

TARGET CORPORATION

**BLOOMINGTON SOUTH SUPER TARGET
CITY OF BLOOMINGTON, MINNESOTA**

June 4, 2008

**Narrative in Support of an Application for
Comprehensive Plan Amendment to Community Commercial
Rezoning to B-2 – General Commercial
Conditional Use Permit
Rezoning to Planned Development for B-2 (PD) Zoning
Preliminary and Final Planned Development Overlay
Preliminary and Final Plat**

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DEVELOPMENT SUMMARY

The Target Corporation (“Target”) is proposing to develop a Super Target (the “Development”) at 5401 and 5501 Old Shakopee Road West and 10800 Normandale Boulevard, Bloomington, Minnesota, the southeast quadrant of Old Shakopee Road and Normandale Boulevard (the “Site”). Target is the master developer of the Site and is working in conjunction with Minnesota Valley Building Investor Group, LLC, property owner of 10800 Normandale Boulevard, in applying for development approvals. Traffic improvements are an essential component to redeveloping the Site. These improvements will not only address the needs of the development, but also the current traffic issues in the neighborhood.

Target is proposing to redevelop the existing Holiday Distribution Center and Minnesota Valley Building to include the Target store, restaurants, and additional proposed retail space to create a community urban village experience. The existing Holiday Station Store would remain, contributing to the overall mixed-use development.

The Site is currently zoned Industrial with a Planned Development Overlay and is also guided Industrial. Target is requesting a Comprehensive Plan Amendment to Community Commercial, rezoning to B-2 General Commercial, a rezoning to a Planned Development Overlay for an overall B-2 (PD) zoning, a Conditional Use Permit for restaurant uses, and Preliminary and Final Plat. The Holiday Station Store parcel is not included in the Plat application. The redeveloped Site will provide a unique opportunity to develop a pedestrian-friendly environment at a commercial node that provides a number of essential community services.

I. THE APPLICATION

In applying for the Development, Target is requesting a rezoning to B-2 General Commercial and a rezoning to a Planned Development Overlay for an overall B-2 (PD) zoning as well as a Comprehensive Plan Amendment to Community Commercial. As a part of the Planned Development Overlay Application, Target is providing both Preliminary and Final Development Plans for the Target Store parcel and Lot 4 which is at the corner of Old Shakopee Road and Normandale Boulevard. Together these two lots anchor the Site illustrating a uniform plan throughout. Target is providing Preliminary Development Plans for the remainder of the Site. Target is also applying for a Conditional Use Permit for the restaurant uses on the Site. Finally, Target is applying for Preliminary and Final Plat. The Holiday Station Store parcel is not included in the Plat application.

1. The Comprehensive Plan Amendment to Community Commercial

Target is requesting a Comprehensive Plan Amendment from its current Industrial land use designation to Community Commercial. As noted in the City’s Comprehensive Plan, the Community Commercial land use category allows all uses in the general business category plus additional larger-scale service and retail uses that require larger parcel sizes “such as supermarkets and restaurants of any size, [and] medium-sized shopping centers (up to 250,000 square feet).” Bloomington’s 2000 Comprehensive Plan, page 2.15. The Comprehensive Plan also provides that such developments are located adjacent to arterial or collector streets. The Site

fits the Community Commercial description as Normandale Boulevard is a collector street and Old Shakopee Road is an arterial street.

The Comprehensive Plan provides that the Community Commercial category does not include regional “big box” retail and service uses. Notably, “big box” development is not specifically defined by the Comprehensive Plan.

The proposed Development is not designed to function as big box retail or require the infrastructure demands of traditional large-scale retailers. The Super Target concept is different from warehouse grocery stores or even home improvement stores that specifically focus on a single retail category. The proposed Target store builds on an urban village, multiple-shop concept to offer several retail supply categories within one shopping center, including electronics, groceries, clothing, household goods, furniture, toys and sporting goods, as well as housing Pizza Hut and Starbuck retail services, all within walkable distance of surrounding residential. The Target store would be 178,598 square feet, well within the Comprehensive Plan’s 250,000 square foot limit for shopping centers.

Also noted in the Comprehensive Plan, the Community Commercial designation recognizes that access requirements are high. Therefore, this designation is used only when adjacent to arterial or collector streets. The proposed Target store will have the access requirements typical of uses designated Community Commercial, but does not demand the access needs of Regional Commercial. The Regional Commercial designation is for uses with very high access and traffic demands requiring locations next to freeways because they draw customers from a greater distance.

There are a number of Target stores in the Twin Cities. Over time Target has come to enjoy strong brand loyalty and recognition here. For Target, that means developing neighborhood stores where possible, resulting in “Two Target Towns.” In the Twin Cities market, Target does not require a regional draw from surrounding communities for its stores to succeed.

With other Target stores located in Bloomington, Edina, Eden Prairie, Savage and Burnsville, this location will truly serve the neighborhood with the majority of customers coming from within three to four miles of the site.

According to the City Comprehensive Plan, less than two percent of the land in Bloomington is vacant and developable. The Target store project provides one of the few redevelopment opportunities to introduce new choices for walkable retail services. Under the current industrial designation, the Site could be used as a distribution center generating significant truck traffic along Old Shakopee Road and Normandale Boulevard throughout the day and night. The proposed Development provides needed walkable, retail opportunities to the surrounding residential area.

In fact, the proposed Development achieves multiple City redevelopment goals. The Development meets the needs of citizens for retail services near their homes reducing unnecessary trips; encourages pedestrian circulation and access; promotes the City’s continued economic development; and redevelops an older, outdated parcel. Moreover, one of the policy objectives of the Comprehensive Plan specifically states that any redevelopment should avoid creating orphan parcels. As a part of Target’s overall mixed-use plan, two other parcels, 10800

Normandale Boulevard and 5401 Old Shakopee Road, are combined with the rest of the Site creating continuity with the lands surrounding the lot for the Target store. Target's efforts with regard to surrounding land uses balance the retail opportunities of the Site and buffer the surrounding neighborhood through transition to small-scale retail shops.

As long as the developer can illustrate that the Development addresses the impact of redevelopment, including traffic, the City has a unique opportunity to provide traditional neighborhood services in a newly redeveloping node of the City. This project could be considered the next node in the "string of pearls" concept that the City Council identified to redevelop key intersections and areas within the City along arterial streets. In evaluating redevelopment, including the proposed Development, City leaders must consider both the current and future needs of the residents. This Development will balance the surrounding residential nature with essential community retail services that satisfies both the goals and spirit of the Comprehensive Plan.

2. The Rezoning to B-2 – General Commercial

Next, Target is requesting a rezoning to B-2 – Community Commercial. The B-2 District is designed to provide for a wide variety of retail and other commercial uses essential to support surrounding neighborhoods. Permitted uses include retail services, banks, and convenience facilities with fuel sales. Restaurants are allowed as an accessory use and drive-through restaurants are allowed as a conditional use. The existing Holiday Station Store also includes a carwash, which is allowed by conditional use in the B-2 District. Service stations are allowed as a conditional use in the Holiday parcel's current I-1 zoning designation. Because a conditional use runs with the land, Target is proposing that the current use, including the car wash, continue as the permitted service station and conditional carwash under the existing conditions, without applying for additional approvals other than the rezoning to B-2 (PD). The B-2 District is designed to be available throughout the City as the City Code provides that the District is intended to: (1) ensure that locations distributed throughout Bloomington are available for needed retail and commercial uses, including auto-oriented uses; and (2) provide flexible building and parking placement standards to serve a variety of use types and parcel sizes. City Code § 21.204.02.

The proposed Target store and supporting retail and service developments along Old Shakopee Road and Normandale Boulevard provide the wide variety of retail and commercial services described in the City Code. The Target store itself will provide a range of retail options, including groceries, electronics, clothing, household goods, and sporting equipment. The proposed urban village concept for the Site will build from Target's commercial opportunities while also providing smaller-scale services that both buffer the residential community and contribute to the number of retail options within this community commercial node.

The B-2 District also fits the Site in terms of scale and size of the Development. In that the Target store provides multiple services it is similar to other community commercial shopping centers, such as the Valley West Shopping Center which is also zoned B-2. The Valley West Shopping Center provides 220,215 total square feet of retail services. The Target redevelopment and the other retail, restaurant and bank buildings, will provide 246,710 square feet of retail and service uses. The primary Valley West Shopping Center parcel is the largest parcel at 18.77 acres, while the Target parcel is 17.71 acres. The overall Valley West Shopping Center

Subdivision is 24.59 acres and the proposed Development is 28.32 acres. Therefore, the overall impact of the Target development is quite similar to Valley West Shopping Center in terms of land use and configuration for a B-2 District.

3. The PD Overlay rezoning to B-2 (PD)

Target is applying for a Planned Development Overlay District (“PD Overlay”) rezoning, which allows for flexibility within the specific City Code provisions. The resulting rezoning request is for a B-2 (PD) zoning district. According to the City Code, all permitted principal, provisional, conditional, interim and accessory uses allowed in the primary zoning district are permitted in the PD Overlay. As mentioned above, permitted uses in the B-2 District include retail services, banks, gas stations and convenience stores while restaurants are allowed as an accessory with drive-through restaurants as a conditional use. All of the Development’s proposed uses would be allowed in the new B-2 (PD) District. Target is also specifically applying for a conditional use permit for drive-through restaurants.

The primary purpose of the PD Overlay is to promote creative and efficient use of land by providing design flexibility in the application of the provisions of a primary zoning district. Recognizing the goals of the B-2 District as well as the design limits of the proposed uses, Target is requesting a PD waiver to exceed the retail size allowed under the District. While the B-2 District is designed to provide a variety of retail and commercial uses, single-tenant buildings are limited to 80,000 square feet and the proposed Target development is 178,598 square feet. Even though the Target store exceeds the single-tenant building maximum, the actual store continues to achieve the Zoning District intent and goals as the overall Target design is based on providing multiple shops with one building to offer several retail opportunities, including food service, electronics, groceries, clothing, household goods, furniture, toys and sporting goods. The urban village, multiple-shop concept is enforced through the smaller-scale retail opportunities that front Old Shakopee Road and Normandale Boulevard.

Based on design constraints, Target is also requesting eight additional PD waivers related to building design and setbacks. The waiver requests are discussed further under their respective sections and detailed in Section IV, Summary of Waivers.

Through providing multiple retail opportunities throughout the Site as well as within the Target store, including other retailers such as Starbucks and Pizza Hut, Target meets the intent of the City Code while redeveloping an underutilized site to provide retail service opportunities within walking distance to the surrounding residents.

Target is applying for Preliminary and Final Planned Development for the Target component and Lot 4 and Preliminary Planned Development for the remainder of the Site. As a part of the overall development, the Holiday Station Store parcel is requesting the rezoning to B-2 (PD), but is not proposing any development changes specific to that parcel.

4. The Conditional Use Permit

As mentioned above, Target is requesting a rezoning to B-2 – Community Commercial. Permitted uses include retail services, banks, and convenience facilities with fuel sales and drive-through restaurants are allowed as a conditional use. Target is applying for a conditional use

permit for the drive-through restaurant use on Lot 4. Conditional uses are allowed uses within the primary zoning district, but may warrant additional review to mitigate use impacts. As a part of the Planned Development, the proposed restaurant uses are designed to contribute to an overall balanced mixed-use development, mitigating traffic and use impacts by balancing restaurant with retail and other commercial services. Moreover, as part of a Planned Development, restaurant uses will be a part of coordinated architectural plans as evidenced in the enclosed architectural elevations for the small shops. Finally, in planning the Site, traffic improvements are an essential component to its redevelopment with the improvements addressing both the needs of the development as well as current neighborhood traffic concerns.

5. The Plat

Finally, Target is replatting the Site. The current Site is three parcels and in order to design the urban community node, there will be a total of five parcels, one for Target and the four other parcels are available for smaller-scale retail and restaurants. In consultation with City Planning Staff, Target has decided to not include the Holiday parcel as part of the new Plat Application.

II. THE SITE

The Site is located to the south of West Old Shakopee Road and west of Normandale Boulevard. Target is proposing to redevelop two industrial sites, which combined with the existing Holiday Station Store, will contribute to the mixed-use nature of the proposed Development. The Site is 28.10 acres (with 0.22 acres of dedicated ROW for a total of 28.32 acres) and currently 82% (23 acres of impervious surface / 28.10 acres) is covered with impervious surface (18% green space). Demolition of the industrial buildings at 5501 West Old Shakopee Road and 10800 Normandale Boulevard are included with the redevelopment plan. There are no streams, lakes, ponds, marshes or wetlands at the Site.

The Site is currently zoned Industrial. Residential property is located to the north, east and south, and industrial property is located to the west. The Development will provide a service-oriented transition between the residential and industrial uses, as well as increase the amount of green space to 21% (6.02 acres of green space / 28.10 acres) of the total Site.

III. DEVELOPMENT PROPOSAL

1. Development Overview

The proposed redevelopment of the Site includes the Target store, four restaurants, the Holiday Station Store and five retail/business opportunities to create an overall urban village. The Target store is 178,598 square feet and the retail opportunities range from 5,000 to 13,200 square feet. The restaurants will range from 1,200 to 6,300 square feet. The Target store is on Lot 3, while the other opportunities for retail, restaurants and services are on Lots 1, 2, 4, and 5.

Target will provide major exterior material and massing upgrades to be compatible with the adjacent commercial development and the City Code standards. The proposed retail store will

provide a left grocery entry, left loading dock scheme with Starbucks, Pizza Hut, Target Food Avenue Express and Target pharmacy.

The Development will buffer the surrounding residential uses from the current industrial uses while also providing essential service opportunities to the area. A key issue with the Development is in addressing traffic demands. Proposed mitigation measures include installation of a new traffic signal at the site entrance on Normandale Boulevard, extension of the northbound left turn lane at Old Shakopee Road and Normandale Boulevard, and modification of the signal timing at Old Shakopee Road and Normandale Boulevard.

A more detailed discussion of the Development's design standards follows below, including known preliminary design information for the retail, restaurant and bank buildings. Again, this application includes Preliminary and Final Development Plans for the Target Lot and Lot 4 while the rest of the Site is only applying for Preliminary Development Plan. Additional Final Development Plans for the other three lots will be applied for at a later date.

a. Building Height and Screening

Under the City Code, structure height is limited to two stories in height. The proposed Target consists of one single-story building with the main body of the building measuring 28 feet high receding to 26.8 feet on portions of the side and rear elevations. Target has proposed a number of lower massing elements across the front of the Building that are 21.33 feet high. Finally, there are a number of elements across the front façade that are 30 feet and 32 feet in height with the tallest portion of the proposed building at 32 feet in height.

At the rear of the Target there is a screen wall finished to match the building elevations to screen the receiving dock from the view of adjacent properties. The masonry screen wall is 12 feet high by 70 feet long and will fully screen dock activities including the enclosed compactor unit.

The height of the retail buildings and restaurants in Lots 1, 2, 4, and 5 will all be single-story buildings. Building heights are illustrated in the enclosed architectural elevations. Lot 4 elevations specifically provide heights ranging from 21 feet to 36.83 feet. The Holiday Station Store is also a single-story building.

As noted on the proposed building elevations, designs have been developed to conceal any and all rooftop mechanical units by the use of raised parapets. No rooftop units will be visible from either on-site or off-site ground level views.

b. Building Design and Materials

The proposed base exterior construction for the Target store will be a texture coated pre-cast panel base construction. The exterior building materials will include regional simulated stone, multiple colors and types of brick veneer, extensive metal detailing, large amounts of glass and a limited use of Target's corporate colors and branding. Areas of the building that are without brick or stone veneer will have a textured finish that

simulates stucco. The buildings exterior materials shall be of a high aesthetic quality on all sides of the structure.

All exterior elevations have been developed to provide a structure that is unified in appearance through massing, color, materials and detailing. The guest entrances will be developed to have a primary hierarchical presence by utilizing a broad canopy, extensive glazing and providing high quality, human-scaled materials and textures.

Target has incorporated a variety of finish materials, textures and colors in the proposed exterior design. Detailed examples of color and material are included with the application packet, including physical material samples, for the Target as well as Lot 4 plans.

The proposed Target store will use a collage approach to materiality with a base building construction of pre-cast concrete panels that will be finished with a variety of veneer materials, including: multiple brick types and colors, simulated stone, extensive metal detailing, and textured cement finishes that simulates stucco in multiple colors and textures.

(1) Building Façade and Architectural Unity

The proposed Target store has been designed specifically for the Site, both in its exterior massing and material palette. All sides of the building structure have been considered in developing a unified design that will be complimentary to the adjacent retail. The front façade has been broken down into smaller masses in plan, section and elevation. The guest entries have gracious horizontal canopies with large amounts of glazing to create an identifiable entry. Additional glazing is used on the front façade at the food service and team member lounge and training masses. Extensive landscaping will be designed to compliment the architecture of the building and promote a varied and pleasant guest experience.

Target is proposing two very visible guest entries that will be clearly defined and highly visible using the following elements: entry canopies with extensive glazing, recessed and articulated entries, and an enhanced front sidewalk plan with extensive planting and patterns and colors.

The right elevation has been enhanced through the use of materials, color and cadence including also introducing over-scaled glazed display windows. Although the rear and left elevations are not facing the street, they are enhanced and compatible with the public elevations.

While designing the Building to meet the intent of the City Code, there are sections of the public-street facing façade that exceeds 20 feet without structural and architectural details such as windows, doors, and other ornamentation. To mitigate this impact, Target provides varying materials throughout the façade. Target is requesting a PD waiver for the building façade requirements under the City Code.

(2) Building Massing

In order to reduce the apparent scale of the Building as well as create visual interest, Target is incorporating massing layers throughout the building façade, with additional massing layers added between the main entry mass and lounge/training mass to further break down the scale of the front façade. These protrusions will include decorative metal sunscreen protecting the overcalled glazing from the sun while also incorporating additional articulation to the front façade. Detail regarding each public façade is provided below.

The front elevation, which is the façade facing Normandale Boulevard, is composed of five major elements that break down the scale of the overall elevation including:

- (a) The main sales floor mass. The overall height of this mass is 26 feet and is rendered in either a combination of thin brick/decorative CMU or a cementitious coating over an architectural pre-cast concrete panel simulating stucco.
- (b) The tallest element contains the public food service area and is 32 feet in height. The mass contains the main building sign and is capped with an expressive metal cornice. The base of this mass is rendered in decorative CMU laid up in a rectangular ashlar pattern and the upper portion is finished with a cementitious coating over an architectural pre-cast concrete panel simulating stucco.
- (c) The lounge/training mass, which is located to the left of the food service sign mass, is 28 feet in height. This massing element contains three over-scaled window/door units incorporating decorative metal sunscreen elements and is rendered almost entirely in thin brick with a decorative CMU base. Again, the decorative CMU base is laid up in a rectangular ashlar pattern.
- (d) The public entries are covered with a large horizontal canopy. The top of the canopy is 21.21 feet in height.
- (e) The team member office mass is located to the right of the right entry and is 19 feet in height.

The right elevation, which is the Old Shakopee Road street-facing public façade, is composed of the main sales floor mass. The overall height of this mass is 26 feet and is rendered in either a combination of thin brick/decorative CMU or a cementitious coating over an architectural pre-cast concrete panel simulating stucco. The entire right elevation is rendered in brick with visual articulation from front to back. Target has provided for three over-scaled display windows and an additional Target logo for identification.

While Target generally meets the intent of the City Code by providing various massing treatment to reduce the overall impact of the building façade, the right elevation does not meet the building massing code requirement that requires building facades facing public streets that exceed 200 feet in linear building length to include wall projections or recesses of three or more foot depth for every 100 linear feet of façade and/or vertical height variations of four or more feet for every 100 linear feet of façade. Target is requesting a PD waiver for this provision.

(3) Windows

Target's proposed window glazing will be clear glass. Some of the team member program space will require mecho shades and privacy covering but are temporary in nature. Our two pedestrian entries will be clear glass with no temporary privacy and/or sunlight control covering.

The right façade facing Old Shakopee Road will have windows that feature product displays that do not meet the specific requirements of the City Code and Target is requesting a PD waiver for this component of the application. However, the goal with the product displays is actually to meet the intent of creating a community commercial development with pedestrian-friendly scale by mitigating the massing of the Building. The enclosed elevations provide additional window detail.

(4) Entrance buffer

Target's front sidewalk plan has been specifically designed with guest safety in mind as well as meeting City Code requirements. The minimum distance between the face of building and the vehicular circulation drive is 12 feet. At each pedestrian entrance Target has incorporated a gracious, overhead canopy with extensive glazing. The left entrance has 24-foot buffer distance and the right entrance has 22-foot buffer between the public entrance and the vehicular circulation drive. Target has enclosed a building plan with an attached front sidewalk plan for review.

c. Building Size

The City Code provides that the minimum floor area is 3,000 square feet and the maximum floor area for a single tenant retail building is 80,000 square feet. The six proposed buildings throughout the Planned Development all meet the 3,000 square foot minimum and Lots 1, 2, 4, and 5 all meet the maximum building floor area. Total building square feet for Lots 1, 2, 4, and 5 are as follows: Lot 1: 13,200 square feet in one building and 9,900 square feet in a second building; Lot 2: 6,300 square feet in one building and 13,200 square feet in a second building; Lot 4: 14,900 square feet in one building and 5,500 square feet in a second building; and Lot 5: 5,112 square feet in one building. The existing Holiday Station Store is 5,953 square feet with 5,058 square feet of retail and 895 square-foot carwash.

The proposed Target on Lot 3 is 178,598 square feet, exceeding the maximum square footage and, as a result, Target is requesting a PD waiver for square footage. While recognizing the square footage maximum for single-tenant buildings, the Target concept differs from warehouse grocery or home improvement stores that specifically focus on a single retail category. Target is a unique store that provides multiple retail services under a single roof, including food service, grocery, electronic, home supplies, and sporting equipment. The proposed Target will also house Pizza Hut and Starbucks retail services.

Since Target store provides multiple services, it is more akin to a multiple-tenant shopping center, such as the Valley West Shopping Center which is also zoned B-2 and guided Community Commercial. The Valley West Shopping Center provides 220,215 total square feet of retail services; the Target redevelopment, including the other retail, restaurant and bank buildings, will provide 246,710 square feet of retail. The primary Valley West Shopping Center parcel is the largest at 18.77 acres, while the Target parcel is 17.71 acres. The overall Valley West Shopping Center Subdivision is 24.59 acres and the proposed Development is 28.10 acres (with 0.22 acres of right of way dedication for a total 28.32 acres). The overall impact of the Target development is quite similar to Valley West in terms of use land size for a B-2 District.

Understanding the need to mitigate the massing impact of larger-scale single-tenant buildings, Target incorporates an extensive landscaped pedestrian network throughout the Development to link the smaller retail shops and provides windows and architectural standards that vary across the building. While requesting the PD waiver for the specific size of the building, Target still meets the intent of the B-2 District to provide a wide variety of retail and other commercial uses essential to support surrounding neighborhoods.

d. Building Setbacks

The City Code requires the following minimum setbacks in the B-2 District: (1) 35 feet along a public street; (2) 15-foot rear setback; (3) 10-foot side setback; and (4) 50 feet adjacent to areas guided residential on the City Comprehensive Plan. Lots 1 through 5 meet all building-setback requirements. The setbacks are as follows:

Lot	Front: 35 feet	Side: 10 feet	Rear: 15 feet
1	47.2 feet	12.2 feet	29.6 feet
2	47.2 feet	11.1 feet	29.9 feet
3	653.2 feet	163.9 feet	50.0 feet
4	91.1 feet	25.7 feet	25.4 feet
5	77.5 feet	28.4 feet	29.5 feet

Service stations have additional setback performance standards under City Code § 19.61, including a 40-foot front setback, or the front setback under the zoning district, whichever is greater, and the side and rear setbacks are determined by the zoning district. The service station meets setback requirements with a 205.3-foot front setback, a 61.5-foot side setback, and 102.0-foot rear setback. Pump islands require 35-foot setback from any property line and the Holiday Station Store has a minimum 70.6-foot setback.

e. Parking Setbacks

The City Code provides that the required setback for surface parking is a minimum of 20 feet from a planned widened right-of-way line and a minimum of five feet from a property line not abutting a street. Moreover, the driveway setback requirements are a minimum of 20 feet for front yards and a side or rear-yard abutting a public street and five feet for side or rear yard. Due to the nature of the multiple lots within the Planned Development and adjoining parking lots, Lots 1 and 2 require a waiver from the five-foot setback from a property line not abutting a street. This is typical of a shopping center under a PD overlay. The parking for each of those lots abuts the adjacent lot resulting in less than one foot setbacks. While the parking setbacks for Lot 4 meet the front and side setback requirements, Target is requesting a PD waiver for the Lot 4 driveway side-yard setback which abuts the Holiday Station Store parcel resulting in a zero-foot setback. Target is also requesting a PD waiver for Lot 5 for the front-yard driveway setback as the front-yard lot line follows the centerline of the drive aisle resulting in a zero-foot front-yard driveway setback. Finally, Target is requesting a PD waiver for exceeding driveway width for proposed access on Normandale Boulevard. This access is approximately 106 wide feet at the curb and 105 feet wide at the property line. Under City Code § 19.61(f), the maximum driveway distance at the curb line is 35 feet.

The Holiday Station Store parcel meets the parking setback requirements providing the following setbacks: 100.1-foot front setback, 10.9-foot side setback, and 9.2-foot rear setback. It should be noted that the existing Holiday Station Store will require a PD waiver for exceeding driveway width if such a waiver is not already granted under the existing development. The west entrance off of Old Shakopee Road is approximately 71.3 feet wide and the east entrance off of Old Shakopee is approximately 57.6 feet wide.

f. Waste Management and Recycling

Target Corporation has an aggressive program to reduce waste and promote recycling. This Target will have an on-site 42 cubic-yard internally loaded compactor and a corrugated materials baler for paper recycling. The baler, bales and other recycling containers are located inside the store. An average store generates one compactor load of trash one to two times per month and recycled corrugated material (900 lbs. each bale) on the average of ten bales per week. Bales are picked up from the store on a weekly basis and in most cases by a local salvager.

Waste management is located within both buildings on Lot 4. For the smaller retail buildings on the remaining lots, trash enclosures are conceptually shown externally to allow for more flexibility for the multiple tenants. As the specific users of those retail spaces are further defined, the trash enclosures can be reviewed with regard to the City

Code. The proposed trash enclosure areas for the smaller retail buildings will be addressed in the final development plans for those lots.

g. Truck Deliveries

The proposed Target will have truck deliveries throughout the week. Receiving dock hours for local carriers and vendors are 8:00 am to 12:00 noon, Monday through Friday. Depending on store volume and seasonal variations, local carrier and vendor short trucks, vans, or mail and parcel delivery trucks will have eight to twelve trips per day. Receiving dock hours for tractor/trailer trucks from Target distribution centers and contract carriers normally average between 4:00 pm to 10:00 pm, Monday through Sunday, delivering 90% of the store merchandise.

2. Traffic

A traffic study was prepared for the Development and is being submitted to the City for review (the "Traffic Study"). The Traffic Study included four main intersections, including Old Shakopee Road and Normandale Boulevard, Old Shakopee Road and Old Shakopee Circle, Old Shakopee Road and Nesbitt Avenue, and Normandale Boulevard and 110th Street. The Study included analysis of existing conditions, trip generation, traffic assignment, intersection capacity analysis and proposed roadway mitigation for year 2011 conditions.

Recognizing that traffic will increase with the proposed Development, the Study proposed mitigation measures that address the proposed increase as well as the current traffic issues at and surrounding the Site. Such mitigation measures include installation of a new traffic signal at the proposed site entrance on Normandale Boulevard, extension of the northbound left turn lane at Old Shakopee Road and Normandale Boulevard, and modification of the signal timing at Old Shakopee Road and Normandale Boulevard.

3. Access and Circulation

The main access to the Site will be at a new signal along Normandale Boulevard south of Old Shakopee Road. The existing railroad crossing will be integrated into the new signal timing. The western access along Old Shakopee Road is proposed to remain a full movement access. No change to the eastern access along Old Shakopee Road is proposed. The existing access across the northern portion of the Site to the parcel to the west is proposed to be rerouted through the site. Truck access to the Target loading area is located at the south end of the Site, utilizing an existing access easement through the adjacent lot west to 110th Street. Internal circulation consists of a perimeter drive around the parking areas and sidewalk connections from the buildings to the public sidewalk network.

4. Easements

The Site contains several existing private easements. These include access, utility and drainage easements that are located on the Site as well as adjacent property that benefit the Site. The existing on-site easements will be amended to reflect the proposed Development design. New private utility easements will be required as part of the development.

The Site also includes several public drainage and utility easements. Target is requesting to vacate the existing public easements as the proposed Development and new Plat render the existing easements obsolete. New public easements will be dedicated through the platting process. Target is applying for the public easement vacation under a separate application.

5. Parking

Off-site parking will be provided within each lot. The total parking required for the development is 1,330 spaces, and the total parking provided is 1,318 spaces, which includes 33 accessible spaces. There are three primary uses at the Site; retail, restaurants and a bank. Under the City Code, retail sales and services are required to provide the following parking ratios: (1) for general retail under 10,000 square feet of gross floor area: one space per 180 square feet of gross floor area; (2) for general retail with 10,000 to 99,999 square feet of gross floor area: 55 spaces plus an additional one space per 220 square feet of gross floor area over 10,000 square feet; and (3) for general retail of 100,000 square feet and over: 460 spaces plus additional one space per 285 square feet of gross floor area over 100,000 square feet. Bank uses require one space per 240 square feet of gross floor area and an additional six queuing spaces per lane. Restaurant uses require one space per 2.5 seats, plus spaces equal in number to one-third capacity in persons for meeting/banquet area. Because the Development does not currently have specific users for the restaurant, the parking calculations do not account for the restaurant banquet space. Additionally, all restaurant calculations assume approximately 38 seats per 1,000 square feet of gross floor area. Lots 1, 2, 4, and 5 are requesting parking waivers. The proposed parking counts are below.

Lot	Building Area	Parking Required	Parking Provided
1	18,200 sq. ft. Retail and 4,900 sq. ft. Restaurant	168	147*
2	13,200 sq. ft. Retail and 6,300 sq. ft. Restaurant	166	95*
3	178,598 sq. ft. Retail	736	826
4	10,400 sq. ft. Retail and 10,000 sq. ft. Restaurant	209	147*
5	5,112 sq. ft. Bank	22	20*
Holiday Station Store	5,058 sq. ft. Convenience Retail and 895 sq. ft. Car Wash	29	83
Total		1,330	1,318

* Waiver required under the PD Overlay

6. Landscaping

Landscaping for the Site is designed to exceed City Code standards and enhance the customer experience. The parking lot landscaping design focuses on shade trees in the islands and ornamental trees in selected pedestrian and signage areas. Front parking islands will have 24-inch high evergreen shrubs screening the sidewalk cart corral area. The pedestrian corridor connecting the Target store to the smaller retail areas will include a creative use of round bollards, benches, chairs and lighting mixed with pavements, mixed ground cover, and trees. The landscaping features will also include pockets of landscape beds that create an upscale sea of color throughout the Development. Shredded hardwood mulch will be the preferred mulch and irrigation will be provided throughout the Site.

7. Sidewalks

Sidewalks will include eight-foot wide sidewalks along Old Shakopee Road and Normandale Boulevard and six-foot wide sidewalks internal to the Site. A large pedestrian corridor from the Target store north to the smaller retail area and connecting to Old Shakopee Road will be provided. Other sidewalk connections will connect Target with the retail along Normandale Boulevard. In addition, sidewalk connections will be made from the smaller retail buildings to the public sidewalk network.

Lot 4 is proposing a patio along the sidewalk south of the northern building for the associated restaurant use. The patio will contribute to the overall walkable nature of the Site and urban village concept.

8. Lighting

Lighting will be designed to address both energy efficiency and safety. The Development's lighting standards are based on non-residential uses within 300 feet of protected residential areas. Target is requesting the following lighting waivers: (1) a waiver allowing a maximum of 36,000 initial light output in lumens for all lots; (2) a waiver for allowing below minimum illumination for secondary and emergency building entrance and exits on Lot 4; (3) a waiver allowing an increase in the maximum illumination at the property line for Lots 3 and 5; and (4) a waiver allowing a decrease in minimum illumination for primary building entrance and exits for all Lots. Due to the recent changes in the City Code regarding lighting standards, Target will meet with City staff to address lighting concerns relating to both energy efficiency and safety.

9. Water Services and Sanitary Sewer

Water services will be provided for domestic water and fire protection. The existing watermain loop through the Site will be rerouted around the proposed Target store, and utilize the existing connections out to the public watermain in Old Shakopee Road. On the east side of the Development new service connections will be made to the existing watermain in Normandale Boulevard for the small retail buildings.

Sanitary sewer will be provided to the development by new connections to public main within Normandale Boulevard and Old Shakopee Road. Finally, existing services will be abandoned.

10. Floor Area Ratio

The combined floor area of the Target and proposed retail shops, restaurants, Holiday Station Store and bank covers 20% of the 28.10 acres within the Site. Under the City Code that maximum Floor Area Ratio (F.A.R.) is 50% and as a result the Development meets City Code standards. The individual FAR for each lot also meets the City Code and is as follows: Lot 1: 21%; Lot 2: 24%; Lot 3: 23%; Lot 4: 17%; and Lot 5: 12%. The Holiday Station parcel FAR is 6%.

11. Lot and Width Sizes

City Code requires a minimum lot size of 25,000 square feet or 0.5739 acres and a minimum lot width of 100 feet or 150 feet for corner lots. There are five lots in the proposed Planned Development and all five lots meet the minimum size requirements. Lot 1: 2.58 acres; Lot 2: 1.88 acres; Lot 3: 17.71 acres; Lot 4: 2.68 acres; and Lot 5: 0.94 acres.

Lots 1-5 all meet the minimum lot-width requirements with Lot 4 requiring the larger 150-foot width requirement. Lot 1: 299.8 feet; Lot 2: 216.6 feet; Lot 3: 102.2 feet; Lot 4: 192.7 feet; and Lot 5: 226.4 feet. Due to the unique shape of Lot 5 within the PD Overlay, it was determined that the front lot line is the internal access point boundary line that runs parallel with Normandale Boulevard, which resulted in the 223.1-foot lot width. Under City Code § 19.61, service stations require a 120-foot lot width and the Holiday parcel has a 266.6-foot lot width and lot area of 2.31 acres.

12. Storm Water Detention

Stormwater management will be provided to meet the requirements of the City and the Lower Minnesota River Watershed District. Stormwater runoff will be collected by on-site storm sewer and be directed to a storm water pond located in the southern corner of the Site. The pond will provide water quality treatment to NURP standards and reduce the proposed runoff rate below the existing rates. The proposed Development results in a three percent reduction in impervious surface which results in a reduction in runoff volume. The pond discharges to a private storm sewer through the adjacent site, which is similar to existing conditions and is covered by an easement. Runoff from the Holiday Station Store, which currently drains through the Site, will be discharged into a mechanical treatment structure before being routed through the Target parcel to the on-site pond.

13. Open Space

The City Code allows a maximum of 90% impervious surface coverage in the B-2 District. The Development actually decreases the amount of impervious space from 82% to 79% of the total area. Not only does the Development exceed City Code standards, but it also improves existing Site conditions.

14. Erosion Control

Erosion control will be incorporated during construction of the site to meet or exceed NPDES requirements. Erosion control measures proposed include construction of a temporary sedimentation basin, installation of silt fence and rock construction entrances, inlet protection, temporary and permanent seeding on disturbed slopes. A Storm Water Pollution Prevention Plan is included in the Site Improvement Plans.

15. Signs for the Development

Signage for the development will consist of a total of four monuments signs. Lot 3 will contain a 20-foot high shared monument sign including Target and one tenant panel totaling 150 square feet. Lot 2 will contain a 20-foot monument sign for Target with a 100 square-foot panel and this sign will be in an easement. Lots 1 and 4 will each contain an eight-foot high shared monument sign. All signs will meet 20-foot front yard and five-foot side yard setbacks.

IV. SUMMARY OF WAIVERS

Target's PD Overlay application allows for flexibility within the specific City Code provisions. The purpose of a PD Overlay District is to promote creative and efficient use of land by providing design flexibility in the application of the City Code. Below is a summary of the requested PD Overlay deviations:

- a. The right façade facing Old Shakopee Road will have windows that feature product displays that do not meet the specific requirements of City Code § 21.301.03(a)(4).
- b. Target is requesting a PD waiver for the building façade requirements under the City Code § 21.301.03(a)(1) because even though the Building is designed to meet the intent of the City Code with varying building materials, there are sections of the public-street facing façade that exceed 20 feet without structural and architectural details such as windows, doors, and other ornamentation.
- c. While Target is working to meet the intent of the City Code by providing various massing to reduce the overall impact of the building façade, the right elevation fronting Old Shakopee Road does not meet City Code § 21.301.03(a)(2), which requires that facades facing public streets that exceed 200 feet in linear building length must include wall projections or recesses of three or more foot depth for every 100 linear feet of façade and/or vertical height variations of four or more feet for every 100 linear feet of façade. Target is requesting a PD waiver for this building massing regulation.
- d. Target is requesting a waiver for the required parking side-yard setbacks under City Code § 21.301.06(c)(2)(I) for Lots 1 and 2. Due to the nature of the parking throughout the PD, parking spaces for these lots are adjacent to the abutting lot creating less than one foot side-yard setbacks.

- e. Target is requesting a PD waiver to City Code § 21.301.06(i)(1) front-yard driveway setback for Lot 5 because the front yard driveway is zero feet from the property line. Target is also requesting a PD waiver for the Lot 4 driveway side-yard setback which abuts the Holiday Station Store parcel resulting in a zero-foot setback.
- f. Under City Code, the maximum driveway distance at the curb line is 35 feet. Target is requesting a PD waiver for exceeding driveway width for proposed access on Normandale Boulevard. This access is approximately 106 wide feet at the curb and 105 feet wide at the property line. Target is also requesting a PD waiver for exceeding driveway width if such a waiver is not already granted under the existing development for the Holiday Station Store parcel. The west entrance off of Old Shakopee Road is approximately 71.3 feet wide and the east entrance off of Old Shakopee is approximately 57.6 feet wide.
- g. Lots 1, 2, 4, and 5 are requesting parking waivers.
- h. Target is requesting the following lighting waivers: (1) a waiver allowing a maximum of 36,000 initial light output in lumens for all lots; (2) a waiver for allowing below minimum illumination for secondary and emergency building entrance and exits on Lot 4; (3) a waiver allowing an increase in the maximum illumination at the property line for Lots 3 and 5; and (4) a waiver allowing a decrease in minimum illumination for primary building entrance and exits for all Lots.
- i. Target is requesting a PD waiver for the Building size. Under City Code § 21.204.02(c)(4), retail floor area is restricted to 80,000 square feet. The proposed Target is 178,598 square feet.