

**CALHOUN SQUARE**  
(BZZ-2558, VAC-1469, PL-178, Ward 10)

Applicant's Response to CARAG's Appeal of the  
Conditional Use Permits for Commercial Planned Unit Development, 108 Dwelling Units,  
Expansion of the Existing Parking Ramp, and the Site Plan ("Appeal")

Zoning and Planning Committee Agenda, January 19, 2006

**Introduction**

Principal Life Insurance Company, the main applicant ("Applicant") for the rezoning, conditional use permits, and the alley vacation (collectively referred to as "Applications"), for the redevelopment of Calhoun Square ("Calhoun Square"), respectfully submits this memorandum in opposition to CARAG's Appeal of the Planning Commission's recommended approval of the Applications on December 20, 2005. Please note that the Applicant has agreed to the conditions of the Planning Commission's approval.

Calhoun Square is a unique project, not only within the City of Minneapolis, but specifically within Uptown. Much has been said by CARAG about other projects recently reviewed by the Planning Commission within Uptown. Unlike many of those projects, Calhoun Square is the redevelopment of a tired commercial-retail property. The project provides a unique opportunity to overhaul the property along with the redevelopment of adjacent underutilized properties (the Music Go Round building and parking lot fronting Lake Street, which once housed the Taco Bell restaurant).

The property included in the Application is designated as retail-commercial in the City of Minneapolis Guide Plan ("*Guide Plan*"). According to the *Guide Plan*, the property is within a designated *Commercial Corridor* and within the designated *Uptown Activity Center*. As discussed below, the Planning Commission found that the proposed Calhoun Square project was the type of mixed use project consistent with the *Guide Plan* and the surrounding area.

**Discussion**

The Planning Commission's approval of Calhoun Square was the result of over a year of meetings with business groups, various neighborhood groups, including CARAG<sup>1</sup> and the City.

---

<sup>1</sup> The following is a list of the Applicant's meetings with CARAG:

- July 20, 2004
- October 10, 2004
- February 15, 2005
- March 15, 2005
- April 19, 2005
- May 3, 2005
- August 3, 2005
- September 15, 2005
- September 20, 2005
- December 5, 2005

The version of Calhoun Square approved by the Planning Commission is the direct result of those meetings and meetings with the Planning Commission Committee of the Whole, and three Planning Commission meetings (October 5, November 28, and December 20, 2005). The evolution of the version of Calhoun Square approved by the Planning Commission is illustrated by the enclosed Elevations comparing the various versions of the Calhoun Square project, presented to the City since May, as seen from Lake Street, Hennepin Avenue, and 31<sup>st</sup> Street (“Elevations”). Additionally, the following is a summary of key plan changes, as illustrated, in part, on the attached Elevations:

- **May 2005 and August 2005 Plans (reviewed at October 5, 2005, Planning Commission Meeting)**

*(From 5-2005 to 8-2005 Aesthetic/Design Changes Only; 1<sup>st</sup> COW 5-2005)*

**GLA**

Retail	228,054
Office	91,486
Commercial	<b>319,540</b>
Residential	184,000 GSF (124 Units)

**Height**

Lake St., 31<sup>st</sup> & Hennepin (all 8 stories 75’-83’)

- **November 2005 Plans (reviewed at November 28, 2005, Planning Commission Meeting)**

*(Responding to 1<sup>st</sup> PC Mtg. Result on 10-5-05 and 2<sup>nd</sup> COW 10-13-05)*

**GLA**

Retail	216,667
Office	29,096
Commercial	<b>245,763</b>
Residential	137,600 GSF (104 Units)

**Height**

85’ Lake (9 stories), 31<sup>st</sup> & Hennepin 64’ (5 stories),

**Other Notable Changes**

- Eliminated 8 story/83’ Office Building, mid-block on Hennepin. **Reduced Office 63,390sf.**
- Reduced Bldg. at 31<sup>st</sup> & Hennepin by 2-stories and added setbacks (10’-30’) after 3<sup>rd</sup> level.
- Increased Lake Street Bldg. 1 story.
- Eliminated Building at 31<sup>st</sup> & Girard (all 8 stories).
- **Residential GSF loss of 46,400, 20+ units.**
- “Interior” courtyard eliminated entirely and replaced by an outdoor plaza-open to 31<sup>st</sup> & Girard.
- Improved screening to Parking Ramp through increased landscape, screen & exterior façade.

- **December 2005 Plans (Approved by Planning Commission at December 20, 2005, meeting)**

**GLA**

Retail	216,667
Office	29,096
Commercial	<b>245,763</b>
Residential	107,600 GSF (104 Units)

**Height**

85’ Lake (9 stories), 31<sup>st</sup> & Hennepin 64’ (5 stories),

**Other Notable Changes**

- Additional Story Setbacks after 3<sup>rd</sup> level: From Lake St. & south face: 9’-14’ off, From Fremont: 10’-73’ off.
- **Residential GSF loss of additional 30,000sf.**
- Outdoor Plaza: Removed truck dock requiring access over plaza, Increased landscape and hardscape
- Screening of East Elevation of Parking Ramp: Green Screens, 2 levels of baffle /mesh screen

Contrary to CARAG’s assertions, the City of Minneapolis Code and *Guide Plan* support the land uses presented by the Application. The City has already made the legislative decision that a mixed use development on the subject property is permitted, with the appropriate conditional use permits.

Since the Planning Commission’s approval of the CUP was based on legally sufficient facts and evidence, granting the Appeal would be contrary to longstanding land use jurisprudence. *Trisko v. City of Waite Park, 566 N.W.2d 349 (Minn. App. 1997)*. The Committee should note that CARAG faces a heavier burden challenging approval of the Conditional Use Permits than if it were challenging denial of the permits. *Schwardt v. County of Watonwan, 656 N.W.2d 383, 389 (Note 4 MN 2003)*. In this case, denial of the Conditional Use Permits (by granting the Appeal), without substantive facts and evidence supporting the denial, would be arbitrary, capricious and unreasonable.

Support for approval of the Application is found in the record, including, without limitation, Planning staff report for the December 20, 2005, Planning Commission meeting (“Staff Report”). There is a record of documentation and testimony submitted to the Planning Commission supporting the approval of the Application. The record includes, without limitation, the Staff Report (recommending approval of the Application), Traffic Demand Management plan (dealing with traffic and parking issues presented by Calhoun Square), the Applicant’s Application, proposed findings (attached hereto is Exhibit A which are the findings submitted by the Applicant with the original Application) and various correspondence, and testimony of the Applicant and the Applicant’s experts, including the architects. Neighborhood comments at the October 5 and November 28, 2005, Planning Commission meeting and documents submitted by CARAG are also part of the record.

The initial version of the Calhoun Square project presented to the Planning Commission at its October 5, 2005, meeting received Planning staff’s recommendation for approval. Staff maintained its recommendation for approval of the following two (2) versions of Calhoun Square, as is evidenced in the Staff Report.

It is unfortunate that CARAG sees the changes as insignificant. What is more unfortunate, however, is CARAG’s accusations attacking the process. Approval of the Application has been a long and productive process, which involved CARAG. In fact, the tabling of Calhoun Square at the October 5, 2005, meeting was, in large part, due directly to CARAG’s concerns. Reduction of the scope of the Calhoun Square project, as identified on the enclosed Elevations and the data above, is the best evidence of how serious the Applicant took the concerns of both CARAG and the Planning Commission.

The main focus of CARAG's Appeal is that the approval of the height of the buildings on 31<sup>st</sup> Street, Hennepin Avenue, and Lake Street should be reversed, because CARAG's believes the proposed buildings are inconsistent with the scale, height and character of development in surrounding commercial and residential areas. CARAG's Appeal can be best summarized by the language found on page 3 of the Appeal:

The Conditional Use Permits for the Planned Commercial Development and for 108 Dwelling Units, and resulting in mid-rise buildings, would be detrimental to the general welfare by allowing mid-rise development where City plans and zoning do not call for it, thereby significantly changing the scale and character of the area in an unplanned manner.

The record before the Planning Commission supports approval of the Application, and CARAG's statement and the support for the Appeal is inaccurate, for reasons including, without limitation, the following:

- Scale, height and character of Calhoun Square is consistent with neighboring development, including existing development, and newly proposed development;
- *Guide Plan* policies and implementation steps thoroughly support the Application. (Policies 4.3 and 4.7 cited by CARAG in support of its Appeal, are actually cited in the Staff Report to support approval of the Application). There are numerous policies and implementation steps cited in the Staff Report and by the Applicant (as identified in Exhibit A attached hereto) which support the Applicant.
- The height of the buildings on Lake Street and on the corner of Hennepin Avenue and 31<sup>st</sup> Street are set back to reduce any impact on neighboring properties, which also results in reducing the visibility from the street.
- Calhoun Square has been designed with the pedestrian in mind, as identified below. Girard is opened up as a pedestrian friendly thoroughfare, and the project includes an outdoor plaza connected through Girard as a public gathering and meeting place.
- City Code allows for the underlying land use and for Conditional Use Permits to increase height, as approved by the Planning Commission in the vortex of the Uptown *Activity Center*. Contrary to CARAG's desire, Uptown is not a neighborhood commercial node, but has instead been designated as an *Activity Center* under the *Guide Plan*. The Planning Commission's concern with the height of the structures was resolved in the December 2005 version of the project.

The height of the structures was an issue to the Planning Commission as well, which was resolved in the December 2005 version of the project. The Applicant painstakingly reduced the density of Calhoun Square, to respond to very serious comments by the Planning Commission and the neighborhood. The revisions to Calhoun Square were required by the Planning Commission so the project would, in fact, keep to the scale, height and character of development of the surrounding commercial and residential areas.

There have been many projects reviewed and much discussed about the Uptown area in the past twelve (12) months. In light of those projects and the various applications presented to the City (in addition to the mass of evidence submitted supporting the Application), the Planning

Commission was in the best position to approve the Calhoun Square project in the form it felt met with the character of the neighborhood.

Pursuant to the *Guide Plan*, Calhoun Square is in the middle of one of the City's few *Activity Centers*. The *Guide Plan* states the following with respect to *Activity Centers*:

Activity Centers are destinations that attract large numbers of visitors, workers and residents. They support a wide range of commercial, office-residential and residential uses, a busy street life and levels of activity throughout the day and into the evening.

There are only a handful of *Activity Centers* in the City, and they are distinguished from the many neighborhood-commercial nodes which encompass smaller commercial areas. *Activity Centers*, as further described in the various *Guide Plan* policies and implementation steps identified on Exhibit A and in the Staff Report, demand a mix of land uses, with significant densities.

Not only is Calhoun Square within an *Activity Center*, but it also lies on a *Commercial Corridor* and a *Community Corridor*, as defined in the *Guide Plan*. The *Guide Plan* refers, in part, to *Commercial Corridors* as follows:

They continue to be the activity focus of Minneapolis' communities and the revitalization plays an important role in the strengthening of urban neighborhoods, particularly in areas where other amenities such as green space or lake access may be lacking.

*Commercial Corridors* are streets that are available for development including more intensive commercial and high traffic activities. The buildings and structures on these streets are generally similar to traditional commercial storefronts and siting and massing of new structures of new structures should respect this typology.

Pursuant to the *Guide Plan*, the Applicant designed Calhoun Square so much of the density and height was on Lake Street, the *Commercial Corridor*. Because Hennepin Avenue, between Lake Street and 31<sup>st</sup> Street, is a *Community Corridor*, the Applicant designed Calhoun Square to reduce the massing and height on Hennepin Avenue and 31<sup>st</sup> Street.

The enclosed Elevations identify the changes made to Calhoun Square throughout the approval process, showing a reduction of density and massing, particularly on 31<sup>st</sup> Street and on the corner of 31<sup>st</sup> and Hennepin. The eastern corner of the project on Lake Street and Fremont Avenue South was also minimized to respond directly to concerns regarding the impact that the project may allegedly have on the residences on Fremont Avenue South. In fact, the height of Calhoun Square on the corner of Lake Street and Fremont may not even need a Conditional Use Permit, if there was a distinct building on that corner at the approved height.

The Planning Commission and staff took the request for increased height extraordinarily seriously. The Staff Report supported the Application, and found that the height was consistent with the character and uses in the surrounding area. The Staff Report concluded as follows:

The Planning Division does not believe that the increased height of the building would be detrimental to the surrounding area. There have been several buildings either built or approved at a height taller than four stories or 56 feet in the immediate area. Those buildings include Uptown City Apartments (five stories or 60 feet), Lumen on Lagoon (five stories or 64 feet) and the Lagoon development (10 stories or 112 feet). In addition, the location of the taller portions of the building will be such that their impact will not be detrimental to the lower density residential neighborhood to the east or to the higher density housing developments to the north. According to the shadow analysis that was submitted by the applicant, portions of all of these residential structures will be shadowed at different times throughout the year. However, the length of time that any one residential building is shadowed on any given day is minimal.

The Planning Commission agreed with the staff's conclusions.

CARAG also argues erroneously that the project does not produce the appropriate amenities required by City code and the *Guide Plan* to support the Planning Commission's approval of the increased height (in the CUP for a Planned Commercial Development). CARAG's assumptions are directly contrary to the evidence submitted to the Planning Commission, and the Planning Commission's recommendation and findings approving the Application.

As part of the ongoing process, which culminated in the Planning Commission's approval of the Application, the Applicant, again working with the Planning Commission and the neighborhood, worked to augment and further define the amenities, which include, without limitation:

1. The mix of uses;
2. Increased parking ramp;
3. Plaza fronting 31<sup>st</sup> Street; and
4. Transforming Girard Avenue to a pedestrian friendly entrance into Calhoun Square.

With respect to Girard Avenue, the new construction on Lake Street provides a phenomenal opportunity for the creation of new Girard Avenue entrance and extension into Calhoun Square to the outdoor plaza on 31<sup>st</sup> Street. The entrance into Girard will: (i) tie together new and existing portions of Calhoun Square; (ii) invite pedestrian access with active uses off of Lake Street; and (iii) invite and promote pedestrian traffic to existing and new development to the north and to the greenway. Those goals will be attained, in part, by eliminating curb cuts, adding brick pavers, defining outdoor dining area, and limiting vehicular traffic on Girard.

The addition of the Plaza to Calhoun Square is also a very exciting amenity for the project, one which will not be a reality if the height of Calhoun Square cannot be attained. Removal of the height and density off of 31<sup>st</sup> Street (from the previous proposal) further opens the Plaza, inviting public use of the very unique feature of the project. The Plaza will provide a place for activity

and, in many cases, serenity in an urban park setting for the residents and customers of Calhoun Square and the public in general. The Plaza will provide a unique urban outdoor gathering space.

### **Conclusion**

The Applicant submits that the long and successful process, which resulted in the Planning Commission's approval of the Application, is supported by the record, including, without limitation, the Staff Report and the facts and discussion set forth herein. The Applicant respectfully requests that the Zoning and Planning Committee deny CARAG's Appeal of the approval of the Conditional Use Permit for Planned Commercial Development, Conditional Use Permit for 5 Dwelling Units or More (108 Units), Conditional Use Permit for Expansion of the Parking Ramp, and Site Plan.

## EXHIBIT A

### FINDINGS SUBMITTED TO THE CITY

#### Findings Relating To Application For Conditional-Use Permit For Commercial Planned-Unit Development

1. **The establishment, maintenance or operation of the conditional use will not be detrimental to, or endanger, the public health, safety, comfort, or general welfare.**

A Commercial Planned-Unit Development on the Property will not endanger the public health, safety, or general welfare. To the contrary, the proposed redevelopment, reuse and revitalization of the existing Calhoun Square mall and other parcels within the Property into an exciting mixed-use development will result in a compact and traditional urban development fitting for Uptown. The benefit of the Development to the public's health, safety and general welfare includes, without limitation, the following:

- a. The existing enclosed Calhoun Square Mall is in great need of transformation into a vibrant Activity Center, originally identified and obtained in the early 1980's, and desperately needed today;
- b. Incorporating the remainder of the parcels comprising the Property into the Development (old Taco Bell parking lot, Snyder's Trust building, Music Go Round Property, and 3045 Hennepin Avenue) will produce a vibrant destination for Minneapolitans to live, work, shop and gather;
- c. The Development will maximize promotion of alternative modes of transportation, due to (1) proximity to a major transit station; (2) incorporation of transit in the Development; (3) proximity to the Midtown Greenway; and (4) inclusion of housing, which will result in new home buyers working in existing and new employment opportunities, within walking distance;
- d. The Planned-Unit Development will result in the expansion of the existing parking ramp (see companion Application) which provides traffic-calming and more parking than the *Minneapolis Zoning Ordinance* requires, and promotes a much more pedestrian-friendly development than the existing conditions (e.g., a more pedestrian-friendly Girard Avenue South, and the relocation of the existing loading docks);
- e. The Development ensures the growth and diversity of Uptown's residential component by accommodating demographic changes in the housing market;

- a. The mix of the uses within the walking distance of the mix of uses within Uptown to the Chain of Lakes, and to Lynlake to the east, encourages physical activity in everyday life, thus increasing the health of the local population<sup>1</sup>; and
- b. The proposed redevelopment of the Property will add to Uptown’s status as a “high proximity” neighborhood, in that Uptown is fairly dense and comprised of a mixture of uses, concentrated over a relatively small area. High-proximity neighborhoods produce a connected network, resulting in increased non-automotive travel for those who live, work, shop, eat and play within the neighborhood, which results in greater public health for the citizenry, and potentially reduced air emissions.<sup>2</sup>

### **Exception - Height**

Nor will the increase in maximum height of buildings within the Development, as identified in the Plans, endanger the public health, safety or general welfare. The Development will be constructed primarily on the footprint of existing buildings on the Property, will have a mass similar to that of the existing structures.

The design and character of the buildings on the Property are compatible with other area buildings—especially those to the north, east and west. And as discussed below, the Plans show that the design of the Development will mitigate any impacts the increased height may have on the single-family neighborhood to the south.

While there are not multiple buildings exceeding four stories in height immediately adjacent to the Property, there are buildings of six or more stories within the vicinity of the Property. Thus, a six-story building will conform to the scale and character of the area, and will not harm the public health, safety or welfare.

The Applicant has presented the Development to CARAG, LHENA, ECCO and East Isles. The Applicant has had extensive communication with CARAG over the past several months. CARAG is in the applicable neighborhood group.

**2. The conditional use will not be injurious to the use and enjoyment of other property in the vicinity, and will not impede the normal and orderly development and improvement of surrounding property for uses permitted in the district.**

The Commercial Planned-Unit Development will not be injurious to the use and enjoyment of the surrounding property, nor will it impede normal development of the surrounding area. The Development, as identified by the Plans and other Exhibits to the Application, is complementary to, and compatible with, the development of adjacent properties in scale, character and design. Reuse of the existing enclosed mall portion of Calhoun Square and incorporation of the mall and additional parcels will complement existing redevelopment in Uptown.

---

<sup>1</sup> Multiple Impacts of the Built Environment on Public Health, Walkable Places and the Exposure to Air Pollution, *International Regional Science Review* 28, 2:193-216 (April 2005).

<sup>2</sup> *Id.*

The Development is consistent with the Property's designations as an Activity Center and Transit-Station Area insofar as it will involve the adaptive reuse and renovation of the Property's significant existing buildings; greatly increase the Property's value; and contribute heavily to the building of the City's infrastructure and tax base.

Reestablishment of Calhoun Square as a vibrant shopping destination will provide great opportunity for the area, an area designated in the *Minneapolis Plan* as an Activity Center. The Applicant's intention for the Development is to maximize and create diverse retail opportunities by mixing neighborhood scale shopping with national and regional shops. Additionally, reestablishment of the Property as a vibrant Activity Center will:

- a. The Development provides a unique opportunity to combine properties, located in a Activity Center, Transit Sensitive Area and within a Pedestrian Overlay, to share common resources which will result in one mixed use Activity Center. Individually, the parcels comprising the Property are outdated and underutilized. Together, the parcels provide a unique opportunity for appropriate redevelopment for Uptown;
- b. The Development will provide the immediate neighbors and the City a unique combination of goods and services, provided by local merchants, and other unique retailers;
- c. The Development reinforces the character of the Hennepin and W. Lake Street intersection as an Activity Center, while mixing with complementary adjacent commercial and residential uses; and
- d. The Development will result in an expanded and updated indoor gathering place in the enclosed mall, and a outdoor public square which can be accessed from Hennepin Avenue and 31<sup>st</sup> Street;

Injury to the surrounding area is hard to foresee, as the basic footprint of the Development is contained within the existing structures and Parking Ramp. The residential component fronting Hennepin Avenue and 31<sup>st</sup> Street has been designed to alleviate impacts on the residential neighborhood south of 31<sup>st</sup> Street, and landscaping will be added between the Parking Ramp and the residences on Fremont.

The design features soften the residential edges of the Development. These features include stepping the residential stories off of 31<sup>st</sup> Street, and including access from 31<sup>st</sup> Street and Hennepin Avenue to the outdoor square. Access to the outdoor square off of Hennepin Avenue and 31<sup>st</sup> Street, also breaks up the building façade on those streets, and creates an invitation for pedestrian access, while reducing impact to those edges of the Development.

The Development will result in traffic calming entering into the Property on Girard Avenue South, and the reconfiguration of the alley between the Property and Fremont Avenue South. Similar reconfiguration of the alley between Fremont Avenue South and Emerson Avenue South was recently approved by the City.

### **Exception - Height**

One of the purposes of a PUD under the *Minneapolis Zoning Ordinance* is to allow the City to approve exceptions to existing zoning regulations. Height is one of the exceptions which may be considered. The Applicant is seeking approval of six (6) story buildings within the Development, two (2) stories in excess of the height allowed by the *Minneapolis Zoning Ordinance*. Procedurally, it appears that height may be dealt with either as an exception to the applicable zoning regulations within the PUD, or by a separate Conditional Use Permit for Increased Height. The Applicant, following discussions with City Staff, submitted a separate application for a Conditional Use Permit for Increased Height. Under either procedure, the inclusion of certain site amenities (e.g., additional open space and design of new construction which is similar in form, scale and materials to existing structures on the site and to surrounding development) are required to address any adverse effects of the height exception is relevant. The Applicant's discussion in Additional Finding 1(c), and the companion Conditional Use Permit Application for Increased Height, identifies the fact that the Development includes sufficient site amenities to balance the request for six stories.

The increase in maximum height that would accompany the Planned-Unit Development will not be injurious to the use and enjoyment of surrounding properties, nor will it impede the normal development of the surrounding area. The increased height is necessary to produce housing densities sufficient to support the Development's amenities (including the outdoor square), and to produce the necessary mitigation and design features—all of which will draw increased numbers of pedestrians to the Property. Without the additional height, the amenities—especially the outdoor square, which lessens the Property's density—would be impractical.

As identified in the Applicant's submittals, there will be no shadowing effect of the residential multi-story building on property south of 31<sup>st</sup> Street, over and above shadows produced from the existing conditions. The height of the residential buildings will have no negative effect on future development of nearby parcels.

### **3. Adequate utilities, access roads, drainage, necessary facilities, or other measures have been, or will be, provided.**

The Applicant has and will continue to work closely with the Public Works Department, the Plan Review section of the Inspections Department, and the requisite Utilities during the duration of the development process to ensure compliance with the City and other applicable regulations and requirements.

A TDMP (Travel Demand Management Plan) was submitted by the Applicant, and is currently under review by the Public Works Department. Meetings have been held with Public Works, Planning staff and the Applicant, and the final plans will incorporate any applicable comments or modifications required by the Public Works Department.

The Applicant is also seeking a partial vacation and rerouting of the alley west of Fremont Avenue South, as identified on the Plans submitted with the Application. The rerouting of the alley will result in the elimination of a curb cut onto West Lake Street.

**4. Adequate measures have been, or will be, taken to minimize traffic congestion in the public streets.**

The Applicant has submitted companion Conditional-Use Permit Applications for the parking ramp, as it intends on expanding the existing parking ramp to service the Development. The operation of a 24-hour parking ramp will serve the non-residential uses, as each residential unit will have underground parking with a parking ratio of 1:5:1, which greatly exceeds the 1:1 ratio required in the *Minneapolis Zoning Ordinance*.

The current parking facility (including the existing ramp and surface parking) contains 541 stalls. The parking ramp will be expanded to contain 1,015 stalls, which exceeds the 981 stalls required under the *Minneapolis Zoning Ordinance* (see the TDMP).

The *Minneapolis Zoning Ordinance* requires 1,423 stalls for the proposed Development, without applying any of the reductions allowed under the *Minneapolis Zoning Ordinance*. Applying the reduction for transit station, mixed uses, and a shared parking facility, results in 981 stalls. Accordingly, the 1,015 exceeds the requisite number of stalls required under the *Minneapolis Zoning Ordinance*.

Not only does the parking exceed the requirements of the *Minneapolis Zoning Ordinance*, but the Applicant is also focused on increasing the pedestrian friendly nature of the Development. This includes changes to the traffic patterns in, through, and out of the parking ramp, the opening up of Girard Avenue South, removal of the existing loading docks on Girard, and the reconfiguration of the alley.

**5. The conditional use is consistent with the applicable policies of the comprehensive plan.**

The Property is currently zoned C3A and C2 with a Pedestrian Overlay. The Property is considered as an Activity Center, within a Transit Station Area, and is arguably within a Major Housing Site under the *Minneapolis Plan*. According to the *Minneapolis Plan*, the Property also sits within a Commercial Corridor (West Lake Street) and a Community Corridor (Hennepin Avenue).

According to the policies and principals outlined in the *Minneapolis Plan*, the following apply to the Applicant's request for the Conditional-Use Permit for a Planned-Unit Development and the exception for height:

**CITY GOALS:**

- Increase the City's population and tax base by developing and supporting housing choices city-wide through preservation of existing housing and new construction.

- Create strong, vital Commercial Corridors city-wide through mixed-use development, including a variety of businesses and creative housing.<sup>3</sup>

## **COMMUNITY BUILDING:**

- Minneapolis will promote opportunities and activities that allow neighbors and residents to get to know each other better. (1.1)
  - Select implementation step:
    - Support commercial activities that provide neighborhood scale gathering places, such as bookstores, art galleries, coffee shops and ice cream shops.
- Minneapolis will encourage both private and public development that provides gathering spaces in City neighborhoods.
  - Select implementation steps:
    - Increase resident access to and use of facilities and meeting spaces in parks, libraries, and schools.
    - Encourage private developers to include gathering spaces in new developments

## **THE MARKET IN THE CITY**

- Minneapolis will develop the existing economic base by emphasizing business retention and expansion. (2.8)
  - Select implementation step:
    - Understanding trends and behaviors that will influence future market activity prepares the City for its efforts to influence job and enterprise development, to encourage growth in new housing markets, and to stimulate neighborhood-based commercial activity.

## **MARKETPLACE: NEIGHBORHOODS**

- Minneapolis will encourage reinvestment along major urban corridors as a way of promoting growth in all neighborhoods. (4.1)

---

<sup>3</sup> The Commercial Corridors remain “a central focus of most neighborhoods through which they pass, and present both great opportunities and challenges to finding innovative uses for older spaces. They are connectors and growth centers on a neighborhood scale and, when they border residential areas, function as mixed-use areas. The Commercial Corridors continue to service focal points for neighborhood activity, even if their commercial functions may be under utilized.” (*Minneapolis Plan*)

- Select implementation step:
  - Develop standards based on a recognition of the qualities that make urban corridors desirable, viable and distinctly urban, including: diversity of activity, safety for pedestrians, access to desirable goods and amenities, attractive streetscape elements, density and variety of uses to encourage walking, and architectural elements which add interest at the scale of the pedestrian.
  
- Minneapolis will coordinate land use and transportation planning in designated Community Corridor's streets through attention to the mix and intensity of land uses, the pedestrian character and residential and livability of the streets, and the type of transit service provided on these streets. (4.2)
  - Select implementation steps:
    - Promote more intensive residential development along these corridors where appropriate.
    - Discourage the conversion of existing residential uses to commercial uses, but encourage the development of mixed-use residential dwelling units and commercial buildings where appropriate.
    - Support the continued presence of small scale retail sales and commercial services along Community Corridors.
  
- Minneapolis will support development in Commercial Corridors where it enhances the street's character, improves its ability to accommodate automobile traffic and foster pedestrian movement, and expands the range of goods and services offered. (4.3)
  - Select implementation steps:
    - Support a mix of uses on Commercial Corridors – such as retail sales, office, institutional, higher density residential (including major housing sites where designated), and clean low-impact, light industrial – where compatible with the existing and desired character of the street.
    - Develop parking facilities and management strategies that balance the following goals: improved customer access, protection of sidewalk traffic, reduced visual impacts and shared use of parking facilities.
    - Develop economic development incentives for the rehabilitation, reuse and revitalization of older or historic commercial building in districts.
    - To achieve this goal, the *Minneapolis Plan* goes on to state:
      - “They [Commercial Corridors] continue to be the activity focus of Minneapolis’s communities and the revitalization plays an

important role in the strengthening of urban neighborhoods, particularly in areas where other amenities such as green space or lake access may be lacking.”

- “Other key issues include preserving the urban and pedestrian character of our commercial areas, and balancing this with the need to provide off-street parking, and assisting smaller merchants and property owners to organize and jointly develop marketing, physical improvement and parking programs.”
- Minneapolis will continue to provide a wide range of goods and services for City residents, to promote employment opportunities, encourage the use and adaptive reuse of existing commercial buildings and to maintain and improve compatibility with surrounding areas. (4.4)
  - Select implementation step:
    - Encourage the economic vitality of the City’s commercial districts, while maintaining compatibility with the surrounding areas.
- Minneapolis will identify and support Activity Centers by preserving the mix and intensity of land uses and enhancing the design features of each area that give it a unique and urban character. (4.7)
  - Select implementation steps:
    - Ensure that land use regulations support diverse commercial and residential development types which generate activity all day long and into the evening.
    - Promote the incorporation of residential uses within the same structure as other commercial uses.
    - Preserve traditional urban form in buildings where it currently exists, and encourage new development to relate to traditional sitting and massing, where it is already established.
    - Develop parking facilities and management strategies that accommodate high customer demand, promote shared facilities and minimize visual impact and adverse effects on pedestrian and sidewalk traffic.
    - Require that buildings in Activity Center districts incorporate a pedestrian orientation at the street edge.
- Minneapolis will grow by increasing its supply of housing. (4.9)
  - Select implementation step:

- Support the development of new medium and high-density housing in appropriate locations throughout the City.
- Minneapolis will improve the availability of housing options for its residents. (4.11)
  - Select implementation steps:
    - Increase the variety of housing styles and affordability levels available to prospective buyers and renters.
    - Provide and maintain moderate and high density areas.
    - Promote the development of housing suitable for people and households in all life stages, and that can be adapted to accommodate changing housing needs over time.
    - Promote mixed-income housing development that offers a range in dwelling units sizes and levels of affordability.
    - Encourage the rehabilitation and sensitive reuse of older or historic buildings for housing, including affordable housing units.
- Minneapolis will promote housing development that supports a variety of housing types at designated Major Housing Sites throughout the City.<sup>4</sup> (4.17)
  - Select implementation steps:
    - Concentrate new housing developments in close proximity to amenities or in locations where value will be sustained over time.
    - Promote the development of new housing that is compatible with existing development in the area, as well as to existing historic or older housing stock, where appropriate.
- Minneapolis will encourage both a density and mix of land uses and TSAs that both support ridership for transit as well as benefit from its users. (4.18)
  - Select implementation steps:
    - Concentrate high densities and mixed-use development nearest the transit station and/or along Commercial Corridors, Community Corridors, and/or streets served by local bus transit.

---

<sup>4</sup> It is the Applicant's assumption that the Property is a Major Housing Site under the *Minneapolis Plan*, as it is within the Midtown Greenway Corridor.

- Minneapolis recognizes that parking is a necessary part of the urban environment, but will limit the amount, location, and design of parking in TSAs in order to encourage and support walking, bicycling, and transit use. (4.21)

## **MOVEMENT**

- Minneapolis will direct its share of regional growth to areas well served by transit, to existing and potential growth centers and along transit corridors. (8.7)

## **CITY FORM**

- Minneapolis will support the development of residential dwellings of appropriate form and density. (9.5)
  - Select implementation steps:
    - Promote the development of well designed moderate density residential dwellings adjacent to one or more of the following land use features: Growth Centers, Commercial Corridors, Community Corridors, and Activity Centers.
    - Expand the understanding of the role that urban density plays in improving business markets, increasing the feasibility of urban transit systems, and encourage the development of pedestrian-oriented services and open spaces.
    - Advance the understanding of urban housing and urban retailing among all members of the design and development community.
- Minneapolis will work with private and other public sector partners to invest in new development that is attractive, functional and adds value to the physical environment. (9.6)
  - Select implementation steps:
    - Promote the development of well designed moderate density residential dwellings adjacent to one or more of the following land use features: Growth Centers, Commercial Corridors, Community Corridors, and Activity Centers.
    - Expand the understanding of the role that urban density plays in improving business markets, increasing the feasibility of urban transit systems, and encourage the development of pedestrian-oriented services and open spaces.
    - Advance the understanding of urban housing and urban retailing among all members of the design and development community.

- Minneapolis will support urban design standards that emphasize a traditional urban form in commercial areas. (9.11)
  - Select implementation steps:
    - Enhance unique characteristics of the City’s commercial districts by encouraging appropriate building forms and designs, historic preservation objectives, site plans that enhance the pedestrian environment, and by maintaining high quality public spaces and infrastructure.
    - Orient new buildings to the street to foster safe and successful commercial nodes and corridors.
- Minneapolis will preserve and enhance the quality of living in residential neighborhoods, regulate structures and uses which may affect the character and desirability of residential areas, encourage a variety of dwelling types and locations in a range of population densities, and ensure amenities, including light, air, privacy and open space. (9.21)
- Minneapolis will continue to provide a wide range of goods and services for City residents, to promote employment opportunities, to encourage the use and adaptive reuse of existing commercial buildings and to maintain and improve compatibility with surrounding areas. (9.23)
  - Select implementation steps:
    - Encourage comprehensive and site specific solutions that address issues of compatibility of commercial areas with surrounding areas.
    - Facilitate the redevelopment of underutilized commercial areas and promote the reuse as infield development, such as office or housing, while maintaining neighborhood compatibility.
- Minneapolis will support continued growth in designated commercial areas, while allowing for market conditions to significantly influence the viability of a commercial presence in undesignated areas of the City. (9.24)
  - Select implementation step:
    - Encourage the economic vitality of the City’s commercial districts while maintaining compatibility with the surrounding areas.
- Minneapolis will coordinate land use and transportation planning on designated Community Corridors through attention to the mix and intensity of land uses, the pedestrian character and residential livability of the streets, and the type of transit service provided on these streets. (9.27)
  - Select implementation steps:

- Promote more intensive residential development along these corridors where appropriate.
- Discourage conversion of residential uses to commercial uses, but encourage the development of mixed-use residential dwelling units in commercial buildings where appropriate.
- Minneapolis will support development in Commercial Corridors where it enhances the street's character, improves its ability to accommodate automobile traffic and foster pedestrian movement, and expands the range of goods and services offered. (9.28)
  - Select implementation steps:
    - Support a mix of uses on Commercial Corridors – such as retail sales, office, institutional, higher density residential, and clean low-impact light industrial – where compatible with the existing and desired character of the street.
    - Develop parking facilities and management strategies that balance the following goals: improved customer access, protection of sidewalk traffic, and reduced visual impacts and shared use apartment facilities.
- Minneapolis will identify and support Activity Centers by preserving the mix and intensity of land uses and enhancing the design features of each area that give it a unique and urban character. (9.31)
  - Select implementation steps:
    - Promote the incorporation of residential uses within the same structure as other commercial uses.
    - Develop parking facilities and management strategies that accommodate high customer demand, promote shared facilities and minimize visual impact and adverse effects on pedestrian and sidewalk traffic.
    - Require that buildings incorporate a pedestrian orientation at the street edge.
- Minneapolis will encourage both a density and mix of land uses and TSAs that both support ridership for transit as well as a benefit from its users. (9.36)
  - Select implementation steps:
    - Concentrate highest densities and mixed use development nearest the transit station and/or along Commercial Corridors, Community Corridors and/or streets served by local bus transit.

The Development, which includes renovation of the enclosed Calhoun Square mall, expansion of the Parking Ramp, and addition of housing into a mixed use redevelopment project, is in conformance with and certainly promotes the principles and policies of the *Minneapolis Plan* set forth above.

**6. The conditional use, in all other respects, conforms to the applicable regulations of the district in which it is located.**

Upon the approval of the Rezoning, Conditional Use Permits, Variances, Site Plan Review and Preliminary Plat, the Project will meet the requirements of the C3A Zoning District.

**ADDITIONAL FINDINGS REQUIRED FOR A PLANNED-UNIT DEVELOPMENT (AND EXCEPTION – HEIGHT)**

**1. That the Planned-Unit Development complies with all of the requirements and the intent and purpose of this Chapter (Chapter 527). In making such determination, the following shall be given primary consideration:**

- a. The character of the uses in the proposed Planned-Unit Development, including in the case of a planned residential development, the variety of housing types and their relationship to other site elements and to surrounding development.**

As set forth above, as well as in the Applicant’s Application for Rezoning, it is clear that the Planned Commercial Development will be compatible in scale, character, and design with the surrounding area. The size and height of the proposed Development will include a mix of retail, office and residential uses, similar to those in surrounding properties, and throughout portions of Uptown. The Project will meet or exceed the Pedestrian Overlay District requirements and is designed to not only be accessible to residents and non-residents alike, but to become a gathering place both inside (enclosed mall) and outside the outdoor square.

- b. The traffic generation characteristics of the proposed Planned-Unit Development in relation to street capacity, provision of vehicle access, parking and loading areas, pedestrian access and availability of transit alternatives.**

The Public Works Department is in the process of reviewing the TDMP, which analyzes these characteristics. The Applicant is painstakingly taking steps to improve the existing traffic circulation, and will provide parking which exceeds the parking required under the *Minneapolis Zoning Ordinance*. The Property is within a Transit Sensitive Area, and will have ample onsite access to transit. The Property is also within one (1) block of a major transit station on Hennepin Avenue, and the Midtown Greenway.

**c. The site amenities of the proposed Planned-Unit Development, including the location and functions of open space and the preservation or restoration of the natural environment and historic features.**

A key goal of the Applicant is to utilize the existing Calhoun Square mall and parking ramp, while greatly adding to the amenities. A public square, accessible from both Hennepin Avenue and 31<sup>st</sup> Street, is a key element of the proposal. This increased open space in the heart of the Development necessitates additional housing density via the additional two (2) stories on the residential buildings.

Additionally, the Applicant is increasing the pedestrian nature of the area, including expanding the accessibility of the Property from Girard Avenue South to the north, including the Midtown Greenway. Presenting an inviting attraction to all, is a key goal of the Development.

**d. The appearance and compatibility of individual buildings and parking areas in the proposed Planned-Unit Development to other site elements and to surrounding development, including, but not limited to, building scale and massing, micro climate effects of the development, and protection of views and corridors.**

This is a unique project, as it incorporates the existing Calhoun Square mall and parking ramp, expanding the same with adjacent parcels, and incorporating them into the Property. The proposed plan incorporates existing structures, the scale, architecture, and height of which are compatible with what exists in the area. Moreover, the proposed residential buildings, designed to be incorporated into the existing structure, are also compatible with the height of buildings in surrounding parcels, including buildings on West Lake Street. The six-story buildings (75 feet, including a 3 foot parapet) are designed to have minimum impact on the views and corridors that exist in the area. The plans illustrate mitigation of the impact of the increased height on the single family neighborhood to the south, softening that edge of the Development with the setback density (and height), and the breakup of the street level density with the entrance to the outdoor square, greatly softens the 31<sup>st</sup> Street edge of the Development.

The Applicant's design is focused, in large part, to invite residents and patrons into the Property. The pedestrian friendly and oriented nature of the design is a key element. The existing enclosed mall, including barriers on Girard Avenue South, appears to produce the opposite effect.

**e. The relation of the proposed Planned-Unit Development to existing and proposed public facilities, including but not limited to, have a provision for stormwater runoff and storage and temporary and permanent erosion control.**

Review of the relation of the proposed Planned-Unit Development to existing and proposed public facilities is being completed by the Public Works Department. The Applicant plans on managing all of its stormwater through a system of underground tanks. The Development will comply with all applicable City regulations.

2. **That the Planned-Unit Development complies with all of the applicable requirements contained in Chapter 598, Land Subdivision Regulations.**

Upon the approval of the proposed Preliminary Plat, the proposed Planned Commercial Development will comply with all applicable requirements of Chapter 598, Land Subdivision Regulations.

**Findings Relating To Application For  
Conditional-Use Permit For  
More Than Five (5) Dwellings Units**

**1. The establishment, maintenance or operation of the conditional use will not be detrimental to, or endanger, the public health, safety, comfort, or general welfare.**

Inclusion of for-sale housing within the Development on the Property will not endanger the public health, safety, or general welfare. Seven (7) rental units exist in the building on the corner of 31<sup>st</sup> Street West and Hennepin Avenue. The proposed redevelopment, reuse and revitalization of the existing Calhoun Square mall and other parcels within the Property into an exciting mixed use development, including the housing component, will result in a traditional urban development within an Activity Center as designated by the *Minneapolis Plan*. The benefit of the housing component of the Development to the public's health, safety and general welfare includes, without limitation, the following:

- a. Addition of for-sale housing will facilitate redevelopment of the existing enclosed Calhoun Square into a vibrant Activity Center;
- b. Incorporating the remainder of the parcels comprising the Property into the Development (old Taco Bell parking lot, Snyder's Trust building, Music Go Round Property, and 3045 Hennepin Avenue) will produce a vibrant destination for Minneapolitans to live, work, shop and gather;
- c. The Development reinforces the character of the Hennepin and W. Lake Street intersection as an Activity Center, while mixing with complementary adjacent commercial and residential uses;
- d. The Development will result in an expanded and updated indoor gathering place in the enclosed mall, and a outdoor public square which can be accessed from Hennepin Avenue and 31<sup>st</sup> Street;
- e. The mix of the uses within the walking distance of the mix of uses within Uptown to the Chain of Lakes, and to Lynlake to the East, encourages physical activity in every day life, thus increasing the health of the local population<sup>1</sup>; and
- f. The proposed redevelopment of the Property will add to Uptown's status as a "high proximity" neighborhood, in that Uptown is fairly dense and comprised of a mixture of uses, concentrated over a relatively small area. High proximity neighborhoods produce a connected network, resulting in increased non-automotive travel for those who live, work, shop, eat and play within the neighborhood, which results in greater public health for the citizenry, and potentially reduced air emissions.<sup>2</sup>

---

<sup>1</sup> Multiple Impacts of the Built Environment on Public Health, Walkable Places and the Exposure to Air Pollution, *International Regional Science Review* 28, 2:193-216 (April 2005).

<sup>2</sup> *Id.*

The Applicant has presented the Development to CARAG, LHENA, ECCO and East Isles. The Applicant has had extensive communication with CARAG over the past several months. CARAG is in the applicable neighborhood group.

2. **The conditional use will not be injurious to the use and enjoyment of other property in the vicinity, and will not impede the normal and orderly development and improvement of surrounding property for uses permitted in the district.**

The housing will not be injurious to the use and enjoyment of the surrounding property, nor impede normal development of the surrounding area. The Development, as identified by the Plans and other exhibits incorporated in the Application, is complementary and compatible to the development on adjacent properties within the general Uptown area, in scope, character and design. Expansion of the existing enclosed mall portion of Calhoun Square, and incorporation of the mall and additional parcels to include housing, complements existing redevelopment in Uptown. The Development will greatly increase the Property's value and contribute heavily to the building of the City's infrastructure and its tax base, all of which are consistent with the designation of the Property as an Activity Center and a Transit Station Area, under the *Minneapolis Plan*.

Injury to the surrounding area is hard to foresee, as the basic footprint of the Development is contained within the existing structures and parking ramp. The residential component fronting Hennepin Avenue and 31<sup>st</sup> Street has been designed to alleviate impacts on the residential neighborhood south of 31<sup>st</sup> Street, and landscaping will be added between the parking ramp and the residences on Fremont.

The design features soften the residential edges of the Development. These features include stepping the residential stories off of 31<sup>st</sup> Street, and including access from 31<sup>st</sup> Street and Hennepin Avenue to the outdoor square. Access to the outdoor square off of Hennepin Avenue and 31<sup>st</sup> Street, also breaks up the building façade on those streets, and creates an invitation for pedestrian access, while reducing impact to those edges of the Development.

Additionally, placement of housing on the Property will:

- a. Add a twenty-four (24) hour use in the vortex of the Uptown Activity Center;
- b. The Development provides a unique opportunity to combine properties, located in a Activity Center, Transit Sensitive Area and within a Pedestrian Overlay, to share common resources which will result in one mixed use Development. Individually, the parcels comprising the Property are outdated and underutilized. Together, the parcels provide a unique opportunity for appropriate redevelopment in Uptown;
- c. The Development ensures the growth and diversity of Uptown's residential component by accommodating demographic changes in the housing market;

The Development will also result in traffic calming entering into the Property on Girard Avenue South, and the rerouting of the alley between the Property and Fremont Avenue South. Similar

reconfiguration of the alley between Fremont Avenue South and Emerson Avenue South was recently approved by the City.

**3. Adequate utilities, access roads, drainage, necessary facilities, or other measures have been, or will be, provided.**

The Applicant has and will continue to work closely with the Public Works Department, the Plan Review section of the Inspections Department, and the requisite Utilities during the duration of the development process, to ensure compliance with the City and other applicable regulations and requirements.

A TDMP (Travel Demand Management Plan) was submitted by the Applicant, and is currently under review by the Public Works Department. Meetings have been held with Public Works, Planning staff and the Applicant, and the final plans will incorporate any applicable comments or modifications required by the Public Works Department.

The Applicant also seeks a partial vacation and rerouting of the alley west of Fremont Avenue South, as identified on the Plans submitted with the Application. The rerouting of the alley will result in the elimination of a curb cut onto West Lake Street.

**4. Adequate measures have been, or will be, taken to minimize traffic congestion in the public streets.**

The Applicant has submitted companion Conditional Use Permit Applications for the parking ramp, as it intends on expanding the existing parking ramp to service the Development. The operation of a 24 hour parking ramp will serve the non-residential uses, as each residential unit will have underground parking with a parking ratio of 1:5:1, which greatly exceeds the 1:1 ratio required in the *Minneapolis Zoning Ordinance*.

The current parking facility (including the existing ramp and surface parking) contains 541 stalls. The parking ramp will be expanded to contain 1,015 stalls, which exceeds the 981 stalls required under the *Minneapolis Zoning Ordinance* (see the TDMP).

The *Minneapolis Zoning Ordinance* requires 1,423 stalls for the proposed Development, without applying any of the reductions allowed under the *Minneapolis Zoning Ordinance*. Applying the reduction for transit station, mixed uses, and a shared parking facility, results in 981 stalls. Accordingly, the 1,015 exceeds the requisite number of stalls required under the *Minneapolis Zoning Ordinance*.

Not only does the parking exceed the requirements of the *Minneapolis Zoning Ordinance*, but the Applicant is also focused on increasing the pedestrian friendly nature of the Development. This includes changes to the traffic patterns in, through, and out of the parking ramp, the opening up of Girard Avenue South, removal of the existing loading docks on Girard, and the reconfiguration of the alley.

5. **The conditional use is consistent with the applicable policies of the comprehensive plan.**

The Property is currently zoned C3A and C2 with a Pedestrian Overlay. The Property is considered as an Activity Center, within a Transit Station Area, and is arguably within a Major Housing Site under the *Minneapolis Plan*. According to the *Minneapolis Plan*, the Property also sits within a Commercial Corridor (West Lake Street) and a Community Corridor (Hennepin Avenue).

According to the policies and principals outlined in the *Minneapolis Plan*, the following apply to the Applicant's request for the Conditional Use Permit for a Five (5) Dwelling Units or More:

**CITY GOALS:**

- Increase the City's population and tax base by developing and supporting housing choices city-wide through preservation of existing housing and new construction.
- Create strong, vital Commercial Corridors city-wide through mixed-use development, including a variety of businesses and creative housing.<sup>3</sup>

**COMMUNITY BUILDING:**

- Minneapolis will promote opportunities and activities that allow neighbors and residents to get to know each other better. (1.1)
- Minneapolis will encourage both private and public development that provides gathering spaces in City neighborhoods.
  - Select implementation steps:
    - Increase resident access to and use of facilities and meeting spaces in parks, libraries, and schools.
    - Encourage private developers to include gathering spaces in new developments

**MARKETPLACE: NEIGHBORHOODS**

- Minneapolis will encourage reinvestment along major urban corridors as a way of promoting growth in all neighborhoods. (4.1)

---

<sup>3</sup> The Commercial Corridors remain "a central focus of most neighborhoods through which they pass, and present both great opportunities and challenges to finding innovative uses for older spaces. They are connectors and growth centers on a neighborhood scale and, when they border residential areas, function as mixed-use areas. The Commercial Corridors continue to service focal points for neighborhood activity, even if their commercial functions may be under utilized." (*Minneapolis Plan*)

- Minneapolis will coordinate land use and transportation planning in designated Community Corridor's streets through attention to the mix and intensity of land uses, the pedestrian character and residential and livability of the streets, and the type of transit service provided on these streets. (4.2)
  - Select implementation steps:
    - Promote more intensive residential development along these corridors where appropriate.
    - Discourage the conversion of existing residential uses to commercial uses, but encourage the development of mixed-use residential dwelling units and commercial buildings where appropriate.
  
- Minneapolis will support development in Commercial Corridors where it enhances the street's character, improves its ability to accommodate automobile traffic and foster pedestrian movement, and expands the range of goods and services offered. (4.3)
  - Select implementation steps:
    - Support a mix of uses on Commercial Corridors – such as retail sales, office, institutional, higher density residential (including major housing sites where designated), and clean low-impact, light industrial – where compatible with the existing and desired character of the street.
    - Develop economic development incentives for the rehabilitation, reuse and revitalization of older or historic commercial building in districts.
  
- Minneapolis will identify and support Activity Centers by preserving the mix and intensity of land uses and enhancing the design features of each area that give it a unique and urban character. (4.7)
  - Select implementation steps:
    - Ensure that land use regulations support diverse commercial and residential development types which generate activity all day long and into the evening.
    - Promote the incorporation of residential uses within the same structure as other commercial uses.
    - Preserve traditional urban form in buildings where it currently exists, and encourage new development to relate to traditional sitting and massing, where it is already established.
    - Require that buildings in Activity Center districts incorporate a pedestrian orientation at the street edge.

- Minneapolis will grow by increasing its supply of housing. (4.9)
  - Select implementation step:
    - Support the development of new medium and high-density housing in appropriate locations throughout the City.
  
- Minneapolis will improve the availability of housing options for its residents. (4.11)
  - Select implementation steps:
    - Increase the variety of housing styles and affordability levels available to prospective buyers and renters.
    - Provide and maintain moderate and high density areas.
    - Promote the development of housing suitable for people and households in all life stages, and that can be adapted to accommodate changing housing needs over time.
    - Promote mixed-income housing development that offers a range in dwelling units sizes and levels of affordability.
    - Encourage the rehabilitation and sensitive reuse of older or historic buildings for housing, including affordable housing units.
  
- Minneapolis will promote housing development that supports a variety of housing types at designated Major Housing Sites throughout the City.<sup>4</sup> (4.17)
  - Select implementation steps:
    - Concentrate new housing developments in close proximity to amenities or in locations where value will be sustained over time.
    - Promote the development of new housing that is compatible with existing development in the area, as well as to existing historic or older housing stock, where appropriate.
  
- Minneapolis will encourage both a density and mix of land uses and TSAs that both support ridership for transit as well as benefit from its users. (4.18)
  - Select implementation steps:

---

<sup>4</sup> It is the Applicant's assumption that the Property is a Major Housing Site under the *Minneapolis Plan*, as it is within the Midtown Greenway Corridor.

- Concentrate high densities and mixed-use development nearest the transit station and/or along Commercial Corridors, Community Corridors, and/or streets served by local bus transit.

## **CITY FORM**

- Minneapolis will support the development of residential dwellings of appropriate form and density. (9.5)
  - Select implementation steps:
    - Promote the development of well designed moderate density residential dwellings adjacent to one or more of the following land use features: Growth Centers, Commercial Corridors, Community Corridors, and Activity Centers.
    - Expand the understanding of the role that urban density plays in improving business markets, increasing the feasibility of urban transit systems, and encourage the development of pedestrian-oriented services and open spaces.
    - Advance the understanding of urban housing and urban retailing among all members of the design and development community.
- Minneapolis will work with private and other public sector partners to invest in new development that is attractive, functional and adds value to the physical environment. (9.6)
  - Select implementation steps:
    - Promote the development of well designed moderate density residential dwellings adjacent to one or more of the following land use features: Growth Centers, Commercial Corridors, Community Corridors, and Activity Centers.
    - Expand the understanding of the role that urban density plays in improving business markets, increasing the feasibility of urban transit systems, and encourage the development of pedestrian-oriented services and open spaces.
    - Advance the understanding of urban housing and urban retailing among all members of the design and development community.
- Minneapolis will support urban design standards that emphasize a traditional urban form in commercial areas. (9.11)
- Minneapolis will preserve and enhance the quality of living in residential neighborhoods, regulate structures and uses which may affect the character and desirability of residential

areas, encourage a variety of dwelling types and locations in a range of population densities, and ensure amenities, including light, air, privacy and open space. (9.21)

- Minneapolis will coordinate land use and transportation planning on designated Community Corridors through attention to the mix and intensity of land uses, the pedestrian character and residential livability of the streets, and the type of transit service provided on these streets. (9.27)
  - Select implementation steps:
    - Promote more intensive residential development along these corridors where appropriate.
    - Discourage conversion of residential uses to commercial uses, but encourage the development of mixed-use residential dwelling units in commercial buildings where appropriate.
- Minneapolis will support development in Commercial Corridors where it enhances the street's character, improves its ability to accommodate automobile traffic and foster pedestrian movement, and expands the range of goods and services offered. (9.28)
  - Select implementation steps:
    - Support a mix of uses on Commercial Corridors – such as retail sales, office, institutional, higher density residential, and clean low-impact light industrial – where compatible with the existing and desired character of the street.
    - Develop parking facilities and management strategies that balance the following goals: improved customer access, protection of sidewalk traffic, and reduced visual impacts and shared use apartment facilities.
- Minneapolis will identify and support Activity Centers by preserving the mix and intensity of land uses and enhancing the design features of each area that give it a unique and urban character. (9.31)
  - Select implementation steps:
    - Promote the incorporation of residential uses within the same structure as other commercial uses.
    - Require that buildings incorporate a pedestrian orientation at the street edge.
- Minneapolis will encourage both a density and mix of land uses and TSAs that both support ridership for transit as well as a benefit from its users. (9.36)
  - Select implementation steps:

- Concentrate highest densities and mixed use development nearest the transit station and/or along Commercial Corridors, Community Corridors and/or streets served by local bus transit.

The Development, which includes renovation of the enclosed Calhoun Square mall, expansion of the Parking Ramp, and addition of housing into a mixed use redevelopment project, is in conformance with and certainly promotes the principles and policies of the *Minneapolis Plan* set forth above.

**6. The conditional use, in all other respects, conforms to the applicable regulations of the district in which it is located.**

Upon the approval of the Rezoning, Conditional Use Permits, Variances, Site Plan Review and Preliminary Plat, the Project will meet the requirements of the C3A Zoning District.