medical facilities to consolidate the long-standing operations of St. Mary's and Columbia Hospitals. The new replacement hospital and related buildings, to be known as Columbia St. Mary's Lake Drive Campus, will be constructed on the existing St. Mary's site, a prominent 20 acre setting overlooking Lake Michigan. This project fulfills a key component of Columbia St. Mary's overall strategic plan to provide high quality, safe, affordable health care to Milwaukee area residents now and for future generations.

Strengthened by the vision of its national and local sponsors, Ascension Health and Columbia Health System, Columbia St. Mary's has an unprecedented opportunity to design and construct an entire new hospital campus the way it should be – around the needs of the patient. The new Lake Drive Campus will demonstrate what quality and safety should mean, and will be one of the largest and most innovative hospital building projects in the country

While the project will serve as a model for the nation, its purpose is to fulfill the legacy that began in Milwaukee in 1848 – when three Daughters of Charity arrived at the request of city officials to create Wisconsin's first private hospital, St. Mary's Hospital of Milwaukee – and in 1909, when local visionary physicians and leaders created Columbia Hospital, renowned for many medical "firsts" in Wisconsin.

Now 157 years later, Columbia St. Mary's Board and managerial leadership believe they have a responsibility to continue that legacy of service to this community. CSM currently serves over 87,000 Milwaukee residents without regard for ability to pay; employs over 5,000 people, of whom 2,100 are Milwaukee residents. The project represents a significant investment that contributes to the high quality of adjacent neighborhoods, serves as a catalyst for further economic development along the North Avenue corridor, and reflects CSM's continuing commitment to the City of Milwaukee.

This Detailed Plan Development encompasses Phase 1 of the redevelopment project, identified as the Water Tower Medical Commons (WTMC). The WTMC will be located between North Lake Drive and North Terrace Avenue, north of East North Avenue, and will encompass the historic St. Mary's Hospital East Facility, the Water Tower Medical Commons building, and the existing Sister's Residence. Further, a 0.7-acre area in the northeast corner of the site will be divided into three lots, restricted to residential use, and eventually sold. The DPD will be amended in the near future to include a parking structure and to define the residential restrictions affecting the three residential lots.

Detailed Context

Over the next six years, the campus will be reconstructed in such a way as to keep the existing complex and services open and available. The first phase of the project, Prospect Medical Commons has already been approved by the City and is well into construction. Water Tower Medical Commons is the next major project on the site. This 135,000 – 165,000 GSF building

will have a five (5)-story medical office building sitting atop a cancer center platform. A drop off area with access from Lake Drive will be provided with public entrances into each building lobby.

The parking structure and associated site plans will be submitted as a follow-up to this application, but the project includes a 650-750 car parking garage to accommodate patients and staff arriving to this building. The parking structure will have access points from the drop off area and Lake Drive. Construction of this project is scheduled to begin in November, 2005.

Phased Construction

In order to make room for the WTMC construction project, two existing buildings on the site will be removed. The 1958 "Hill Building" between Lake Drive and Terrace Ave. is currently in the last phases of this process. Upon completion of the previously approved Prospect Medical Commons project, the healthcare providers occupying the "Northpoint Clinic Building" will be relocated to it, allowing the Northpoint building to be demolished.

There are two other aspects of the project phasing to explain:

1. Following review and approval by the City of Milwaukee's Historic Preservation Commission (filed 10-06-05), CSM will relocate an existing medical gas facility currently located near it's central utility plant on the west side of Lake Drive. The medical gas storage tanks will be moved to the east side of Lake Drive, immediately north of the existing East Facility for a period of approximately four years. It is proposed that truck deliveries of these gases use a remote fill device located near a new truck lay-by on the east side of Lake Drive. Please refer to Illustration A on the Page 5 that indicates these temporary improvements. Once the Main Hospital is constructed, these gas tanks and related appurtenances will be relocated to a permanent location west of Lake Drive and the WTMC courtyard will be completed in accordance with the site plan sheets DPD 5 through 8.
2. Secondly, it is desired to narrow Lake Drive roadway width approximately 14 feet between North Avenue and Downer Avenue upon completion of the project. Recent meetings with the City of Milwaukee DPW have confirmed that this aspect of the project should occur at the very end of the construction, also after the Main Hospital is complete. As a consequence, the WTMC final driveway aprons and landscape edge will require adjustment. Site plan sheets DPD 5 through 8 show the final condition with the proposed Lake Drive alignment.

Water Tower Medical Commons (WTMC)

The WTMC facility will replace the 1958 Hill and Northpoint buildings between Lake Drive and Terrace Avenue. Sheet DPD -5 shows the proposed facility site plan. The project will contain a multi-use program that includes a one level Cancer Care Center with components of

Water Tower Medical Commons - continued

radiation therapy and infusion services and space for five levels of medical office suites above. A five story parking structure (to be submitted separately) will provide a parking count range between 650 to 750 spaces. The project will have any or all of the following uses: Medical Office, Health Clinic, Hospital, Medical Research Laboratory, and Parking Structure, with a gross square footage up to 165,000 square feet, and a maximum of 6 stories.

Vehicular access to the parking structure will only occur from Lake Drive and the WTMC drop off area. Exiting will occur on Lake Drive as well. A connection to the medical office building and adjacent to the elevator core will physically connect all medical office building (MOB) floors and will help orient users within the building. A roof level penthouse will house mechanical, electrical and plumbing functions.

Project Design Components

A primary goal for the exterior design of the WTMC is to reinforce a cohesive design for the Columbia St. Mary's Lake Drive Campus. The design of the building is responsive to the design and articulation of the proposed Core Hospital, and compatible with and complimentary to the existing East Facility located to the south and the surrounding neighborhood to the north. The fenestration will also reflect the programmatic functions that are housed within. In consultation with City staff, local business and other citizen groups, the Water Tower Medical Commons project will also provide an attractive transition to the existing neighborhood to the north and east of our site.

Landscape and Site work

Upon completion of the Lake Drive narrowing project the streetscape along the east side of Lake Drive will be improved. Rather than repeat the existing condition of random street trees and lawn strips, the streetscape will be planted with a richer palette of plants in order to distinguish the site from the residential neighborhood to the north. Since the site is being extensively regraded, most of the existing street trees will require replacement within the construction limit lines.

Three distinct areas of open space are being created upon completion off the WTMC: an arrival courtyard; a healing garden and; a passive sitting garden. The public arrival courtyard is envisioned to have characteristics of a European piazza (refer to sheets DPD 7A, 7B and 9A). It will be framed on three sides by the existing East Facility to the south, the MOB/Cancer Center to the east and the parking garage to the north, providing a good sense of enclosure. The drop-off and drive surfaces will be scored and patterned concrete. Bosques of trees with underplantings will be used along Lake Drive and between the existing East Facility and the southern courtyard edge. Upon relocation of the temporary medical gas facilities to the Main Hospital site, a walkway will be aligned along the southern edge of the courtyard that terminates at an overlook with a view to Lake Michigan; a view which has not existed on this site since 1957, prior to construction of the Hill Building.

The two other areas are private gardens that can only be accessed from the building's interior (refer to sheet DPD 9B). Tucked into the southeast corner of the site, the healing garden will appeal to the patients and families receiving care at the Cancer Center. Through lushness, elements of seclusion, use of sensory materials, etc., the garden will serve as an extension of

the healing and therapeutic environment. At the outer edge of the healing garden, a spacious plaza with seating is proposed so that outdoor gatherings and special events can occur.

The sitting garden, on the northeast corner of the site, provides additional passive garden space for the enjoyment of hospital patients, staff and visitors alike. The northern portion of this open space will be permanent, while the area closest to the building is being reserved for potential future expansion. An existing wrought iron fence along a portion of the Terrace Avenue property line will be removed, refurbished and reinstalled, in combination with a series of masonry piers along the middle section of the site. The southern-most section is being studied as a solid brick and/or pre-cast concrete wall so that the healing garden can benefit from added privacy and sound attenuation. Public access directly from Terrace Avenue will not be permitted, except to facilitate CSM's landscape maintenance operations. The existing street trees along Terrace Avenue will be preserved.

All of the private gardens proposed for the WTMC site are anticipated to evolve over time, as philanthropic activity will defray all or most of the cost of these special outdoor spaces.

Building Massing & Form

Three distinct elements comprise the massing of the building; first a two story podium and terrace, second a five story MOB tower and penthouse and third, a five level parking structure separate from the MOB. The architectural elevations and perspectives comprise sheets DPD 11A through E, and 12A through D.

Podium & Cancer Center

The podium fills the southeast footprint of the site. It will be approximately 25 feet in height to the east, closely matching the adjacent East Facility limestone base. The front entry will have a distinct entrance identified by a canopy(s) and a change in the articulation from the façade above. The scale of the podium will provide the transition to the surrounding neighborhood to the north and provide a desired visual and physical boundary to the neighborhood. The podium element will also contain a healing garden at the lower level. A site fence along Terrace Avenue will enclose the garden and provide separation from the adjacent residential neighborhood. It begins as a solid masonry wall to the south and then transitions to a combination of masonry piers with ornamental railings and finally becomes integrated with the existing historic wrought iron fence to the north. Similar fence designs using these elements are found throughout the neighborhood.

Medical Office Building Tower

The glass façades of the MOB are supported on freestanding columns. The recessed glass walls at the base will give the sense of a floating façade on the tower above. The floor plates consist of two shifted rectangular boxes that provide pleasing proportions to the massing of the tower as it sits on top of the terraced podium. This will provide an iconographic image for the project.

WTMC Parking Structure

A five level parking structure located on the north and west edge of the site will be separated from the MOB, helping to reduce impact to the mass of the project. This project element will be submitted for City review and approval at a later date.

Articulation & Fenestration

Consistent use of materials and similar fenestration to that of the Core Hospital will reinforce a cohesive campus design. The Lake Drive façade is composed primarily of vision and spandrel glass providing a visual connection to the Core Hospital. The use of brick and precast concrete on the north, east and south facades responds to the scale and texture of the adjacent historic East Facility and community to the north and east. The brick will compliment the color of the East Facility. These materials provide a durable and easily maintained façade that will retain its presence well into the future.

Podium

The west façade will face onto an auto plaza that will have the feel of an urban plaza. The façade that defines the entry into the project will be comprised of clear glass with distinct entry canopies for both the Cancer Center and MOB functions. The canopies will provide the highlights to the simple glass facades beyond. The east façade of the podium provides the greatest opportunity to relate the project back to the existing, historic, urban context. A two story base brick and precast façade will closely match the datum established by the limestone base of the East Facility.

Medical Office Building Tower

The WTMC tower is organized with glass walls facing both Lake Drive and Terrace Avenue. These glass planes will project in front of the Cancer Center base and be distinguished by tinted glass in contrast with the clear glazing used in the podium below. The north and south walls will be masonry construction with punched openings that are sympathetic to both the existing East Facility as well as the residential neighborhood to the north. The glazed façade also relates to the functions within, allowing the greatest opportunity for access to daylight and views from the patient waiting areas and doctors suites.

The north façade is articulated with a series of punched openings. These windows reflect the individual offices that occur along the north wall. The reduced area of glass is also responsive to the neighborhood, providing scale and articulation the residential community to the north.

Loading and Servicing

The building will primarily be served by an existing below grade service tunnel, however small package deliveries and vans will be able to provide many of the required service functions, either at the front door, or from the parking garage access points.

Signage, Graphics and Wayfinding

Signage during Construction

Construction Barricades will be used for campus wayfinding and project information purposes throughout the construction period.

At various points during construction, protective/security barricades will be placed about the site. The estimated total length of all barricades will be approximately 500 linear feet and will consist of a 6-foot high chain link fence mounted atop a 3-foot high concrete "Jersey Barricade", interspaced with locked service entrance gate(s).

Signage during Construction - continued

Typical signage will be digitally produced vinyl banners (approximately 6 feet by 75 feet in length, each), attached to the chain link fencing. The content will be project specific information, site wayfinding [directional, site access/parking, Emergency] as well as informative. The approximate percentage of signage coverage during construction may vary between 50-100%, as it is desired that the banners and the information therein address the changing wayfinding and informational requirements of various project phases.

Wayfinding Signage during Construction

The CSM campus will remain in operation 24 hours per day, 7 days per week. All required signage will need to be scaled and presented in such a manner whereby visibility is paramount. As street conditions merit, multiple (repetitive) signage elements may need to be installed to forewarn vehicular traffic of a pending entrance or Hospital service. As the overall site evolves, this information will need to interactively change. As traditional construction wayfinding signage is static and non-illuminated, we find the need to consider nighttime illumination and a design solution that is fully functional and informative throughout all phases of construction confusion and seasonal elements.

Temporary entrance monumentation and wayfinding devices will be developed during interim construction, reflective of patient access needs to alternate primary entrances and public parking for the Hospital. Emergency Room, patient drop-off and parking access will be the primary driving element for all perimeter site signage.

Permanent Signage

Access to the site is from Lake Drive, and since the building is set back from the street some 140 feet, we will require uniquely designed and highly visible pylon-style signage at the southwest corner of the project envelope, as well as at driveway and parking garage entrances. Permanent signage will not be provided on any building surfaces that face east, towards Terrace Avenue.

Sign quantities are a reaction to the final content required for necessary information giving and will be appropriately scaled to the needs of the site as well as to permit future expandability. Permanent Signage will be modular in construction. This will permit anticipated change, created within a "family" of organized elements, not as "stand alone" devices, but properly integrated into built environment (both architecture and landscape).

Since the building has two distinct user groups, each of the two lobby entrances will be identified by signs either integrated with or above a weather protection canopy that will be provided at each set of doors. These signs will look different, to provide strong wayfinding identification, but will be comprised of similar forms, surfaces and colors.

Upon final development of the architectural elements of the streetscape, the signage program will be refined and presented to the City in a special package for close review and comment.

Residential Component

CSM's ongoing review of the project with its Water Tower Landmark Trust residential neighbors has resulted in a proposed plan to dispose of approximately 0.7 acres of property on the northeastern edge of the project site to extend the existing residential zone southward along Terrace Avenue. The intent is to create three residential lots approximately 58-foot wide by 133-foot deep to closely resemble other lot sizes in the area. These sites are hereby restricted to residential use. Upon completion of the WTMC construction project, these lots will be sold as new home sites. Although it will not be zoned residential per se, an area similar in size to one of the lots noted above will be created adjacent to the southern-most of those lots. This land will be indentured by CSM in perpetuity and dedicated as a permanent open space buffer. This area will be appropriately landscaped and maintained as passive garden space. A ten-foot wide setback will be provided between the residential lots and the proposed parking structure to permit routine maintenance activities along the east face of the building. The restrictions applicable to the three residential lots will be specified in a subsequent amendment to the DPD.

III. COMPLIANCE WITH STANDARDS

The proposed DPD development rezoning complies with, or varies from, the standards prescribed by Section 295-907 of the Milwaukee Code of Ordinances in the following respects:

A. Size (295-907.2.c-1-a.)

The Water Tower Medical Commons area subject to the DPD is approximately 294,324 square feet (6.76 acres).

B. Density (295-907.3.c.)

Not applicable.

C. Space Between Structures (295-907.3.d.)

The location of structures in the DPD complies with the applicable provisions of the Wisconsin Administrative Code, ILHR Chs. 50-65.

D. Setbacks (295-907.3.e.)

Proposed standards for façade and landscaping treatments for street edges within the site were established in the GPD. The setbacks are defined below for each façade treatment. Refer to GPD Sheet GPD-6 for the location of the treatments.

Principal Façade is defined as the public façade designed in accordance with the City of Milwaukee Urban Design Guidelines. The Principal Façade areas will have setbacks from the property line of a minimum of zero feet. The Principal Façade areas will have pedestrian and vehicular entrances designed for the public, as well as for deliveries. Principal façades for the Water Tower Medical Commons will have a range of glazing from 55% to 65%. The Principal Façade will have landscaping and streetscape treatments designed to enhance the pedestrian experience.

Secondary Façade is defined as the area not generally exposed to significant public contact. Secondary Façade areas will be occupied by parking structure and utility facilities, as well as some limited areas facing the interiors of the project site. Pedestrian and vehicular access points will not be used by the public. Building facades may be partially open, for ventilation purposes, or will have glazing. The WTMC secondary façade will have a range of glazing, from 45% to 55%.

Some of the WTMC area will have Residential Façade Treatment, which is defined as the area directly across the street from existing residential zoned areas. Setbacks will be in accordance with residential zoning RS-5, as shown in Section 295-505 of the Milwaukee Code of Ordinances. Landscape and streetscape treatments will be used to create a residential environment. The range of glazing will be similar to the Principle Façade at 55%-65%.

Existing to Remain Façade will generally remain as is, notwithstanding minor cleaning and pointing, but may have landscape and streetscape improvements to improve the pedestrian experience, where appropriate.

E. Screening (295-907.3.f.)

The residential areas to the east of the campus have been considered in the design of the parking structure and office building. Urban Landscape Treatment will be used as a landscape buffer along all streets. New landscaping shall conform to City of Milwaukee requirements. Screening of circulation facilities will be Type "A" Landscaping (standard parking lot landscaping), Type "B" landscaping (standard hard urban edge landscaping), and Type "C" Landscaping (modified hard urban edge landscaping) conforming to Section 295-405.1, b-1 through -3. Facilities such as mechanical equipment or enclosures, will be screened per Section 295.405.1.b-7, Type "G" Landscaping (object screening), wherever these facilities are visible to the public. Fencing and walls shall be in accordance with Table 295-405.1-c, Fence/Wall and Landscaping Requirements for Landscape Types, and Section 295-405.1.c-5.

F. Open Spaces (295-907.3.g.)

Open spaces are shown on Sheet DPD-5. Open spaces will include facilities for pedestrian circulation, including paved paths and seating areas; landscaped and garden areas with walls and fencing; information features such as signs or kiosks; lighting, shielded so as to not cause glare on adjoining streets and residences; and decorative enhancements, such as flagpoles, artwork, or water features. Landscaping and screening in open spaces will be maintained so as not to create a nuisance or hazardous condition.

G. Circulation Facilities (295-907.3.h.)

The general location of circulation facilities, including pedestrian and vehicle access and egress, as well as drop-off and loading facilities, are identified on Sheet DPD-5. Adequate access for pedestrian and private vehicles shall be provided. Parking and loading facilities shall be located near the uses they support and will be adequately screened.

H. Landscaping (295-907.3.i.)

Site landscaping standards will conform to Section 295-405, Milwaukee Code of Ordinances; and will be of a quality consistent with the standards of the American Association of Nurserymen (ANSI 260.1). Circulation facilities will be landscaped and screened in conformance with III.E above. Open spaces will include the uses and related landscape standards as specified in III.F, above. Landscaping shall meet or exceed the requirements of Section 295-405.1.c, for planting materials, fencing and walls, and berms. Landscape features may encroach into the public right-of-way, with City approval, in accordance with Section 295-405.1.C-8.

I. Lighting (295-907.3.j.)

New building lighting will conform to the Illuminating Engineering Society Standards and City of Milwaukee Ordinances. All exterior lighting shall be shielded so as not to cause glare on adjoining streets and residences.

J. Utilities (295-907.3.k.)

All new utility lines will be installed underground. New transformers and substations will be installed within buildings or otherwise screened from view.

K. Signs (295-907.3.l.)

New signs will be developed in accordance with the specific requirements of Section 295-605-5, Milwaukee Code or Ordinances, and other requirements of the City of Milwaukee Ordinances.

Signs will be designed and installed per the signage program for Columbia St. Mary's Lake Drive Campus. The signage program is shown on Sheets DPD-13A through DPD-13D. The signage program includes temporary signage during construction, directional signs, identification signs, informational signs, and canopy-mounted signs.

L. Survey (295-907)

The ALTA/ASCM Land Title Survey, Sheet DPD-2 shows topography at 1-foot intervals.

IV. MINOR MODIFICATIONS

Section 295-907.2.i. of the Milwaukee Code of Ordinances provides that minor modifications to the general and detailed plans may be allowed, provided that such minor modifications do not result in certain changes to the plan relating to its general character, or such things as land coverage of buildings and parking areas. Columbia St. Mary's, in generating the plans for the DPD, has attempted to anticipate all factors required to complete the project successfully, and has invested a substantial amount of time and capital in doing so. However, neither Columbia St. Mary's nor the City of Milwaukee can predict how the plans set forth herein may unfold in their implementation. In recognition of this fact, and acknowledging the need to maintain flexibility of plans to be modified for particular circumstances, Columbia St. Mary's will retain the right to make minor modifications to the DPD at any time. However, in no event, will any modifications undertaken by Columbia St. Mary's cause any of those effects sets forth in Section 295-907.2.i-1 through 7, without submittal of a revised DPD plan.

Minor improvements of the site may be allowed without submittal and approval of a general plan if sufficient detail is shown on the approved DPD.

V. "Statistical Sheet" Information

Section 295-907.2.c-1 of the Milwaukee Code of Ordinances provides that this Owner's DPD Project Description contain a statistical sheet setting forth specific information on the project. The pertinent information required under this Section is set forth on the Statistical Sheet attached hereto as Exhibit A.

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EXHIBIT A
DETAILED PLAN DEVELOPMENT STATISTICAL SHEET
COLUMBIA ST. MARY'S HOSPITAL
WATER TOWER MEDICAL COMMONS

2.b-1-a	Gross Land Area	<u>232,104</u> sf	<u>5.33</u> ac		
2.b-1-b	Maximum Amount of Land Covered by Principal Buildings	<u>81,200</u> sf	<u>1.86</u> ac	<u>35</u>	percent of total
2.b-1-c	Maximum Amount of Land Devoted to Parking, Drives and Parking Structures	<u>69,630</u> sf	<u>1.60</u> ac	<u>30</u>	percent of total
2.b-1-d	Minimum Amount of Land Devoted to Landscaped Green Space	<u>81,200</u> sf	<u>1.86</u> ac	<u>35</u>	percent of total
2.b-1-e	Total Area Devoted to Non-Residential Uses	<u>232,104</u> sf	<u>5.33</u> ac	<u>100</u>	percent of total
2.b-1-f	Proposed Number of Buildings	<u>Three</u>			
2.b-1-i	Parking Spaces Provided	0 Surface 680 Structured 680 Total <u>4.25</u> Number of cars per 1,000 square feet			