



DEPARTMENT OF ADMINISTRATIVE SERVICES

Milwaukee County

INTEROFFICE COMMUNICATION

DATE: May 22, 2017

TO: Scott B. Manske, Comptroller

FROM: James Tarantino, Economic Development Director, Department of Administrative Services

SUBJECT: Response to Comptroller Questions on Fiscal Analysis of Ballpark Commons re: Files 17-366 and 17-373

On May 16, 2017, Milwaukee County Comptroller Manske provided a list of questions to be addressed prior to his office issuing a fiscal analysis of the Ballpark Commons project described in Files 17-366 and 17-373. A separate response to certain questions has already been provided by Corporation Counsel Daun, which is attached at the end of this memo for reference. The following is a response to the questions not already addressed in the memo provided by Corporation Counsel.

- 1. A TID Plan for the most current development proposal should be reviewed for adequacy of reimbursement for the developer to cover costs incurred, including the gas extraction system. The drawings for a modified development plan, presented to the City of Franklin in March 2017, differ from what was described in the TID #5 documents approved by Franklin in 2016. We believe it would be prudent to wait and review the revised plan.*

Response from Aaron Hertzberg, Director of Economic Development, City of Franklin -

“The term sheet outlines an increase in cost and phase I funding for the County Methane Collection System. In speaking with the City’s financial consultant, Ehlers, Inc., and the developer, those costs will be offset by revenue increases in excess of \$15,000,000 within TID #5. If the property referenced in the term sheet is acquired by the developer from Milwaukee County, it will become fully taxable, including: land and existing structures. The planned stadium, which was not included as a revenue source in the project plan, will also increase taxable revenue for the TID. Additionally, the developer now anticipates the value of other project elements to increase due to specific tenant needs. Ehlers estimates that the net impact will allow the TID to sufficiently pay for the outlined expenditures. Revisions to the Project Plan will be subject to review by the City of Franklin and the Joint Review Board, which, as you know, includes County representation.”

Response from Dick Lincoln, development team -

“The Comptroller correctly points out that there are not currently sufficient funds in the City of Franklin TID # 5 to cover the entire cost of replacing the methane gas extraction system in 2017-18. We have discussed with the Mayor and the Economic Development Director an amendment to the TID Project Plan to include those additional costs. We are preparing our formal request for that amendment, and will submit it to the City shortly. Based on our analysis of the revised March 2017 development plan for Ballpark Commons, as well as the additional taxable property in the District described below, we believe the assessed value of the development will actually increase by approximately \$12 to \$15 million over the projection in the TID Project Plan that was approved by the City and the Joint Review Board last September, and the projected tax increment will increase by \$350,000 to \$400,000 per year over the September projection. The aggregate scale of the development (square footage, number of apartments, etc.) is virtually unchanged, but the size of the lower-value indoor sports venues has been reduced, and the higher-value retail and commercial components have correspondingly increased, resulting in a portion of the projected increased increment. In addition to the updated development plan, a portion of the increase is also due to our contemplated acquisition of the County-owned land, which will place all of that property in Franklin on the tax rolls, including both the existing Rock facilities and the new stadium. None of these assets were contemplated to be taxable when the TID Project Plan was approved last September.”

2. *Under the proposed resolution, the County would decommission County Highway K on the Franklin Landfill site. What is the impact on the County if Highway K is decommissioned and the development or land sale does not proceed?*

This question is addressed by Milwaukee County Department of Transportation Director Brian Dranzik, whose response is attached.

Response from Aaron Hertzberg, Director of Economic Development, City of Franklin –

“The resolution passed by the Franklin Common Council regarding the decommissioning of Highway K laid out several conditions for action. I have attached a copy of the resolution for your review. Relevant conditions include:

- Execution of an agreement between Milwaukee County and the developer of Ballpark Commons that allows the development of Ballpark Commons to occur on land currently owned by Milwaukee County (Tax Key Nos.: 744-8985-002, 744-8985-001, 744-8980-001, 744-8989-000, and 744-8988-000);
- the execution of a development agreement among the City, the developer entities and/or persons and potentially Milwaukee County; the grant of all of the necessary approvals from Milwaukee County and the Wisconsin Department of Natural Resources with regard to any disturbance or development of the landfill area;
- the satisfaction of all of the applicable conditions set forth in City of Franklin Ordinance No. 2016-2212 Planned Development District No. 37, or as amended;
- the determination of the parties to a [jurisdictional transfer] road discontinuance vacation agreement and the execution of a [jurisdictional transfer] road discontinuance vacation agreement; and
- all of the foregoing including the Milwaukee Metropolitan Sewerage District and the Wisconsin Department of Transportation where their respective property interests and/or uses and/or regulatory authority may be involved and/or related.

If one or more of these conditions is not met, the resolution approved by the City is void. Highway K would remain in their current condition under the jurisdiction of Milwaukee County. Responsibility for on-going maintenance, repair, and replacement would remain that of Milwaukee County.”

Response from Dick Lincoln, development team -

“The Comptroller asks about the impact of decommissioning Crystal Ridge Drive and portions of Old Loomis Road if the development does not proceed. We won't allow that to happen, and neither will the City. In fact, the City's Resolution requesting this action by the County is specifically contingent on a number of other actions occurring, including execution of a Development Agreement and other governmental approvals. We do not wish the decommissioning to occur unless and until we proceed, but we need assurance that it will occur when we begin the development.”

3. *The term sheet between the Developer and the County describes a trust fund to provide resources to pay for any replacement of the gas mitigation system needed by 2038. The trust would require a multi-year budget commitment on the part of the County (Years 1 and beyond), and a commitment from the Developer (Years 1-20). Does the action presently in front of the Board provide the necessary approval for the multi-year County commitment? Will there be adequate funds from the Developer to meet a significant portion of the replacement costs for the gas extraction system in the future?*

Addressed in part in the memo from Corporation Counsel. The Term Sheet does acknowledge that the buyer is responsible for all actual costs and County funds would be allocated only if needed, the mechanics of which would be worked out in the final maintenance reserve trust account contract. Given the unique structure of this transaction, The Department of Administration and Office of County Executive support submitting the creation and funding of the trust account to the County Board for approval. A separate request dated May 22 from the buyer requests that the final trust document will come also before the Board for a second approval once it is finalized in addition to approving the term sheet this cycle. Response from Dick Lincoln, development team -

“The Comptroller states in at least two places that we will have no obligation to fund our share of the trust fund established to assure replacement of the gas extraction system beyond the first twenty years. That is not our understanding or intention. In addition to the annual operating and maintenance costs of the system, we expect to continue making annual contributions to the trust fund for as long as the system is required by WDNR. We currently estimate that the annual contribution to the trust fund will be \$127,000 for the first 20 years (as specified in the Term Sheet), and that our trust fund contribution will increase to approximately \$136,000 per year in years 21 – 40 and to \$186,000 per year in years 41 – 60. The language in the Term Sheet may not be entirely clear on this point, but it is our intention to continue to fund our portion of the trust fund for as long as necessary.”

4. *County Highway BB (Rawson Avenue) between Hawthorne Lane and USH 45 (approximately 1.4 miles) will require replacement due to its age. The current cost estimate for its replacement is \$2.85 million. State CHIP funds are available to offset this cost of \$0.8 million for a net County commitment of \$2.05 million. We are uncertain if the traffic for the ball park will require an expansion of the highway project beyond the current estimate.*

This question is addressed by Milwaukee County Department of Transportation Director Brian Dranzik, whose response is attached.

Response from Aaron Hertzberg, Director of Economic Development, City of Franklin –

"In approving Ballpark Commons plan, the City of Franklin outlined 27 conditions which must be fulfilled prior to development. Condition 12 of the approved resolution requires the developer to complete a Traffic Impact Analysis (TIA) for the entire subject area for "...review and approval by the Wisconsin Department of Transportation, Milwaukee County, and the City of Franklin as applicable..." Any improvements necessary due to the development will be determined by the TIA and required for development. A full list of the approved resolution with conditions is attached. Conditions are listed in Section 3, beginning on page 40."

The Conditions of Approval section of Franklin's PDD 37 are attached for reference.

While not specifically listed as a question, the Comptroller's memo lists the following statement in the second to last bullet point –

"...To deposit the soil on the current landfill, the landfill cap would be disturbed, and likely would need to be replaced. We would recommend that the requirements for this landfill option be fully defined before proceeding."

A response from Stevan Keith, Unit Leader, DAS/AE&ES Environmental Services is attached.

Attachments (4):

Response from MCDOT Director Dranzik
Response from Corporation Counsel Daun
Response from Stevan Keith
Conditions of Approval – Franklin PDD37

CC: Supervisor Theodore Lipscomb, Sr., Chairman, County Board of Supervisors
Supervisor Jason Haas, Chairman, Parks, Energy and Environment Committee
Margaret Daun, Corporation Counsel
Parks, Energy, and Environment Committee Members
Supervisor Anthony Staskunas, 17th District
John Dargle, Director, Department of Parks, Recreation, and Culture
Teig Whaley-Smith, Director, Department of Administrative Services
Stevan Keith, Unit Leader, DAS/AE&ES Environmental Services
Brian Dranzik, Director, MCDOT
Raisa Koltun, Chief of Staff, Office of the County Executive
Kelly Bablitch, Chief of Staff, County Board of Supervisors



DEPARTMENT OF TRANSPORTATION
Milwaukee County

Brian Dranzik • Director
• Highway Commissioner

Date: May 17, 2017
To: Jim Tarantino, Economic Development Director
Subject: Question Related to the Decommissioning of County Trunk Highway K – Crystal Ridge Drive.

The following information is provided in response to the question asked by the Comptroller's Office. The first question related to the Department of Transportation is:

Under the proposed resolution, the County would decommission County Highway K on the Franklin Landfill site. What is the impact on the County if Highway K is decommissioned and the development or land sale does not proceed?

The simple answer is the decommissioning of Crystal Ridge Drive is a net positive for Milwaukee County. For reference, Crystal Ridge Drive, or HWY K, is a one half mile section of road that connects South 76th Street, County HWY U and Rawson Avenue, County HWY BB. The one and only property that Crystal Ridge Drive serves is the current Rock Sports Complex. Therefore, there is very little regular vehicle traffic along this road. The road itself is in very poor condition due to the fact that it was used primarily by heavy truck traffic when it was operating as a landfill site.

The significantly deteriorated road condition has always presented maintenance and repair issues for the County Department of Transportation. In 2013, Crystal Ridge Drive was internally transferred to the Parks Department (Resolution File 13-727) for future expansion of the Oak Leaf Trail. From a road replacement standpoint, the County would have never received Surface Transportation Program funding providing 80% federal funding for this road given its very low traffic volume. Therefore, the County's best replacement option would be to use the State Local Road Improvement Program (LRIP) funding at a maximum 50% state 50% county funding ratio. If Crystal Ridge Drive were to be replaced under this program, it would be prioritized with other road replacement needs. The department would look at traffic volumes and impact to the traveling public as to how roads are prioritized for replacement once again making Crystal Ridge Drive a low priority.

The second question asked related to the Department of Transportation is:

MILWAUKEE COUNTY – DEPARTMENT OF TRANSPORTATION BUILDING
10320 WEST WATERTOWN PLANK ROAD 2ND FLOOR WAUWATOSA, WI 53226
PHONE NUMBERS: Director's Office 414 -257-5992 Transportation Services 414-257-5900
FAX NUMBERS: Director's Office 414-257-5990 Transportation Services 414-257-5950

County Highway BB (Rawson Avenue) between Hawthorne Lane and USH 45 (approximately 1.4 miles) will require replacement due to its age. The current cost estimate for its replacement is \$2.85 million. State CHIP funds are available to offset this cost of \$0.8 million for a net County commitment of \$2.05 million. We are uncertain if the traffic for the ball park will require an expansion of the highway project beyond the current estimate.

Milwaukee County requires the municipality or developer to provide a Traffic Impact Study (TIA) for review and approval by Milwaukee County DOT when a development impacts a County Trunk Highway. Since the Ball Park Commons development impacts both CTH BB (W. Rawson Ave.) and CTH U (S. 76th St.) a TIA is required by the municipality or developer. In addition, the TIA looks at other adjacent roads that would be potentially impacted. Milwaukee County will review the TIA and make comments to its findings with a final recommendation made back to the community and developer. The TIA review that is completed by Milwaukee County DOT follows Wisconsin Department of Transportation (WISDOT) guidelines. During the design process of Milwaukee County DOT's W. Rawson Ave. (CTH BB) project from USH 45 and Hawthorne Ln, a traffic analysis will be completed which is typical for our roadway improvement projects. If the TIA analysis shows there will be an increase of traffic volume due to the development, the developer will be responsible for the project cost increase.



OFFICE OF CORPORATION COUNSEL




INTER-OFFICE COMMUNICATION

MARGARET C. DAUN
Corporation Counsel

COLLEEN A. FOLEY
PAUL D. KUGLITSCH
Deputy Corporation Counsel

TIMOTHY R. KARASKIEWICZ
MOLLY J. ZILLIG
ALAN M. POLAN
DEWEY B. MARTIN
JAMES M. CARROLL
KATHRYN M. WEST
JULIE P. WILSON
CHRISTINE L. HANSEN
CARRIE THEIS
Assistant Corporation Counsel

TO: Chris Abele, County Executive
Theodore Lipscomb, Sr., Board Chairman
Jason Haas, Chairman, Parks, Energy, and Environment Cmte.
Milwaukee County Board of Supervisors
Scott B. Manske, County Comptroller Manske
Teig Whaley-Smith, Director, Department of Administrative Services
James Tarantino, Director, Department of Economic Development

FROM: Margaret Daun, Corporation Counsel 
Colleen Foley, Deputy Corporation Counsel 
Paul Kuglitsch, Deputy Corporation Counsel 

DATE: May 16, 2017

RE: Redevelopment of The Rock

At the Parks, Energy, and Environment Committee on May 16, 2017, Comptroller Manske outlined three questions, in which the Committee echoed its interest, directed to the Office of Corporation Counsel (“OCC”). This memorandum provides a written response to each issue raised by the Comptroller that can be addressed by the OCC.

Issue 1: The Comptroller correctly identified that the OCC has retained outside expert environmental counsel to assist with the negotiation of environmental liability and related terms for the land sale and redevelopment agreement. The OCC has caucused with outside counsel, who has reviewed the term sheet, as well as many of the environmental concerns and issues raised in writing and in person by community members. Ultimately, outside counsel will review analyses prepared by The Sigma Group. It is the opinion of OCC, as guided by outside counsel, that environmental risks and liabilities can be addressed in a commercially reasonable manner in the relevant transactional documents. Should either outside counsel or the OCC determine that the deal documents do not appropriately address environmental liabilities and risks, the Board and the Department of Economic Development will be advised accordingly.

Issue 2: The Comptroller also inquired what the County’s responsibilities would be related to the decommissioned trunk road if this transaction did not move forward. As understood by the OCC, the decommissioning will not occur unless the land sale and redevelopment proceed.

Issue 3: Lastly, the Comptroller inquired whether the establishment and funding of a trust, as part of the overall sale and redevelopment plan of The Rock site, requires County Board approval. Importantly, the trust would be funded, per the Term Sheet (version 6, page 3), through contributions by the County calculated and based upon the property taxes collected from the

redeveloped site. Specifically, the Comptroller inquired whether this fact, under Wis. Stat. § 59.60(12), now required the County Board to approve terms related to the trust fund.

In short, no, County Board approval is not required as to the creation or funding of the trusts. This is a unique type of non-park land sale, wherein, because of the blighted nature of this parcel, the County is agreeing to make certain payments directly related to and intended to fund environmental risk mediation by the buyer over many years.¹ Therefore, the creation of the trust is material to and not separable from the underlying land sale: it is an essential term of the sale.²

Problematically, Act 55, as explained in detail in the two memoranda issued by this office on March 3, 2017 on this topic, did not adequately address the conflict that arises among sections 59.60(12) and 59.17(2)(b)3, which expressly states that the County Executive may sell or purchase County non-park real estate “without submission to or approval by the county board.”

Here, the legislative history of Act 55 (and Act 14) make clear that the one power the Legislature indisputably intended to give, unfettered, to the County Executive was this power to sell, purchase, or lease non-park real estate. It is the view of the OCC that it would be directly contrary to the plain language of section 59.17(2)(b)3 and legislative intent to impute the limitations of section 59.60(12) onto the powers granted the Executive in 59.17(2)(b)3, when nothing in the record exists to support such a limitation.

Furthermore, section 59.17(2)(b)3 came after and is arguably more specific than 59.60(12) and under long-standing canons of statutory construction, it is proper to infer that the Legislature was aware of 59.60(12) and elected to place 59.17(2)(b)3 outside of its scope when it granted the Executive these broad powers *without restriction* in Act 55.

Importantly, recall that Act 55 also granted the Executive the unilateral power to acquire and lease property. Many land acquisitions have multi-year payment mechanisms and leases, by their definition, involve multi-year financial commitments. Again, had the Legislature intended to limit the Executive’s power based on this multi-year concept, it would have expressly made the powers granted in 59.17(2)(b)3 subject to 59.60(12). It did not do so.

The Comptroller has also inquired as to how this interpretation can be harmonized with his statutory duty, as Comptroller, to “countersign all contracts with the county if he or she determines that the county has, or will have, the necessary funds to pay the liability that the county may incur under the contract. No contract is valid until so countersigned.” Wis. Stat. § 59.255(2)(e).

¹ Absent the transaction, the County would be obligated to continue to pay for environmental risk mitigation in a sum likely to exceed the financial commitment to fund the trust.

² This transaction has numerous parts, and as understood by the OCC, if any one piece of the transaction does not go forward, the sale and redevelopment cannot move forward.

Here again, the unique nature of the transaction is critical. This is not a multi-year contract for the purchase of widgets without a known funding source – which would indisputably require County Board approval to be legally executable by the Comptroller. Nor is it a land transaction unilaterally obligating the County to millions in payments without any apparent or even nascent funding source – also a deal which the Comptroller could not legally execute. To the contrary: here, the trust will be funded through a share of the property taxes collected from the redeveloped Rock property – the funding source is known and identifiable and certain.³ Therefore, it is our opinion that the Comptroller may properly confirm, by his signature, that the County will have the funds necessary to satisfy the agreement(s) required to complete this property sale and redevelopment agreement.

Ultimately, as this office made clear in March, clarification from the Legislature is required as Act 55 created numerous explicit and implicit conflicts within Chapter 59 of the state statutes. This is yet another example of such a conflict.

Notwithstanding the foregoing, the Office of Corporation Counsel advises that the Department of Economic Development/Department of Administration may, in its discretion, elect to submit the term sheet in its entirety, the terms specific to the creation of the trust fund, and/or the final deal documents to the County Board for its approval, *even though the Department is not legally required to do so*. The OCC makes clear that doing so would not legally compel submission of future transactions, even if substantially similar to The Rock transaction under consideration presently.

The Office of Corporation Counsel also makes clear that highly structured transactions, similar to the instant transaction, which require Board approval as to some elements of the deal, but not others, are discouraged.

³ The OCC will draft and review the terms of the trust to carefully define the proportional share the County would be obligated to contribute to the trust and potentially seek to limit contributions if the property tax collected fall below certain anticipated levels.

MILWAUKEE COUNTY
Interoffice Memorandum

DATE: May 22, 2017

TO: James Tarantino

FROM: Steve Keith

SUBJECT: Ballpark Commons Fiscal Analysis by Office of Comptroller

Jim:

The Office of Comptroller memo dated May 16, 2017, commenting on the proposed option of having waste relocated from the former WisDOT parcel on to the County-owned closed landfill site, recommended that “the requirements for this landfill option be fully defined...”.

The Wisconsin DNR’s (WDNR) rules on landfill closure can be found in Wisc. Admin. Code Chap. NR506.08(3) – Closure Requirements, for landfills that ceased accepting waste prior to April 8, 1994. The rules describe the requirements for the cap construction, final grading and stormwater management. In the event a landfill owner wants to make modifications to their site after closure occurs, the process/procedures whereby the landfill owner can gain approval from the WDNR to modify the site is outlined in Chap 514.08. If the landfill owner seeks to relocate waste on the site, they will need to prepare and submit a Landfill Plan Modification to the WDNR for their review and approval. That application will provide details about the waste material being imported, as well as where it will be placed, engineering plans and sections and detail views of the final grades and cap layers, specifications for soil materials to be used to construct the cap, etc. So, to some extent the requirements are known.

The resolution of remaining questions and issues can be addressed as part of the detailed design phase that will be needed to prepare the application for the Plan Modification. It is my understanding that the developer has retained a consultant (Sigma) to collect additional information (geotechnical, survey, environmental) needed to prepare that Plan Mod application. That work is a necessary step needed to develop the detailed plans intended to address outstanding issues of concern and prepare the application to the WDNR.

The plan for exterior signage shall provide for modest, coordinated, and complimentary exterior sign locations, configurations, and colors throughout the development. All freestanding signage within the development shall compliment on-building signage. Monument style ground signs are strongly preferred over pole signs, and consolidated signs for multiple users are strongly preferred over multiple individual signs. The City may require the use of muted corporate colors on signage if proposed colors are not compatible with the City's design objectives for the area.

SECTION 3: **Conditions of Approval.**

The development of Planned Development District No. 37 upon the adoption of Section 15-3.0442 as herein amended shall occur and be in compliance with Exhibit A, Site Plan (including the conditions of approval below).

1. The submittal of plans for detailed approval of the various components of Planned Development District No. 37 shall be forwarded to the Common Council for approval, after review and recommendation by the Plan Commission, unless otherwise specifically set forth in PDD No. 37, such as for those uses/structures identified as permitted uses.
2. The applicants shall provide architectural drawings or sketches of, at a minimum, all building types proposed within the PDD illustrating a design and character that derives benefit from coordinated and compatible planning and design, for Planning Department staff review, prior to submittal of any detailed plans for PDD No. 37.
3. The applicants shall revise the Project Narrative to indicate whether any unusual situations will be encountered in the provision of public sanitary and water services and how such situations will be addressed, for Planning and Engineering Department staff review, prior to submittal of any detailed plans for PDD No. 37.
4. Prior to any new or revised concerts, live music venues, or outdoor events utilizing speakers, including but not limited to the proposed baseball stadium, the applicants shall prepare a comprehensive outdoor sound study of The Rock Sports Complex (incorporating both existing and proposed events and facilities), that such study shall identify and recommend such practices, equipment and systems to not only fully comply with all pertinent City noise regulations and standards, but which also reasonably addresses neighbors concerns, that such study be reviewed by an independent party of the City's choosing and at the applicants reasonable expense, for review and acceptance by the Common Council, prior to any further development within The Rock Sports Complex. Any recommendations from the Comprehensive

Study that apply to existing facilities or events shall be implemented by the applicants within two years from the date of acceptance of the Study by the Common Council.

5. Prior to any new or revised ballfields, parking lots, or outdoor events utilizing lighting systems, including but not limited to the proposed baseball stadium, the applicants shall prepare a comprehensive outdoor lighting study of The Rock Sports Complex (incorporating both existing and proposed events and facilities), that such study shall identify and recommend such practices, equipment and systems to not only fully comply with all pertinent City lighting regulations and standards, but which also reasonably addresses neighbors concerns, that such study be reviewed by an independent party of the City's choosing and at the applicants reasonable expense, for review and acceptance by the Common Council, prior to any further development within The Rock Sports Complex. Any recommendations from the Comprehensive Study that apply to existing facilities or events shall be implemented by the applicants within two years from the date of acceptance of the Study by the Common Council.
6. The applicants shall obtain all required approvals and permits from the Wisconsin Department of Natural Resources and Milwaukee County prior to any disturbance or development of the landfill area. The applicants shall ensure that the City is an active participant in, and that City staff is invited to, all discussions with the Wisconsin Department of Natural Resources and Milwaukee County regarding development of, and permits and approvals for, the disturbance of the landfill. The applicants shall also submit a detailed map of the extent of the landfill area, such map to be approved by the Wisconsin Department of Natural Resources and Milwaukee County, to City staff, prior to the submittal of any detailed plans for the landfill area.
7. The applicants shall revise the Development Concept Plan to extend the 60' wide landscape buffer northward along the entire common boundary with the Whitnall View subdivision, for staff review and approval, prior to the submittal of any detailed plans for The Rock Sports Complex area.
8. The applicants shall obtain all required approvals and permits from the Milwaukee Metropolitan Sewerage District prior to any disturbance or development of the gas pipeline area. The applicants shall ensure that the City is an active participant in, and that City staff is invited to, all discussions with the Milwaukee Metropolitan Sewerage District regarding development of, and permits and approvals for, disturbance of the lands adjacent to the gas pipeline. The applicants shall also submit a detailed map of the location of the gas pipeline and associated easement, to City staff, prior to the submittal of any detailed plans for the landfill area.

9. The applicants shall provide additional details about the multi-family residential component of the Ballpark Commons Sports Village Commercial/Mixed Use area, (including but not limited to: location, number and size of units and bedrooms; types, locations and amounts of on-site and off-site parking; envisioned rental rates; amenities to be provided; etc.) for staff review, prior to the submittal of any detailed plans for this area.
10. The applicants shall provide additional details about the multi-family residential component of the Ballpark Commons Mixed Use area, (including but not limited to: location, number and size of units and bedrooms; types, locations and amounts of on-site and off-site parking; envisioned rental rates; amenities to be provided; etc.) for staff review, prior to submittal of plans for the Commercial area.
11. The applicants shall add a note to the Development Concept Map indicating that alterations to existing state, county, and local roads are envisioned, including but not limited to removal of certain ramps and the addition of certain signalized intersections, and that such changes will be subject to Wisconsin Department of Transportation, Milwaukee County, and City of Franklin review and approval, prior to submittal of any detailed plans for PDD No. 37.
12. The applicants shall prepare a Traffic Impact Analysis for the entire subject PDD, incorporating travel impacts from the Ballpark Commons project into future alternatives giving priority to collector roads to future intersections with Loomis Road, such being compatible with that TIA prepared by the City and recently submitted to the DOT pertaining to the Loomis Road ramps, for review and approval by the Wisconsin Department of Transportation, Milwaukee County, and the City of Franklin as applicable, prior to the submittal of any detailed plans for PDD No. 37.
13. Any portion of a public road to be owned by the City of Franklin that is located on any portion of the historic landfill shall be the subject of a 20-year bond by the applicants in an amount and terms to be approved by the City to insure adequate funds for any repair and reconstruction of such roads due to landfill conditions, for Engineering Department staff review, prior to any development within such applicable portion(s) of PDD No. 37.
14. The applicants shall revise the Development Concept Map to redesign the relocated Crystal Ridge Road such that all intersections with other roads, public or private, occur at right angles, except for those intersections designed as a roundabout, for Engineering Department staff review and approval, prior to the submittal of any detailed plans within The Rock Sports Complex and the Ballpark Commons Sports Village Commercial/Mixed Use areas of PDD No. 37.
15. The applicants shall prepare a Street Design Plan for all new and reconstructed streets within PDD No. 37, to be designed with

appropriate Complete Streets and traffic calming practices, including consideration of such elements as bike lanes, sidewalks, on-street parking, roundabouts, etc., for Engineering and Planning Department staff review and approval, prior to the submittal of any detailed plans within PDD No. 37 (such plans to incorporate the findings and recommendations of the Street Design Plan as may be determined by the City). The Street Design Plan shall incorporate consideration of extension of four lanes for Rawson Avenue further westward to at least Hawthorne Lane.

16. The applicants shall prepare a Bike and Pedestrian Plan for the entire PDD, identifying design and location details for such facilities as sidewalks, trails, crosswalks, signage, pedestrian scale lighting, bike rest/rental/repair stations, etc., for staff review and approval, prior to the submittal of any detailed plans within PDD No. 37 (such plans to incorporate the findings and recommendations of the Bike and Pedestrian Plan as may be determined by the City). The Bike and Pedestrian Plan shall include a public space located between the proposed baseball stadium and the proposed multi-purpose indoor sports venue that includes outdoor seating areas, a bike rest/rental/repair facility, public art/exhibit areas, etc.
17. The applicants shall prepare a Streetscaping Plan for all new and reconstructed streets within PDD No. 37, incorporating such features as decorative lighting, special signage, pedestrian rest areas, etc., for staff review and approval, prior to the submittal of any detailed plans within PDD No. 37 (such plans to incorporate the findings and recommendations of the Streetscaping Plan as may be determined by the City).
18. The applicants shall submit a detailed and comprehensive Parking Study for the entire proposed PDD, which includes consideration of a parking structure, underground parking for all multi-story buildings, formal shared parking arrangements, and on-street parking, for staff review and approval, prior to the submittal of any detailed plans within PDD No. 37 (such plans to incorporate the findings and recommendations of the Parking Study as may be determined by the City).
19. The applicants shall provide a General Landscape Plan for each of the four areas comprising PDD No. 37, for staff review and approval, prior to the submittal of any detailed plans within PDD No. 37 (such plans to incorporate the findings and recommendations of the General Landscape Plan as may be determined by the City).
20. The requested General Landscape Plan, and the pertinent zoning district standards, shall be revised to reflect a minimum 60' wide landscape buffer, including a minimum 8' high berm, to be located along the entire western boundary of PDD No. 37, for staff review, prior to the submittal of any detailed plans within PDD No. 37. The

- applicable zoning district standards shall be revised to reflect a 40' building setback from the western boundary of PDD No. 37.
21. The applicants shall submit a Snow Storage Plan along with each applicable Site Plan, Special Use, etc. in accordance with Section 15-5.0210 of the Unified Development Ordinance, to the Planning Department staff, for review and approval as part of such site plans, special uses, etc.
 22. The applicants shall revise the Project Narrative to indicate what if any mitigation measures are envisioned, and through that process, how the City's Natural Resource Protection standards will otherwise be met, for Planning Department staff review, prior to submittal of any detailed plans for PDD No. 37.
 23. The applicants shall submit a Lighting Plan along with each applicable Site Plan, Special Use, etc. (other than for The Rock Sports Complex, which lighting standards are set forth elsewhere in this PDD ordinance) which meets the lighting regulations set forth in Division 15-5.0400 of the Unified Development Ordinance, to the Planning Department staff, for review and approval as part of such site plans, special uses, etc.
 24. The applicants shall prepare an Architectural and Site Design Plan for PDD No. 37 which identifies the use of common or complementary design themes, elements, or features throughout the development and/or for the four separate areas of PDD No. 37, for staff review and approval prior to the submittal of any detailed plans within PDD No. 37 (such plans to incorporate the findings and recommendations of the Architectural and Site Design Plan as may be determined by the City).
 25. The applicants shall submit a Comprehensive Stormwater Management Plan for PDD No. 37, for Engineering Department staff review and approval, prior to any development within PDD No. 37.
 26. The applicants shall prepare a Master Sign Program for PDD No. 37, for staff review and approval, prior to any development within PDD No. 37.
 27. In the event that no building permit has been issued for any one of the substantial structures; that being the stadium, the four-seasons complex, any one or more retail buildings along Crystal Ridge Drive, any one or more multi-use buildings along West Rawson Avenue, or any one or more apartment buildings; prior to the expiration of 24 months from the date of enactment of this Ordinance, the zoning designation shall revert back to the zoning for the subject parcel(s) which existed prior to the effective date of this Ordinance.

SECTION 4: The terms and provisions of this ordinance are severable. Should any term or provision of this ordinance be found to be invalid by a court of competent jurisdiction, the remaining terms and provisions shall remain in full force and effect.