

REPORT JUSTIFYING PROPOSED AMENDMENTS TO
COMPREHENSIVE PLAN AND ZONING MAP FOR
15205 and 15375 WEST GREENFIELD AVENUE, NEW BERLIN, WISCONSIN

1. Premises to be Developed.

Wal-Mart Real Estate Business Trust ("Walmart") has contracted to purchase approximately 16 acres of land known as 15205 and 15375 West Greenfield Avenue (the "Site") in the City of New Berlin, Waukesha County, Wisconsin (the "City"). The Site consists of three existing tax parcels. Existing tax parcel 1158-999 measures approximately nine acres in size and is vacant. Existing tax parcel 1158-996 spans approximately four acres and is vacant. Existing tax parcel 1158-995 houses the Charcoal Grill restaurant on approximately three acres.

The Site abuts West Greenfield Avenue, a six-lane divided east/west arterial highway, to the north and lies in close proximity to the busy Greenfield/Moorland intersection. The Site, not only includes the Charcoal Grill restaurant, but also is surrounded by commercial, primarily retail, uses. Existing retail businesses along Greenfield include Pick 'n Save, Outback Steakhouse, Panera Bread, Tri-City National Bank and Salon Medusa. Many other retailers also conduct business nearby, including Walgreens, Country Inn and Suites, Brookfield Suites, and Champps Americana. Accordingly, the Site is ripe for commercial, and in particular, retail development.

2. Current Land Use and Zoning Classifications.

While the Greenfield and Moorland corridors are already retail hubs, open areas on the corridors also are planned by the City (to the south) and the City of Brookfield (to the north) for additional retail uses. The City of New Berlin 2020 Comprehensive Plan (the "Comprehensive Plan") designates portions of the Site as Suburban Commercial and portions as Urban and Mixed Use Residential. The City of Brookfield 2035 Comprehensive Plan categorizes lands on the north side of Greenfield as Shopping/Services Focused and Employment Focused.

The City's Comprehensive Plan identifies the Site and adjacent lands as a "development opportunity" which "could serve as a strong gateway into both the neighborhood and New Berlin" (page 11:1). The City's Comprehensive Plan notes that development proposals at the Greenfield/Moorland intersection "should encourage development at a higher scale with more intense uses" (page 1:13). The Plan also calls for retail uses "including furniture, gardening, apparel, grocery stores, convenience stores, computers and electronic goods, and sporting goods" as "desired businesses" (page 11:17).

The City's current zoning for the Site does not reflect the City's planning goals. Tax parcels 1158-999 and 1158-996 are currently zoned R-3 Suburban Single-Family Residential, and tax parcel 1158-995 is currently zoned B-4 Commercial. City Code section 275-33(B)(3) describes the R-3 District as "intended to be used for residentially platted lots already existing " when the City's code was adopted and states that these lots are to be "served by private on-site sewage disposal systems and private wells." However, none of the Site is platted for residential lots and City sewer and water services are

available in Greenfield Avenue. Interestingly, the B-4 District no longer exists in the City's Code book. The City's zoning to the east, south and west of the Site is I-1 Institutional District to accommodate the existing cemetery use, but the I-1 District permits more intense uses, targeting services for large groups, such as offices, educational facilities, churches and hospitals. Importantly, the City approved the proposed Deer Creek hotel, conference center and waterpark at the southwest corner of the Greenfield/Moorland intersection, just to the west of the Site.

Relevant planning documents and the City's actions indicate that a more intense retail development, with grocery, apparel, computer, electronic, sporting goods and gardening components, is not only appropriate, but desirable, at the Site.

3. Reasons Justifying Proposed Amendments.

Walmart seeks to amend the land use classification in the City's Comprehensive Plan for the entire Site to Suburban Commercial. Walmart also seeks to rezone the Site to the B-1 Shopping Center District.

As noted above, the City Comprehensive Plan already designates tax parcel 1158-995 and lands to the west with the Suburban Commercial land use classification. Similarly, the City of Brookfield categorizes lands in the Greenfield corridor as Shopping. Amending the land use classification for the remainder of the Site to Suburban Commercial harmonizes the land use for the entire Site and renders the land use for the Site consistent with lands to the west and north. Similarly, changing the zoning for the Site to B-1 renders the zoning consistent with zoning at the southwest corner of Greenfield and Moorland and along Brookfield's Greenfield commercial corridor.

Amending the City's Comprehensive Plan and rezoning meet the approval criteria in City Code section 275-22(f). Amendments would correct errors and accommodate the growing commercial nature of the Greenfield corridor. Amending the Comprehensive Plan will reconcile the land use classification for the Site with the text of the plan. Rezoning would recognize that the Site is not platted for well and septic-served residential lots and that the B-4 District no longer exists. Amendments would protect health, safety and general welfare by garnering tax base and services for City residents. Amendments would protect the environment as noted below. While adequate public facilities and services are currently available to the Site, Walmart, at its expense, would extend sewer and water laterals and install upgraded transportation facilities necessitated by its development. By implementing its development, Walmart also would significantly increase City tax base, without imposing any burden on schools.

4. Proposed Use.

Walmart intends to redevelop the Site as an approximately 150,000 square foot Walmart department store (the "Store"). The Store will include general merchandising, full service grocery with deli, produce, bakery, liquor and dry goods departments, a pharmacy with drive-through and a seasonal garden center. In addition, the Store may include other departments, services and accessory uses.

Walmart intends to operate the proposed Store 24 hours per day, seven days a week. However, Walmart will, of course, comply with all applicable state and City regulations as to hours, including hours restrictions for alcohol beverage sales.

Consistent with its company-wide sustainability initiatives, Walmart will implement multiple sustainability measures both in the construction and operation of its Store to maximize recycling and energy conservation opportunities. Specifically, Walmart would utilize daylight harvesting, LED lighting, energy efficient HVAC, ozone friendly refrigerants, recycled water heating, low-maintenance flooring, non-PVC roofs, recycled steel and various recycling methods.

Walmart currently leases a store facility at 15333 West National Avenue. Walmart desires to improve its offerings and the shopping experience for area customers in ways that are infeasible at that leased facility. Relocating to and expanding at the Site allows Walmart to upgrade services to area customers within the City limits. Walmart associates at the leased store would be offered jobs at any new store opened by Walmart at the Site, and approximately 50-100 additional jobs would be created. In addition, Walmart will work with the landlord of the leased facility to assist in marketing and re-tenanting any vacated store building.

5. Site Challenges.

While the Site is located in a prime commercial area, a number of on-site conditions present challenges for commercial development. Walmart's wetland delineator has flagged approximately 3/4 acres of wetlands on the Site that Walmart seeks to preserve and buffer. The grade on the Site slopes approximately 15 feet from the Site's northern boundary to its southern edge. And, while two existing homes along Greenfield Avenue will likely redevelop for commercial purposes in the near future, Walmart proposes to implement significant buffers around those homes to accommodate current residents.

Walmart will strive to balance the commercial suitability of this Site and mitigate the challenges of the on-site conditions. Walmart will preserve the existing wetlands in their entirety and maintain at least a 30 foot buffer between the wetlands and any development activities. Walmart will re-grade and balance the Site in a manner that improves stormwater management, as well as install some underground stormwater detention facilities. Walmart also will enhance landscaping and entry features at Site entrances, along the Site perimeter and within landscaped areas to be developed.

In addition and in order to preserve wetlands and buffers on the Site, Walmart will seek certain waivers/modifications of certain City Code provisions consistent with City Code section 275-52(C). Specifically, Walmart will maintain less than one parking space per 200 square feet of customer sales area required under City Code section 275-57-1. Over years of developing and operating thousands of stores, and consistent with a parking study recently undertaken at the Franklin Walmart store, Walmart anticipates that the parking reflected on the site plan included with this application will adequately serve its customers and associates--even during the busy holiday shopping season. Similarly, while Walmart will enhance landscaping at available greenspaces, Walmart

will not be able to achieve 10% total interior parking lot landscaping as required by City Code section 276-56(E)(3)(b) without adversely impacting existing wetlands and proposed buffers. Finally, in order to mark this Site as the "gateway" described in the City's Comprehensive Plan, Walmart proposes to develop signage beyond that permitted under City Code section 275-61.