



TOWN OF CHAPEL HILL

ORANGE COUNTY

NORTH CAROLINA

SPECIAL USE PERMIT

KNOW ALL MEN BY THESE PRESENTS, that the undersigned property owner(s), Eastern Federal Corporation and Triangle V II L. P., having applied to the Town of Chapel Hill for a Special Use Permit for the use and development of the property hereinafter described the same was issued by the Town of Chapel Hill on January 27, 2003, the terms of which are as follows:

NAME OF PROJECT: Village Plaza Shopping Center Renovation
NAME OF DEVELOPER: Eastern Federal Corporation and Triangle V II L. P.

DESCRIPTION OF PREMISE

LOCATION: Village Plaza Shopping Center on South Elliott Road.

TAX MAP REFERENCE: The site is identified as Chapel Hill Township Tax Map 46, Block B, Lot 11, PIN 9799242361, Tax Map 46, Block B, Lot 11B, PIN 9799148584.

DESCRIPTION OF DEVELOPMENT

Net Land Area:	475,632 s.f.	Total # of Buildings:	10 (8 existing, 2 new)
Maximum # of Parking Spaces:	490	Minimum Number of Bicycle Spaces:	87
Maximum Floor Area Total:	110,034 s.f.	Minimum Outdoor Space:	407,920 s.f.
Maximum # of Movie Theater Screens:	10	Minimum Livability Space:	154,242 s.f.
Maximum # of Movie Theater Seats:	1,600		

SPECIAL TERMS AND CONDITIONS

Development according to the Site Plan dated July 17, 2002 (on file in the Chapel Hill Planning Department), with the following modifications of regulations:

1. Modification of Subsection 13.11.1 and 5.5.2.1 to allow a minimum of 154,242 square feet of livability space.
2. Modification of Subsection 14.6.6 (a) to allow less than a five-foot landscape strip between portions of the buildings and adjacent parking areas.
3. Modification of Subsection 14.6.7 to allow a minimum of 490 parking spaces.
4. Modification of Subsection 5.5.2.2 to allow impervious surface areas associated with this development to encumber 24% of the Resource Conservation District.

Stipulation Specific to the Development

1. That construction begin by January 27, 2005 and be completed by January 27, 2006.
2. Land Use Intensity: This Special Use Permit authorizes business-convenience use and the demolition of 24,797 square feet of floor and land use intensity requirements as specified below:

Net Land Area:	475,632 s.f.	Total Number of Buildings:	10 (8 existing, 2 new)
Maximum Floor Area:	110,034 s.f.	Maximum # of Movie Theater Screens:	10
Maximum # of Movie Theater Seats:	1,600	Minimum Outdoor Space:	407,920 s.f.
Minimum Livability Space:	154,242 s.f.	*Minimum # of Parking Spaces:	490
Minimum # of Bicycle Spaces:	87		

Prepared by: Gene Poveromo, Planning Department

*Parking spaces may be decreased in order to accommodate pedestrian crosswalks/walkways between the proposed Elliott Road sidewalk and the shopping center buildings.

3. That the location of the box office be shifted to the southern edge of the theater building.

Stipulations Related to Access and Circulation

4. Elliott Road Access Driveway "C and D": That the applicant improve the two northern most driveways (driveway "C and D") along Elliott Road to provide 30-foot wide driveways with striped left and right turn lanes exiting the site, stop signs and one lane entering the site. That, if practical, the reconstructed driveways shall intersect Elliott Road at a 90 degree angle. The final design and configuration of these two reconstructed driveways along Elliott Road shall be reviewed and approved by the Town Manager prior to the issuance of a Zoning Compliance Permit.
5. Elliott Road Sidewalk: That the applicant:
 - a) Construct a minimum width five-foot wide sidewalk along the Elliott Road frontage of the Village Plaza site beginning on the south side of access driveway "D" and terminating on east side of access driveway "A". The sidewalk shall connect to the proposed Booker Creek Greenway trail spur near the east side of access drive "A."
 - b) That the sidewalk be installed directly adjacent to the parking lot curb rather than adjacent to Elliott Road. If deemed necessary by the Town Manager in order to minimize the impact on the street trees and to provide suitable space for supplemental planting necessary to screen the parking lot, the applicant shall adjust the existing parking lot curb location. The final location and design of the sidewalk and parking lot curb, including wheel stops shall be reviewed and approved by the Town Manager.
 - c) That the installation of the sidewalk includes a connection to the Elliott Road bus stops.
 - d) That, if a portion of the sidewalk is constructed outside of the public right-of-way, prior to the issuance of a Zoning Compliance Permit, the applicant shall submit a copy of a recorded pedestrian access and public maintenance easement for the portion of the sidewalk outside of the public right-of-way. The maintenance easement shall extend to a point one-foot behind the inside edge of the sidewalk. The easement document shall be reviewed and approved by the Town Manager prior to recordation at the Orange County Register of Deeds.
 - e) That the final plans include signage, to be approved by the Town Manager, indicating that the sidewalk connection provides access to the Booker Creek Greenway and US 15-501.
6. Pedestrian Connection to Booker Creek Greenway: That the applicant construct a pedestrian connection between the Booker Creek Greenway and the back of the movie theater. The location and design of this pedestrian connection shall be reviewed and approved by the Town Manager prior to the issuance of a Zoning Compliance Permit.
7. Traffic Signal Timing Plans: That prior to the issuance of a Zoning Compliance Permit, the applicant provide a payment-in-lieu of \$5,000 for the design and implementation of a traffic signal timing plan.
8. Elliott Road Bus Shelters: That prior to the issuance of a Zoning Compliance Permit the applicant provide a payment-in-lieu of \$10,000 for two bus shelters, and associated improvements, at the existing bus stops in front of the Village Plaza Shopping Center. The applicant may provide the approved shelter prior to issuance of a Certificate of Occupancy instead of providing the payment-in-lieu.
9. Booker Creek Greenway Easements: That prior to the issuance of a Zoning Compliance Permit, the applicant shall provide recorded copies of the following easements, as reviewed and approved by the Town Manager:
 - a) Temporary construction access easement across the eastern entrance drive and parking lot that lies east of the Spa Health Club;
 - b) Temporary construction access and staging easements over the portion of the property that lies east of Booker Creek; and
 - c) Permanent public greenway easement that would allow the Town to construct, access and maintain a continuation of the existing trail across the property.

Exact dimensions and specific location of these easements shall be determined, through discussion between staff and the developer, prior to the issuance of a Zoning Compliance Permit. The easement document(s) shall be recorded with the Orange County Register of Deeds Office and a copy of the recorded document shall be submitted to the Town. This easement shall be reviewed and approved by the Town Manager prior to recordation.
10. Booker Creek Greenway Cost Sharing Payment: That the applicant agrees to participate in cost sharing for the construction of the Booker Creek Greenway by providing a \$10,000 payment.
11. New Vehicular Connection to the Whole Foods Shopping Center: That the applicant provide a service vehicle access driveway connection between the proposed development and the Whole Foods shopping center. The access drive shall permit uninterrupted travel between Village Plaza driveway "A" on Elliott Road and the Whole Foods shopping center. The access drive shall be located behind the Village Plaza shopping center, adjacent to the site's eastern property line.
12. Construction Access and Maintenance Easements: That prior to the issuance of a Zoning Compliance Permit, the applicant shall provide a temporary construction and permanent maintenance easement for off-site improvements associated with the proposed Village Plaza Development.

The easement document(s) shall be recorded with the Orange County Register of Deeds Office and a copy of the recorded document shall be submitted to the Town. This easement shall be reviewed and approved by the Town Manager prior to recordation.

13. Ingress, Egress Easement: That the applicant shall provide an ingress and egress access on Village Plaza site (aka Lot #1 and Lot #2 Village Plaza) permitting tenants and customers from the Whole Foods and Gateway Commons properties vehicular and service vehicle ingress, egress and regress across and between the Whole Foods/Gateway Commons properties and Lot #1 and Lot #2 Village Plaza. The easement shall be approved by the Town Manager and recorded at the Orange County Register of Deeds Office, and copies of the agreement shall be submitted to the Town of Chapel Hill prior to the issuance of a Zoning Compliance Permit.
14. That the property owner provide at least two on-site security monitors during the hours 6:00 p.m.-9:00 p.m. on Friday and Saturday nights, and from 1:00 p.m.-6:00 p.m. on Saturday and Sunday afternoons, to direct traffic flows for the purpose of directing theater patrons to park on the applicant's site and discourage theater patrons from parking on adjacent properties. The cost for providing such monitors shall be the responsibility of this property owner.
15. Parking Lots: That all parking lots, drive aisles and parking spaces associated with the proposed development shall be constructed to Town standards.
16. Parking Lot Crosswalks/Walkways: That two additional crosswalks/walkways shall be provided in the parking lot for pedestrian movements between the proposed Elliott Road sidewalk and the shopping center buildings. The crosswalks/walkways shall be located at or near Driveway "B" and "C." Parking lot landscaping shall not be modified however, parking spaces may be decreased in order to accommodate the crosswalks/walkways. Final crosswalk/walkway locations shall be reviewed and approved by the Town Manager.
17. Park and Ride Spaces: The applicant shall reserve a minimum of 20 parking spaces for the Town's Park and Ride program. Spaces shall be reserved between 6:00 a.m. and 6:00 p.m. Monday through Friday. The parking spaces shall be located within 200 feet of a bus stop and adjacent to the proposed Elliott Road sidewalk. Prior to the issuance of a Certificate of Occupancy, the applicant shall install signage, approved by the Town Manager, for the reservation and designation of these parking spaces.
18. Transportation Management Plan: That the applicant provide a Transportation Management Plan to be approved by the Town Manager prior to the issuance of a Zoning Compliance Permit. The required components of the Transportation Management Plan shall include:
 - a. Provision for designation of a Transportation Coordinator;
 - b. Provision for an annual Transportation Survey and Annual Report to the Town Manager;
 - c. Quantifiable traffic reduction goals and objectives;
 - d. Ridesharing incentives; and
 - e. Public transit incentives.

The plan shall be updated and approved annually by the Town Manager.

19. Bicycle Parking: That the development shall comply with the Town's Design Manual for bicycle parking standards as follows:

Total Number or Required Spaces:	87
Number of Class I Spaces:	18
Number of Class II Spaces:	69

The 87 bicycle parking spaces, including the Class I Spaces, shall be distributed proportionally around the site. The applicant shall install signage identifying the location of Class I spaces. The applicant provide shower and locker facilities.

Stipulations Related to Landscape and Architectural Elements

20. Required Landscape Bufferyard: That the following landscape buffers are required:

Elliott Road: between US 15-501 and Driveway 'A':	Minimum 15' Type 'A' Buffer
Remaining Elliott Road frontage:	Alternative Type 'A' Buffer (as authorized by the Town Council)
US 15-501 frontage:	Minimum 75' Type 'D' Buffer
Whole Foods property line:	Alternate Type 'B' Buffer (as authorized by the Town Council)
Staples & Eastgate property lines:	Existing off-site buffer
Days Inn property line:	Existing off-site buffer and Minimum 30' on site Type 'B' Buffer
21. Alternative Landscape Bufferyards: That the details for all alternate landscape bufferyards shall be reviewed and approved by the Community Design Commission prior to the issuance of a Zoning Compliance Permit.
22. Landscape Protection Plan: That a detailed landscape protection plan shall be approved by the Town Manager prior to issuance of a Zoning Compliance Permit. This plan shall include a detail of protective fencing; and construction parking and materials staging/storage areas. This plan shall also indicate which labeled trees are proposed to be removed and where tree protection fencing will be installed.
23. Landscape Plan Approval: That detailed landscape plans (including buffers), landscape maintenance plans, and parking lot shading requirements be approved by the Town Manager prior to issuance of a Zoning Compliance Permit. The landscape plan shall indicate the size, type, and location of all proposed plantings.
24. Parking Lot Screening: That all parking areas shall be screened from view in accordance with the provisions of Section 14.12.7 of the Development Ordinance. The screening plans shall be approval by the Town Manager.
25. Community Design Commission Approval: That the Community Design Commission shall review and approve details for all authorized alternative bufferyards, building elevation details, and lighting plans prior to the issuance of a Zoning Compliance Permit.

Stipulations Related To Stormwater Management

26. Stormwater Management Plan: That a Stormwater Management Plan shall be approved by the Town Manager prior to issuance of a Zoning Compliance Permit. Based on the 1-year, 2-year and 25-year storms, the post-development stormwater run-off rate shall not exceed the pre-development rate. Depending on the development site location, size in area and the condition of the existing conveyance system and associated lands, the Manager may waive or change the peak discharge rate criteria in part or in whole if, based on an approved Stormwater Management Plan, it is demonstrated that detention would intensify existing peak discharges or may cause other problems on abutting or downstream properties. In addition, the plans shall show all storm drainage outlets and address any impact the stormwater from these outlets may have on abutting properties.
27. Operations and Maintenance Plans: That an Operations and Maintenance Plan for all engineered structures shall be reviewed and approved by the Town Manager prior to the issuance of a Zoning Compliance Permit.
28. Stormwater Easements: That the final plans and final plat include an easement titled "Reserved Storm Drainageway." The easement shall be included on all engineered stormwater features located above and below ground including pipes, streams, and ditches that carry water to and from abutting properties. All said easement shall be located on a plat and recorded at the Orange County Register of Deeds prior to the issuance of a Zoning Compliance Permit.

Unless specifically designated by the Town as "Public," drainage features and infrastructure, within the "Reserved Storm Drainageway" shall be considered private and the responsibility of the property owner. Drainage easements are not required for drainage structures and conveyance systems that handle internal stormwater runoff within a single lot or parcel. This detail shall be noted on the final plans.

29. Best Management Practices: That the applicant provide verification that the proposed bio-retention facility will provide for the removal of at least 85% of the suspended solids in the stormwater runoff prior to the stormwater run-off leaving the site. If practical, the facility shall be designed to capture and treat runoff from that portion of the parking area located down slope from the underground stormwater units ("stormceptor").

That the underground units proposed at drop inlet #3 shall be relocated to drop inlet #4. The unit (closest to the bio-retention area) shall be relocated to the junction box, location on-line with the existing drainage system. Both units must be sufficiently sized to remove 85% total suspended solids, subject to Town Manager approval.

The proposed bio-retention facility location and design, and the installation of the other underground stormwater units, or similar Best Management Practice design, be reviewed and approved by the Town Manager prior to issuance of a Zoning Compliance Permit.

30. Performance Guarantee: That if more than one acre of land is disturbed, then a performance guarantee in accordance with Section 5-97.1 Bonds of the Town Code of Ordinances shall be required prior to final authorization to begin land-disturbing activities.

Stipulations Related to Resource Conservation District

31. Impervious Surface Limits: Booker Creek Greenway: That any impervious surface added to the site within the Resource Conservation District caused by the Town's Booker Creek Linear Park project shall not be counted toward the Village Plaza amount of impervious surface and/or land disturbance for regulatory purposes.
32. Boundaries: That the boundaries of the Resource Conservation District be indicated on the final plans and final plat. A note shall be added to all final plans and plats, indicating, "Development shall be restricted within the Resource Conservation District in accordance with the Chapel Hill Development Ordinance."
33. Variances: That all variances necessary for development within the Resource Conservation District be obtained before application for final plat or Final Plan approval for the subject phase(s) of development.
34. Construction Standards: That for encroachment(s) into the Resource Conservation District, the requirements and standards of subsections 5.6 and 5.8 of the Development Ordinance and all other applicable Resource Conservation District regulations must be adhered to, unless the application is granted administrative exemptions from subsection 5.8.

Stipulations Related to Refuse and Recycling Collection

35. Redesigned Refuse/Parking Area: That the final plans indicate where a refuse compactor and recycling containers will be located to service this proposed development. The applicant shall provide a refuse/recycling collection facility for this development that coordinates the refuse needs of the businesses sharing the zoning lot. The refuse compactor shall be at a central location to service all of the affected businesses. The plan shall include the construction of accessible compactor and recycling dumpster pads, constructed to Town standards. The plan must note the existing sewer line under the driveway along the eastern property and address how the line that may impact the placement of dumpsters in this area.

The redesigned refuse/parking area must provide a minimum of 33 parking spaces and adequate loading areas. The final parking lot and refuse area design must be reviewed and approved by the Town Manager prior to the issuance of a Zoning Compliance Permit.

36. Approval of Shared-Container and Joint Access Agreements: That a shared-container and joint refuse vehicle access and construction agreement shall be provided between the property owner of Lot #1 Village Plaza and Lot #2 Village Plaza. The agreement shall be approved by the Town Manager and recorded at the Orange County Register of Deeds Office; and copies of the agreement shall be submitted to the Town of Chapel Hill prior to the issuance of a Zoning Compliance Permit.
37. Heavy Duty Pavement: That all drive aisles needed to access refuse containers shall be constructed of heavy duty pavement. The final plans must include a detail of this pavement section. It will also be necessary to include the following note on the final plans: "The Town of Chapel Hill, its' assigns or Orange County shall not be responsible for any pavement damage that may result from service vehicles.
38. Overhead Utility Wires: That the final plan confirm that no overhead obstruction or utility wires will interfere with service vehicle access or operation.

39. Solid Waste Management Plan: That a Solid Waste Management Plan, including provisions for recycling and for the management and minimizing of construction debris, and demolition waste shall be approved by the Town Manager prior to issuance of a Zoning Compliance Permit.

Stipulations Related to Utilities

40. Utility/Lighting Plan Approval: That the final utility/lighting plan be approved by Orange Water and Sewer Authority (OWASA), Duke Power Company, BellSouth, Public Service Company, Time/Warner Cable and the Town Manager before issuance of a Zoning Compliance Permit. The final plans shall demonstrate that there is no conflict between utility lines, easements, and other site elements.
41. Utility Lines: That except for existing 3-phase electric utility lines, all new or relocated utility lines shall be installed underground and shall be indicated on final plans.

Stipulations Related to Fire Protection/Fire Safety

42. Fire Flow: That a fire flow report prepared by a registered professional engineer and demonstrating compliance with the provisions of the Design Manual be approved by the Town Manager prior to issuance of a Zoning Compliance Permit.
43. Fire Department Connection and Fire Hydrant: That the final proposed location for all Fire Department connections and the location and number of new fire hydrants shall be approved by the Town Manager prior to the issuance of a Zoning Compliance Permit.
44. Sprinkler System: That the new building shall have a sprinkler system in accordance with Town Code, which shall be approved by the Town Manager.

Miscellaneous Stipulations

45. Taxation of Office and Commercial Property: That arrangement be made by the applicant such that proposed office and commercial buildings be subject to local and State property and sales taxes, or that provisions be made for annual payment in lieu of such taxes in the event that such properties become tax exempt. The arrangement shall be reviewed and approved by the Town Manager prior to the issuance of a Zoning Compliance Permit.
46. Off-Site Easements: That all necessary off-site utility, construction, access, maintenance, or other required easements shall be obtained and a recorded copy of such easements shall be submitted to the Town Manager prior to the issuance of a Zoning Compliance Permit.
47. Certificates of Occupancy: That no Certificates of Occupancy shall be issued until all required public improvements are complete, and that a note to this effect shall be placed on the final plans.

That if the Town Manager approves a phasing plan, no Certificates of Occupancy shall be issued for a phase until all required public improvements for that phase are complete; no Building Permits for any phase shall be issued until all public improvements required in previous phases are completed to a point adjacent to the new phase, and that a note to this effect shall be placed on the final plans.

48. Detailed Plans: That the final detailed site plan, grading plan, utility/lighting plans, stormwater management plan (with hydraulic calculations), and landscape plans shall be approved by the Town Manager prior to issuance of a Zoning Compliance Permit, and that such plans shall conform to the plans approved by this application and demonstrate compliance with all applicable conditions and design standards of the Development Ordinance and Design Manual.
49. As-Built Plans: That as-built plans in DXF binary format using State plane coordinates, shall be provided for buildings, parking lots, street improvements and all other existing or proposed impervious surfaces prior to issuance of the first Certificate of Occupancy.
50. Construction Management Plan: That a Construction Management Plan, indicating how construction vehicle traffic will be managed, shall be approved by the Town Manager prior to the beginning of construction.
51. Erosion Control: That a detailed soil erosion and sedimentation control plan, including provision for a maintenance of facilities and modification of the plan if necessary, be approved by the Orange County Erosion Control Officer, and that a copy of the approval be provided to the Town Manager prior to issuance of a Zoning Compliance Permit.
52. Silt Control: That the developer shall take appropriate measures to prevent and remove the deposit of wet or dry silt on adjacent paved roadways.
53. Construction Sign Required: That the developer shall post a construction sign that lists the property owner's representative, with a telephone number; the contractor's representative, with a telephone number; and a telephone number for regulatory information at the time of issuance of a Zoning Compliance Permit. The construction sign may have a maximum of 32 square feet of display area and may not exceed 8 feet in height. The sign shall be non-illuminated, and shall consist of light letters on a dark background.
54. Continued Validity: That continued validity and effectiveness of this approval is expressly conditioned on the continued compliance with the plans and conditions listed above.
55. Vested Rights: This special use permit constitutes a site specific development plan establishing vested rights as provided by N.C.G.S. Sec. 160A-385.1 and Section 2.121.1 of the Chapel Hill Development Ordinance.
56. Non-severability: That if any of the above conditions is held to be invalid, approval in its entirety shall be void.
