

**Rezoning, Council Use Permit, Site Plan, and
Design Review Applications**

for

Stillwater Superstition

**West and South of the Southwest corner of
Hampton Avenue and Clearview Avenue**

by:

Stillwater Capital, LLC

Case Nos.: ZON21-00397

Submitted: May 3, 2021

Updated: June 7, 2021

Updated: July 26, 2021

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STILLWATER SUPERSITION

I. INTRODUCTION

Stillwater Capital, LLC¹ (“Stillwater”) is in escrow to acquire 17.52± gross (16.65± net) acres west and south of the southwest corner of Hampton Avenue and Clearview Avenue (the “Site”) and develop it with a high-quality residential community known as “Stillwater Superstition.” Stillwater proposes developing this challenging, in-fill, redevelopment site with a high-quality, highly amenitized multi-family development. The development will contain 395 residences, a density of approximately 23.8 dus/ac.

The Site presently consists of a former K-Mart building (vacant for approximately 4 years) and an in-line commercial retail building (vacant except for a Sally’s Beauty Supply) along the Site’s southern boundary. The present commercial uses are no longer viable due to the ever changing and shrinking physical retail footprint. Additional housing opportunities in the area will provide much needed support to the existing retail further west of the Site. A high-quality multi-family development will also provide housing for people looking to live in an urban-like setting, giving individuals and families the ability to live, work, and shop in close proximity to each other.

To achieve this, Stillwater requests the following:

- Rezone the Site from LC/PAD to LC/PAD;
- Council Use Permit;
- Site Plan approval for 395 residences ; and
- Design Review approval for the Site Plan, Landscape Plan, Building Elevations, etc.

II. SITE AND SURROUNDING AREA

An aerial of the Site is attached as *Exhibit 1*. The Site is designated on the City’s General Plan as Mixed-Use Activity District and is part of a larger area that zoned LC. LC permits multi-family uses with a Council Use Permit between 15-25 dus/ac and a minimum of 60% of the Gross Floor Area reserved for commercial land use classification. The adjacent areas around the Site are designated on the General Plan and are zoned as follows:

Direction	General Plan	Zoning
North	Mixed-Use Activity District; Neighborhood	LC; LI/CUP; PEP
West	Mixed-Use Activity District	LC
South (of the US 60)	Mixed-Use Activity District	LC
East	Mixed-Use Activity District; Employment; Neighborhood	LI/PAD; LI

¹ Stillwater Capital, LLC is a Texas based company that has completed, or currently has in the development pipeline, over 6,000 multi-family units totaling over 1.75B in total capitalization since 2006.

III. PROPOSED REZONING

As discussed, Stillwater is proposing the Site be rezoned from LC/PAD to LC/PAD. Stillwater’s proposed applications and development plans for an upscale, high-quality multi-family development are compatible with the City’s General Plan and are a viable and sustainable solution on a challenging, in-fill redevelopment site. The General Plan’s Goals and Policies identified in *Appendix A: General Plan Compatibility* support Stillwater’s applications. Stillwater’s requests will provide for a coordinated and compatibly arranged variety of land uses in the area through innovative site planning by introducing housing opportunities that will sustain and support the surrounding commercial businesses.

The proposed zoning change is to modify the LC development standards for multi-family residential through the PAD Overlay to allow the Site to development with a high-quality community at a density that will bring additional retail/commercial consumers to the area. Stillwater’s community has been planned with the following development standards (changes noted in **bold**):

Regulation	City of Mesa LC Development Regulations	Proposed Development Regulations
Min. Lot Area (sq. ft.)	10,000	10,000
Min. Lot Width (ft.) – Multi-Family Res.	100	100
Min. Lot Depth (ft.) – Multi-Family Res.	100	100
Max. Lot Coverage (% of lot)	80%	80%
Max. Height (ft.)	30	58
Building Setbacks (ft.)		
Front (Hampton Ave.)	20	20
Side (east)	15	10
Side (west)	15	10
Rear (south)	15	15
Landscape Setbacks (ft.)		
Single residence uses adjacent to non-residential uses	15	7.5 (north) 8 (west) 5 (south) 10 (east)
Separation Between Buildings (ft.)		
- Building height up to 20 ft.	25	25
- Building height between 20 and 40 ft.	30	30
- Building height over 40 ft.	35	35
Max. Density (du/net ac.)	25	25
Minimum Outdoor Living Area (sq. ft./unit)	1 bdr – 60 2 bdr – 100 3bdr – 120	1 bdr – 60 2 bdr – 100 3bdr – 120
Parking	2.1 spaces per du	1.57 spaces per du

Regulation	City of Mesa LC Development Regulations	Proposed Development Regulations
Fence Height – Front Yard (feet)	3.5	6
Building Façade Material – 1 material	50%	70%
Garage Doors Adjacent to each other	3	4

The proposed modifications for building height and side yard setbacks is appropriate when considering the Site’s infill nature, proximity to the US-60, and location in the Superstition Springs Mall area. The Superstition Springs Mall area contains significant commercial developments that lends itself to more intense and dense developments as the area continues to redevelop and redefine itself. The Site is a substantially vacant, in-fill parcel located on the edge of a major-anchor commercial development (Target) at the mid-block of a collector street. Because of the Site’s location the intent is to bring additional building height and more residents to the area, creating more support for the existing retail/commercial developments.

Alternate Compliance:

Stillwater requests alternate compliance for the following items:

- **Per 11-6-3.B.5 of the MZO, no more than fifty percent (50%) of the total facade may be covered with one (1) single material.** It is understood that the Development Standards identified by the City are to encourage higher quality developments, with the expectation that these standards create an environment that is both welcoming and engaging for the residents and visitors of the City. The current building design proposed takes a simple contemporary approach to some of the materials and forms that are already found in the region but brought together in a new composition to present a new take on the multi-family product type. Alternative Compliance is requested to allow for more than fifty percent (50%) of the total façade to be covered by one material in order to achieve the goals of the project: simple, clean, and slightly contemporary. The facades are broken up both in physical nature by the façade moving in and out, along with a change in materials so that it is not a constant, or uninterrupted façade.
- **Per Section 11-5-5.A.4 of the MZO, when multiple garage doors are located within one (1) building, the maximum number of garage doors adjacent to one another shall be limited to three (3), unless there is a break in the building façade between garage doors.** The current building design embraces the use of enclosed parking to provide a secure and shaded option for residents, while also keeping the garage locations in the back and side locations of the project. Minimizing the locations of the garages creates a minor cluster effect, in which an Alternative Compliance is requested to allow for a maximum number of garage doors of four (4) in lieu of three (3).
- **Per Section 11-30-9 of the MZO, please bring all external downspouts internal. If downspouts are proposed as a design feature, the thoughtful consideration of placement and material are necessary.** The use of external downspouts is a design feature and opportunity to add some texture to the elevations/facades. All downspouts will be located carefully to stay within the design rhythm developed for the facades, with most tucked within or beside features that allows the downspouts to be less intrusive. The

downspouts will be made with pre-finished metal, in a darker finish to match adjacent metal features and coping.

Stillwater's proposed redevelopment of an existing, dilapidated, vacant commercial development likewise satisfies the PAD criteria found in Section 11-22-1:

A. Well designed and integrated open space and/or recreational facilities held in common ownership and of a scale that is proportionate to the use;

The design of layout of Stillwater's proposed development creates unique and usable open space areas for residents and guest to enjoy. Appropriately designed amenity areas are conveniently located to provide opportunities for residents to socialize, interact, and recreate. The amenities and open space area are held under common ownership.

B. Options for the design and use of private or public streets;

The Site is a challenging in-fill site with no changes proposed to the existing public streets. Hampton is fully built.

C. Preservation of significant aspects of the natural character of the land;

There is nothing remarkable about this vacant commercial development that would require retention or preservation with the redevelopment. As is shown on the exhibits, the proposed layout and elevations bring an exciting, fresh development to the area, providing critical support to the struggling existing commercial developments.

D. Building design, site design, and amenities that create a unique and more sustainable alternative to conventional development;

Stillwater has created a community that is attractively designed, aesthetically landscaped, and provides an appropriate use of this challenging, in-fill redevelopment Site. The proposed design and layout provide convenient, safe, and attractive pedestrian connections throughout the development to the existing retail/commercial developments west and north of the Site. Particular attention has also been given to provide pedestrians with convenient access to centrally located amenities and open space areas.

E. Sustainable property owners' associations;

The development will be managed by a single property management company.

F. Maintenance of property held in common ownership through the use of recorded covenants, conditions, and restrictions; and

There is only one property owner for the Site, therefore there is no need for recorded covenants, conditions, and restrictions.

G. Single or multiple land use activities organized in a comprehensive manner, and designed to work together in common and in a synergistic manner to the benefit of both the project and the neighboring area.

The location of the buildings throughout the Site creates a development that is appropriate for the Site and surrounding area, with the three-story buildings arranged along the perimeter of a large central courtyard, creating a neighborhood inspired by great public squares across the United States. This orientation provides opportunity for every internally facing unit to engage the amenity and common area, allowing for great sightlines across the square and its amenities. The four-story

building is located on the northeast portion of the Site and completes the corner of the grand public amenity square. This building is designed with its own smaller, more intimate courtyard with an open end that flows into the larger central square. Incorporating two unique and connected amenity spaces provides variety and choice for an amazing residential neighborhood experience.

IV. COUNCIL USE PERMIT

Residential uses are permitted in the LC District with approval of a Council Use Permit (“CUP”). Per Section 11-31-31(A) of the Zoning Ordinance, a multi-family development with multiple-story buildings (as proposed by Stillwater) must have commercial uses in a minimum of 60% of the gross floor area of all the buildings within the development and have a maximum density of no more than 25 dus/ac. Stillwater requests that its development and satisfaction of this criteria be analyzed when looking at the significant amount of existing commercial developments in the area, starting with Superstition Spring Mall and head east toward the Site—an area that is zoned LC. When looking at the substantial amount of existing commercial development, it becomes evident that far greater than 60% of the area will remain commercial uses. *See Exhibit 12, Commercial Context.* The redevelopment of the Site includes leaving approximately 2 acres along Hampton Avenue for future commercial development.

Additionally, the CUP review criteria and Stillwater’s responses are as follows:

1. The use is found to be in compliance with the General Plan, Sub-Area Plans and other recognized development plans or policies, and will be compatible with surrounding uses; and

As is detailed in *Appendix A: General Plan Compatibility*, Stillwater’s proposed development is supported by several Goals and Policies within the General Plan. Commercial uses on this Site are no longer viable and sustainable given the Site’s location (mid-block along a collector street—Hampton Avenue), lack of visibility from a major arterial street (Power Road), and ever-changing commercial retail market. Redeveloping an almost entirely vacant commercial center with a high-quality multi-family development makes good land uses sense. The additional residents will provide much needed support to the existing commercial developments.

2. A finding that a plan of operation has been submitted, which includes, but is not limited to, acceptable evidence of compliance with all zoning, building, and fire safety regulations; and

The proposed development plans comply or will comply (upon review by City Staff) with zoning, building, and fire safety regulations.

3. A finding that a "good neighbor policy" in narrative form has been submitted, which includes, but is not limited to, descriptions of acceptable measures to ensure ongoing compatibility with adjacent uses; including measures to assure that commercial activity will remain as a viable activity on this site; and

As described in greater detail throughout this Narrative, the multi-family land use is compatible and supports the existing commercial retail developments. Multi-family housing in the Superstition Springs area will provide new opportunities for people to live, work, shop, and play near each other. The redevelopment of the Site will leave approximately 2 acres for future commercial development (along Hampton Avenue) and still preserves existing commercial activity in the surrounding area.

4. Evidence that acceptable documentation is present demonstrating that the building or site proposed for the use is in, or will be brought into, substantial conformance with all current City

development standards, including, but not limited to, landscaping, parking, screen walls, signage, and design guidelines; and

As described in this narrative and exhibits, Stillwater Superstition is in or will be brought in to substantial conformance with the City's development standards, except as modified by the PAD Overlay.

5. The overall project conforms to the intent and character of the zoning district and is part of a well integrated mixed-use project.

Stillwater Superstition conforms to the intent and character of the LC zoning district. The design of the development described in this narrative and exhibits demonstrate a commitment to creating a high-quality development that meets the City's standards and Design Guidelines.

V. SITE PLAN AND DESIGN REVIEW

As is depicted on the *Preliminary Site Plan* attached as *Exhibit 2*, careful consideration has gone into planning Stillwater Superstition. Stillwater has created a community that is attractively designed, aesthetically landscaped, and provides an appropriate use of this challenging, in-fill redevelopment Site. *See Exhibit 3, Landscape Plan, Exhibit 4, Amenities Plan, and Exhibit 5, Perspectives.* Stillwater Superstition is a gated community that will consist of approximately 395 residences at a density of approximately 23.8 net du/ac. The proposed design and layout provide convenient, safe, and attractive pedestrian connections throughout the development to the existing retail/commercial developments west and north of the Site. Particular attention has also been given to provide pedestrians with convenient access to centrally located amenities and open space areas. *See Exhibit 13, Pedestrian Circulation.*

Stillwater Superstition contains a combination of 3- and 4-story buildings. The buildings are appropriately located throughout the Site, with the three-story buildings arranged along the perimeter of a large central courtyard, creating a neighborhood inspired by great public squares across the United States. This orientation provides opportunity for every internally facing unit to engage the amenity and common area, allowing for great sightlines across the square and its amenities. The four-story building is located on the northeast portion of the Site and completes the corner of the grand public amenity square. This building is designed with its own smaller, more intimate courtyard with an open end that flows into the larger central square. Incorporating two unique and connected amenity spaces provides variety and choice for an amazing residential neighborhood experience.

The primary entrance for the development is from Hampton Avenue, north of the Site. A grand sense of arrival is created at this primary entrance through lushly landscaping, monument sign, and entryway. The axis of the entry drive is oriented so that residents and visitors are taken into the Site along the drive with the leasing and amenity building lying at the terminus of the drive. There are parking spaces for guests and a circular drive for drop-off and pick-ups. In keeping with the design of a town square, vehicular circulation is achieved at the perimeter of the buildings with pedestrian circulation being achieved around the site on both the exterior and interior of the square.

A. Landscaping, Amenities, and Open Space

The overall landscape theme is inspired by the Sonoran Desert with accents of lush, native and native adapted, desert oasis landscaping at focal points to create an environment of luxury resort living at Stillwater Superstition. *See Exhibit 3, Preliminary Landscape Plan.* As shown

on the Conceptual Landscape Plan, the design, elements, and materials create a sense of community and neighborhood, both echoing the architectural character and responding to the desert landscape surrounding it. The elements and features are designed to create a “sense of place” and a permanence achieved by relating the elements to the “human scale” and integrating with the architecture.

The landscape palette is a combination of native and non-native plant material that draws from the lush desert look and feel of an adapted Sonoran Desert residential experience. The use of palms at the community entry and pool area creates a sense of priority and a resort style look and feel. The landscape palette provides a diversity of colorful plant materials that enhance the community environment throughout the year with a variety of compositions, texture, and seasonal color. The hardscape and pedestrian amenities throughout the Site integrate design cues from the architectural vernacular and design elements of the building architecture. Together these elements embrace the architecture of the proposed buildings and blend with the existing built environment of the area.

Stillwater Superstition has been planned with quality amenities consistent with Stillwater’s desire to create an upscale community where residents will be able to play, relax, or socialize in a pleasing environment. **See Exhibit 4, Amenities.** The amenity areas within Stillwater Superstition are designed to enhance the community character and quality of life by providing recreational opportunities and connectivity for residents through the integration of effective internal and external open spaces. The amenity and theming elements have been designed to maintain the overall “sense of place” and the identity of the community. Stillwater Superstition will contain a centrally located main amenity area with additional open space and amenities that are connected by a series of walking paths and trails. The outdoor amenity offering provides active and passive open space for residents and guests to enjoy. Outdoor amenities include a resort style pool and separate spa surrounded by various seating options, both covered and open. Large turf areas for active and passive events and recreation. Various activity nodes, seating areas, lawn games, occur throughout the community space to provide all residence access to outdoor amenities. The activity areas are surrounded by generous landscaping, ramadas, and outdoor kitchen facilities for resident use. A dog park located in the southeast corner of the Site. Indoor amenities include a large recreation facility that houses community spaces for fitness, business services, game room, wi-fi café/rideshare lounge, and mail facilities.

B. Architecture

The proposed architecture for Stillwater Superstition is appropriate for this Site and is compatible with the surrounding area. **See Exhibit 5, Perspectives and Exhibit 6, Building Elevations.** The basis of design for the buildings in this development is born from the clean and simple main massing found in the historical missions and churches of the southwest. With a contemporary interpretation of those forms, the buildings keep their traditional forms and blend with current design approaches. The bright white base stucco exterior of the buildings mimics the limestone cliffs of the Montezuma Castle National Monument miles to the north of the City. Complementing the design of the buildings are natural gray stone and dark gray accents and balconies. **See Exhibit 9, Color and Material Palette.** These material changes enhance the in-and-out movement along the facades creating visual interest and provide warmth and contrast to the buildings. Stillwater Superstition has been designed to meet the intent of the City’s Quality Development Design Guidelines. **See Exhibit 7, Quality Development Design Guidelines.**

The site has a mix of 3- and 4-story buildings. *See Exhibit 8, Floor and Roof Plans.* There are three floor plans: studio, 1-, 2-, and 3-bedroom units ranging in square footage from 506 square feet to 1,392 square feet.

C. Theme Walls, Entry Gates, and Entry Monument

The theme walls, view fencing, and entry monument have been designed to be consistent with the residential building elevations and landscaping theme. *See Exhibit 11, Wall Plan, Elevations, and Monument Signage.* The site elements are a mixture of accent metal, wrought iron fencing, and stucco walls to match the residential building architecture. These elements transition into the landscape with the use of a strong foundation planting palette.

VI. MISCELLANEOUS

A. Parking

Stillwater Superstition is required to provide approximately 829 parking spaces. Due to the unique nature of the Site (infill, redevelopment), Stillwater requests a deviation from the City’s Zoning Ordinance requirement and will provide approximately 625 parking spaces, a ratio of 1.57 spaces per unit. The provided parking is appropriate for the needs of this type of development. The City’s Zoning Ordinance contemplates that 2.1 spaces are to be provided for each dwelling unit, without any distinction between a given units bedroom count, e.g., studio, 1-bedroom, 2-bedroom, or 3-bedroom. With a lower bedroom count per unit, there is a corresponding potential reduction in the amount of parking spaces needed for that unit. Stillwater Superstition will contain 230 studio and 1-bedroom units (approximately 58% of the total number of units) and 135 2-bedroom units. Because of the significant amount of studio/1-bedrooms, the proposed ratio of 1.57 spaces per unit is appropriate. *See also Exhibit 14, Parking Study.*

B. Phasing

It is anticipated that Stillwater Superstition will be constructed in one phase.

C. Grading and Drainage

The Preliminary Grading and Drainage Plan is attached as *Exhibit 11.* All project drainage systems will be designed and constructed in accordance to the latest MAG Standard Specifications and Details and the latest City of Mesa Standard Details and Specifications. Onsite drainage (including adjacent half-street areas) and retention shall consist of some onsite surface retention and an underground storm drain system that will be designed to capture storm water runoff according to the City’s calculation requirements.

VII. PROJECT TEAM

Developer:

Stillwater Capital, LLC
Attn: Thomas Hoy
4145 Travis Street, Suite 300
Dallas, Texas 75204

Architect:

OMNIPLAN
Attn: Stephen Lohr
1845 Woodall Rodgers Freeway, Suite 1600
Dallas, Texas 75201

Landscape:

ABLA
Attn: Andrew Baron
Colin Hansen
310 E Rio Salado Parkway
Tempe, Arizona 85281

Civil Engineer:

Sustainability Engineering Group
Attn: Ali Fakih
Tadamon Mohammed
8280 E. Gelding Dr., Suite 101
Scottsdale, Arizona 85260

Traffic Engineer:

CivTech, Inc.
Attn: Dawn Cartier
10605 N. Hayden Road, Suite 140
Scottsdale, Arizona 85260

Zoning & Entitlements:

Burch & Cracchiolo, P.A.
Attn: Brennan Ray
1850 N. Central Avenue, Suite 1700
Phoenix, Arizona 85004
Phone: (602) 234-8794

VIII. CONCLUSION

Stillwater Superstition is an exciting, high-quality multi-family development that makes good use of this challenging, infill, redevelopment Site. The proposed Rezoning, CUP, Site Plan, and Design Review approvals are supported by the City's General Plan and are compatible with the surrounding area. Stillwater Superstition creates a sustainable solution for this Site and an attractive presence in the area. We request your approval.

Stillwater Capital, LLC

APPENDIX A: GENERAL PLAN COMPATIBILITY

Stillwater Superstition proposed Rezoning, CUP, Site Plan, and Design Review applications are supported by the City's General Plan goals, objectives, and policies as follows:

Guiding Principle 1: Create and maintain a variety of great neighborhoods.

Key Element 1: Safe, Clean and Healthy Living Environment

- Initial site planning and design/redesign that includes application of Crime Prevention Through Environmental Design (CPTED) standards.
- Maintenance of streets, sidewalks, street lighting, etc. to ensure roadways, paths and trails are safe; improve lighting where needed.
- Avoiding incompatible land uses and/or providing appropriate transitions between uses.
- Encouraging new development and redevelopment that improves walkability between housing and key amenities and services.
- Locate and design public spaces so that there is a high degree of natural surveillance.
- Provision of active outdoor open space for all ages.

Key Element 2: Build Community and Foster Social Interaction

- Providing pedestrian systems that link residents to neighborhood focal points to naturally bring people together.

Key Element 3: Connectivity and Walkability

- It is also important to design and maintain neighborhoods to be walkable. Walkable neighborhoods have streets, sidewalks, and trails designed and maintained to help people feel safe and comfortable using them.
- Block lengths developed consistent with the character area standards.
- Trees and shade provided along streets and pedestrian ways consistent with the character area standards in a way that does not interfere with night time lighting of the street, sidewalk and paths.
- Utilizing Crime Prevention Through Environmental Design standards and techniques for the design of lighting, landscaping, and buildings along streets.
- Encouraging a development pattern that provides easy, multimodal access to shopping, work, recreation, and other nearby amenities.

Key Element 4: Provide for Diversity

- Having a variety of housing types provides interest to the built environment and provides the opportunity for differing people to live in close proximity to one another. The variety of housing also allows people to stay in the same neighborhood as their housing needs change throughout their life.
- Neighborhoods become interesting place to live when you can encounter a variety of people. Diverse and inclusive neighborhoods allow people of different incomes, ages, races, and ethnicities to gather and get to know each other which make the community stronger.

- Encouraging a variety of dwelling types within each area of the community consistent with the character area standards and not allowing an over concentration of multi-residence dwellings in an area.

Key Element 5: Neighborhood Character and Personality

- Reviewing new/reuse developments for the elements needed to add to the surrounding community and create a unique sense of place.
- Requiring the use of high-quality architecture, building materials and landscape design and maintenance in all developments.
- Creating neighborhood boundaries and limiting through traffic into the neighborhoods.
- Supporting new development and redevelopment projects that support the identity of the neighborhood, and rejecting proposals which fail to do this.

Key Element 6: Quality Design and Development

- Reviewing all development projects for conformance with high-quality design/construction standards.
- Requiring that all building facades that face a street or public space have architectural interest.
- Using a variety of high-quality, durable materials that are appropriate for this climate.
- Unique public or community spaces that provide a focal point to draw people together.
- Maintaining a pedestrian scale and attractiveness along streets

Neighborhoods Policy P1: Encourage the appropriate mix of uses that will bring life and energy to neighborhoods while protecting them from encroachment by incompatible development.

Neighborhoods Strategy S5: Investigate strategies and incentives to encourage appropriate infill and property reuse consistent with neighborhood goals and values.

Housing

- Providing a mix of high-quality housing options throughout the city, in conjunction with supporting uses and activities, is the key to achieving the goal of creating and monitoring a variety of great neighborhoods.
- Encouraging the integration of a mix of housing options in each area of the city.
- Requiring the application of Crime Prevention Through Environmental Design principles to the development and redevelopment of multi residence projects.
- Requiring architectural design, outdoor space, and amenities that will maintain value over time, and including a requirement for perpetual maintenance of these original design features.

Housing Policy 1: Encourage a range of housing options in all areas of the city in order to allow people to stay in their neighborhood as their housing needs change.

Redevelopment

Redevelopment P2: Encourage and facilitate infill development that improves the quality of the neighborhood.

Transportation

Transportation Goal 2

- Objective 2 – Make walking safe, convenient and enjoyable while encouraging social interaction in public places.