

The City of Lake Forest
Plan Commission
Proceedings of the March 13, 2019 Meeting

A meeting of the Lake Forest Plan Commission was held on Wednesday, March 13, 2019, at 6:30 p.m., at City Hall, 220 E. Deerpath, Lake Forest, Illinois.

Commission members present: Chairman Kehr and Commissioners Michael Freeman, Monica Ruggles, Guy Berg, Stephen Douglass and Susan Athenson

Commissioners absent: Commissioner Remo Picchietti

Staff present: Catherine Czerniak, Director of Community Development

1. Introduction of Commissioners and staff and review of meeting procedures.

Chairman Kehr asked the members of the Commission and staff to introduce themselves and reviewed the meeting procedures followed by the Commission.

2. Consideration of the minutes of the February 13, 2019 Plan Commission meeting.

The minutes of the February 13, 2019 Plan Commission meeting were approved as submitted.

3. Public Hearing and Action: Consideration of a request for approval of: 1) an amendment to an Annexation Agreement, 2) an amendment to an existing Special Use Permit to allow a change of use from office/commercial to institutional (assisted living/memory care facility) and commercial, 3) variances from established setbacks, 4) a site plan for the proposed institutional use, 5) a conceptual site plan for future commercial uses, 6) tree removal and circulation plans and 7) a tentative plat of subdivision. The property is located on the southeast corner of Route 60 and Saunders Road, commonly known as **Amberley Woods**.

Property Owners: Pendulum Lake Forest Partners, LLC (Jason P.C. Smith 50% and Middleton Partners, LLC 50%)

Developer: Oakleigh Development, LLC (Bill Biermann, Dan Thies, Dan Truetzel, Scott Sachtleban, Jim Koman)

Representatives: Jason Smith and others

Chairman Kehr introduced the petition. She asked the Commission to declare any conflicts of interest or Ex Parte contacts. Hearing none, she swore in all those intending to speak.

Mr. Callaghan, O'Donnell, Callaghan and Haddad, stated that he is the attorney for the petitioner, Oakleigh Development, LLC. He stated that representatives of both the petitioner and property ownership are present at the meeting. He stated that

the subject of the hearing is an eight and a half acre parcel which is part of the Amberley Woods subdivision which totals about 38 acres. He stated that the request is for an amendment to the annexation and development agreement and a request for resubdivision of lots 25 and 27 into three lots. He stated that if approved, Oakleigh Development will acquire the new south lot and construct a 110 bed assisted living and memory care facility on the site. He stated that the northern portion of the eight and a half acre site will be retained by Pendulum Lake Forest Partners, the current owner of the entire site. He stated that Pendulum proposes future development to include a mix of restaurant, retail, hospitality and service uses. He noted that the staff report recommends that the proceedings be referred to the City Council to allow the Council to weigh in on the proposed use. He stated that the petitioner supports that approach but would like the Plan Commission to weigh in with a recommendation on the proposed assisted living and memory care use so the City Council can take the Commission's views into consideration.

Mr. Smith stated that he is looking to the Commission for guidance on the change of use proposed for the property. He stated that after buying the property four years ago, he began meeting with the City staff to discuss various concepts for the site. He acknowledged that currently, the site is proposed for office and small scale commercial uses. He stated that he understands that there is continued interest in restaurant and retail uses on the site. He stated that during his ownership of the property, he has hired different retail brokers to promote the site and stated that the current proposal, incorporating an assisted living and memory care facility, is the result of the efforts of the brokers to date. He noted that the property is located at the first intersection east of the Tollway and presented a map showing the location of retail uses to the west, in Vernon Hills. He stated that those uses compete with this site in addition to competition from the businesses in the Lake Forest Central Business District. He reviewed the proposed plan for the site; the short term plan now before the Commission for consideration with 100 beds of assisted living and memory care, and the conceptual plan envisioned for the future with commercial uses on the northern portion of the site. He noted that the commercial uses could include a restaurant, a bank and a strip commercial center. He stated that he is currently negotiating with restaurant operators but commented that without approval of changes to the currently approved plan, he cannot discuss terms of a lease. He reviewed the landscape plan. He said that he met with residents of Amberley Woods and has a clear understanding of what they would like to see on the property. He stated that he is proposing to relocate the berm to the east side, partially on the neighboring property along with some of the existing trees to screen views of the new development from the condominiums to the west. He said that he is talking with three star restaurants and other commercial uses about locating on the northern portion of the property in the future. He stated that there is a bank interested in locating on the site. He presented an aerial image of the property. He showed conceptual images of a possible future retail building and a site plan acknowledging that the design aspects of the building and the overall site plan would be reviewed when an actual plan is developed for the north part of the site.

He noted that access to the site will be from Saunders Road and from a proposed new access driveway on Route 60. He presented a conceptual image of the proposed assisted living and memory care facility. He stated that although the materials in the Commission's packet suggest a white brick building, a red brick may be used. He noted that the baby boomer generation has always had a profound impact on the world. He stated that today, we are at the edge of the demographic cliff and need to prepare for it. He stated that according to the U.S. Census, baby boomers comprise 26 percent of the population today and the oldest baby boomers are age 73. He stated that in 2029, the last of the baby boomers will turn 65 years old. He stated that at every stage, from infancy to old age, the baby boomers have been a driving factor for investment in the U.S. He stated that at each juncture, the housing market has adapted to the baby boomers age and status. He noted that in the 1980's and 1990's homes were demolished and McMansions built by baby boomers. He stated that today, those homes are flooding the market as baby boomers age. He stated that housing options are needed to serve the baby boomers. He stated that the baby boomers want high quality, best in class services and accommodations.

Dan Thies, partner in Oakleigh Development, stated that his company builds specialty luxury senior living. He stated that the company is headquartered in St. Louis and said that the proposed facility in Lake Forest is the company's first endeavor into the Chicago market. He stated that Lake Forest is a desirable market for their product. He stated that an 80,000 square foot building is proposed with 100 beds; 70 assisted living and 30 memory care beds. He stated that the average resident in their facilities is 83 years old adding that 75% of the residents are female. He stated that construction of the facility will take 12 months from the time a building permit is issued to completion of the building. He stated that in consideration of impacts on City services, there have been preliminary discussions about a room tax of \$50.00 per month, per bed that would be paid to the City.

Mr. Smith stated that the proposed product is a boutique assisted living center as opposed to an institutional use. He explained that the Lake Forest market area for purposes of the proposed use was defined by an analysis of market trends, drive time and local barriers. He stated that in 2018, the Lake Forest market as defined for this project includes 100,000 people in 36,000 households of all ages. He stated that today, 226 assisted living beds and 138 memory care beds exist within the Lake Forest market area. He stated that as of last week, he understands that there is no current availability at Lake Forest Place or at the Sheridan at Green Oaks facilities. He stated that other assisted living and memory care facilities within five miles of this site have occupancies in the 80% range. He stated that there are not enough vacancies in the area to meet the existing demand. He questioned how Lake Forest will meet the increasing need for assisted living over the next 30 years. He stated that of the 36,000 households in the Lake Forest market area as defined for this proposal, 5,400 have at least one resident 75 years of age or older, 14.8 percent of the households. He stated that based on demographic trends, by 2023, the year this facility would be completed, 6,048 households in the area will have a resident 75

years of age or older. He noted that the projections for 2023 represent a 2.3 percent increase over today. He stated that within the identified market area for this project, the aging population is larger than that found in other parts of Illinois or Nationally. He stated that the data shows that there is an existing shortfall of 155 assisted living and memory care beds in the area today which will increase each year. He stated that the intent is to provide a boutique assisted living facility to serve the Lake Forest market area. He noted that just like when Lake Forest Place was built, the proposed facility will be a great amenity to the community. He stated that “boutique” is defined as a small dwelling, not an institution, with between 10 and 100 living units, with upscale accommodations and unique selling points. He stated that the units are individualized with common areas including a library, theater, wellness facilities and many extras.

Bill Biermann, Oakleigh Development, presented images of the proposed building noting that the building can be tailored to fit any architectural style. He stated that they toured the community and designed a building that is compatible with the other buildings in the community. He showed images of the amenities in the building and presented conceptual images of the interior of the units. He stated that they want people to be comfortable and have very active lifestyles. He stated that living space and staff will need to be commensurate with what residents have experienced over the course of their lives. He said that based on their experience, most residents who will move to the facility already live in Lake Forest adding that 75 to 80 percent of the occupants of the facility will come from within a three mile radius of the building. He stated that people want to stay in the community so this spot is ideal to fill a need.

Mr. Smith stated that a cost benefit analysis was completed to look at the cost of emergency medical services needed to support the proposed facility. He stated that the analysis assumed conservatively that 20 percent of the demand for service would come from existing residents who move into the facility noting however that Oakleigh Development projected that 70 percent of the residents in the facility will be from Lake Forest so only limited new calls for emergency service would be created. He stated that using the methodology of 20 percent, the cost to the community for additional emergency medical services to serve the facility would be \$640,000 over 20 years, adjusted for inflation. He noted however that if 70 percent of the residents in the facility are from Lake Forest, residents who would have created a demand for City services anyway at their homes, the true cost of additional demands on emergency services would be more in the range of \$240,000 over a 20 year period. He stated that Oakleigh Development is proposing a room tax of \$50 per occupied bed, per month which will generate about \$900,000 over a 20 year period. He stated that a cost benefit analysis was also completed for future development of the remaining portion of the site with retail and restaurant uses. He stated that those uses have the potential to generate more than \$8.2 million in incremental revenues for the City over a 20 year period and revenues for local school districts. He stated that the study used a 77,000 square foot assisted living facility, 15,000 square feet of retail space and two stand-alone restaurants as a

basis for the analysis. He added that there would also be intangible benefits from the proposed developments. He stated that a restaurant will provide service to an underserved area and enhance the value of surrounding properties. He stated that the development will help current senior residents. He reiterated that he met with residents in the area and in response to their concerns, Oakleigh Development offered to build a cul-de-sac at the west end of Amberley Court exactly the way the neighbors want it. He stated that he will work with the neighbors on landscaping and berms to meet their requests. He stated that the success of attracting retail uses to the site requires that approvals be in place. He stated that the approvals are necessary in order to quote rents to tenants. He stated that he needs an understanding of what changes will be approved for parameters such as setbacks, height, buildable area and the costs associated with the development. He stated that this site needs to be looked at in the context of the closest competition, Vernon Hills. He noted that Vernon Hills approved a \$20,000,000 tax increment financing district in order to get the new development on the northeast corner of Route 60 and Milwaukee Avenue built. He stated that the developer was required to build out the site for retail use, or face penalties. He stated that the development has great tenants but also still has some vacancies. He noted other new development and redevelopment planned on the existing Sears', Macy's and Gregg's sites in Vernon Hills will produce more competition for retail and restaurant uses. He stated that offering tax increment financing provides a major competitive advantage for developers. He stated that he understands that the current approvals for the Amberley parcel support office, restaurant and retail uses. He stated that when he purchased the property he understood that 80,000 square feet of office space was approved in the form of two buildings with retail and restaurant uses. He stated however that the approved uses and plan is not his preference. He noted that when Whole Foods considered the site, the zoning setbacks were an issue. He stated that at his request, 11 of the largest commercial brokers in the area submitted letters in support of reducing the setbacks along Route 60 to 25 to 60 feet. He summarized stating that he believes the Amberley Woods parcel is a great location for assisted living, retail businesses and restaurants. He stated that in the absence of a tax increment financing district, Oakleigh Development will provide the financing necessary to develop a retail and restaurant destination on the site. He acknowledged that the staff report recommends consideration of the change of use before considering the site plan. He stated that he is interested in receiving feedback on the proposed use.

Ms. Czerniak reviewed the recommendation in the staff report which is to focus first on the request for approval of a change in use on the site. She stated that out of respect for the petitioner's time and money, and the Commission's time, rather than spend several meetings reviewing the site plan and discussing the technical aspects of the proposed development and engaging consultants to help do so, the question of change of use should be addressed first. She stated that the Amberley Woods site, totaling about 38 acres, has a long history noting that the current approvals for the 8.5 acre parcel were developed after a comprehensive look at the Route 60 Corridor which included a community visioning session. She stated that

comprehensive, long term planning is consistent with the City's long established processes. She stated that it is appropriate at this time to ask whether the plan and uses currently approved for the site; office, ancillary retail, service and restaurant uses, are still in the best long term interest of the community but that reconsideration should be done in the context of the larger area, not incrementally on a parcel by parcel basis. She stated that to incrementally approve changes to the zoning, uses and the established development parameters without further study could be short sighted. She stated that the 8.5 acre parcel of the larger Amberley Woods site is a unique parcel in the community in that it is the only available parcel located at the City's western gateway, with prominence on Route 60, directly across from the entrance to Conway Office Park, and adjacent to the Tollway. She stated that the established zoning and plans have long envisioned this parcel as being developed with uses to support and enhance Conway Park and residents in the area. She stated that the property is zoned Transitional District given its location between office and residential uses. She stated that the Transitional District allows residential development, with a minimum of three acre parcels as a by right use and other uses if approved through the Special Use Permit process. She stated that the current zoning and Special Use Permit authorize development of the site with two office buildings with ancillary commercial uses incorporated into the buildings and adaptive reuse of the existing residence for commercial or office uses. She stated that the Transitional District zoning permits uses that are supportive of the surrounding office development and is intended to provide for preservation of natural resources as part of any development. She noted that an initial review of the preliminary engineering plans that were submitted for the southern portion of the site was completed however; she explained that staff stopped short of doing a full analysis of the plan and technical studies. She stated that in the past, the Commission and petitioners have expressed frustration in cases where significant time is spent reviewing the details and technical aspects of plans only to find out later that the proposed use is not consistent with the established zoning and Comprehensive Plan, or, not compatible with the surrounding, established uses. She stated that considering the change of use request at the outset will provide clear direction for all parties. She stated that based on staff's review of the petition to date, there is some question whether assisted living is the highest and best use of this site for the long term. She noted that assisted living places a significant demand on the Fire Department due to the call volume for ambulances. She stated that based on experience and available data, assisted living facilities on average, generate one call, per bed, per year. She added that access to the proposed facility by way of a left turn or u turn through the intersection of Route 60, Field Drive and Saunders Road, just off the Tollway, presents further challenges and could increase the duration of each of the calls. She added that the property is prominently located at the entrance to Lake Forest and could provide opportunities in the future for the uses as originally intended, or other uses if determined to be appropriate. She reviewed that the staff report recommends denial of the petition based on the inconsistency with current approvals and that the City Council direct that the Route 60 Corridor be reviewed as part of the next phase of the update of the City's

Comprehensive Plan. She stated that this approach will allow the Amberley Woods parcel to be reconsidered in the context of the larger area.

In response to questions from Commissioner Douglass Ms. Czerniak confirmed that there is a fee charged for ambulance calls that involve a transport. She stated that depending on whether each particular situation involves private pay or insurance reimbursement, the amount the City receives varies. She added that the cost invoiced does not fully cover the cost of providing the service, purchasing and maintaining the necessary vehicles and equipment, and supporting staff throughout the department who are involved with emergency services. She noted that one of the impact fees paid by Lake Forest Place included the purchase of a new ambulance for the City. She stated that as part of the detailed review of the petition, the City would bring in an independent consultant to review and opine on the conclusions reached by the cost benefit analysis completed by the petitioner. She explained that multi-family residential uses such as apartments and condominiums are distinguished in the City Code from continuing care, assisted living and nursing homes because of the services that are provided to residents of the latter which are not provided in standard multi-family buildings.

In response to questions from Commissioner Douglass, Mr. Smith stated that the house, which is designated as a Local Landmark, is in bad shape and is in a bad location on the property. He stated that unless there is a compelling economic reason to save and reuse the house, it will likely come down as part of any development of the site, or will remain unused. He stated that he supports preservation in general.

Commissioner Douglass noted that given the intention to create a unique boutique type assisted living product, the landmarked residence could present the opportunity for adaptive reuse of the building as the entrance or for common spaces in the facility.

In response to questions from Commissioner Freeman, Ms. Czerniak noted that the Working Group for the first phase of the Comprehensive Plan update recently completed its work and draft updates for that phase, which covered the Waukegan Road business district, will be presented to the Commission in April or May. She stated that the second phase of the update is set to get underway and suggested that the Commission could recommend to the City Council that a study of the Route 60 Corridor be included in the upcoming phase. She stated her expectation that the update of the Comprehensive Plan pertaining to the Route 60 Corridor could be completed by the end of the calendar year.

Commissioner Freeman expressed concern about holding up the petitioner for that length of time and suggested that if that approach is taken, the review of the Route 60 Corridor be expedited.

In response to questions from Commissioner Freeman, Mr. Smith confirmed that the assisted living/memory care facility is proposed at two stories, not three stories as reflected in the materials in the Commission's packet. He noted that a change was made since the materials were submitted. He acknowledged that the impervious surface calculations submitted to the City do not incorporate the entire site. He stated that the full calculations will be developed and submitted for future review.

In response to questions from Commissioner Ruggles, Ms. Czerniak stated that subdivision of the property into three lots is proposed. She stated that if the petition as now presented is approved, construction of the assisted living facility will proceed with the commercial development anticipated in the future as tenants are confirmed. She clarified that the south portion of the property will be sold to Oakleigh Development and the rest of the site will remain in the current ownership.

In response to questions from Commissioner Ruggles, Mr. Smith stated that he has talked to many potential tenants and many brokers about the site and stated that there is a great deal of interest from restaurants and other commercial uses. He stated that by the time construction gets underway on the assisted living and memory care facility, he expects commercial tenants to be lined up. He stated that the access roads, cul-de-sac on Amberley Court, berms and landscaping on the site will all be installed at the front end of the process, after the site is cleared.

Commissioner Ruggles stated that if the site plan is considered by the Commission, a detailed plan for the entire site should be presented, not just a plan for the assisted living facility with a concept for the rest of the property showing parking areas and commercial building pads for future development. She stated that at the time the site plan is reviewed, she will have many questions.

In response to questions from Commissioner Berg, Ms. Czerniak stated that the approved plans for the site establish a 150 foot setback along Route 60. She stated that as part of the discussion about the potential for a Whole Foods grocery store on the site, there was support for some reduction of the setback however, that plan was never finalized. She stated that originally, the 150 foot setback was established along Route 60 to present a consistent landscape dominant entrance to the community. She stated that for a previous petition, staff prepared a graphic illustrating the existing setbacks for development all along Route 60. She agreed to provide that graphic to the Commission as part of future discussions. She confirmed that the Westmoreland care facility on the hospital campus was recently demolished. She stated that at this time, other than a plan for a more centrally located access road, there are not yet specific plans for the south campus of the hospital and it is not clear whether assisted living or other types of housing for seniors will be incorporated on the campus.

In response to questions from Commissioner Berg, Mr. Biermann confirmed that no medical care or skilled nursing will be available in the facility. He said that the facility will be more like a hotel or residential efficiency apartment adding that it is

not the place to live for people who need ongoing medical care. He confirmed that the facility is similar to other facilities that have recently opened in the general area.

Commissioner Berg observed that the building appears to be designed as a series of retail spaces.

In response to questions from Commissioner Berg, Mr. Smith stated that the assisted living facility is designed with references to the architecture of the community.

Commissioner Athenson noted that in 2001, she participated in visioning sessions for the Route 60 Corridor. She stated that the discussions focused on how parcels in the area relate to each and on the desired character of the area as a whole. She stated that in 2006, she was on the Building Review Board when the overall Amberley Woods development was considered. She noted that a great deal of time was spent on discussing the transitional nature of the site and considering how a development on the site could best fit in with the surrounding area, office to the west and north, and residential to the south and east. She stated that the uses on the site were intended to support the surrounding development and not cause negative impacts. She noted that consideration was given to small scale offices and restaurants. She noted that the parcel is wooded and there was much discussion about preserving some trees and the house, and creating an asymmetrical development.

In response to questions from Commissioner Athenson, Mr. Biermann stated that Oakleigh Development has completed many developments and once this development is completed, the nearby residents and residents of the assisted living facility will visit the shops and restaurants. He stated that the assisted living and memory care facility will provide a nice transition from the busy corner to the residential area. He stated that the assisted living facility will fill a need in the community.

In response to questions from Commissioner Athenson, Mr. Smith explained that in order for him to be successful in attracting restaurants to the site, he needs to sell the south portion of the property to Oakleigh Development. He stated that Oakleigh Development will build the roads which will essentially be an economic incentive to help him develop the remainder of the property for commercial uses. He stated that in the four years since he has owned the property, he hired commercial brokers to bring in retail and restaurants. He stated that he could have developed the site for professional or medical offices. He stated that he has wasted three years trying to find restaurant or retail tenants. He stated that with the assisted living facility, he will be in a better position to bring in one or more quality restaurants. He stated that there are many uses that could locate on the site. He stated that when he met with the neighbors, the two concerns were screening and construction of a cul-de-sac. He stated that if he develops the site with office buildings, he will not build a cul-de-

sac. He stated that he was told not to worry about the historic designation of the house.

Commissioner Athenson noted that the house is designated as a Local Landmark and stated that designation will need to be considered as part of any development of the site. She questioned how an institutional use fits in with the surrounding area. She stated that the plan as presented appears to be more like a Vernon Hills development with extensive pavement and little landscaping. She expressed concern that the entire property is proposed to be clear cut at the outset, before uses are identified for the remainder of the site. She noted that the character of Route 60 is landscape dominant.

In response to questions from Commissioner Athenson, Mr. Thies clarified that the proposed facility is not an institutional use. He stated that the facility is a community of residences where people live and receive mail. He stated that he would be happy to preserve some elements of the site, the trees and the house. He suggested that perhaps some of the bricks from the residence could be reused at the entrance to the facility adding that there may be other opportunities as well. He acknowledged that this site is at the entrance to the community and must be awesome.

In response to questions from Chairman Kehr, Mr. Thies stated that there is no independent living in the facility. He confirmed that if residents need help with daily tasks like dressing or bathing, staff will be available to assist but medical will not be available.

Chairman Kehr stated that it is a disadvantage that the Comprehensive Plan update has not yet progressed to this area to revisit the long term plan for the Route 60 Corridor. She stated that the study could help determine whether or not a change to the current zoning and approved plans for the site would be in the best long term interest of the City. She commended the petitioner for soliciting letters from key commercial brokers including several past Plan Commissioners. She stated that if the site is intended to be developed with commercial uses, she would support reconsideration of the current 150 foot setback. Hearing no further questions from the Commission, she invited public comments and swore in all those intending to speak on this item.

Dr. Somberg, 210 Saunders Road, stated concern about the impacts of the proposed development on the residential properties to the east of him unless a buffer is provided to screen the proposed use. He stated that he is concerned about traffic on Route 60 noting that he uses the intersection of Route 60 and Saunders Road all of the time and it is a choke point. He stated that office and retail uses may increase traffic in the area. He stated that an assisted living facility will serve the community and could provide a good buffer for the adjacent residential uses. He stated concern about stormwater and flooding that could result from additional impervious surface in the area. He questioned the engineering

analysis that was done in the past for the area. He noted that if any more water is directed toward his property, it would be devastating. He noted that if the remainder of the property is intended for restaurant uses, it could lie fallow, rather than be developed. He noted that Lovell's restaurant closed. He stated that office space may be workable on the site, rather than commercial. He stated that he is concerned about the proposal to clear cut the site noting that there should be a tree buffer at the entrance to the community. He stated that an assisted living facility may have less impact on the surrounding residential homes than office buildings or commercial uses.

Ross Landsman, 40 Canterbury Court, stated that he is the President of the Stonebridge Homeowners' Association which represents 84 residents. He stated that Stonebridge is to the east of the Amberley Woods development. He stated that he has had numerous meetings with the City's engineering staff and has appeared before the Plan Commission in the past when this property was discussed. He noted that the Amberley Woods detention ponds empty into the Stonebridge detention ponds. He stated that the proposal now before the Commission does not propose any change to that condition but appears to add more impervious surface to the site. He stated that consideration should be given to directing stormwater from this site directly into the Route 60 storm sewer system. He concurred with the recommendation in the staff report to deny the request for a change of use to allow an institutional use on the site. He stated that the current plans do not provide sufficient information and do not meet the requirements of the Lake County Watershed Development Ordinance. He stated that in previous discussions of the site, he identified five areas where the plans then presented did not meet the minimum standards of the Ordinance. He stated that the Stonebridge residents had to file a lawsuit to get the Amberley Woods developers to rectify one of the problem areas. He stated that after the litigation was filed, Amberley Woods agreed to reduce the size of the restrictor plate which controls the outflow from the Amberley Woods ponds. He explained that the plate was too large and allowing too much water to flow too quickly into the Stonebridge pond. He stated that the current plans and documents do not fully account for the proposed impervious surface which is more than was approved as part of the original Amberley Woods plan, and more than the ponds were sized to accommodate. He noted that the original plans also required an additional detention pond at the northwest corner of the 8.5 acre parcel. He noted that what is now proposed is a small reflecting pond rather than a pond designed to retain water on the site to help to address stormwater issues. He noted that the Ordinance requires a design that filters out 70 percent of the hydro carbons for new developments with parking lots of the proposed size. He stated that he saw nothing on the drawings submitted that meet that requirement. He asked that the Commission insure that the requirements of the Ordinance are fully satisfied before recommending approval of the plan.

At the request of Chairman Kehr, Ms. Czerniak confirmed that the City has adopted and abides by the Lake County Watershed Development Ordinance. She stated

that the City contracts with Gewalt-Hamilton, an outside firm for City Engineering services.

Mr. Urbanek, 2025 Amberley Court, stated that he lives two lots south of the site proposed for development and will likely be directly impacted. He thanked Mr. Smith for agreeing to install a cul-de-sac at the end of Amberley Court which is a private road. He stated that as a homeowner, he is concerned about ambient light and noise, including sirens, associated with the proposed development and the impact on the homes and neighborhood. He noted that as proposed, the service dock of the assisted living facility will face his home and others. He noted that food service trucks and trash removal will occur in that area. He asked what kind of restrictions will be put in place to mitigate the impact of those activities located so close to his home. He stated that a high, landscaped berm will be needed to block the line of sight to this area from the homes.

Chairman Kehr noted that the Commissioner received Mr. Urbanek's letter.

Keith Krebs, 1815 Amberley Court, stated that he and his family have lived in the Amberley Woods courtyard homes six and a half years predating other residents in the area. He stated that of the plans presented for this parcel so far, this plan appears to be the most favorable and solves the two biggest issues which in his opinion have slowed buildout of the Amberley courtyard homes; it provides certainty about how the site will be developed and terminates Amberley Court with a cul-de-sac. He stated that the assisted living facility appears to be a good transition between the office and residential uses. He stated that this proposal is more attractive than the Whole Foods proposal. He stated that as part of the review of the Route 60 Corridor, consideration should be given to the adjacent homes and how they relate to, and may be impacted by, uses along Route 60. He stated that potential buyers of the remaining 19 lots along Amberley Court may be scared away by the uncertainty of how the eight and a half acre parcel will ultimately be developed. He stated that with the cul-de-sac, the remaining lots will be more attractive.

Scott Phelps, Artistic Director, Citadel Theater, stated that the Citadel Theater is located at the Lake Forest High School West Campus. He stated that he has been involved with Citadel for 16 years. He stated that Citadel has developed relationships with assisted living and independent senior living facilities in the area. He stated that an assisted living facility is a good use in combination with a theater. He stated that in his opinion, it would be a shame to have the proposed assisted living use go somewhere else. He stated support for a 100-bed assisted living facility, restaurants and retail uses at the corner of Route 60 and Saunders Road.

Deborah Fischer, Lake Bluff resident and local residential and commercial realtor, stated that she is a volunteer on the City's welcome home campaign. She stated that she is offering comments as an individual, not as a representative of any group. She stated that she is hearing support for the proposed assisted living use on the site

with future commercial development. She stated that she began paying attention to this parcel when Whole Foods moved on to Vernon Hills. She stated that she approached the developer and City about the concept of a boutique hotel on the site along with restaurants and retail. She stated that the plan would look similar with the boutique hotel in place of the assisted living facility. She stated that she is perplexed why changing the use from a boutique hotel to an assisted living facility is not supported by staff noting that the number of beds would likely be the same. She noted however since the City Council gave an exclusive incentive to a hotel in Conway Park, hotels will not be looking at this site. She stated that the proposed height of the assisted living facility would be the same height as the condominium buildings and would be more welcoming and more aesthetically pleasing than an office use on the site. She questioned whether more office space is needed in the area. She stated that approval of the assisted living use will allow the remainder of the property to be developed with restaurants. She stated that restaurants will meet the needs of the residents in the assisted living facility. She pointed out that residents already living in the community will be moving into the assisted living facility therefore, there should not be an increase in ambulance calls. She asked the Commission to support the proposed change of use.

Cissy Cappola, 1800 Amberley Court, stated that she is an eight and a half year resident of the Amberley Woods condominium building. She stated that her unit faces south and west. She noted that the development team for the proposed project is strong adding that the City should be ecstatic about the people involved in the project. She stated that Mr. Smith told her that the berm along Route 60 and the mature trees on it will be relocated to the east side of the property to serve as a buffer between the development and the condominiums. She stated that under the Whole foods proposal, the property was going to be clear cut and a big box store was going to be built. She stated that under that plan, there was no transition from commercial to residential uses. She stated that an assisted living facility will create less traffic than a hotel or commercial use.

John Poust, 1755 Newport Court, stated that retail uses in this location should be of the type that will serve the office park and the community. He noted however that there does not appear to be any walking paths into the area from the surrounding residential area.

Corky Petersen, 594 Beverley Road, stated that he believes that the proposed use is a good transition product and will work better on the site than a big box store or office center. He stated that a senior living facility makes perfect sense at this location noting that it does not create a need for parking or generate traffic. He noted that alternately, the site could be developed with 100 apartment units which would add more traffic to the area. He stated that the 150 foot setback along Route 60 is not appropriate noting that the Waukegan business district does not have setbacks of that magnitude. He stated that the number of trees proposed for removal is reasonable. He stated that Conway Park was likely clear cut prior to development and noted that Route 60 Park was likely clear cut for the soccer fields.

He stated that to ask these developers to save trees is unfair. He stated strong support for the project.

Rick Swanson stated that he currently lives in Lake Forest and Scottsdale, Arizona. He stated that he is the architect for the proposed retail buildings on the site. He noted that he has history with the site and originally intended to preserve the existing house for adaptive reuse. He stated that he designed the Amberley Woods condominium building and the first houses. He stated that the eight and a half acre site is a transitional site adding that he was pleased to hear that Jason Smith bought the property noting that he knows him and his family. He stated that Jason Smith worked with him on various options for the site. He stated that he should have removed the trees from the site earlier noting that the community has become spoiled by the fact that the trees are there. He stated that development of the site will require the trees to be clear cut to the Conservancy Area located to the south of the parcel. He stated that the site needs to be looked at pragmatically. He stated that he is pleased that there is a positive dialogue about moving forward with development of the site. He stated that in his opinion, a senior care facility provides a good transition between the office park and the surrounding nice residential communities. He stated that it will be difficult to lease retail space located on the back portion of the site. He stated that if the site is not developed with a senior living facility, it should be developed with a boutique hotel and a shopping village. He stated that there is no better developer for this site than Jason Smith. He stated that time kills all deals. He asked the Commission to look at the proposed plan seriously noting that the developer is paying interest on the property.

Hearing no further requests to speak from the public, Chairman Kehr thanked all those who spoke for the informative comments and ideas. She invited final questions from the Commission.

In response to questions from Commissioner Athenson, Ms. Czerniak confirmed that currently, the property is zoned Transitional District and approved for office and ancillary commercial uses.

Chairman Kehr offered the developer an opportunity to respond to public comment.

Mr. Smith thanked everyone who spoke. He stated that he will address the drainage concerns working with the engineers. He stated his intention to create buffers between the proposed development and the residential properties and construct a cul-de-sac. He stated that he wants to work with the neighbors and wants them to be happy. He stated his intention to develop a place for people to go, an amenity for the area. He noted that the idea of reconsidering the uses and development plans for this area through the Comprehensive Plan update is new to him. He reiterated that holding the property is a significant burden. He stated that when he bought the property four years ago, he could have proceeded with development of the site as approved, but chose not to do so. He stated that he has considered

numerous site plans and wants to develop the site in a way that supports the existing office uses and residents in this area.

Chairman Kehr invited final comments from staff.

Ms. Czerniak reviewed options for Commission action noting that the petition could be continued with direction to staff to conduct a detailed review of the site plan and the studies submitted to date by the petitioner. She noted that the review would include many of the topics raised during public testimony including, but not limited to stormwater management, terminating Amberley Court in some way that does not negatively impact the tree preservation area reflected on the plat of subdivision, review of the cost benefit analysis and market study, consideration of how the inclusionary housing provisions of the Code will be addressed, berms and landscape screening. She offered a second option. She noted that the Commission could forward a recommendation to the City Council to deny the current petition based on inconsistencies with current zoning and approvals along with a recommendation that the City Council advance review of the Route 60 Corridor through the Comprehensive Plan update. She stated that reviewing the existing zoning, Comprehensive Plan designation and prior approvals for this area would allow for a broad and thorough consideration of whether changes in this area are in the best long term interests of the community.

Chairman Kehr invited final comments from the Commission.

Commissioner Douglass stated that the suburban office market is depressed largely because the baby boomers who prefer to work in the suburbs, are no longer working. He stated that younger people prefer to work in the City. He stated that he does not believe that the approved plan for the site is viable today. He stated that the word “institutional” sounds bad and stated that in his opinion, assisted living and memory care are not bad uses noting that they are residential uses with support services. He stated that the assisted living facility is symbiotic with the neighboring residential uses and with retail because it will provide consumers for the retail. He noted that that retail will be symbiotic with the office and residential uses. He stated that he is in favor of considering the proposed change of use.

Commissioner Ruggles stated that after listening to the presentation and public comments she believes that a change of use for the site could be a potential solution. She stated that based on the petitioner’s description of what is proposed, the development would be basically high end, luxury apartments for the elderly in combination with commercial uses. She stated that if that solution is reached through review of the Comprehensive Plan for this area, she may be able to support that approach. She stated concern about the vast amount of pavement proposed adding that the proposed access off of Route 60 and the proposed construction of new berms to screen the use from the adjacent residential development will need discussion if this comes back to the Commission.

Commissioner Berg said that he recently looked at assisted living options for his mother noting that the community lost the Westmoreland facility on the hospital campus. He said that the prospect of having an alternative to someone leaving the community to receive care is attractive. He noted however that as proposed, the facility does not provide a continuum of care in that skilled nursing support is not available in the facility so ultimately, residents may still need to move out of the community at some point. He commented that having the proximity of some activity, retail and restaurants, near the proposed assisted living facility is a good notion. He observed that the site plan is mostly asphalt adding that it will be important to insulate the facility from the parking and pavement since it is being described as a residential use. He stated that he understands that time is important to the developer but stated support for coordinating consideration of the requested change of use with the Comprehensive Plan update. He stated that the plan now proposed could help stimulate discussion. He stated that the request for changes to the approved plan and zoning should not be done in an incremental fashion but instead the Comprehensive Plan update for this area should be advanced. He noted that the Lake Forest community has differentiated itself from other communities through careful and comprehensive planning. He stated that Route 60 has an established character, much different than corridors in other communities noting that the character was intentionally established.

Commissioner Freeman stated support for referring the discussion of the requested change of use to the City Council. He stated that as he has voiced in the past, the petitioner should not be asked to detail plans and present studies if the answer is going to be that the use is not supported. He stated that if the petitioner is going to hear "no", that message should be sent sooner, rather than later. He stated that the City Council is in the best position to direct next steps. He commented that the proposed use is institutional in that it will impact City services differently than residential development. He noted that consideration should be given to whether the proposed location is the right place for this type of use or whether a more central location in the community, closer to the hospital would be better for the community long term. He stated that the City has a Comprehensive Plan and development of this site should be consistent with that Plan, or with a revised version of the Plan. He stated however that he does not favor holding the petitioner up until the end of the year before a ruling is issued on the petition. He stated his hope that the City Council directs reconsideration of the Comprehensive Plan for the Route 60 Corridor in a timely manner. He acknowledged that the petitioner needs zoning entitlements in order to negotiate with potential tenants. He stated that to facilitate modifications to the current approvals, a detailed plan of the entire site should be presented, not just a plan for a portion of the site with a concept for the remainder. He stated that approach can result in a misunderstanding of what the future uses and development might be. He stated that the Commission is limited because of the Transitional District zoning on the property adding that it would be premature for the Commission to weigh in on the proposed change of use without direction from the City Council to do so. He stated that it is not the Plan Commission's purview to reverse the work completed in the past that directs how this area should be

developed but instead, it is the Council's purview to direct whether changes should be considered. He noted that the property is zoned Transitional District which is intended for uses that are additive and complimentary to, and interactive with, the nearby office uses. He stated that the proposed assisted living use does not appear to help the nearby office development. He stated that if this project does move forward, the development should be presented as a complete plan, a village, as opposed to being presented as independent lots. He added that the Transitional Zoning District calls for preservation of natural features on and adjacent to the development. He noted that the Annexation Agreement and the zoning district both speak to the historic nature of the home and the adaptive reuse of the structure. He stated that it is up to the City Council to direct whether that requirement is still important. He noted that the Transitional District also states that uses should enhance the range of entertainment options and businesses in the area. He stated that although the assisted living facility would not contribute to the office uses, it would likely not negatively impact the adjacent residential area. He stated that he is pleased that a two story building, rather than a three story building is proposed for the assisted living facility. He acknowledged that what was originally contemplated for the property may not be viable today. He stated that for the reasons he stated, and absent a review of the entire parcel, the Commission has no choice but to review the petition under the current zoning and approvals. He stated support for moving forward with a broad review of the area in light of the proposed plan reiterating that he does not support delaying the petitioner for an extensive period of time.

Chairman Kehr noted that the Plan Commission would be the body reviewing the Comprehensive Plan if directed to do so by the City Council and after review, would forward a recommendation to the City Council.

Commissioner Athenson thanked the petitioner and all those who spoke. She stated that this is a difficult parcel and noted that it is appropriate to give careful consideration to what is the appropriate transitional use for the property. She stated that people support some commercial use of the property to enhance the neighborhood and to provide services that are not available in the area. She questioned whether the proposed assisted living use is appropriate for the site adding that she is not convinced that it will enhance and support the uses already established in the area. She stated that the proposed facility may create impacts due to ambient light, traffic and emergency medical services that are needed to support the residents. She stated that the assisted living use does not appear to be consistent with the established vision for the site or the character of the area. She acknowledged that 45 foot tall office buildings may not be viable on the site today but noted that they were intended as a transition between the larger office buildings and the residential uses and were set away from the residential neighborhood and sited closer to the corner of Route 60 and Saunders Road. She encouraged consideration of a mix of uses for the site, uses that are appropriate for the gateway to Lake Forest. She stated that the proposed site plan appears to be similar to developments in Vernon Hills rather than a plan that reflects the landscape

dominant character of Lake Forest. She stated that a landscaped parking lot should be considered rather than a large swath of hardscape. She stated that she does not support changing the zoning to allow an institutional use on the site but instead, supports commercial and a mix of uses with green space and walking paths, uses that are more supportive of and interactive with the surrounding uses.

Chairman Kehr noted that when the site plan is considered in depth, the cost for independent reviews of aspects of the plan including stormwater management and traffic and review of the market and cost/benefit studies will be borne by the petitioner. She stated that she is in favor of forwarding a request to the City Council for direction on the proposed change of use adding that she agreed that the review process should be expedited. She invited a motion.

Commissioner Freeman made a motion to deny the request to amend the Annexation, Subdivision, Development and Settlement Agreement, not the use; and to refer the matter to the City Council to provide direction on whether any changes to the currently approved zoning, uses, site plan or development parameters for the Amberley Woods development as a whole should be considered. He added that the Commission recommends to the Council that to the extent it is possible to do so in a timely manner, the reconsideration should occur as part of a review of the overall Route 60 Corridor and/or as part of the Comprehensive Plan update for this area. He clarified it should not be a requirement that consideration of the changes requested as part of this petition be part of a larger review but if so, the review should occur in a timely manner.

The motion was seconded by Commissioner Ruggles.

Commissioner Berg questioned whether the motion should indicate that the Commission is open to consideration of a change in use to support assisted living.

Commissioner Freeman clarified that his motion recommends denial of the request, not the proposed use.

In response to questions from Commissioner Ruggles, Ms. Czerniak stated that her understanding of the motion is that the Commission is not weighing in one way or another on the use, but recommending denial of the request based on inconsistencies with the zoning and prior approvals which are still in place today. She added that the Commission is recommending that the City Council conduct, at the earliest possible time, a study of the larger Route 60 Corridor to determine if changes should be made to the zoning, use, site plan or development parameters for this property or others in the area.

Chairman Kehr noted that direction on whether the proposed use is acceptable would be helpful before the petitioner incurs additional expenses developing plans and conducting studies.

Commissioner Athenson pointed out that the last time visioning sessions were held to consider this area was 2001. She noted that dramatic changes have occurred in this area since that time. She stated that it may or may not be appropriate to modify the development parameters or uses given the development that has occurred. She noted that this area has been identified as a gateway to the community and questioned what that means in terms of development. She stated that the question should be asked whether the proposed use serves the neighborhood and will enhance the area over the long term. She stated that it is worth a larger review of the area before approving incremental changes.

Chairman Kehr stated that any study of the area should consider the specific concerns raised to date including the clearing of so many trees, the amount of impervious surface, the need for commercial development to have visibility, buffering of the condominiums and courtyard homes, the cul-de-sac, screening of service areas and pedestrian connections. She noted however that there are no existing sidewalks along Route 60.

In response to questions from Commissioner Athenson, Ms. Czerniak confirmed that a pedestrian/bike path is planned along Route 60. She noted that new development is required to construct pedestrian paths along the road frontage of the development. She confirmed that if the City Council directs that a study of the area be conducted, there will be various opportunities for interested parties to participate in the process even prior to the matter coming before the Plan Commission for formal public hearings. She stated that the motion on the table gives good direction to the City Council.

Commissioner Freeman reiterated that when a development proposal for the Amberley Woods parcel comes back to the Commission, it should come back as a plan for the overall site. He clarified that his motion recommends that if a larger study is conducted it be done in a timely manner to the extent possible, but noted that is up to the Council to determine.

Chairman Kehr recognized Mr. Callaghan and agreed to let him comment at this point in the Commission's deliberations.

Mr. Callaghan stated that if the recommendation goes to the Council as a denial; that will be problematic. He stated that if the Commission concurs on the use, but does not feel it can proceed with a detailed review of the plan, the Commission could ask the City Council for direction on the use and if approved, the petition can be remanded back to the Commission for a detailed review. He noted that the City Council can take whatever course of action they deem appropriate to study the appropriateness of the use. He noted that if the petition is denied, the petitioner will need to start over. He expressed an interest in keeping the petition alive until direction is provided on the change of use request.

Chairman Kehr responded stating that she is not prepared to weigh in one way or another on the proposed institutional use. She commented on the market study noting that some questions remain for her.

Ms. Czerniak offered that the denial could include a recommendation that if the use is supported, re-application fees for the petition be waived or, she noted that the Commission could recommend that the petition be tabled. She stated that continuing the petition implies that the review of the site plan is in progress and that could send the wrong message to the petitioner at this point in the process.

Commissioner Freeman asked that the matter be returned to the Commission for a vote reiterating that the motion requests direction on the proposed use ideally through an expedited study of the site in the context of the larger Route 60 Corridor. He stated that the spirit of the Commission's discussion is that the petitioner should not be faced with additional costs.

Chairman Kehr called the question.

The Commission voted 6 to 0 to approve the motion.

The Commission took a brief recess.

4. Public Hearing and Action: Consideration of a request for approval of the tentative and final plat of resubdivision and overall site plan for the second phase of the McKinley Road Redevelopment. The second phase of the development is proposed on property currently addressed as 711 McKinley Road and a portion of the property currently addressed as 697 McKinley Road. Property Owners/Contract Purchasers: 711 McKinley LLC (Todd Altounian 50%, Peter Witmer 50%), Church of the Covenants (697 McKinley Road)

Chairman Kehr asked the Commission to declare any conflicts of interest or Ex Parte contacts. Hearing none, she swore in all those intending to speak and invited a presentation by the petitioner.

Mr. Witmer stated that since the last meeting, they have made some changes in response to the Commission's questions and discussion and talked with the neighbors. He noted that the issues raised at the last meeting included a request to consider expanding the green space, maintaining a visual terminus at the east end of the road, looking at pedestrian access to and through the site, providing dimensioned plans, illustrating the relationship of the buildings to those at Regent's Row, conducting a sun study and talking with the neighbors. He presented a revised site plan explaining that expanding the green space toward the Library is not consistent with the Library's wishes or the need for additional parking spaces. He stated that approach is also not consistent with the initial idea for the development. He stated that instead, the green space is proposed to be expanded by having it extend across phase two and three of the development. He presented a plan

illustrating the proposed expanded green space and a graphic comparing the size of the green space to the Greensward in Market Square. He presented a conceptual building envelope for the phase three building noting that with the expanded green space, the phase three building will still provide the opportunity to locate an architectural element at the terminus of the road. He reviewed a model of the proposed development and the surrounding area. He presented bird's eye images of the development in the context of the surrounding area. He stated that rather than a stockade fence near the open space, a lower open, metal fence is now proposed. He presented renderings of the proposed phase two building from various perspectives. He presented a plan of pedestrian pathways and connections to and through the site and reviewed the alignment of the pedestrian paths with the stairway from the train station. He reviewed a graphic comparing the scale, proportions and driveway width of the phase one and two buildings with those of the Regents Row development. He noted that the proposed phase two building is not as long as the first building or as long as the Regents Row buildings. He reviewed the square footage and layout of the units on each floor and reviewed a plan of the below grade garage. He presented a study of the sunlight that will reach the green space at different times of day and at different times of the year. He noted that since the last meeting, he has talked with the neighbors about ways to mitigate the impact of construction including steps that can be taken to redirect drainage from the site. He stated that the construction staging area will be moved south on the site, away from the streetscape. He stated that a separate construction entrance will be added to keep construction vehicles off of the north/south roadway that is used by residents of the phase one building. He stated that the Westminster streetscape will be landscaped and fenced on a temporary basis to make the area appear less like a construction site. He stated that an interim grading and drainage plan will be submitted to the City for review and approval by the City Engineer prior to the issuance of a building permit. He stated that the neighbors requested the opportunity to be involved in discussions about phase three of the project early in the design phase and he agreed to do that. He stated that at the last meeting, there was a fair amount of discussion about a fence on top of the retaining walls adjacent to the parking ramp. He showed an image of the proposed metal railings. He noted that in response to a question about the roof of the penthouse on the phase one building raised at the last meeting, he stated that adjustments will be made on the second building to insure that the roof is flat. He reviewed the plat of subdivision which is presented to the Commission for action.

Ms. Czerniak stated that the petition is before the Commission for a recommendation on the plat of subdivision. She stated that since the last meeting, staff has looked more closely at the alignment of this plan with the previously approved master plan and confirmed that the plan is in close alignment with the approved plan. She noted that the proposed use is exactly what was contemplated and the overall layout is consistent with the plan. She noted that the property and the building are a little wider as a result of successful negotiations with the Church and the ability to acquire 20 feet of the Church property. She noted that discussions with the Church were specifically encouraged by the City Council.

She noted that the open space on phase two is generally the size reflected in the master plan adding that as now presented, the plan contemplates expanding the green space to the east on to a portion of the phase three area. She stated that from the staff perspective, the plan for the second phase of the development is consistent with the master plan. She stated that unlike the Amberley Woods property for which a specific site plan was approved through an Annexation, Development and Settlement Agreement and adoption of an Ordinance, the master plan in this case is intended to establish only a general framework for how the development is intended to take shape. She stated that the master plan clearly contemplates dedication of a small portion of land to the Library site to square it off and provide the opportunity for additional parking on the level portion of the Library site. She stated that with respect to phase three of the development, a condition is included in the staff report recommending that the City Council direct the Plan Commission to reconsider and refine the master plan and development parameters for that area given the transitional nature of the parcel and the fact that the area has expanded to include the parcel that fronts on Westminster. She stated that residents in the area will be notified of those early meetings adding that the developer has committed to reaching out to the neighbors as well to discuss early concepts for the phase three area. She stated that a condition requiring submittal of an interim grading and drainage plan for the construction staging area is also included in the staff report.

Chairman Kehr invited questions from the Commission to the petitioner or staff.

In response to questions from Commissioner Athenson, Ms. Czerniak stated that the phase three area is anticipated for development rather than open space. She noted that the Purchase, Sale Agreement for the parcel contemplates that the site will be available for development with a residential use. She acknowledged that agreements can always be changed. She stated that the transfer of a small parcel of land, for Library parking, was included in the master plan.

In response to questions from Commissioner Athenson, Mr. Witmer stated that it is his understanding that the Church does not have any immediate plans for the 20 foot strip of land which will be retained by the Church but wants the ability to use the property, as part of the larger site, in the future. He confirmed that the Building Review Board recommended approval of the design aspects of the second building. He agreed to give consideration to whether a fence, or just landscaping, should be used to separate the green space and the parking. He noted that the landscape plan will be refined as the site development proceeds.

Commissioner Athenson stated that her reference to Regents Row was not about the size of the building, but more about the architectural style which is more residential than the building now proposed. She stated that Regents Row has clipped ceilings, is two and a half stories, and is subordinate to other buildings in the Central Business District as opposed to three stories with a walkout terrace like the proposed building which reaches almost four stories. She stated concern about the

massiveness of the building and its relationship to Market Square, the Library and the Church. She acknowledged that the building was approved by the Building Review Board.

In response to questions from Commissioner Ruggles, Ms. Czerniak confirmed that as presented, the expanded open space would be part of the phase three approvals. She stated that the Plan Commission will have oversight over the phase three plan. She confirmed that as part of the Commission's early review for the third phase, more specific development parameters could be developed around building footprints, heights, setbacks and focal points.

In response to questions from Commissioner Ruggles, Mr. Witmer stated that the fence along the south property line is proposed at 42 inches to allow for visual connectivity to the Library.

In response to questions from Commissioner Freeman, Ms. Czerniak confirmed that the sale of the City property to the developer is based on the assumption that the property will be developed for multi-family residential use. She confirmed that when the third phase comes back to the Commission for discussion, more information about the intended development, as documented in the Purchase, Sale Agreement, will be provided.

In response to questions from Commissioner Freeman, Mr. Witmer confirmed that the fence along the Library property line will be kept low and will have an opening for a pedestrian walkway. He stated that an access path for emergency vehicles is not needed through the open space area.

Chairman Kehr thanked the petitioner and staff for responding to the questions and requests from the last meeting. Hearing no further questions from the Commission, Chairman Kehr invited public testimony.

Mr. Donovan noted that he submitted a letter detailing the impacts of the recent construction on his home including diminished property values and drainage. He stated that he brought in his own engineering firm to better understand the drainage impacting his property. He acknowledged that he has had numerous communications with the developer and City staff adding that he is encouraged by the cooperative efforts. He stated that some grading changes in the construction staging area occurred without proper approvals in the past. He reiterated that corrective action seems to be planned but stated that there are still uncertainties as to how the project will evolve from a construction standpoint and in relation to the approved master plan. He stated that the prior construction caused detrimental impacts to his property and his family. He asked the Commission to defer action on the current petition until corrective action is taken and future direction is clearer.

Chairman Kehr noted that her understanding is that the City Engineer will continue to be involved in the review of the interim drainage and grading plan, and its implementation, to insure that off- site impacts are minimized.

In response to questions from Commissioner Athenson, Ms. Czerniak reviewed that the City will require an interim grading and drainage plan specifically for the construction staging area. She explained that the plan will be reviewed and will be subject to the approval of the City Engineer. She stated that if desired, a meeting can be scheduled with the City Engineer, Mr. Donovan, and his engineer. She stated that any improvements required by that plan such as inlets, swales or berming, will need to be completed before the issuance of a building permit for the second building. She added that the City is committed to looking at whether there are other off-site improvements, away from the construction site, that may offer a benefit recognizing that Mr. Donovan's property is located in somewhat of a bowl and receives water from various directions.

Chairman Kehr noted that review of the interim drainage and grading plan should be incorporated into the conditions if this petition moves forward.

In response to a question from Commissioner Athenson, Mr. Donovan noted that his concerns are detailed in his letter.

In response to questions from the Commission and Mr. Donovan, Mr. Witmer stated a commitment to continuing to work with Mr. Donovan to address his concerns. He stated that any interim improvements required by the City Engineer will need to be installed prior to the issuance of the building permit. He stated that he has walked the site with Mr. Donovan and talked very specifically about some ideas that will be incorporated into the plan and specific actions that will be taken.

Chairman Kehr commented that it appears that all parties are willing to work together in good faith and encouraged them to do so.

In response to questions from Chairman Kehr, Mr. Witmer stated that the shell of the building will take about 10 to 12 months to complete and the interior buildout, four to six months beyond that. He stated that the interior buildout will depend in part on how quickly the units are sold. He noted that they are still building out a few of the interiors of the first building. He stated that the noisy activity, the outside activity, should be completed within a year. He confirmed that there are some buyers lined up for units in the second building. He stated that with respect to the third phase, the intent is to start talking with the neighbors right away to hear ideas and concerns. He confirmed that he gave careful thought to the expanded open space and its impact on the third phase of the project before suggesting it.

In response to questions from Chairman Kehr, Catherine Lemmer, Executive Director of the Library, stated that the Library Board has been advancing discussions for about two and a half years about redevelopment of the Library to serve the

community long into the future. She stated that all of the concepts envision the Library going up or underground, not further to the north on the current site.

Hearing no further comments, Chairman Kehr invited final comments from the Commission.

Commissioner Berg stated support for the extension of the green space and location of an architectural element at the east end of the road.

Commissioner Ruggles stated support for the staff recommendation and for recommending to the City Council that the Commission be directed to revisit the concepts and development parameters for the third phase of the development. She stated that she too supports the extension of the green space noting that it will enhance the development. She commended the overall design and massing of the second building. She stated her hope that consideration of the third phase will return to the Commission soon for discussion.

Commissioner Douglass stated that the petitioner did a good job answering the questions raised by the Commission at the last meeting. He agreed that it would be helpful for the Commission to discuss phase three before a plan is developed.

Commissioner Athenson thanked the petitioner for the information provided. She stated support for expanding the green space but noted that she is not in favor of a building in the phase three area but instead, would like to see the entire parcel remain as green space. She stated that at this time, there is too much uncertainty about what will happen in the phase three area. She stated support for the pedestrian pathways through the development from various directions. She encouraged the City to look at the pedestrian crossing on Deerpath, in front of the Library to insure that it is properly marked and well lighted noting that Library employees and patrons use the upper Gorton parking lot and cross Deerpath at that location. She added that the cross walk is not regularly plowed and can be dangerous. She stated that the second building as proposed impacts the character of the neighborhood and is not consistent with the guidelines in the master plan. She stated that the building is too tall and too massive. She stated that the proposed building looks like a converted warehouse as opposed to appearing more residential in nature, like Regents Row. She stated that the building will be a significant change in the neighborhood and will dominate the Library and Church. She stated that is not what was intended by the master plan.

Hearing no further comments from the Commission, Chairman Kehr invited a motion.

Commissioner Freeman made a motion to recommend approval of the plat of resubdivision for the second phase of the McKinley Road Redevelopment to the City Council subject to the following conditions of approval.

1. Prior to recording the Plat of Condominium with Lake County, the following conditions shall be satisfied:
 - a. The plat shall be subject to final review and approval by the Director of Community Development and City Engineer. (All owners of record must sign the plat prior to recording.)
 - b. All applicable fees must be paid in full prior to recording of the plan.
2. Recommend that the City Council direct the Plan Commission to review and refine the concepts and development parameters for Phase 3 of the development and to the extent possible, without disclosing confidential terms of the contract, recommend density and open space parameters for the Commission's consideration.
3. The City Engineer is directed to review the construction staging area prior to and throughout construction of phase two.

Ms. Czerniak agreed to provide details of the Purchase, Sale Agreement to the Commission at the time phase three is reviewed, to the extent legally possible.

The motion was seconded by Commissioner Douglass and approved by a 5 to 1 vote with Commissioner Athenson voting nay for the reasons she previously stated.

5. **Public Hearing and Action:** Consideration of a request for a Special Use Permit to authorize Scouts, a casual restaurant, to occupy space in an existing building at **950 N. Western Avenue**, commonly known as Westwood Square. A portion of the proposed restaurant is located within 150 feet of property zoned for residential use.

Property Owners: Westwood Center LLC (Todd Altounian 25%, Nicole Altounian 25%, Jennifer Bianchi 25%, James Altounian II 25%)

Tenant: Scouts, Jason Akemann, Bottleneck Management, partner

Representative: Peter Witmer, architect

Chairman Kehr asked the Commission to declare any conflicts of interest or Ex Parte contacts. Hearing none, she swore in all those intending to speak.

Mr. Akeman introduced the petition and himself noting that he moved to Lake Forest two years ago and lives about 300 yards from the proposed restaurant. He stated that he was born into the restaurant business and started washing dishes in his family's four star restaurant at seven years old. He stated that he has worked every position in various restaurants and has been involved in restaurant projects all over the Country. He stated that he now works for himself. He stated that at the age of 25, he opened a bar across from Wrigley Field which he just sold earlier this year. He stated that he has built a business with 42 corporate employees and 1,500

restaurant employees. He stated that he has restaurants in seven different states and five restaurants currently under construction, including one in Disney Springs, Orlando. He stated that today, his business has 16 operating restaurants as an outgrowth of that original bar. He stated that this project for him is not about any of that, it is a “solo album”. He stated that this restaurant is his attempt to give back to this community in the best way that he knows how and fill a gap that he sees in the community. He stated that today, there are two distinct types of restaurants in town. He stated that the Central Business District is the place for restaurants, not the outskirts of the community. He stated that restaurants are revitalizing neighborhoods and towns if they are invested in properly. He said that he sees an opportunity for a restaurant at this location that serves the family community as well as the restaurant diner. He stated that a multi-generational restaurant is possible if it is designed properly and serves approachable, accessible and casual food at a price point that allows many residents to participate. He stated that he has three children under seven and knows that it is difficult to find a restaurant that works well for his family. He stated that he first got involved in this project after Mr. Altounian consulted him about the viability of a restaurant at this location. He stated that he kept looking at the space and driving by and became more and more interested. He noted that he came to the conclusion that it could work and then developed a plan that makes sense for the type of operation that he wants to bring to Lake Forest. He stated that it was never a question of whether he was going to open a restaurant in Lake Forest, but a question of when and where. He described the restaurant noting that as proposed, it is a little over 6,000 square feet and will seat 200 to 210 inside and seasonally, 40 to 50 outside. He explained that a 60 seat restaurant in the City equals a 200 seat restaurant in the suburbs because there is only one peak time and not as much opportunity to turn tables over for a second seating in the suburbs. He said that he carefully thought about the right size for this restaurant and what is needed to make it work without overreaching. He noted the location of the restaurant in the building on the Western Avenue street frontage, in the portion of the building that is furthest away from the adjacent residential development. He stated that he gave careful consideration to the location of services needed to support the restaurant and the potential for noise and traffic impacts on nearby residents. He stated that deliveries of major items will occur once or twice a week, between 8 a.m. and 4 p.m. He stated that he does not plan to have employees in the restaurant earlier than 8 a.m. He stated that the building configuration provides the opportunity to take deliveries in the alley without blocking the street or alley. He noted that trucks will be able to turn off their engines while parked on the south side of the building, away from the neighboring homes. He stated that the one-way alley, entering from Woodland Road and exiting on to Western Avenue, will make it clear to truck drivers how to move through the site. He stated that the building is well set up for garbage removal with the collection areas located off the alley, around the building, adding that they are sufficient in size to handle dumpsters. He stated that he anticipates garbage pickup every day, except Sunday, adding that mid-afternoon pickups are best for his business. He stated that he will have between 20 to 30 employees on site at any one time and stated that employees will be required to use the public lots on the east side of the

railroad tracks noting that he will likely purchase permits at least for management staff. He stated that he is experienced in enforcing employee parking regulations and reiterated that he lives just a couple blocks from the site and he will be watching. He noted that although there is not a large parking lot near the entrance to the building, there are 20 surface parking spaces on the site and 40 more spaces under the building. He added that there are plenty of parking spaces along both sides of Western Avenue for customer parking noting that the Lantern and Authentico only have the street parking to rely on for customers. He stated that based on his experience, the available parking is sufficient to meet the needs of the restaurant. He stated his intention to have on site valet service available on the weekends and other times if needed. He provided some specifics about the restaurant noting that it is intended to be a relaxed and casual space that will appeal to all generations. He stated the intent to offer meals for \$12.00 to \$24.00 dollars per person. He explained that the seating will accommodate large groups with booths and tables that are easy to push together for families. He stated that tables will accommodate high chairs and toddlers. He stated his intent to bring successful elements of his other restaurants to Lake Forest, elements that are not currently available here. He stated that the bar will be appropriately sized to accommodate people who are waiting for tables. He said that the kitchen will be visible from inside the restaurant. He pointed out that the entry area is wide and welcoming adding that he is not trying to maximize tables and seats. He commented that most tables will be low, again, to accommodate families, with fewer high tops. He stated that seasonally, tables will be available in the courtyard, internal to the site, within the four walls of the building. He stated that appropriate lighting will be added to the courtyard with perhaps a water or fire feature. He stated that lunch and dinner will be served adding that the anticipated hours are 11:30 a.m. to 11:30 p.m., depending on customer traffic. He stated that the name "Scouts" is intended to connect with the community explaining that he would like to use his experience to serve the community in which he has decided to raise his family.

Ms. Czerniak explained that the proposed restaurant is before the Commission for consideration because restaurants within 150 feet of property zoned for residential use require consideration through the Special Use Permit process. She stated that a portion of the proposed restaurant is within 150 feet of a residential zoning district. She reminded the Commission that a few months ago Kuro, a Sushi restaurant proposed in Westwood Center, was before the Commission for consideration. She stated that the space in which Kuro will be located is wholly within the 150 foot boundary. She stated that Scouts, the restaurant now proposed, is partially located within the 150 foot area. She noted that if the restaurant was outside of the 150 foot area, it would be allowed by right and would not require consideration through the Special Use Permit process or action by the Commission.

Chairman Kehr invited questions from the Commission to the petitioner or staff.

In response to questions from Commissioner Athenson, Mr. Altounian confirmed that on-site parking, in combination with street parking on Western Avenue, will be sufficient to meet the needs of the restaurant during the day, on week days. He stated that as noted, valet parking and use of the public parking lots on the east side of the railroad tracks will likely be needed on weekends. He stated that the goal will be to make it easy for customers. He confirmed that the valet drop off and pick up area will be configured to avoid blocking the flow of traffic on Western Avenue.

In response to questions from Commissioner Athenson, Mr. Akemann stated that proposed restaurant will likely be a level above Chiefs and The Lantern, and below the Deerpath Inn and Market House. He stated that his restaurant will be more casual than MLG and, like The Silo, will fill a niche that is welcoming to families. He noted that niche is filled by restaurants outside of the community, but could be met within the community. He stated that the proposed restaurant will be casual, a place to go after a soccer game.

In response to questions from Commissioner Berg, Mr. Witmer confirmed that the face of the building will be removed and replaced with upgraded materials. He confirmed that windows will be added to wrap around the corner of the building, to the south elevation. He stated that the Building Review Board is scheduled to review the plans for the building at the next meeting. He stated that a substantial investment will be made into the building.

In response to questions from Commissioner Freeman, Mr. Akemann confirmed that he is comfortable with the conditions as proposed by staff.

On behalf of the Commission, Chairman Kehr thanked Mr. Akemann for his interest in the community and for his enthusiasm.

In response to questions from Chairman Kehr, Mr. Akemann stated that parking spaces for pick up services will be located in the surface parking lot on the site or in the below grade parking lot.

In response to questions from Chairman Kehr, Mr. Altounian stated that during the day, about six of the below grade parking spaces may be dedicated to employees in the second floor offices. He stated that in the evenings, and on the weekends, all of the underground spaces will be open and available for customers.

In response to questions from Commissioner Berg, Mr. Altounian confirmed that there is an elevator that provides access from the below grade parking to both the ground level and the second floor. He confirmed that the planter boxes in the courtyard will be removed.

Hearing no further questions from the Commission, Chairman Kehr invited public testimony.

Nicholas Boyaris, 947 Oakwood Avenue, stated that he recently received the notice of the public hearing by Certified Mail. He stated that the letter stated different hours of operation than those stated by Mr. Akemann. He noted that the use of the courtyard for 40 additional seats and the request to allow amplified sound in the court yard were also surprises. He stated that the restaurant as proposed appears to be quite large. He expressed concern about exterior lighting in the alley noting that any lighting should be subdued and directed downward. He expressed concern about people parking in the neighborhood noting that with two restaurants at this location, parking may be tight. He reiterated his concern about the size of the restaurant and potential of impact on his home. He stated that he is not supportive of the proposed restaurant.

Roberta Boyaris, 947 Oakwood Avenue, stated that she lives in the house located closest to the restaurant. She expressed concern about outdoor dining in the courtyard noting that when Donati's was located in the development, they could hear noise from activity in the courtyard. She asked that consideration be given to ways to buffer the noise. She expressed surprise at the proposed hours of operation.

Hearing no further requests to speak, Chairman Kehr closed the public hearing and invited final questions and comments from the Commission.

In response to questions from Commissioner Athenson, Ms. Czerniak, noted that the staff report includes a condition that speaks to noise from the courtyard and exterior lighting on the site. She explained that ultimately, it is the property owner's responsibility to insure that the conditions of approval are followed. She stated that in the event the conditions are not followed, the City will notify the property and business owners and request that corrective action be taken. She stated that if the conditions are violated on an ongoing basis, the Special Use Permit may be revoked or brought back to the Plan Commission for review. She stated that liquor licenses issued by the City allow restaurants to remain open until midnight however she noted that most restaurants in the community close much earlier than midnight simply because there is no customer interest late in the evening.

In response to questions from Commissioner Athenson, Mr. Akemann explained that there is a grease containment system in the basement adding that the proposed restaurant will not generate the volume of grease generated by a fast food restaurant. He stated that his busiest restaurants require pumping of the grease containment system once a month unlike fast food restaurants which require pumping each week. He stated that pumping the grease will take about 30 minutes and pointed out that he can specify the time the trucks arrive.

In response to questions from Commissioner Freeman, Ms. Czerniak said that the Code requires service of alcohol in outdoor areas to end at midnight or when the main restaurant closes. She noted that for instance, restaurant employees cannot gather on the patio for drinks after hours.

Chairman Kehr noted that a condition in the staff report recommends that all activity on the outdoor patio end by 11:00 p.m. She asked if there was any further Commission discussion on the hours requested by the petitioner.

Commissioner Berg noted that the courtyard and restaurant are shielded from the neighboring homes.

Commissioner Douglass noted that there is a condition that limits noise from the courtyard that is disruptive off of the site. He added that the two restaurants have different exposure as it relates to the neighborhood.

Hearing no further comments, Chairman Kehr summarized that the Commission is supportive of the hours as requested by the petitioner with the provision that if there is ongoing disruption of the neighborhood, the hours will be subject to further review. Hearing no further comments from the Commission, Chairman Kehr invited a motion.

Commissioner Freeman made a motion to recommend approval of a Special Use Permit to authorize a full service restaurant, Scouts, partially within 150 feet of properties zoned for residential use. He added that Scouts will be located 950 N. Western Avenue, in Westwood Center. He noted that the motion is subject to the conditions detailed below.

Conditions pertaining to the **overall Westwood Center Site**

1. Perimeter fencing, retaining walls and landscaping at the north and west boundaries of the site shall be regularly inspected and maintained by the property owner. The fence must remain sturdy and in a full upright position, with all fence panels in place and in good condition. The retaining wall must remain in a solid and sturdy condition; any loose materials must be replaced. Landscaping along Woodland Road must be maintained in good condition and replaced as necessary, subject to the determination of the City's Certified Arborist, to provide substantial screening along the fence.
2. Vegetation along the public sidewalk on Woodland Road must be kept trimmed and may not obstruct or endanger pedestrian or bicycle traffic on the sidewalk.
3. Use of the alley on the south and west sides of the building shall be limited as follows:
 - The alley shall be used only for deliveries, trash pick-up and by emergency and security vehicles.
 - No parking, standing or staging of vehicles, other than for the purposes noted above, is permitted.
 - No portion of the alley shall be used as a drive thru or staging area for pick up by individuals, delivery services or by restaurant delivery personnel.
 - No gathering, loitering or smoking in the alley is permitted.

- A sign shall remain posted stating that deliveries and trash pickup is permitted only between the hours of 7 a.m. and 6 p.m., on weekdays.
4. The property owner is responsible for establishing parking policies that give priority to customer parking, rather than employee parking, on the site. The property owner is responsible for monitoring parking activities and working with the tenants on an ongoing basis to assure compliance with the policies. The policies shall address the following:
 - a. Employees shall park off site in the Central Business District employee parking lot on McKinley Road during peak customer times.
 - b. No employee parking shall be permitted on Western Avenue.
 - c. No parking by employees or customers shall be permitted on residential streets.
 5. Existing exterior lighting shall be reviewed and modified as necessary to prevent views of the source of the light from off of the site and to minimize light impacts on the neighboring homes.
 - a. Modifications to existing lighting may include, but are not limited to, replacing fixtures, adding light restricting drop down panels or reducing the intensity of lighting if so directed by the City.
 - b. Only essential security lighting, with the light source shielded from direct view, is permitted to remain on after operating hours.
 - c. City approval and permits are required prior to the addition or modification of exterior lighting on the site.

Conditions Specific to Scouts Restaurant

6. Signage, if not consistent with the previously approved signage, shall be subject to review and approval by the Building Review Board.
7. Documentation of maintenance and inspection of the ventilation system must be submitted to the City on a regular basis after installation and after the opening of the restaurant.
9. Valet services during certain times may be required at the direction of the City based on an ongoing evaluation of activity levels at the site. If valet services are offered, staging shall occur on Western Avenue, away from the neighboring residences.
10. All activity in the outdoor courtyard shall end no later than 11 p.m. including clean-up of the area consistent with the permitted hours for the Kuro patio.
11. Any amplified sound in the courtyard shall be at a level so that the sound is not audible at any location off of the site, at any time.
12. During peak hours, the restaurant owners are responsible for assuring regular monitoring of the parking lots and neighboring residential streets to verify that

parking is occurring consistent with the established policies and to take corrective action if necessary.

13. The property owners and restaurant owners are responsible for informing and directing employees and customers to appropriate parking areas. As necessary, the owners shall inform City staff of recurring parking or circulation issues on the site and corrective action shall be taken.

The motion was seconded by Commissioner Athenson and approved by the Commission by a 6 to 0 vote.

6. Additional public comment on non-agenda items

There was no testimony presented on non-agenda items.

7. Additional information from staff.

No additional information was presented by staff.

The meeting was adjourned at 11:06 p.m.

Respectfully submitted,

Catherine Czerniak
Director of Community Development