

July 26, 2016

TOWN PRINCIPALS

6 Council Approved Framework Points

1. Describe how the proposed plan and timing of the development of this site would integrate with the Town's vision

Woodfield Investments has submitted a concept plan that includes transitioning uses to integrate with the vision of this part of town. Office has been placed along Legion Rd. to seamlessly transition from the Europa business park across the street, the SECU property, and the burgeoning Ephesus-Fordham Overlay District. The site then transforms to Garden Style Apartments to help integrate into the surrounding neighborhoods. Lastly, the back of the site includes a Mixed / Civic / Flex space to further integrate into the Town's existing park property. The entire development also supports the future Gateway Light Rail station by providing additional employment and housing close to public transportation.

2. Conduct analysis of traffic impacts on Legion Road

As a result of the Ephesus Church Road / Fordham Blvd Small Area Plan, there are significant changes to the traffic patterns at the Ephesus Church Road / Fordham Blvd. intersection are being planned and undertaken by the Town to accommodate current and future traffic needs. The project may, per recommendations developed by a consultant hired and directed by the Town, require additional roadway improvements to adjacent streets and intersections to accommodate traffic created by this development. A future traffic study will be required as part of the process to make this determination. Without knowing the result of this future study, Woodfield would initially recommend a left turn lane along Legion Rd at Europa Dr.

In addition to the above, Chapel Hill has a disproportionate amount of workers commuting in to town for employment (exhibit one). By increasing office and housing we can help minimize these traffic impacts.

3. Describe how a proposed multi-family project would contribute to the mix of housing options

Chapel Hill continues to attract interest in living, working and recreating within the community which is why housing demands remain strong. Current trends show people, young and old alike, want to move back into the urban centers closer to mass transit and have strong interest in renting over owning. The proposed development will address those trends and offer a housing option close to one of the most concentrated employment centers in Chapel Hill (Exhibit two).

A common theme that emerged from the development of the 2020 Comprehensive Plan, one of the four strong ideas, was a “Concern about providing an improved range of housing choices for residents.” This project adds to the variety of housing in the area which will support the adjacent commercial and office growth. With home ownership in the low sixty percent range, multifamily rental units are the product of choice for both the Millennial generation along with the increasing number of empty nesters. Chapel Hill has had pent up demand for these developments which is why the number of renters has been climbing over the last few years (exhibit three).

4. Provide a mix of uses in the proposed development

Woodfield Investments developments are specifically designed for the site and community needs to create places people want to live, work and recreate. They are vibrant, flexible, and respectful of natural features, enabling development to attract and meet the needs of many different people. The development proposes a gentle balance between residential, civic, flex and office / commercial uses, and enhancement of open and accessible common spaces for residents. The development will provide a top tier, centralized location for Chapel Hill residents to work and live.

5. Detail how the project would help maintain the quality of life

The project is proposing to provide an improved trail network within the existing adjacent park and the American Legion property. Woodfield will work with the Town to compliment, enhance and activate the current park. The proposed development also respects the existing stream buffer, commits approximately twenty-five (25) percent of the property to open space, stream buffers and trails; and protects adjacent properties and neighborhoods from stormwater run-off by providing stormwater management facilities to treat and detain the sites run-off. Where possible, connectivity to the surrounding neighborhoods through the existing trail system will also be preserved allowing connection to the Ephesus Elementary School without the need to walk on the adjacent streets.

6. Explore potential partnerships with other public or private entities

Woodfield has started conversations with the YMCA as a potential use on the Legion site. The submitted concept plan is a contemplation of a potential use at the south side of the site. We are fully committed to exploring every avenue to make a use like this work, but we also have to make decisions in concert with our contract with the American Legion

Additional Comments from Neighborhood Meeting

Woodfield has compiled some concerns & thoughts from the community and has started to incorporate these into the concept plan. Exhibit four in the exhibit document is the original plan that was shared at the January 26th neighborhood meeting. This along with the below are some of the items we focusing on to meet the communities needs.

7. Number of Multifamily Units

Woodfield has heard the concern for 600+ new multifamily units in Chapel hill and has heeded this concern with a new plan contemplating a maximum of 400 units.

8. Stormwater Impacts

The project will have to meet all stormwater requirements by the Town and DEQ and will develop the site in accordance with these parameters

9. Housing Affordability

Woodfield is committed to working with the Town to find a suitable mix to increase housing affordability in Chapel Hill, including ways to promote housing for teachers, police officers, fire men, and other Town employees

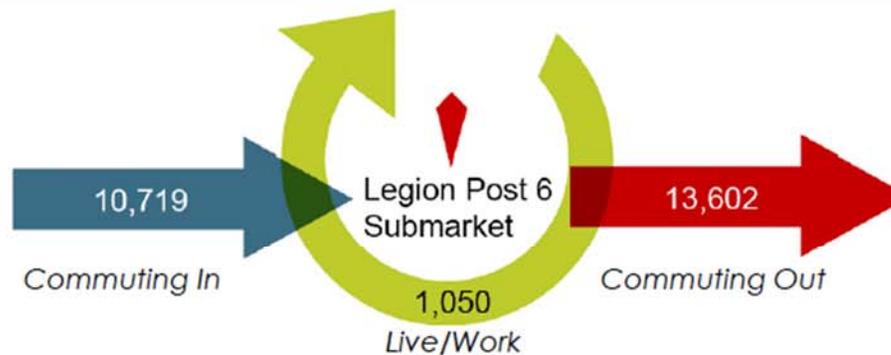
10. Connection to Ephesus Church Rd

As part of the former council's request, Woodfield agreed to look at locating a connection from the Legion site to Ephesus Church Rd. Woodfield understands the concern with this connection as it relates to walkability, and is willing to look at options such as a gated pedestrian crossing or other traffic mitigating and calming options

Exhibit One

Employment Profile

Employment Inflow/Outflow



- Estimated 11,800 jobs in the Submarket
- More than 10,700 people commute into the Submarket to work; 13,600 residents commute out
- Approximately 1,000 people live and work in the Submarket

Exhibit Two

Employment Profile

Legion Post 6 Submarket

- Estimated 11,800 jobs in the Legion Post 6 Submarket in 2013
- Most represented employment sectors include:
 - Healthcare
 - Retail Trade
 - Accommodation & Food Services
- Legion site offers proximity to most notable concentration of jobs in the Submarket



Exhibit Three

**Housing Unit Trends and Projections,
Legion Post 6 Submarket, 2015**

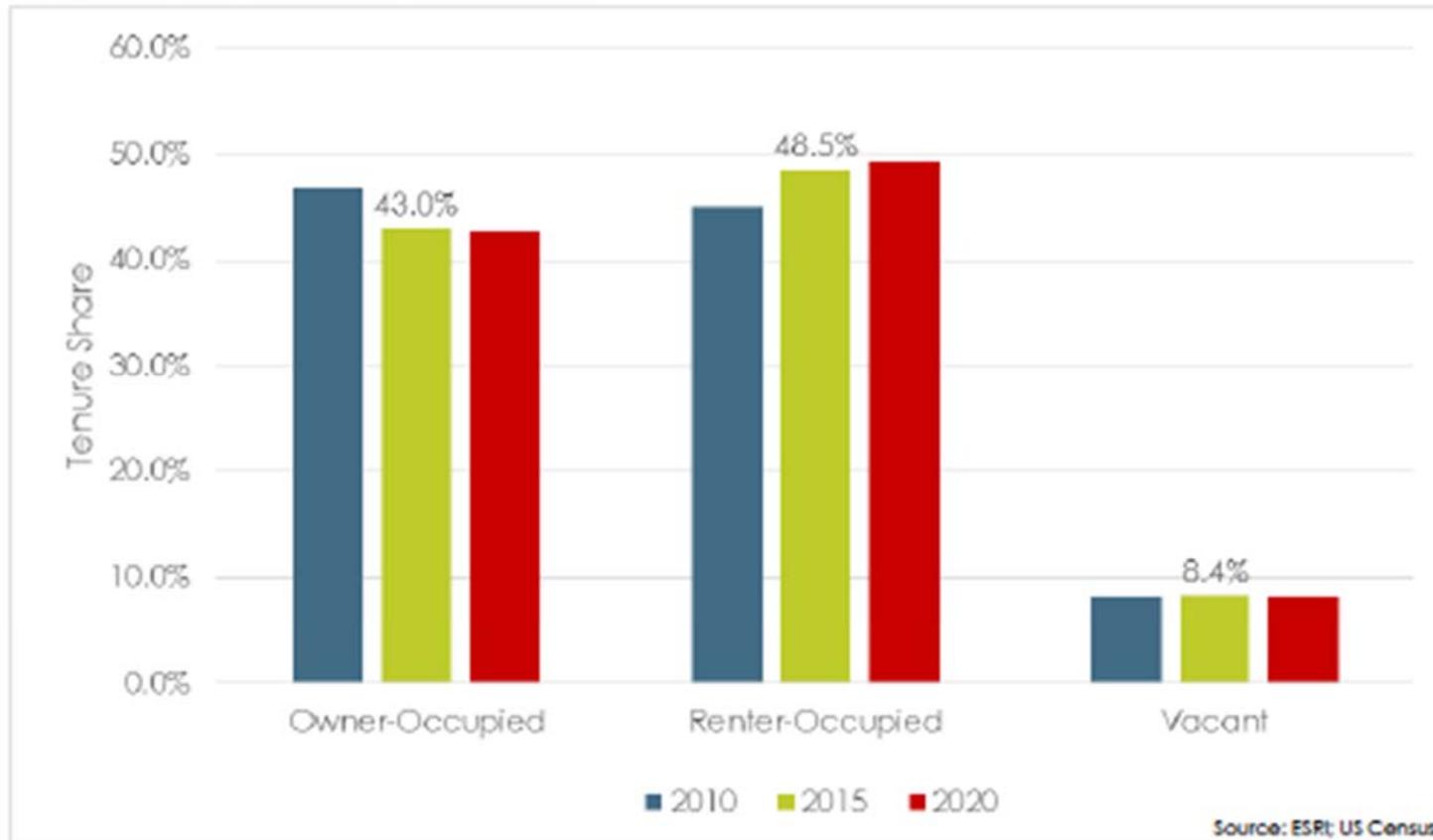


Exhibit Four





July 26, 2016

STATEMENT OF COMPLIANCE

with the

2020 COMPREHENSIVE PLAN

American Legion Property

Legion Road

Chapel Hill, North Carolina

Summary

The American Legion property is approximately 34 acres of land on Legion Road in Chapel Hill. The property is currently zoned residential (R-2). The surrounding properties include existing residential development (R-2) to the northeast and east, and the southwest (R-4), a retirement home (R-5-C) to the north, Ephesus Elementary School and Town owned park property to the south and existing office (WX-5) to the west. The proposed development is located directly across from the eastern most boundary of the Ephesus Fordham Overlay District which is intended to improve the area currently defined by strip malls, parking lots and confusing roadways by creating a pleasant walking experience along a corridor of mixed uses, bike paths and sidewalk cafes. Thus, the improvements would offer a transition between the denser overlay district and the lower density neighborhoods to the southeast. The proposed development will be primarily multi-family residential, but will also include office uses adjacent to Legion Road and connectivity to the Town's park to the south.

This property has been designated as a potential park/open space in the Chapel Hill 2020 Comprehensive Plan and the 2020 Land Use Plan and was to be purchased and incorporated into to the existing 10-acre park the Town currently owns adjacent to Ephesus Elementary School. To that end, the Town and the American Legion had an agreement for the Town to have a First Right of Refusal to purchase the property should the American Legion decide to sell. The Town was presented the opportunity to purchase the property in the fall of 2015. In November, 2015 the Town Council decided the Town would not purchase the property.

The proposed development transition from office adjacent to Legion Road, to garden style apartments in the center, and a second office, civic or flex space

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use next to the Town's park property. The project will proceed through an approval process to be determined by the Town, to address the existing zoning, a Special Use Permit and Final Plans.

Comprehensive Plan Themes and Goals

- 1. A Place for Everyone:** The community that is Chapel Hill continues to attract interest in living, working and recreating within the community. Housing demands remain strong. Current trends show people, young and old alike, want to move back into the urban centers and have strong interest in renting over owning. The proposed development will address those trends and offer a housing option close to one of the most concentrated employment centers in Chapel Hill.

A common theme that emerged from the development of the 2020 Comprehensive Plan, one of the four strong ideas, was a "Concern about providing an improved range of housing choices for residents." This project adds to the variety of housing the area which will support the adjacent commercial and office growth.

- 2. Community Prosperity and Engagement:** The American Legion property has been surrounded by development including residential subdivisions and townhouses, a public school and park, a senior living center and office. The growth of Chapel Hill has increased the value of the property, allowing American Legion an opportunity to sell the property, providing them funds to both relocate to a less urban location and continue their good work in the community for years to come.

The proposed development will both provide the American Legion the opportunity to maximize their assets, their land, and allow Woodfield Investments to create a vibrant, high quality development that will provide a positive tax revenue stream to the Town.

- 3. Getting Around:** The site itself will offer an internal network of vehicular and pedestrian routes including sidewalks and pedestrian trails. Connectivity as well as bike and pedestrian friendly modes of

transportation will be encouraged by providing trails internal to the development that extend through the Town's park property and connect to both Legion Road and Ephesus Church Road. The development's proximity to existing transit stops on Legion Road, just north of the development, and on Ephesus Church Road, adjacent to the elementary school provide excellent access to public transit for future residents, employees and workers within the development. Further, the entire development supports the future Gateway Light Rail station by providing additional employment and housing close to public transportation. The project will also address the Town and tenant demands for bicycle parking to encourage the use of bicycles as a legitimate transit option.

- 4. Good Places, New Spaces:** Woodfield Investments developments create places people want to live, work and recreate. They are safe, vibrant, flexible, and respectful of natural features, enabling development to attract and meet the needs of many different people. The development proposes a gentle balance between residential, civic, flex and office / commercial uses, preservation of natural features, and enhancement of open and accessible common spaces for residents. Additionally, the project will provide an improved trail network within the existing adjacent park and onto the American Legion property. The park will be enhanced and activated with these improvements while the development will provide a top tier, centralized location for Chapel Hill residents to work and live.

- 5. Nurturing Our Community:** The proposed development respects the existing stream buffer, commits approximately twenty-five (25) percent of the property to open space, stream buffers and trails; and protects adjacent properties and neighborhoods from stormwater run-off by providing stormwater management facilities to treat and detain the sites run-off. Existing trails through the site currently utilized by the neighboring communities will, to the extent practical, be retained to allow connection to the Ephesus Elementary School without the need to walk on the adjacent streets.

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- 6. Town and Gown Collaboration:** The proposed office building has the potential to provide space that could be utilized by the University and/or Health Care System, as well as by entrepreneurs looking to promote and support innovation and spin-off businesses of the University. The multi-family development could certainly house UNC faculty or families within close proximity to transit and commercial centers. Such features provide opportunities for a progressive environment where UNC students and faculty, medical professionals, and Chapel Hill residents may collaborate, be energized, and thrive.

Area 5 Key Considerations (North 15-501)

The focus of the considerations in Area 5 reflect the knowledge and support of the Ephesus Church - Fordham Small Area Plan / Traffic Analysis that was considered at the time it was approved. The American Legion property is adjacent to and, across the street, from the adopted Ephesus Fordham District.

- 1. Enhanced bicycle and pedestrian connections could link existing and new residential and commercial uses in this area.**

Because of this site's location it will connect and extend existing sidewalks / bicycle facilities on Legion Road and Ephesus Church Road as well as provide interconnecting facilities through the site. The existing facilities will allow bicycle and pedestrian access to the higher density commercial and office development anticipated in the Ephesus Fordham district.

- 2. Redevelopment opportunities exist in this area, which currently has underutilized commercial capacity.**

The American Legion site was recognized, in accordance with the 2020 Comprehensive plan as an area to be developed as public open space. As described above, the Town has voted not to exercise the option to purchase the property. Since that decision, the Town, the American Legion, and the Developer have reached an understanding that, in an effort to honor the intent of the 2020 Plan, the proposed development would expand and provide improvements to the existing Town park in lieu of dedicating the entire site as open space. Therefore, the proposed plan

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honors the intent of 2020 Comprehensive plan by providing public open space, while also allowing the American Legion to progress as they desire with their plans for the future.

3. The Ephesus Church Road / Fordham Blvd. Small Area Planning and Traffic Analysis was adopted in 2011 and will affect development in this area.

As a result of the Ephesus Church Road / Fordham Blvd Small Area Plan, significant changes to the traffic patterns at the Ephesus Church Road / Fordham Blvd. intersection are being undertaken by the Town. The project may, per recommendations developed by a consultant hired and directed by the Town, require additional roadway improvements to adjacent streets and intersections to accommodate traffic created by this development.

4. The area has been identified for investment of expanded transit services to provide improved mobility within and along U.S. 15-501 and Fordham Blvd.

Currently, several transit routes serve existing stops adjacent to the site on both Legion Road and Ephesus Church Road. Future residents and workers of the proposed development will be able to take advantage of existing services and the improved services intended by the 2020 Comprehensive plan to provide improved mobility within and along U.S. 15-501 and Fordham Blvd.

5. The area also includes access to the proposed light rail transit service between Durham and Chapel Hill.

This site is located at the east end of Europa Drive, in close proximity to the proposed light rail and regional transit station located along U.S. 15-501. By foot, the station is less than 1,000 feet from the station and could be reached by future residents within a five-minute walk.



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STATEMENT OF COMPLIANCE

with the

Design Guidelines

American Legion Property Legion Road Chapel Hill, North Carolina

The Design Guidelines for Chapel Hill articulate key design objectives for development in the Town. While very early in the process, the project intends to comply with the applicable Design Guidelines in the following ways:

CRITERIA FOR DESIGN

Livability:

- The project design provides outdoor improved and unimproved open spaces with pedestrian interconnectivity to existing sidewalks, neighborhoods, and public transit stations. The buildings are placed on the streets, both Legion Road and internal streets to provide attractive streetscapes. It is designed to promote pedestrian activity.

Visual Impact

- Woodfield Investments projects are designed to integrate and be compatible with the fabric of the community in which they are developing. From architecture to amenity spaces, streetscapes and improved open space, visual appearance and aesthetic of proposed improvements will consider both integration with existing Chapel Hill vernacular and definition of project-specific character. Buildings and architectural elements will be designed specific to this project site rather than using “cookie cutter” repeats of previous projects. Streetscapes will be defined with vegetation, appropriate scaled lighting and fixtures, and building frontages. Amenity and open spaces will be vibrant and achieve visual continuity with surrounding architecture through the use of similar, high quality materials.

Vegetation

- A significant portion of the property has already been cleared. That said nearly 25% of the property will be maintained as open space with

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the currently wooded Resource Conservation District area preserved. New landscaping will utilize native or adaptive plant species and provide the tree canopy coverage for the parking areas and pedestrian trails. Proposed landscaping will also screen utilities, provide visual barriers between uses, define spaces, and enhance the visual appearance of the development year round.

Mobility

- A proposed sidewalk and trail network will connect and extend the trails in the Town's park property and connect to both Legion Road and Ephesus Church Road. Existing trails through the site currently utilized by the neighboring communities will, to the extent practical, be maintained to allow connection to the Ephesus Elementary School without the need to walk on adjacent streets. Existing transit stops on Legion Road, just north of the development, and on Ephesus Church Road adjacent to the elementary school, provide excellent access to public transit for residents, employees and workers within the development.

Activity Centers

- Streetscapes and nodes within the development will enhance community life by providing activated spaces such as ground level retail (proposed adjacent to Legion Road), amenity spaces (a fitness center and clubhouse), and outdoor gathering spaces. Office space is proposed to enhance the mix of uses. The project will be connected to the Town's park property to the south to enhance opportunities for the residents and employees to recreate.

Views

- The current plan, with office use fronting on Legion Road, activates and engages the streetscape. The main entry drive, situated along the northern property boundary, passes the proposed office building and extends through the site with preserved RCD flanking one side, and access to multi-family and office uses on the right. The drive continues to the Town park, school and beyond to Ephesus Church Road. Parking is generally behind the buildings and internal to the site, limiting views of parking fields from main streets.

SITE DEVELOPMENT

- The project is designed to respect natural features and preserve environmental features to the extent practical; promote connectivity and offer pedestrian and bike routes to public transportation and other destinations; offer a compatible character between existing and proposed elements with enhanced views, aesthetic, and visual appeal; provide access to recreational opportunities (passive and active) and offer a diverse range of program elements that promote a live, work, play, prosper development.
- The proposed development plans to respect the existing stream buffer, committing approximately twenty-five percent (25%) of the property to open space, stream buffers and trails. Storm water management facilities are located at naturally low areas of the site and on the east side of the RCD to act as a buffer between the proposed development and the adjacent single family neighborhood. Similarly, the public street has been located to minimize stream crossings and support the existing uses.
- A proposed street connecting Legion Road and Ephesus Church Road will provide additional vehicular connectivity to adjacent neighborhoods and destinations while a network of internal sidewalks and trails connecting to both Legion Road and Ephesus Church Road (through the Town's property to the South) will offer pedestrians and bikers access to surrounding destinations and public transit stations.
- A proposed street connecting Legion Road and Ephesus Church Road will provide additional vehicular connectivity to adjacent neighborhoods and destinations while a network of internal sidewalks and trails connecting to both Legion Road and Ephesus Church Road (through the Town's property to the South) will offer pedestrians and bikers access to surrounding destinations and public transit stations.
- The proposed architectural elements will be designed to respect Chapel Hill vernacular while creating a unique, site-specific character. This will be achieved through the use of consistent, high quality materials, a landscape pallet compatible with the surrounding area and typical of the southeast, and maximizing views and vistas through building placement, streetscape treatment, and relative scale of project elements.
- Amenities internal to the site will offer residents both passive and active recreational opportunities and may include walking trails, a

fitness center and pool, formal gathering spaces, and open, unprogrammed, lawn areas.

- The proposed development offers a mix of potential uses. The proposed concept transitions from the office use area adjacent to Legion Road, to garden style apartments in the center and a office, civic or other compatible non-residential use and open space next to the Town's park property and the existing school. This combination of uses offers residents, visitors, and employees diversity and flexibility of uses.

ARCHITECTURAL

- While still early in conceptual design, the architectural design intent aims to blend harmoniously with the natural surroundings while maintaining a sensitivity to the adjacent neighborhood architectural styles. The design will seek inspiration from material choices, massing and roof lines of the neighboring community for precedent on architectural style..
- The design will be sensitive to include design concepts such as massing and offsets as well as architectural elements such as roof lines and fenestration to break down massing of building into interesting components and highlight elements such as entry features and unique points of gathering found throughout the development.
- The architecture will feature appropriate proportion and scale by use of building material transitions and variety in massing which both tie the building character together in proportion and create unified design language throughout the project.
- Additional design elements such as finish materials, color and texture will be examined and utilized to further create a visually interesting project that is harmonious with the pedestrian scale.
- Lighting is extremely important to a project. The design team intends to integrate lighting that compliments the style of architecture and is compatible with the other lighting found on the site such as landscape lighting or lighting found on pedestrian pathways.

LANDSCAPE CHARACTER

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Although early in the design process, the concept plan developed to date aims to achieve the landscape design guidelines in the following ways. More detailed design standards, landscape pallets and plant lists, and plant arrangements will develop throughout the site planning process.

- A landscape theme will be developed through use of a landscape pallet that offers a variety of plant species, both deciduous and evergreen, that are characteristic of the southeast.
- Patterns of plantings in the form of plant massings, focal points, buffers, and overhead canopies will be used to define space and the human scale, create focal points, establish a visual rhythm, enhance aesthetics, buffer utilities, parking and loading areas, and mitigate noise.
- Site and building entrances will be enhanced with plant material appropriate in scale and formality with other site features such as architecture.