

Planning Commission

Staff Report

June 16, 2016



Case No:	15ZONE1024
Request:	Change in zoning from OR-3 to C-2 on 23.49 acres with Variances, Waivers, a Preliminary Subdivision Plan, General and Detailed Development Plans and modifications to Binding Elements
Project Name:	University of Louisville Shelbyhurst Research and Office Park
Location:	310 Whittington Parkway; TB 21 Lot 609
Owner:	University of Louisville
Applicant:	NTS Development Company
Representative:	QK4; Frost Brown Todd LLC
Jurisdiction:	Louisville Metro
District:	18 – Marilyn Parker
Case Manager:	Julia Williams, RLA, AICP, Planner II

REQUEST

- Change in zoning from OR-3 to C-2
- Variance from Chapter 5.3.5.C.3.a to permit street side setbacks of 8'-16' instead of the required 50' as shown on the development plan.
- Waivers:
 1. Waiver from Chapter 5.5.2.C.2 to permit parking in front of the building as shown on the development plan.
 2. Waiver from 10.2.4.B and 10.2.10 to permit easements to overlap LBAs by more than 50% as shown on the development plan.
 3. Waiver from 10.2.4.A to reduce the required 50' LBA to 20' along the east property line where the site is adjacent to R-4 zoned property.
- General and Detailed District Development plans
- Preliminary Subdivision Plan

CASE SUMMARY/BACKGROUND/SITE CONTEXT

The proposal is for a change in zoning from OR-3 to C-2 to construct commercial structures on seven lots and a hotel on an eighth lot. The subject site is an existing portion of the Shelbyhurst campus at the intersection of Shelbyville Road and North Whittington Parkway. The lots are located on the University of Louisville Shelbyhurst Campus with residential uses to the west along Shelbyville Road. Commercial uses are located to the east with frontage along Hurstbourne Parkway at the intersection with Shelbyville Road. Office and mixed commercial uses are located to the north and south of the Shelbyhurst Campus property. The proposed use for the subject site will introduce a mix of commercial and hotel uses into the existing corridor of mixed office, commercial and residentially zoned property. The major activity center located along the intersection of Hurstbourne Parkway and Shelbyville Road is to the east of the subject site. Single family residential surrounds the property to the north and east within the Neighborhood form district. The subject site is located at the edge of the Campus and Neighborhood form districts. The subject has been through a previous rezoning under 13644 that rezoned the University of Louisville Shelbyhurst campus from R-4 to OR-3 for a research and office park. The campus was subdivided into five separate parcels at the time of the rezoning to allow the campus to

be built out for a mix of office related uses. The Center for Predictive Medicine located on a northeast corner of the Shelbyhurst campus in 2007.

LAND USE/ZONING DISTRICT/FORM DISTRICT TABLE

	Land Use	Zoning	Form District
Subject Property			
Existing	Shelbyhurst Campus	OR-3	C
Proposed	Commercial/Hotel	C-2	C
Surrounding Properties			
North	Shelbyhurst Campus	OR-3	C
South	Office	OR-3	TC
	Restaurant	C-2	TC
	Multi-Family Residential	R-6	N
East	Single Family Residential	R-4	N
West	Mixed Commercial and Hotel	C-1	SMC

PREVIOUS CASES ON SITE

13644: Planning Commission approved a rezoning for the Shelbyhurst Campus from R-4 to OR-3 to allow the creation of five lots a research and office park on February 4th, 2009.

INTERESTED PARTY COMMENTS

- The meeting for this case is scheduled for Thursday June 16, 2016 at 1 p.m. This time and location does not permit for most of the people effected to attend. I ask this meeting be moved to the Shelbyhurst Campus on this date at 6 p.m. UL and NTS have been piecing this development out with no clear plan for the final picture for this land that was to be an educational campus. The neighborhoods effected are filled with working individuals who are unable to take off work to attend this meeting as scheduled. Please reschedule this meeting so all interested parties may attend.
Richard W. Gillespie
- I am a resident of The city of Hurstbourne (Oxmoor Woods). I have a concern about the change in zoning of the Shelbyhurst property from OR-3 office residential to C-2 commercial. My concern is regarding traffic volume, particularly at rush hours, which is already a bottleneck in that area of Hurstbourne Lane and Shelbyville Rd. I cannot attend the Planning Commission Zoning meeting 15zone1024 on June 16. But I do hope that my input here will be represented as far as you have influence. Thank you for the email alerting us and for your representation.
Cynthia B Smith

APPLICABLE PLANS AND POLICIES

Cornerstone 2020

Land Development Code

Hurstbourne Transportation Study and Small Area Plan (Not Adopted):

- Land Use recommendation 6 encourages “new development at the Shelby Campus to include a mix of uses to promote more internal trip capture and balance peak hour trips.”
- Community Character recommendation 3 recommends the development of a “gateway and landscape master plan as part of the Shelby Campus improvements to help create a unique identity for the project while ensuring compatibility with its surroundings.”
- In 2006, the study concluded that the construction of the roads on the subject site would decrease the eastbound volumes on Shelbyville Road at Hurstbourne Pkwy by about 1000 vehicles a day.

STANDARD OF REVIEW FOR REZONING

Criteria for granting the proposed form district change/rezoning: KRS Chapter 100.213

1. The proposed form district/rezoning change complies with the applicable guidelines and policies Cornerstone 2020; OR
2. The existing form district/zoning classification is inappropriate and the proposed classification is appropriate; OR
3. There have been major changes of an economic, physical, or social nature within the area involved which were not anticipated in Cornerstone 2020 which have substantially altered the basic character of the area.

STAFF ANALYSIS FOR REZONING

Following is staff's analysis of the proposed rezoning against the Guidelines and Policies of Cornerstone 2020.

The site is located in the Campus Form District

Campus form districts typically contain a mixture of uses that are clustered for a single or predominant function, often of regional importance, such as a university, a hospital complex or an office development for corporate headquarters. A mixture of uses is encouraged and may include residential (e.g., student housing) or commercial, but the uses primarily should serve the people whom work or live on the Campus. The form should be compact and walkable, with multiple buildings, central gathering areas, extensive open space, internal shared parking, private walkways and roadways, and shared utilities and signage. Some Campus form districts may need significant buffering from abutting uses. Campuses may include entry roads as part of an internal system of interconnected streets.

The proposal integrates a mixture of commercial and hotel uses that support the larger Campus. The roadway network through the site is connected. The proposal is located in the Campus Form District, incorporates into a larger activity center and includes new construction to provide commercial use. The proposed retail is in an area that has sufficient population to support it. The proposal is a higher intensity use that is located near an activity center and along transit corridors. The proposal incorporates large buffering areas adjacent to the residential uses along the western property perimeter of the site to create appropriate buffering between the incompatible uses.

The proposal indicates two internal plaza spaces along an internal access road and along Whittington Parkway and a small green space adjacent to the hotel area. There are sidewalks along Shelbyville Road and along the internal roadway but there are significant pedestrian and vehicle conflicts throughout making walkability in the area challenging. There are multiple disconnected buildings which do not aide in the walkability of the site. Parking could be shared but each lot is exceeding its minimum parking requirement. The proposal is not compact, uses are spread throughout the 25+ acre development with no relationship to each other causing infrastructure to also be spread out and not shared. C-2 allows for a mix of land uses that could reduce trips if the uses were located closer to each other and with better pedestrian connections. The transit stop along Shelbyville Road has been improved. The proposal does not incorporate residential and office uses above retail or multi-story retail buildings. The development does not orient around a central feature and it is unclear how it integrates into the larger existing Shelbyhurst campus. Parking is not shared as each lot provides parking in excess of the minimum requirement. Surface parking is maximized without regard for the transit available along Shelbyville Road. There are multiple pedestrian and vehicle conflicts due to the amount of parking and disconnection of uses. The proposal is designed to have utilities spread out and not shared. Additional pedestrian connectivity needs to be created to enhance access for pedestrian, transit users and persons with disabilities. The transit stop along Shelbyville Road has been improved. The focal points within the proposal are located so that they are not related to the proposed land uses or near the proposed buildings where they could be utilized by patrons. They do not appear to be key components of the development due to

their size and location. It is unclear how spaces of this size and design will meet the needs of the community. The parking areas are oriented to the street rather than the side and rear of buildings as required within the Campus form.

All other agency comments should be addressed to demonstrate compliance with the remaining Guidelines and Policies of Cornerstone 2020.

A checklist is attached to the end of this staff report with a more detailed analysis. The Louisville Metro Planning Commission is charged with making a recommendation to the Louisville Metro Council regarding the appropriateness of this zoning map amendment. The Louisville Metro Council has zoning authority over the property in question.

STANDARD OF REVIEW AND STAFF ANALYSIS FOR GDDDP

- a. The conservation of natural resources on the property proposed for development, including: trees and other living vegetation, steep slopes, water courses, flood plains, soils, air quality, scenic views, and historic sites;

STAFF: There does not appear to be any environmental constraints or historic resources on the subject site. Tree canopy requirements of the Land Development Code will be provided on the subject site.

- b. The provisions for safe and efficient vehicular and pedestrian transportation both within the development and the community;

STAFF: Provisions for vehicular and pedestrian transportation within and around the development and the community has been provided however there are too many vehicular and pedestrian conflict points that do not make the development safe and efficient and do not fit the recommendations of the Campus Form. Metro Public Works and the Kentucky Transportation Cabinet have approved the preliminary development plan.

- c. The provision of sufficient open space (scenic and recreational) to meet the needs of the proposed development;

STAFF: The focal points within the proposal are located so that they are not related to the proposed land uses or near the proposed buildings where they could be utilized by patrons. They do not appear to be key components of the development due to their size and location. It is unclear how spaces of this size and design will meet the needs of the community.

- d. The provision of adequate drainage facilities on the subject site in order to prevent drainage problems from occurring on the subject site or within the community;

STAFF: The Metropolitan Sewer District has approved the preliminary development plan and will ensure the provisions of adequate drainage facilities on the subject site in order to prevent drainage problems from occurring on the subject site or within the community.

- e. The compatibility of the overall site design (location of buildings, parking lots, screening, landscaping) and land use or uses with the existing and projected future development of the area;

STAFF: The overall site design does not meet the intent of the Campus Form. Appropriate landscape buffering and screening will be provided to screen adjacent properties and roadways.

- f. Conformance of the development plan with the Comprehensive Plan and Land Development Code. Revised plan certain development plans shall be evaluated for conformance with the non-residential and mixed-use intent of the form districts and comprehensive plan.

STAFF: The development plan does not conform to applicable guidelines and policies of the Comprehensive Plan and to requirements of the Land Development Code.

STANDARD OF REVIEW AND STAFF ANALYSIS FOR VARIANCE

5.3.5.C.3.a to permit street side setbacks of 8'-16' instead of the required 50' as shown on the development plan

- (a) The requested variance will not adversely affect the public health, safety or welfare.

STAFF: The requested variance will not adversely affect the public health, safety or welfare since the encroachment is adjacent to a non-residential use and since the encroachment is interior to the overall development.

- (b) The requested variance will not alter the essential character of the general vicinity.

STAFF: The requested variance will not alter the essential character of the general vicinity since the encroachment is interior to the overall development.

- (c) The requested variance will not cause a hazard or nuisance to the public.

STAFF: The requested variance will not cause a hazard or nuisance to the public since the encroachment is interior to the overall development.

- (d) The requested variance will not allow an unreasonable circumvention of the zoning regulations.

STAFF: The requested variance will not allow an unreasonable circumvention of the zoning regulations since the encroachment is interior to the overall development.

ADDITIONAL CONSIDERATIONS:

1. The requested variance arises from special circumstances which do not generally apply to land in the general vicinity or the same zone.

STAFF: There is no special circumstance identified that wouldn't apply to vacant land in the vicinity.

2. The strict application of the provisions of the regulation would deprive the applicant of the reasonable use of the land or create an unnecessary hardship on the applicant.

STAFF: The strict application of the provisions of the regulation would not deprive the applicant of the reasonable use of the land or create an unnecessary hardship on the applicant because the land is vacant and the applicant could comply with the regulations.

3. The circumstances are the result of actions of the applicant taken subsequent to the adoption of the zoning regulation from which relief is sought.

STAFF: The circumstances are the result of action of the applicant taken subsequent to the adoption of the zoning regulations from which relief is sought.

STANDARD OF REVIEW AND STAFF ANALYSIS FOR WAIVER

to allow the parking lot to be located in front of the building

- (a) The waiver will not adversely affect adjacent property owners; and

STAFF: The waiver will adversely affect adjacent property owners since safe pedestrian access is not provided throughout the development. Having the parking lot behind the buildings create the space for pedestrians and allows them the safest route to the building entrance.

- (b) The waiver will not violate specific guidelines of Cornerstone 2020.

STAFF: Guideline 2, policy 15 states to encourage the design, quantity and location of parking in activity centers to balance safety, traffic, transit, pedestrian, environmental and aesthetic considerations. Guideline 3, policy 1 states to ensure compatibility of all new development and redevelopment with the scale and site design of nearby existing development and with the pattern of development within the form district. Guideline 3, policy 23 states that setbacks, lot dimensions and building heights should be compatible with those of nearby developments that meet form district guidelines. Guideline 7, policy 3 states to evaluate developments for their ability to promote mass transit and pedestrian use, encourage higher density mixed use developments that reduce the need for multiple automobile trips as a means of achieving air quality standards and providing transportation choices. Guideline 9, policy 1 states that new development and redevelopment should provide, where appropriate, for the movement of pedestrians, bicyclists and transit users with location of retail and office uses, especially in the Traditional Neighborhood, Village, Marketplace Corridor, Traditional Workplace Form Districts close to the roadway to minimize the distance pedestrians and transit users have to travel. The purpose of the requirement is to promote mass transit and pedestrian use and reduce vehicle trips in and around the site, and to reduce the distance pedestrians and transit users have to travel. The waivers are not compatible with the pattern of development within the form district, and there do not appear to be physical restraints preventing compliance with the regulations to be waived. Therefore, the waivers will violate specific guidelines and policies of Cornerstone 2020.

- (c) The extent of the waiver of the regulation is the minimum necessary to afford relief to the applicant

STAFF: The extent of waiver of the regulation is not the minimum necessary to afford relief to the applicant since there are no physical restraints preventing compliance with the regulations to be waived.

- (d) Either:

(i) The applicant has incorporated other design measures that exceed the minimums of the district and compensate for non-compliance with the requirements to be waived (net beneficial effect); OR

(ii) The strict application of the provisions of the regulation would deprive the applicant of the reasonable use of the land or would create an unnecessary hardship on the applicant.

STAFF: The applicant has not incorporated other design measures that exceed the minimums of the district to compensate for non-compliance with the requirements to be waived. The strict application of the provisions of the regulation would not deprive the applicant of the reasonable use of the land or create an unnecessary hardship on the applicant since the proposed development can be built on the site while complying with the requirements requested to be waived.

STANDARD OF REVIEW AND STAFF ANALYSIS FOR WAIVER

of section 10.2.4. to allow a utility easement to encroach more than 50% into the landscape buffer area

- (a) The waiver will not adversely affect adjacent property owners; and

STAFF: The waiver will not adversely affect adjacent property owners since the landscape requirements will still be met.

- (b) The waiver will not violate specific guidelines of Cornerstone 2020; and

STAFF: Guideline 3, policy 9 calls for the protection of the character of residential areas, roadway corridors and public spaces from visual intrusions and mitigate when appropriate. Guideline 3, policies 21 and 22 calls for appropriate transitions between uses that are substantially different in scale and intensity or density, and to mitigate the impact caused when incompatible developments occur adjacent to one another through the use of landscaped buffer yards, vegetative berms and setback requirements to address issues such as outdoor lighting, lights from automobiles, illuminated signs, loud noise, odors, smoke, automobile exhaust or other noxious smells, dust and dirt, litter, junk, outdoor storage, and visual nuisances. Guideline 3, policy 24 states that parking, loading and delivery areas located adjacent to residential areas should be designed to minimize the impacts from noise, lights and other potential impacts, and that parking and circulation areas adjacent to streets should be screened or buffered. Guideline 13, policy 4 calls for ensuring appropriate landscape design standards for different land uses within urbanized, suburban, and rural areas. The intent of landscape buffer areas is to create suitable transitions where varying forms of development adjoin, to minimize the negative impacts resulting from adjoining incompatible land uses, to decrease storm water runoff volumes and velocities associated with impervious surfaces, and to filter air borne and water borne pollutants. The landscape requirements will still be met.

- (c) The extent of the waiver of the regulation is the minimum necessary to afford relief to the applicant; and

STAFF: The extent of the waiver of the regulation is the minimum necessary to afford relief to the applicant since the landscape requirements will still be met.

- (d) Either:

(i) The applicant has incorporated other design measures that exceed the minimums of the district and compensate for non-compliance with the requirements to be waived (net beneficial effect); OR
(ii) The strict application of the provisions of the regulation would deprive the applicant of the reasonable use of the land or would create an unnecessary hardship on the applicant.

STAFF: The strict application of the provisions of the regulation would deprive the applicant of the reasonable use of the land or would create an unnecessary hardship on the applicant since the landscape requirements will still be met.

STANDARD OF REVIEW AND STAFF ANALYSIS FOR WAIVER
10.2.4. to reduce the LBA from 50' to 20'

- (a) The waiver will not adversely affect adjacent property owners; and

STAFF: The waiver will not adversely affect adjacent property owners since the buffer is between a utility lot and the subject site.

- (b) The waiver will not violate specific guidelines of Cornerstone 2020; and

STAFF: Guideline 3, policy 9 of Cornerstone 2020 calls for the protection of the character of residential areas, roadway corridors and public spaces from visual intrusions and mitigate when appropriate. Guideline 3, policies 21 and 22 calls for appropriate transitions between uses that are substantially different in scale and intensity or density, and to mitigate the impact caused when incompatible developments occur adjacent to one another through the use of landscaped buffer yards, vegetative berms and setback requirements to address issues such as outdoor lighting, lights from automobiles, illuminated signs, loud noise, odors, smoke, automobile exhaust or other noxious smells, dust and dirt, litter, junk, outdoor storage, and visual nuisances. Guideline 3, policy 24 states that parking, loading and delivery areas located adjacent to residential areas should be designed to minimize the impacts from noise, lights and other potential impacts, and that parking and circulation areas adjacent to streets should be screened or buffered. Guideline 13, policy 4 calls for ensuring appropriate landscape design standards for different land uses within urbanized, suburban, and rural areas. Guideline 13, Policy 6 calls for screening and buffering to mitigate adjacent incompatible uses. The intent of landscape buffer areas is to create suitable transitions where varying forms of development adjoin, to minimize the negative impacts resulting from adjoining incompatible land uses, to decrease storm water runoff volumes and velocities associated with impervious surfaces, and to filter air borne and water borne pollutants. The buffer is between a utility lot and the subject site which are compatible and meet the Guidelines.

- (c) The extent of the waiver of the regulation is the minimum necessary to afford relief to the applicant; and

STAFF: The extent of the waiver of the regulation is the minimum necessary to afford relief to the applicant since the buffer is between a utility lot and the subject site.

- (d) Either:

(i) The applicant has incorporated other design measures that exceed the minimums of the district and compensate for non-compliance with the requirements to be waived (net beneficial effect); OR
(ii) The strict application of the provisions of the regulation would deprive the applicant of the reasonable use of the land or would create an unnecessary hardship on the applicant.

STAFF: The strict application of the provisions of the regulation would deprive the applicant of the reasonable use of the land or would create an unnecessary hardship on the applicant since the buffer is between a utility lot and the subject site.

TECHNICAL REVIEW

- The legal description and boundary survey do not match.

STAFF CONCLUSIONS

The proposal integrates a mixture of commercial and hotel uses that support the larger Campus. The roadway network through the site is connected. The proposal is located in the Campus Form District, incorporates into a larger activity center and includes new construction to provide commercial use. The proposed retail is in an area that has sufficient population to support it. The proposal is a higher intensity use that is located near an

activity center and along transit corridors. The proposal incorporates large buffering areas adjacent to the residential uses along the western property perimeter of the site to create appropriate buffering between the incompatible uses.

The proposal indicates two internal plaza spaces along an internal access road and along Whittington Parkway and a small green space adjacent to the hotel area. There are sidewalks along Shelbyville Road and along the internal roadway but there are significant pedestrian and vehicle conflicts throughout making walkability in the area challenging. There are multiple disconnected buildings which do not aide in the walkability of the site. Parking could be shared but each lot is exceeding its minimum parking requirement. The proposal is not compact, uses are spread throughout the 25+ acre development with no relationship to each other causing infrastructure to also be spread out and not shared. C-2 allows for a mix of land uses that could reduce trips if the uses were located closer to each other and with better pedestrian connections. The transit stop along Shelbyville Road has been improved. The proposal does not incorporate residential and office uses above retail or multi-story retail buildings. The development does not orient around a central feature and it is unclear how it integrates into the larger existing Shelbyhurst campus. Parking is not shared as each lot provides parking in excess of the minimum requirement. Surface parking is maximized without regard for the transit available along Shelbyville Road. There are multiple pedestrian and vehicle conflicts due to the amount of parking and disconnection of uses. The proposal is designed to have utilities spread out and not shared. Additional pedestrian connectivity needs to be created to enhance access for pedestrian, transit users and persons with disabilities. The transit stop along Shelbyville Road has been improved. The focal points within the proposal are located so that they are not related to the proposed land uses or near the proposed buildings where they could be utilized by patrons. They do not appear to be key components of the development due to their size and location. It is unclear how spaces of this size and design will meet the needs of the community. The parking areas are oriented to the street rather than the side and rear of buildings as required within the Campus form.

The development plan does not conform to applicable guidelines and policies of the Comprehensive Plan and to requirements of the Land Development Code.

Based upon the information in the staff report, the testimony and evidence provided at the public hearing, the Planning Commission must determine if the proposal is in conformance with the Comprehensive Plan; OR the existing form district/zoning classification is inappropriate and the proposed classification is appropriate; OR if there have been major changes of an economic, physical, or social nature within the area involved which were not anticipated in Cornerstone 2020 which have substantially altered the basic character of the area.

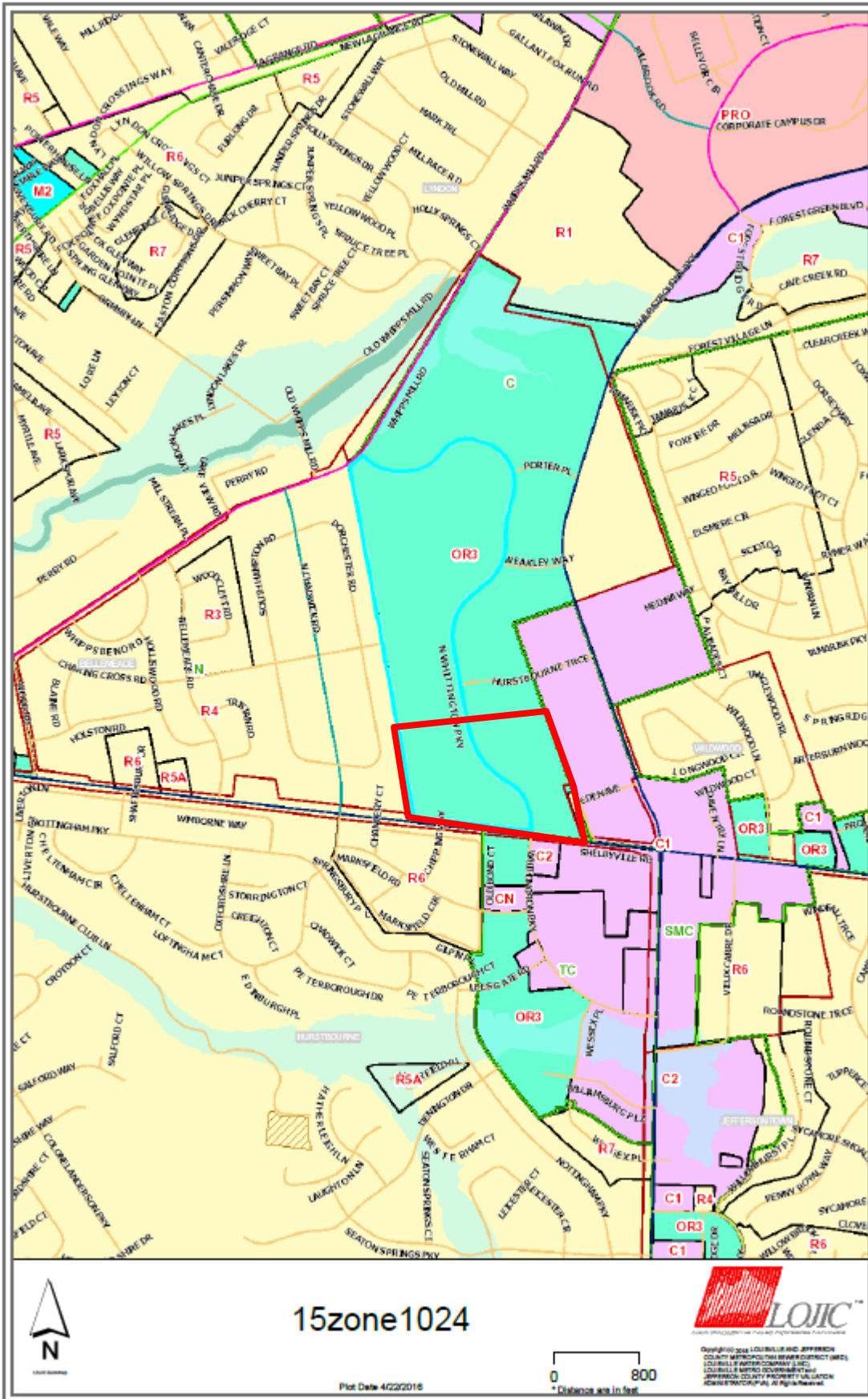
NOTIFICATION

Date	Purpose of Notice	Recipients
2/29/16	Hearing before LD&T	1 st and 2 nd tier adjoining property owners Subscribers of Council District 18 Notification of Development Proposals
5/2/16	Hearing before PC	1 st and 2 nd tier adjoining property owners Speakers at Planning Commission public hearing Subscribers of Council District 18 Notification of Development Proposals
6/1/16	Hearing before PC	Sign Posting on property
	Hearing before PC	Legal Advertisement in the Courier-Journal

ATTACHMENTS

1. Zoning Map
2. Aerial Photograph
3. Cornerstone 2020 Staff Checklist
4. Existing Binding Elements
5. Proposed Binding Elements

1. **Zoning Map**



2. **Aerial Photograph**



3. Cornerstone 2020 Staff Checklist

- + Exceeds Guideline
- ✓ Meets Guideline
- Does Not Meet Guideline
- +/- More Information Needed
- NA Not Applicable

Campus: Non-Residential

#	Cornerstone 2020 Plan Element	Plan Element or Portion of Plan Element	Staff Finding	Staff Comments
1	Community Form/Land Use Guideline 1: Community Form	B.11: The proposal integrates into a mixture of uses, including residential or commercial, that are designed to support those who live in the Campus.	✓	The proposal integrates a mixture of commercial and hotel uses that support the larger Campus.
2	Community Form/Land Use Guideline 1: Community Form	B.11: The proposal is compact and walkable, and includes multiple buildings, central gathering areas, extensive open space, internal shared parking, private walkways and roads, and shared utilities and signs.	-	The proposal indicates two internal plaza spaces along an internal access road and along Whittington Parkway and a small green space adjacent to the hotel area. There are sidewalks along Shelbyville Road and along the internal roadway but there are significant pedestrian and vehicle conflicts throughout making walkability in the area challenging. There are multiple disconnected buildings which do not aide in the walkability of the site. Parking could be shared but each lot is exceeding its minimum parking requirement.
3	Community Form/Land Use Guideline 1: Community Form	B.11: The proposal includes a system of interconnected streets.	✓	The roadway network through the site is connected.
4	Community Form/Land Use Guideline 2: Centers	A.1/7: The proposal, which will create a new center, is located in the Campus Form District, and includes new construction or the reuse of existing buildings to provide commercial, office and/or residential use.	✓	The proposal is located in the Campus Form District, incorporates into a larger activity center and includes new construction to provide commercial use.
5	Community Form/Land Use Guideline 2: Centers	A.3: The proposed retail commercial development is located in an area that has a sufficient population to support it.	✓	The proposed retail is in an area that has sufficient population to support it.
6	Community Form/Land Use Guideline 2: Centers	A.4: The proposed development is compact and results in an efficient land use pattern and cost-effective infrastructure investment.	-	The proposal is not compact, uses are spread throughout the 25+ acre development with no relationship to each other causing infrastructure to also be spread out and not shared.
7	Community Form/Land Use Guideline 2: Centers	A.5: The proposed center includes a mix of compatible land uses that will reduce trips, support the use of alternative forms of transportation and encourage vitality and sense of place.	-	C-2 allows for a mix of land uses that could reduce trips if the uses were located closer to each other and with better pedestrian connections. The transit stop along Shelbyville Road has been improved.

#	Cornerstone 2020 Plan Element	Plan Element or Portion of Plan Element	Staff Finding	Staff Comments
8	Community Form/Land Use Guideline 2: Centers	A.6: The proposal incorporates residential and office uses above retail and/or includes other mixed-use, multi-story retail buildings.	-	The proposal does not incorporate residential and office uses above retail or multi-story retail buildings.
9	Community Form/Land Use Guideline 2: Centers	A.12: If the proposal is a large development in a center, it is designed to be compact and multi-purpose, and is oriented around a central feature such as a public square or plaza or landscape element.	-	The development does not orient around a central feature and it is unclear how it integrates into the larger existing Shelbyhurst campus.
10	Community Form/Land Use Guideline 2: Centers	A.13/15: The proposal shares entrance and parking facilities with adjacent uses to reduce curb cuts and surface parking, and locates parking to balance safety, traffic, transit, pedestrian, environmental and aesthetic concerns.	-	Parking is not shared as each lot provides parking in excess of the minimum requirement. Surface parking is maximized without regard for the transit available along Shelbyville Road. There are multiple pedestrian and vehicle conflicts due to the amount of parking and disconnection of uses.
11	Community Form/Land Use Guideline 2: Centers	A.14: The proposal is designed to share utility hookups and service entrances with adjacent developments, and utility lines are placed underground in common easements.	-	The proposal is designed to have utilities spread out and not shared.
12	Community Form/Land Use Guideline 2: Centers	A.16: The proposal is designed to support easy access by bicycle, car and transit and by pedestrians and persons with disabilities.	-	Additional pedestrian connectivity needs to be created to enhance access for pedestrian, transit users and persons with disabilities. Bicycle access has not been shown as been incorporated into the proposal. Needs to demonstrate how transit connectivity will occur to the proposed lots.
13	Community Form/Land Use Guideline 3: Compatibility	A.2: The proposed building materials increase the new development's compatibility.	✓	The building materials proposed are similar to what is found in the area.
14	Community Form/Land Use Guideline 3: Compatibility	A.4/5/6/7: The proposal does not constitute a non-residential expansion into an existing residential area, or demonstrates that despite such an expansion, impacts on existing residences (including traffic, parking, signs, lighting, noise, odor and stormwater) are appropriately mitigated.	✓	The proposal is not a non-residential expansion into an existing residential area.
15	Community Form/Land Use Guideline 3: Compatibility	A.5: The proposal mitigates any potential odor or emissions associated with the development.	✓	APCD has no issues with the proposal.
16	Community Form/Land Use Guideline 3: Compatibility	A.6: The proposal mitigates any adverse impacts of its associated traffic on nearby existing communities.	✓	Transportation Planning has no issues with the proposal.

#	Cornerstone 2020 Plan Element	Plan Element or Portion of Plan Element	Staff Finding	Staff Comments
17	Community Form/Land Use Guideline 3: Compatibility	A.8: The proposal mitigates adverse impacts of its lighting on nearby properties, and on the night sky.	✓	Lighting will meet LDC requirements.
18	Community Form/Land Use Guideline 3: Compatibility	A.11: If the proposal is a higher density or intensity use, it is located along a transit corridor AND in or near an activity center.	✓	The proposal is a higher intensity use that is located near an activity center and along transit corridors.
19	Community Form/Land Use Guideline 3: Compatibility	A.21: The proposal provides appropriate transitions between uses that are substantially different in scale and intensity or density of development such as landscaped buffer yards, vegetative berms, compatible building design and materials, height restrictions, or setback requirements.	✓	The proposal incorporates large buffering areas adjacent to the residential uses along the western property perimeter of the site to create appropriate buffering between the incompatible uses.
20	Community Form/Land Use Guideline 3: Compatibility	A.22: The proposal mitigates the impacts caused when incompatible developments unavoidably occur adjacent to one another by using buffers that are of varying designs such as landscaping, vegetative berms and/or walls, and that address those aspects of the development that have the potential to adversely impact existing area developments.	✓	The proposal incorporates large buffering areas adjacent to the residential uses along the western property perimeter of the site to create appropriate buffering between the incompatible uses.
21	Community Form/Land Use Guideline 3: Compatibility	A.23: Setbacks, lot dimensions and building heights are compatible with those of nearby developments that meet form district standards.	✓	Two variances are being requested to allow 2 structures to locate closer to roadways internal to the development.
22	Community Form/Land Use Guideline 3: Compatibility	A.24: Parking, loading and delivery areas located adjacent to residential areas are designed to minimize adverse impacts of lighting, noise and other potential impacts, and that these areas are located to avoid negatively impacting motorists, residents and pedestrians.	✓	The proposal incorporates large buffering areas adjacent to the residential uses along the western property perimeter of the site to create appropriate buffering between the incompatible uses.
23	Community Form/Land Use Guideline 3: Compatibility	A.24: The proposal includes screening and buffering of parking and circulation areas adjacent to the street, and uses design features or landscaping to fill gaps created by surface parking lots. Parking areas and garage doors are oriented to the side or back of buildings rather than to the street.	-	The parking areas are oriented to the street rather than the side and rear of buildings as required within the Campus form.

#	Cornerstone 2020 Plan Element	Plan Element or Portion of Plan Element	Staff Finding	Staff Comments
24	Community Form/Land Use Guideline 3: Compatibility	A.25: Parking garages are integrated into their surroundings and provide an active, inviting street-level appearance.	NA	The proposal does not include a parking garage.
25	Community Form/Land Use Guideline 3: Compatibility	A.28: Signs are compatible with the form district pattern and contribute to the visual quality of their surroundings.	✓	Signs will meet the concepts within the draft pattern book.
26	Community Form/Land Use Guideline 4: Open Space	A.2/3/7: The proposal provides open space that helps meet the needs of the community as a component of the development and provides for the continued maintenance of that open space.	-	The focal points within the proposal are located so that they are not related to the proposed land uses or near the proposed buildings where they could be utilized by patrons. They do not appear to be key components of the development due to their size and location. It is unclear how spaces of this size and design will meet the needs of the community.
27	Community Form/Land Use Guideline 4: Open Space	A.4: Open space design is consistent with the pattern of development in the Neighborhood Form District.	-	The focal points within the proposal are located so that they are not related to the proposed land uses or near the proposed buildings where they could be utilized by patrons. They do not appear to be key components of the development due to their size and location. It is unclear how spaces of this size and design will meet the needs of the community.
28	Community Form/Land Use Guideline 4: Open Space	A.5: The proposal integrates natural features into the pattern of development.	NA	Not applicable to the current proposal.
29	Community Form/Land Use Guideline 5: Natural Areas and Scenic and Historic Resources	A.1: The proposal respects the natural features of the site through sensitive site design, avoids substantial changes to the topography and minimizes property damage and environmental degradation resulting from disturbance of natural systems.	NA	Not applicable to the current proposal.
30	Community Form/Land Use Guideline 5: Natural Areas and Scenic and Historic Resources	A.2/4: The proposal includes the preservation, use or adaptive reuse of buildings, sites, districts and landscapes that are recognized as having historical or architectural value, and, if located within the impact area of these resources, is compatible in height, bulk, scale, architecture and placement.	✓	The site has no cultural or historical value.
31	Community Form/Land Use Guideline 5: Natural Areas and Scenic and Historic Resources	A.6: Encourage development to avoid wet or highly permeable soils, severe, steep or unstable slopes with the potential for severe erosion.	NA	Not applicable to the current proposal.

#	Cornerstone 2020 Plan Element	Plan Element or Portion of Plan Element	Staff Finding	Staff Comments
32	Marketplace Guideline 6: Economic Growth and Sustainability	A.3: Encourage redevelopment, reinvestment and rehabilitation in the downtown where it is consistent with the form district pattern.	NA	The proposal is not located within downtown.
33	Marketplace Guideline 6: Economic Growth and Sustainability	A.4: Encourage industries to locate in industrial subdivisions or adjacent to existing industry to take advantage of special infrastructure needs.	NA	The proposal is not an industrial use.
34	Marketplace Guideline 6: Economic Growth and Sustainability	A.6: Locate retail commercial development in activity centers. Locate uses generating large amounts of traffic on a major arterial, at the intersection of two minor arterials or at locations with good access to a major arterial and where the proposed use will not adversely affect adjacent areas.	✓	The proposed commercial is within an activity center and it is located along a major arterial.
35	Marketplace Guideline 6: Economic Growth and Sustainability	A.8: Require industrial development with more than 100 employees to locate on or near an arterial street, preferably in close proximity to an expressway interchange. Require industrial development with less than 100 employees to locate on or near an arterial street.	NA	The proposal is not an industrial development.
36	Mobility/Transportation Guideline 7: Circulation	A.1/2: The proposal will contribute its proportional share of the cost of roadway improvements and other services and public facilities made necessary by the development through physical improvements to these facilities, contribution of money, or other means.	✓	Roadway improvements are required with the proposal.
37	Mobility/Transportation Guideline 7: Circulation	A.3/4: The proposal promotes mass transit, bicycle and pedestrian use and provides amenities to support these modes of transportation.	-	Additional pedestrian connectivity needs to be created to enhance access for pedestrian, transit users and persons with disabilities. Bicycle access has not been shown as been incorporated into the proposal. Needs to demonstrate how transit connectivity will occur to the proposed lots.
38	Mobility/Transportation Guideline 7: Circulation	A.6: The proposal's transportation facilities are compatible with and support access to surrounding land uses, and contribute to the appropriate development of adjacent lands. The proposal includes at least one continuous roadway through the development, adequate street stubs, and relies on cul-de-sacs only as short side streets or where natural features limit development of "through" roads.	✓	New access roads are being created for vehicular connectivity.

#	Cornerstone 2020 Plan Element	Plan Element or Portion of Plan Element	Staff Finding	Staff Comments
39	Mobility/Transportation Guideline 7: Circulation	A.9: The proposal includes the dedication of rights-of-way for street, transit corridors, bikeway and walkway facilities within or abutting the development.	✓	Additional ROW is being dedicated.
40	Mobility/Transportation Guideline 7: Circulation	A.10: The proposal includes adequate parking spaces to support the use.	✓	The proposal demonstrates adequate parking.
41	Mobility/Transportation Guideline 7: Circulation	A.13/16: The proposal provides for joint and cross access through the development and to connect to adjacent development sites.	✓	Joint and cross access is being provided.
42	Mobility/Transportation Guideline 8: Transportation Facility Design	A.8: Adequate stub streets are provided for future roadway connections that support and contribute to appropriate development of adjacent land.	✓	Roadways are connected with adjacent sites.
43	Mobility/Transportation Guideline 8: Transportation Facility Design	A.9: Avoid access to development through areas of significantly lower intensity or density if such access would create a significant nuisance.	✓	Access is gained from a private access easement that feeds to a major arterial. Neither access points go through an area of lower intensity nor density that would create a significant nuisance.
44	Mobility/Transportation Guideline 8: Transportation Facility Design	A.11: The development provides for an appropriate functional hierarchy of streets and appropriate linkages between activity areas in and adjacent to the development site.	✓	Roadways are connected with adjacent sites and throughout.
45	Mobility/Transportation Guideline 9: Bicycle, Pedestrian and Transit	A.1/2: The proposal provides, where appropriate, for the movement of pedestrians, bicyclists and transit users around and through the development, provides bicycle and pedestrian connections to adjacent developments and to transit stops, and is appropriately located for its density and intensity.	-	Additional pedestrian connectivity needs to be created to enhance access for pedestrian, transit users and persons with disabilities. Bicycle access has not been shown as been incorporated into the proposal. Needs to demonstrate how transit connectivity will occur to the proposed lots.
46	Livability/Environment Guideline 10: Flooding and Stormwater	The proposal's drainage plans have been approved by MSD, and the proposal mitigates negative impacts to the floodplain and minimizes impervious area. Solid blue line streams are protected through a vegetative buffer, and drainage designs are capable of accommodating upstream runoff assuming a fully-developed watershed. If streambank restoration or preservation is necessary, the proposal uses best management practices.	✓	MSD has no issues with the proposal.

#	Cornerstone 2020 Plan Element	Plan Element or Portion of Plan Element	Staff Finding	Staff Comments
47	Livability/Environment Guideline 12: Air Quality	The proposal has been reviewed by APCD and found to not have a negative impact on air quality.	✓	APCD has no issues with the proposal.
48	Livability/Environment Guideline 13: Landscape Character	A.3: The proposal includes additions and connections to a system of natural corridors that can provide habitat areas and allow for migration.	✓	There are no significant natural features on the site.
49	Community Facilities Guideline 14: Infrastructure	A.2: The proposal is located in an area served by existing utilities or planned for utilities.	✓	Planned utilities will serve the site.
50	Community Facilities Guideline 14: Infrastructure	A.3: The proposal has access to an adequate supply of potable water and water for fire-fighting purposes.	✓	The proposal has access to an adequate supply of potable water and water for fire-fighting purposes.
51	Community Facilities Guideline 14: Infrastructure	A.4: The proposal has adequate means of sewage treatment and disposal to protect public health and to protect water quality in lakes and streams.	✓	The proposal has adequate means of sewage treatment and disposal to protect public health and to protect water quality in lakes and streams.

4. **Existing Binding Elements**

1. Prior to development (including clearing and grading) of each site or phase of this project, the applicant, developer, or property owner shall obtain approval of a Detailed District Development Plan in accordance with Chapter 11, Part 6. Each plan shall be in adequate detail and subject to additional binding elements. Notice of all Detailed District Development Plans, Revised Detailed District Development Plans, Amendment to General Plan Binding Elements, Amendment to Detailed Plan Binding Elements, Conditional Use Permits, Waivers, and Variances shall be sent at least 45 days prior to a hearing by the Planning Commission, Board of Zoning Adjustment, or Committee thereof, except for Revised Detailed District Development Plans and Amendment to Detailed Plan Binding Elements that meet the criteria for approval by the Planning Director. This notice requirement shall include notice to the mayor of the City of Bellemeade.
Amended by Metro Council, Ordinance No. 63, Series 2010
2. **120-foot perimeter Landscape Buffer Area.** A 120 foot Landscape Buffer Area shall be provided along the west property line abutting properties within the city of Bellmeade, as shown on the General District Development Plan.
 - (a) The 120-foot perimeter landscape buffer area within the Bellemeade Protection Area [see Bellemeade Protection Area Exhibit] shall consist of (i) a minimum of 10.7 trees per 100 linear feet (a minimum of 353 planted trees) and a 6-foot high landscaped/irrigated berm, and (ii) the preservation of the existing mature tree canopy except to the extent trees are dead, diseased or hazardous.
 - (b) The 120-foot perimeter landscape buffer area shall be maintained by the University of Louisville Foundation, Inc., its successor in interest or designee,

- (c) If agreed upon by the owner of Subject Property and the city of Bellemeade, a pedestrian and bicycle passageway may be cut through the 120-foot perimeter landscape buffer area referred to in (a) for access directly to the city of Bellemeade at Charing Cross Road.
3. **Building height maximum.** (a) Except as provided for in (b) hereof and excluding walk-out basements or underground parking, no building on Subject Property shall exceed five (5) floors or ninety (90) feet in height.
- (b) No portion of any building within the Bellemeade Protection Area shall exceed three (3) stories or forty-five (45') feet in height.
- (c) Building height shall be determined pursuant to the Land Development Code.
4. **Sidewalks along Shelbyville Road frontage.** A sidewalk shall be constructed along the Shelbyville Road frontage within eighteen months of approval of the change in zoning by the Louisville Metro Council. The sidewalk shall be planned and located in conjunction with the Kentucky Transportation Cabinet and Metro Public Works and shall be designed to accommodate the future expansion of Shelbyville Road.
Amended by Metro Council, Ordinance No. 63, Series 2010
5. **Residential limitation.** Except for university housing, no two-family or multi-family residential uses shall be permitted on the Subject Property.
6. **Limitation of external construction hours in Bellemeade Protection Area.** No external building construction within the Bellemeade Protection Area shall be conducted during the hours of 9 PM – 7 AM Monday through Saturday; Sunday construction hours shall be limited to 10 AM – 4 PM.
7. Within the Bellemeade Protection Area, and except for (i) emergency fire alarms or activation of other safety alarms, and (ii) occasional cultural or musical events, no outdoor public address systems shall be permitted.
8. **Rooftop mechanical equipment.** Rooftop mechanical equipment located in the Bellemeade Protection Area shall be screened from properties within the city of Bellemeade abutting the Subject Site.
9. **Ground-based mechanical equipment and building trash receptacles.** All ground-based mechanical equipment and building trash receptacles (excluding temporary construction waste receptacles) within the Bellemeade Protection Area shall be shielded or hidden from view from properties in the city of Bellemeade that abut the Subject Property.
10. **Stormwater runoff.** Stormwater runoff exiting the Subject Property and entering the city of Bellemeade shall not exceed stormwater runoff volumes entering the city of Bellemeade from the Subject Property existing as of July 1, 2010.
11. **Lighting limitation.** (a) Within the Bellemeade Protection Area, permanent parking lot lighting and permanent building-mounted lighting designed to illuminate the ground and parking lot areas, whether freestanding or attached, shall be fully shielded, shall utilize flat or hidden lenses, and shall be pointed directly to the ground or otherwise down and away from the city of Bellemeade.
- (b) Except for sites fronting on Shelbyville Road, lighted attached building signage within the Bellemeade Protection Area shall not be visible from the city of Bellemeade.

12. **Freestanding sign limitation.** Except for development identification signs, leasing signs, wayfinding signs, construction-related signs, traffic-related signs or directional signs, freestanding signs on the Subject Property shall be monument-style.
13. **Traffic and Air Quality.** The proposed development shall occur in phases. The first phase shall consist of approximately 300,000 square feet generally along the eastern boundary of the property adjacent to Hurstbourne Parkway (KY 1747), Weakley Way and Porter Place, north of the existing commercial development and south of the newly constructed Center of Predictive Medicine ("Phase 1"). Phase 1 shall occur on approximately 20 acres of the property and has a forecasted build-out date of 2016. The Traffic Impact Study dated February 2, 2010 and the Air Quality Analysis dated February 2, 2010, both prepared by QK4 Engineers, relate to Phase 1. Prior to or at the time of the submittal of a development plan for any subsequent phase of the development, an updated trip generation, traffic impact study and air quality analysis, or additional analysis if warranted by change in development character, shall be provided in accordance with Metro Public Works ("MPW") and Kentucky Transportation Cabinet and Air Pollution Control District requirements. The development plan for any subsequent phase may be denied on the basis of an updated analysis provided as required by this binding element which reveals an increased, unacceptable level of service at any analyzed intersection, including, where required by MPW, the intersection of Shelbyville Road and Hurstbourne Parkway, without reasonable, appropriate and feasible mitigation measures designed to offset traffic impacts as determined by MPW and the Kentucky Transportation Cabinet, which measures shall be implemented prior to completion of the proposed development as shown on the development plan.
Amended by Metro Council, Ordinance No. 63, Series 2010
14. The applicant, developer, or property owner shall provide copies of these binding elements to tenants, purchasers, contractors, subcontractors and other parties engaged in development of this site and shall advise them of the content of these binding elements. These binding elements shall run with the land and the owner of the property and occupant of the property shall at all times be responsible for compliance with these binding elements. At all times during development of the site, the applicant and developer, their heirs, successors; and assignees, contractors, subcontractors, and other parties engaged in development of the site, shall be responsible for compliance with these binding elements.
15. A sidewalk along Whipps Mill Road from Whittington Parkway west to the extent the subject site has frontage on Whipps Mill Road shall be constructed within one year of approval of the change in zoning by the Louisville Metro Council.
16. No garbage or recyclables collection services and no parking lot sweeping or cleaning (except snow and ice removal) shall be conducted between the hours of 10 PM and 7 AM within the Bellemeade Protection Area.
Added by Metro Council, Ordinance No. 63, Series 2010
17. If amendments to these general plan binding elements are requested or a detailed plan is presented proposing a use of the subject property that differs from the uses presented at the February 4, 2010 Planning Commission public hearing (which included research, office and an academic core), the application shall receive final approval by the Metro Council based on a recommendation of the Planning Commission or a committee thereof after a duly-noticed public meeting as required pursuant to all applicable laws and regulations. This binding element shall not require Metro Council approval of a detailed plan proposing an accessory use that is different from the mix of uses presented at the February 4, 2010 Planning Commission public hearing.
Added by Metro Council, Ordinance No. 63, Series 2010

5. Proposed Binding Elements

1. The development shall be in accordance with the approved district development plan, all applicable sections of the Land Development Code (LDC) and agreed upon binding elements unless amended pursuant to the Land Development Code. Any changes/additions/alterations of any binding element(s) shall be submitted to the Planning Commission or the Planning Commission's designee for review and approval; any changes/additions/alterations not so referred shall not be valid. Revised Detailed District Development Plans are subject to additional binding elements.
2. The development shall be in accordance with the approved Preliminary Subdivision Plan. No further subdivision of the land into a greater number of lots than originally approved shall occur without approval of the Planning Commission.
3. The development shall not exceed 7,650 square feet of gross floor area for Lot 1.
The development shall not exceed 7,200 square feet of gross floor area for Lot 2.
The development shall not exceed 7,200 square feet of gross floor area for Lot 3.
The development shall not exceed 7,200 square feet of gross floor area for Lot 4.
The development shall not exceed 5,750 square feet of gross floor area for Lot 5.
The development shall not exceed 14,400 square feet of gross floor area for Lot 6.
The development shall not exceed 8,000 square feet of gross floor area for Lot 7.
The development shall not exceed 765,000 square feet of gross floor area for Lot 8.
4. No outdoor advertising signs, small freestanding signs, pennants, balloons, or banners shall be permitted on the site.
5. Construction fencing shall be erected when off-site trees or tree canopy exists within 3' of a common property line. Fencing shall be in place prior to any grading or construction to protect the existing root systems from compaction. The fencing shall enclose the entire area beneath the tree canopy and shall remain in place until all construction is completed. No parking, material storage or construction activities are permitted within the protected area.
6. Before any permit (including but not limited to building, parking lot, change of use, site disturbance, alteration permit) is requested:
 - a. The development plan must receive full construction approval from Develop Louisville, Louisville Metro Public Works and the Metropolitan Sewer District.
 - b. Encroachment permits must be obtained from the Kentucky Department of Transportation, Bureau of Highways.
 - c. The property owner/developer must obtain approval of a detailed plan for screening (buffering/landscaping) as described in Chapter 10 prior to requesting a building permit for each lot. Such plan shall be implemented prior to occupancy of the site and shall be maintained thereafter.
 - d. A major subdivision plat creating the lots and roadways as shown on the approved district development plan shall be recorded prior to issuance of any building permits.
 - e. A reciprocal access and crossover easement agreement in a form acceptable to the Planning Commission legal counsel shall be created between the adjoining property owners and recorded. A copy of the recorded instrument shall be submitted to the Division of Planning and Design Services; transmittal of approved plans to the office responsible for permit issuance will occur only after receipt of said instrument.
 - f. A Tree Preservation Plan in accordance with Chapter 10 of the LDC shall be reviewed and approved prior to obtaining approval for site disturbance.
7. A certificate of occupancy must be received from the appropriate code enforcement department prior to occupancy of the structure or land for the proposed use. All binding elements requiring action and

approval must be implemented prior to requesting issuance of the certificate of occupancy, unless specifically waived by the Planning Commission.

8. There shall be no outdoor music (live, piped, radio or amplified) or outdoor entertainment or outdoor PA system audible beyond the property line.
9. The applicant, developer, or property owner shall provide copies of these binding elements to tenants, purchasers, contractors, subcontractors and other parties engaged in development of this site and shall advise them of the content of these binding elements. These binding elements shall run with the land and the owner of the property and occupant of the property shall at all times be responsible for compliance with these binding elements. At all times during development of the site, the applicant and developer, their heirs, successors; and assignees, contractors, subcontractors, and other parties engaged in development of the site, shall be responsible for compliance with these binding elements.
10. The façade elevations shall be in accordance with applicable form district standards and shall be approved by PDS staff prior to construction permit approval.
11. No idling of trucks shall take place within 200 feet of residential uses. No overnight idling of trucks shall be permitted on-site.
12. "Main Campus." The "main campus" of the University of Louisville's Shelbyhurst Research and Office Park consists of all contiguous parcels owned by the University of Louisville bounded by Shelbyville Road to the south, the City of Bellemeade generally to the west, A.B. Sawyer Park and Whipps Mill Road generally to the north and northwest, and North Hurstbourne Parkway generally to the east.

Main Campus Phase 1. Phase 1 of the Main Campus shall consist of (1) the complete development of 400,000 square feet of office space (excluding 500, 600, and 700 North Hurstbourne Parkway) within the OR-3 (15devplan1170, 15devplan1171, and 15devplan1172), and (ii) the complete development of C-2 commercial sites 1-8 (15zone1024). Unless the Kentucky Transportation Cabinet determines that construction of a single right turn lane from westbound Shelbyville Road to North Whittington Parkway (the "North Whittington Improvement") is not required, construction approvals for Phase 1 shall not be granted until such time as the North Whittington Improvement has been let for construction and bonds have been secured for the Improvement. To the extent not funded or constructed by another source the Applicant shall bear the responsibility of completing the Improvement. Prior to requesting a certificate of occupancy for any building in Main Campus Phase 1, the North Whittington Improvement shall be open to traffic.