

3. **THISTLE HOLDINGS, LLC, ZONING MAP AMENDMENT & THISTLE STATION ZONING DEVELOPMENT PLAN**

- a. **MAR 2015-3: THISTLE HOLDINGS, LLC (4/5/15)*** - petition for a zone map amendment from a Light Industrial (I-1) zone to a Neighborhood Business (B-1) zone, for 3.78 net (4.72 gross) acres, for property located at 308-310, 322 and 330 Newtown Pike.

The Zoning Committee Recommended: **Approval**, for the reasons provided by staff.

The Staff Recommends: **Approval**, for the following reasons:

1. The proposed Neighborhood Business (B-1) zone and form-based neighborhood business project are in agreement with the 2013 Comprehensive Plan, for the following reasons:
 - a. Theme A, "Growing Successful Neighborhoods," recommends expanding housing choices, with emphasis on mixed-use and higher density development to address a variety of community needs (Goals 1b. and 1d.). The Plan recommends supporting infill and redevelopment as a strategic component of growth, with focus on context-sensitive design (Goal 2a.), and providing well-designed neighborhoods through mixed use, multi-modal transportation connections and minimizing disruption of natural features when building new communities (Goals 3a., 3b., and 3c.) The petitioner's proposed project will provide additional housing options for the Newtown Pike corridor in a context-sensitive manner, while offering multi-modal transportation connections (vehicular, bicycle, pedestrian and transit).
 - b. Theme E, "Maintaining a Balance between Planning for Urban Uses and Safeguarding Rural Land," also encourages the infill or redevelopment of underutilized land inside the Urban Service Area (Goal 1a.), and building in a compact, contiguous, and/or sustainable manner (Goal 1b.). The petitioner is redeveloping an underutilized industrial site at one of the gateways into Lexington's downtown in a highly dense manner (53.4 dwelling units per acre), thus fulfilling the intent of the Comprehensive Plan.
2. The subject properties are located within the boundary of the *Downtown Lexington Masterplan* and the more recent *Fourth Street Zoning Study*. The *Masterplan* and the *Zoning Study* both recommend mixed-use development for the site. In addition, the *Masterplan* states that the Downtown Edge West precinct "has the potential to be a true mixed-use neighborhood with retail, offices, and residential as a signature entryway to the downtown." The petitioner's form-based neighborhood business project provides that "signature" gateway recommended by the *Masterplan*. The mixed-use project will also complement the new BCTC campus to the north, and will spur further redevelopment in the Fourth Street corridor from industrial land uses.
3. The proposed B-1 zone permits mixed-use development, and the form-based project option allows flexibility in the zone requirements if a project developer completes the area character and context study requirements. The petitioner has conducted the requisite study, evaluating the nearby area, and creating a project that respects the existing urban environment.
4. This recommendation is made subject to approval and certification of ZDP 2015-12: Thistle Station, prior to forwarding a recommendation to the Urban County Council. This certification must be accomplished within two weeks of the Planning Commission's approval.
5. Under the provisions of Article 6-7 of the Zoning Ordinance, the following uses are recommended to be prohibited on the subject property:
 - a. Automobile repair, service stations, and gasoline pumps.
 - b. Automobile and vehicle refueling stations.
 - c. Animal hospitals or clinics.
 - d. Drive-through facilities.

These use prohibitions are appropriate and necessary to ensure that future development will be compatible with the character of the adjoining area by prohibiting certain uses that would be contrary to its urban mixed-use character.

- b. **ZDP 2015-12: THISTLE STATION (4/5/15)***- located 308-310, 312 & 330 Newtown Pike.
(Council District 2) (Vision Engineering)

The Subdivision Committee Recommended: **Approval**, subject to the following conditions:

1. Provided the Urban County Council rezones the property B-1; otherwise, any Commission action of approval is null and void.
2. Urban County Engineer's acceptance of drainage, storm and sanitary sewers, and floodplain information.
3. Urban County Traffic Engineer's approval of parking, circulation, access, and street cross-sections.
4. Building Inspection's approval of landscaping and landscape buffers.
5. Urban Forester's approval of tree inventory map.
6. Denote existing and proposed easements on plan.
7. Clarify required parking statistics, including allowable parking deductions.
8. Denote existing and proposed zones.
9. Resolve types and locations available for supplemental landscaping per Article 8-16(o)(3) requirements, including existing tree inventories.
10. Resolve uses in public spaces per Article 8-16(o)(3) requirements.
11. Resolve need for tree protection areas along site perimeters.

* - Denotes date by which Commission must either approve or disapprove request.

12. Resolve need for notes regarding supplemental submittal information.

Zoning Presentation: Ms. Wade presented the staff report, briefly orienting the Commission to the location of the subject property, which has frontage on Newtown Pike, West Third Street, and West Fourth Street. The property is entirely surrounded by Light Industrial (I-1) zoning, with the exception of the Bluegrass Community and Technical College (BCTC) campus across West Fourth Street, which is in an Agricultural Urban (A-U) zone. The property at the corner of Newtown Pike and West Fourth Street is currently occupied by an automobile repair shop; and another industrial use is in place on the adjacent parcel that borders the railroad tracks. There are also several non-conforming uses and adaptive reuses in the vicinity. Ms. Wade noted that the subject property was most recently occupied by a lumber yard and vehicle storage yard, both of which recently received Notices of Violation from Zoning Enforcement for Zoning Ordinance violations. She displayed several photographs of the subject property and surrounding area, noting the location of the BCTC campus; the existing structures on the subject property; the CSX railroad line adjacent to the property, which is actively used; the historic Lawrence Brewer & Son building, which is currently occupied by a brewery as part of an adaptive reuse project; the new sidewalks, curbs, and bicycle lane along West Fourth Street; and the new Transylvania University athletic facility on West Fourth Street.

Ms. Wade stated that the petitioner is proposing to rezone the subject property from I-1 to B-1 in order to construct a mixed-use development. The proposal includes two buildings: a "signature building" that would front on Newtown Pike, with approximately 200 dwelling units and 20,000 square feet of retail space; and a two-story building to front on West Fourth Street, with approximately 8,000 square feet of retail space. The petitioner has opted to construct the proposed development as a Form-Based Neighborhood Business Project, which is allowable in the B-1 zone following the approval of a text amendment several years ago. That project allows the developer to do a context and character study of the area, then use that information to create the yard requirements and other development standards that would be appropriate to that location. Ms. Wade noted that the petitioner did perform the required area study, which was submitted with their rezoning application, and they provided a great deal of information that was helpful to the staff in reviewing this request.

Ms. Wade stated that the petitioner contends that the proposed development is in agreement with the Comprehensive Plan. The petitioner's justification indicated that the rezoning is supported by Themes A and E of the Comprehensive Plan, including Goals & Objectives related to expanding housing choices; emphasizing mixed-use and higher-density development; supporting infill and redevelopment, with a focus on context-sensitive development; providing well-designed neighborhoods through mixed use; developing multi-modal transportation connections; minimizing disruption of natural features when building a new community; using underutilized land; and building in a compact, contiguous, and sustainable manner. The staff is in agreement that those Goals & Objectives are being met with this proposal. In addition, the staff reviewed the Downtown Master Plan (DTMP) and Fourth Street Zoning Study, which, although not binding, do inform the Planning Commission's decisions.

Ms. Wade said that DTMP has 15 general recommendations, two of which the staff believes are supported by this application: maximizing density, and creating urban entrances. The subject property is located within the area defined by the DTMP as the Downtown Edge West precinct, which includes a statement that the area "has the potential to be a true, mixed-use neighborhood, with retail, offices, and residential as a signature entryway to the downtown." The staff agrees that the proposed development is in keeping with those recommendations.

With regard to the Fourth Street Zoning Study, Ms. Wade explained that it was undertaken by LFUCG, Transylvania University, and BCTC to consider the redevelopment potential of the area between Newtown Pike and Jefferson Street along Fourth Street. Several of the recommendations of that study were related to creating an urban mixed-use area, and the study identified the subject property as part of a focus area. Referring to a graphic from that study, Ms. Wade said that the subject property was identified in an area where an Urban Mixed-Use zone was recommended, so the proposed development would fit well with that recommendation.

Ms. Wade stated that the staff and the Zoning Committee agreed with the petitioner's contention that the proposed B-1 zone at this location is in agreement with the 2013 Comprehensive Plan, and recommended approval of this request, for the reasons as listed in the staff report and on the agenda. She added that the staff is also recommending conditional zoning restrictions on the subject property to prohibit automobile uses, animal hospitals or clinics, and drive-through facilities, which were included in the recommendations of the Fourth Street Zoning Study. The proposed conditional zoning restrictions are recommended in order to help keep the use of the property compatible with the vision proposed for the area.

Development Plan Presentation: Mr. Martin presented the corollary zoning development plan, noting on the rendered plan the location of the Newtown Pike and West Fourth Street frontages of the property, as well as the railroad line to the rear. He stated that the petitioner is proposing to construct a full access to West Fourth Street, and a right-in/right-out access to Newtown Pike. Parking for the development is proposed to be located primarily on the interior of the property.

Mr. Martin stated that the petitioner is proposing to construct a mixed-use residential/retail building, 16 stories in height, to be oriented toward Newtown Pike. Retail uses are proposed for the first floor of that building, with residential dwelling units above. The design of that building includes "stepped-back" upper floors, to lessen the impact of the height of the building on the surrounding area. Also included in the proposed development is a two-story retail structure, to be oriented toward West Fourth Street.

Mr. Martin said that this plan is a revised version, submitted to address the staff's concerns about pedestrian access throughout the site and the tying of that access to the West Fourth Street circulation system. Improvements are proposed to the Newtown Pike frontage for bicycle and pedestrian facilities. This plan also proposes an underground storm water detention system, which must be approved by the Division of Water Quality.

Mr. Martin stated that the Subdivision Committee recommended approval of this preliminary development plan, subject to the conditions as listed on the agenda. There are several "clean-up" conditions for this plan, including #6, which refers to the need to denote the existing easements on the property as depicted on the plat. Due to the age of the surrounding area, there are large storm and sanitary sewer easements on the subject property, which must be depicted on the development plan. The staff recommended the addition of condition #7 because the parking statistics, as depicted on the plan, are incorrect; when calculating the required number of parking spaces, the petitioner used a higher parking generator than was necessary. The staff has done an analysis of the site; arrived at the correct number of required parking spaces; and determined that, if the petitioner utilizes the allowable parking and transit reductions, the parking requirement can be met on the site.

Mr. Martin said that there are also several "resolution" conditions recommended, most of which refer to the Form-Based Project provisions. The landscaping and public space requirements referenced in conditions #9 and #10 are specifically mentioned as an aspect of coordinating a form-based development with the surrounding neighborhood, so the staff believes it is critical that they be referenced appropriately on the development plan. The staff would like for the petitioner to depict very specifically the locations of public spaces and supplemental landscaping, in order to denote compliance with those requirements.

Mr. Martin said that this development is proposed to include over 171,000 square feet of residential space proposed, with 202 dwelling units and 238 bedrooms. The total square footage proposed for the retail area is in excess of 28,000 square feet. The development plan also depicts 264 parking spaces, which according to the staff's calculations, will meet the Zoning Ordinance requirement, provided the petitioner takes advantage of the allowable parking reductions.

Form-Based Neighborhood Business District Report: Mr. Sallee stated that this staff report, the first of its kind to be presented to the Commission, analyzes the petitioner's character and context study, which is a requirement for this type of development.

Mr. Sallee displayed a rendering of the proposed "signature building" included as part of the character and context study, explaining that it is proposed to be 16 stories in height. The building is proposed with a short setback from Newtown Pike, in order to allow room for vehicles and pedestrians to move on-site--safely off of the adjacent Newtown Pike, which is a major arterial highway. About 2/3 of the building is proposed to be 16 stories in height; the development plan depicts that the remainder of the building has a stair-stepped configuration from south to north. The building itself includes predominant design themes, including the non-residential character of the first floor and the change in building material treatment between the six-story portion and the 16-story portion. Mr. Sallee noted that this proposed building would be the tallest structure in the immediate area.

Mr. Sallee stated that the study identifies that open space will be provided on the property on the top of the six-story portion of the building, and on the ground level as indicated on the development plan. Supplemental landscaping, which is mentioned in the B-1 portion of the Zoning Ordinance as a requirement of a Form-Based Project, has not been identified in great detail on the development plan.

Mr. Sallee said that the staff believes that the petitioner's study made a strong effort to address the intent of the Form-Based Project provisions of the B-1 zone. The height of the main building will allow for significant residential density, which is one of the Themes of the 2013 Comprehensive Plan, and the proposed architecture and varying building height will be respectful of the surrounding area.

Mr. Sallee stated that the staff has three recommendations regarding this study--all in the context of the development plan. The first would require the provision of additional information on the plan about the varied heights on the southern end of the 16-story building; the second would request either a preliminary landscaping plan for the site, or additional information about what trees will remain on the site; and the third is for additional detail to the improvements or the uses proposed outdoors in the vicinity of the retail area on the southernmost triangle of the property. Mr. Sallee asked that the Commission consider adding these three recommendations as conditions #13-15 for the approval of the development plan.

Traffic Impact Study Report: Mr. Sallee stated that the Transportation Planning staff had submitted a four-page memorandum detailing their findings on the petitioner's traffic impact study, which was prepared by Brad Johnson, a Professional Engineer with CDM Smith. The study anticipates that the proposed project will have full build-out in 2017.

Mr. Site said that trip generation for the site is expected to be nearly 2,000 trips per day, with 230 morning peak-hour trips, and 124 afternoon peak-hour trips. Trip distribution predictions indicate that 70% of traffic would likely use the Newtown Pike access point, with 30% using the West Fourth Street access. Mr. Sallee noted that the MPO staff included recommendations along with their report that there be coordination in the future with LexTran and the bike and pedestrian planner, so that appropriate accommodations can be made for multi-modal transportation to and from this large retail and residential project. The Transportation Planning staff did find the submitted traffic impact study to be in compliance with the requirements of Article 6 of the Zoning Ordinance.

Mr. Sallee stated that, with one exception, all of the intersections studied for this project are expected to operate at level of service (LOS) "D." Only the Newtown Pike/West Fourth Street intersection is expected to operate at LOS "E" during the afternoon peak hour. He explained that the traffic impact study memo would be provided to the staff of the Division of Traffic Engineering, so that they can be familiar with the information at such time as the petitioner files a Final Development Plan for the property.

Notes: Chairman Owens declared a brief recess at 3:00 p.m. The meeting reconvened at 3:04 p.m.

Petitioner Presentation: Bruce Simpson, attorney, was present representing the petitioner. He stated that the Thistle Group is comprised of citizens who have deep roots in this community. They undertook the proposed development, which has been a three-year work in progress, in order to transform a "blighted" area in one of the "major gateways" to the community. The petitioner spent over a year working on the proposal, meeting with the Planning staff, and meeting with leaders and members of the three nearest neighborhood associations. That extensive effort is the reason that this proposal could come before the Planning Commission with only one citizen present in opposition.

Mr. Simpson asked that the Commission keep in mind that the development plan submitted in conjunction with this rezoning request is a preliminary plan. The petitioner is amenable to the staff's request to provide more information on the plan, but believes it would be more appropriate to do so at the Final Development Plan stage, since it is not economically feasible to do extensive site work prior to the approval of the requested zone change. Once the zoning is approved, a Final Development Plan would come before the Planning Commission, and they would have the opportunity to review each of the staff's areas of concern in detail.

Mr. Simpson said that the petitioner is mindful that this request is the first for a Form-Based Project in the B-1 zone, so it is important that it be done properly. Graham Pohl, architect, carefully designed the project to ensure that it will fit well within the neighborhood.

Mr. Simpson stated that he believed that the citizen who intends to speak in opposition to this request is currently renovating a property on Third Street. She is concerned about the proximity of her property to such a large development, and about overflow parking in the area. However, most of the feedback the petitioner has obtained has been very favorable, and some of those residents have indicated that they believe that the proposed development will be a benchmark, opening the door for other developers to create new projects in the area.

Mr. Simpson said that the traffic impact study was very conservative, in that it did not take into account any of the allowable subtractions for infill projects. The petitioner contends that the traffic improvements they intend to make in the area will actually improve traffic from the current situation, rather than having a detrimental effect.

With regard to the Fourth Street Zoning Study that Ms. Wade mentioned, Mr. Simpson said that it was very important. It considered the impact of the existing industrial zoning in the area, and provided guidance for how the area could best accommodate change over the next few years. The study was being drafted at the same time as the petitioner was designing the proposed development, so the petitioner made a conscious decision to carefully align the features of the development with the recommendations of the study.

Mr. Simpson displayed a brief video, which included commentary from a resident of the Douglas Avenue area in the Georgetown Neighborhood Association, about the proposed project.

Mr. Simpson concluded by noting that the petitioner is in agreement with the staff's recommendations. He asked that the Planning Commission consider changing the wording of conditions #9-12 to include "at Final Development Plan stage." He said that the petitioner contends that the proposed development supports the community's goal of "growing up and not out," with good design, sensitivity to the existing neighborhood, and mitigation of any potential harm to the neighbors.

Citizen Support: There were several citizens in support of this request, but none of them elected to speak at this time.

Citizen Opposition: Marli Baumann, property owner, stated that she is currently renovating a home on Third Street. She said that her primary concern is parking in the area; she does not believe that the 264 spaces proposed for the subject property will be sufficient to accommodate the residential and retail uses. There is no on-street parking available on West Fourth Street, so Ms. Baumann believes that any overflow parking from the subject property would be pushed to Third Street, where parking is available, but very limited.

Ms. Baumann stated that she is also concerned about the proposed height of the 16-story building, which does not seem to be in character with the surrounding area. One additional concern is the ability of the petitioner to rent the space in the proposed development, since there are a large number of vacancies in similar mixed-use developments in other areas of Lexington-Fayette County.

Commission Questions: Mr. Berkley asked the staff to address Mr. Simpson's request to defer the resolution of some of the development plan conditions until the Final Development Plan, and review the parking information. Mr. Martin answered that the special provisions of the B-1 Form-Based Project section in the Zoning Ordinance require the Planning Commission to adopt the petitioner's character study as part of their action on this request. The Ordinance also requires that any building permits issued for a Form-Based Project must match the plan that was approved by the Planning Commission, which makes it difficult to tie the resolution of issues to a preliminary development plan. Mr. Martin explained that the petitioner could amend the character study, and use the Final Development Plan to depict very clearly their intent for the property. The staff is concerned, because of the requirement that the Commission adopt the study, that the information presented be as accurate as possible at this time.

With regard to the staff's concerns about the parking calculation for the property, Mr. Martin said that he had prepared a parking calculation, which he displayed on the overhead projector. He stated that, when the petitioner initially calculated parking for the property, an excessive parking requirement was used. Referring to the staff's calculation, he noted that it uses the maximum reduction of 15%, for a parking requirement of 241 spaces. The petitioner is proposing 264 spaces on the plan. Mr. Martin noted that the petitioner could choose to use a 10% parking reduction, which would be easier for them to obtain, and they would still have nine surplus spaces on the site. He emphasized that there will not be a great deal of surplus parking, but the petitioner can clearly meet the minimum requirements of the Zoning Ordinance.

Mr. Sallee added that many of the conditions recommended for approval could be deferred to the Final Development Plan, but all of them could not. He said, with regard to condition #6, that it should be included on the plan at this time; it was understandable to not include proposed easements at this point in the development process, but existing easements should be depicted. Condition #7 was recommended by staff, and should be required on the plan at this time, because the staff is not comfortable with approving a development plan that includes parking statistics that are confusing or do not make sense. Condition #11 has been an issue with the staff since the time of their initial review, primarily because the plan does not include any provisions for preservation of existing trees. Mr. Sallee said that it would be acceptable for the Commission to delay that requirement until the Final Development Plan, given the unknowns about the underground of the proposed development. With regard to condition #12, he explained that there is no note on the development plan mentioning the petitioner's character study, and the staff believes that such a note should be included. He asked that the Commission not defer that condition to the Final Development Plan. The other three items recommended in the staff's Form-Based Projects report could also be deferred to the Final Development Plan.

Mr. Owens asked if the staff would be agreeable to allowing the petitioner to provide a preliminary landscape plan at this time, with the knowledge that it could change in later phases of the development. Mr. Sallee responded that the staff would be comfortable with either a preliminary landscape plan, or additional information about tree preservation.

Petitioner Rebuttal: Mr. Simpson displayed the Form-Based Project portion of the B-1 section of the Zoning Ordinance, noting that there was no provision that would require the Commission to adopt the character study at this point in the proposed development. He read the following from the Zoning Ordinance: "A Form-Based Neighborhood Business Project may be approved by the Planning Commission on any site over one acre in size. For any such project, a Final Development Plan shall be approved by the Planning Commission prior to issuance of any building permit." The petitioner would prefer not to spend a great deal of money correcting technical issues on a preliminary development plan, when there are a lot of unknowns about the condition of the property. The petitioner fully intends to comply with all of the provisions of the Form-Based Project requirements, but would request that they be allowed to address those issues at the time of the Final Development Plan.

Citizen Rebuttal: Amy Clark, 628 Kastle Road, stated that she supports high density residential and mixed-use, but she does not believe that the proposed development will fulfill the intent of the zone due to a high percentage of the project being residential. She said that, "it seems pretty clear that mixed use is what is aimed at here," opining that, in her neighborhood, mixed-use developments have not been successful. Displaying photographs of the Center Court and The Lex developments, she said that the first-floor retail areas of both developments are at least 43% vacant. Ms. Clark opined that it might be difficult to create a successful retail development within a high-density apartment building in the congested downtown area.

Ms. Clark said that she also is concerned that not enough parking is proposed on the subject property to serve the development. She noted that there have been some discrepancies between the staff and the petitioner with regard to parking calculations, and said that those need to be resolved.

Ms. Clark opined that the community might not be ready for this type of development; in which case, the Planning Commission should not approve a zone change for a development of this character.

Ms. Clark said that, following recent Planning Commission approval of a zone change and preliminary development plan in her neighborhood, a final development plan was filed for the property that doubled the number of parking spaces and intensity of the use. She opined that "the time to judge what is the right size and shape for a development" is at the time of a zone change, since that is when the Commission determines whether the proposed zone is appropriate.

Ms. Clark added that LFUCG has spent \$68,000 determining whether the subject property is a brownfield site. She said that that is a significant amount of public money.

Ms. Clark concluded by noting that she shares the staff's concerns about the existing tree canopy on the subject property.

Petitioner Rebuttal: Mr. Simpson said, with regard to Ms. Clark's comments about the success of the proposed development's retail space, that there is always a risk of loss when developing a new project. He noted that the petitioner has not sought any type of government assistance, such as tax increment financing. The petitioner has spent a great deal of money on the proposed development, and is willing to spend a lot more to ensure that the development will be successful.

Mr. Simpson stated, with regard to the concerns expressed about parking, that customers will not be driving to shop at this location. Rather, the retail uses will be neighborhood-oriented, intended to serve primarily the residents of the development and the surrounding neighborhood. Mr. Simpson said that the density of the proposed development could help to create sufficient demand for a grocery store in the downtown area.

Staff Rebuttal: Mr. Martin stated, with regard to the concerns about parking, that staff has done the parking calculation for the subject property, and has determined that 283 spaces are normally required. If the petitioner uses the available 10-15% parking reductions, the 264 spaces on the site will meet the minimum requirements of the Zoning Ordinance.

Mr. Sallee stated that the staff would be comfortable with the following conditions for approval of this plan:

1. Provided the Urban County Council rezones the property B-1; otherwise, any Commission action of approval is null and void.
2. Urban County Engineer's acceptance of drainage, storm and sanitary sewers, and floodplain information.
3. Urban County Traffic Engineer's approval of parking, circulation, access, and street cross-sections.
4. Building Inspection's approval of landscaping and landscape buffers.
5. Urban Forester's approval of tree inventory map.
6. Denote existing ~~and proposed~~ easements on plan.
7. Clarify required parking statistics, including allowable parking deductions.
8. Denote existing and proposed zones.
9. Resolve types and locations available for supplemental landscaping per Article 8-16(o)(3) requirements, including existing tree inventories.
10. Resolve uses in public spaces per Article 8-16(o)(3) requirements.
11. Resolve need for tree protection areas along site perimeters.
12. Addition of a note or notes regarding supplemental submittal information.
13. Resolve the discrepancy between the zoning development plan and the staggered height of the southern tower, to match the Character and Context Study information.
14. Provide a preliminary landscape plan, or information to assess tree preservation efforts and supplemental landscaping concepts that are to be proposed.
15. Detail the improvements or uses proposed outdoors in the vicinity of the site's one-story retail use oriented along West Third Street.

He said that the staff would have no objection to deferring conditions #4, #5, #8, #9-11, and #13-15 to the time of the Final Development Plan stage.

Petitioner Comment: Mr. Simpson stated that the petitioner would be agreeable to making those changes to the development plan conditions.

Commission Comments: Ms. Mundy thanked Ms. Baumann and Ms. Clark for their attendance and their comments. She said that she is excited about the proposed development, as she has seen similar projects in other states, and they have

been successful. She opined that it "is time to get into a new mindset" in Lexington-Fayette County, in order to develop infill properties.

Ms. Mundy added that she does have some concerns about the loss of land along railroad in Lexington-Fayette County; but she believes that Newtown Pike is an important gateway to the city, and the proposed development will be an attractive addition to the area.

Ms. Plumlee also thanked the citizens who commented. She said that the dialogue between citizens and the Commission is important. She stated that the petitioner should be "on notice" that the Commission members will be watching this development, and that they will expect the addition of supplemental landscaping to the final development plan.

Mr. Wilson thanked the commenters as well, noting that he is in favor of the proposed development. He said that he has walked the Newtown Pike corridor many times, and he believes that the proposed development will be a good addition to the area. Mr. Wilson opined that property values in the area would increase as well, since the property is currently an "eyesore."

Zoning Action: A motion was made by Ms. Mundy, seconded by Ms. Richardson, and carried 9-0 (Brewer and Penn absent) to approve MAR 2015-3, for the reasons provided by staff.

Development Plan Action: A motion was made by Ms. Mundy, seconded by Ms. Plumlee, and carried 9-0 (Brewer and Penn absent) to approve ZDP 2015-12, subject to the conditions as outlined by the staff, including the three recommendations from the staff's Form-Based Neighborhood Business Project staff report as conditions #13, #14, and #15, and deferring some of the items to the Final Development Plan.

