

Sheely Center

A PLANNED UNIT DEVELOPMENT

Case Z-29-12-6

Land Use and
Development Standards

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A Planned Unit Development (PUD) is intended to be a stand-alone document of zoning regulations for a particular project. Provisions not specifically regulated by the PUD are governed by the zoning ordinance. A PUD may include substantial background information to help illustrate the intent of the development. The purpose and intent statements are not requirements that will be enforced by the City. The PUD only modifies zoning ordinance regulations and does not modify other City Codes or requirements. Additional public hearings may be necessary such as, but not limited to, right-of-way abandonments.

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A. EXECUTIVE SUMMARY

The purpose of the proposed Planned Unit Development (“PUD”) is to create specific standards to guide the development of the approximate 197 acre parcel located at the southwest corner of Thomas Road and the Agua Fria Freeway (“Loop 101”). The subject property extends from McDowell Road on the south to Thomas Road on the north and situated between 99th Avenue (City of Phoenix & City of Avondale city limits) and the Loop 101 Freeway. The uniquely situated property enjoys approximately 1 mile of freeway frontage along the Loop 101 in western Phoenix. The rezoning request will involve approximately 197 acres and will rezone the property from the current C-2 HR PCD to Planned Unit Development (PUD) to allow for the development of an urban mixed-use development which implements the greater vision of the Sheely Farms PCD and the City of Phoenix’s vision for development along the Loop 101 Freeway corridor. The resulting project will be called *Sheely Center* PUD.

There has been tremendous growth in the West Valley Communities of West Phoenix, Avondale, Buckeye, Glendale, Goodyear, Litchfield Park, Peoria, Surprise, and Tolleson and, much has changed since the original approval of the PCD in 2000. The area has evolved from mostly suburban neighborhoods with corresponding suburban style retail centers and employers to a dynamic area featuring Banner Estrella Medical Center (a full-service, acute care hospital) featuring a 5-story medical office building on a 50-acre campus at the SWC 92nd Avenue and Thomas, a 862-acre Master Planned Business and Commerce Park known as Algodon located directly north of the *Sheely Center* and several professional sports and entertainment venues and the regional commercial and employment uses just a few miles to the north along the Loop101 Freeway, including: University of Phoenix Stadium, Jobing.com Arena, Peoria Sports Complex (Spring Training Facility for Seattle Mariners & San Diego Padres), Surprise Stadium (Spring Training Facility for Kansas City Royals and Texas Rangers), the new spring training ballpark for the Los Angeles Dodgers and Chicago White Sox teams, near 107th Avenue and Camelback and the major retail/entertainment venues in Westgate Center.



Sheely Center has been designed to become a dynamic and vibrant urban environment, incorporating pedestrian-oriented thematic areas, corporate headquarter offices, large and small businesses, retail commercial, entertainment, flex-office/industrial, office/showroom, hotels and high density residential elements in a master planned setting unlike anywhere else in the Valley. This broad mix of compatible urban uses will include: “Class A” offices in low rise, mid-rise and high rise settings, a broad range of retail uses, entertainment, restaurants, hotels,



apartments, regional operation centers, communications, data analysis, biological/energy/healthcare industries, medical services, professional occupations, insurance companies, financial, research and development, investment brokers, real estate, medical offices, and flex-office to accommodate the full spectrum of business and commerce tenants from the small use tenants looking for quality space with freeway accessibility all the way to corporate headquarters in a signature high rise building. The employment/office, hotel and urban living components of the development will in turn support and sustain the corresponding amenities of retail shopping, restaurants, and support services. This broad range of uses will be integrated in an urban oasis with pedestrian pathways, seating, water features and an array of linear open spaces and plazas.

The *Sheely Center* PUD plan is planned as a major employment center with the potential for up to 3.8 million square feet of office space, 1.2 million square feet of retail space, 1,000 hotel rooms, and up to 1,375 residential units proposed within 3 development sub-areas. *Sheely Center* PUD is a business employment campus that will provide the kinds of amenities and diversity of uses that have been envisioned along the Loop 101 Freeway corridor and at the western gateway into the City with an eye toward future growth industries that will need well-educated workforce.

The unique characteristics of this PUD offer a true spectrum of uses in a planned and dynamic environment and will create vibrant activity zones for social interactions, outdoor dining, shopping, entertainment and leisure activities. The internal network of buildings, pedestrian destinations and access ways link all of the elements of this project together to establish the unique setting reflected in the plan. The plan provides plazas and urban housing components to function as integral elements. It will create a sustainable and unique high end, mixed-use development that successfully integrates these employment, retail, travel services and urban style living opportunities with other lifestyle amenities.

The site enjoys excellent regional access due to its strategic location just off the Loop 101 Freeway and just north of the I-10 Freeway. As previously noted, the subject property also has immediate access to major arterials in Thomas Road, McDowell Road and 99th Avenue. The site's strategic setting at the western gateway to the City with these adjacent freeway corridors and arterial roadways gives the master plan the unique opportunity to attract the wide spectrum of uses previously noted: corporate headquarters, major businesses, professional offices, entertainment and retail uses, manufacturing, commerce park and even wholesaling opportunities to serve both local and regional needs. Eye catching design, architectural and on and off site signage will draw attention to *Sheely Center*.

The urban style residential components are an important element to attaining and maintaining the proper balance between employment and commercial uses for this project. Public areas that are pedestrian-oriented and intended to create an interactive atmosphere will be created through the use of architecture, landscaping, signage, lighting, walkways, open spaces, shape, color and materials.

As noted above, signage will be a vital and integral tool in creating and framing a vibrant and dynamic urban environment for the *Sheely Center* PUD. The proposed signage is a tool that will not only enhance the experience within the overall project, but also play a key role in both creating and drawing attention to a master planned environment. Elements in the comprehensive sign package will include the full array of center and business identification signs, monument style signage, freeway landmark signs, tenant signage, off-premise advertising signs and on-site directional signage that will be architecturally coordinated. The new electronic or digital message displays will be allowed in all permanent signage to add vitality, excitement and a modern edge to the master plan. The full mile of freeway visibility, gives the *Sheely Center* unique opportunity for freeway oriented signage to provide identity, name recognition, corporate branding and visual advertisement to draw users, customers and interest. Another objective of the signage plan will be to encourage the creative development of 2D and 3D signage that is unique and consistent with the active nature of an urban environment.

The *Sheely Center* establishes a high quality employment/business and living center at the western gateway of Phoenix to attract top tier companies to locate grow and prosper. *Sheely Center* will position this area to emerge as a true gateway that sustains and enhances the City.

B. PURPOSE AND INTENT**1. Regulatory Provisions**

The *Sheely Center* PUD has been prepared pursuant to Section 671 of the Zoning Ordinance of the City of Phoenix in order to establish the regulatory framework for this master plan that will emerge and develop over the next decade. This PUD is intended to be a stand-alone document comprised of zoning regulations, including permitted uses, development standards and design guidelines for the entire 197 acre project located at the southwest corner of Loop 101 Freeway and Thomas Road. The PUD includes substantial background information to help illustrate the intent of the development. All images including the site plan are conceptual representations of the character and quality of the development. Plans and documents with specific designs will be processed through the City of Phoenix site plan review process in accordance with Section 507. Provisions not specifically regulated by the *Sheely Center* PUD are governed by the City's zoning ordinance. This PUD only modifies zoning ordinance regulations and does not modify other City Codes or requirements.

2. Zoning Ordinance Applicability

Unless a use or standard for development is specifically re-stated herein, the Zoning Ordinance of the City of Phoenix, Arizona as adopted and periodically amended, is applicable to the *Sheely Center* PUD. It is the intent of this PUD to establish the permitted uses, development standards and amend various provisions that will govern this development. In the event of a conflict between a use, a development standard, or described development procedure between the City of Phoenix Zoning Ordinance and the PUD, the PUD shall govern. Similarly, where the PUD narrative is silent on a requirement, the applicable Zoning Ordinance provision shall control.

C. DEVELOPMENT PLAN

Sheely Center PUD is planned, unique, urban-style mixed-use development that will provide opportunities for various land uses through common and compatible design features. The development plan includes employment, office space for all types of tenants with particular emphasis on attracting corporate headquarters, “Class A” office users, regional operation centers, communications, data analysis, biological/energy/healthcare industries, medical services, professional occupations, insurance companies, financial, research and development, investment brokers, real estate, medical offices, pedestrian-oriented commercial, and flex-office/industrial, office/showroom, hotel uses, a spectrum of local, community and regional retail shopping opportunities, restaurants, theaters, entertainment venues along with high density residential elements in a master planned setting. Obviously a project of this scope and magnitude will develop out over a long period of time. This document will guide the various phases as they occur and the infrastructure will create the backbone framework for the master plan uses. This lengthy build-out period will also require the *Sheely Center* property to accommodate existing interim uses on the property as permitted and allow for income generating new uses to maintain the cohesiveness of the master plan until the vision can be realized.

1. Description of Land Use Category

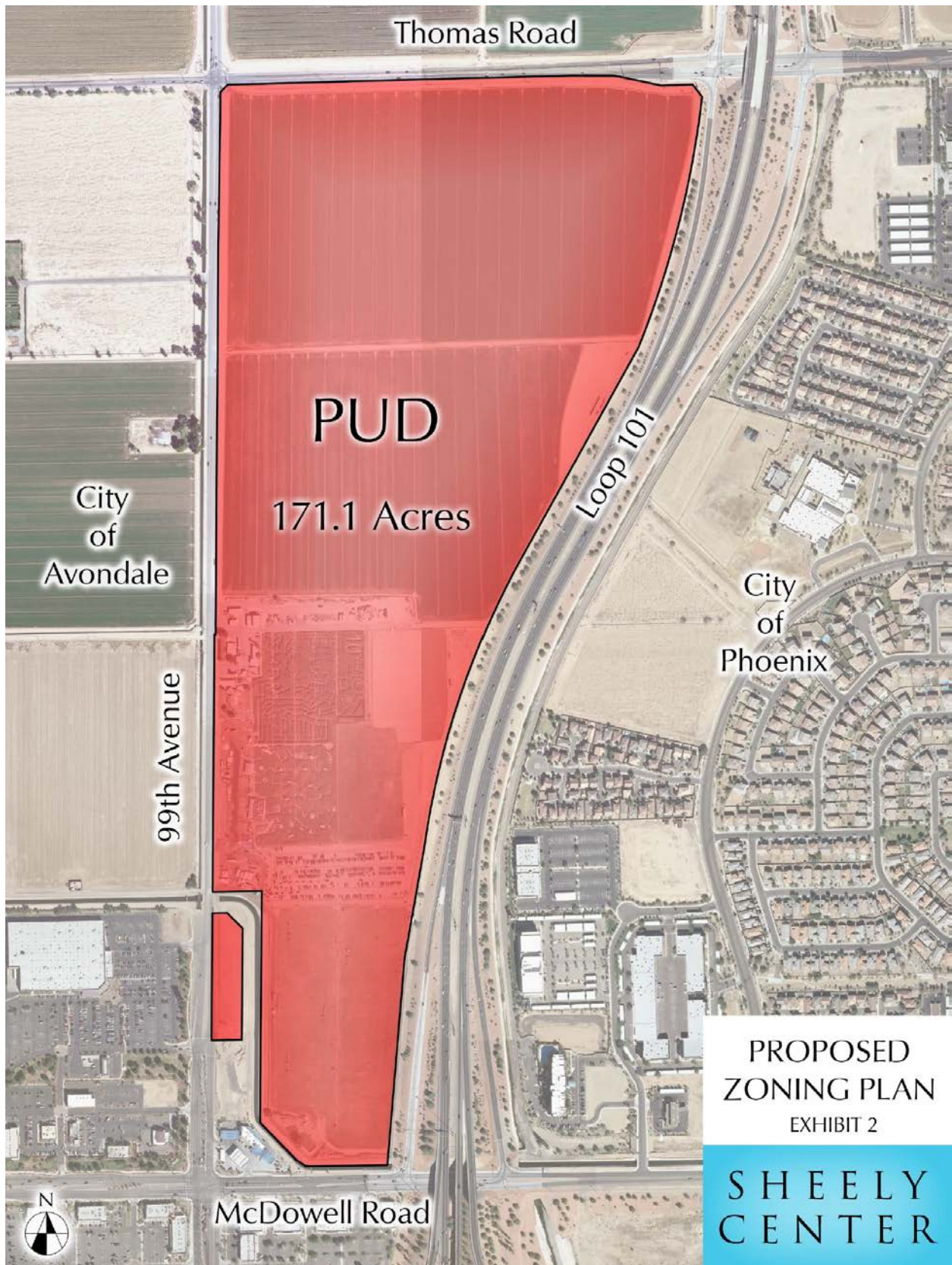
Sheely Center is at its core a business/employment campus that will also attract other complimentary uses and provide the kinds of amenities and diversity of uses that are envisioned along the Loop 101 Freeway corridor and at the gateway into the City with an eye toward future growth industries that will need well-educated workforce. The project is designed around mixed use urban theme. The plan proposes commercial, office, hotel, retail, entertainment, commerce park uses and residential living components that will all compliment the mixed use character. While Mixed Use is being proposed over the entire project the property provides several distinct districts within the Mixed Use designation that are designed to create centers for employment, entertainment, commerce, and retail destinations. To do so, *Sheely Center* has created a plan of development, policies and design standards to initiate and guide this overall vision.

Sheely Center is being designed to accommodate:

- 3.8 million square feet of office space,
- 1.2 million square feet of retail space,
- 1,000 hotel rooms
- up to 1,375 residential units

2. Land Use

The proposed land use plan for *Sheely Center* includes a single land use designation in order to promote the intent of the PUD and to accommodate flexibility with uses through design requirements and ensure compatibility among the various land use opportunities within the project and the surrounding properties. See Exhibit 2, Proposed Zoning Plan (Page 10), and Exhibit 5, Development Sub Area Plan (Page 58).



Sheely Center PUD allows for a variety of land uses that are intended to capitalize on the nearby Banner Estrella Medical Center and supporting medical uses, the Algodon 862-acre Master Planned Business and Commerce Park to the north, a variety of existing and planned retail centers, and the nearby professional sports venues, including: University of Phoenix Stadium, Jobing.com Arena, Peoria Sports Complex (Seattle Mariners & San Diego Padres), Surprise Stadium (Kansas City Royals and Texas Rangers) and the recent spring training ballpark for the Los Angeles Dodgers and Chicago White Sox teams, near 107th Avenue and Camelback.

While the plan accommodates flexibility regarding land uses, the pattern of development within the overall project is established by the internal roadway network that link the 3 sub-areas together into a cohesive plan and the regulations proposed within this PUD that ensure design compatibility and appropriate buffers between land uses.

The PUD provides a comprehensive list of Permitted Principal Uses, Permitted Accessory Uses, Permitted Uses Subject to Performance Standards, and those uses that require Use Permits as well as performance standards to ensure consistent quality and compatibility within and adjacent to the master plan. The use list pays special attention to attracting employment, office space for all types of tenants with particular emphasis on attracting corporate headquarters, “Class A” office users, regional operation centers, biological/energy/healthcare industries, medical offices or services, professional occupations, financial, research and development, flex-office/industrial, office/showroom, along with complimentary hotel, retail and high density residential elements.

3. Discussion of Conceptual Site Plan

The overall project concept is to create a high-energy urban-style mixed-use development revolving around a broad spectrum of employment and service opportunities. Virtually all of the contemplated components of the proposed project are currently under-served in this western area of the City. The proposed development standards for office, support retail, hotel, housing and parking components along the main internal spine street will comfortably provide shade to pedestrians through building placement, design, shade awnings and trellises and linked open spaces. The overall project will also be tied together by an internal roadway system which will provide attractive streetscapes with shade trees, benches, and lighting.

The various complementary uses and buildings throughout the project are proposed to be unified through the use of thematic architectural features, colors, building materials, common areas elements, and signage and yet still allow each building element to be distinctive. The main entrances to the project will have an arrival experience to make the project inviting. A hierarchy of generously landscaped and shaded human scale walkways, some with decorative surfaces, will link the buildings and uses together to create pleasant and comfortable connections from one environment (such as retail or urban living units) to another (such as corporate offices or commerce uses). Such pedestrian walkways will include tree shading, seating, enhanced landscaping, flower planters or perhaps architectural focal points. Signage

(both internal and at the perimeters) will compliment this plan and may be built first to generate interest and excitement for the master plan.

This development is strategically located at the hub of Loop101 and I-10 Freeways and adjacent to three arterial roads-McDowell Road, 99th Avenue and Thomas Road. The proposed site plan depicts a new north-south spine boulevard that connects to two (2) new east-west streets out to 99th Avenue and to two (2) new north-south streets to Thomas Road. The conceptual site plan essentially creates 3 development sub-areas that function off the planned internal roadway system. While each sub-area is geographically separate, the external relationship of the entire development to its surroundings, the irregular shaped property and the internal relationships of each sub-area with the proposed roadway network have been instrumental in the configuration of uses, open spaces and pedestrian amenities. Each use not only supports adjacent uses, but together they provide services that compliment one other and the greater area; enhancing the quality of life throughout the region. These areas are also designed to maximize their locational characteristics in terms of visibility and access. Clearly, hotels, restaurants, retail stores and signature office buildings typically do best with freeway visibility, access and arterial roadway frontage, while manufacturing and other employment uses do not need such prominent locations. This site is able to service this broad range of needs through the placement of the sub-areas.

The current high rise building heights and overall intensity were approved by the City Council back in 2008. In that action, the Council approved a 250-foot maximum height, except for building within 100-feet of Thomas Road, McDowell Road and 99th Avenue, where the building height maximum was limited to 150-feet in height. This stepback restriction in building heights along Thomas Road and McDowell Road no longer has planning merit given the intensity of the master plan to the north of Thomas and the freeway to freeway interchanges to the south, and it has therefore been deleted. However, this building height stepback of 150 feet has been maintained along 99th Avenue.

The office and commercial sub-areas can accommodate commercial and major office buildings ranging from 2 to 22 stories and are intended to capitalize on the excellent freeway accessibility for high intensity opportunities. A tiered approach to the placement of these buildings locates lower height structures adjacent to 99th Avenue as reflected on **Exhibit 6, Building Height Zones**. This special attention of incorporating visual hierarchy into the design of the development creates a unique and high quality Class-A office image while providing for the diverse needs of the market. The office buildings themselves vary in floor plate size and shape to provide for the varying needs of the office user. The working population at this site will be served by the retail, urban housing, entertainment and even hotel components of the project.

Destination based manufacturing/employment provide a backdrop for the higher exposure signature office buildings, hotels and retail services. Commerce park uses that provide development at a less intensity than the remainder of the site can be accommodate near the throat of the site at the southern sub-area where it is less visible from the elevating freeway.

The urban residential components are an important element to attaining the proper balance between employment and commercial uses for this area. Public areas that are pedestrian-oriented and intended to foster an interactive urban atmosphere will be created through the use of architecture, landscaping, signage, lighting, shape, color and materials. Residential urban living components have been incorporated into the master plan for balance and sustainability. One thousand three hundred seventy-five (1,375) residential units are planned within several low to mid-rise structures in the area adjacent to 99th Avenue. The PUD allows for retail to be located within the ground-floor in these mixed structures based upon market demand. These urban living units are for people who want to live in a high energy environment with nearby employment opportunities, retail services, open space elements and restaurant and night life venues and with excellent arterial and freeway access.

Hotels with up to 1,000 hotel rooms, are also planned for in the project. The nearby entertainment district along the Loop 101, Phoenix International Raceway, and nearby Phoenix Sky Harbor International Airport, and good public transportation make this site excellent for hotels. While the overall project will provide office, retail, employment and pedestrian amenities each hotel site will be responsible for its own on-site amenities. The specific location of the hotel(s) will be market driven.

Signage will be a vital and integral tool in creating and framing a vibrant and dynamic urban environment for *Sheely Center*. The proposed signage is a tool that will not only enhance the experience of the overall project but also play a key sustainability role. A unique signature signage package is proposed that integrates business identification, on and off-site advertising, art, graphics and freestanding signs to tie into the building architectural landscape of *Sheely Center*. It will provide excellent freeway visibility, gives unique opportunity for corporate headquarters, major businesses, manufacturing corporate offices, entertainment related uses, manufacturing, the signage necessary to provide identity, name recognition, corporate branding and visual advertisement. Off-Premise Advertising Signs will also be an important part of this signage hierarchy to generate interest and excitement for future businesses and the master plan itself. The main objective of the signage plan is to encourage the creativity and a sense of high energy and vibrancy consistent with the urban nature of the project. The freestanding monument signs with digital imaging along the freeway frontage will not only serve to identify existing and potential future uses in the project and their goods and services, but also aid the owners in sustaining the viability of the urban vision for *Sheely Center*.

The proposed high-end design standards for the office buildings, support retail pads, flex-office/industrial, office and urban components and streetscape will help to create a lasting impression for business executives, employees, visitors and urban residents.

D. SITE LOCATION AND CONDITIONS

1. Site, Location and Acreage

The property is an irregular shaped undeveloped site. The site currently consists of approximately 197 gross acres. The subject site is bounded by Thomas Road on the north, Loop 101 (Aqua Fria Freeway) on the east, McDowell Road on the south, and 99th Avenue on the west. The City of Tolleson is directly south of the site beyond McDowell Road and the City of Avondale is directly west of 99th Avenue. This means that *Sheely Center* acts as the western gateway to the City of Phoenix, which allows it to attract residents from other cities into the retail services and entertainment venues of this master plan. The site is located within the Maryvale Village. Over the past several years, the owners have obtained permission from the City of Phoenix to conduct a variety of temporary uses to maintain the viability of the property for its potential as a vibrant, urban level master plan, such as soccer fields, weekend concert venues, and seasonal festive uses. These temporary uses will be allowed or permitted uses in the PUD to provide a bridge to the urban vision of the *Sheely Center*.

The site enjoys excellent regional access due to its strategic location just off the Loop 101 and I-10 Freeways. The property is really at the hub of a regional transportation network with major arterial streets and freeways and the potential future light rail lines. Access to the property is from McDowell Road, 99th Avenue and Thomas Road. While the eastern portion of the property is adjacent to the Loop 101 no direct access is provided to the freeway. Freeway access is provided via interchanges at Thomas Road, McDowell Road and 99th Avenue.

2. Topography and Natural Features

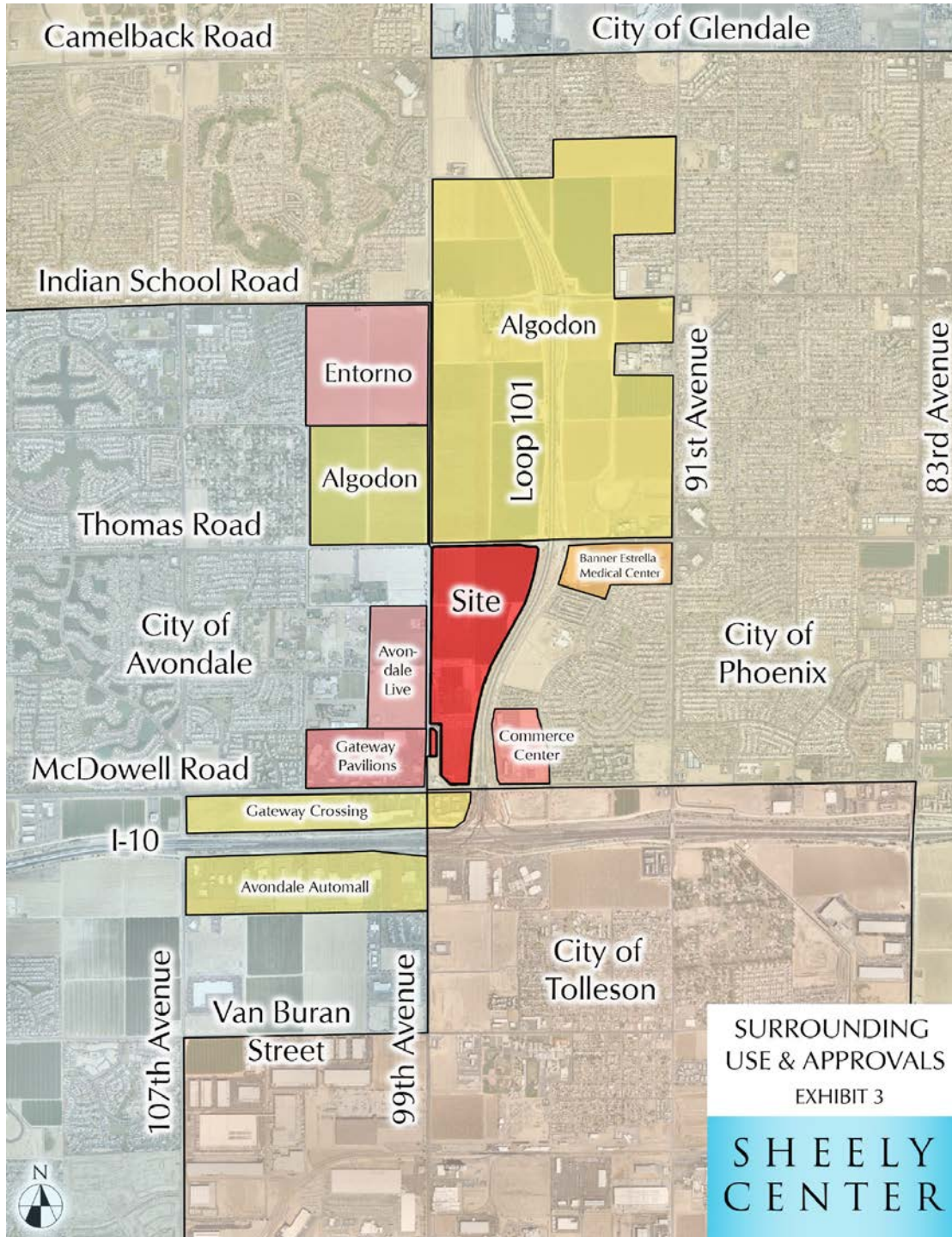
The existing property topography is relatively flat with a slight slope from the northeast to southwest and with no natural features. The property has several small irrigation ditches and dirt roads within and surrounding the overall property that are currently serving the current farming operations on the property. These irrigation ditches and farm roads will be removed at the time of development for that particular phase.

3. Surrounding Context

As noted above, the subject property is located at the western edge of the City and this serve as a gateway to the City of Phoenix and the Maryvale village. The uniquely shaped property is adjacent to the City of Avondale along the western edge of the property and the City of Tolleson along the southern edge of the property. The property's eastern boundary is the Loop 101 Aqua Fria Freeway.

This 197-acre site constitutes the last development phase of the Sheely Farms Planned Community District (PCD), a 563-acre master planned community initially approved by City Council on January 12, 2000. The Sheely Farms PCD is a mixed use development of commercial, general commerce park, single-family and multi-family residential land uses.

The property enjoys the close proximity to Banner Estrella Medical Center and supporting medical uses on the east side of the Loop 101 Freeway. It is approximately 3-miles south of the University of Phoenix football stadium, Jobing.com arena, Westgate Center and Camelback Ranch spring training ballpark. The Glendale Municipal Airport is located approximately 4 ½ miles to the northwest of the property.



Along the Loop 101 corridor from the I-10 Freeway north to Northern Avenue there has been substantial projects approved by the City of Phoenix and the City of Glendale which have allowed greater densities and heights. Approved building heights and intensity are even greater than what has already been approved and now proposed with this project.

It is important to note that the City of Phoenix has already approved *Sheely Center* for a high intensity, mixed use, urban land master plan with the 2008 PCD Amendment. In that action, the City Council approved building heights up to a maximum of 250-feet over most of the site, along with many of the key master planning uses and features in the current PUD version of the *Sheely Center*.

However, notwithstanding those existing high density and intensity approvals for *Sheely Center*, the owners recognized the urban initiative captured by several projects just a few miles to the north in Glendale with their existing sports, entertainment, retail, housing and business venues. Those projects didn't exist just a few short years ago. Yet through the use of vibrant signage, flexible design features and high rise building heights, they captured the development potential – even though they lacked the strategic exposure of a freeway to freeway location that *Sheely Center* enjoys.

The owners have learned from these projects in Glendale and Phoenix and through this new more flexible PUD desire to recapture that initiative. The context of this property clearly justifies these high-rise building heights.

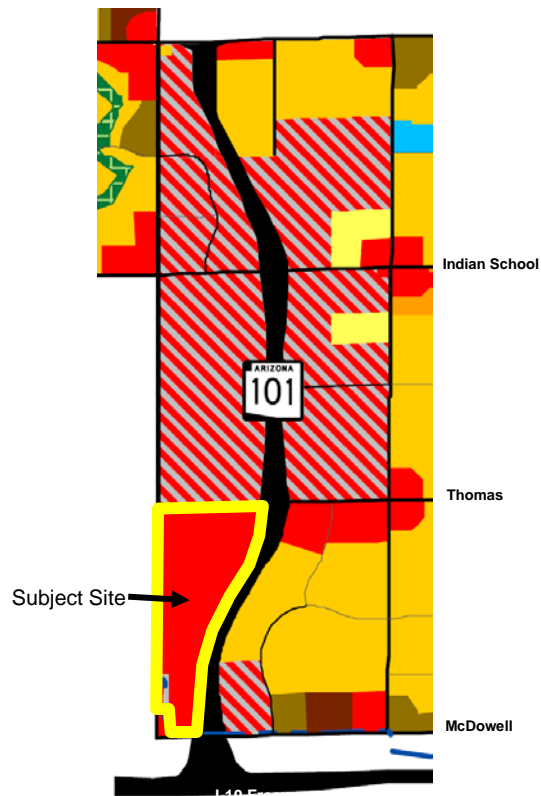
E. GENERAL PLAN CONFORMANCE

General Plan

The current General Plan Land Use designation for the subject property is commercial which allows retail, office and multi-family housing.

In December 2007 the City Council approved the current General Plan designation which changed the previous land use designation of Commercial, Commerce/Business Park, and Mixed-Use (Commercial and Commerce/Business Park) to Commercial to allow a major amendment to the Sheely Farms PCD. That amendment allows the same land uses now being proposed as part of this PUD. The City Council's decision on the General Plan to move to a commercial designation for the Sheely property followed the determination by the Maryvale Planning Committee that the area along the Loop101 Freeway is an appropriate location for "intense/high-rise development that supports employment, commercial, and entertainment uses."

Indeed, the three miles of mostly vacant land along the Loop 101 Aqua Fria Freeway from Camelback Road to McDowell Road is the last and best opportunity for the City of Phoenix to regain the initiative from Glendale, Avondale and Tolleson to foster outstanding mixed-use urban style master plans centered on employment opportunities and that maximize this freeway frontage for other existing opportunities with retail, hotel, entertainment and high density housing units. Freeway signage, project architectural design features and project amenities will all play key roles in recapturing the initiative in this area.



The proposed PUD meets several General Plan objectives:

GROWTH AREA ELEMENT

Goal 1: Growth: Maintain a high quality of life and economically healthy community:

- *Future employment growth closely linked to the characteristics and growth of the surrounding residential areas located within a 30 to 45-minute commute.*

Sheely Center will establish a regional employment center at the gateway of Phoenix that provides a place for top tier companies to locate, grow and prosper. The overall project concept is to create an urban mixed-use development revolving around employment and business opportunities. Virtually all of the contemplated components of the proposed project

are currently below the level of demand in this area. The property enjoys close proximity to Banner Estrella Medical Center and supporting medical uses on the east side of the Loop 101 Freeway, regional level retail developments west of 99th Avenue and is only 3-miles south of the University of Phoenix football stadium, Jobing.com arena, Westgate Center and Camelback Ranch spring training ballpark. *Sheely Center* is strategically positioned to emerge as a true gateway that sustains and enhances this area of the City. While employment growth in this area is necessary, the site also provides adjacent freeways connections to access other nearby major employment centers (Gateway Center, Downtown Phoenix, and Sky Harbor Airport). The area's transportation network benefits this site because employees and workers on site will be able to live close to their workplace. Analysis shows that many of the existing employment centers in Phoenix are within a 30-minute commute shed of this property.

The proposed PUD will provide up to 1,375 units of new housing. The ability to provide a range of new housing to support both on and off site employment centers is needed to maintain healthy communities.

Targeted Growth Areas:

- *Location of residential growth: Encourage new housing growth to support job growth within existing employment centers.*
- *Infill housing: Promote infill housing to support central area employment centers and maintain healthy central area communities.*
- *Transit and transportation planning: Integrate land use and transportation planning to minimize trip numbers and lengths and thus improve air quality.*

The proposed residential components promote energy conservation by providing living, working and shopping opportunities on this site and the nearby Village Core. The site is located adjacent to two freeways, three major arterial roadways and the future potential for the light-rail line extension, which can quickly bring residents of this project to downtown Phoenix and other parts of the valley.

The project will provide much needed new higher density housing on major transportation corridors within a rapidly developing employment entertainment area, consistent with General Plan objectives and policies. New residential growth within the commute shed will result in shorter commute times and vehicle miles traveled. The future potential for a light-rail line will also be in close proximity. Bus connections are currently available to connect this area to Downtown Phoenix.

New and upscale housing, in a vibrant urban setting will be a major benefit and “activity transfusion” for an area of the City which has not been the recipient of major new developments over the past years. We believe that the proposed development will energize this area and hopefully act as a catalyst for other development projects.

LAND USE ELEMENT

Goal 1 - Urban Form: Provide opportunities for a wide range of housing, employment, shopping, entertainment and recreation in each village to create a sense of community within the larger city.

Goal 2 - Employment and population balance: Distribute jobs and housing to each village to maximize the opportunities to live and work in the same or adjacent villages.

Policy 1 – Strive to provide each village with 1.25 jobs to housing units.

Policy 3 – Focus on increased employment in the Maryvale...area and vicinity.

Policy 4 – Favor development proposals that improve the existing resident/employment balance.

Policy 7 – Encourage development of regional shopping and office opportunities.

Policy 14 – Locate multi-family development near specialized public facilities, major transportation services, and employment centers.

A key concept of the General Plan encourages new employment growth in the West Valley’s targeted growth areas to provide jobs close to new residential. The subject site is located within the Maryvale Village along the Loop 101 Freeway, which is recognized as one of the city’s future employment centers and an important potential location for a concentration of employment opportunities.

New residential housing within an urban mixed-use project along two freeway corridors provides one of these unique opportunities to live, work and shop without leaving the project. This has always been a goal of the General Plan. The proposed project which includes a mix of office, retail, residential, flex/industrial, and hotel uses has the potential to significantly increase the number of jobs and sales tax revenues in this area of the City. Expanding housing opportunities nearby existing employment core has the potential to also significantly improve the existing resident/employment balance of this Village Core. The addition of employment oriented components within this PUD strengthens this area’s trend toward becoming one of the states major employment cores.

Goal 4 – Mixed Land Use Development: Mixed land use patterns should be developed within urban villages and at smaller scales to minimize the number and length of trips.

The **Sheely Center** PUD provides opportunities for this desired mix of uses. As noted previously in this PUD narrative, the mix includes employment, office space for all types of tenants with emphasis on attracting corporate headquarters, “Class A” office users, regional operation centers, biological/energy/healthcare industries, medical offices or services, professional occupations, financial, research and development, flex-office/industrial, office/showroom, retail services, hotel uses, and a couple of high density residential elements. This certainly qualifies as a “Mixed Land Use Development” under Goal 4.

Policy 1 – Support healthy urban villages with a balanced mix of housing, employment opportunities, and services as a principal means to reduce vehicle trip length and associated emissions.

The very essence of the **Sheely Center** PUD is to provide the opportunity for this balanced mix of housing, employment and ancillary support services opportunities. The creation of this unique high end, mixed-use development envisions the integration of employment, retail, travel services and urban style apartments with other lifestyle amenities, all of which support this policy.

Goal 5 - Integration of land use and transportation systems: Minimize the adverse impact of the transportation system through integrated urban design.

Policy 2 – Locate major traffic generating land uses on major streets or near freeway access and transit centers or light rail transit stations.

The proposed development is located adjacent to the Loop 101 Employment Core as well as within easy commute distance to Phoenix Sky Harbor International Airport. This development will significantly benefit this employment component and this master plan has integrated its land use pattern with the adjacent transportation system.

The proposed redevelopment achieves a compact pattern of development that is more conducive to walking and transit ridership. Residential development has been integrated with employment, retail and entertainment uses to allow for round-the-clock activity to support the urban 24 hour a day/ 7 day a week environment.

Additionally, significant retail will be placed on site which will support both the employment and residential components of the development. Strong pedestrian access to and through the site can facilitate expanded transit ridership on existing bus service.

Goal 6 - Pedestrian-oriented development: Design development to be pedestrian-friendly regardless of location or density to reduce vehicular travel.

A highly amenitized pedestrian environment with street level expanded sidewalks, shade trees, seating, retail and restaurants is one of the design elements of **Sheely Center**. The future residents of the proposed community will be able to take advantage of the entertainment and shopping opportunities integrated into the site via this pedestrian environment. Additionally, they will be able to avail themselves of transit connections to visit nearby educational, cultural, recreational, entertainment and employment opportunities in this and adjacent villages.

CIRCULATION ELEMENT

Goal 3 - Urban Public Transit: Encourage greater use of transit to reduce traffic congestion, conserve energy, and improve air quality.

Policy 1 – Expand all forms of mass transit service to significantly increase the proportion of all trips using transit and reduce the proportion of trips in automobiles.

Goal 4 - Pedestrian and bicycle environment: Expand pedestrian and bicycle access to transit facilities, schools, and recreation facilities by adding paths and trails, shade trees and lighting.

Policy 3 – Connect origins and destinations with paths and trails, and link paths and trails to the existing on-street transportation system and other transportation modes.

Goal 4A - Pedestrian Circulation: To encourage pedestrian activity, the General Plan recommends providing amenities in areas of high-density pedestrian activities.

Policy 3 – Provide amenities such as shade on at least 50% of the walking surface, plus lighting, seating, drinking fountains, trash receptacles, adjacent green spaces and emergency telephones in areas with a high density of pedestrian activities.

The proposed mixed use development is at the western gateway into the City and near major employment and entertainment. Access to the Loop 101 and I-10 Freeways is adjacent to the site and provides access to all parts of the Phoenix metro area.

Although not within the transit overlay, this proposed project has been designed and influenced by urban development standards. The proposed multi-story structures within the project achieve a compact pattern of development with a highly amenitized street level which results in a comfortable pedestrian environment that is more conducive to walking and transit ridership. It also provides larger than standard perimeter sidewalks to allow comfortable pedestrian pathways that do not conflict with opportunities for ground level retail and outdoor dining. Residential components have been added to support a lively urban environment.

Designated pedestrian pathways within *Sheely Center* will provide maximum comfort possible for the pedestrian by providing at a minimum 50% shade coverage at solar high noon on the summer solstice. The project will achieve this with a combination of natural vegetation, building placement, and architectural shading devices (canopies, awnings, overhangs, arcades etc). Human scale walkways, some with decorative surfaces, will link the buildings and uses together to create pleasant and comfortable connections from one environment to another. Such walkways will include shade, seating, landscaping, and/or architectural elements that act as focal points.

HOUSING ELEMENT

Goal 2 - Housing Choice: A Diverse choice of housing should be provided in all villages of the city to meet the needs of all households.

Policy 1 - Develop a range of housing types in each urban village.

The project provides various opportunities for diverse residential living. This project incorporates opportunities for different types of housing (live/work, traditional multifamily, apartment condo units and time share opportunities) which will contribute to a diverse mix of

housing located near transportation services within an emerging major employment center and help maintain a healthy community. This diverse living opportunity functions as a true “mixed use” environment with urban densities and the potential for living quarters on top of the potential for some ground level commercial uses. These diverse housing opportunities are intended to provide housing needs for the employment core as well as for housing for those who want to live within an urban development. One element of housing that deserves additional emphasis is the Maryvale Village is high density housing within a mixed use master plan environment.

F. ZONING AND LAND USE COMPATIBILITY

1. Surrounding Land Uses and Zoning

Surrounding Land Uses and Zoning		
	Land Use	Zoning
On site	Agriculture, Farm Residence, Temporary Uses	Approved C-2 HR PCD and GCP HR PCD
North	Agriculture	RE-43 (Approved high intensity employment based PUD)
South	Beyond McDowell Road, City of Tolleson, Commercial	Commercial (City of Tolleson and Maricopa County)
East	Loop 101 Freeway	Beyond the Loop 101, C-2 & GCP PCD, C-2 HR PCD/Tran
West	Beyond 99 th Avenue, City of Avondale, Agriculture, Commercial and Cemetery	PAD, AG, Mixed-Use (City of Avondale)

2. Compatibility

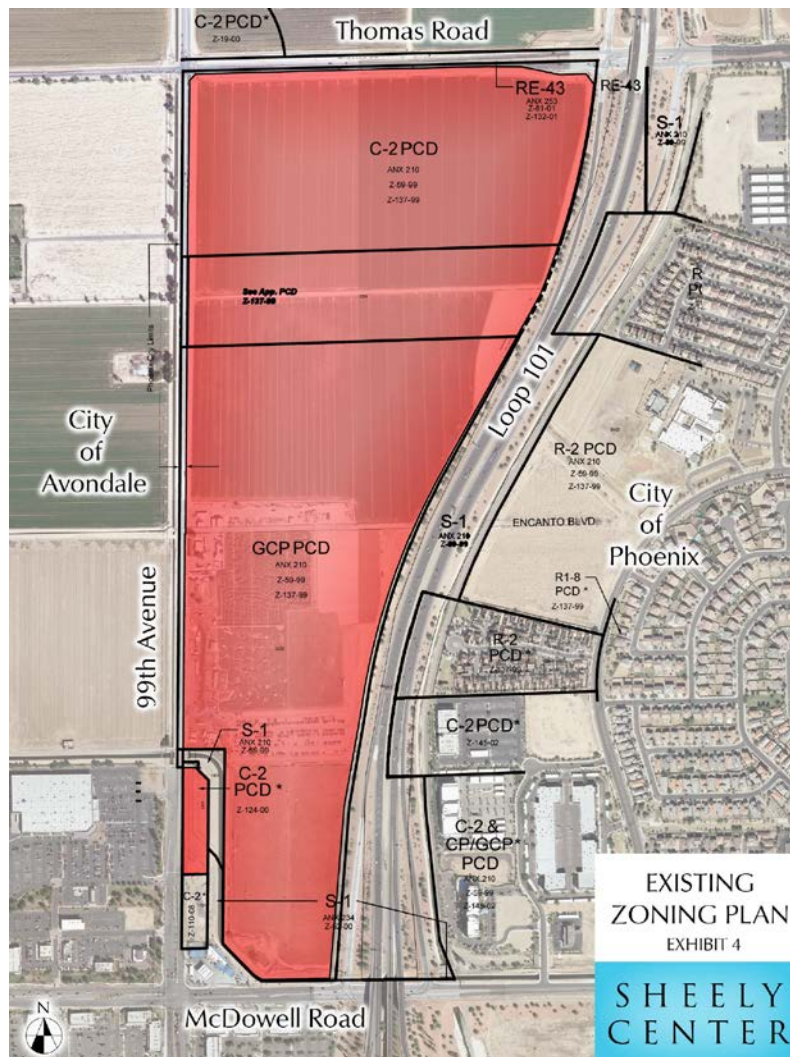
The property is located at the western edge of the City and at the gateway to the City and the Maryvale village. The uniquely shaped property is adjacent to the City of Avondale along the western edge of the property and the City of Tolleson along the southern edge of the property. The property’s eastern boundary is adjacent to the Loop 101 Freeway.

The property is in close proximity to Banner Estrella Medical Center and supporting medical uses on the east side of the Loop 101 Freeway. It is also approximately 3-miles south of the University of Phoenix football stadium, Jobing.com arena, Westgate Center and Camelback Ranch spring training ballpark and approximately 4 ½ miles south of the Glendale Municipal Airport.

While there is currently vacant land along the Loop 101 Freeway, much of this land along the Loop 101 corridor from the I-10 Freeway north to Northern Avenue has been approved and planned for high intensity mixed-use development projects. The approvals by the City of Phoenix and the City of Glendale have granted greater densities and heights along the Loop101 Freeway. Those approved building heights and intensities are even greater than what has already been approved for *Sheely Center* and the additional scope now being sought in this PUD project.

While the property is geographically separated from the balance of the original Sheely Farms property by the Loop 101 Freeway and the adjacent arterial roads, the external relationship of the entire development to its surroundings, and the internal relationships of each area has been designed with the adjacent approved land uses and zoning in mind. Each use not only supports adjacent uses, but together they provide services that compliment each other and the greater area. As previously mentioned, hotels and major corporate headquarters typically do best with freeway and arterial frontage, and will likely locate closer to the freeway. Regardless of the office or retail building locations the PUD provide a tiered approach to further enhance the compatibility with the adjacent uses.

The large Freeway buffer and the perimeter arterial street rights-of-way provide substantial buffering to the adjacent commercial and mixed-use project to the east, north, west and south. Various performance and design standards have been incorporated in the regulatory section of the PUD to ensure compatibility within the site and with the surrounding properties.



G. LIST OF USES

The following list of uses is intended to define authorized Permitted Principal Uses, Permitted Accessory Uses, Permitted Uses Subject to Performance Standards, and uses requiring a Use Permit within the *Sheely Center* PUD. The Master Developer or any property owner within the *Sheely Center* PUD may request an interpretation of analogous use to the defined list below from the City of Phoenix Zoning Administrator. The Zoning Administrator may administratively approve a use analogous to those listed below.

Below is a description of the types of permitted uses.

1. Permitted Principal Use:

Uses specifically permitted below or uses analogous to those specifically permitted as may be determined by the City of Phoenix Zoning Administrator.

2. Permitted Accessory Use:

Uses permitted as accessory to a Permitted Principal Use.

3. Permitted Use Subject to Performance Standards:

Uses specifically permitted subject to Performance Standards as established by specific footnote number and in **Section H.1** of the *Sheely Center PUD*. Performance Standards are specific for each individual use as defined within this **Section H.1** of the PUD.

4. Use Permitted Required:

Uses that are permitted within the *Sheely Center PUD* subject to the issuance of a Use Permit by the City of Phoenix Zoning Administrator pursuant to the procedures and requirements as set forth in Section 307 of the City of Phoenix Zoning Ordinance.

The following uses are allowed within the *Sheely Center PUD*:

Land Use	Permitted Principal Use	Permitted Accessory Use	Permitted Use Subject to Performance Standards	Use Permit Required
<i>Adjusters, Insurance</i>	•			
<i>Agriculture Grazing, including crop production</i>	•			
<i>Ambulance Service Office</i>	•			
<i>Ammunition, commercial loading of small arms</i>				•

Land Use	Permitted Principal Use	Permitted Accessory Use	Permitted Subject to Performance Standards	Use Permit Required
<i>Amusement Park, Outdoor</i>	•			
<i>Antiques, Crafts & Collectibles Sales (Retail or Wholesale)</i>	•			
<i>Apparel and accessories stores</i>	•			
<i>Architects' Supplies</i>	•			
<i>Art Gallery, New & Used Art</i>	•			
<i>Artist's Material & Supplies (Retail or Wholesale)</i>	•			
<i>Artist Studio, including live/work</i>	•			
<i>Assembly Halls & Auditoriums</i>	•			
<i>Assembly of finished products or subassemblies so long as the primary use of the property is not the basic processing and compounding of raw materials, or food products</i>	•			
<i>Assisted Living Facility</i>	•			
<i>Athletic Club</i>	•			
<i>Auctioneers' Auditorium, for Antiques, Fine Arts & Furniture</i>	•			
<i>Automobile General Repair, Body Shops and/or Painting</i>			•	

Land Use	Permitted Principal Use	Permitted Accessory Use	Permitted Subject to Performance Standards	Use Permit Required
<i>Automobile Parts & Supplies (Retail or Wholesale)</i>			•	
<i>Automobile Retail Sales, New & Used, Leasing and Rental</i>			•	
<i>Automobile Service Station</i>	•			
<i>Automatic Teller Machine</i>	•			
<i>Awnings, Fabrication & Sales</i>			•	
<i>Bakers & Baked Goods, Retail, Manufacturing, Wholesale & Storage</i>			•	
<i>Banks, Trust Companies, and other financial institutions</i>	•			
<i>Bank Branch Office</i>	•			
<i>Barbers</i>	•			
<i>Bar, Lounge, or Tavern</i>	•			
<i>Bathroom Accessories, Display and Retail Sales Only</i>	•			
<i>Beauty Salon, Shop or Spa (w/Massage services as an accessory use)</i>	•			
<i>Beauty Shops Equipment (Retail or Wholesale)</i>	•			
<i>Bicycles, New and Used, Retail Sales and Repairs</i>	•			

Land Use	Permitted Principal Use	Permitted Accessory Use	Permitted Subject to Performance Standards	Use Permit Required
<i>Biomedical and Medical Research Office and/or Laboratory</i>	•			
<i>Bird sales, Retail</i>	•			
<i>Blueprinting</i>	•			
<i>Boats, New & Used Sales and Service</i>			•	•
<i>Bonding Companies</i>	•			
<i>Bookbinders, Commercial</i>	•			
<i>Book, Stationary & Greeting Cards</i>	•			
<i>Booksellers and Rentals, except adult bookstores</i>	•			
<i>Bowling Alleys</i>	•			
<i>Braces, Orthopedic, Sales Retail</i>	•			
<i>Brokerage House</i>	•			
<i>Building and Loan Association</i>	•			
<i>Building Materials, Retail Sales Only</i>				•
<i>Burglar Alarm Equipment Sales and Service</i>	•			
<i>Burglar Alarm Monitoring Service</i>	•			

Land Use	Permitted Principal Use	Permitted Accessory Use	Permitted Subject to Performance Standards	Use Permit Required
<i>Business Machine, Distribution & Retail Sales, Repair & Service, storage & Wholesale</i>	•			
<i>Butcher Shops (No Slaughtering) as an accessory use to Grocery Store</i>		•		
<i>Camera Store</i>	•			
<i>Candy Store</i>	•			
<i>Canvas Goods Sales, Retail</i>	•			
<i>Carpet, Rug & Furniture Cleaners</i>	•			
<i>Car Wash</i>	•		•	
<i>Caterers</i>	•			
<i>Charitable Institutions, Office Only.</i>	•			
<i>Chemicals and Drugs, Storage and Distribution</i>	•			
<i>Churches or similar places of worship</i>	•			
<i>Cigar Manufacturing, Custom Hand Rolled</i>	•			
<i>Cigar or Tobacco Stores (Retail or Wholesale) including lounge</i>	•			
<i>Cigarette Service</i>	•			

Land Use	Permitted Principal Use	Permitted Accessory Use	Permitted Subject to Performance Standards	Use Permit Required
<i>Civic Uses</i>	•			
<i>Cleaners</i>	•			
<i>Clinic, Medical or Dental Offices</i>	•			
<i>Clothing Alteration</i>	•			
<i>Clothing Manufacturing (Retail & Wholesale Sales)</i>	•			
<i>Clothing, Retail, Wholesale & Distribution</i>	•			
<i>Coffee (Retail, Wholesale or Storage)</i>	•			
<i>Coin Dealers</i>	•			
<i>Collection Agencies</i>	•			
<i>Commercial Parking Garages</i>	•			
<i>Commercial Parking Lots</i>	•			
<i>Commercial School, outdoor activities as an accessory use subject to conditions</i>	•			
<i>Compressed Natural Gas (CNG) Retail Sales, as an accessory use to automobile service station and automobile sales, new & Used, leasing and/or rental</i>			•	

Land Use	Permitted Principal Use	Permitted Accessory Use	Permitted Subject to Performance Standards	Use Permit Required
<i>Confectioners (Retail or Wholesale)</i>	•			
<i>Congregate Care Facilities</i>	•			
<i>Contractors Equipment and Supplies, Retail Sales</i>	•			
<i>Contractors' Office with Inside Storage of Material Only</i>	•			
<i>Convenience Store</i>	•			
<i>Convenience Store with Gasoline Pumps & Automated closed Car Wash as accessory</i>	•			
<i>Copy Center</i>	•			
<i>Corporate suites (furnished residential apartments leased for less than thirty days)</i>	•			
<i>Crockery Sales, Retail</i>	•			
<i>Cultural Institutions</i>	•			
<i>Curio Shops (Retail or Wholesale)</i>	•			
<i>Dancing, Theatrical or Music Studio</i>	•			
<i>Daycare</i>	•			
<i>Day Spa</i>	•			

Land Use	Permitted Principal Use	Permitted Accessory Use	Permitted Subject to Performance Standards	Use Permit Required
<i>Delicatessens & Catering Establishment</i>	•			
<i>Delivery Service Office</i>	•			
<i>Dental / Medical Clinic or Laboratories</i>	•			
<i>Dental Supplies (Retail or Wholesale)</i>	•			
<i>Department Stores</i>	•			
<i>Dependent Care Center</i>	•			
<i>Desks, Sales, Retail</i>	•			
<i>Detective Agencies</i>	•			
<i>Diaper Supply Service</i>	•			
<i>Dolls, Repairing</i>	•			
<i>Draperies, Sales or Manufacturing</i>	•			
<i>Drawing Materials (Retail or Wholesale)</i>	•			
<i>Dressmakers, Custom</i>	•			
<i>Drive-through Facilities</i>	•			
<i>Drive-Up Facilities for Permitted Uses, Freestanding or Kiosk</i>			•	
<i>Driving School, Auto</i>			•	
<i>Drugs, Wholesale Storage</i>			•	

Land Use	Permitted Principal Use	Permitted Accessory Use	Permitted Subject to Performance Standards	Use Permit Required
<i>Drugstore</i>	•			
<i>Dry Cleaners & Laundry</i>	•			
<i>Dry Goods, Retail, Wholesale & Storage</i>	•			
<i>Dwelling, Multifamily</i>	•			
<i>Electric Equipment, Retail Sales & Repair</i>	•			
<i>Electric Light and Power Company Offices</i>	•			
<i>Electrical Appliances, Retail Sales and Service</i>	•			
<i>Emergency Medical Care Facility (24 Hour Service)</i>	•			
<i>Employment Agencies, not including Day Labor Hiring and Transportation Centers</i>	•			
<i>Engravers</i>	•			
<i>Entertainment Venues, outdoor, including Concerts and Live Entertainment</i>	•		•	
<i>Exhibition Hall</i>	•			
<i>Fabrication & Assembly of Finished products or subassemblies, so long as the primary use of the product is not the basic processing and compounding of raw materials, or food products</i>			•	

Land Use	Permitted Principal Use	Permitted Accessory Use	Permitted Subject to Performance Standards	Use Permit Required
<i>Facilities & Storage incidental to a construction project when located on the project site.</i>	•			
<i>Family Game Center, Indoor</i>	•			
<i>Farmers Market</i>	•			
<i>Feed, Retail & Sales Office</i>	•			
<i>Financial Institutions</i>	•			
<i>Fire Protection Equipment & Supplies, Retail Sales & Service</i>	•			
<i>Floor Coverings (Retail & Wholesale)</i>	•			
<i>Florist (Retail & Wholesale)</i>	•			
<i>Food & Beverage Vendor Cart as accessory to retail or office use</i>		•		
<i>Frozen Foods, Wholesale Storage & Distribution</i>			•	
<i>Furniture, Repairing & Refinishing</i>			•	
<i>Furniture (Retail & Wholesale)</i>	•			
<i>Galleries & Studios</i>	•			
<i>Gas Regulating Equipment, Sales & Service</i>	•			

Land Use	Permitted Principal Use	Permitted Accessory Use	Permitted Subject to Performance Standards	Use Permit Required
<i>Gift, Novelty & Souvenir Store</i>	•			
<i>Glass Shops, Custom</i>	•			
<i>Guns, Retail Sales and/or Repairs</i>			•	
<i>Grocery</i>	•			
<i>Gymnasium, Private or Commercial</i>	•			
<i>Health/Fitness Club</i>	•			
<i>Health and Support Service</i>	•			
<i>Health Food Products, Retail Sales</i>	•			
<i>Heating and Ventilating Sales, retail</i>	•			
<i>Helistop</i>		•	•	
<i>Hemstitching</i>	•			
<i>Hobby, Stamp and Coin Shop</i>	•			
<i>Home Furnishings (Retail & Wholesale)</i>	•			
<i>Home Office</i>	•			
<i>Hospital</i>	•			
<i>Hospital Service Organizations</i>	•			

Land Use	Permitted Principal Use	Permitted Accessory Use	Permitted Subject to Performance Standards	Use Permit Required
<i>Hospital with Recreational Vehicle Parking</i>	•			
<i>Hotel equipment, Supplies & Retail Sales</i>	•			
<i>Hotel or Motel</i>	•			
<i>Hotel / Condominium</i>	•			
<i>Household or office furniture, furnishings, home electronics and appliances store</i>	•			
<i>Ice Cream Store</i>	•			
<i>Imported Goods Sales (Retail or Wholesale)</i>	•			
<i>Independent Living Facility</i>	•			
<i>Indexing Systems and Supplies, Retail Sales</i>	•			
<i>Indian Goods, Retail Sales</i>	•			
<i>Interior Decorators, Display, Retail Sales and Fabrication, Custom</i>	•			
<i>Intermediate Care Facility</i>	•			
<i>Jewelers, Manufacturing</i>	•			
<i>Jewelers (Retail or Wholesale)</i>	•			
<i>Laboratory, Testing & Research</i>	•			

Land Use	Permitted Principal Use	Permitted Accessory Use	Permitted Subject to Performance Standards	Use Permit Required
<i>Laundries as an accessory to Hospital, Hotel, Motel, Condominium, Multifamily Residential</i>		•		
<i>Laundry Equipment & Supplies</i>	•			
<i>Lawn Furniture, New, Sales</i>	•			
<i>Leather Goods: Repairing, Sales, Custom or Handcraft Manufacturing</i>	•			
<i>Limiting manufacturing and assembly of finished products or subassemblies</i>	•			
<i>Linen Supply & Laundry Service</i>	•			
<i>Lithographers</i>	•			
<i>Liquor, Retail, Wholesale & Storage</i>	•			
<i>Liquor, Package Retail Sales</i>	•			
<i>Live Entertainment, Indoor</i>	•			
<i>Live Entertainment, Outdoor</i>				•
<i>Live-Work Units</i>	•			
<i>Locker, Food Storage</i>	•			
<i>Locksmith Repair Shop</i>	•			

Land Use	Permitted Principal Use	Permitted Accessory Use	Permitted Subject to Performance Standards	Use Permit Required
<i>Lodges or Fraternal Associations</i>	•			
<i>Machinery Dealers, Retail Sales and Showrooms</i>	•			
<i>Machinery Rental</i>	•			
<i>Manufacturing</i>			•	
<i>Massage Therapy</i>	•			
<i>Medical Supplies, Retail Sales and Rentals</i>	•			
<i>Messenger Delivery Service</i>	•			
<i>Microbrewery, Pub</i>	•			
<i>Millinery and Artificial Flower Making</i>	•			
<i>Milling Equipment, Showrooms, Retail Sales</i>			•	
<i>Miniature Golf</i>	•			
<i>Mineral Water Distillation and Bottling</i>			•	
<i>Mobile Vending</i>	•			
<i>Mobile Diagnostic Unit as an accessory to a Hospital, Emergency Department Facility, Clinic or Medical Office Use.</i>		•		
<i>Monuments, Retail Sales and Display</i>	•			

Land Use	Permitted Principal Use	Permitted Accessory Use	Permitted Subject to Performance Standards	Use Permit Required
<i>Motion Picture Equipment, Retail Sales & Display</i>	•			
<i>Motion Picture Theaters</i>	•			
<i>Motorcycles, Repairing and Sales</i>			•	
<i>Musical Instruments Repairing and Retail sales (new and used)</i>	•			
<i>Music Store (new and used)</i>	•			
<i>Music Studios</i>	•			
<i>Newsstand</i>	•			
<i>News Dealers</i>	•			
<i>News Service</i>	•			
<i>Newspaper Printing</i>	•			
<i>Night Club</i>			•	
<i>Novelties, Wholesale</i>	•			
<i>Nursing Homes</i>	•			
<i>Offices, Medical, General, Business, Professional & Administrative</i>	•			
<i>Offices with Conference, Reception or Health/Recreation Facilities</i>	•			

Land Use	Permitted Principal Use	Permitted Accessory Use	Permitted Subject to Performance Standards	Use Permit Required
<i>Office Service: Stenographic, Letter Prep, Addressing & Mailing</i>	•			
<i>Optical goods, Manufacturing and Sales</i>	•			
<i>Orthopedic Appliances, Manufacturing and Sales</i>			•	
<i>Outdoor dining & alcoholic beverage consumption & sales</i>	•			
<i>Outside Retail Food Sales</i>	•			
<i>Outdoor Food preparation</i>	•			
<i>Outdoor Grocery Sales</i>	•			
<i>Outdoor sales & display as accessory to Retail use.</i>		•		
<i>Outdoor recreational facilities and sports courts as an accessory use to hotel, motel & residential.</i>	•			
<i>Outpatient Treatment Facility</i>	•			
<i>Outdoor Garden Center as accessory to Retail use.</i>		•		
<i>Outdoor Storage</i>			•	
<i>Painters' Equipment and Supplies Shops, Wholesale and Storage</i>			•	
<i>Parking Lots or Garage/Structure</i>	•			

Land Use	Permitted Principal Use	Permitted Accessory Use	Permitted Subject to Performance Standards	Use Permit Required
<i>Patron Dancing</i>		•		
<i>Pet Care facilities</i>	•			
<i>Pet Store</i>	•			
<i>Personal Care Home</i>	•			
<i>Personal Services</i>	•			
<i>Pharmacy</i>	•			
<i>Photographic Studio, Developing and Printing</i>	•			
<i>Photographic Developing and Printing</i>	•			
<i>Photo-Engraving Company</i>	•			
<i>Physical Therapy Equipment, Retail and Wholesale</i>	•			
<i>Plant Nurseries, Indoor</i>	•			
<i>Plant Nurseries, Outdoor</i>	•			
<i>Plastic Products, Retail and Wholesale</i>	•			
<i>Playground Equipment Sales</i>	•			
<i>Plumbing Fixtures and Supplies, Display and Retail Sales</i>	•			
<i>Pool and Billiard Halls</i>	•			
<i>Poster Illustration, Studio</i>	•			

Land Use	Permitted Principal Use	Permitted Accessory Use	Permitted Subject to Performance Standards	Use Permit Required
<i>Pottery and Ceramics, Wholesale</i>			•	
<i>Printers</i>	•			
<i>Private Schools</i>	•			
<i>Private Clubs & Lounges</i>	•			
<i>Professional offices or studios, including the teaching of fine arts.</i>	•			
<i>Propane Retail Sales (accessory to service stations or convenience store)</i>	•			
<i>Public Utility Buildings and facilities when necessary for serving the surrounding territory. Repair and/or storage facilities, including outdoor, subject to a Use Permit</i>	•			
<i>Quarters for Caretakers or Watchmen</i>	•			
<i>Radio, Telephone and Television Sales and Service</i>	•			
<i>Radio and Television Broadcasting Stations</i>	•			
<i>Recording Studio</i>	•			
<i>Recreation and Social Clubs</i>	•			
<i>Reducing Salons</i>	•			

Land Use	Permitted Principal Use	Permitted Accessory Use	Permitted Subject to Performance Standards	Use Permit Required
<i>Recreational Sports Facilities</i>	•			
<i>Refrigeration Equipment, Repairs and Sales</i>			•	
<i>Research laboratories for scientific research, investigation, testing or experimentation which may include prototype product development</i>		•	•	
<i>Residential Multifamily Loft</i>	•			
<i>Residential Multifamily Condominium</i>	•			
<i>Residential-Multi-family</i>	•			
<i>Residential - Time Share Units</i>	•			
<i>Resort Hotel</i>	•			
<i>Restaurant, Bars & Lounges</i>	•			
<i>Restaurant with Drive-Thru Facilities</i>			•	
<i>Restaurant Equipment, Supplies and Retail Sales</i>	•			
<i>Retail sales, new & used</i>	•			
<i>Riding Equipment Sales</i>	•			
<i>Saddlery Shops, Custom, Handmade</i>	•			
<i>Safes, Repairing and Sales</i>	•			

Land Use	Permitted Principal Use	Permitted Accessory Use	Permitted Subject to Performance Standards	Use Permit Required
<i>Schools (Charter, Professional, Public, Tech., Higher Ed)</i>	•			
<i>School Equipment and Supplies Wholesale</i>			•	
<i>Scientific or Research Laboratories, including incidental pilot plants in connect therewith</i>	•			
<i>Self Service Laundry</i>	•			
<i>Sewing Machines, Commercial and Industrial Type, Retail Sales and Repairing</i>	•			
<i>Shoe Sales & Alteration Service</i>	•			
<i>Sign Painters Shops, Not Neon Sign Fabrication</i>	•			
<i>Signs, in accordance with Section J Signs of this Sheely Center PUD</i>	•			
<i>Sign Shops</i>	•			
<i>Skating Rinks, Indoor</i>	•			
<i>Small Animal Grooming</i>	•			
<i>Sound Systems and Equipment Sales</i>	•			
<i>Sound Systems, Rentals and Repairs</i>	•			

Land Use	Permitted Principal Use	Permitted Accessory Use	Permitted Subject to Performance Standards	Use Permit Required
<i>Special School or Training Institution</i>	•			
<i>Specialty store for the limited fabrication, instruction in and or sale of works of arts</i>	•			
<i>Spices, Wholesale and Storage</i>	•			
<i>Sporting Goods Store (Retail or Wholesale)</i>	•			
<i>Surgical Supplies, Retail and Wholesale</i>	•			
<i>Surplus Stores</i>	•			
<i>Swimming Pool Commercial, Outdoor</i>	•			
<i>Swimming Pool Supplies Retail</i>	•			
<i>Tanning Salon, Nail Salon, Barber/Beauty Parlor (Massage Therapy as Accessory)</i>	•			
<i>Telephone Companies, Facilities and Offices</i>	•			
<i>Temporary Uses</i>			•	
<i>Theater/music venue</i>	•			
<i>Ticket and Travel Agency</i>	•			
<i>Timeshare, Resort</i>	•			

Land Use	Permitted Principal Use	Permitted Accessory Use	Permitted Subject to Performance Standards	Use Permit Required
<i>Tire Repairing Equipment and Supplies</i>	•			
<i>Title Insurance</i>	•			
<i>Tools, Retail. Wholesale and Distribution</i>	•			
<i>Valet Parking Service</i>	•			
<i>Variety store</i>	•			
<i>Veterinary Clinic</i>	•			
<i>Veterinarians' Supplies, Retail and Wholesale</i>	•			
<i>Veterinarian Hospital</i>	•			
<i>Video Rental Store</i>	•			
<i>Video store, new and used</i>	•			
<i>Warehousing uses when associated with another permitted use.</i>	•			
<i>Watch and Clock Repair</i>	•			
<i>Water and Ice Store</i>	•			
<i>Water Recreation Park, Indoor</i>	•			
<i>Water Softening Equipment, Service and Repairs</i>	•			
<i>Wholesaling</i>			•	

Land Use	Permitted Principal Use	Permitted Accessory Use	Permitted Subject to Performance Standards	Use Permit Required
<i>Wholesaling and Distribution uses when associated with another permitted use</i>	•			
<i>Window Cleaners' Service</i>	•			
<i>Window Display Installations, Studio and Shops</i>	•			
<i>Window Glass Installation Shops</i>	•			
<i>Wine, Retail, Wholesale and Storage</i>	•			
<i>Wireless Communication Facilities</i>			•	

H. PERFORMANCE AND DEVELOPMENT STANDARDS

1. Performance Standards

The Uses Subject to Performance Standards as defined in Section G, List of Uses, identify the proposed uses allowed within the *Sheely Center* PUD subject to additional development performance standards to minimize of potential impacts to the community from hazards, nuisance and other negative factors. To ensure that land uses are not operated in such a manner as to cause a detrimental impact on adjacent properties or ambient community environment; and to preserve and enhance the lifestyle of existing and future residents through the protection of public health, safety, and general welfare, the following restriction shall apply to all applicable Sub-areas within the *Sheely Center* PUD.

<i>Ammunition, commercial loading of small arms:</i>	
a.	The quantities, arrangement, and distance requirement for the storage of propellant power, primers, and percussion caps shall be in accordance with the Fire Code.
b.	A permit to load ammunition shall be obtained from the Fire Department.
c.	In addition to the requirements of subsection a and b above, the loading of specialty or custom ammunition shall be subject to obtaining a Use Permit pursuant to the provision of Section 307 of the Phoenix Zoning Ordinance.

<i>Automobile General Repair, Body Shops and/or Painting: Automobile Parts & Supplies (Retail or Wholesale): Automobile Retail Sales, New & Used, Leasing and Rental: Awnings, Fabrication & Sales: Bakers & Baked Goods, Retail, Manufacturing, Wholesale & Storage: Boats, New & Used Sales and Service:</i>	Only permitted within Sub-areas 2 and 3 (See <i>Exhibit 5, Development Sub Area Plan (Page 58)</i>)
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<i>Car Wash:</i>	
a.	Hours of operation shall not occur between the hours of 10:00 p.m. and 6:00 a.m. (16 hours per day – permitted outdoor use)
b.	The maximum permissible amplified sound level (generated from an amplified sound system) shall not exceed 55 dBA at any established property line that defines the <i>Sheely Center</i> PUD. Noise shall be measured with a sound level meter meeting the standards of the American Noise Standards Institute, ANSI SI.4-1961 “American Standard Specification for General Purpose Sound Level Meters.” The instrument shall be set to the A-weighted response scale. Measurements shall be conducted in accordance with ANSI SI.2-1962 “American Standard Meter for the Physical Measurement of Sound”.

Compressed Natural Gas (CNG) Retail Sales, as an accessory use to automobile service station and automobile sales, new & Used, leasing and/or rental:

a.	Natural gas fueling equipment may be sheltered by an enclosure constructed of non-combustible or limited combustible materials that has at least one side predominantly open and a roof designed for ventilation and dispersal of escaped gas. This facility shall be considered outdoors for PUD purposes. If the fueling equipment is not sheltered by such a structure, the equipment shall be screened with a masonry block wall which is architecturally compatible with the buildings on the site; the wall shall be predominantly open on one side.
b.	The equipment shall not be located closer than one hundred (100) feet to a residential zoned property line or four hundred (400) feet to a school property line.

Convenience Store with or without Gasoline Pumps and Automated Car Wash as accessory use:

a.	Hours of operation for car wash shall not occur between the hours of 10:00 p.m. and 6:00 a.m. (16 hours per day – permitted outdoor use)
b.	The maximum permissible amplified sound level (generated from an amplified sound system) shall not exceed 55 dBA at any established property line that defines the <i>Sheely Center</i> PUD. Noise shall be measured with a sound level meter meeting the standards of the American Noise Standards Institute, ANSI SI.4-1961 “American Standard Specification for General Purpose Sound Level Meters.” The instrument shall be set to the A-weighted response scale. Measurements shall be conducted in accordance with ANSI SI.2-1962 “American Standard Meter for the Physical Measurement of Sound”.
c.	Open wash bays must be oriented away from all residential zoned property as approved by the Development Services Department through the Site Plan Review Process in accordance with the Development Review Approval Section of the Phoenix Zoning Ordinance.

Drive-Up Facilities for Permitted Uses, Freestanding or Kiosk:

a.	Queuing lanes for drive-through facilities shall be provided on site and shall not be located within the required front or street side yards. Queuing lanes shall be in addition to required off street parking and shall be designed so as not to interfere with the operation of driveways and maneuvering areas for off street parking areas.
b.	Queuing lanes for banks, savings and loan establishments, and other similar financial institutions shall be a minimum of one hundred fifty (150) linear feet of queuing space for the first bay plus one hundred (100) linear feet of queuing space per additional bay. Queuing lengths shall be a linear measurement from the point of service.
c.	Queuing lanes for drive-through facilities for restaurants shall be a minimum of one hundred fifty (150) linear feet per pick-up window. Queuing lengths shall be a linear measurement for the point of service.
d.	All other drive-through facilities not addressed shall have a minimum of one hundred (100) linear feet of queuing space per bay or pick-up window. Queuing lengths shall be a linear measurement from the point of service.
e.	Facilities providing multiple bays or points of service shall provide a minimum of two

(2) approach lanes.

<i>Driving School, Auto: Drugs, Wholesale Storage:</i>	Only permitted within Sub-areas 2 and 3 (See <i>Exhibit 5, Development Sub Area Plan (Page 58)</i>)
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<i>Entertainment Venues, outdoor, including Concerts and Live Entertainment:</i>	
a.	Outdoor Entertainment venues hours of operation shall not occur between the hours of 1:00 a.m. and 7:00 a.m.
b.	The maximum permissible amplified sound level (generated from an amplified sound system) shall not exceed 55 dBA at any established property line that defines the <i>Sheely Center</i> PUD as a whole. Noise shall be measured with a sound level meter meeting the standards of the American Noise Standards Institute, ANSI SI.4-1961 “American Standard Specification for General Purpose Sound Level Meters.” The instrument shall be set to the A-weighted response scale. Measurements shall be conducted in accordance with ANSI SI.2-1962 “American Standard Meter for the Physical Measurement of Sound”.
c.	Outdoor lighting fixtures shall incorporate light cut off shielding as necessary to direct light downward and away from residential zoned property.

<i>Fabrication & Assembly of Finished products or subassemblies, so long as the primary use of the product is not the basic processing and compounding of raw materials, or food products: Frozen Foods, Wholesale Storage & Distribution: Furniture, Repairing & Refinishing:</i>	Only permitted within Sub-areas 2 and 3 (See <i>Exhibit 5, Development Sub Area Plan (Page 58)</i>)
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<i>Guns, Retail Sales and/or Repairs:</i>	
a.	The quantities, arrangement, and distance requirement for the storage of propellant power, primers, and percussion caps shall be in accordance with the Fire Code.
b.	A permit to load ammunition shall be obtained from the Fire Department.
c.	In addition to the requirements of subsection a and b above, the loading of specialty or custom ammunition shall be subject to obtaining a Use Permit pursuant to the provision of Section 307 of the Phoenix Zoning Ordinance.

<i>Helistop:</i>	
a.	Accessory to Office buildings over 15 stories in height, Hospital or Emergency Medical Care Facility.
b.	These helistop standards are designed to find appropriate locations for helistops which are consistent with safety, noise, and the directions of approach and departure paths resulting in minimum adverse impact to residential zoned property. All helistops shall comply with provisions acceptable to the Phoenix Fire Department. Approval of site

	plan based on analysis of general conformance with FAA advisory circular AC 150/5390-1B, “Helicopter Design Guideline” issued August 22, 1977. A helicopter setting on the touchdown pad of a helistop shall emit a maximum noise level of no greater than ninety (90) dB(A) at the boundaries of the lot of parcel containing the nearest residential zoned property, excluding high-rise residential developments and hotels and motels and multifamily residential zoned property. Noise will be measured with an IEC (International Electrotechnical Commission) or ANSI S1.4.-1971 (American National Standards Institute) Type 1 sound level meter with A-weighted impulse response.
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Laboratory, Testing and Research:

a.	Testing and Research shall not involve the use of live animals.
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Live Entertainment, Indoor:

a.	Hours of operation shall not occur between the hours of 2:00 a.m. and 7:00 a.m. (19 hours per day – permitted indoor use).
b.	Any door or other opening affiliated with a structure where this use is conducted shall not be constructed within 150 feet of any existing residential zoned property.

Live Entertainment, Outdoor:

a.	Hours of operation shall not occur between the hours of 11:00 p.m. and 7:00 a.m. (16 hours per day – permitted outdoor use)
b.	The maximum permissible amplified sound level (generated from an amplified sound system) shall not exceed 55 dBA at any established property line that defines the <i>Sheely Center</i> PUD. Noise shall be measured with a sound level meter meeting the standards of the American Noise Standards Institute, ANSI SI.4-1961 “American Standard Specification for General Purpose Sound Level Meters.” The instrument shall be set to the A-weighted response scale. Measurements shall be conducted in accordance with ANSI SI.2-1962 “American Standard Meter for the Physical Measurement of Sound”.
c.	Outdoor lighting fixtures shall incorporate light cut off shielding as necessary to direct light downward and away from residential zoned property. Lighting may need to be controlled and mitigated through the use of mature landscape buffers or other shielding techniques as approved by the Planning and Development Department.
d.	Outdoor live entertainment shall not be located within 150 feet of a residential zoned property.

Manufacturing:

a.	Manufacturing activities shall not occupy more than seventy-five (75) percent of the floor area of any structure.
b.	All manufacturing shall take place in a closed building.
c.	A building devoted to a manufacturing use shall not be located within 150-feet of any existing residential zoned property, excluding high-rise residential developments and hotels and motels and multifamily residential.
d.	Loading docks or bays shall be oriented away from any existing residential use, excluding high-rise residential developments and hotels and motels and multifamily residential.

e.	Outdoor storage shall not be permitted within 100 feet of a public street or within 150-feet of any existing residential zoned property, excluding high-rise residential developments and hotels and motels and multifamily residential zoned property.
f.	A building devoted to a manufacturing use shall only be located within sub-areas 2 and 3.
g.	Loading docks or bays shall not be permitted within 75 feet of a public street.
h.	Outdoor storage shall not be permitted within 75 feet of a public street. Outdoor storage must be fully screened from view with a solid masonry wall that is constructed to a height sufficient to screen storage of material and/or equipment affiliated with the manufacturing use.

<p><i>Milling Equipment, Showrooms, Retail Sales: Mineral Water Distillation and Bottling:</i></p>	<p>Only permitted within Sub-areas 2 and 3 (See <i>Exhibit 5, Development Sub Area Plan (Page 58)</i>)</p>
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<i>Mobile Vending:</i>	
a.	This use must be conducted on private property and not within any established and dedicated public right-of-way.
b.	On-site mobile vendors or mobile food vendors shall not locate a mobile vending unit or mobile food vending unit less than twenty feet (20'), measured in a straight line from the <i>Sheely Center</i> perimeter property lines. The measurement shall be made from a line drawn around the mobile vending unit or mobile food vending unit with the line being at all points ten feet from the nearest point of the mobile vending unit or mobile food vending unit.
c.	Notwithstanding the provisions of subsection b above, no more than two mobile vendors, mobile food vendors or a combination of the two shall be permitted on the corner lots at any internal street intersection.
d.	Mobile vendors and mobile food vendors shall operate only upon surfaces that comply with the dustproofing and paving requirements for parking and maneuvering areas as set forth in Section 702.A.2.d. of the City of Phoenix Zoning Ordinance.
e.	Mobile vendors and mobile food vendors shall not be located so as to obstruct parking spaces required by this PUD for the operation of any other use on the site.
f.	Mobile vendors and mobile food vendors must maintain on the site a minimum of one parking space designated for their use.
g.	The use of signs by mobile vendors and mobile food vendors shall be governed by the sign regulations contained within the <i>Sheely Center</i> PUD.
h.	Any mobile vendor and/or mobile food vendor located on a vacant lot shall be considered a use and be subject to all of the district regulations relating to users, except that the perimeter landscaping requirements of Section 624.E.4.d of the City of Phoenix Zoning Ordinance shall not apply.
i.	Notwithstanding the provisions of the subsection below (subsection i), a mobile vending unit or mobile food vending unit located on a lot which has another use shall also be considered a use if the mobile vending unit OR mobile food vending unit is located within or under any permanent structure. Such use shall comply with all of the

	regulations for a use in the district, except that the perimeter landscaping requirements of Section 624.E.4.d of the City of Phoenix Zoning Ordinance shall not apply. For the purpose of this section, "permanent structure" shall mean a structure that is built or constructed such as an edifice, building, walls, benches, shade structure or any piece of work artificially built up or composed of parts joined together in some definite manner, and permanently attached to the ground.
j.	If a mobile vendor or mobile food vendor is located on a lot which has another use, the mobile vendor or mobile food vendor shall be considered an accessory use.
k.	Exemptions. These provisions shall not apply to mobile vendors or mobile food vendors or their respective vending units (1) used exclusively for the sale of seasonal items such as Christmas trees or pumpkins that are sold prior to holidays or traditional observances such as Christmas or Halloween; (2) regulated as a temporary use pursuant to Section 708.D. of the City of Phoenix Zoning Ordinance; or (3) regulated pursuant to Section 637.A.4 (Promotional events at shopping centers) of the City of Phoenix Zoning Ordinance.

<i>Motorcycles, Repairing and Sales:</i>	Only permitted within Sub-areas 2 and 3 (See <i>Exhibit 5, Development Sub Area Plan (Page 58)</i>)
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<i>Night Club:</i>	
a.	Any bar or nightclub shall not be located within 150 feet of any existing residential zoned property, excluding high-rise residential developments and hotels and motels and multifamily residential zoned property.
b.	The maximum permissible amplified sound level (generated from an amplified sound system) shall not exceed 55 dBA at any established property line that defines the <i>Sheely Center</i> PUD. Noise shall be measured with a sound level meter meeting the standards of the American Noise Standards Institute, ANSI SI.4-1961 "American Standard Specification for General Purpose Sound Level Meters." The instrument shall be set to the A-weight response scale. Measurements shall be conducted in accordance with ANSI SI.2-1962 "American Standard Meter for the Physical Measurement of Sound".

<i>Orthopedic Appliances, Manufacturing and Sales</i>	Only permitted within Sub-areas 2 and 3 (See <i>Exhibit 5, Development Sub Area Plan (Page 58)</i>)
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<i>Outdoor Concert Venue:</i>	
a.	Outdoor concert venue hours of operation shall not occur between the hours of 1:00 a.m. and 11:00a.m.
b.	The maximum permissible amplified sound level (generated from an amplified sound system) shall not exceed 55 dBA at any established property line that defines the <i>Sheely Center</i> PUD. Noise shall be measured with a sound level meter meeting the standards of the American Noise Standards Institute, ANSI SI.4-1961 "American Standard Specification for General Purpose Sound Level Meters." The instrument shall be set to the A-weighted response scale. Measurements shall be conducted in accordance with ANSI SI.2-1962 "American Standard Meter for the Physical Measurement of Sound".
c.	Outdoor lighting fixtures shall incorporate light cut off shielding as necessary to direct

	light downward and away from residential zoned property.
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Outdoor Entertainment Venue:

a.	Outdoor entertainment venue hours of operation shall not occur between the hours of 1:00 a.m. and 11:00 a.m.
b.	The maximum permissible amplified sound level (generated from an amplified sound system) shall not exceed 55 dBA at any established property line that defines the <i>Sheely Center</i> PUD. Noise shall be measured with a sound level meter meeting the standards of the American Noise Standards Institute, ANSI SI.4-1961 “American Standard Specification for General Purpose Sound Level Meters.” The instrument shall be set to the A-weighted response scale. Measurements shall be conducted in accordance with ANSI SI.2-1962 “American Standard Meter for the Physical Measurement of Sound”.
c.	Outdoor lighting fixtures shall incorporate light cut off shielding as necessary to direct light downward and away from residential zoned property.

Outdoor Storage:	Outdoor storage shall be screened with a solid fence or continuous plantings. Such storage shall be no higher than twelve feet.
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Painters’ Equipment and Supplies Shops, Wholesale and Storage:	Only permitted within Sub-areas 2 and 3 (See <i>Exhibit 5, Development Sub Area Plan (Page 58)</i>)
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Patron Dancing:	Accessory to Restaurant, Bar, Lounge, Nightclub, Tavern, Dance Hall, Cinema/Movie Theater, Concert Hall, Private Club & Lounges or Hotel.
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Pottery and Ceramics, Wholesale:	Only permitted within Sub-areas 2 and 3 (See <i>Exhibit 5, Development Sub Area Plan (Page 58)</i>)
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Propane Retail Sales:

a.	Comply with City of Phoenix Fire Code.
b.	Site plan approval in accordance with the Development Review Approval Section of the Zoning Ordinance through the Development Services Department for the purpose of assuring continuous pedestrian access to buildings and minimizing view from public streets.
c.	The public’s view of the rack of propane containers shall be minimized with screening devices such as planters, building columns, façade elements or walls as determined through the site plan review process.
d.	The propane shall be sold only in sealed steel containers with a maximum volume of 20 lbs. (4.8 gallons propane). The containers shall be in racks with an aggregate capacity of not more than 12 containers at each location.
e.	The rack of containers shall be mounted or anchored to the ground or building, the rack shall not block the view into a store window and in all events may not be more than 41 inches high.
f.	Each 20 lb. (4.8 gallon propane) container shall be fitted with a propane service valve

	(Type I) for safety purposes.
g.	Review by the Fire Department and compliance with all pertinent requirements of the Phoenix Fire Code, the National Fire Protection Association Standard No. 58 as required by the Fire Department, and other codes and regulations.
h.	Signage shall be limited to product identification on each 20 lb. (4.8 gallon propane) container and to six (6) square feet of identification signs on the storage rack.

Refrigeration Equipment, Repairs and Sales:	Only permitted within Sub-areas 2 and 3 (See <i>Exhibit 5, Development Sub Area Plan (Page 58)</i>)
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Research laboratories for scientific research, investigation, testing or experimentation which may include prototype product development:

a.	Accessory to Office or Business use, except in Sub-areas 2 and 3.
b.	Permitted by right in Sub-areas 2 and 3 (See <i>Exhibit 5, Development Sub Area Plan</i>).

<i>Residential - Time Share Units:</i>	Time share, Individually-owned residential units (attached or detached) which allow someone to own a full-service permanent residence or vacation home as a fractional share of a whole. When the owners aren't using the home, they can leverage the marketing and management of the hotel to rent and manage the condominium unit as it would any other hotel room. The individual owner only owns a fractional share of the air space confined within the boundaries of the home and/or designated yard area. All property outside these boundaries is held in an unsubdivided ownership interest by a corporation established at the time of the condominium's creation.
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Restaurant with Drive-Thru Facilities:

a.	Queuing lanes for drive-through facilities shall be provided on site and shall not be located within the required front or street side yards. Queuing lanes shall be in addition to required off street parking and shall be designed so as not to interfere with the operation of driveways and maneuvering areas for off street parking areas.
b.	Queuing lanes for drive-through facilities for restaurants shall be a minimum of one hundred fifty (150) linear feet per pick-up window. Queuing lengths shall be a linear measurement for the point of service.
c.	Facilities providing multiple bays or points of service shall provide a minimum of two (2) approach lanes.

<i>School Equipment and Supplies Wholesale:</i>	Only permitted within Sub-areas 2 and 3 (See <i>Exhibit 5, Development Sub Area Plan (Page 58)</i>)
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Temporary Uses, such as but not limited to, entertainment venues, periodic outdoor concert venues, holiday events such as the Halloween Fear Farm, seasonal facilities, sport/recreational fields and parking lots:

a.	Shall be allowed as Permitted Uses by right until commencement of construction of a permanent use within 150-feet of existing Temporary Use. At which time permission for such temporary use shall expire and shall no longer be permitted within that 150-feet of the permanent use.
b.	Compliance with all pertinent requirements of the Phoenix Fire Code, the National Fire Protection Association Standard No. 58 as required by the Fire Department, and other codes and regulations.
c.	The number of parking spaces shall not be reduced below the number of spaces required by this PUD.
d.	Providing a dustproof surface for all parking areas.
e.	Providing an all-weather temporary driveway surface, as approved by the Planning and Development Zoning Administrator and the Fire Department.
f.	The temporary uses or temporary structures shall comply with all applicable building codes and ordinances.
g.	No direct light source associated with such temporary use or structure shall be visible beyond the boundaries of the PUD.
h.	The maximum permissible amplified sound level (generated from an amplified sound system) shall not exceed 55 dBA at any established property line that defines the Sheely Center PUD as a whole. Noise shall be measured with a sound level meter meeting the standards of the American Noise Standards Institute, ANSI SI.4-1961 “American Standard Specification for General Purpose Sound Level Meters.” The instrument shall be set to the A-weighted response scale. Measurements shall be conducted in accordance with ANSI SI.2-1962 “American Standard Meter for the Physical Measurement of Sound”.

Veterinary Clinic/Hospital:

a.	The keeping or boarding of animals for a period greater than 12 hours (Clinic) or 24 hours (Hospital) is prohibited. The keeping or boarding of animals must occur within an enclosed building at all times. This use restriction may be modified through the granting of a Use Permit in accordance with the provisions of the Zoning Administrator Section of the Phoenix Zoning Ordinance. Operation shall be limited to the hours between 6:00 a.m. and 10:00 p.m.
b.	The average noise level, measured at the property line, shall not exceed fifty-five DB (one LDN) when measured on an “A weighted” sound level meter and according to the procedures of the Environmental Protection Agency.

Wholesaling:

a.	Accessory to Principal Use, except in Sub-areas 2 and 3.
b.	Permitted by right in sub-areas 2 and 3 (See Exhibit 5, Development Sub Area Plan , page 58).

Wireless Communication Facilities:

Subject to Wireless Community Facility provisions of the City of Phoenix Zoning Ordinance, Section 715.

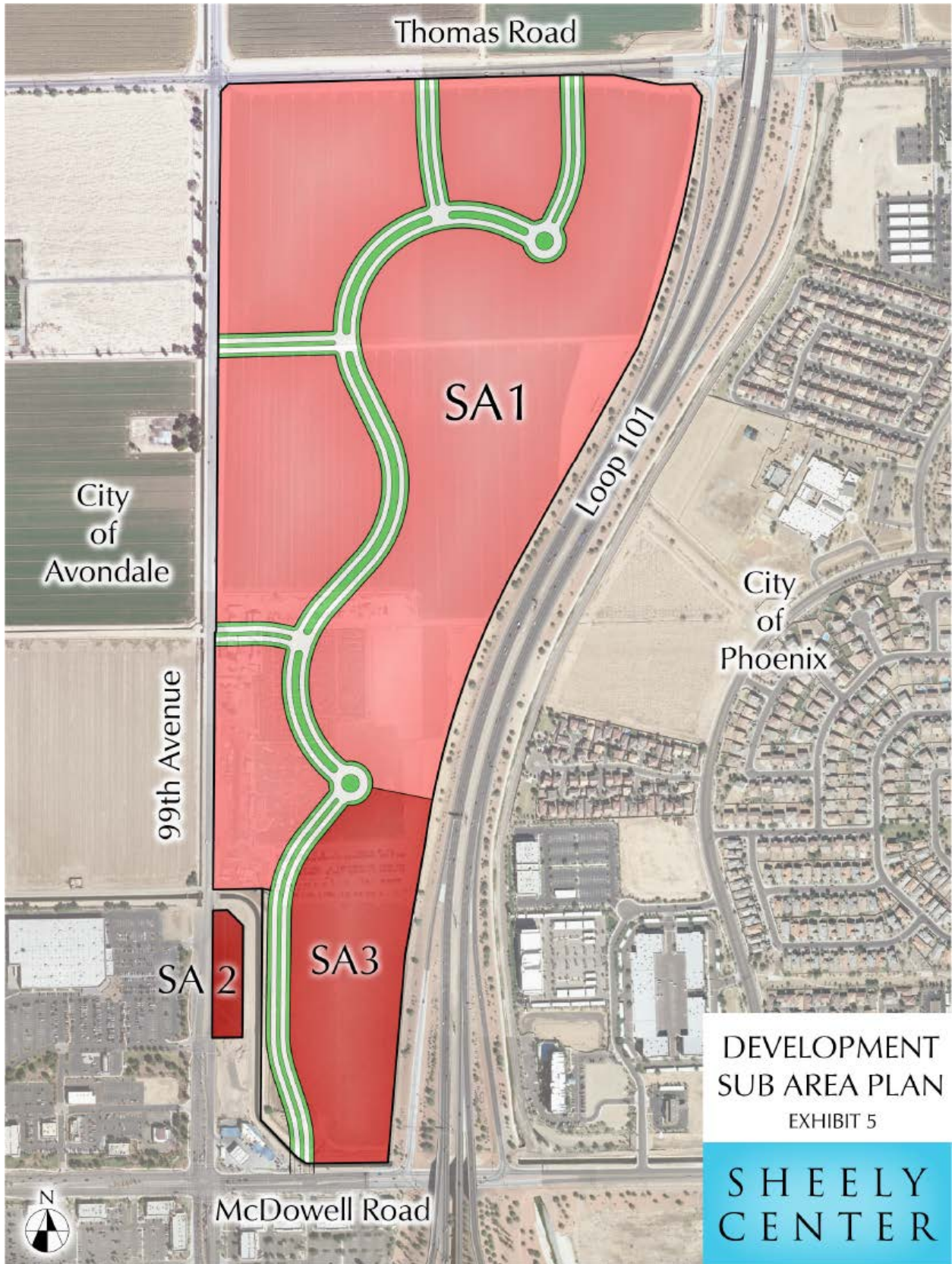
2. Development Standards

The purpose and intent of the provisions defined within the *Sheely Center* PUD is to promote the development of unique, urban-style mixed-use development that will provide opportunities for the spectrum of land uses referenced herein through common and compatible design features. The *Sheely Center* PUD will fully comply with the URBAN DESIGN PRINCIPLES set forth in Section 507 Tab A of the Phoenix Zoning Ordinance or as amended herein. This PUD also provides additional supplement design principles which are included in the development and landscape standards.

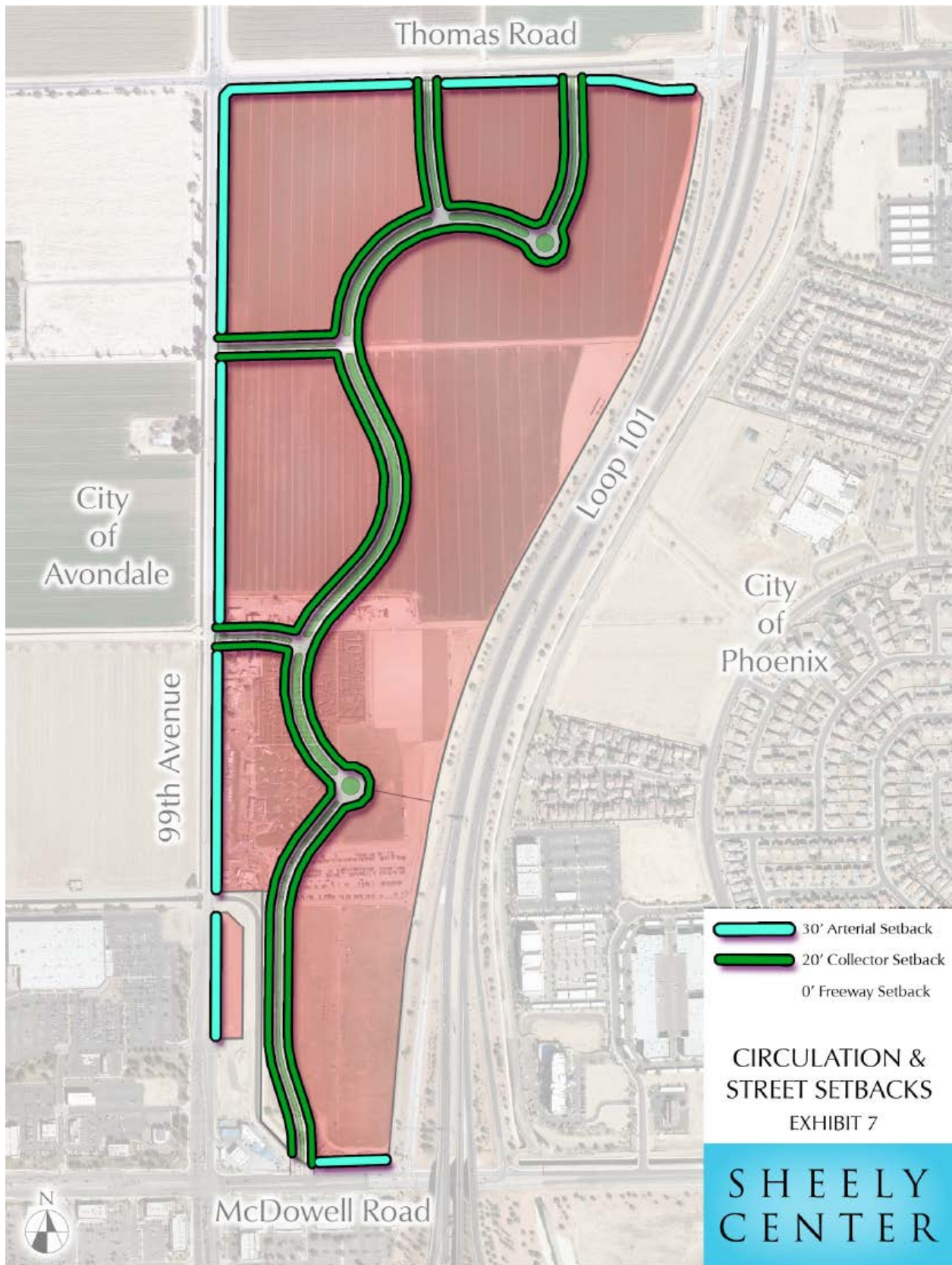
Zoning Ordinance Applicability

Unless a use or standard for development is specifically re-stated herein, the Zoning Ordinance of the City of Phoenix, Arizona as adopted and periodically amended, is applicable to the *Sheely Center* PUD. It is the intent of this PUD to establish the permitted uses, development standards and amend various provisions that will govern this development. In the event of a conflict between a use, a development standard, or described development procedure between the City of Phoenix Zoning Ordinance and the PUD, the PUD shall govern. Similarly, where the PUD narrative is silent on a requirement, the applicable Zoning Ordinance provision shall control.

Development Standards											
<i>Minimum Lot Width/Depth:</i>	None										
<i>Density and Number of Dwelling Units:</i>	Minimum of 15 dwelling units per acre. No Maximum.										
<i>Building Setbacks/Build to lines (measured from property line):</i> Exhibit 7, Circulation and Street Setbacks.	<table border="0"> <tr> <td>Thomas Road (Arterial):</td> <td>30-feet</td> </tr> <tr> <td>99th Avenue (Arterial):</td> <td>30-feet</td> </tr> <tr> <td>McDowell Road (Arterial):</td> <td>30-feet</td> </tr> <tr> <td>Internal Collector:</td> <td>20-feet</td> </tr> <tr> <td>Loop 101 Freeway:</td> <td>0-feet</td> </tr> </table>	Thomas Road (Arterial):	30-feet	99 th Avenue (Arterial):	30-feet	McDowell Road (Arterial):	30-feet	Internal Collector:	20-feet	Loop 101 Freeway:	0-feet
Thomas Road (Arterial):	30-feet										
99 th Avenue (Arterial):	30-feet										
McDowell Road (Arterial):	30-feet										
Internal Collector:	20-feet										
Loop 101 Freeway:	0-feet										
<i>Building Height (1):</i> Exhibit 6, Building Height Zones.	<p>Sub-area 1: 250-feet except building within 100-feet of western property lines along 99th Avenue (as shown on Exhibit 6, Building Height Zone) shall be limited to 150-feet in height.</p> <p>Sub-area 2: 60-feet</p> <p>Sub-area 3: 250-feet</p> <p><small>(1) Any structure in excess of 80 feet in height shall submit a Form 7460 to the Federal Aviation Administration (FAA), and shall submit the FAA's determination to the Development Services Department prior to issuance of Preliminary Site Plan approval inclusive of that structure. A finding of No Hazard to Air Navigation is required in order for the City to issue Final Site Plan approval inclusive of that structure.</small></p>										
<i>Building Separation:</i>	Building Separation shall be per the Unified Building Code.										
<i>Lot Coverage</i>	No Maximum										







3. *Landscape Standards:*

Landscaping within the *Sheely Center PUD* will enable the Architecture to fit appropriately to the land. The Declarant wishes to promote a landscape that is sensitive to the desert environment and conserves water resources while still being attractive. The purpose of the Landscape Standards section is to provide a baseline requirement for landscape improvements and establish a common landscape theme for the development as a whole.

The pedestrian experience is fundamental to *Sheely Center's* success. Landscaping will soften edges between adjacent public and/or private streets and Urban Architecture, and will provide pedestrian shading. The landscaping will strive to provide a pleasant pedestrian experience by utilizing a combination of desert adapted trees that work in an urban setting with ornamental trees along landscape medians and places that are in visually strategic locations. Trees combined with architectural shading features in some locations will attempt to manage the intense heat of a Phoenix summer.

The project's landscape areas are planned with varying levels of treatments appropriate to their use and functionality (See **Exhibit 8, Landscape Concept**) for specific landscape areas.

Arterial Landscape

The Arterial Landscape will set the tone for the development's appearance from the perimeter and/or public's visual point as well as from adjacent properties, and provide an attractive edge treatment in order to define the high quality nature of the *Sheely Center* development. An appropriate mix of canopy trees, groundcovers and shrubs provided between street and sidewalk, and between the sidewalk and parking or building areas, can create the desired attractive, comfortable pedestrian environment, while maintaining the native desert feel desired within the project. Landscaped berms and undulating landforms used in conjunction with vegetation are encouraged to provide both visual interest and screening of parking, maneuvering and utility areas.

The following standards shall apply along the arterial streets:

- 1) Landscaping within perimeter arterial landscape buffer areas shall incorporate an appropriate mix of shade trees along all property lines.
- 2) Trees shall be spaced at twenty (20) feet on center as an average with five (5) shrubs per tree and a minimum fifty percent (50%) groundcover.
- 3) A mix of tree sizes shall be used in this area; Two (2) inch caliper trees fifty percent (50%) of the total; three (3) inch caliper trees shall be the other fifty percent (50%) (This caliper of trees shall be in accordance with the Arizona Nurseryman's Association Standards).
- 4) Arterial Landscape buffer dimensions are twenty (20) feet. Refer to **Exhibit 8, Landscape Concept, Exhibit 9, Streetscape Concept and Exhibit 10, Street Sections** for locations of various setbacks.
- 5) Turf may be used within Arterial landscape zones.

Entry Landscape

The project includes 5 project “gateway” entries along Thomas Road, 99th Avenue and McDowell Road. These gateway entrances will be used as the primary access to general circulation routes within the *Sheely Center* development and will be designed to create an enhanced sense of arrival for the users into the development. Additional direct access to specific uses within the development and parking areas will be provided via the internal roadway network. Landscape treatments shall be comprised of mature specimen trees (2 inch caliper or greater) and dense mass plantings of flowering shrubs, groundcover, and accent cacti plantings.

The following standards shall apply:

- 1) Landscaping within the entry landscape areas shall incorporate an approximate mix of shade trees.
- 2) Tree quantities shall be determined by meeting average tree spacing for that particular street frontage twenty (20) feet on center as an average spacing with five (5) shrubs per tree a minimum fifty percent (50%) groundcover.
- 3) The mix of tree sizes that shall be used in this area: two (2) inch caliper trees for fifty percent (50%) of the total; three (3) inch caliper trees for the other fifty percent (50%); Caliper size shall be in accordance with the Arizona Nurseryman’s Association Standards.
- 4) Main Entry Landscape treatments at along Thomas Road, 99th Avenue, and McDowell Road shall be a minimum of 3000 square feet of landscape area with a minimum width dimension of twenty (20) feet and located on both corners of the entry roads.
- 5) Turf may be used at Entry landscape zones.

Collector Landscape

Streetscape plans shall be provided for all internal streets. The landscape shall match the adjacent streetscape in type of material, density, and size and is subject to minimum standards as set forth in the City of Phoenix landscape requirements, except as modified below. All roadways within the project boundary are considered collector streets and shall comply with Collector Landscape guidelines below. The streetscape shall be developed to provide for a visually appealing “boulevard” landscape theme that provides an enhanced streetscape and one that is friendly to pedestrians. Street trees may be planted in clustered arrangements in order to provide sight corridors to signage and building entrances. Where possible, an offsetting double row of trees shall be planted to provide added shade for pedestrians where sidewalks are detached. Driveway entrances into individual parcels shall be treated with enhanced landscape treatments similar to the Entry Landscape requirements previously described but on a smaller scale. Landscape berms and undulating landforms used in conjunction with vegetation are encouraged to provide both visual interest and screening of parking, maneuvering and utility areas.

The following standards shall apply for Interior Collector Streets:

- 1) Landscaping along Interior Collector Streetscape areas shall incorporate an appropriate mix of shade trees along all street frontages.
- 2) Tree quantities shall be determined by meeting average tree spacing for that particular street frontage equaling twenty (20) feet on center as an average spacing with five (5) shrubs per tree and a minimum fifty percent (50%) groundcover.
- 3) A mix of tree sizes shall be used in this area; two (2) inch caliper trees for fifty percent (50%) of the total; three (3) inch caliper trees for the remaining fifty percent (50%)

(Caliper size shall be in accordance with the Arizona Nurseryman's Association Standards).

- 4) Collector Landscape buffer dimensions are fifteen (15) feet. Refer to **Exhibit 8, Landscape Concept, Exhibit 9, Streetscape Concept, and Exhibit 10, Street Sections** for locations of various setbacks.

Parking Lot Landscape

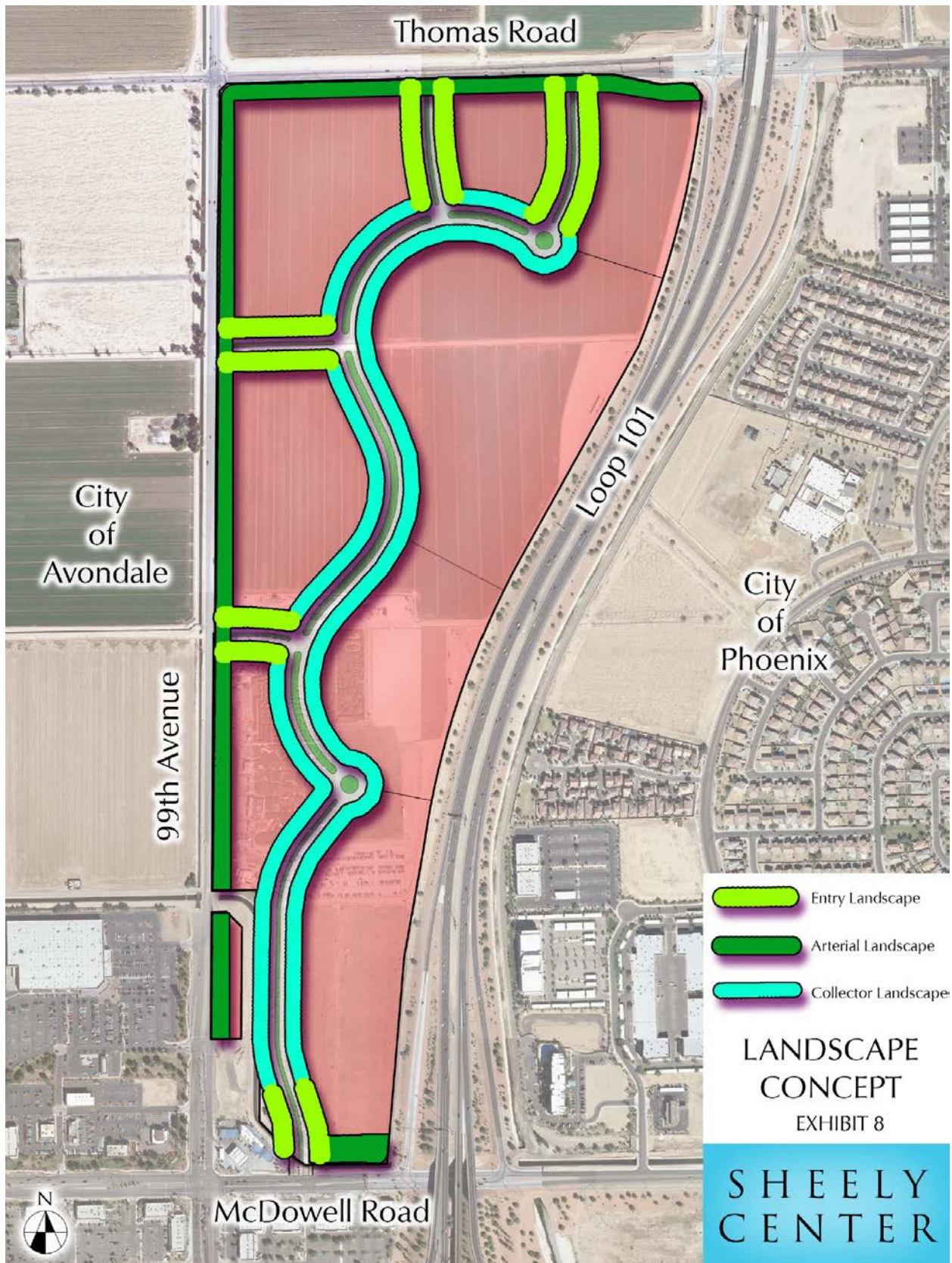
Parking lots shall be landscaped to mitigate their visual impact to the site. Landscape for the parking lots shall be classified into two categories:

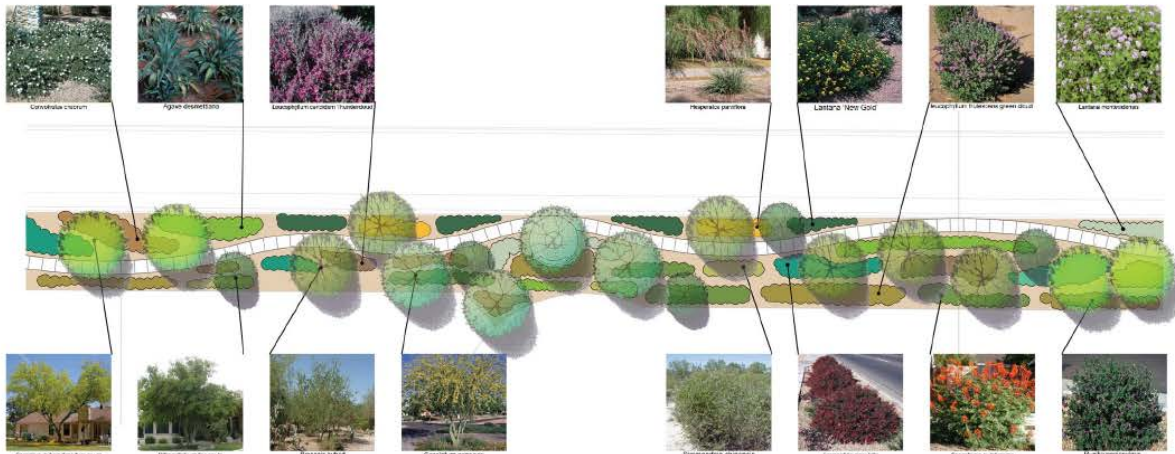
- a. Buffer areas that surround the perimeter of the parking lots. Buffer areas shall be a minimum of 15' in width and be planted with a minimum of one (1) two (2) inch caliper trees and five (5) 5-gallon shrubs for every 400 s.f. of landscape area.
- b. Interior landscape within the parking lots. A minimum of 1- two (2) inch caliper trees for every 8 parking spaces. Landscape islands shall contain a minimum of one tree per parking stall depth and be a minimum of 8' in width.
- c. All non-paved areas within or surrounding the parking lots shall be planted with 50% live ground cover. Decorative rock (decomposed granite) is required in all landscape areas with the exception of turf. All decomposed granite shall be the approved Vistancia Cobble (Express Brown) or equivalent. Any other material may be permitted as reviewed and approved by the City of Phoenix Planning and Development Services.

Amenity/Common Space Landscape

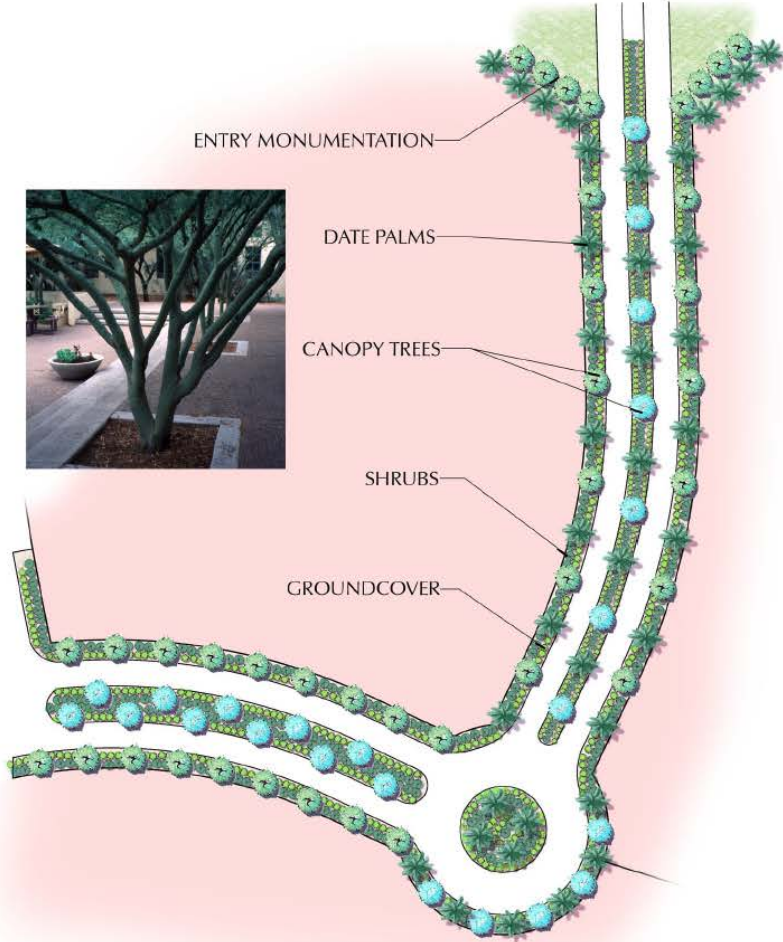
Common Space landscape requirements are as follows:

- a. A minimum of one two (2) inch caliper trees for every 600 s.f. of total landscape area.
- b. Minimum of five (5) 5-gallon shrubs for every tree per area requirements (all others 1-gallon).
- c. 1-gallon groundcover.
- d. 50 percent live groundcover
- e. Turf is limited to a maximum of 50% of the total landscape area. Turf is recommended in useable and visually significant areas only.
- f. Decorative rock (decomposed granite) is required in all landscape areas with the exception of turf. All decomposed granite shall be the approved Vistancia Cobble (Express Brown) or equivalent. Any other material may be permitted as reviewed and approved by the City of Phoenix Planning and Development Services.
- g. Any pre-approved Palm trees shall be a minimum of 20' in height at the time of planting.
- h. All landscape shall be irrigated with an automatic in-ground irrigation system. All planting shall be required to have underground drip irrigation and turf shall have underground-mounted spray heads.





ARTERIAL PERIMETER STREETScape



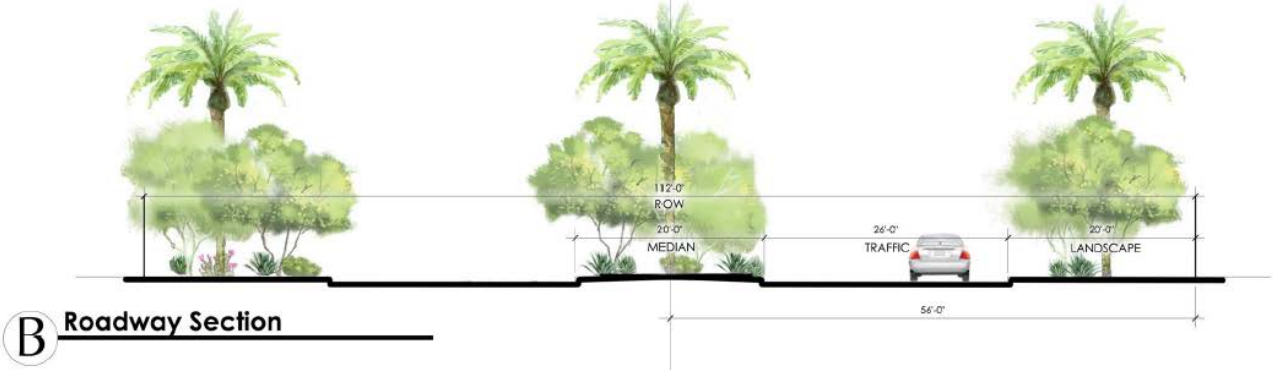
COLLECTOR STREETScape



**STREETScape
 CONCEPT
 EXHIBIT 9**



Sheely Center
Planned Unit Development



STREET
SECTIONS
EXHIBIT 10

SHEELY
CENTER

Approved Plant Palette

The following plant list may be used for all landscaping within any Subdivision, Lot or Common Area within the *Sheely Center* PUD development.

Botanical Name	Common Name	Open Spaces	Entries	Roadway landscape
TREES				
Acacia aneura	Mulga	X	X	X
Acacia salicina	Willow Acacia	X		
Acacia smallii	Sweet Acacia	X	X	X
Acacia stenophylla	Shoestring Acacia	X		
Bauhinia congesta	Orchid Tree	X		X
Bauhinia congesta 'Lunariodes'	Pink Orchid Tree	X		X
Caesalpinia cacalaco	Cascalote	X		X
Cercidium 'Desert Museum'	Hybrid Palo Verde	X	X	X
Cercidium praecox	Palo Brea	X	X	X
Cercidium floridum	Blue Palo Verde	X	X	X
Cercidium microphyllum	Foothills Palo Verde	X	X	X
Chilopsis linearis	Desert Willow	X		X
Chitalpa tashkentensis hybrid	Chitalpa	X		
Jacaranda mimosifolia	Jacaranda	X		
Lysiloma microphylla v. thornberi	Desert Fern	X		X
Olneya tesota	Ironwood	X	X	X
Pithecellobium flexicaule	Texas Ebony	X	X	X
Pithecellobium mexicanum	Mexican Ebony	X		X
Pithecellobium pallens	Tenaza	X		X
Prosopis alba	Argentine Mesquite			X
Prosopis chilensis	Chilean Mesquite	X		X
Prosopis glandulosa	Texas Honey Mesquite	X		X
Prosopis pubescens	Screwbean Mesquite	X		X
Prosopis velutina	Velvet Mesquite	X	X	X
Sophora secundiflora 'Silver Peso'	Texas Mountain Laurel	X		
Tipuana tipu	Tipu Tree	X		
Vitex angus-castus	Chaste Tree	X		X

Botanical Name	Common Name	Open Spaces	Entries	Roadway landscape
2 STORY SCREEN TREES				
Cercidium 'Desert Museum'	Hybrid Palo Verde			
Cercidium praecox	Palo Brea			
Cercidium floridum	Blue Palo Verde			
Chilopsis linearis	Desert Willow			
Jacaranda mimosifolia	Jacaranda			
Olneya tesota	Ironwood			
Pithecellobium flexicaule	Texas Ebony			
Prosopis chilensis	Chilean Mesquite			
Prosopis glandulosa	Texas Honey Mesquite			
* Acceptable only in park turf areas:				
*Fraxinus velutina	Arizona Ash	X	X	X
*Platanus wrightii	Sycamore	X	X	X
*Quercus virginiana	Southern Live Oak	X	X	X
CACTI / ACCENTS				
Agave deserti	Desert Agave	X		X
Agave geminiflora	Twin-flowered Agave	X		X
Agave murpheyi	Hohokam Agave			X
Agave parryi v. huachuensis	Parry's Agave	X		X
Agave species	Agave	X		X
Agave toumeyana	Toumey's Agave			X
Asclepias subulata	Desert Milkweed	X		X
Carnegiea gigantea	Saguaro	X		X
Dasylirion acrotriche	Green Desert Spoon	X		X
Dasylirion longissimum	Mexican Grass Tree	X		X
Dasylirion wheeleri	Desert Spoon	X		X
Euphorbia myrsinites	Euphorbia	X		X

Botanical Name	Common Name	Open Spaces	Entries	Roadway landscape
<i>Euphorbia rigida</i>	Gopher Plant	X		X
<i>Fouquieria splendens</i>	Ocotillo	X		X
<i>Hesperaloe funifera</i>	Coahuilan Hesperaloe	X		X
<i>Hesperaloe parviflora</i>	Red Hesperaloe	X		X
<i>Hesperaloe parviflora</i> (yellow)	Yellow Hesperaloe	X	X	X
<i>Nolina bigelovii</i>	Beargrass	X		X
<i>Nolina microcarpa</i>	Beargrass	X		X
<i>Pedilanthus macrocarpus</i>	Lady's Slipper	X		
<i>Yucca baccata</i>	Banana Yucca			X
<i>Yucca recurvifolia</i>	Curveleaf Yucca	X		X
SHRUBS				
<i>Abutilon palmeri</i>	Indian Mallow	X		X
<i>Acacia craspedocarpa</i>	Leather Leaf Acacia	X		X
<i>Alyogyne huegelii</i>	Blue Hibiscus	X		X
<i>Ambrosia deltoidea</i>	Bursage	X		X
<i>Anisacanthus quadrifidus</i> v. <i>brevilobus</i>	Mountain Flame	X	X	X
<i>Anisacanthus quadrifidus</i> v. <i>wrightii</i> 'Mexican Flame'	Flame Honeysuckle	X	X	X
<i>Anisacanthus therberi</i>	Desert Honeysuckle	X	X	X
<i>Bougainvillea</i> 'Barbara Karst'	Bougainvillea	X	X	X
<i>Bougainvillea</i> 'La Jolla'	Bush Bougainvillea	X	X	X
<i>Bougainvillea</i> 'San Diego Red'	Bougainvillea	X	X	X
<i>Bougainvillea spectabilis</i>	Bougainvillea	X	X	X
<i>Buddleia marrubifolia</i>	Wooly Butterfly Bush	X	X	X
<i>Caesalpinia gilliesii</i>	Desert Bird of Paradise	X		X
<i>Caesalpinia mexicana</i>	Mexican Bird of Paradise	X		X
<i>Caesalpinia pulcherrima</i>	Red Bird of Paradise	X		X
<i>Calliandra californica</i>	Baja Red Fairy Duster	X	X	X

Botanical Name	Common Name	Open Spaces	Entries	Roadway landscape
<i>Calliandra eriophylla</i>	Fairy Duster	X	X	X
<i>Cassia artemisioides</i>	Feathery Cassia	X		X
<i>Cassia nemophila</i>	Desert Cassia	X		X
<i>Cassia oligophylla</i>	Outback Cassia	X		X
<i>Cassia phyllodenia</i>	Silver-leaf Cassia	X		X
<i>Celtis pallida</i>	Desert Hackberry	X		X
<i>Convolvulus cneorum</i>	Bush Morning Glory	X	X	X
<i>Cordia boissieri</i>	Anacahuite	X		X
<i>Cordia parvifolia</i>	Small Leaf Cordia	X	X	X
<i>Dalea frutescens</i> 'Sierra Negra'	Sierra Negra Dalea	X	X	X
<i>Dalea pulchra</i>	Indigo Bush	X		X
<i>Dicliptera suberecta</i>	Velvet Honeysuckle	X	X	X
<i>Dodonea viscosa</i>	Hopbush	X	X	X
<i>Dodonea viscosa</i> 'Purpurea'	Purple Hopbush	X	X	X
<i>Encelia farinosa</i>	Brittlebush	X		X
<i>Ericameria laricifolia</i>	Turpentine Bush	X	X	X
<i>Guara lindheimeri</i>	Guara	X		X
<i>Hymenoxis acaulis</i>	Angelita Daisy	X	X	X
<i>Justicia californica</i>	Chuparosa	X		X
<i>Justicia ovata</i>	Red Justicia	X		X
<i>Justicia spicigera</i>	Mexican Honeysuckle	X	X	X
<i>Lantana camara</i>	Bush Lantana	X	X	X
<i>Larrea tridentata</i>	Creosote Bush	X		X
<i>Leucophyllum candidum</i> 'Thunder Cloud'	Thunder Cloud Sage	X	X	X
<i>Leucophyllum frutescens</i>	Texas Sage	X	X	X
<i>Leucophyllum frutescens</i> 'Compacta'	Compact Texas Sage	X	X	X
<i>Leucophyllum frutescens</i> 'Green Cloud'	Green Cloud Sage	X	X	X
<i>Leucophyllum frutescens</i> 'White Cloud'	White Cloud Sage	X	X	X

Botanical Name	Common Name	Open Spaces	Entries	Roadway landscape
<i>Leucophyllum</i> hybrid 'Rain Cloud'	Rain Cloud Sage	X	X	X
<i>Leucophyllum laevigatum</i>	Chihuahuan Sage	X	X	X
<i>Leucophyllum langmaniae</i> 'Lynn's Legacy'	Lynn's Legacy Sage	X	X	X
<i>Leucophyllum langmaniae</i> 'Rio Bravo'	Rio Bravo Sage	X	X	X
<i>Leucophyllum pruinatum</i> 'Sierra Bouquet'	Sierra Bouquet Sage	X	X	X
<i>Leucophyllum revolutum</i> 'Sierra Magic'	Sierra Magic Sage	X	X	X
<i>Leucophyllum zygophyllum</i>	Blue Ranger	X	X	X
<i>Lotus rigidus</i>	Desert Rock Pea	X		X
<i>Mimosa dysocarpa</i>	Mimosa	X		
<i>Plumbago scandens</i> 'Summer Snow'	Summer Snow Plumbago	X	X	X
<i>Rosa banksiae</i> 'Alba Plena'	White Lady Bank's Rose	X	X	X
<i>Ruellia brittoniana</i>	Ruellia	X	X	X
<i>Ruellia peninsularis</i>	Shrub Ruellia	X	X	X
<i>Salvia chamaedryoides</i>	Mexican Blue Sage	X		X
<i>Salvia clevelandii</i>	Chaparral Sage	X		X
<i>Salvia leucantha</i>	Mexican Bush Sage	X		X
<i>Senna wislizenii</i>	Shrubby Senna	X		X
<i>Simmondsia chinensis</i>	Jojoba	X		X
<i>Sophora secundiflora</i>	Texas Mountain Laurel	X		X
<i>Sphaeralcea ambigua</i>	Desert Globemallow	X	X	X
<i>Tagetes lemmoni</i>	Mt. Lemmon Marigold	X		X
<i>Tecoma stans</i>	Yellow Bells	X		X
<i>Vaquelinia californica</i>	Arizona Rosewood	X		
<i>Viguiera deltoidea</i>	Goldeneye	X	X	X
<i>Zauschneria californica</i>	California Fuchsia	X		X

Botanical Name	Common Name	Open Spaces	Entries	Roadway landscape
<i>Acacia redolens</i>	Prostrate Acacia	X	X	X
<i>Antigonon leptopus</i>	Queen's Wreath	X		X
Aizoaceae species	Ice Plant	X	X	X
<i>Baccharis 'Centennial'</i>	Centennial Baccharis	X	X	X
<i>Baileya multiradiata</i>	Desert Marigolde	X	X	X
<i>Calylophus hartwegii 'Sierra Sundrop'</i>	Calylophus	X	X	X
<i>Convolvulus mauritanicus</i>	Ground Morning Glory	X	X	X
<i>Dalea capitata 'Sierra Gold'</i>	Sierra Gold Dalea	X	X	X
<i>Dalea greggii</i>	Trailing Indigo Bush	X		X
<i>Drosanthemum speciosum 'Rosa'</i>	Ice Plant	X	X	X
<i>Dyssodia pentachaeta</i>	Dyssodia	X	X	X
<i>Erigeron divergens</i>	Spreading Fleabane	X		X
<i>Erigeron 'Profusion'</i>	Profusion Fleabane Daisy	X		X
<i>Gazania rigens 'Sun Gold'</i>	Gazania	X	X	X
<i>Hardenbergia comptoniana</i>	Lilac Vine	X	X	X
<i>Lantana montevidensis</i>	Trailing Purple/Yellow Lantana	X	X	X
<i>Melampodium leucanthum</i>	Blackfoot Daisy	X	X	X
<i>Muhlenbergia capillaris 'Regal Mist'</i>	Regal Mist Muhley	X	X	X
<i>Muhlenbergia emersleyi 'El Toro'</i>	Bull Grass	X	X	X
<i>Muhlenbergia lindheimeri 'Autumn Glow'</i>	Autumn Glow Muhley	X	X	X
<i>Muhlenbergia rigens</i>	Deer Grass	X	X	X
<i>Muhlenbergia rigida 'Nashville'</i>	Nashville Grass	X	X	X
<i>Oenothera barlandieri</i>	Mexican Evening Primrose	X		X
<i>Oenothera caespitosa</i>	Evening Primrose	X		X
<i>Oenothera stubbii</i>	Saltillo Primrose	X		X
<i>Osteospermum fruticosum</i>	Trailing Aftican Daisy	X	X	X
<i>Penstemon baccharifolius</i>	Rock Penstemon	X	X	X
<i>Penstemon eatonii</i>	Firecracker Penstemon	X	X	X

Botanical Name	Common Name	Open Spaces	Entries	Roadway landscape
<i>Penstemon grandiflorus</i>	Penstemon	X	X	X
<i>Penstemon palmeri</i>	Palmer's Penstemon	X	X	X
<i>Penstemon pseudospectabilis</i>	Parry's Penstemon	X	X	X
<i>Penstemon superbus</i>	Superb Penstemon	X	X	X
<i>Penstemon wrightii</i>	Penstemon	X	X	X
<i>Plumbago auriculata</i>	Cape Plumbago	X	X	X
<i>Podranea ricasoliana</i>	Pink Trumpet Vine	X	X	X
<i>Psilostrophe cooperi</i>	Paperflower	X	X	X
<i>Salvia</i> sp. 'Quicksilver'	Quicksilver Salvia	X	X	X
<i>Santolina chamaecyparissus</i>	Lavender Cotton	X	X	X
<i>Santolina virens</i>	Green Santolina	X	X	X
<i>Verbena gooddingii</i>	Goodding's Verbena	X	X	X
<i>Verbena pulchella</i>	Moss Verbena	X	X	X
<i>Verbena rigida</i>	Sandpaper Verbena	X	X	X
<i>Verbena tenera</i>	Moss Verbena	X	X	X
<i>Verbena tenuisecta</i> 'Edith'	Edith Verbena	X	X	X
<i>Zephyranthes candida</i>	Rain Lily		X	
<i>Zinnia acerosa</i>	Desert Zinnia	X	X	X
<i>Zinnia grandiflora</i>	Little Golden Zinnia	X	X	X
VINES				
<i>Antigonon leptopus</i>	Queen's Wreath	X		X
<i>Bougainvillea</i> 'Barbara Karst'	Bougainvillea	X	X	X
<i>Bougainvillea</i> 'California Gold'	Orange Bougainvillea	X	X	X
<i>Bougainvillea</i> 'Jamaica White'	White Bougainvillea	X	X	X
<i>Bougainvillea</i> 'San Diego Red'	Bougainvillea	X	X	X
<i>Bougainvillea spectabilis</i>	Bougainvillea	X	X	X
<i>Clytostoma callistegioides</i>	Violet Trumpet Vine	X		X
<i>Gelsemium sempervirens</i>	Yellow Flowering Jessamine	X	X	X

Botanical Name	Common Name	Open Spaces	Entries	Roadway landscape
Hardenbergia comptoniana	Lilac Vine	X	X	X
Mascagnia lilacina	Lilac Orchid Vine	X		X
Mascagnia macroptera	Yellow Orchid Vine	X		X
Maurandya antirrhiniflora	Snapdragon Vine	X		X
Rosa banksiae	Lady Bank's Rose	X	X	X
Solanum jasminoides	Potato Vine	X		X
Vigna caracalla	Snail Vine	X		X

General Guidelines for the Entire Development:

- Adjust planting locations to maintain a planting distance of 15 feet from all underground utilities.
- No material planted within 10 feet of the end of street median islands. Exceptions are allowed at predefined “nodes” of intersections. Certain points around a node’s circumference will not block traffic view triangles.
- No multi-trunk or low-breaking trunk trees to be planted in areas less than 10 feet in width and/or at the end of the street median island.
- No vines or spreading ground cover plant material within 5 feet of curb or sidewalk.
- No shrubs with a mature height of 3 feet to be installed on street median islands or within 10 feet of curb on right-of-way.
- Plant material to be placed in groupings with adequate open space for service vehicle parking.

4. Parking Standards:

Parking Space Dimensions and Calculations

Sheely Center will use the existing City of Phoenix Section 702.C. Parking Requirements for both parking stall sizes and to calculate parking requirements, except as modified herein and/or as modified by a City approved variance or shared parking model.

All design elements for the entire project regarding parking space, design and materials shall meet or exceed ADA requirements, when required.

<i>Surface Parking:</i>	Parking spaces to be a minimum dimension of nine (9) feet by eighteen (18) feet, unless otherwise approved by the Planning & Development Services Department.
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	<p>Tandem Parking shall be allowed by right. Minimum dimension of tandem spaces to be a minimum of nine (9) feet by eighteen (18) feet.</p>
<p><i>Garage Parking:</i></p>	<p>At least 50% of provided spaces shall be a minimum dimension of nine (9) feet six (6) inches by eighteen (18) feet; Remainder of parking spaces may be reduced down to eight (8) feet six (6) inches by eighteen (18) feet.</p> <p>A minimum of twelve (12) inches setback from any interior wall or column shall be provided.</p> <p>Tandem Parking shall be allowed by right. Minimum dimension of tandem spaces to be a minimum of nine (9) feet by eighteen (18) feet.</p> <p>If individual garages for residential are provided, a minimum unencumbered width of nine (9) feet six (6) inches per spaces and an unencumbered depth of eighteen (18) feet must be provided.</p>
<p><i>Parking Garage Screening:</i></p>	<p><i>Ground/first floor:</i> The ground/first floor shall be designed to allow retail/commercial space adjacent to street where feasible. Where such commercial space is feasible and viable, it should orient to the central north-south internal street.</p> <p><i>2nd Floor and Above:</i> Vehicles shall be screened from public view within the garage. Vehicles shall be screened from view by a minimum of a 3 foot wall, or other appropriate screening material as approved by the Planning & Development Services Department.</p> <p>Parking structures may include murals or other architectural features to reduce long spans or blank walls.</p> <p>Portions of the top deck level may house amenities for the sole use of residents. These amenities are discussed in greater detail in the Amenities in section G part 4, but they may include a roof garden, patios, BBQ's, dog parks social gathering areas.</p>

Off Street Loading

Ground level retail is required to provide the following minimum for designated loading spaces:

0 s.f. - 24,999 s.f.	0 spaces
25,000 s.f. - 40,000 s.f.	1 space
40,001 s.f.-100,000 s.f.	2 spaces
100,001 s.f.–160,000 s.f.	3 spaces

The designated office tower district will provide a minimum of 1 loading zone, allowed to be within the attached parking structure.

Multi-Family residential minimum loading zone requirements*:

* requirements applicable for the Residential High and the Mixed Use Entertainment district, the Residential low district will not be required to provide a designated loading space.

0 - 25 du	0 spaces
26 du -150 du	1 space
151du – 300 du	2 spaces
Each additional 200 du	1 additional space

Residential loading areas may be located within an above or below grade parking structure provided that the loading area has direct access to the residential structure.

Commercial development loading, (exclusive of residential, office and ground level retail) this includes any 2nd floor and above commercial uses in the mixed use entertainment district and hotel districts, shall comply with the following standards. Spaces may be contained internal to a parking structure.

0 s.f. – 24,999 s.f.	0 spaces
25,000 s.f. – 100,000 s.f.	1 space
100,001 s.f. – 240,000 s.f.	2 spaces
240,000 s.f. – 400,000 s.f.	3 spaces
Each additional 120,000 s.f.	1 additional space

A shared loading area model will be permissible between the commercial and residential loading spaces, provided the City’s Planning & Development Services Department approves such shared loading model.

Loading areas located along arterial streets will have a 10 feet landscape setback from the curb.

Loading spaces will not be less than 10 feet in width and 30 feet in length.

Paving materials/Design and street sections: All nonstandard materials used within public right-of-way will be maintained by the developer via an approved Developer Maintenance Agreement with the City. All materials within the Pedestrian crossing shall meet ADA requirements and may not create a significant noise issue with vehicle traffic.

I. DESIGN GUIDELINES

Sheely Center shall be designed with 4-sided architecture so that it will offer pleasing views and vistas not only for tenants and owners within the project but for potential owners and customers on the Freeway and arterial streets. At *Sheely Center*, walls and windows will be considered in terms of multiple “front elevations”. Street level of all buildings will be developed to consider the pedestrian experience and vitality of the project. The grading and landscaping will aid in transitioning uses from the buildings into the pedestrian experience. The Design functions have been created to develop this relationship between the project’s urban environment and the internal pedestrian environment.

It’s very important that the design and layout of the project creates a comfortable and user friendly environment. In our sun driven climate, designing shade elements plays a key role, either with positioning of the buildings themselves, canopy extensions or strategically located vegetation. The result is to use design creativity to make this urban oasis thrive. This project will promote the creation of public and semi-public spaces at both large and small scale that will encourage a sense of community and promote the Urban Oasis. During the evening, well-illuminated and secure areas will also help promote this sense of community.

Sheely Center will also promote diversity and stratification in its architectural styles as a means to push visual interest across the project. Creating a pedestrian scale and interest at ground level is likewise important for the success of this project. Adding the human perspective create a synergy at street level where car, pedestrian and shopping all converge in a visually stimulating environment. Landscaping, awnings/canopies, outdoor patios, help in this endeavor.

Sheely Center will strive to create its own unique neighborhood with a dense and dramatic type of development, organized around varying building sizes, articulations and dramatic choices in building materials all of which will set *Sheely Center* distinctively apart from other developments.

The provisions of this section seek to create a foundation for design that will ensure development of an attractive, high quality mixture of architectural styles. Buildings will feature creative applications of materials, colors and textures. The design of each building within the overall development will be complementary so as to create a harmonious blend of styles. This will be accomplished through the use of compatible materials and colors while creating a strong individual design identity consistent with each building’s individual use and purpose. The design guidelines and standards proposed herein are intended to provide guidelines to reflect the desired character for the overall project.

This PUD shall conform to Section 507 of the Phoenix Zoning Ordinance with additional standards as indicated below.

Design Parameters:

<i>Residential</i>	This designated portion of this project will conform to the existing City standards for design per Section 507 Tab A.
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Building Articulation	<p>The visual impact of a building depends not only on its size, but also on the relationship between its height, length, and width including such features as prominent entries, windows, color and materials. Articulation of the façade on all four building sides. The maximum linear building length without any articulation will be 50-feet.</p> <p>Building wall articulation shall be required on buildings with appropriate details and elements to recognize the pedestrian scale environment and a sense of place. A minimum of 6 of the below acceptable modes of articulation shall be include per building facade:</p> <ul style="list-style-type: none">• Changes in the horizontal wall plane (1 foot minimum).• Changes in the vertical wall plane (2 foot minimum).• Variation in the roof lines and form.• Introduction of significant signage elements.• Use of balconies.• Use of ground level arcaded and covered areas.• Use of protected and recessed entries.• Use of vertical elements on or in front of expansive blank walls (2 foot minimum).• Use of pronounced wall plane offsets and projects.• Use of vertical accents and focal points.• Change in use of materials or color to provide a clear distinction between roof, body and base of a building.• Variation in storefront windows and material differentiation.• Changes in predominant material use.• Other form of building façade articulation as approved by Planning & Development Services Department. <p>Mid Rise hotel buildings shall be designed to incorporate enhanced architectural facades. Hotel Building articulation shall use a minimum of 6 acceptable modes of articulation from the above list. Signage is expected to play a key role in <i>Sheely Center</i> (see Section J Signs). The extensive sign package will be used as a device to enhance and articulate the complex’s architecture. The scale and scope of signage is necessary in order to create a visually stimulating environment from ground level up to the roof.</p>
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Roofs	<p>Any pitched roof structure shall use concrete tiles or “pre-finished” metal roofing or other acceptable material as approved by Planning & Development Services Department. Flat roofs shall be non-reflective material (minimum SRI of 78 for non occupiable roof patios).</p> <p>Variation in roof lines, architectural elements, change in materials,</p>
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	<p>parapets and/or other significant roof or canopy form, or other form of architectural treatment as approved by the Planning & Development Services Department is encouraged to reduce the scale of buildings. Roof size, shape, material, color and slope should be coordinated with the scale and theme of the building. Parapets will be used for concealing flat roof. Three dimensional cornice treatment (where appropriate) or other similar detail that enhance the building architecture is encouraged.</p> <p>All roof mounted mechanical, elevator equipment and satellite dishes will be screened from the public right-of-way view.</p>
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<i>Entrances</i>	<p>All buildings shall have clearly defined entrance(s) incorporating a minimum of 3 elements:</p> <ul style="list-style-type: none">• Arches• Overhangs• Canopies or porticos• Recesses/projections• Raised parapets• Peaked roof forms• Signage• Entrances framed by outdoor pedestrian features or enhanced landscaping• Architectural features such as tile work and moldings integrated into the building structure to frame the entryway
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<i>Materials</i>	<p>There will be a mix of architectural materials throughout the project. Modern sophisticated office buildings may be developed next to more rustic and urban buildings.</p> <p>Approved exterior wall materials include the following list, unless otherwise approved by the Planning & Development Services Department:</p> <ul style="list-style-type: none">• Common clay brick• Granite• Marble, or other natural stone• Tile cladding• Concrete masonry unit (provided that surfaces are integrally colored, painted, stained or have attractive exposed aggregate which must be approved as to color and texture)• Architectural metal• Stucco or plaster (synthetic systems simulating stucco or plaster are permitted)• Concrete, pre-cast or poured in place
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	<ul style="list-style-type: none">• Glass• Metal panels and/or trim• Metal and composite panels• Metals (polished and rusted)• Perforated metals and meshes• Stucco• Glass• Stone• Concrete• Masonry• Green-Screen or Green walls including trellises to reduce excessive radiant heat in pedestrian areas.
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Colors	<i>Sheely Center</i> 's colors will be vibrant and have distinct variation from building-to-building.
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Arcade	Minimum 9-foot clearance, from the building's face and a minimum 8-foot vertical clearance above grade.
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Awnings/Canopies	Awnings and canopies that suspend over sidewalks will be anchored to an architectural element (i.e. a building) and will be incorporated into the architectural design. Horizontal projected shade awnings/canopies will be mounted a minimum of 8-feet above grade to a maximum of 15-feet above grade. Awnings (exterior windows shade/design features) can be utilized at every level
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Balconies	(2nd Floor & up) Balconies may project a maximum of up to 36-inches vertical off the streets curb edge. These overhangs are only permissible provided the balcony never extends into a public right-of-way.
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Paving Materials/Design	Pedestrian crossing area shall have a different color, texture or material to define these areas with one of the following methods: <ul style="list-style-type: none">• Stamped concrete• Interlocking concrete pavers• Stained concrete• Integral colored concrete.• Or other acceptable method as approved by the Planning & Development Services Department.• All nonstandard materials used within public right-of-way will be maintained by the developer via an approved Developer Maintenance Agreement with the City. All materials within the Pedestrian crossing shall meet ADA requirements and may not create a significant noise issue with vehicle traffic.
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J. SIGNS

A. Intent

The main objective of the signage program for *Sheely Center* is to build in criteria for high quality signage consistent with this urban style mixed use project and yet also allow for flexibility to respond to changing conditions and newer designs over the many years of build-out. The PUD will also create the avenue to encourage creative development with signage that is vibrant, charismatic and potentially unique. A general framework is provided in this PUD to ensure that the designs are appropriate for the project as a whole. Signage should not only include text that identifies the name of the business, but also incorporates the use of graphics and forms that provide identity, where appropriate, for commercial clients.

As this project is primarily an urban type of land use with a board range in the tenant mix, signs will vary in size and intensity to engage the vehicular visitor first from the freeway, then through the arterial street system and finally through an internal street system. Long distance recognition and viewing opportunities will be accomplished by large-scale project identification and major tenant recognition with appropriate size to allow for safe driving along freeway and major collector designated city streets.

At the perimeter of the site, signs shall be designed to be easily read from both adjacent freeways and arterial streets. Signs along the 101 freeway may advertise both on-site and off-site uses and shall therefore conform to the requirements of Section 705.2 of the Phoenix Zoning Ordinance (as currently in effect), except where modified by the regulations contained herein. A full copy of Section 705.2 currently in effect is attached as Exhibit 19. Interior signs (those signs that cannot be seen from the perimeter of the property) on private parcel sites, lots, or private streets will not be regulated by the city, unless otherwise specified herein, except to the extent that electrical permits may be required by the City of Phoenix. All signs shall be regulated by the Signage Design Guidelines set forth in this PUD under the governance of the Master Developer and/or its Assignee and the construction rules as adopted by the City of Phoenix.

This section shall not apply to signs erected or maintained by a governmental body including, but not limited to, traffic signs, warning signs, railroad crossing signs, and signs of a noncommercial nature required by public laws, ordinances, or statutes.

B. Allowable Signs

These provisions are also meant to ensure an overall consistency in signage that protects the properties within the development and the unique identities of the uses and tenants.

Applications for signage that would otherwise require use permits, design review or a comprehensive signage package approval for their use under the Phoenix Zoning Ordinance shall not require such under this PUD. Instead, they will comply with the design parameters set forth in this PUD (including any referenced provision of the Zoning Ordinance). All signs shall be reviewed and approved by the Master Developer and/or its Assignee for conformance to design and quality standards.

The following signs, as well as signs otherwise permitted by the City of Phoenix, shall be permitted in this PUD.

- Facia-mounted Signs
- Full Color Printed Media Signs
- Blade Signs (arcade types)
- Banners - site, street and project
- Painted Wall Signs (murals and tromp l'oeil)
- Window Graphic Signs
- Projecting Signs
- Electronic (Digital) Message Displays
- Kinetic Signs
- Sculptural Signs
- Exposed Neon Signs
- Off-Premise Advertising Signs
- 3D Extensions
- Aerial View Signs
- Awning | Canopy Signs
- Roof Signs

C. Project Signage Types

1. Project Monuments

1.1 Project Identity Landmark (Freeway)

This landmark design may consist of one or multiple elements in composition, which will establish itself as an urban icon as the gateway to the project from both north and south along the Loop 101/Agua Fria Freeway.

- Landmark is restricted up to a maximum of seventy (70) feet in height.
- Maximum signage area is limited to twelve-hundred (1200) square feet per sign face. Of that maximum, six-hundred-seventy-two (672) square feet may be for electronic components per display face.
- Sign to include the *Sheely Center* project identity logo. Logo to be sixty (60) square feet in area and will not count against the maximum signage area.
- Electronic message panels are allowed. (See section 2.7 for standards for electronic components.)
- 30° Maximum angle between sign faces. Backside area between primary sign faces may be utilized for signage but may not be in the form of electronic message panels.
- Spacing between signage shall be a minimum of three-hundred (300) feet.
- Project Identity Landmark signs may promote any in-project elements, which may include businesses, products, events, or services available within the project, identify specific locations within the district, promote the project through for sale or lease information, provide wayfinding to the project, or provide public service announcements.

1.2 Freeway Parcel Identification Pylon

A maximum of one (1) freeway Parcel identification sign per site may be located on Loop 101/Agua Fria Freeway. These signs will provide regional freeway identity for *Sheely Center* projects and parcel tenants. Signs may be either multiple or single tenant in design. Multiple tenant signage shall be limited to four (4) tenants maximum.

- Freeway signs shall only be located on a property with a minimum of 500 lineal feet of frontage. Such signage must be located within three hundred (300) feet of, and must be oriented with a Loop 101/Agua Fria Freeway viewing angle.
- Sign must include the *Sheely Center* logo. Logo to be thirty-six (36) square feet in area and will not count against the maximum signage area.
- Height is restricted to a maximum of fifty-four (54) feet as measured from grade.
- Maximum signage area is limited to four-hundred (400) square feet for all tenant panels exclusive of *Sheely Center* logo.
- Spacing between signage shall be a minimum of three-hundred (300) feet.

1.3 Off-Premise Advertising Sign (Freeway)

This landmark design may consist of one or multiple elements in composition similar in design to sign type 1.1, and will also establish itself as an urban icon along the Loop 101/Agua Fria Freeway.

- All Off Premise Advertising signs shall comply with the standards outlined in Section 705.2 of the City of Phoenix Sign Code as of the date of this PUD (the currently approved version of Section 705.2 is attached as Exhibit 19 for reference).
- Off-Premise Advertising Signs are restricted up to a maximum of seventy (70) feet in height.
- Maximum signage area is limited to six-hundred-seventy-two (672) square feet per face.
- Sign to include the *Sheely Center* logo. Logo to be fifty (50) square feet in area and will not count against the maximum signage area.
- Electronic message panels are allowed. (See section 2.7 for standards for electronic components.)
- 30° Maximum angle between sign faces. Backside area between primary sign faces may be utilized for signage but may not be in the form of electronic message panels.
- These sign messages may be conventional, electronic/digital, combination of both as well as allow for new technologies.
- There shall be a minimum of one thousand (1000) feet between Off-Premise Advertising signs. The northern most Off-Premise Advertising Sign in *Sheely Center* shall also be a minimum of one thousand (1,000) feet from the closest previously approved Off-Premise Advertising sign to the north in the Algodon Center PUD. The *Sheely Center* property's frontage on the 101 Freeway therefore allows for four (4) such signs as reflected on "project Monument Sign Location Plan" exhibit.
- Off-Premise Advertising Signs may promote products or services from entities that may be either on-site or off-site.

1.4 Primary Project Identification Monument

Primary identification will occur as defined in Section D, Sign Matrices. These elements are to be located at primary project entries on McDowell Road, Thomas Road and 99th Avenue. Monuments will be designed to integrate with the project's walls, architectural designs, street lights, and other wayfinding elements. They are sized to vehicular scale, and will support the overall visual character of the development. These signs shall identify the project or parcel by use secondary to and in association with the *Sheely Center* identity. (Medical Office Park, Technology Center, Business Park, etc.)

- Parcels with twenty five (25) or more acres are allowed to use their corporate identity with "*Sheely Center*" as the secondary message, with the Master Developer's and/or its Assignee's approval.
- Height is restricted to a maximum of fifteen (15) feet.
- Maximum signage area is limited to one-hundred and fifty (150) square feet, including the immediate background, to provide competitive signage opportunities to adjacent projects.

1.5 Secondary Project Identification Monument

Secondary identification along 99th Avenue, Thomas Road and McDowell Road will occur as defined in Section D, Sign Matrices. Smaller in scale than the primary monuments, these signs will also be designed to integrate with the Center's site walls, street lights, and wayfinding elements. They are sized to vehicular scale, and will support the overall visual character of the development (while smaller in scale) that delineates secondary entrances into the overall project.

- Height is restricted to a maximum of nine (9) feet.
- Maximum signage area is limited to one-hundred (100) square feet, including the immediate background, to provide competitive signage opportunities to adjacent projects.

1.6 Project Directional/Directory Signs

In general, the signage will be at vehicular scale and follow the sizes and heights for community roadway standards and as defined in Section D, Sign Matrices. This type of signage is allowed once off the main roadways. Vehicular and pedestrian oriented directionals can be used along all future internal arterial type of roads of the Center.

Wayfinding and directional signage shall be seamlessly integrated with the overall project identity signage design, using colors and materials that are appropriate for their signage type and use.

- All wayfinding signage will be primarily free-standing post and panels in form, or attached to street lighting/furnishings.

- Height shall be limited up to a maximum of eight (8) feet in height.
- Sign area shall be limited up to a maximum of forty (40) square feet in area.
- This type of signage can also include private street signs in larger developments.

1.7 Master Developer Project Banners

Developer Banners are allowed throughout the project on major and minor streets and roadways, multi-use parking lots, light poles, storefronts and public spaces. Banners are incorporated into the development to provide color, seasonal graphics and developer/project identity and promotions.

- Banners are allowed to be vinyl, nylon, or other durable fabrics with silk-screened, painted, printed, vinyl or other semi-permanent graphic applications.

2. Parcel/Tenant Identification Signage

Project/tenant identification for all individual parcels of either single owner/user facilities or multiple buildings with shared parking, ingress and egress locations that are not adjacent to the Loop 101/ Agua Fria Freeway. Signs and locations are not shown on the Project Sign Location Plan as they are specific to the individual parcel, its architectural design, materials and tenant type and needs. Standards and restrictions are identified in Section D, Sign Matrices under “Tenant Freestanding Signs”.

Freestanding Signage Frontage Requirements

This section sets forth the number and type of monument signs permitted on individual development parcels in *Sheely Center* in addition to building signage.

If such a parcel has more than one street front, the signage for each street shall be calculated separately depending on the length of each frontage.

If such a parcel contains either a 1.4 Project Identification Monument or 1.5 Secondary Project Identification/Monument at its corner, the frontage of that corner parcel shall not be included in the calculation of the street frontage for signs described in this section.

Any development parcel may display one (1) Primary Identification Sign for the first three hundred (300) feet, or portion thereof, of frontage and one (1) additional Primary Identification Sign for each additional full three hundred (300) feet of frontage.

Two (2) Secondary Identification Signs can be substituted for one (1) Primary Identification Sign, based on the spacing of one-hundred and fifty (150) feet between any other identification signs on the parcel.

Unless otherwise noted, there shall be a minimum distance of one-hundred and fifty (150) feet between Identification Signs.

Unless otherwise noted, there shall be a minimum distance of one-hundred (100) feet between the nearest *Sheely Center* Project Identification Monument and any adjacent Identification Signs.

All signs for corner parcels must comply with the visibility triangle restrictions at driveways as per the City of Phoenix standards.

b) Corner Parcel Standards

Developments which are typically planned for corners at primary or secondary entry points to the project may have, in addition to the *Sheely Center* Project Identification Monument:

Parcels with less than one hundred (100) feet of frontage on either street may display one (1) Secondary Identification Sign per street front.

If a Project Identification Monument exists, there shall be no less than seventy-five (75) feet between the Secondary Identification Sign and the Project Identification Monument.

Parcels with at least one hundred (100) feet but less than three hundred (300) feet of frontage (per street) may have one (1) Primary Identification Sign on each street front, or two (2) Secondary Identification Signs per street frontage.

c) Single Tenant User Standards

For single tenant parcels with more than one street front, the signage for each street shall be calculated separately depending on the length of each frontage.

Single tenant parcels with less than one hundred (100) feet of frontage may display one (1) Secondary Identification Sign.

Single tenant parcels with between one hundred (100) and three hundred (300) feet of frontage may display one (1) Primary Identification Sign.

Single tenant parcels with more than three hundred (300) feet of frontage may display the same number and sizes of signs as a multiple-use parcel with the same frontage.

d) Multi-Tenant Standards

For multi-tenant parcels with more than one street front, the signage for each street shall be calculated separately depending on the length of each frontage.

Multi-tenant parcels with less than one hundred (100) feet of frontage may display one (1) multi-tenant Secondary Identification Sign.

Multi-tenant parcels with between one hundred (100) and three hundred (300) feet of frontage may display one (1) multi-tenant Primary Identification Sign.

Multi-tenant parcels with more than three hundred (300) feet of frontage may display one (1) multi-tenant Primary and one (1) multi-tenant Secondary Identification Sign for each additional full one-hundred fifty (150) feet of frontage.

For developments fifty (50) acres or greater, the primary signage shall be increased to a maximum height and size as outlined in Section D, Sign Matrices to provide competitive signage opportunities to adjacent projects. Spacing requirements remain the same. All signs must comply with all visibility triangle restrictions per City of Phoenix Standards.

e) Electronic Reader Boards (On-Site Advertising)

The signs permitted as previously outlined for individual parcels and for on-site businesses may each contain up to a maximum of one hundred (100) square feet of animated message panel if square footage allows, and with written approval of the Master Developer and/or its Assignee. Frequency of change in the message, and other restrictions shall adhere to the standards as outlined in section 705.C.13 of the City of Phoenix Zoning Ordinance, adopted and approved by the City Council in 2010.

2.1 Freestanding Parcel Identification (Less Than 12 Acres)

See Section D, Sign Matrices.

2.2 Freestanding Parcel Identification (12 to 50 Acres)

See Section D, Sign Matrices.

2.3 Freestanding Parcel Identification (More Than 50 Acres)

See Section D, Sign Matrices.

2.4 Freestanding Parcel, Public/Quasi-Public/Institutional Facilities

Individual parcel developments located along primary/arterial roadways adjacent to the project are allowed freestanding monumentation signage in addition to building signage.

2.5 Menu Boards (All Uses)

See Section D, Sign Matrices.

2.6 On-Site Parcel Directional (All Uses)

See Section D, Sign Matrices.

2.7 Electronic Message Panels (All Uses)

Electronic message displays for In-Project Uses and Off-Premise Uses are permitted by right as previously noted and shall be subject to the following conditions:

The sign copy image shall be static with no animation and with no flashing, blinking, or moving lights;

In the transition between copy changes, there shall be no sense of movement from one image to the next;

Network time shall be made available on the digital sign faces to the City of Phoenix for emergency messaging – messages to override all copy for one hour, then display for eight (8) seconds in every minute as long as needed;

In the event of an electronic malfunction the sign shall be shut off until repairs have been made to restore the electronic messaging system.

The sign copy changes shall not occur more frequently than every eight (8) seconds, unless otherwise specified by the zoning administrator;

Dimmer on sign shall be set in the evening hours (from sunset to 11:00 PM.) not to exceed 300 NITS for signs that are fourteen (14) feet by forty-eight (48) feet and three hundred forty-two (342) NITS for signs that are ten (10) feet by thirty (30) feet to ensure compliance with current ordinance standard for illumination, unless otherwise specified by the zoning administrator;

From 11:00 PM until sunrise all electronic message sign illumination shall be extinguished and sign shall be equipped with automatic device to assure compliance. The only exception to this stipulation will be for “Amber Alerts” and other governmental emergencies, unless otherwise specified by the Zoning Administrator.

Off-Premise Signs shall also adhere to the standards as outlined in Section 705.2 of the City of Phoenix Zoning Ordinance (except that a use permit is not required) in effect on the date of this Sheely Center PUD submittal. A full copy of Section 705.2 is attached as Exhibit 19.

3. Office/Commercial Tenant

Building Signage

All signage types allowed in the current city sign ordinance, plus those outlined below are allowed for tenant identification, if appropriate to the architectural design of the building, and the general theme of the *Sheely Center*. Signage concepts exceeding these ordinance regulations will require the written approval by the Master Developer and/or its Assignees.

Tenant identification signs should be designed to fit the building elevation architecture and overall environment in scale, placement and style. Designs should complement the building color and finishes but should provide contrast for readability, and support the project’s level of quality.

Calculations from one elevation are not transferred to another.

All elevations of buildings are allowed signage.

3.1 Wall Signs Below Fifty-six (56) Feet

All office/commercial/campus and corporate facility parcels shall create tenant criteria programs for review and approval by the Master Developer and/or its Assignee that meet the following standards:

Designated sign locations in a maximum of controlled horizontal areas. Signage locations need not be located within a tenant's leased space within the building.

Each business/tenant shall be allowed a maximum of one and one-half (1 1/2) square footage for each one (1) linear foot of business elevations, with no maximum limit.

Buildings with elevations located adjacent to the freeway shall be allowed two (2) square feet per one (1) lineal foot of the building's freeway elevation only, with no maximum limit.

3.2. Wall Signs Fifty-six (56) Feet or Above

For all buildings fifty-six (56) feet or greater in height requesting signs at the upper level, signage shall be allowed by right, based on the following criteria:

Master Developer and/or its Assignees written approval of the parcel's tenant signage criteria.

The area occupied by a wall sign erected fifty-six (56) feet or greater in height shall not exceed one (1) percent of the area of the overall elevation to which it is attached. This area shall not be counted against wall signage which may be placed on the building below fifty-six (56) feet.

A wall sign erected over fifty-six (56) feet in height shall be placed in the top ten (10) percent of the wall to which it is attached and shall not exceed eighty (80) percent of the width of the building face to which it is attached.

Signs fifty-six (56) feet or greater in height shall be limited to a maximum of two (2) tenants per building and a maximum of four (4) signs per building. Signage shall be restricted to either identification of the building or two tenants at the discretion of the Master Developer and/or his Assignee.

For signs below fifty-six (56) feet, the requirements within 3.1 shall apply.

3.3 Aerial View Signs

For single use parcels of twenty-five (25) acres or more that are designated as major tenants of the development, one aerial view sign is allowed, in addition to other permitted signs. These signs may be painted on, or otherwise applied directly to, the roof of the building associated with the uses, under the following conditions:

The sign shall not be visible from the ground.

Sign area may be one thousand (1,000) square feet or ten (10) percent of the roof surface, whichever is greater.

The signs shall identify the facility only by name or logo.

Aerial view signs shall not be animated, or illuminated.

4. Retail Tenant Building Signage

All signage types allowed in current city signage ordinance, plus those outlined below, are allowed for tenant identification. All signs shall be calculated as tenant's signage allotment unless noted otherwise.

Tenant identification signs should be designed to fit the storefront architecture and overall environment. Designs should complement the building design, color and finishes but should provide contrast for readability, and level of quality.

Minimum allowed signage shall be fifty (50) square feet, and a maximum of based one and one-half (1.5) square feet per lineal foot of building frontage.

Signage is allowed on the back side of retail tenant space when visible to other parking areas, or to primary or internal streets. Square footage shall be limited to one (1) square foot per each lineal foot of building elevation.

Measures shall be taken to use the most energy efficient and sustainable type of lighting sources.

All storefront lighting shall be baffled and concealed whenever possible. Where fixtures are exposed, they should contribute to the overall composition of the store front(s). All exposed lighting fixtures and their intensity shall be subject to approval by the Master Developer and/or its Assignees prior to applying for a signage permit.

Tungsten and halogen sources over seventy (70) watts and incandescent sources over one-hundred and fifty (150) watts shall be fully shielded from any adjacent single family residential neighborhood.

4.1 Projecting Signs (Flag Mounted)

Projecting signs are those that hang or project more than twelve (12) inches from the building surface, and are typically perpendicular to the facade.

These signs are allowed for all zoning parcels and shall follow these standards:

Projecting signs are encouraged to be creative and relate thematically to the building tenant/establishment being advertised.

Projecting signs must be mounted a minimum of nine (9) feet above finished floor/sidewalk area and may not project into any public rights-of-way.

Signs must be mounted to the building and cannot project off the building or piece of architecture more than six (6) feet, or as appropriate for the design of the building and the tenant location, identity standards and its relevance to the site and project.

4.2. Awning/Canopy Signs

Awning and Canopy signs are typically mounted parallel to the building's street frontage. This type of signage and graphics is allowed on any and all awning/canopy surfaces if the awning or canopy structure has been approved by the Master Developer and/or its Assignees.

Awnings (non-rigid surfaces) may have printed, silk screened, or factory painted graphics on cloth type materials. Vinyl or plastic bases materials may use high performance vinyl applied in the field.

Canopies (rigid surfaces) may have hanging, surface mounted, top mounted or projecting letters off all surfaces of the structure.

4.3 Custom Cabinets

Creative designs and forms are encouraged. Unless part of a nationally registered and/or trademarked logo, rectangular shaped designs are prohibited without Master Developer and/or its Assignees overriding approval.

Custom cabinets feature multiple layered and sided cabinets with a mix of opaque and/or translucent backgrounds with various types of lettering, accents, and illumination methods, fabricated as single units.

Custom signs may be illuminated either internally, externally, or indirectly, or a combination or a combination thereof. When cabinet signs are used, the background surface(s) adjacent to the sign should be illuminated as well to provide definition of the sign's form.

4.4 Roof Signs

Signs which break the silhouette of the roof line or are mounted on the slope of peaked roof, will be only allowed with Master Developers and/or its Assignees approval.

Roof signs will only be allowed on retail oriented user buildings where the architecture theme and structures provides for an appropriate application.

4.5 Shingle/Arcade Signs

Retail and/or main-street type of developments may have shingle/arcade signs that advertise a business and help identify its entry for customers along covered pedestrian walkways.

Each business will be allowed one (1) shingle/arcade sign at each patron entry point.

Signs will be mounted under an arcade, canopy or awning depending upon the architectural design.

Signs will be limited to six (6) square feet and the lowest point must be mounted a minimum of eighty (80) inches above grade.

Signs may have graphics on both sides so as to allow its reading from either direction. These signs do not count against tenant's signage allotment.

4.6 Window Signage/Graphics

Window signs shall not exceed thirty percent (30%) of each window area located on the ground floor of a building. Window areas separated by muntins or mullions shall be considered as one continuous windowpane.

Window signage intent should be to augment the display of merchandise, and be scaled proportionately to the architecture and the physical window opening.

Incidental signage for suite identification, use of credit/debit cards, hours of operation etc., may be included within this area

Window Signage/Graphics shall not count against the tenant's building signage allotment.

5. Temporary Signs

A Temporary Sign Package demonstrating all proposed temporary signs shall be submitted to the Master Developer and/or its Assignee for review and approval prior to any such signs being fabricated and installed on the site.

All temporary signs may be externally illuminated.

5.1 Freeway Project Land Sales Signs

Site, sale and lease information along the Loop 101/Agua Fria Freeway for *Sheely Center* information. These signs are controlled exclusively by the Master Developer and/or its Assignee for use in sales and marketing of development parcels.

One (1) sign per parcel.

5.2 On Site Individual Parcel Sales Signs

Site, sale and lease information within and along perimeter and interior roadways.

For parcels with less than twelve (12) acres, one sign per street frontage;

For parcels with twelve (12) acres or more, additional square footage and height is allowed per Section D, Sign Matrices.

5.3 Construction Information Signs

On site information and safety signage as required by the City and/or contractor. Such signs may use reflective vinyl to aid in the transference of safety and site information.

For parcels with less than twelve (12) acres, one sign per construction traffic entry.

For Parcels with twelve (12) acres or more, two (2) signs per construction traffic entry.

5.4 Construction Trailer Graphics

On site identification, phone number and information of the site's developer/contractor. Such information may cover up to fifty (50) percent of the trailer's walls upon review and approval of the Master Developer and/or its Assignee.

Additional printed or painted graphics may cover the entire trailer upon review and approval of the Master Developer and/or its Assignee.

5.5 Construction Directional Signs

On site directional and information during construction. Such signs may use reflective vinyl to aid in the transference of directional and site information.

Signs shall be no bigger than sixteen (16) square feet in area.

5.6 Construction Fence Screening Graphics

Project information applied/attached to construction fence. Such signs may include project graphics and lease/sale contact information.

Fence screening may encompass the entire construction fence.

Fence screening may be flexible material if applied to chain link, or solid material if applied to solid surfaces.

5.7 Banners

Standards - All Signs for grand openings or temporary business identification while awaiting permanent signage, pennants, streamers or other such devices shall be subject to the following safety standards and requirements:

Banners shall be attached to a solid structure in a secure manner.

Banners shall have a minimum clearance of eight (8) feet above grade when placed above an area open for the common or general use of the public.

Banners shall be vented as required to ensure they will withstand wind pressure from any direction applied to the projected exposed area.

Banners shall not project above the roof line.

a) Temporary Events

Such signs shall be erected no more than two (2) days prior to the event and shall be removed no more than one (1) day after the event. Total duration of use for such signs not to exceed five (5) days.

Such signs are limited to no more than four (4) events at any one (1) single site in a calendar year.

b) Grand Openings/Business Identification

Temporary business identification is limited to one (1) sign per street front.

Such signs shall be erected for a period not to exceed thirty (30) days.

Permits for grand openings shall be issued only if a valid building permit for construction or alteration of the building or suite for that location has been issued, or a valid application for a certificate of occupancy has been made for the address in question.

c) Parking Lot Banners/Graphics

Banners and graphics throughout the year can be seasonal and or tenant oriented without a time limit.

5.8 Inflatables

Primarily used in retail applications, these signs are oriented for on-site to advertise temporary events, specialty vendor promotions. Inflatables shall be:

Equipped with a rapid deflation device.

Located in a manner that does not block or make inoperable doors, vents, emergency access windows or other openings serving occupants of a building.

Restrained, attached, or held in place by a cord, rope, cable or other tethering method to the ground that is engineered to be sound.

Inflatables shall not extend into or over the rights-of-way or be located on rooftops.

No floating or flying type of inflatables, or helium filled over a five-hundred (500) square feet will be allowed.

Total duration of use for such signs not to exceed five (5) days.

Inflatables shall not be erected without expressed approval of the Master Developer and/or its Assignee.

5.9 Projected Signs/Graphics (light created)

These signs are oriented on-site to advertise temporary events, specialty vendor promotions.

Total duration of use for such signs not to exceed five (5) days.

Illumination may be innovative and incorporate a variety of lighting types, such as neon tubes, fiber optics, incandescent lamps, LEDs, cathode ray tubes, shielded spotlights, and wall washes or similar techniques.

D. Sign Matrices

E. Design, Color & Material Palettes

All signs for both the project identification and tenants/land owners within *Sheely Center* are required to comply with these guidelines and must have approval of the Architectural Review Committee, the Master Developer and/or its Assignee, and permits issued by the City of Phoenix prior to fabrication and installation. Signs that are not specifically mentioned in these guidelines or within the City Sign Code, Section 705, are not allowed. Signs that are not in compliance will be removed at the owner's expense.

Sheely Center Signage -

The permanent identification signs for *Sheely Center* relate to the planned architectural concepts and design guidelines previously established.

The project's primary identification are freeway pylons which are tall, double-faced signs with a vertically mounted *Sheely Center* logotype. These signs create a strong design element that identifies the project boundaries along the freeway which is the project's primary exposure to traffic and thus accessibility.

Primary and Secondary Project Identification Monuments are horizontal, multi-layered and made of flagstone, stone and stone veneers, metal and concrete with pan-channel *Sheely Center* logotype. The horizontal signs are designed to complement the landscaping, creating an overall composition between the man-made and natural elements of the site. These signs define the entries to the site and are the public's greeting to the site.

To suggest architectural massing, all signs within the overall project shall be multi-layered, and composed of various materials that may include aluminum, stone veneers, CMU, exposed aggregate concrete, etc.

Contrasting shapes should be placed against should be placed against each other to provide visual interest and break up large sign expanses.

Tenant Signage

Freestanding tenant monuments, directionals and other site related signs should reflect the individual architectural style, color and material palettes of its project. These signs must also related to the overall character of *Sheely Center* in being multi-layered and dimensional, with varying forms to create strong design elements whether they are single user or multiple tenant signs. Horizontal signs within adequate ground space that are integrated with the landscaping are encouraged where appropriate to provide additional continuity with the project.

Materials shall complement the site and building architecture, in appropriate applications for the materials' use. It is highly encouraged to incorporate stone and/or stone veneers into signage bases when it is used on the building.

Color Palettes - (Applies to all permanent and temporary freestanding signs)

Colors for individual projects within *Sheely Center* are highly recommended to utilize similar deep tonal hues and colors as they will provide continuity to the already established style and quality of the overall project.

The Master Developer and/or its Assignee shall approve all designs, colors and material palettes for proposed signage programs throughout the development. No color shall be overly bright, fluorescent or "safety-signage" colored which may conflict with traffic regulation type signage.

Section D, Sign Matrix

#	Sign Type	Function	Location	Qty	Max Height	Max Sign Area	Illumination	Materials	Notes
1 - PROJECT MONUMENTS									
1.1	Project Identity Landmark (Freeway)	Freeway project identification. Tenant identification and on-site advertising	Loop 101/Agua Fria Freeway - 1000 foot separation	Two (2)	70'-0"	Twelve-hundred (1200) square feet overall. Six-hundred-seventy-two (672) may be for electronic message panels.	May include: fluorescent, incandescent, LED and/or neon, and electronic message panels	May include: Steel framework, aluminum skin, pan-channel & reverse pan-channel letters & graphics. Stucco and/or stone base.	Off-premise sign messages are not allowed as part of a Project Identity Landmark sign, but are permitted under 1.3 below.
1.2	Freeway Parcel Identification Pylon	Freeway project & tenant identification.	Parcels w/ five-hundred (500) feet of fwy frontage adjacent to Loop 101/Agua Fria Fwy	One (1) per qualified parcel	54'-0"	Four-hundred (400) square feet overall.	May include: fluorescent, incandescent, LED and/or neon	May include: Steel framework, aluminum skin, pan-channel & reverse pan-channel letters & graphics. Stucco and/or stone base.	Up to four (4) tenant panels per sign face.
1.3	Off-Premise Advertising Sign (Freeway)	Message panels for on and off-site site advertising	Loop 101/Agua Fria Freeway - 1000 foot separation both within Sheely Center and to the closet already approved Off-Premise Advertising sign to the north in Algodon PUD	Four (4) Double-faced	70'-0"	Six-hundred-seventy-two (672) s.f. overall per face plus an additional One-hundred-thirty-four (134) s.f. for embellishments for each side of double sided signs.	May include: fluorescent, incandescent, LED and/or neon, and electronic message panels or future technologies	May include: Steel framework, aluminum skin, fabric sign faces, pan-channel & reverse pan-channel letters & graphics. Stucco and/or stone base.	These signs shall comply with the regulations currently set forth in Section 705.2, except as otherwise indicated in illumination standards.
1.4	Primary Project Identification Monument	Surface street identification of project.	Primary entries on McDowell Road, Thomas Road and 99th Avenue.		15'-0"	One-hundred and fifty (150) square feet	May include: fluorescent, incandescent, LED and/or neon	May include: Steel framework, aluminum skin, pan-channel & reverse pan-channel letters & graphics. Stone base.	Secondary modifiers may be used on these signs. Parcels with fifty (50) or more acres are allowed to use their corporate identity with "Sheely Center" as a secondary message, with the Master Developer's and/or its Assignee's approval.
1.5	Secondary Project Identification Monument	Surface street identification of project.	Secondary entry points along project perimeter.		9'-0"	One-hundred (100) square feet	May include: fluorescent, incandescent, LED and/or neon	May include: Steel framework, aluminum skin, pan-channel & reverse pan-channel letters & graphics. Stone base.	

Section D, Sign Matrix

#	Sign Type	Function	Location	Qty	Max Height	Max Sign Area	illumination	Materials	Notes
1.6	Project Directional/Directory Signs	Provide vehicular & pedestrian directional information throughout the project	Throughout project at key decision points.		8'-0"	Forty (40) square feet	May include: fluorescent, incandescent, LED and/or indirect illumination.	May include: Steel, aluminum, vinyl.	Developments fifty (50) acres or more may also have private street signs.
1.7	Master Developer Project Banners	Provide color, seasonal graphics & developer/project identity & promotions.	Throughout project.	Two (2) per light pole.	6'-0"	Eighteen (18) square feet	None	May include: vinyl, nylon, or other durable fabrics with silk-screened, painted, printed, vinyl or other semi-permanent graphic applications.	Integrated into roadway light standards within the City rights of way. Minimum nine (9) foot clearance to adjacent grade.
2 - PARCEL/TENANT IDENTIFICATION SIGNAGE									
2.1	Freestanding Parcel Identification (<12 Acres)	Identify parcel and up to nine (9) tenants within.	Along parcel frontage		16'-0"	One-hundred and ten (110) square feet	Internal	May include: Steel framework, aluminum skin, pan-channel & reverse pan-channel letters & graphics. Stucco and/or stone base.	
2.2	Freestanding Parcel Identification (12 to <50 Acres)	Identify parcel and up to nine (9) tenants within.	Along parcel frontage		(primary) 20'-0" (secondary) 16'-0"	(primary) One-hundred and fifty (150) square feet (secondary) One-hundred and ten (110) square feet	Internal	May include: Steel framework, aluminum skin, pan-channel & reverse pan-channel letters & graphics. Stucco and/or stone base.	Per street: One (1) primary or two (2) secondary signs for each three-hundred (300) feet of frontage.
2.3	Freestanding Parcel Identification (>50 Acres)	Identify parcel and up to nine (9) tenants within.	Along parcel frontage		(primary) 35'-0" (secondary) 25'-0"	(primary) two-hundred twenty-five (225) square feet, (secondary) One-hundred and seventy-five (175) square feet	Internal	May include: Steel framework, aluminum skin, pan-channel & reverse pan-channel letters & graphics. Stucco and/or stone base.	Per street: One (1) primary or two (2) secondary signs for each three-hundred (300) feet of frontage.
2.4	Freestanding Parcel, Public/Quasi-Public/Institutional	Identification of the parcel/building or two (2) occupants.	Along parcel frontage		8'-0"	Eighty (80) square feet	Internal and/or external	May include: Steel framework, aluminum skin, pan-channel & reverse pan-channel letters & graphics. Stucco and/or stone base.	
2.5	Menu Boards (All uses)	Menu board for drive-in users for order taking at drive-throughs	Oriented to drive-thru traffic	Two (2) per lane	(Menu board) 8'-0" (Speaker) 6'-0"	Eighty (80) square feet (if combined), Thirty-six (36) square feet (if separate components)	Internal	May include: Steel, aluminum, vinyl, acrylic, polycarbonate	

Section D, Sign Matrix

#	Sign Type	Function	Location	Qty	Max Height	Max Sign Area	Illumination	Materials	Notes
2.7	Electronic Message Panels (All Uses)	Changeable information easily updatable	Sign types 1.1, 1.2, 2.1, 2.2, 2.3	One (1) per sign face	Per signage criteria for each sign type	Sign types 1.1 & 1.2: Six-hundred-seventy-two (672) square feet. Sign types 2.1, 2.2 & 2.3: One hundred (100) square feet. Counts against total allowed square footage.	Internal	Current technology	
3-Office/Commercial Tenant									
3.1a	Wall Signs Below Fifty-Six (56) Feet	Building/Tenant identification w/freeway frontage	Buildings, parking structures or other facilities.	One per tenant or approved sign package	Per approved sign package	Two (2) square feet for each one lineal foot.	Internal, external and/or halo and/or any combination thereof.	Aluminum, acrylic, polycarbonate	Individual letters and/or custom cabinets
3.1b	Wall Signs Below Fifty-Six (56) Feet	Building/Tenant identification, non-freeway frontage	1-3 story building: One (1) floor designation 3-5 story building: One (1) lower floor and top floor designation Within designated areas on the elevation to accommodate multiple tenant applications.	One per tenant or approved sign package	Per approved sign package	One and one half (1 1/2) square feet for each one (1) lineal foot.	Internal, external and/or halo and/or any combination thereof.	Aluminum, acrylic, polycarbonate	Individual letters and/or custom cabinets
3.1c	Wall Signs Below Fifty-Six (56) Feet	Retail Tenant identification	Per approved sign package, all elevations visible to vehicular traffic	One per tenant or approved sign package	Per approved sign package	One and one half (1 1/2) square feet for each one (1) lineal foot, or fifty (50) square feet, whichever is more. Not to exceed eighty (80) percent of building elevation width.	Internal, external and/or halo and/or any combination thereof.	Aluminum, acrylic, polycarbonate	Individual letters and/or custom cabinets
3.2	Wall Signs Fifty-Six (56) Feet or Above	Building/Tenant identification within multi-story buildings	Buildings, parking structures or other facilities with freeway frontage/visible elevations	Two (2) tenants per building w/four (4) signs	Top ten (10) percent of wall	Not to exceed one (1) percent of overall sign elevation. Not to exceed eighty (80) percent of building elevation width. Shall not count against sign allowance below fifty-six (56) feet.	Internal, external and/or halo and/or any combination thereof.	Aluminum, acrylic, polycarbonate	Individual letters and/or custom cabinets

Section D, Sign Matrix

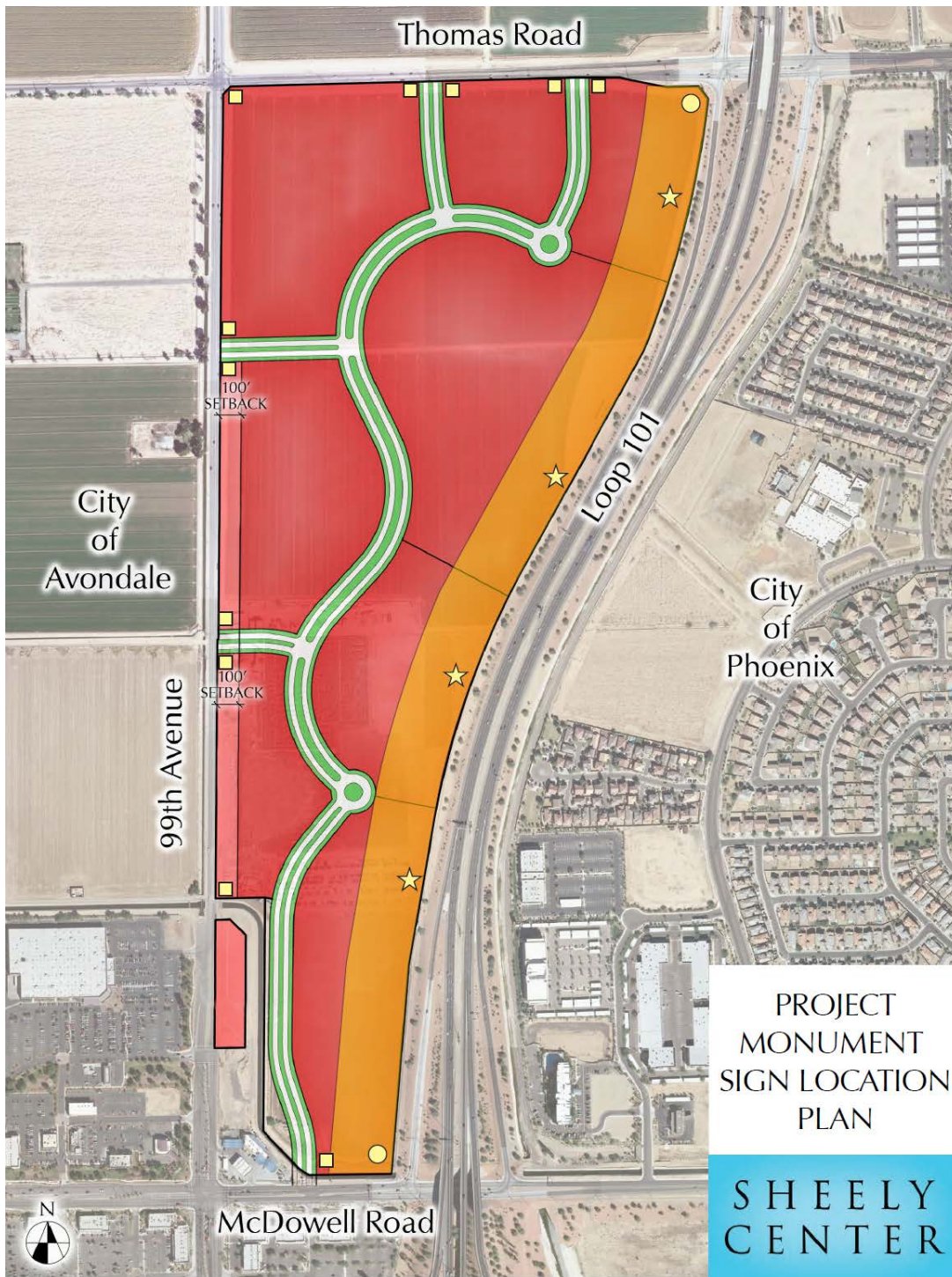
#	Sign Type	Function	Location	Qty	Max Height	Max Sign Area	Illumination	Materials	Notes
4 - Retail Tenant									
4.1	Projecting Signs (Flag Mounted)	Tenant identification	Perpendicular to storefronts within a leased retail tenant space	One (1) per tenant frontage	Shall not break building silhouette more than fifteen (15) percent of overall elevation height	Limited to tenant's overall square footage allocation	Internal, external and/or halo and/or any combination thereof.	Aluminum, acrylic, polycarbonate	Shall not extend from wall more than six (6) feet. Shall have a minimum of nine (9) feet above grade
4.2	Awning/Canopy Signs	Tenant identification	All surfaces of awnings.	One (1) per window		Shall not exceed more than fifty (50) percent of all surfaces	Internal and/or external	May include: vinyl, nylon, or other durable fabrics with silk-screened, painted, printed, vinyl or other semi-permanent graphic applications.	Shall have a minimum of nine (9) feet above grade
4.3	Custom Cabinets	Tenant identification	Tenant leased areas for all elevations w/visibility to vehicular traffic	One (1) per tenant frontage	N/A	Limited to tenant's overall square footage allocation	Internal, external and/or halo and/or any combination thereof.	May include: Steel, aluminum, vinyl, acrylic, polycarbonate	
4.4	Roof Signs	Tenant identification	Above roof line or slope of peaked roof per approved sign package	Per approved sign package	Proportional to the building architecture	One (1) square foot per lineal building frontage	External	May include: Steel framework, aluminum skin, pan-channel & reverse pan-channel letters & graphics.	
4.5	Shingle/Arcade Signs	Tenant identification	Patron entry point	One (1) per retail tenant entry	Minimum eighty (80) inches above finished grade	Six (6) square feet	Internal and/or external	May include: Steel, aluminum, vinyl, acrylic, polycarbonate	
4.6	Window Signage/Graphics	Tenant identification	Windows on storefront elevations	Each tenant elevation window	Within window area	Not to exceed thirty (30) percent of each window. Shall not count against tenant's sign allowance	None	Vinyl, paint	

Section D, Sign Matrix

#	Sign Type	Function	Location	Qty	Max Height	Max Sign Area	Illumination	Materials	Notes
5.1	Freeway Project Land Sales Signs	Freeway parcel land sales for Master Developer	Freeway parcels w/twenty-five (25) acres or greater	One (1) per qualified parcel	35'-0"	Three hundred and eighty-five (385) square feet	External	May include: Steel framework, aluminum faces w/paint and/or vinyl copy. (Option: fabricate out of wood based on	
5.2a	On Site Individual Parcel Sales Signs (<12 acres)	After construction start, parcel land sales for Master Developer	Individual parcels less than twelve (12) acres	One (1) per street	10'-0"	Eighty (80) square feet	External	May include: Steel framework, aluminum faces w/paint and/or vinyl copy. (Option: fabricate out of wood based on lifespan requirements)	
5.2b	On Site Individual Parcel Sales Sign (12 acres or more)	After construction start, parcel land sales for Master Developer	Individual parcels twelve (12) acres or greater	One (1) per street	16'-0"	One-hundred and sixty (160) square feet	External	May include: Steel framework, aluminum faces w/paint and/or vinyl copy. (Option: fabricate out of wood based on lifespan requirements)	
5.3a	Construction Information Signs (<12 acres)	Construction Information for the site.	Individual parcels less than twelve (12) acres	One (1) per site entry	6'-0"	Forty-eight (48) square feet	None	MDF, MDO plywood, paint and/or vinyl graphics.	Use of banners is prohibited
5.3b	Construction Information Signs (12 acres or more)	Construction Information for the site.	Individual parcels twelve (12) acres or greater	One (1) per site entry	12'-0"	Ninety-six (96) square feet	None	MDF, MDO plywood, paint and/or vinyl graphics.	Use of banners is prohibited
5.4	Construction Trailer Graphics	Site name, name & contact information of contractor(s) of site	May appear on elevations of each on-site trailer	One (1) per trailer elevation. Maximum of two (2)	Height of trailer	Up to fifty (50) percent of trailer elevation.	External	Paint, vinyl	Use of banners is prohibited
5.5	Construction Directional Signs	Site directional signs during construction	As needed throughout site	As required	6'-0"	Sixteen (16) square feet	None	MDF, MDO plywood, paint and/or vinyl graphics.	Use of banners is prohibited
5.6	Construction Fence Screening Graphics	Site information applied to construction fence	Perimeter of site	As required	Height of fence	None	None	Printed vinyl and/or mesh, applied to chain link and/or hard surface screen fence	

Section D, Sign Matrix

#	Sign Type	Function	Location	Qty	Max Height	Max Sign Area	Illumination	Materials	Notes
5.8	Inflatables	Temporary thematic attention devices for specialized events	Within tenant parcel	One (1) per event	No higher than building height	Five-hundred (500) square feet	Indirect	Nylon, vinyl, printed and/or painted graphics	Must include rapid deflation capability
5.9	Projected Signs and Graphics (Light created)	Special promotions, events and marketing advertisements	Within tenant parcel onto tenant building. No spillage to other structures or to open sky unless a searchlight application is granted	TBD	No higher than building height	Not to exceed building elevation	Direct	Current technology	



- 1.1 Project Identity Landmark
- 1.2 Freeway Parcel Identification Pylon (Located within Orange field)
- 1.3 Off Premise Advertising Structure
- 1.4 Primary Project Identification Monument
- 1.5 Secondary Project Identification Monument (Not Shown)
- 1.6 Project Directional/Directory (Not Shown)
- 1.7 Master Developer Project Banners (Not Shown)

K. SUSTAINABILITY

The purpose of this section is to identify sustainability standards that are measurable and enforceable by the City and identify practices or techniques for which the property owner/developer will be responsible that are integral to this unique project.

The purpose of this section is to promote fair, comprehensive and enforceable regulations that will create a positive sustainable environment for *Sheely Center*. Providing for a sustainable plant environment is important to the developers of *Sheely Center*. Over the last several years the interest in sustainable design has grown exponentially. The emergence of the US Green Building Council and its LEED rating system has ushered in unprecedented demand for sustainable projects. *Sheely Center* has derived many of the following standards from the LEED program. The overall objectives are set forth below:

City Enforceable Standards:

- Develop a shading program where 50% of key pedestrian paths will receive relief from the sun at noon on the summer solstice. See the Development Standards section for greater clarification of shading.
- As the project develops out a minimum of total required vehicle parking spots, in designated locations, shall be reserved for “Alternative fuel” vehicles (defined as vehicles that are powered with Natural Gas, Electric or Hybrids).

Practices highly encouraged by the Developer: While not a mandatory requirement the following development practices are considered desirable and should be pursued where practicable:

- Provide Water Efficient Landscaping (drought tolerant plants).
- Low water usage plumbing fixtures in the commercial retail units.
- Low ‘e’ double pane windows.
- Recycling program for residences and commercial users. Set up system for collection of recyclable materials.
- Reduce “Heat Island” with light colored roofs to provide a minimum roof SRI (Solar Reflectance Index) rating of 78 for all low sloped roofs.
- Use ASHRAE 90.1 standards for building systems.
- Lighting Types:
 - Tungsten, halogen and mercury vapor lamp sources over 70 watts and incandescent sources over 150 watts should be fully shielded from beyond any property boundaries.

- The buildings' HVAC systems should be designed to eliminate the usage of CFC's and CFC based refrigerants.
- Green roofs: roof gardens and plantings can contribute to reducing heat absorption into a building envelope.
- Using water based adhesives on all VCT and Vinyl flooring to minimize VOC off gassing.

L. INFRASTRUCTURE

Transportation:

Sheely Center is located at a major intersection of two significant arterials; Thomas Road and McDowell Road. When combined with freeway access, this development is very accessible for the general public and potential residents. Great accessibility will prove to be an asset to the success of *Sheely Center*. There is no known grading and drainage, or City water/sewer issues at this point.

A traffic statement will be submitted for review under separate cover. Detailed traffic studies will be performed at the time of site plan or master plan review through the City.

Grading and Drainage:

Will be submitted as part of the Development Service Department Site Plan submittal.

Water and Waste Water:

Water and wastewater infrastructure requirements will be determined at the time of the site plan or master plan review, when the final land-uses and urban design of the property in question have been clearly identified and proposed water demands and wastewater generation and infrastructure locations have been clearly established. The project site may be served by the existing City of Phoenix water and wastewater systems pending capacity review and approval. Infrastructure improvements may be required to provide service. The improvements will be designed and constructed in accordance with City Code requirements and Water Service Department Design Standards, and Policies.

M. PHASING PLAN

As with any project of this size, *Sheely Center PUD* will be phased in over a period of time. Forecasting the pace and composition of phases is a difficult proposition. Market conditions will dictate which portions of the development will be developed first. Therefore, development will occur depending upon timing of the ultimate end users, market conditions, and available financing. The improvements will be designed and constructed in accordance with City's Planning & Development Services Department review and requirements. However, any internal parcel being developed will provide sufficient ingress/egress to and from the surrounding street network.

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SHEELY CENTER
PHOENIX, ARIZONA
BIRDSEYE PERSPECTIVE

GREEY | PICKETT
landscape architecture | *community design*

EXHIBIT 13



SHEELY CENTER
PHOENIX, ARIZONA
CONCEPTUAL SITE PLAN



EXHIBIT 14



MID-RISE

SHEELY CENTER PHOENIX, ARIZONA ARCHITECTURAL CHARACTER

GREY PICKETT
landscape architecture | community design

EXHIBIT 16



HIGH-RISE



SHEELY CENTER PHOENIX, ARIZONA ARCHITECTURAL CHARACTER

EXHIBIT 17

Exhibit 18 – Legal Description

THAT PART OF PARCELS 1, 2 AND 3 LYING WEST OF THE WESTERLY LINE OF THAT PROPERTY CONVEYED TO THE STATE OF ARIZONA BY DEED RECORDED JULY 31, 1998 IN 98-663064 AND NORTH OF THE NORTH RIGHT-OF-WAY LINE OF THE ROOSEVELT IRRIGATION DISTRICT MAIN CANAL.

PARCEL NO. 1:

THE NORTHWEST QUARTER OF SECTION 33, TOWNSHIP 2 NORTH, RANGE 1 EAST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA:

EXCEPT THE NORTH 33 FEET AND THE WEST 70 FEET; AND

EXCEPT A TRIANGULAR SHAPED PARCEL OF LAND DESCRIBED AS BEGINNING AT THE POINT OF INTERSECTION OF THE SOUTH LINE OF THE NORTH 200.00 FEET AND THE EAST LINE OF THE WEST 70 FEET OF SAID NORTHWEST QUARTER OF SAID SECTION 33;

THENCE EASTERLY 5 FEET ALONG SAID SOUTHERLY LINE OF THE NORTH 200.00 FEET TO A POINT;

THENCE IN A SOUTH-SOUTHWESTERLY DIRECTION TO A POINT ON THE EAST LINE OF THE WEST 70 FEET THAT IS 600.00 FEET SOUTHERLY FROM SAID POINT OF INTERSECTION;

THENCE NORTHERLY TO SAID POINT OF INTERSECTION; AND

EXCEPT A PARCEL DESCRIBED AS FOLLOWS:

BEGINNING AT THE POINT OF INTERSECTION OF THE SOUTH LINE OF THE NORTH 33 FEET AND THE EAST LINE OF THE WEST 75 FEET OF SAID NORTHWEST QUARTER OF SAID SECTION 33;

THENCE EASTERLY 35 FEET ALONG SAID SOUTH LINE OF THE NORTH 33 FEET TO A POINT;

THENCE IN A SOUTHWESTERLY DIRECTION TO A POINT ON SAID EAST LINE OF THE WEST 75 FEET THAT IS 35 FEET SOUTHERLY FROM SAID POINT OF INTERSECTION;

THENCE NORTHERLY TO SAID POINT OF INTERSECTION; AND

EXCEPT THE EAST 5 FEET OF THE WEST 75 FEET OF THE SOUTH 167.00 FEET OF THE NORTH 200.00 FEET OF SAID SECTION 33.

PARCEL NO. 2:

THE NORTH HALF OF THE SOUTHWEST QUARTER OF SECTION 33, TOWNSHIP 2 NORTH, RANGE 1 EAST OF THE GIL ANAD SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA;

EXCEPT THE SOUTH 100 FEET OF THE WEST 298.72 FEET OF THE SOUTHWEST QUARTER OF THE NORTHWEST QUARTER OF THE SOUTHWEST QUARTER OF SAID SECTION 33, AS CONVEYED TO THE ROOSEVELT IRRIGATION DISTRICT, BY THAT CERTAIN DEED RECORDED IN BOOK 218 OF DEEDS, PAGE 366, RECORDS OF MARICOPA COUNTY, ARIZONA; AND INSTRUMENT 84-3648; AND

EXCEPT RIGHT OF WAY FOR DITCH EXTENDING FROM NORTH TO SOUTH BOUNDARIES OF THE SOUTHWEST QUARTER OF SAID SECTION 33; ALONG AND IMMEDIATELY WEST OF THE EAST LINE THEREOF AS CONVEYED TO UNITED STATES OF AMERICA BY THAT CERTAIN DEED RECORDED IN BOOK 175 OF DEEDS, PAGE 429, RECORDS OF MARICOPA COUNTY, ARIZONA, AND

EXCEPT THE WEST 65 FEET.

PARCEL NO. 3:

PART OF THE SOUTH HALF OF THE SOUTHWEST QUARTER OF SECTION 33, TOWNSHIP 2 NORTH, RANGE 1 EAST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT FROM WHICH THE NORTHWEST CORNER OF THE SOUTH HALF OF THE SOUTHWEST QUARTER OF SAID SECTION 33 BEARS SOUTH 88 DEGREES 48 MINUTES 30 SECONDS WEST 120 FEET;

THENCE SOUTH 0 DEGREES 11 MINUTES WEST 367.70 FEET;

THENCE SOUTH 44 DEGREEES 36 MINUTES EAST 189.60 FEET;

THENCE SOUTH 27 DEGREES 23 MINUTES EAST 88.90 FEET;

THENCE SOUTH 0 DEGREES 01 MINUTES EAST 416.71 FEET;

THENCE SOUTH 44 DEGREES 18 MINUTES EAST 246.60 FEET;

THENCE SOUTH 56 DEGREES 58 MINUTES EAST 54.85 FEET;

THENCE NORTH 89 DEGREES 00 MINUTES EAST 2070.23 FEET;

THENCE NORTH 0 DEGREES 12 MINUTES EAST 50 FEET;

THENCE NORTH 89 DEGREES 00 MINUTES EAST 60 FEET (FROM WHICH POINT THE SOUTH QUARTER CORNER OF SAID SECTION 33 BEARS SOUTH 0 DEGREES 12 MINUTES WEST 160 FEET);

THENCE NORTH 0 DEGREES 12 MINUTES EAST ALONG THE MIDSECTION LINE OF SAID SECTION 33, A DISTANCE OF 1170 FEET TO NORTHEAST CORNER OF THE SOUTH HALF OF THE SOUTHWEST QUARTER OF SAID SECTION 33;

THENCE SOUTH 88 DEGREES 48 MINUTES 30 SECONDS WEST ALONG THE NORTH LINE OF THE SOUTH HALF OF THE SOUTHWEST QUARTER OF SAID SECTION 33 A DISTANCE OF 2525.89 FEET TO THE PLACE OF BEGINNING;

EXCEPT RIGHT OF WAY FOR DITCH LYING IMMEDIATELY WEST OF THE EAST LINE CONVEYED TO UNITED STATES OF AMERICA BY DEED RECORDED IN BOOK 175 OF DEEDS, PAGE 429, RECORDS OF MARICOPA COUNTY, ARIZONA; AND

EXCEPT THE EAST 90 FEET OF THE WEST 298.72 FEET OF THE SOUTH HALF OF THE SOUTHWEST QUARTER OF SAID SECTION 33, LYING NORTH OF THE NORTHEASTERLY RIGHT-OF-WAY LINE OF THE ROOSEVELT IRRIGATION DISTRICT MAIN CANAL;

ALSO BEGINNING AT THE POINT OF INTERSECTION OF THE EAST LINE OF THE WEST 208.72 FEET AND THE NORTH LINE OF SAID SOUTH HALF OF THE SOUTHWEST QUARTER OF SECTION 33;

THENCE WEST 75 FEET ALONG SAID NORTH LINE OF SAID SOUTH HALF OF THE SOUTHWEST QUARTER; 75 FEET TO A POINT;

THENCE WEST 75 FEET ALONG SAID NORTH LINE OF SAID SOUTH HALF OF THE SOUTHWEST QUARTER, 75 FEET TO A POINT;

THENCE IN A SOUTHEASTERLY DIRECTION TO A POINT ON SAID EAST LINE OF THE WEST 208.72 FEET THAT IS 75 FEET SOUTHERLY FROM SAID POINT OF INTERSECTION;

THENCE NORTHERLY TO THE POINT OF INTERSECTION.

PARCEL NO. 4:

THOSE PORTIONS OF THE SOUTH ONE-HALF OF THE SOUTHWEST ONE-QUARTER (S $\frac{1}{2}$ OF SW $\frac{1}{4}$) OF SECTION THIRTY-THREE (33), TOWNSHIP TWO (2) NORTH,

RANGE ONE (1) EAST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA, DESCRIBED AS FOLLOWS:

PARCEL A:

THAT PART OF THE WEST 208.72 FEET OF THE SOUTH ONE-HALF OF THE SOUTHWEST ONE QUARTER ($S\frac{1}{2}$ OF $SW\frac{1}{4}$) OF SAID SECTION 33, LYING WITHIN A STRIP OF LAND NINETY (90) FEET WIDE ON A CENTER LINE DESCRIBED AS FOLLOWS:

USING AS A BASE THE SOUTH ONE-HALF ($S\frac{1}{2}$) OF THE WEST LINE OF SECTION THIRTY-THREE (33), TOWNSHIP TWO (2) NORTH, RANGE ONE (1) EAST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, WITH AN ASSUMED BEARING OF NORTH 0'04' EAST;

BEGINNING AT A POINT 256.9 FEET EAST OF AND 308.7 FEET NORTH OF THE SOUTHWEST CORNER OF SAID SECTION 33, AND RUNNING THENCE NORTH 0'06' WEST 453.7 FEET TO A POINT;

THENCE NORTH 45'06' WEST 247.6 FEET TO A POINT;

THENCE PARALLEL TO AND 78.0 FEET EAST OF THE WEST LINE OF SAID SECTION 33, NORTH 0'04 EAST 476.0 FEET;

EXCEPT THE WEST SIXTY-FIVE (65) FEET OF SAID SECTION 33.

PARCEL B:

THAT PART OF THE WEST 208.72 FEET OF THE SOUTH ONE-HALF OF THE SOUTHWEST ONE-QUARTER ($S\frac{1}{2}$ OF $SW\frac{1}{4}$) OF SAID SECTION 33, LYING NORTH OF THE NORTH LINE OF THE SOUTH 717.44 FEET OF SAID SECTION 33 AND WEST OF PARCEL A AS DESCRIBED ABOVE:

EXCEPT THE WEST SIXTY-FIVE (65) FEET OF SAID SECTION 33.

Exhibit 19**705.2 Off-Premise Signs.****A. Location Restrictions.**

1. Off-premise structures shall be located only in A-1 or A-2 districts and shall be located only on arterial streets as designated on the Street Classification Map or located within 300 feet of the right-of-way and oriented to the following permitted freeways:
 - a. Interstate 17;
 - b. Interstate 10;
 - c. Inner SR (LOOP) 202;
 - d. SR 143;
 - e. The Western SR (LOOP) 101 to Camelback Road;
 - f. Off-premise signs are a prohibited use on all other existing and future freeways within the City limits and shall not be reoriented to obtain freeway visibility.
2. Off-premise structures may also be located in a Planned Unit Development (PUD) when oriented and within 300 feet of a freeway as identified in Section 705.2.A.1. Off-premise advertising structures located in a PUD must comply with all standards in Section 705.2 and the PUD must have a minimum of 20 acres.
3. No off-premise structure shall be erected within the following locations:
 - a. In or within 2,000 feet of the boundaries of the Phoenix or South Mountain preserves.
 - b. In any historic preservation district.
 - c. Within any scenic corridor zoning overlay or drive adopted by the City of Phoenix.
 - d. Any arterial street where the sign face is oriented to a freeway not specified in Section 705.2.A.1.
4. Any off-premise structure erected within the following locations shall require a use permit:
 - a. Within 500 feet of the boundary of any historic preservation district.
 - b. In or within 250 feet of a special planning district or neighborhood conservation district.
 - c. In addition to the provisions of Section 307, findings of approval shall include:
 - (1) Compatibility with existing, special planning district plans, neighborhood conservation district plans or historic preservation district plans;
 - (2) Relation to public open areas and parks;
 - (3) Relation to significant public views or vistas;
 - (4) Impact to adjacent residential uses.
5. With the exception of residential uses within a planned unit development (PUD) no part of any off-premise structure may be located closer than 500 feet from a residential district and residential use. A vacant residentially zoned lot shall be treated as a residential use. This setback may be reduced subject to obtaining a use permit pursuant to Section 307 and a demonstration that there are visual or physical barriers that mitigate the impacts of the proposed off-premise advertising structure to the residential use.

B. Setbacks/Spacing/Height/Area.

1. With the exception of freeway signs which require no setback, all off-premise structures shall maintain a setback of a minimum of 25 feet from all property lines adjacent to public right(s)-of-way.
2. Spacing standards for off-premise structures shall be 1,000 feet from one structure to another. Measurement shall be from the vertical edge of the sign face closest to the sign face of the structure to which is being measured.
3. The maximum square footage of permitted off-premise signs is as shown in the table below:

	Sign Face (Square Feet)	Embellishments	Total Maximum Area (Square Feet)
Poster	378 sq. ft.	20%	450 sq. ft.
Bulletin	672 sq. ft.	20%	785 sq. ft.

4. Heights for off-premise structures shall be as follows:
 - a. Maximum heights for off-premise structures shall be 48 feet in height.
 - b. Freeway signs may be increased up to 70 feet in height subject to meeting the standards of Section 307 for use permits in addition to the following:
 - (1) The additional height is necessary because of an elevated freeway, overpass, building or other physical obstruction that impedes sign face visibility;
 - (2) The additional height is the minimum height necessary to ensure sign face visibility.

C. Special Requirements for Off-Premise Signs.

1. Sign permits for off-premise structures shall conform to the general requirements for sign permits as established by Section 705.B except as provided herein and in Section 705.2.G.
 - a. If the application is for an off-premise sign and if the applicant is not the property owner, written authorization from the property owner to erect the proposed sign or a sworn statement that the applicant has written authorization from the property owner to erect the proposed sign, or a copy of an easement which is recorded with the County Recorder showing that the sign owner owns the easement under the sign, shall be attached to the application. Where there exist conflicting claims concerning authorization from the property owner, no permit shall be issued until the conflict is resolved by the applicants. When conflicting claims arise after the issuance of a permit but before work is commenced, the permit shall be suspended until the conflict is resolved by the parties.
2. There shall be no more than a total of two support columns for any off-premise sign.
3. Access ladders to maintenance platforms shall be constructed or maintained in such a position as not to project beyond a visual envelope established by structural elements or

projections of the sign face and trim to the ground as viewed from a plane parallel to the face of the sign.

4. Other than support columns, maintenance walkways, embellishments, ends, cross bracing, and tops or bottoms of parallel or V-shaped signs, no back braces, torque arms, stringers, panel attachments or similar structural elements or accessories shall be exposed. If not covered by a sign face, screening of such elements shall be colored similarly to the remaining portions of the signs.

5. A third face may be used to screen a V-shape sign so long as it conforms to the remaining provisions of this ordinance and so long as that face is oriented to an arterial street when used for advertising. The area of said face shall not be counted toward the maximum allowed area so long as each end is not farther than five feet from its adjacent face.

6. For the purpose of rotation of sign faces, an off-premise structure may be left exposed for a period of not more than 60 days.

7. Embellishments may extend not more than five and one-half feet above or below the horizontal edges and three feet beyond any vertical edge of the sign structure face area.

8. Off-premise signs shall not be erected upon the roof of any building, nor shall any sign be partially or totally supported by the roof or roof structure of any building.

9. No part of any sign structure, except the sign copy, shall be painted in an enamel or gloss paint, or a color with a reflectivity of more than 20 percent, or with a metallic color. In addition, hues of red, orange, yellow, or purple shall not be used.

10. Copy can be changed and non-structural maintenance can be done on a legal sign, bulletin board, off-premise sign, display encasement, or marquee. This also allows for copy changes utilizing interchangeable letters on signs designed for that purpose. Walls painted with sign copy shall require written notice of the proposed repainting be received by the Planning and Development Department at least three days prior to repainting the wall sign when more than 50 percent of the copy will be removed. Change on any sign when an increase in square footage occurs shall require a permit. The nonconforming status of a sign shall not be affected by the repainting.

D. Landscape.

1. Landscape.

a. Landscape shall be provided with the erection of an off-premise sign on any lot not occupied by permanent structures, outdoor uses or parking.

b. Landscape shall equal 48 square feet for each lineal foot of sign face to a maximum of 75 percent of the area of the lot. Where landscape is not available to be maintained due to

a lack of water, an alternative location may be used; alternately a decorative pole cover would satisfy the requirement.

c. The landscape shall be placed where there is the most community benefit and shall consist of one tree, five shrubs and ground cover of living plant materials for each 300 square feet of required landscape area, a plan for which shall be submitted in conjunction with the application for a permit in accordance with Section 705.D. Landscaped area shall be provided with a permanent watering system and all plant materials shall be maintained in a living condition.

E. Illumination/Digital Standards.

1. Off-premise signs may be internally illuminated, indirectly illuminated, or directly illuminated.
2. Intermittent or flashing illumination or animation may be permitted subject to a use permit. Automatic panel changes (trivision) are permitted.
3. Electronic message displays are permitted subject to obtaining a use permit in accordance with the provisions of Section 307 and satisfying the following conditions:
 - a. The sign copy image shall be static with no animation and with no flashing, blinking, or moving lights;
 - b. In the transition between copy changes, there shall be no sense of movement from one image to the next;
 - c. Network time shall be made available on the digital sign faces to the City of Phoenix for emergency messaging—messages to override all copy for one hour, then display for eight seconds in every minute as long as needed;
 - d. In the event of an electronic malfunction the sign shall be shut off until repairs have been made to restore the electronic messaging system;
 - e. The sign copy changes shall not occur more frequently than every eight seconds, unless otherwise specified by the Zoning Administrator;
 - f. Dimmer on sign shall be set in the evening hours (from sunset to 11:00 p.m.) not to exceed 300 nits for signs that are 14 feet by 48 feet and 342 nits for signs that are ten feet by 30 feet to ensure compliance with current ordinance standard for illumination, unless otherwise specified by the Zoning Administrator;
 - g. From 11:00 p.m. until sunrise all sign illumination shall be extinguished and sign shall be equipped with an automatic device to assure compliance. The only exception to this stipulation will be for amber alerts and other governmental emergencies, unless otherwise specified by the Zoning Administrator.
4. On any lot contiguous to a residential zoning district and residential use (RE-43 through R-2 and P.A.D.-1 through P.A.D.-12) or separated only by a street or alley, no such illuminated sign structure may be placed in such manner that any portion of the face of the sign is visible. A vacant lot shall be treated as a residential use.

5. Lighting for off-premise structures shall be shielded in accordance with Section 23-100 of the Municipal Code unless the structure: 1) exceeds 301 square feet per sign face; 2) consists of panels which are designed to be removed from the top of the sign board; and 3) is equipped with an automatic device which shuts off the fixture between 11:00 p.m. and sunrise. For such signs, the lighting may consist of no more than four bottom-mounted individual fixtures (or lamps) which produce a maximum of 40,000 lumens per fixture, and where no more than 1,117 lumens per fixture spill or are cast beyond the sign face.

a. Off-premise structures may use fluorescent fixtures. These fixtures must be mounted at the top of the sign structure and must be partially shielded so that the candlepower per 1,000 lamp lumens does not numerically exceed 25 (two and one-half percent) at an angle of 90 degrees above nadir (horizontal), and 100 (ten percent) at a vertical angle of 80 degrees above nadir. This applies to any lateral angle around the luminaire.

F. Special Requirements for Groundsheet Signs.

Groundsheet signs are permitted in the A-1 and A-2 Zoning Districts located within the boundaries of 35th Avenue and the eastern City limits along Van Buren Street on the north; from Van Buren Street to Interstate 10 (I-10) along the eastern City limits; along the centerline of I-10 and Interstate 17 (Maricopa Freeway) from the eastern City limits to 19th Avenue; from 19th Avenue south to Broadway Road; along Broadway Road on the south between 19th and 35th Avenues; and along 35th Avenue between Broadway Road and Van Buren Street, subject to the following restrictions:

1. There shall be a minimum property size of four undeveloped acres.
2. There shall be a maximum sign area of six acres.
3. Signs shall not be located within 2,000 feet of another sign.
4. Signs shall be screened to eliminate legibility from adjacent roadways, freeways, or adjacent properties.
5. Screening shall be provided on all sides of the property on which the sign is located as follows:
 - a. Fences: A six-foot-high solid fence shall be built in compliance with the applicable provisions of Sections 507 Tab A and 703 and consistent with all setback requirements;
 - b. Landscaping: Shall be in conformance with the standards for the underlying zoning district and Sections 507 Tab A and 703, as approved by the Planning and Development Department.
6. The illumination of signs is prohibited.
7. The sign and associated structures shall be constructed as follows:
 - a. The materials used must be non-reflective; and
 - b. The materials used must be flame retardant and environmentally safe, as approved by the Planning and Development Department; and
 - c. The materials used must be permeable so as to allow rainwater to pass through the sign and associated structures to allow drainage per grading and drainage plans approved by the Fire and Planning and Development Departments; and
 - d. To be securely fastened to the ground or support structure, subject to plans approved by the Planning and Development Department; and
 - e. The height of three feet above natural grade shall not be exceeded, as approved by the Planning and Development Department; and

- f. No more than one advertisement, logo or message is permitted per sign.
- 8. Prior to issuance of the sign permit, the Zoning Administrator or his or her designee shall review the permit to ensure compliance with the requirements of Section 705.2.C.1 through 71.
- 9. In addition to appropriate sign permits, all necessary structural plan approvals and permits must be obtained prior to the installation of the sign or any associated structures.

G. Nonconforming Off-Premise Signs.

- 1. It shall be unlawful to hereafter erect, construct, alter, maintain, or use any sign in violation of any provisions contained herein, except as provided in this section.
- 2. No nonconforming off-premise sign shall be moved, altered, re-erected, relocated or replaced unless brought into compliance with screening and projecting ladder requirements of Section 705.2.A.3 and 42, except as provided in this section. The area of the sign may not be increased.
- 3. Notwithstanding any other provision of this chapter and ordinance, a legal nonconforming sign that is located on a parcel of property which is severed from a larger parcel of property and acquired by a public entity for public use by condemnation, purchase, or dedication may be relocated on the property that was not acquired without extinguishing the legal nonconforming status of that sign; provided, that the nonconforming sign:
 - a. Is not increased in area or height;
 - b. Remains structurally unchanged except for reasonable repairs or alterations;
 - c. Is placed in the most similar position possible on the remaining property that it occupied prior to the relocation;
 - d. Is relocated in a manner so as to comply with all applicable safety requirements. After relocation pursuant to this subsection, the legal nonconforming sign shall be subject to all provisions of this section in its new location.
- 4. A reduction in the number of nonconforming boards will promote a better visual environment in the City. A nonconforming board located on a City street or on a permitted freeway can be rebuilt to a digital subject to the use permit standards in Section 307, in addition to meeting two of the following:
 - a. Removal of 1,200 square feet of existing nonconforming off-premise signs within the City limits for each digital face requested;
 - b. If the parcel has no landscaping along the street frontage, a minimum five-foot landscape strip consisting of one two-inch caliper tree for every 30 feet on center along with five shrubs and ground cover for every tree shall be provided along the street frontage, including a permanent water supply. If landscape is impractical then this requirement may be satisfied by installing a decorative pole cover;
 - c. Reductions in size or height or changes in configuration, angle or construction which will bring the structure into greater compatibility with the size and scale of nearby buildings, or other changes approved by the Zoning Administrator which promote a better visual environment in the area.

5. A nonconforming off-premise sign not requesting a digital may be rebuilt subject to the use permit standards in Section 307, in addition to the following:
- a. Reduction in size or height or change in configuration, angle or construction which brings the structure into greater compatibility with the size of adjacent buildings within the context area;
 - b. Improvement in placement, addition of landscaping, or improvements to lighting.

Date of Addition/Revision/Deletion - Section 705.2

+1 Addition on 12-7-2011 by Ordinance No. G-5669, eff. 1-6-2012

1 Please note there was a scrivener's error in the adoption of Ordinance G-5669. The above reference should be to "Section 705.2.F.1 through 7" not "Section 705.2.C.1 through 7". This will be corrected in a future update.

2 Please note there was a scrivener's error in the adoption of Ordinance G-5669. The above reference should be to "Section 705.2.C.3 and 4" not "Section 705.2.A.3 and 4". This will be corrected in a future update.