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EXHIBIT "B"

A PLAN DESCRIPTION FOR THE FOX VALLEY SP, LLC DEVELOPMENT
LOCATED ON THE EAST SIDE OF THE FOX VALLEY MALL
CONSISTING OF APPROXIMATELY 11.11 ACRES

A Plan Description for the property located on the east side of the Fox Valley Mall with R-5A(S) Midrise Multiple-Family Dwelling District zoning with a Special Use for Planned Development for the Fox Valley SP, LLC Development pursuant to Section 10.6-6 of the Aurora Zoning Ordinance.

I. QUALIFYING STATEMENTS

A. PURPOSE

This Special Use Planned Development has evolved to assist the Aurora Planning Commission and City Council in governing their recommendations and actions on this development as it relates to the existing zoning and land uses in the area.

Developer shall mean the person(s) or entity who brings the Subject Property described herein to a more complete, complex, or desirable state.

Owner shall mean the person(s) or entity who is as the legal owner of record of the Subject Property described herein.

For the purposes of this document, Developer and Owner shall be one and the same and held equally accountable for all requirements within this Plan Description.

B. INTENT

This Plan Description has been prepared pursuant to the requirements of Section 10.6-6.2 of the Aurora Zoning Ordinance. It is the intent of this document to promote and protect the public health, safety, morals, comfort, and general welfare of the area; and to guide the development toward the realization of the appropriate Physical Development Policies of the City of Aurora Comprehensive Plan. These policies include:

- 10.0 To provide for the orderly, balanced and efficient growth and redevelopment of the City through the positive integration of land use patterns, functions, and circulation systems. To protect and enhance those assets and values that establishes the desirable quality and general livability of the City. To promote the City's position as a regional center.
- 11.1(3) To encourage new development contiguous to existing development.
- 11.1(5) To guide and promote development to areas where public utilities, public roads and municipal services are either available or planned.
- 12.1(3) To encourage residential development in close proximity to places of work, shopping and recreation.
- 13.1(4) To provide for the location of high density residential, commercial, and industrial centers close to or along transportation routes designed to accommodate the movement of people and goods to and from such centers.

- 13.1(7) To promote mass transit stations and intensive land uses, including high-density residential complexes, to locate in relative proximity to one another so as to stimulate transit use.

II. GENERAL CHARACTER

A. EXISTING CONDITIONS

1. Subject Property

The Subject Property consists of approximately 11.11 acres lying on the east side of the Fox Valley Mall. The Subject Property is currently zoned PDD Planned Development District and is improved as a surface parking lot for the now vacant Sears building. The Subject Property lies within the Indian Prairie School District #204 boundaries. The City of Aurora Comprehensive Plan designates the Subject Property as Mixed Use: Residential/Office/Commercial.

2. Surrounding Property

The surrounding properties are zoned PDD Planned Development District with retail, restaurant, and office uses. The City of Aurora Comprehensive Plan designates these properties as Mixed Use: Residential/Office/Commercial.

III. DEVELOPMENT STANDARDS FOR EACH PARCEL

A. ZONING

The Subject Property shall be one zoning parcel and is also referenced in this document as "Parcel A", as legally described herein on Attachment "A", and generally depicted herein on Attachment "B".

Development of Parcel A shall be regulated as follows:

1. Parcel A – R-5A(S) Midrise Multiple-Family Dwelling District

1.1. Parcel Size and Use Designation

Parcel A contains approximately 11.11 acres. Upon approval of this document, said property shall be designated as R-5A(S) Midrise Multiple-Family Dwelling District Zoning with a Special Use Planned Development on the City of Aurora Zoning Map, and be regulated by the Aurora Zoning Ordinance except as modified herein, including but not limited to the provisions for the underlying base zoning district being Section 7.11 titled "R-5A Midrise Multiple-Family Dwelling District".

1.2. Statement of Intent

The R-5A Midrise Multiple-Family Dwelling District has been chosen as the underlying base zoning for Parcel A to provide for the long-term viability of the property and to ensure consistency and compatibility with the adjacent zoning and uses. Parcel A is intended to be developed with approximately 304 market-rate, multi-story residential apartment dwelling units and associated parking. This development is envisioned to create an urban “main street” design which leads into the Fox Valley Mall and should encourage a walkable neighborhood environment. It is anticipated that this development will have regularly scheduled public transit service within close proximity to Parcel A with connections to the Route 59 Train Station. Vehicle and pedestrian access to Parcel A will be from Fox Valley Center Drive, which is a private ring road around the Fox Valley Mall, with access via State Route 59, New York Street, Commons Drive, and McCoy Drive.

1.3 Rules

1. Parcel A shall be subject to the Rules in R-5A(S) Midrise Multiple-Family Dwelling District, Section 7.11, and Section 4.4 of the Aurora Zoning Ordinance with the following modifications:
 - a. More than one principal building shall be allowed on a zoning lot.
 - b. No Property Management Agreement shall be required.

1.4 Use Regulations

1. Parcel A shall be limited to those uses permitted in the R-5A Midrise Multiple-Family Dwelling District, Section 7.11 of the Aurora Zoning Ordinance.

1.5 Accessory Uses and Structures

1. Parcel A shall be subject to the Accessory Uses and Structures in R-5A(S) Midrise Multiple-Family Dwelling District, Section 7.11, and Section 4.4 of the Aurora Zoning Ordinance with the following modifications:
 - a. More than one accessory building shall be allowed on a zoning lot.

1.6 Bulk Restrictions

1. Parcel A shall be subject to the Bulk Restrictions in the R-5A Midrise Multiple-Family Dwelling District, Section 7.11, and Section 5 of the Aurora Zoning Ordinance with the following modifications:
 - a. Building, Dwelling & Structure Standards

- (1) Multi-family residential structures shall be constructed with the following design elements:
 - (a) Residential dwelling units shall be permitted on all floor levels.
 - (b) Three (3) bedroom units shall not be permitted.
 - (c) Each residential dwelling unit shall have an individually accessible balcony or patio from the unit.
 - (d) Residential parking spaces shall be reserved for residents or visitors and designated as such with appropriate signage. No commercial/shopper parking shall be allowed on parking areas dedicated for the residential development.
 - (e) Parking may be provided in the following methods:
 - i. Resident parking shall be provided either or both:
 1. Within tuck-under parking. Tuck-under parking will be allowed within the first floor of the primary residential buildings, accessible from the rear of the buildings. Management shall ensure that tuck-under parking should not be used primarily for non-automobile storage.
 2. Within a standalone open-air covered parking garage. All references to “open-air covered parking garage” within this Plan Description shall be defined as a covered structure used primarily for the parking or storage of private motor vehicles and having openings in the exterior walls to the outside. A minimum of a three (3) foot high wall is required around all sides of an open-air covered parking garage with the exception of the vehicular access/egress points, which shall be limited to a maximum of four (4) points to control entry and assist in controlling circulation routes.
 - ii. Visitor parking and drop-off/pick-up/delivery parking shall be provided either or both:
 1. Open off-street surface parking
 2. On-street parking, if located within 400 feet of a residential entrance.
- (2) Minimum floor area per dwelling unit:
 - (a) Efficiency: 570 square feet
 - (b) One bedroom: 700 square feet
 - (c) Two bedroom: 1,000 square feet

b. Lot Size

(1) No minimum lot size shall be required.

c. Density

(1) The maximum density shall not exceed 28 dwelling units per acre.

d. Lot Coverage

(1) There shall be no maximum lot coverage.

e. Setbacks

(1) The minimum setbacks shall be as follows:

(a) Fox Valley Center Drive (front yard): ten feet (10')

(b) Interior Side and Rear Yard Setback: zero feet (0')

f. Parking and Loading

All parking and loading shall be pursuant to Section 5.13., "Off-Street Parking and Loading" of the Aurora Zoning Ordinance except that one and one-half (1 ½) parking spaces per dwelling unit shall be provided, of which a minimum of one (1) space per dwelling unit shall be either tuck under parking or within an open-air covered parking garage and one-half (½) space per dwelling unit may be off-street surface or on-street parking.

g. Landscaping

Landscaping should be designed in a manner to promote an "urban" feel. The landscaping theme will introduce hardscape elements, plaza areas, and a uniform landscape streetscape. The style of landscaping is difficult to quantify into the City's standard canopy tree equivalents. Therefore, City staff shall work with the Developer to facilitate the overall landscaping theme and to apply credit therefore against otherwise applicable landscape requirements pursuant to Section 5.4 "Landscaping" of the Aurora Zoning Ordinance.

B. BUILDING, STRUCTURES AND SIGNAGE

1. Building elevations and signage elevations shall be subject to approval with the Final Plan and will be evaluated based on the quality and variety of building materials, orientation, presentation and the use of architectural elements. The building elevations shall be high quality materials, as outlined in the applicable sections of the Design Guidelines herein attached as Attachment "C", and shall include architectural elements that are cohesive, compatible and in harmony within this development.

C. PRIVATE IMPROVEMENTS

1. Sidewalks are required to be installed and maintained by the Developer. The sidewalk material, size, and location shall be determined at the time of Final Plan approval, and in general accordance with the Preliminary Plan herein attached as Attachment "B".
2. The installation of street trees and landscaping shall be a condition of the issuance of a Full Certificate of Occupancy and shall not be included in the security required under the Aurora Subdivision Control Ordinance, Section 43-55(a)3.

E. SALES/LEASING, CONSTRUCTION OFFICE AND STORAGE TRAILERS

1. The Developer shall be permitted, at the Developer's sole risk, to place, maintain and occupy sales/leasing, construction office and storage trailers on the Subject Property and any property adjacent to the Subject Property that is owned or controlled by the Owner or an affiliate of the Owner, subject to the following:
 - a. Permits for a sales/leasing trailer(s) will not be issued until a Preliminary Plan is approved and a plan designating the area to be devoted to a sales/leasing trailer(s) is submitted.
 - b. Upon Preliminary Plan approval for the Subject Property and in advance of final engineering approval, final plat approval and construction of sanitary sewer, storm sewer, stormwater detention facilities, water main, streets, curbs and gutters, the Developer shall be permitted to place temporary sales/leasing, construction office and storage trailer(s) on the Subject Property. Approval for placement of such trailer(s) shall be subject only to staff review, which includes meeting the applicable requirements of the City of Aurora Stormwater Ordinance, except as indicated in this document. Neither Planning Commission nor City Council approval shall be required.
 - c. Installation of sanitary sewer and public water shall not be a condition to the issuance of permits for trailers used for sales/leasing, construction office and storage, unless required by the State of Illinois Department of Public Health Plumbing Program.
 - d. Sales/leasing trailers shall be removed at such time as the Developer receives occupancy permits for all sales/leasing model units constructed in multi-family residential structures on the Subject Property.
 - e. The Developer shall be permitted to construct and maintain other appurtenant facilities for construction, storage or sales/leasing trailers including temporary driveways.
 - f. The Developer, upon approval of the City Engineer, may construct temporary parking facilities, haul roads, and other pertinent facilities on the

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Subject Property in advance of receipt of approved formal permits applicable to any portion of the Subject Property. The City Engineer's approval shall not be unreasonably withheld.

- g. Construction office and storage trailers shall be removed within sixty (60) days following the completion of construction activity on the affected parcel.
2. All sales/leasing, construction office and storage trailers shall be maintained in a neat and orderly manner. The Developer shall maintain and repair any and all temporary facilities.

IV. GENERAL PROVISIONS

A. PLAN DESCRIPTION DOCUMENT

1. All current codes and ordinances of the City in effect at the time of the building permit application shall govern except where expressly stated within this Plan Description document to the contrary.
2. Amendments to this Plan Description document shall be subject to Section 10 and 11 of the Aurora Zoning Ordinance. Public notice shall be provided in accordance with said sections and to all then current owners of property subject to this Plan Description.
3. This Plan Description document shall be mutually binding upon the heirs, executors, administrators, successors and assigns of present or future owners who use the Subject Property for the same permitted use.
4. If any section, subsection or paragraph of this Plan Description document shall be held invalid, the invalidity of such section, subsection or paragraph shall not affect any of the other provisions of this Plan Description document.
5. Any provisions contained within this Plan Description document that are in conflict shall be enforced in accordance with the more restrictive provision.

V. LIST OF ATTACHMENTS

ATTACHMENT "A" – LEGAL DESCRIPTION OF DEVELOPMENT PARCEL
ATTACHMENT "B" – PRELIMINARY PLAN
ATTACHMENT "C" – DESIGN GUIDELINES

ATTACHMENT "A" LEGAL DESCRIPTION OF DEVELOPMENT PARCEL

PARCEL A

Parcel Number(s): Part of 07-21-401-011 and part of 07-21-401-088

Commonly known as: Part of the vacant Sears building footprint and adjacent surface parking lot on the east side of the Fox Valley Mall located in DuPage County.

THAT PART OF LOT 1, IN FOX VALLEY EAST, REGION 1 UNIT NUMBER 1, BEING A SUBDIVISION OF PART OF SECTION 21, TOWNSHIP 38 NORTH, RANGE 9 EAST OF THE THIRD PRINCIPAL MERIDIAN, ACCORDING TO THE PLAT THEREOF RECORDED NOVEMBER 12, 1976 AS DOCUMENT R76-82140, DESCRIBED AS FOLLOWS:

COMMENCING AT THE MOST SOUTHERLY SOUTHWEST CORNER OF SAID LOT; THENCE NORTH 06 DEGREES 45 MINUTES 08 SECONDS WEST, ALONG THE WESTERLY LINE OF SAID LOT, 1.94 FEET TO THE POINT OF BEGINNING; THENCE CONTINUING NORTH 06 DEGREES 45 MINUTES 08 SECONDS WEST, ALONG THE WESTERLY LINE OF SAID LOT, 553.35 FEET TO AN ANGLE POINT IN THE WESTERLY LINE OF SAID LOT; THENCE NORTH 40 DEGREES 34 MINUTES 03 SECONDS WEST, 22.02 FEET; THENCE NORTH 28 DEGREES 17 MINUTES 07 SECONDS EAST, 210.82 FEET TO A POINT OF CURVATURE; THENCE NORTHERLY ALONG A CURVE, CONCAVE WESTERLY, TANGENT TO THE LAST DESCRIBED COURSE, HAVING A RADIUS OF 87.00 FEET, A CHORD BEARING NORTH 10 DEGREES 46 MINUTES 25 SECONDS EAST, A CHORD LENGTH OF 52.36 FEET, AN ARC LENGTH OF 53.18 FEET; THENCE NORTH 06 DEGREES 44 MINUTES 17 SECONDS WEST, TANGENT TO THE LAST DESCRIBED COURSE, 160.91 FEET; THENCE NORTH 03 DEGREES 24 MINUTES 40 SECONDS EAST, 56.57 FEET; THENCE SOUTH 86 DEGREES 35 MINUTES 20 SECONDS EAST, 13.00 FEET; THENCE NORTH 03 DEGREES 24 MINUTES 40 SECONDS EAST, 48.93 FEET TO A POINT OF CURVATURE; THENCE NORTHEASTERLY ALONG A CURVE, CONCAVE SOUTHEASTERLY, TANGENT TO THE LAST DESCRIBED COURSE, HAVING A RADIUS OF 35.00 FEET, A CHORD BEARING NORTH 31 DEGREES 00 MINUTES 21 SECONDS EAST, A CHORD LENGTH OF 32.43 FEET, AN ARC LENGTH OF 33.71 FEET; THENCE NORTH 58 DEGREES 36 MINUTES 02 SECONDS EAST, TANGENT TO THE LAST COURSE, 34.23 FEET TO A POINT OF CURVATURE; THENCE NORTHEASTERLY ALONG A CURVE, CONCAVE SOUTHEASTERLY, TANGENT TO THE LAST DESCRIBED COURSE, HAVING A RADIUS OF 25.00 FEET, A CHORD BEARING NORTH 69 DEGREES 38 MINUTES 03 SECONDS EAST, A CHORD LENGTH OF 9.57 FEET, AN ARC LENGTH OF 9.63 FEET; THENCE NORTH 80 DEGREES 40 MINUTES 04 SECONDS EAST, TANGENT TO THE LAST DESCRIBED COURSE, 82.24 FEET TO A POINT OF CURVATURE; THENCE NORTHEASTERLY ALONG A CURVE, CONCAVE NORTHWESTERLY, TANGENT TO THE LAST DESCRIBED COURSE, HAVING A RADIUS OF 65.00 FEET, A CHORD BEARING NORTH 58 DEGREES 15 MINUTES 57 SECONDS EAST, A CHORD LENGTH OF 49.54 FEET, AN ARC LENGTH OF 50.83 FEET TO A POINT

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OF REVERSE CURVATURE; THENCE NORTHEASTERLY ALONG A CURVE, CONCAVE SOUTHEASTERLY, TANGENT TO THE LAST DESCRIBED COURSE, HAVING A RADIUS OF 50.00 FEET, A CHORD BEARING NORTH 61 DEGREES 57 MINUTES 58 SECONDS EAST, A CHORD LENGTH OF 44.00 FEET, AN ARC LENGTH OF 45.56 FEET; THENCE NORTH 88 DEGREES 04 MINUTES 06 SECONDS EAST, TANGENT TO THE LAST DESCRIBED COURSE, 161.60 FEET; THENCE SOUTHEASTERLY ALONG A CURVE, NON-TANGENT TO THE LAST DESCRIBED COURSE, CONCAVE SOUTHWESTERLY, HAVING A RADIUS OF 230.00 FEET, A CHORD BEARING SOUTH 29 DEGREES 18 MINUTES 55 SECONDS EAST, A CHORD LENGTH OF 125.35 FEET, AN ARC LENGTH OF 126.96 FEET TO A POINT OF COMPOUND CURVATURE; THENCE SOUTHERLY ALONG A CURVE, CONCAVE WESTERLY, NON-TANGENT TO THE LAST DESCRIBED COURSE, HAVING A RADIUS OF 1050.77 FEET, A CHORD BEARING SOUTH 03 DEGREES 02 MINUTES 46 SECONDS EAST, A CHORD LENGTH OF 427.89 FEET, AN ARC LENGTH OF 430.90 FEET; THENCE SOUTH 08 DEGREES 45 MINUTES 32 SECONDS WEST, NON-TANGENT TO THE LAST DESCRIBED COURSE, 72.02 FEET TO A POINT OF CURVATURE; THENCE SOUTHWESTERLY ALONG A CURVE, CONCAVE NORTHWESTERLY, NON-TANGENT TO THE LAST DESCRIBED COURSE, HAVING A RADIUS OF 670.19 FEET, A CHORD BEARING SOUTH 33 DEGREES 16 MINUTES 46 SECONDS WEST, A CHORD LENGTH OF 557.49 FEET, AN ARC LENGTH OF 574.96 FEET; THENCE SOUTH 57 DEGREES 45 MINUTES 34 SECONDS WEST, NON-TANGENT TO THE LAST DESCRIBED COURSE, 101.54 FEET; THENCE SOUTHWESTERLY ALONG A CURVE, CONCAVE NORTHWESTERLY, NON-TANGENT TO THE LAST DESCRIBED COURSE, HAVING A RADIUS OF 2139.84 FEET, A CHORD BEARING SOUTH 59 DEGREES 07 MINUTES 47 SECONDS WEST, A CHORD LENGTH OF 105.50 FEET, AN ARC LENGTH OF 105.51 FEET TO THE POINT OF BEGINNING, IN DUPAGE COUNTY, ILLINOIS.

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ATTACHMENT "B"
PRELIMINARY PLAN

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ATTACHMENT "C"
DESIGN GUIDELINES