



TO: Planning and Zoning Commission

THROUGH: Brett Burningham, Development Services Director

FROM: Sarah Clark, Senior Planner/Project Manager

RE: Public Hearing and Possible Action on Case P19-0048 “Zimmerman Dairy Major General Plan Amendment”, a request by Zimmerman Dairy LLC, for a Major General Plan Amendment for 191 acres from Industrial to 14 acres of Commercial and 177 acres of Neighborhood. This project is generally located at the southeast corner of Meridian Road and Germann Road.

DATE: October 21, 2019

STAFF RECOMMENDATION

Staff recommends approval of Case P19-0048 “Zimmerman Dairy Major General Plan Amendment”.

PROPOSED MOTION

Move to recommend approval of Case P19-0048 “Zimmerman Dairy Major General Plan Amendment”.

RELEVANT COUNCIL GOALS



Secure Future



Effective Government

SUMMARY

This proposal consists of a request by Zimmerman Dairy LLC for a Major General Plan Amendment for 191 acres of Industrial to 14 acres of Commercial and 177 acres of Neighborhood. This project is generally located at the southeast corner of Meridian Road and Germann Road.

Major Amendments to the General Plan may be considered annually by the Planning Commission and Town Council and are considered within the same calendar year they are submitted. The 2019 Major General Plan Amendment public hearing schedule is summarized below (State Law requires major amendments to the General Plan to be heard at two Planning Commission public hearings):

- Special Planning Commission Public Hearing (Introduction): August 28, 2019
- Planning Commission Public Hearing: October 21, 2019
- Town Council Public Hearing: November 20, 2019

This application does not include an accompanying rezone application. Despite the preliminary discussions with Woodside Homes, the applicant has indicated that a subsequent rezone application will be filed following the Major General Plan Amendment, which will include a proposal and analysis of density, lot sizes, and development layout.

HISTORY

May 15, 2018	The current General Plan was adopted
April 9, 2018	The property was annexed into the Town of Queen Creek
August 28, 2019	Planning Commission 1 st Public Hearing (Introduction)
September 11, 2019	Case continued to a future Planning Commission Meeting
October 2, 2019	Case continued to a future Town Council Meeting
October 21, 2019	Planning Commission 2 nd Public Hearing
November 20, 2019	Town Council Public Hearing

PROJECT INFORMATION

Project Name	Zimmerman Dairy Major GPA
Site Location	Generally located at the southeast corner of Meridian Road and Germann Road.
Current Zoning	AT (Agritainment)
Current General Plan Designation	Industrial
Proposed General Plan Designation	Commercial (approximately 14 acres) Neighborhood (approximately 177 acres)
Surrounding General Plan Land Use Designations:	
North	Industrial & Special District #3 State Land
South	Neighborhood
East	Neighborhood
West	Industrial & Neighborhood
Gross Acreage:	191 acres (approximately)

DISCUSSION

The applicant is requesting a Major General Plan Amendment for 191 acres of Industrial to 14 acres of Commercial and 177 acres of Neighborhood. This project is generally located at the southeast corner of Germann and Meridian roads and currently operates as an active dairy.

The Property is currently surrounded by vacant land to the north and east, and agricultural land currently being farmed to the south and west. Residential development is underway on the property to the southwest (Fulton Homes at Barney Farms). The parcel to the south and east was annexed into the Town and was subsequently rezoned to R1-5 in October 2018. To the north, the site is primarily bound by State Trust Land. Through the ASLD Specific Plan, the area

along the Zimmerman property is primarily designated as Neighborhood, with a 745-foot strip designated for non-residential uses. Just west of the State Trust Land is a 715-foot strip of property that runs along Meridian Road and is designated as Industrial on the General Plan Land Use Map. West of the Zimmerman Dairy includes an approximate 715-foot of property which runs along Germann Road zoned EMP-A. Northwest of the site, located at the northwest corner of Germann and Meridian roads is an existing steel mill (CMC Steel within the jurisdiction of Mesa). Additional existing industrial developments including TRW Vehicle Safety Systems and Fujifilm are located further northwest.

A summary of the area surrounding the site is provided below:

	General Plan Land Use Designation	Zoning	Land Use
North	Industrial & Special District #3 State Land	General Rural & Specific Plan	Vacant
Northwest	Industrial (City of Mesa)	Employment (City of Mesa)	Steel mill
South	Neighborhood	R1-5	Agriculture
East	Neighborhood	R1-5	Vacant
West	Industrial & Neighborhood	R1-5/PAD EMP-A/PAD	Active Residential Construction Agriculture

This application does not include an accompanying rezone application. Despite the preliminary discussions with Woodside Homes, the applicant has indicated that a subsequent rezone application will be filed following the Major General Plan Amendment, which will include a proposal and analysis of density, lot sizes, and development layout.

ANALYSIS

General Plan Review: The project site is currently designated as Industrial on the General Plan Land Use Map. The applicant is proposing to change the Land Use Designation to 14 acres of Commercial at the intersection of Germann and Meridian roads and 177 acres of Neighborhood surrounding the commercial corner.

A summary of the Land Use Designations included in the requested amendment is provided below:

- The **Industrial** General Plan Land Use Designation is reserved for employment-focused development including warehouses, manufacturing, and office buildings. Zoning districts appropriate for the Industrial Land Use Designation include EMP-A (Office/Industrial Park) and EMP-B (General Industrial).
- The **Neighborhood** General Plan Land Use Designation is predominantly residential with a range of densities. The Neighborhood Category also allows for 20-acre commercial sites located at arterial and collector streets. Zoning districts that are permitted in the Neighborhood Land Use Designation include all residential zoning districts (with conditions for appropriate transitions), C-1 (Light Commercial), C-2 (General Commercial), and NC (Neighborhood Commercial).
- The **Commercial** General Plan Land Use Designation is focused around commercial development consistent with conventional suburban shopping centers and office parks.

Appropriate zoning districts include C-2 (General Commercial), C-3 (Regional Commercial Center), and NC (Neighborhood Commercial).

The Elliott D. Pollack Economic and Fiscal Impact Report and Cost-Benefit Analysis calculated that one-time revenues of residential/commercial buildout would be \$13 million and industrial would be \$10.1 million. Ongoing revenues for the residential/commercial development at buildout could be \$3.1 million versus \$950,000 if built out as industrial. Operating expenditures for residential/commercial land use and industrial land use are estimated to be \$1.7 million and \$1.6 million, respectively. Excluding one-time revenues, net revenues from residential/commercial land use is \$1.4 million and the industrial development results in a net loss of \$680,000. As a result, residential/commercial land use would provide a net benefit to the Town of approximately \$2 million.

The Town's Finance Staff conducted an analysis of the proposed Major General Plan request. At full buildout of the proposed residential and commercial land use, one-time revenues could total \$14.8M and are the result of permitting fees, development fees and construction sales tax. If built out as industrial land use, one-time revenues could total \$11.3 million. The residential/commercial development as proposed would provide the Town with a benefit of about \$3.5 million in one-time revenues over industrial development.

Ongoing revenues for the proposed residential/commercial development could be about \$3.5 million, while ongoing revenues for the industrial development are estimated to be \$550,000, resulting in a net benefit of residential/commercial development of about \$3 million. These ongoing revenues are comprised of property taxes, commercial lease revenues, utility taxes, state shared revenues, sales taxes, and taxes on residential deliveries.

Annual operating expenses are made up of public safety, fire, and streets/roads maintenance and operations costs. At full buildout of the proposed residential/commercial development, annual operating expenses are estimated to be \$1.2 million. The ongoing operating expenses at full buildout of the industrial development is estimated to be \$366,000.

In closing, exclusive of one-time revenues, net revenues resulting from the full buildout of the residential/commercial development is \$2.3 million, while net revenues resulting from the buildout of the industrial development is estimated to be \$185,000. As a result, the residential/commercial development would provide a net benefit to Town operations of about \$2.1 million.

Water and sewer lines along Meridian and Germann roads are anticipated to begin construction December 2019 which will provide the subject site access to the Town's water and wastewater infrastructure. Additional details will be provided and reviewed during subsequent rezoning and development applications to identify additional water and sewer infrastructure needs.

Adjacent to the site, Meridian Road from Queen Creek Road to Germann Road is scheduled to begin construction September 2020 and Germann Road from Meridian to Ironwood roads is scheduled to begin construction 2019/2020, providing arterial roadway access to the north and to the west of the subject site. A Traffic Impact Analysis will be submitted and reviewed with future rezoning requests for the subject property which will analyze the proposed development plan and identify roadway capacity and any traffic improvements that will be required to accommodate the proposed development.

GENERAL PLAN AMENDMENT FINDINGS

The applicant has provided a response to the findings of fact detailed in the General Plan, which include factors in which the Commission and Town Council determine whether the proposed amendment should be approved. Staff has provided a follow-up comment to each finding and applicant response.

1. Whether this change in the General Plan land use map will result in a shortage of land for other planned uses (for example and not limited to, will this change result in a substantial and undesirable reduction in the amount of available land for employment or higher density housing development?)

The following response has been provided by the Applicant: *“This change from Industrial to Commercial and Neighborhoods is part of the ongoing evolution of the Town, as it continues to reduce its oversupply of Industrial land and replaces it with more appropriate Commercial and Neighborhood designations. This proposal does not result in a shortage; it helps to reduce an excess. After changing the 191 acres involved here from Industrial, the Town will continue to have an excess of more than 300 acres of vacant, Industrially designated land.*

The Town of Queen Creek has long worked to strike a proper balance between residential and employment uses. In this regard, there are three competing factors:

- The Town’s residents report that they enjoy the Town’s quiet, residential nature, and almost all of them commute out of Town to go to work each day – they are apparently not clamoring to bring industrial development to their door.*
- Despite the low level of employment opportunities within the Town, the Town has an abundance of land designated for employment uses, an abundance that has been repeatedly described as vastly excessive.*
- Although the Town has plenty of land set aside for employment uses, the Town has also been very practical in recognizing that those lands have not been developed in part due to their relatively poor location to attract industrial and employment development. The difficulty is that the same factors that make Queen Creek so ideal for residential development – its peaceful solitude – is the thing that keeps employers away: lack of relative proximity to freeways and other infrastructure. The unfortunate result is that land stays empty instead of being developed. The goal may be good, but the result is bad.*

The North Specific Area Plan

The Town delved most deeply into these competing pressures when it adopted the North Specific Area Plan (NSAP) in 2015. The NSAP’s main conclusion is this:

Commercial Uses: New Land For Entire Incorporated area (in acres)¹

	Per Current QC General Plan	Per Proposed North and South area plans	TischlerBise: Maximum acres absorbed by 2053	ESI: Maximum acres absorbed by 2050
<i>Retail</i>	1,506	879	157	240
<i>Industrial</i>	1,942	1,447	546	345
<i>Office</i>	311	243	161	337
<i>Agritainment²</i>	0	208	0	0
Total	3,759	2,777	864	922

¹The Current General Plan includes 60% of total Mixed Use acres (502 of 837 total acres). Since total Mixed Use is reduced by 227 acres in the SAP, this impacts retail acres in the SAP significantly. Office figures also include 30% of Mixed Use acres in both of the Current General Plan and SAP columns. In the fourth column, ESI findings, the office figure includes medical office, hospital and related uses as well.

²Agritainment use is located in the South Specific Area Plan which is a companion document to the North Specific Area Plan and is being processed separately. It is shown here to identify the total acreage anticipated to be included in this category.

Table 3: Commercial Use Table

“Queen Creek has an excess of land set aside for retail, office and industrial development” (Page 33).

The Town General Plan has designated four times as much Industrial land as it needs. The amount of Industrial land is excessive, and the land is located in the last place the market wants to build it.

The NSAP reviews a series of economic reports prepared by both the Town and by private applicants to the Town that document the vast excess of Industrial designated land, far in excess of what the Town would ever need or consume.

“The number of acres identified in the current General Plan that are dedicated to retail and industrial development appear to be too heavily weighted for the post-recession economy and transportation potential (Page 26).”

“Employment Land Supply/Demand Analysis, Town of Queen Creek, Arizona, November 2004: This report was prepared for Circle G Property Development by Elliott D. Pollack & Co. and concluded at the time that the Town had designated approximately three times as much employment land (based on MAG population projections) than the community will need over the long term to serve its future employment base. The report suggested that it would be reasonable for Queen Creek to consider reducing its employment inventory to be more consistent with projected demand” (Page 26, emphasis supplied).

“Advisory Services Panel Report, Williams Gateway Area, 2006: The Urban Land Institute panel of experts conducted this report for the entire Gateway area. ... [C]ommunities are all driven by the presence of people—people who need places to live. Successful and desirable communities are the ones that balance these uses most appropriately” (Page 27).

“Town of Queen Creek Long Term Employment Land Supply and Demand Analysis, Final Report, November 2009 (Applied Economics): ... The results conclude that 634 total net new employment acres will be needed by 2030” (Page 27).

“The TischlerBise study suggests that given the market projections described in this report, there is a potential projected need for a high of approximately 860 acres to a low of 430 acres for net new retail, office and industrial development combined. this conclusion was in line with past studies” (Page 30).

“The last approach shows ESI’s findings which incorporates MAG’s FAR’s. This yields 11.6 million in net new square feet of space for retail, office and industrial development, and translates into 922 acres within the target FAR” (Page 32).

“[B]ased on the current land mix in the General Plan, the North Specific Area has a job-to-housing ratio of 5.07. According to the American Planning Association, the ideal ratio of jobs to housing is 1.5 to 1” (Page 33).

These are the various reports that lead to the graphic conclusion above that the Town has far too much Industrially designated land.

The NSAP also notes that there is an abundance of industrially zoned land in the City of Mesa and elsewhere that is much better located than the Industrial lands located in the Town of Queen Creek.

“Approximately 15,000 acres of employment land surrounds PMGA, most of which has the advantages of being located near freeways, closer to the core, and/or better access to existing infrastructure” (Page 10).

“Lack of direct access to freeways was identified as one of the weakness of the NSAP that may cause a hindrance to the growth of the area” (Page 16).

“[T]he current Town of Queen Creek General Plan calls for a projected 1.64 job-to-housing ratio. This remains significantly high; especially considering the relative lack of access to freeway infrastructure the Town expects to have at build-out” (Page 33).

“Phoenix, Scottsdale and Tempe also have larger employment bases due to their relative location to transportation infrastructure, location in the geographic middle of the region’s population center, and longer periods of growth and development” (Page 34).

“There are years of investment potential in this region for commercial and industrial properties in the area between currently active sites (under active planning and construction) and the Town’s North and South Specific Areas. Close proximity to freeways is a catalyst for investment in these sectors” (Page 37).

“The largest apparent challenge is the large supply of designated employment land in this NSAP. Compared to other segments of the Gateway region, Queen Creek is the furthest away from critical freeways, and has the least developed local roads and infrastructure, presently placing the employment center at a competitive disadvantage” (Page 55).

Finally, the NSAP reaches the conclusion that is so important in this specific case: unmarketable Industrial land does not get developed:

“[The] oversupply of employment land uses will serve to dampen short- and long-term absorption rates. Not only does Queen Creek have significant employment areas, the City of Mesa does as well. In all, it is estimated that between Mesa and Queen Creek, the area has nearly 14,000 acres (21 square miles) of land designated for employment” (Page 16).

“Over-supply of industrial opportunity sites may tend to have a negative long-term effect on the existing developments nearby and on the balance of land uses in the Town” (Page 35).

“By increasing residential land use opportunities in this NSAP at the east and west ends, a condition is promoted where earlier development of critical roads and utility infrastructure necessary is promoted to bring industrial property from its current un-marketable condition, closer to ‘shovel ready’ for development and job growth” (Page 55).

In most cases, this means that vacant land sits vacant: not an ideal outcome, but not a cause of problems. Here, though, there is a working Dairy that good planning tells us needs to be moved before too many residents move in. Further, development of the immediately adjacent Germann 561 is likely being delayed because of the ongoing presence of the Dairy. As long as the Dairy retains its Industrial designation and cannot be sold for other, more reasonable and immediate uses, the Dairy becomes an impediment to compatible development. The Industrial designation actually harms its neighbors.

The NSAP slashed the Industrial acreage within its confines from 1,132 acres to 677 acres, a 40% reduction. Given that the maximum projected need for the Town is 922 acres, that is still means that the NSAP is providing almost three-quarters of the Town’s projected needs. As we are about to see, that is still likely to be far too much.

The State Land

The NSAP focused on land that is located west of Meridian and underneath the Airport overflight path. At the time of its adoption, in 2015, the ASLD property to the north of the subject property was great unknown. The ASLD property had not been annexed, and although the Town had already included it in its planning area, its potential to the future of the Town was uncertain. As the NSAP put it:

“There are also lands outside the scope of this study, within the Town’s Planning Area, that may represent additional commercial and industrial (and resulting job) opportunities for decades to come” (Page 34).

That question has now been answered. Earlier this year, the Town Council approved the zoning of over 4,000 acres of State Land along and adjacent to the SR 24 alignment -- a site more than 20 times the size of the subject property here. The impact of that action renders any action here de minimis by comparison. In addition, that approval recognizes and embraces the true future for

intense development in the Town: along the freeway, just as has been the case for municipalities across the metropolitan area. As already indicated above, the ASLD Specific Plan expressly provides three Freeway Activity nodes that “maximize accessibility and market value” and “lead to the attraction of high value employers” in the future of the Town, while areas further from SR 24 are set aside for “less dense residential development” (Page 46 of the SP). That is sound planning, fully consistent with the vision of the NSAP to find employment opportunities adjacent to freeways. Changing the small subject property here to Residential with a Commercial corner is consistent with that larger planning effort.

The Urban portion of the ASLD Specific Plan is about 2,200 acres. Obviously not all of that will be used for Employment uses, but even if only 10% (220 acres) were – a ridiculous assumption, given the importance of freeway access -- that would entirely replace the 191 acres at issue here, in a vastly superior location. The NSAP provides almost 75% of the Town’s Industrial needs, leaving a need for only 245 acres. It is unimaginable to think that the ASLD property’s 2,200 Urban Acres will not produce 245 acres of employment and commercial activity.

In addition, what the ASLD SP does that the General Plan had not done previously is recognize the marketability of lands for employment uses – the factor specified by the NSAP. Putting a designation on a map without regard to major transportation corridors or marketability is not planning: vacant land with unmarketable land use designations doesn’t benefit the Town, it merely penalizes certain land owners, signaling them out to bear the cost of an unrealistic aspiration. Common sense tells you that a major employer looking for significant acreage is not going to two miles away from the SR 24 down an arterial street with no activity nodes that is immediately adjacent to R1-5 land, when that same employer can be adjacent to the SR 24 in a Freeway Activity node along an arterial street that itself has Arterial Activity nodes. Leaving the subject site as Industrial mothballs it in uncertainty for years, whereas the proposal puts the land to work today. And leaving the subject property vacant means inviting the Dairy to stay, even as homes encroach into the area.

Airport

There is also a substantial amount of industrial land use approximately 1-mile west of the Subject Site within the vicinity of the flight path of the Phoenix-Mesa Gateway Airport. This industrial use designation is highlighted both in the Town’s General Plan Land Use Map and within the Town’s North Area Specific Plan. See Figure 8: Existing Queen Creek Industrial Uses and Figure 9: 2008 General Plan Land Use Map for North Area Specific Plan.

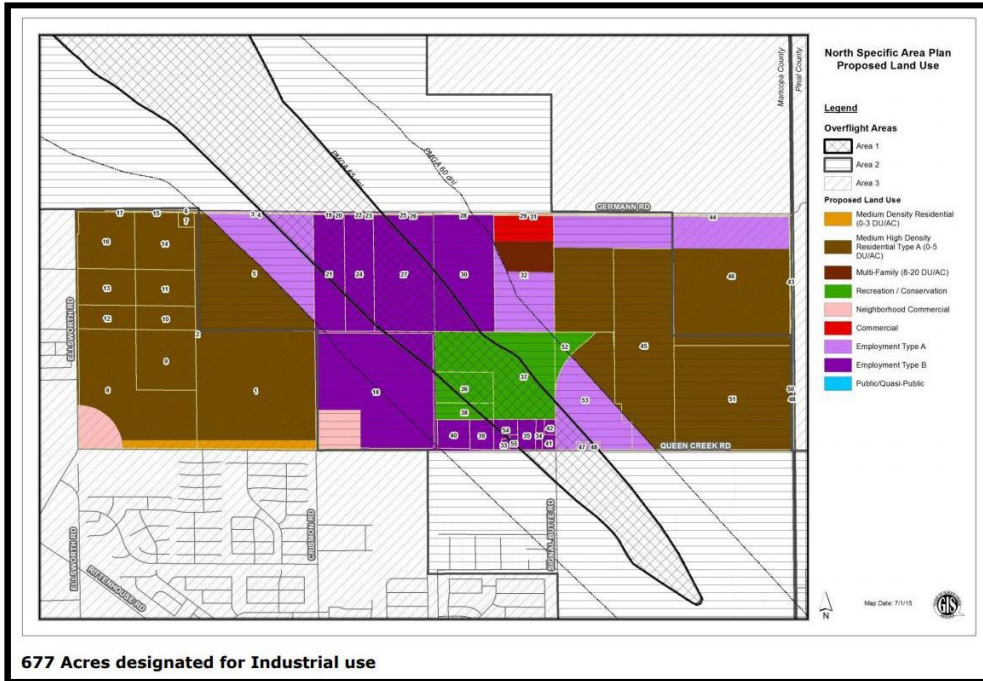


Figure 9: 2008 General Plan Land Use Map for North Specific Area Plan

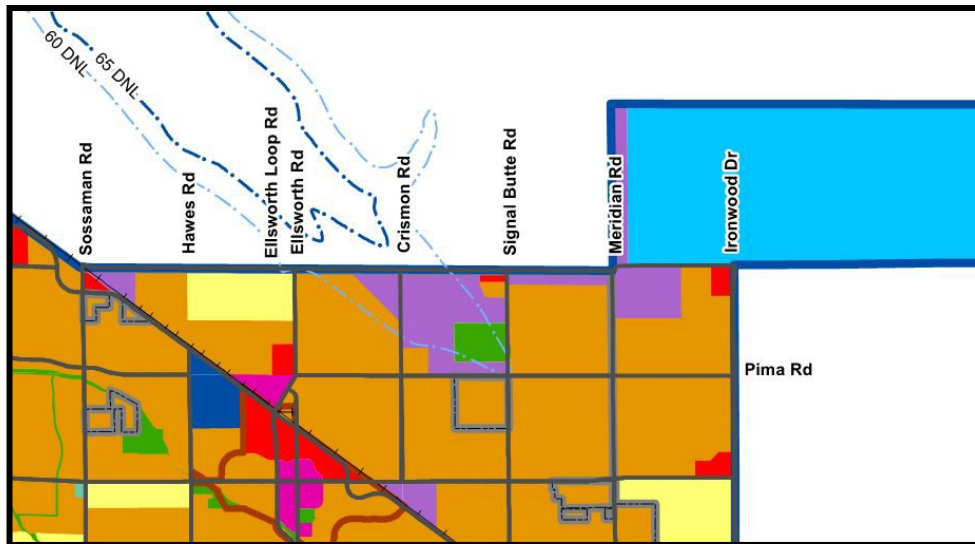


Figure 8: Existing Queen Creek Industrial Areas

Even this land in the Town will have to wait for its time because of the lands in Mesa closer to the Airport. According to the NSAP:

“The PMGA region anticipates absorbing approximately 1,500 acres of employment area in the next 25 years. PMGA property currently has 1,000 acres of on-airport property with more advantageous infrastructure that is in the same market with surrounding employment properties” (Page 35).

This is the Paragon-Williams Trade Area identified way back in Figure 1. The Mesa Gateway Strategic Development Plan covers an area of 32 square miles of land surrounding the Airport

within the City that is expected to produce in excess of 100,000 jobs over the next few decades. See Figure 10: City of Mesa General Plan Character Area Map. It may be that future residents of Queen Creek do indeed leave Town for work – they may well just cross Germann Road and go into the City of Mesa, minutes away from their home in the Town.

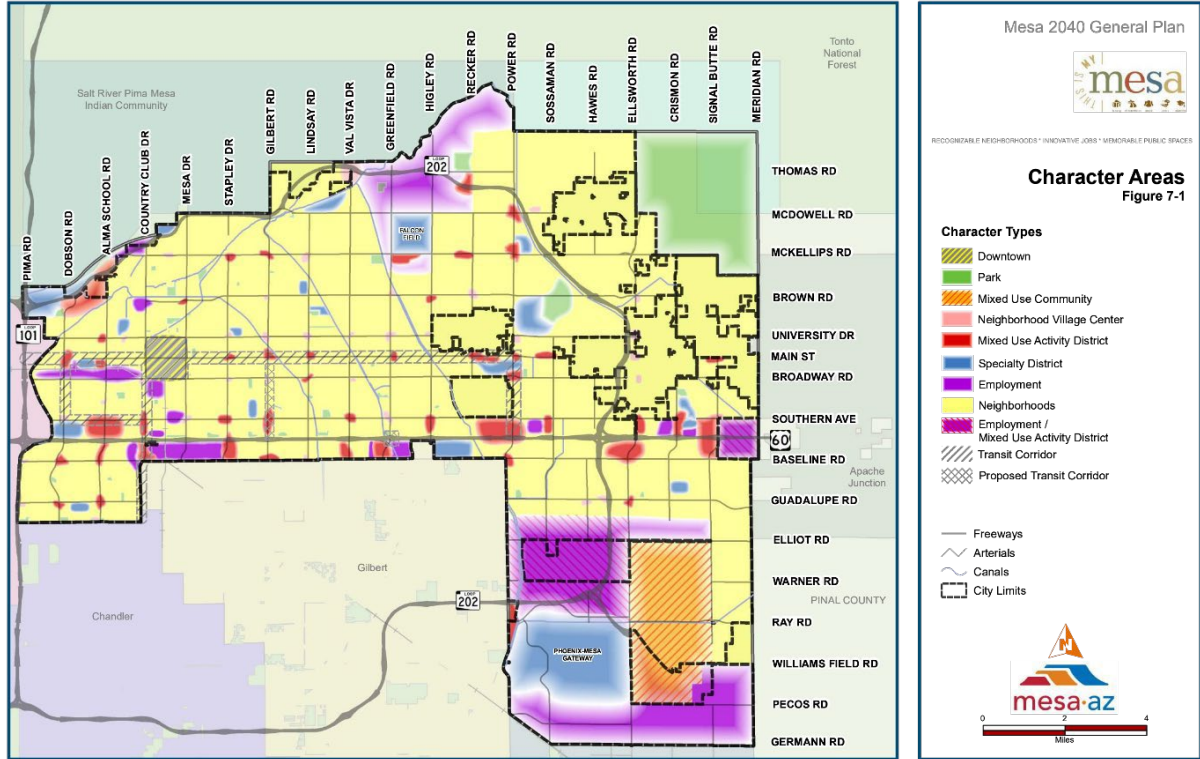


Figure 10: City of Mesa General Plan Character Area Map

Summary

In 2015, the Town approved the NSAP, reducing Industrially designated land by hundreds of acres because “Queen Creek has an excess of land set aside for retail, office and industrial development” (Page 33). The NSAP reported that the Town would need a maximum of 922 acres of land reserved for future employment needs. If the Town approves this proposal, the Town’s remaining inventory will look like this:

TOWN OF QUEEN CREEK	
Underutilized Land Zoned for Industrial Uses (2)	
EST. ACRES	LOCATION
446	Gateway Airport Noise Contour Area
400	ASLD "Urban Land Use" (1)
127	ASLD "Industrial Compatibility Area"
86	Barney Farms North Strip
80	Schnepf Family Farms
35	Power Marketplace Business Park
39	Inverness Industrial Park
28	SWC Germann & 196th St.
7	Ellsworth & Rittenhouse
1,248	Total Underutilized IND. Zoned Acres
<p>(1) Urban Land Use provides for mixed uses including Office / Industrial (EMP-A & EMP-B Zoning Designations). Land Advisors ESTIMATES that 400+/- Acres will develop as Office / Employment along the SR 24 freeway corridor over time.</p> <p>(2) Underutilized land zoned for Industrial Uses refers to areas within Queen Creek that are currently zoned for Industrial use, but which are not currently being utilized to their full industrial potential. Some of these areas are vacant while others currently hold small businesses. All have the potential for future increased industrial development.</p>	

Table 4: Vacant Industrial Land Inventory

The Town will still have more than 300 acres of vacant or underutilized Industrially designated land than its own studies say it will ever need. That's 35% more Industrial land than it requires.

The 14 acre Commercial comer proposed here is completely reasonable. There is no fact-based reason to hold back any more land than that for non-residential uses in a marketplace that is saturated. Such land will simply sit vacant, contributing nothing to the surrounding community or the Town, and that is poor planning.

Staff Comment:

By way of comparison, Staff also conducted a preliminary review of land designated for industrial development within the Town's municipal boundaries and Planning Area, analyzing the impact of the proposed Major GPA request.

In total, there are approximately 1,216 acres of either land zoned EMP-A or EMP-B or planned for industrial development through the General Plan Land Use Map. There are approximately 329 acres that are developed and approximately 887 acres that are vacant or not yet developed to be in conformance with the General Plan or industrial zoning. The proposed request would reduce this to approximately 696 acres.

	Total Land Designated for Industrial Development (Zoning and General Plan)	Developed	Vacant
Existing	1,216 acres ¹	329 acres	887 acres (includes Zimmerman Dairy)
Proposed	891 acres	329 acres	696 acres (excludes Zimmerman Dairy)

¹Excludes the ASLD Special District

The above summary does not include land within the ASLD Specific Plan nor does it include opportunities for redevelopment or expansion of existing Industrial properties.

ASLD Specific Plan:

The ASLD Specific Plan encompasses 4,136 acres of State Trust Land located in the northeast area of Town, along the future SR-24 extension. The ASLD Specific Plan designates planning units within its boundary into two categories: Urban (1,935± acres) and Neighborhood (2,201± acres). Planning Units designated as Urban are generally located within one-half mile of the expected SR 24 extension and have been designated for land uses that are appropriate along a major urban freeway. The ASLD Specific Plan also identifies “activity nodes” at freeway and arterial interchanges intended to target more intense residential, commercial and employment uses.

The Specific Plan categorizes the zoning districts that may be permitted in the Urban and Neighborhood designations, focusing higher density residential, mixed-use, commercial, and employment uses in the Urban category. The ASLD Specific Plan provides flexibility for the type of development that may occur in each Planning unit, and does not specify whether that development is residential, commercial or employment. While the SR-24 freeway will likely attract more intense uses, it is unknown how much land dedicated to employment or industrial uses may ultimately develop.

NSAP:

The NSAP identified the need for between 707 and 682 acres of new office and industrial development within the Town’s municipal boundaries (as they existed in 2014) anticipated to be absorbed by the year 2050/2053. Since the NSAP economic and employment studies were completed, the following events have occurred throughout the Town:

- The North Specific Area Plan Major General Plan Amendment and rezoning was approved, reducing the industrial acreage of the 3 square mile boundaries from 1,159 acres to 677 acres.
- The South Specific Area Plan amended 433 acres from Regional Commercial Center to Medium Density Residential
- Barney Farms Major GPA was approved, amending 58 acres from Employment Type-A to Medium-High Density Residential
- Meridian Ranch (aka Madera) Major GPA was approved, amending 377 acres from Employment Type-A to Medium-High Density Residential

- Meridian Estates (aka Spur Cross) Major GPA was approved, amending 234 acres from Employment Type A and Neighborhood Commercial to Medium Density Residential (0-3 du/ac), Medium-High Density Residential (0-5 du/ac) and Neighborhood Commercial (NC)
- The Ironwood Crossing Annexation was approved (2,100 residential lots and approximately 44 acres of commercial)
- Germann 516 was rezoned to R1-5 C-2, and HDR
- 4,136 acres of State Trust Land was annexed into the Town
- The ASLD Specific Plan was approved
- An increase in annual new single family permits from an estimated 650 permits per year versus an actual 1,050 average.

2. Does the proposed amendment constitute an overall improvement to the Queen Creek General Plan and is not solely for the good or benefit of a particular landowner or owners at a particular point in time?

The following response has been provided by the Applicant: *“The proposed amendment constitutes an overall improvement to Queen Creek and its residents.*

First, the proposed Amendment makes the designations of this site more consistent with the designations of the properties in the Town that are adjacent to it. Currently, the properties to the east, south, west, and some of the north, all within the Town of Queen Creek, are designated as Neighborhood within the 2018 Queen Creek General Plan Land Use Map. That includes Barney Farms, a large residential master planned community planned to the west and southwest of the site; the Germann 516 property immediately to the south and east, rezoned to R1-5 last year by the Town Council, with two Commercial corners; and the ASLD Specific Plan, 4,100 acres of freeway-proximate zoning that allows for as many as 17,000 homes, with a Neighborhood designation stretching along Germann east to Kenworth Road.

Second, the proposed Amendment also benefits the Town by ensuring a timely transition away from the Dairy use. While there are other industrial uses in the general area, none of them involved a well-known transitional use like a Dairy. When residential development commences, the first complaints from new residents are always about the dairies, and the dairies are always the first business that has to relocate – this is the third location where members of the Zimmerman Family have operated a dairy.

Thus, it would be of benefit to the incoming residents at Barney Farms, and to the Town staff and officials, to support an effort by the Zimmerman’s to find a buyer ready to assist with a purchase and relocation, i.e., a termination of the existing use. The Zimmerman property has had an Industrial designation for years, but there are no Industrial buyers or users – this is the “oversupply” of employment land identified in the NSAP that dampens absorption rates, not just in the short term but in the long term as well. Leaving this property with the Industrial designation just encourages the Dairy to stay put, and that will have an adverse impact on the growing adjacent community. This General Plan Amendment will facilitate the quick transition out of the Dairy at this site.

Third, the proposed Amendment more specifically provides better planning between the subject property and the immediately adjacent LDS property. In 2018, the Town approved R1-5 zoning immediately adjacent to the Industrially designated subject property, with absolutely no stipulations whatsoever – no buffers required, no streets required to separate uses. In theory,

residential and industrial uses could be next door to one another. The NSAP warns against this condition: “Standard transitional buffer zones may not be adequate between industrial and residential areas” (Page 55). Clearly, the better course is to provide like against like, Neighborhood next to Neighborhood.

Finally, the proposed General Plan Amendment will also provide a Commercial corner that is not only consistent with the zoning of the LDS Church, but is also compatible with the non-residential buffers provided by the Barney property to the west and the ASLD property to the north. The buffers provided each differ slightly from each other, presumably because each of the three properties is separated from adjacent industrial activities to the northwest in slightly different ways. The subject property is the most separated of the three because it is separated not just by a single arterial street but by the intersection of two arterial streets. Once developed, this intersection will not be the white noise of passing traffic; it will be the stop and go of thousands of vehicles. And because the subject property is cater-corner to existing industrial uses, the separation behind the proposed Commercial corner will grow more quickly.

Commercial uses within the Town are also consistent with Economic Development Goal 5 of the NSAP: “Provide areas for local retail development to prevent retail sales leakages and promote the capture of retail sales tax.” (Page 46)

This question asks if the proposed change is not solely for the benefit of a landowner. It is important to note that benefit to a landowner is not a disqualifying condition. Obviously, no landowner would seek a General Plan revision if there were not a benefit to that landowner. The oddity here is that this is essentially the last landowner in this corner of the Town to propose entitlements of this nature: Barney Farms, the LDS Church and most recently the ASLD have all proposed and received approval for changes that will clearly benefit them, but will also bring thousands of homes to the Town, along with Commercial opportunities at the LDS property, and, in the case of the ASLD property, 17,000 homes and 12 Activity Nodes rich in both employment and commercial opportunities. At some point, the more appropriate question might be asked: is there a reason to make one landowner bear a burden that is rightfully the entire Town’s, and not share in the benefits that have been granted to all who surround it?”

Staff Comment – The proposed General Plan Amendment request provides benefits to the active and future residential developments to the east, south, and west of the subject property by providing a more compatible buffer and facilitating the transition of the dairy use.

3. **The degree to which the proposed amendment will impact the whole community or a portion of the community by:**
 - a. **Significantly altering acceptable existing land use patterns in a way that is contrary to the goals, strategies and actions identified in the adopted General Plan:**

The following response has been provided by the Applicant: “The proposed amendment does not significantly alter existing land use patterns in a way that is contrary to the goals, strategies and actions defined within the adopted General Plan. In fact, the proposed amendment furthers the goals of the general plan by providing compatibility among various land uses and focusing industrial and employment growth in areas most suitable based on current growth patterns, access, accessibility, etc. It should also be noted that the proposed Commercial corner at Germann and Meridian will offer compatible non-residential land uses at the hard corner of the property and to serve as a buffer between the proposed residential area and the remaining industrial

uses to the northwest of the Site. The proposed commercial area will offer a mix of uses, including retail and commercial services to area residents.”

- b. **Requiring larger or more extensive improvements to roads, sewer, or water systems than are needed to support the prevailing land uses and which may negatively impact development of other lands. The Commission and/or the Town Council may also consider the degree to which the need for such improvements will be mitigated pursuant to binding commitments by the applicant, a public agency, or other sources when the impacts of the uses permitted pursuant to the General Plan amendment will be felt.**

The following response has been provided by the Applicant: *“Generally, a residential development will not require larger or more extensive improvements to roads, sewer or water systems than an industrial development would require, depending on the type, density and/or intensity of uses proposed. This General Plan Amendment application will include an analysis of the water and sewer infrastructure, as well as a traffic statement to evaluate the overall impacts to the adjacent and surrounding infrastructure to serve the future development. These studies will confirm the impacts and availability to serve the development without negatively impacting surrounding developments.”*

- c. **Resulting in adverse impacts on existing uses due to increased traffic congestion that will not be accommodated by planned roadway improvements or other planned transportation improvements such as and not limited to non-motorized transportation alternatives, transit, or self-driving vehicles.**

The following response has been provided by the Applicant: *“The Proposed General Plan Amendment, if successful, will be followed by a request to rezone the project to residential zoning and corner commercial/mixed use zoning. As part of the rezoning process, a detailed development plan with projected density will be prepared, and a traffic impact analysis (TIA) will be provided to support the proposed development plan. This TIA will identify all roadway and traffic improvements that will be required to accommodate the proposed development, and to ensure that overall traffic impacts are at acceptable levels based on all existing, proposed and planned development in the area. All required improvements associated with the proposed development will be provided by the developer in accordance with Town requirements at the time of development to ensure no adverse impacts on the transportation system that may be created by this development.”*

- d. **Affecting the livability of the surrounding area or the health and the safety of present or future residents.**

The following response has been provided by the Applicant: *“The proposed General Plan Amendment will enhance the livability, health and safety of the surrounding area since all the existing development adjacent and immediately surrounding the property is planned as residential use. The current dairy, while in the past was compatible with the more rural character of the areas, is now located*

in a growth area of Queen Creek with current or planned residential development surrounding it on three sides. The dairy's noise, odor and other inherent impacts may negatively affect the livability of the surrounding planned residential uses. Since the property is currently designated as Industrial, and there is no current demand for alternative industrial uses on this Site now or in the immediate future, it is likely the property will remain a dairy farm for the foreseeable future if this amendment is not approved. With approval of this amendment, the property will be planned for development of a residential community which will enhance the livability, health and safety of all present and future residents in the area while providing appropriate buffers to the industrial uses to the northwest."

4. Consistency of the proposed amendment with the vision, goals, strategies and actions of the adopted general plan.

The following response has been provided by the Applicant: *"This amendment is consistent with the vision, goals, strategies and actions described within the 2018 Town of Queen Creek General Plan. Descriptions of how the amendment is in conformance with the 10 elements of the General Plan are provided in Section 4a above [Project Narrative]."*

The remaining five criteria are evaluated by the Planning and Zoning Commission and Town Council when the application is considered:

- 5. Whether there was an error or oversight in the original General Plan adoption in that the Council did not fully consider facts, projects or trends which could reasonably exist in the future.**
- 6. Whether events subsequent to the General Plan adoption have superseded the Council's original premises and findings made upon Plan adoption.**
- 7. Whether any or all of the Council's original premises and findings regarding the General Plan adoption were unsubstantiated.**
- 8. Whether events subsequent to the General Plan adoption may have changed the character and/or condition of the area so as to make the application acceptable.**
- 9. The extent to which the benefits of the Plan amendment outweigh any of the impacts identified in the above subsections.**

ECONOMIC DEVELOPMENT REVIEW

The following statement has been provided by Doreen Cott, Economic Development Director, on behalf of the department and has been provided to the applicant.

"The Economic Development Department is supportive of the Zimmerman Dairy General Plan Amendment and the proposed land use designation from Industrial to Commercial and Neighborhood, but does recommend a larger commercial corner that could support retail and office in this underserved area. A larger commercial corner will also serve as a buffer to the non-residential uses planned directly north of the site along Germann Road.

The Council approved Economic Development Strategic Plan is designed around five key initiatives which are anchored to goals focused on job creation and capital improvements that foster economic development. The Town's robust Capital Improvement Plan is creating new economic corridors and viable sites for future commercial/employment to support the Town's strong residential growth. The Town projects a 43% population increase in the next five years,

increasing the need for employment opportunities available in the community. Today, 94% of the Town's workers commute to jobs outside of the Town's limits, which is nearly 13,000 Queen Creek residents. Queen Creek's current existing office and industrial vacancy rates are very low, with an office vacancy rate of 2.9%, and an industrial vacancy rate of 6.2%. It is important to maintain an inventory of land sites that are suitable for office/employment development to ensure the community both has a comparable jobs to population ratio as the other emerging cities and towns and neighboring communities, and offers this component of a high quality of life to residents.

Buffering between distinct land uses is also important as the community develops and wants to minimize conflicts/complaints from residents and more intense land uses. Staff would recommend the Zimmerman Dairy site maintain a buffer along Germann Road that matches the employment/commercial planned along Meridian and then east within the State Land parcel (750') before transitioning to residential neighborhoods."

PUBLIC COMMENTS

The applicant prepared a Citizen Participation Report detailing public outreach efforts, summarizing comments received, and providing an overview of the applicant response and follow-up to comments received. The Citizen Participation Report is provided as an attachment to this report.

The 60-day Inter-Agency Review process began on June 27, 2019 and concluded on August 26, 2019. On July 25, 2019, Staff received a letter from the Phoenix Mesa Gateway Airport, identifying that the subject site is within Airport Overflight Area 3.

On August 26, 2019, staff received a letter from the representative of Vlachos Enterprises, LLC, who own and manage the existing nursery at the southeast corner Germann and Crimson roads. The representative noted that Vlachos Enterprises, LLC did not support nor oppose the requested application. The letter identified the need for an update to the economic and fiscal impact analysis, corrections to assumptions related to the Phoenix Mesa Gateway Airport Overflight Areas, and inquired if the proposed commercial corner dimensions would match those provided by the Industrial properties along Germann and Meridian Roads, adjacent to the dairy site.

On August 28, 2019, staff received a letter from the City of Mesa City Manager, Christopher Brady, on the proposed Major General Plan Amendment. In this letter, Mr. Brady expressed opposition to the proposed amendment for the following reasons:

"1. The subject property is directly adjacent to a large area of the City of Mesa's designated Employment land use character area designation. Per the City's General Plan, the goal of the Employment land use character area designation is for the development of large areas devoted primarily to industrial, office, warehousing, etc.

2. There are several industrial developments such as Commercial Metals Company (CMC Steel), ZF TRW and Matheson Gas who are near the proposed development. These high intensity, industrial developments are generally incompatible with residential developments; therefore, any change from the Town's current General Plan designation of Industrial to Neighborhood will likely be incompatible with the existing industrial uses and designations.

3. The City of Mesa and the Town of Queen Creek have an Intergovernmental Agreement which states we will work with the Arizona State Land Department, which currently own land north of the Zimmerman Dairy, to establish a buffer between future development and

CMC Steel and other existing and future activity on the west side of Meridian. This buffer would take the form of a corridor beginning 805' east of Mesa's eastern boundary and extending between Germann Road on the south, and the future SR 24 alignment on the north. The corridor would extend east for 745' and would restrict uses to allow for non-residential development only.

4. The subject property is in proximity of our Phoenix-Mesa Gateway Airport passenger and cargo flight paths.”

According to the applicant and as described in the Citizen Participation Report, the development team contacted Mr. Brady to discuss the City's opposition. Legal counsel for the development team spoke with Mr. Brady by phone on August 29, 2019 and offered to meet with Mr. Brady or other City representatives; Mr. Brady indicated that would not be necessary. Legal counsel asked if there was any additional information the Development Team could provide to the City that might alter the City's position, and Mr. Brady indicated that there was not.

The applicant conducted a Neighborhood Meeting on Monday, August 12, 2019 with 4 members of the public in attendance. Questions from residents included future plans for the dairy and future plans for Meridian Road and SR-24. Members of the public in attendance were supportive of the proposed request. No opposition on the proposed amendment was expressed.

On September 6, 2019, Staff received two letters of support for the proposed request. The first letter was provided by the Jace McQuivey, Vice-President of Property Reserve, Inc. which is the landowner group of the Germann 516 project immediately to the east and south of the Zimmerman Dairy site. The second letter was provided by a representative of Fulton Homes, who is developing the Barney Farm residential development west of the project site. Both letters are provided as an attachment to this report.

On September 25, 2019, the Zimmerman Dairy Major GPA request was presented to the Economic Development Commission for comment. The Commission asked general questions about the project and did not offer any recommendations. Staff will provide the Economic Development Commission with an update on the project at their October 23, 2019 meeting.

Staff has not received any additional comment or inquiries from the public on the proposed request.

ATTACHMENTS

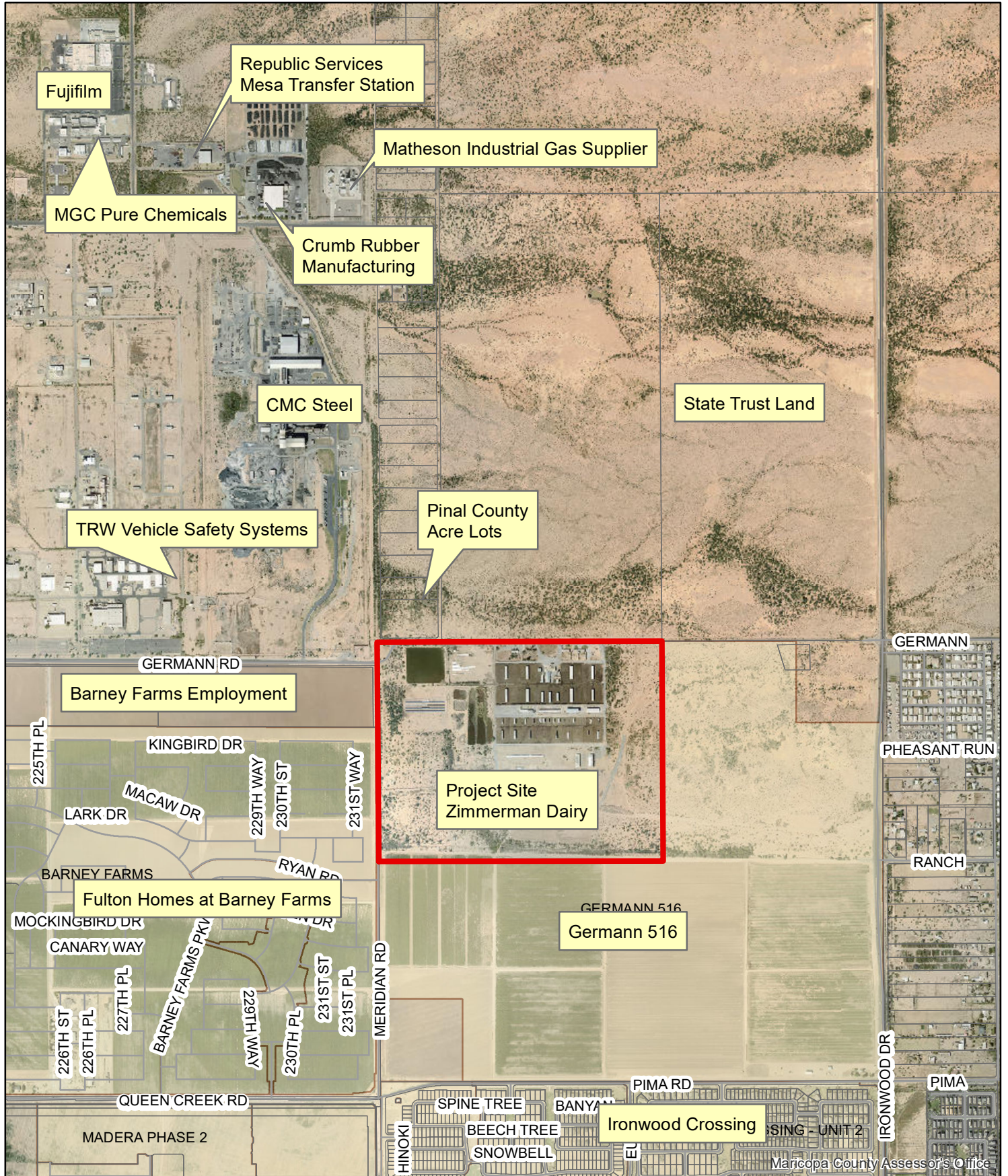
1. Aerial Photo Exhibit
2. Existing General Plan Exhibit
3. Proposed General Plan Exhibit
4. Zoning Map Exhibit
5. Project Narrative
6. Neighborhood Meeting Minutes
7. Letter from the Phoenix Mesa Gateway Airport
8. Letter from Vlachos Enterprises
9. Letter from City of Mesa
10. Letters of Support from Fulton Homes and PRI
11. Citizen Participation Report & Neighborhood Meeting Minutes

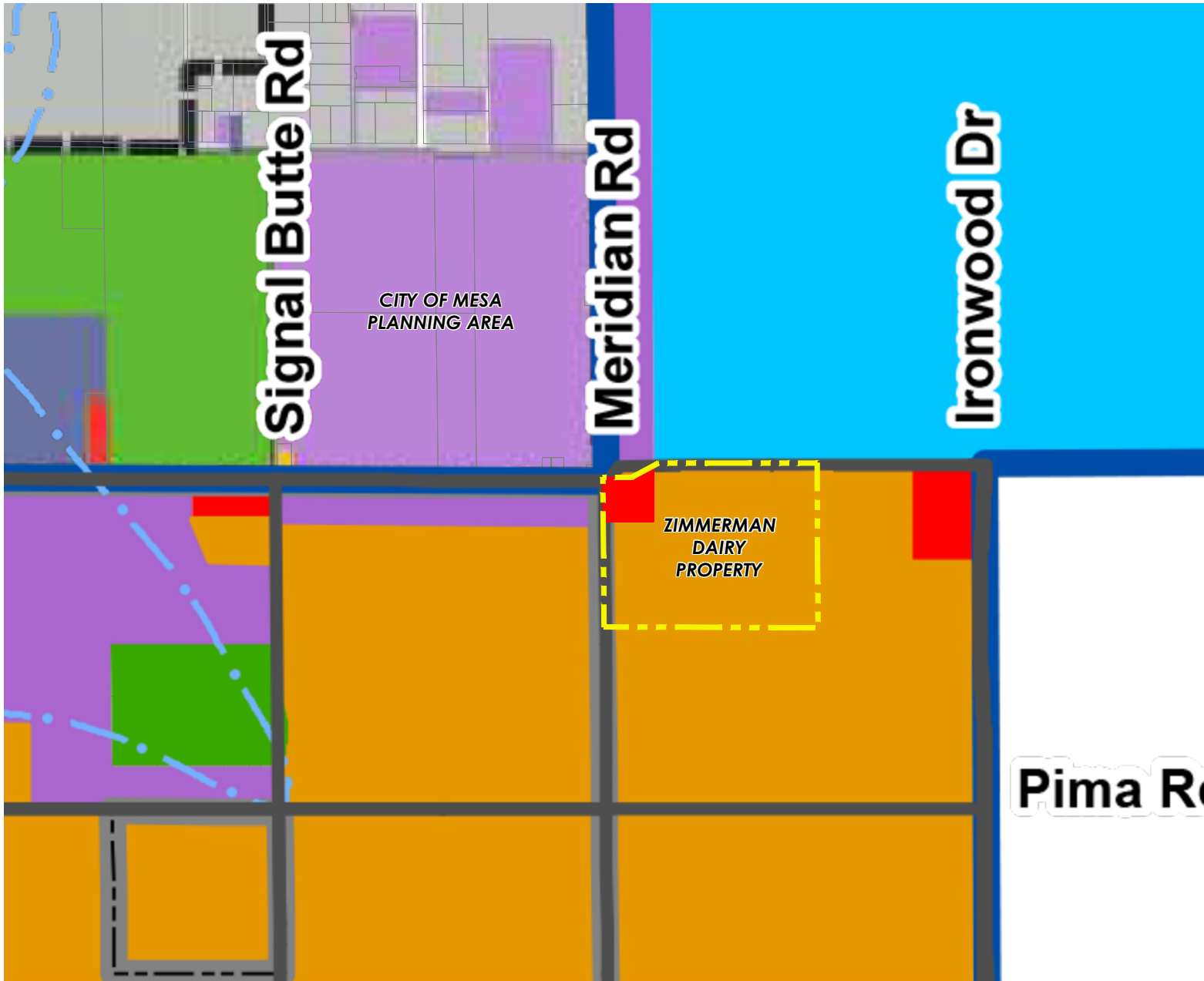
Project Name: Zimmerman Dairy Major GPA Aerial Exhibit

Case Numbers: P19-0048

Hearing Date: October 21, 2019 (Planning Commission)

November 20, 2019 (Town Council)





General Plan Land Use

Land Use

- Rural
- Neighborhood
- Urban
- Commercial
- Industrial
- Open Space
- Special District 1: Agritainment
- Special District 2: Master Planned Community
- Special District 3: State Land
- Special District 4: Canyon State Academy
- Town Center Boundary
- Town Limits
- Planning Area
- 2035 Transportation Plan

L:\19001037-ZIMMERMAN DAIRY\QUEEN CREEKS-PLANNING\11-CAD\6-SUPPORTING EXHIBITS\FIGURE - GEN PLAN_EXISTING & PROPOSED.dwg

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ZIMMERMAN DAIRY • GENERAL PLAN MAP-PROPOSED

- QUEEN CREEK, ARIZONA
- 03/26/2019
- # 19001037
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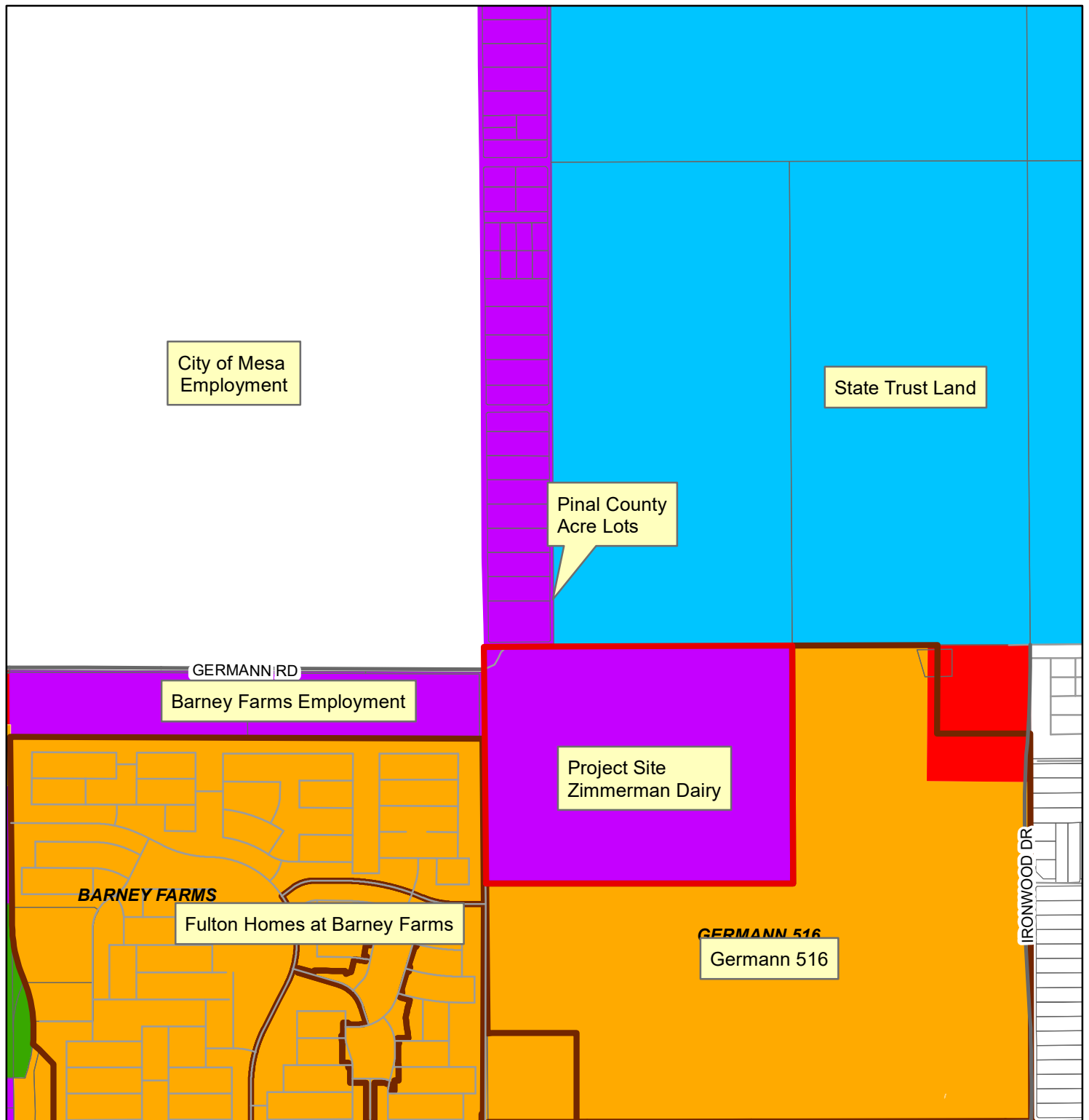
Information furnished regarding this property is from sources deemed reliable. RVI has not made an independent investigation of these sources and no warranty is made as to their accuracy or completeness. This plan is conceptual, subject to change, and does not represent any regulatory approval.

Project Name: Zimmerman Dairy Major GPA General Plan Exhibit

Case Numbers: P19-0048

Hearing Date: October 21, 2019 (Planning Commission)

November 20, 2019 (Town Council)



General Plan Land Use

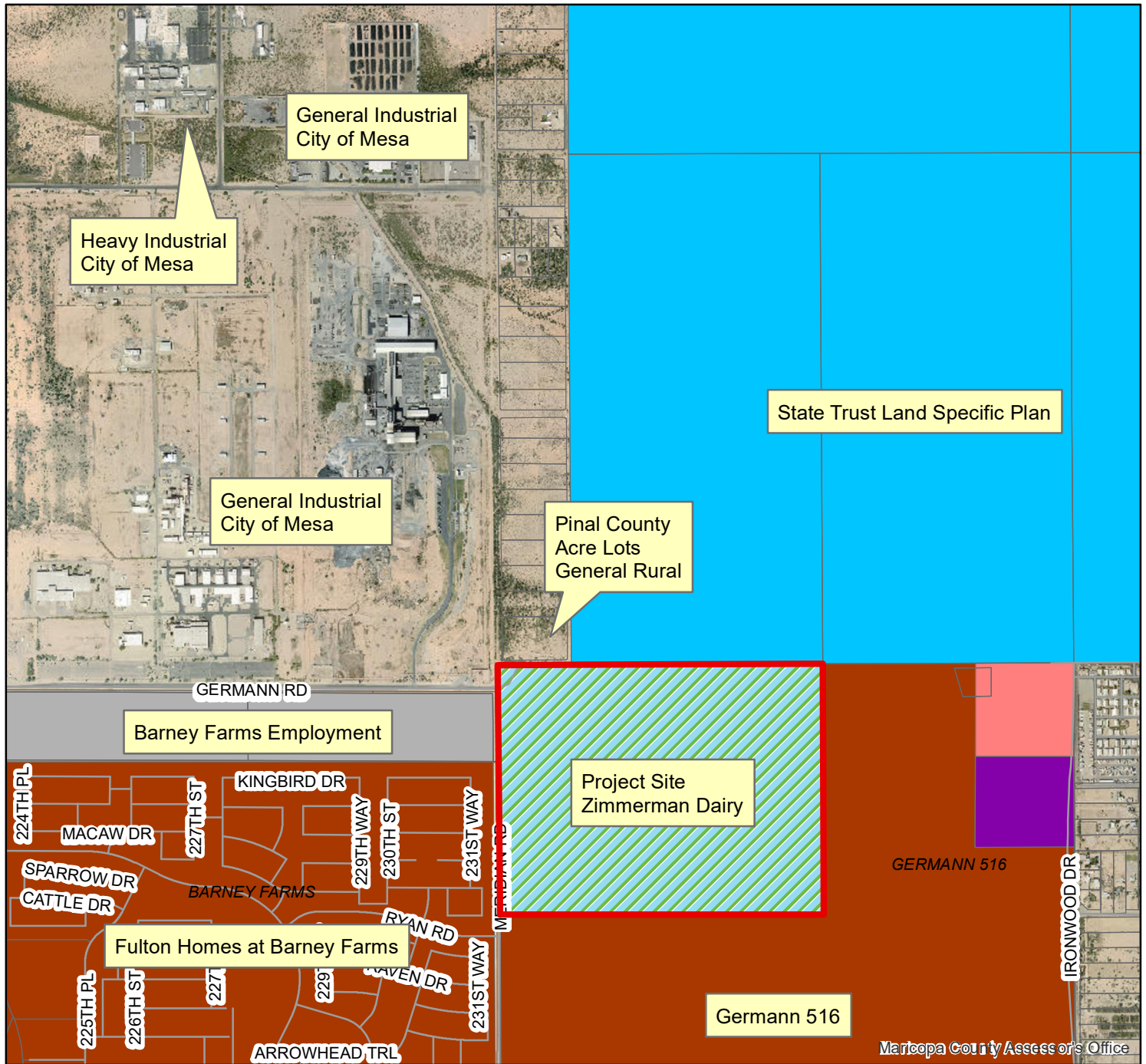
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|--------------------|--------------------|------------|------------|
| Special District 1 | Special District 4 | Urban | Open Space |
| Special District 2 | Rural | Commercial | |
| Special District 3 | Neighborhood | Industrial | |

Project Name: Zimmerman Dairy Major GPA Existing Zoning Exhibit


























Case Numbers: P19-0048

Hearing Date: October 21, 2019 (Planning Commission)

November 20, 2019 (Town Council)



Zoning Districts

 C-1 - Commercial	 PQP - Public/Quasi-Public	 R1-6 - Residential	 R1-18 - Residential
 C-2 - Commercial	 RC - Recreation/Conservation	 R1-7 - Residential	 R1-35 - Residential
 C-3 - Commercial	 MDR - Residential	 R1-8 - Residential	 R1-43 - Residential
 TC - Commercial	 HDR	 R1-9 - Residential	 R1-54 - Residential
 EMP A - Office/Industrial Park	 R1-4 - Residential	 R1-12 - Residential	 R1-190 - Residential
 EMP B - General Industrial	 R1-5 - Residential	 R1-15 - Residential	 PCD - Planned Community
		 AT - Agritainment	



Zimmerman Dairy

Major General Plan Amendment

OCTOBER 14, 2019

Prepared by:
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1. Introduction & Request

This Major General Plan amendment request seeks to modify the General Plan land use designation for the approximately 191.3-acre subject property ("the Property" or "Site") located at the southeast corner of Meridian Road and Germann Road in the Town of Queen Creek. The Property is currently being utilized as a working dairy and is designated as Industrial on the Queen Creek General Plan Land Use Map. This request seeks to amend the Property's land use designation from Industrial to Commercial for 14.2 acres located at the immediate corner of the Germann and Meridian Road alignments (the northwest corner of the subject), and Neighborhood for the remaining 177.1 acre balance of the Property. This request is consistent and compatible with recent planning and development activities in this area and is a more suitable land use than the current Industrial designation. In addition, absent this amendment, the Dairy is more likely to continue in operation on the site, creating increased risk of incompatibility with nearby residential areas currently either under or awaiting development.

2. Existing Conditions

2a. Location

The Site is located at the southeast corner of Meridian Road & Germann Road. The Site consists of a single parcel, APN# 104-22-001B and is approximately 191.3 acres in size located within the Town of Queen Creek in Section 7 of Township 2 South, Range 8 East, Pinal County, Arizona. See **Figure 1: Vicinity Map** below for the location of the Site and surrounding development activities.

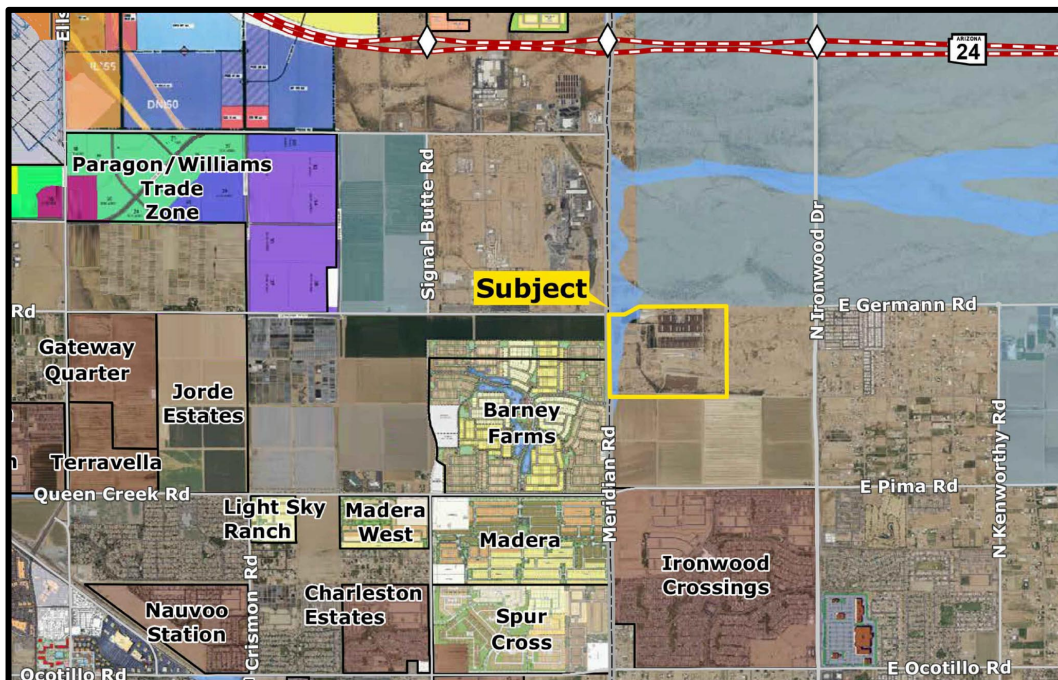


Figure 1: Vicinity Map

2b. Surrounding Properties

The Property is currently surrounded by vacant land to the north and east, and agricultural land currently being farmed to the south and west.

The parcel to the immediate south and east (APN #104-22-001C, called Germann 516) was recently annexed into the Town of Queen Creek and was rezoned to residential (R1-5) zoning to allow for a large-scale residential community. The property also included two commercial parcels that were rezoned to C-1, one at the northeast corner and southwest corner, as well as a high-density residential parcel south of the northeast corner zoned HDR. The R1-5 zoning on the Germann 516 site is immediately adjacent to the south and east borders of the subject site, with no arterial streets separating the properties at this time. This recent annexation and zoning case set the stage to ultimately change the land use designation on the subject site from Industrial to Commercial and Neighborhood to be consistent and compatible with recent Town Council decisions in the immediate area.

The property to the west has a strip along Germann Road that is zoned EMP A for employment use, with a majority of the land zoned for residential development, including a PAD overlay. The PAD portion, called Barney Farms, is planned for residential development that is now underway, as shown on **Figure 1: Vicinity Map**.

Much of the area north of the Site is State Trust Land recently rezoned (August 7, 2019) with the ASLD Specific Plan (SP). A copy of the approved Development Plan for the ASLD SP is shown as **Figure 2: ASLD Development Plan**. The ASLD SP splits the 4,136 acres of State Lands into 2,201 acres of designated Neighborhood land and 1,935 acres of designated Urban land. Throughout the entirety of the ASLD property, the sole distinguishing feature between Urban and Neighborhood is proximity to the future alignment of SR 24: within half a mile is Urban, more than half a mile is Neighborhood. Consistent with the Town's General Plan, the Neighborhood designation allows a wide range of future residential densities, as well some Commercial and Mixed Use land uses, while the Urban designation also allows a range of residential densities, and the full range of Commercial and Employment uses. The Neighborhood designation does not allow Employment uses, thus driving those uses in the ASLD SP toward SR 24. The overall ASLD SP allows more than 17,000 homes to be built on that property.

To further underscore the critical importance of SR 24 to the Town's future, the ASLD SP provides for Freeway Activity nodes and Arterial Activity nodes. There are three Freeway Activity nodes, one at each of the three interchanges that will be located entirely within the ASLD lands (at least on the south side of SR 24), at Ironwood, Kenworthy and Schnepf. The ASLD SP calls out these Freeway Activity nodes as the locations that "maximize accessibility and market value" and "lead to the attraction of high value employers" in the future of the Town, while areas further from SR 24 are set aside for "less dense residential development" (Page 46 of the SP). These three nodes have each

been called out, even though SR 24 is only funded out to Ironwood, illustrating the Town's considered view that they have to plan now for this future infrastructure, regardless of its current funding status.

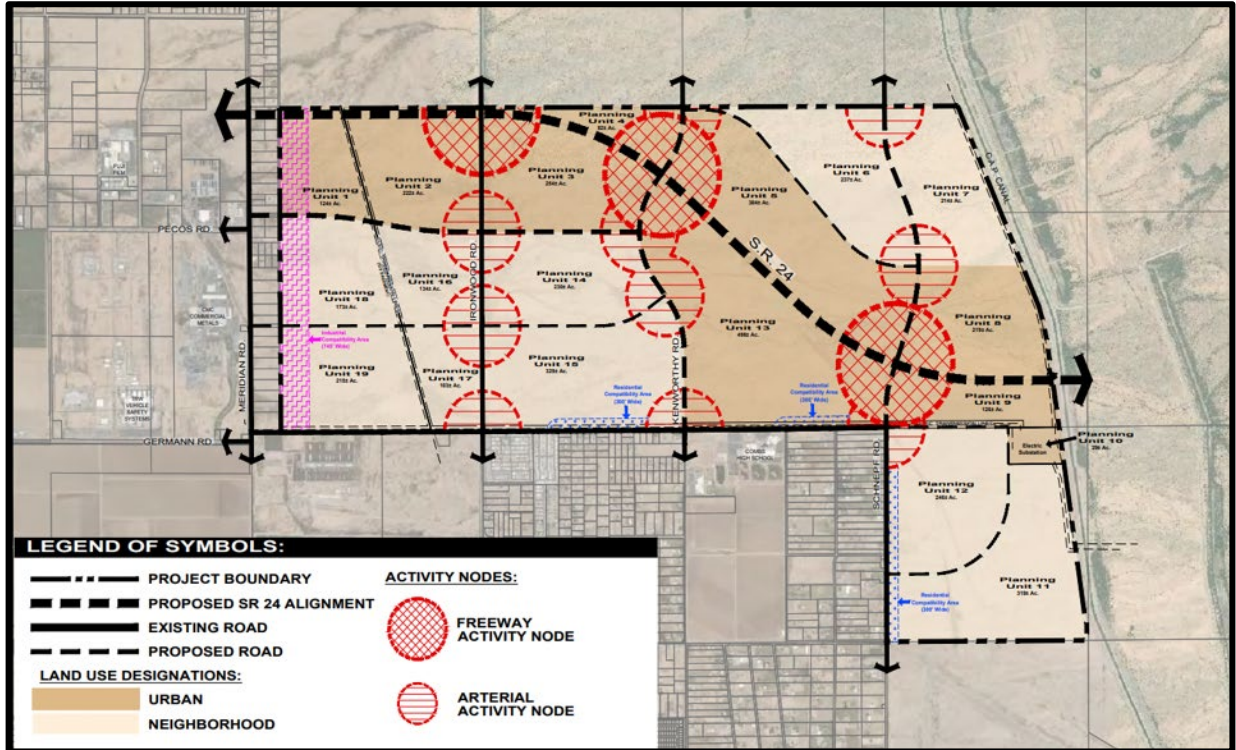


Figure 2: ASLD Development Plan

The western perimeter of the ASLD property runs from Germann up to the SR 24 alignment. It is separated from Meridian Road by a strip of small parcels that is 805 feet wide, and all of that strip is designated as Industrial in the General Plan. At its closest point, that puts the ASLD land a little over 1,600 feet from the front doors of the CMC Foundry -- 1,000 feet closer than the Zimmerman property is at its closest point.

In accordance with an Agreement between the Town and the City of Mesa, the ASLD has agreed to provide a 745 foot wide strip along its western perimeter to further buffer itself from the industrial properties in the adjacent jurisdiction. That buffer area cannot have residential development for a period of thirty (30) years; after thirty (30) years, that strip can be used for any permitted use, including residential. Even with its buffer, the permitted residential portion of the ASLD property will still be closer to the Foundry than the existing Zimmerman property – before taking into account any of the Zimmerman property's own Commercial buffer.

The strip of small parcels separating the ASLD property from Meridian also impacts the intensity of land use planning along Meridian. Specifically, there is no Freeway Activity node at Meridian, although there will be an interchange here, relegating Meridian to a lower status as a center of economic activity. Likewise, the separation created by the

strip means that the Arterial Activity nodes are all located on the arterials to the east (starting with Ironwood), with no nodes planned for Meridian.

The ASLD non-residential buffer area is about 90 acres in size, 2 percent of the total ASLD site. By contrast, the 14.2 acre non-residential buffer proposed by the Zimmerman Family represents more than 7% of the total acreage controlled by the Zimmerman Family – a much more significant commitment to support appropriate transitions than what the Town agreed to on the ASLD land. Of course, the ASLD property is also adjacent to the existing Dairy. However, the Town did not ask the ASLD to provide any buffer for the Dairy.

A summary of the surrounding general plan, zoning, and land uses is provided in **Table 1: Surrounding Property Designations**.

Table 1: Surrounding Property Designations			
Location	General Plan	Zoning	Land Use
Site	Industrial	AT (Agritainment)	Working Dairy
North	Industrial & Special District 3: State Land	Specific Plan	Vacant
South	Neighborhood	R1-5 (Residential)	Agriculture
East	Neighborhood	R1-5 (Residential)	Vacant
West	Industrial Strip & Neighborhood	PAD (Residential) and EMP A	Agriculture, Residential Construction

2c. Environmental Issues & Physical Conditions

Based on the information received on the Site's current use and its proposed use, prior to development it is recommended that a Phase I Environmental Site Assessment be performed to determine if there are any environmental concerns on the property. Potential issues that could arise, due to past uses, include oil and chemical spills, pesticide residues, underground storage tanks, etc. Additionally, due to the age of the structures on the site and the future site demolition, it is recommended to conduct an asbestos and a lead based paint assessment. Any required cleanup and environmental remediation that may be required will be performed prior to development on a phased basis as appropriate. The existing residence, structures, and fencing will be removed on a phased basis as part of any future development. See **Figure 3: Existing Conditions Exhibit** below.



Figure 3: Existing Conditions Exhibit

2d. Existing Circulation & Access

The Project is bounded to the west by the Meridian Road alignment and to the north by the Germann Road alignment. Adjacent to the Site, Meridian Road is an unimproved road alignment with no dedicated right-of-way and Germann Road is an unimproved road alignment with 50' dedicated right-of-way. Germann Road is improved to the west from Meridian Road to Ellsworth.

2e. Topography & Drainage

The Site generally slopes from east to west, with 12 feet of fall and an average grade of approximately 0.35 percent.

The Project is located within the Federal Emergency Management Agency National Flood Insurance Program's Flood Insurance Rate Map Number 04021C0200E, effective December 4, 2007. The majority of the site is located in Flood Area Zone X, which is defined as an area of 0.2% annual chance flood; areas of 1% annual chance flood with average depths of less than 1 foot or with drainage areas less than 1 square mile and areas protected by levees from 1% annual chance flood. A portion of the site along the Meridian Road alignment (west boundary) is located in Flood Zone A, which is defined as an area with a 1% annual chance of being flooded. No base flood elevations have been determined. Therefore, a CLOMR is required for development of the Project site.

On-Site Drainage

The Project is within the jurisdiction of the Town of Queen Creek and will need to be designed to comply with the effective drainage polices and standards established by the Town of Queen Creek. Onsite storm water retention for the 100-yr 2-hour storm event is required to be built within the boundary of the Project Site. Drywells will be required as

a means of dissipating basin storm water volumes. The number of required drywells is calculated based on 0.1 cubic feet per second dissipation rate per Town of Queen Creek requirements to drain the retention volume within 36-hours. Roadways within the Project are required to contain the 10-year storm event runoff within the concrete curbs, to a maximum depth at the top of curb. The 100-year storm event is required to be contained within the Right-of-Way. All finished floor elevations are set to a minimum of 12-inches above the ultimate overflow.

Off-Site Drainage

The Project Site was included in the East Mesa Area Drainage Master Plan drainage study completed by the Flood Control District of Maricopa County. This study delineated drainage areas and recommended channel improvements to control the drainage. The study shows approximately 720 CFS of off-site drainage crossing the property from the east and discharging at the northwest corner of the site. As part of the drainage improvements for development of the Project site, a channel should be built on the east property line to intercept the off-site flows. The flows should then be routed through and/or around the site and discharge in the natural location at the northwest corner of the site.

3. Description of Request

3a. Existing & Proposed Land Use

The Site currently has a General Plan land use designation of Industrial. The Industrial designation allows for employment uses including warehouses, manufacturing, and office as well as open space. See **Figure 4: Existing General Plan Land Use Map** for the current General Plan Land Use designation on the site and surrounding areas. This map demonstrates that the land immediately surrounding the property to the east, south and west is designated as Neighborhood, with a small strip of Industrial along Germann Road. Again, the property to the immediate south and east has no designated arterial road separating it from the Dairy. The State Trust land property to the north across Germann Road is designated as a Special District without a specific land use associated with it. However, as stated above, on August 7, 2019, the Town Council approved the ASLD SP, and the ASLD SP designates all of the ASLD property on the north side of Germann east to Kenworthy Road as Neighborhood. This does include a 745 foot wide non-residential strip at the west edge of the ASLD land, as well as 300 foot deep Residential compatibility area along a portion of Germann between Ironwood and Kenworthy. As previously indicated, the Town did not ask the ASLD to provide any buffer for the Dairy.

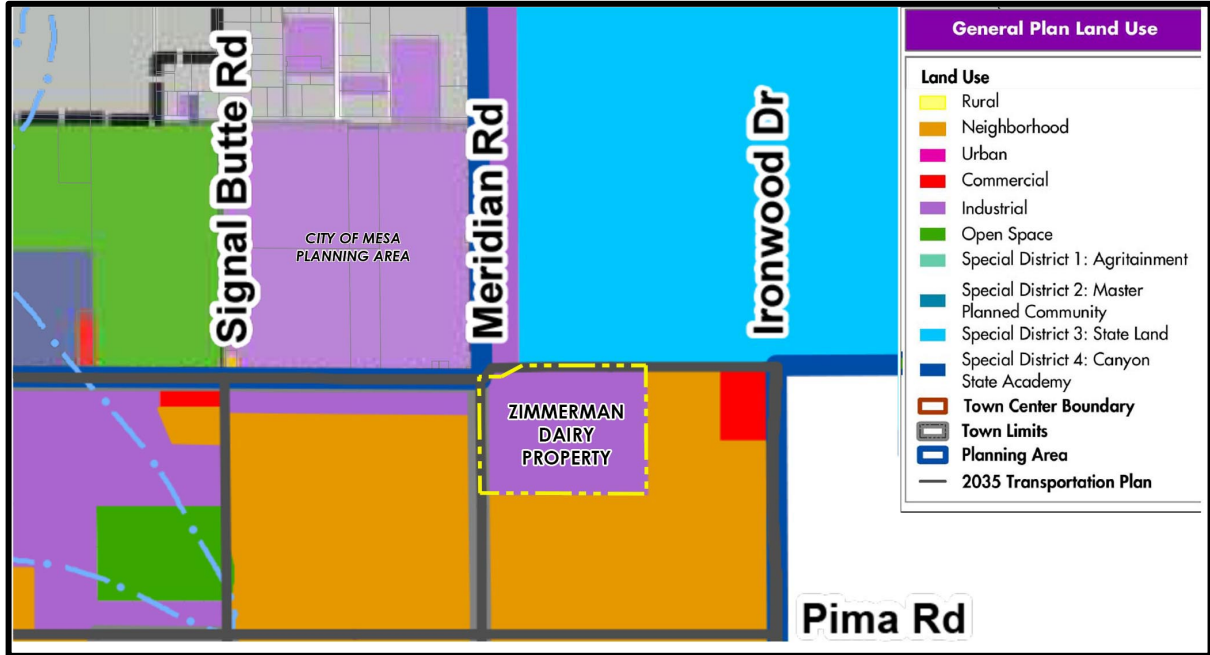


Figure 4: Existing General Plan Land Use Map

This request is to amend the Site's land use designation from 191.3 acres of Industrial to 14.2 acres of Commercial and 177.1 acres of Neighborhood. The Commercial designation allows for commercial uses, offices, and public buildings; it does not allow for residential uses. The Neighborhood designation allows for residential uses, commercial developments of up to 20 acres, some employment, civic/institutional uses, and open space. See **Figure 5: Proposed General Plan Land Use Map**. As **Figure 5** visually demonstrates, the Commercial and Neighborhood land use designations are much more consistent and compatible than the Industrial designation at this specific location. As mentioned in the introduction of this narrative, the intent is that the hard corner of Meridian Road and Germann Road be planned as Commercial, and C-2 zoning will be requested at the time of zoning. The exact size of the Commercial corner is deferred until zoning. As indicated above, the Neighborhood designation allows some commercial uses, so the exact acreage of the commercial corner could increase. This General Plan Amendment only sets a minimum acreage for the commercial uses.

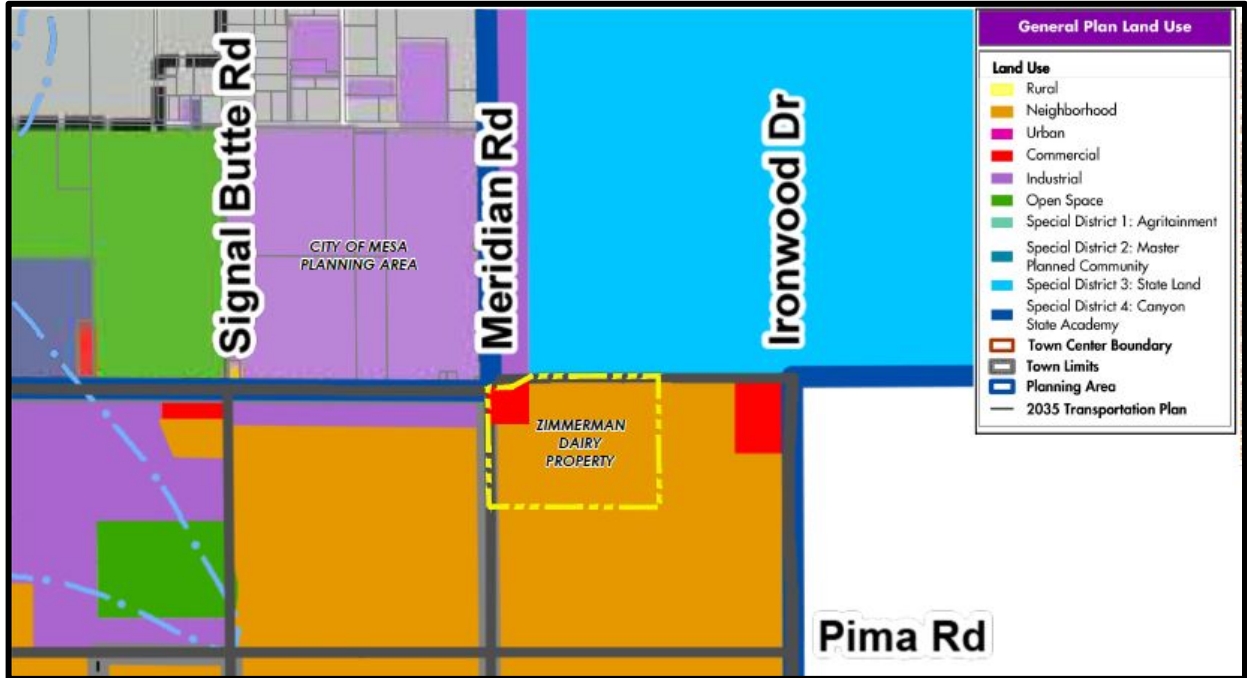


Figure 5: Proposed General Plan Land Use Map

The request to amend the General Plan to Neighborhood is consistent and compatible with recent activities in the area. Germann 516, the approximately 516-acre property wrapping the east and south sides of the Site, was rezoned in 2018 to R1-5 allowing for single-family residential development, with some C-2 and HDR zoning on the corners. Much of the area west of the site is also zoned R1-5 and is planned for the Barney Farms single-family residential development. The ASLD SP has a Neighborhood designation across Germann to the north. There is a 745 foot wide non-residential area, which leaves an area that is approximately 1,650 feet that is potentially residential opposite the subject property. Given that the Property is surrounded on at least three sides by planned single-family residential, and possibly along portions of all four sides, the Industrial land use designation is no longer appropriate for this Site. Instead, the Neighborhood designation will be more compatible with surrounding development with a Commercial designation as a buffer at the hard corner of Meridian and Germann Road. See **Table 2: Land Use Categories** below for a summary of the appropriate zoning districts based on the existing and proposed land use designations.

Table 2: Land Use Categories		
Zoning Districts	Industrial	Neighborhood
Rural Estate (R1-43)		X
Suburban Residential (R1-35 & R1-18)		X
Suburban Development (R1-15 & R1-12)		X
Urban Development (R1-9, R1-7, R1-5, R1-4, MDR, HDR)		X
Light Commercial (C-1)		X
General Commercial (C-2)		X
Public/Quasi-Public (P/QP)	X	X
Office/Industrial Park (EMP-A)	X	
General/Industrial (EMP-B)	X	
Neighborhood Commercial/Office Mixed-Use (NC)		X
Planned Area Development Overlay (PAD)	X	X

3b. Existing & Proposed Zoning

The Site is currently zoned AT (Agritainment). The AT zoning designation is intended to support and enhance agriculture use in the Town. It allows for uses that are compatible with agriculture including open space, natural resource management, outdoor recreation, commercial and residential uses. This district requires a Planned Area Development (PAD) overlay. **Figure 6: Existing Zoning** shows the existing zoning for this Site and surrounding area. As this graphic depicts, residential zoning surrounds the Site on most of three sides.

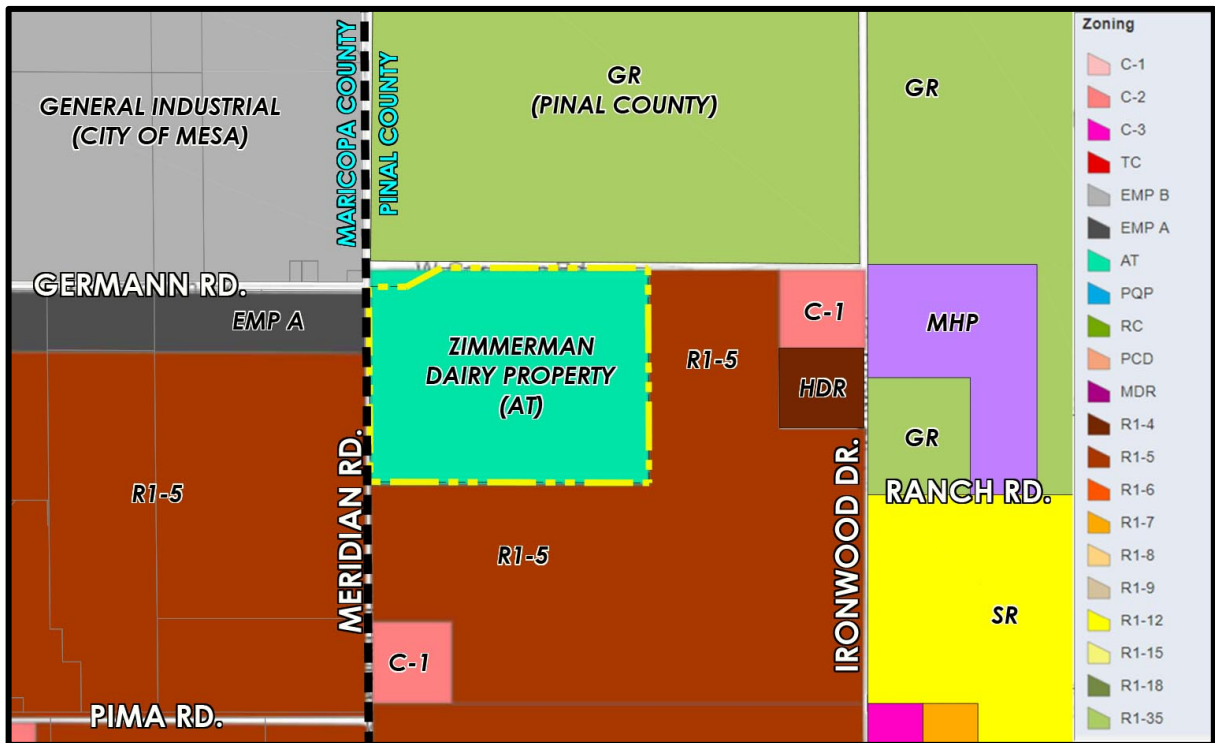


Figure 6: Existing Zoning

This Major General Plan Amendment will be followed by a request to rezone the Property from AT to approximately 171-acres of R1-5 and at least 14-acres of C-2 zoning at the northwest corner of the Site, all with a possible PAD overlay. As indicated previously, the Neighborhood designation allows the commercial corner to expand. R1-5 would allow for residential development of up to 5 dwelling units per acre, consistent with most of the property surrounding the Site. Rezoning approximately 171 acres to R1-5 would result in a maximum residential yield of 855 units based on the maximum density permitted of 5 dwelling units per acre within R1-5 zoning. The R1-5 zoning designation would match the zoning approved for the Germann 516 development located east and south of the Site as well as the Barney Farms development located west of the Site. See **Figure 7: Conceptual Proposed Zoning** for the location of the proposed zoning on Site and surrounding area.

The conceptual plan shows a larger commercial corner, which this General Plan would allow. A larger commercial parcel could provide for approximately 175,000 square feet of commercial, retail and office use to support the growing residential population in the area, and would also provide a buffer and transition to the employment strip along Germann Road to the west and other existing and planned employment uses north and northwest of the Site.

The C-2 zoning category is for General Commercial uses, primarily either office or retail. Thus, the Commercial corner may yield employment opportunities, sales tax revenue, or a mixture of both, for the Town. More generally, the C-2 district allows for commercial operations designed to serve the community, including a broad range of commercial operations and services necessary for a thriving Town and community. The Town of Queen Creek 2018 General Plan allows commercial developments of up to 20 acres to be located within the Neighborhood land use designation, allowing the Applicant to include additional commercial zoning within this designation. **Figure 7: Conceptual Proposed Zoning** shows how the C-2 and R1-5 zoning districts will likely be situated on the Site. Details on the specific zoning acres, land uses, and conceptual site plan will be provided with the future rezoning case.

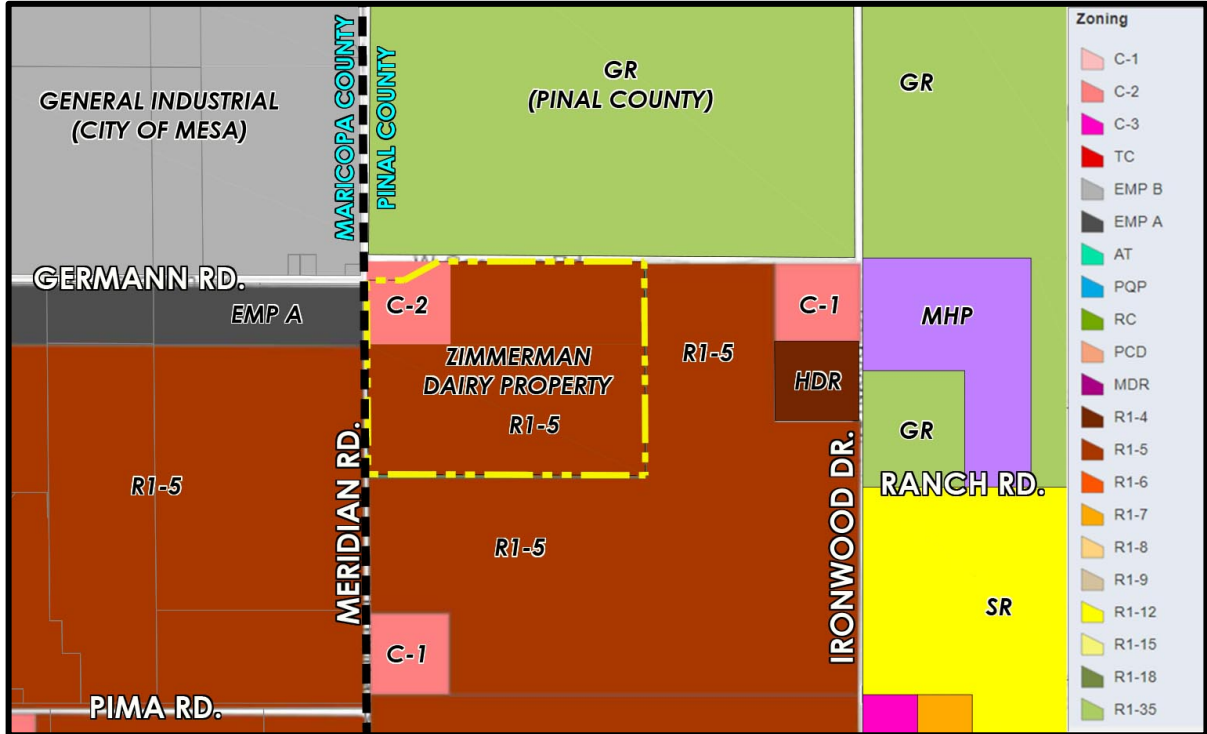


Figure 7: Conceptual Proposed Zoning

3c. Site Access & Right-of-Way

Site access and required right-of-way dedications will be reviewed with the future rezoning application.

4. Impacts of the Amendment

4a. Conformance with the Queen Creek General Plan Elements

The Queen Creek 2018 General Plan outlines a variety of Goals, Strategies and Actions within 10 major Elements to guide development within the Town. While not all of the Goals, Strategies and Actions are applicable to this Amendment request, below is a summary of several of the relevant items within each applicable Element for further discussion related to overall conformance.

1) Land Use Element

Goal 1: Maintain the Town's unique community character

Strategy 1.A: Protect and promote the Town's history, amenities, and development potential to create a unique, attractive, desirable, and economically sustainable community.

Action: Ensure compatibility between new projects and existing neighborhoods by providing appropriate transitions as described in the Land Use Category Requirements Table included in this Plan.

Response: As has been described in the previous sections of this narrative, based on recent Town Council actions to annex and rezone adjacent property, the Industrial designation at this site is no longer the most compatible or the most appropriate use

of the property. Changing the land use designation from Industrial to Commercial and Neighborhood and removing the dairy farm at this location will ensure the long-term sustainability of the planned neighborhoods in this area and will ensure an appropriate transition from the nearby employment uses by the inclusion of a commercial development at the intersection of Meridian and Germann. Additionally, while not included in this General Plan Amendment application, at the time of rezoning, detailed development plans will be provided to demonstrate an overall project theme, vision and character that will protect and promote the Town's history and development potential as a creative, unique, attractive and desirable place to live.

In addition, the opportunity for residential development of the Dairy site is immediate; there is no indication whatsoever of any market interest for Industrial use. Leaving this property with its current Industrial designation will delay the phasing out of the Dairy. Not only is that likely to trigger complaints from the future residents of Fulton Homes at Barney Farms, but it is also likely to delay the development of the immediately adjacent LDS property, the zoning for which the Town has already approved. Maintaining the current Industrial designation will both complicate and delay development of adjacent properties, contrary to the Action envisioned for this General Plan Goal.

Goal 3: Ensure long-term employment diversity and economic stability.

Response: As discussed above, by focusing the employment uses where they are most compatible, opportunities for successful industrial and employment development, without residential conflicts and compatibility issues, can thrive. Many employers look for sites where they don't need to worry about existing or future land use conflicts, and the Subject Site will certainly fall into that category. There is an abundance of currently designated Industrial land within the flight path that would be more suitable for employment uses, and those areas should be the focus of economic development for a diverse and stable economy.

Goal 4: Promote seamless development between the Town and adjacent jurisdictions.

Response: The proposed amendment request will do exactly what this goal promotes in a reasonable and fair manner to all impacted properties. As noted previously, the immediately adjacent property to the east, south, and southwest are already transitioning to residential uses, so the Industrial designation on the entirety of this property needs to be changed. At the same time, just as the Barney Farms and ASLD properties have already done, a non-residential transition needs to be provided with regard to the industrial uses located to the northwest in the City of Mesa.

This proposal provides that seamless transition to the adjacent jurisdiction. The 14.2 acre Commercial corner will prohibit residential uses, and will allow only office and retail uses, which are compatible with the industrial uses in Mesa. In doing so, the Zimmerman Family is providing a significantly greater linear separation from the

Foundry than the ASLD property has provided, and does so by setting aside a significantly greater percentage of its acreage for non-residential uses. The commitment made here for a non-residential area will provide a reasonable and seamless transition to the Mesa lands.

2) Housing Element

Goal 1: Provide a diverse range of quality housing options for current and future residents.

Strategy 1.A: Promote the creation and maintenance of attractive, high-quality neighborhoods to ensure a healthy, safe, and attractive environment today and into the future.

Response: The Industrial land use does not allow for residential development, even though most of the land use surrounding the property is designated for residential development. Thus, this property is strongly suited for residential use, and through a subsequent rezoning case, will provide opportunities to offer attractive, high-quality neighborhoods to serve the growing population with a variety of product types and lifestyle choices for all residents.

3) Growth Areas Element

Goal 1: Plan for and prepare to guide development within growth areas.

Strategy 1.A: Encourage the following within the State Route 24 Growth Area:

- *Mixed use, walkable transit supportive development located along SR24 with access to SR24.*
- *Office or commerce parks suitable for high-tech or airport related high-wage jobs.*
- *Walkable mixed use commercial or retail center located at Ironwood Road to also serve the SanTan Valley and Superstition Vistas.*
- *Higher density residential areas.*

Response: This Property is within the State Route 24 Growth Area #6 but is at the very southern end of this growth area approximately 1.5 miles from the future State Route 24 and adjacent to the North Specific Area Plan Growth Area. Most of the employment uses will likely be located within the State Land areas adjacent to SR24, with the southern-most section being designed as walkable, residential development and corner commercial uses. Indeed, this is exactly what the pending State Land Department application depicts. The change in land use designation will facilitate the removal of the dairy and development of residential and commercial/retail uses to continue to spur growth and demand for additional employment uses in appropriate locations near primary regional transportation corridors and in proximity to the airport.

4) Circulation Element

Goal 1: Develop a multi-modal transportation system for all users.

Strategy 1.B: Develop a safe, continuous arterial street network that can accommodate all modes, minimize congestion, and connect to arterial street networks of neighboring communities.

Strategy 1.C: Develop a safe network of collector and local streets than connect neighborhoods to the arterial street network, encourage bicycling and walking, and incorporate traffic calming strategies.

Response: The current dairy farm is fully operational and does not have the need for the extension of adjacent arterial roads. As part of this amendment and subsequent rezoning request, all perimeter roads (Meridian Road and Germann Road) will be developed on a phased basis to extend the arterial street through the area, further enhancing the overall arterial street system and transportation corridors and providing opportunities for other modes of travel such as bicycling and walking. Additionally, as the Site is developed, a system of collector and local streets will be developed and coordinated with the adjacent Germann 516 property to the south and east to ensure a compatible and connected arterial, collector and local street system with opportunities for walking and bicycling. This amendment will further the goals and strategies of a multi-modal, comprehensive and connected circulation system.

5) Recreation, Parks, and Open Space Element

Goal 1: Develop a comprehensive park system to provide open spaces and recreational opportunities appropriate to a community the size of Queen Creek.

Response: While there are no designated Town parks or trail corridors within the Site as defined within the General Plan, the planned residential development on the Site will include parks, trails and recreational open space to serve the residents of the area. This will include a combination of neighborhood parks, pocket parks, trails and other active and passive open spaces to further to Town's goals of an active and healthy community with a comprehensive park system to provide recreational opportunities for Queen Creek residents.

6) Environmental Element

Goal 1: Protect and improve air quality.

Goal 2: Reduce the amount of solid waste.

Goal 3: Promote environmental sensitivity in the built environment.

Response: The Site is currently home to a working dairy farm. Dairy uses are not known to improve air quality or to reduce the amount of solid waste, and typically generate offensive odor to immediately adjacent properties. Additionally, there may be some environmental contaminants on the site that may not be compatible with surrounding residential uses. Amending the Site from Industrial to Commercial and Neighborhood will allow the Site to more quickly transition to a use that is better suited to promoting environmental sensitivity in the built environment. A Phase 1 Environmental Site Assessment will be conducted as part of a future rezoning case, and any environmental cleanup that is necessary will be completed on a phased basis as the site is transitions from an active dairy farm to residential and commercial development, substantially improving the overall environmental quality of the property and surrounding area.

7) Water Resources Element

Goal 1: Effectively and efficiently manage water resources.

Goal 2: Protect and conserve water resources.

Response: The Site is located within the Town of Queen Creek's Water Service Area. The proposed transition from Industrial to Commercial and Neighborhood will not have a negative impact on the Town's goal to effectively and efficiently manage water resources or protect and conserve water.

8) Economic Development Element

Goal 1: Attract private investment and foster job creation in Queen Creek.

Goal 2: Create an entrepreneurial culture that fosters new ideas and the creation of new business.

Goal 5: Plan for and invest in the infrastructure that supports economic development.

Response: As stated throughout this narrative and further in the Findings of Fact that follows, in determining appropriate and compatible locations for industrial and employment uses, it is critical that the Town identify appropriate locations for such employment uses. Major employers typically want to avoid locating in areas where they risk conflicts with residential development. This site is surrounded on at least a portion of all four sides by planned residential development, making it much less suitable for industrial use than other much more compatible site within the Town and other nearby areas. Particularly, the Freeway Activity Nodes along SR 24 identified in the ASLD SP are expressly and ideally suited for major industrial and employment uses, and, because of their proximity to Freeway interchanges and the significant overall acreage involved at the ASLD site, are best positioned to provide adequate separation and buffering from residential uses. These areas should be, and will be for the market, the primary focus for economic growth and opportunity, while the Site and immediately surrounding area focuses on residential growth. In addition, residential development of the subject site will ultimately spur more demand for jobs and economic opportunities in suitable locations. Additionally, the proposed Commercial corner will include a commercial parcel to serve as a buffer at the primary intersection of Meridian and Germann. This commercial parcel would not be viable without a significant residential population to create demand for such services. By promoting residential uses in appropriate locations within this Growth Area, demand for commercial services and employment opportunities within nearby appropriate locations can thrive.

9) Cost of Development Element

Goal 1: Maintain a consistent level of high quality services for all Queen Creek Residents.

Strategy A.1: Ensure that new development pays its fair share of public improvements and facilities under current State law.

Response: The Town of Queen Creek requires developers to dedicate adjacent rights-of-way and infrastructure improvements adjacent to their properties through the rezoning and development process. Through the requirements of a rezoning, all new development on this Property will contribute its fair share toward the cost of public services needed to serve the new development. Because the Site is not as desirable as other Industrial sites within the Town, it is likely that if it maintains the Industrial land use it could be decades before the Site would develop to anything other than the existing dairy farm, and thus not contribute to the necessary infrastructure improvements needed to spur growth and development. Changing the land use to Commercial and Neighborhood would spur development of the Site in the near term, thus roadway and infrastructure improvements would be constructed by the developer sooner at a net benefit to the Town and surrounding communities.

10) Public Safety Element

Goal 1: *Foster a safe and vibrant community to enhance the quality of life.*

Response: The Town of Queen Creek levies a portion of its primary property tax to fund public safety. A residential development of this size will increase the amount of property tax revenue the Town will bring in and therefore will increase the opportunity to further enhance public safety. The Site is located approximately two miles from the future Fire Station #5.

4b. Findings of Fact

As required by the Town of Queen Creek General Plan Amendment Application, below is a detailed response to each Finding of Fact as listed in the requirements for a Major General Plan Amendment:

1. *Whether this change in the General Plan land use map will result in a shortage of land for other planned uses (for example and not limited to, will this change result in a substantial and undesirable reduction in the amount of available land for employment or higher density housing development?)*

This change from Industrial to Commercial and Neighborhoods is part of the ongoing evolution of the Town, as it continues to reduce its oversupply of Industrial land and replaces it with more appropriate Commercial and Neighborhood designations. This proposal does not result in a shortage; it helps to reduce an excess. After changing the 191 acres involved here from Industrial, the Town will continue to have an excess of more than 300 acres of underutilized, Industrially designated land.

The Town of Queen Creek has long worked to strike a proper balance between residential and employment uses. In this regard, there are three competing factors:

- a. The Town's residents report that they enjoy the Town's quiet, residential nature, and almost all of them commute out of Town to go to work each day – they are apparently not clamoring to bring industrial development to their door.

- b. Despite the low level of employment opportunities within the Town, the Town has an abundance of land designated for employment uses, an abundance that has been repeatedly described as vastly excessive.
- c. Although the Town has plenty of land set aside for employment uses, the Town has also been very practical in recognizing that those lands have not been developed in part due to their relatively poor location to attract industrial and employment development. The difficulty is that the same factors that make Queen Creek so ideal for residential development – its peaceful solitude – is the thing that keeps employers away: lack of relative proximity to freeways and other infrastructure. The unfortunate result is that land stays empty instead of being developed. The goal may be good, but the result is bad.

The North Specific Area Plan

The Town delved most deeply into these competing pressures when it adopted the North Specific Area Plan (NSAP) in 2015. The NSAP's main conclusion is this:

Commercial Uses: New Land For Entire Incorporated area (in acres) ¹				
	Per Current QC General Plan	Per Proposed North and South area plans	TischlerBise: Maximum acres absorbed by 2053	ESI: Maximum acres absorbed by 2050
<i>Retail</i>	1,506	879	157	240
<i>Industrial</i>	1,942	1,447	546	345
<i>Office</i>	311	243	161	337
<i>Agritainment²</i>	0	208	0	0
Total	3,759	2,777	864	922

¹The Current General Plan includes 60% of total Mixed Use acres (502 of 837 total acres). Since total Mixed Use is reduced by 227 acres in the SAP, this impacts retail acres in the SAP significantly. Office figures also include 30% of Mixed Use acres in both of the Current General Plan and SAP columns. In the fourth column, ESI findings, the office figure includes medical office, hospital and related uses as well.

²Agritainment use is located in the South Specific Area Plan which is a companion document to the North Specific Area Plan and is being processed separately. It is shown here to identify the total acreage anticipated to be included in this category.

Table 3: Commercial Use Table

“Queen Creek has an excess of land set aside for retail, office and industrial development” (Page 33).

The Town General Plan has designated four times as much Industrial land as it needs. The amount of Industrial land is excessive, and the land is located in the last place the market wants to build it.

The NSAP reviews a series of economic reports prepared by both the Town and by private applicants to the Town that document the vast excess of Industrial designated land, far in excess of what the Town would ever need or consume.

"The number of acres identified in the current General Plan that are dedicated to retail and industrial development appear to be too heavily weighted for the post-recession economy and transportation potential (Page 26)."

"Employment Land Supply/Demand Analysis, Town of Queen Creek, Arizona, November 2004: This report was prepared for Circle G Property Development by Elliott D. Pollack & Co. and concluded at the time that the Town had designated approximately three times as much employment land (based on MAG population projections) than the community will need over the long term to serve its future employment base. The report suggested that it would be reasonable for Queen Creek to consider reducing its employment inventory to be more consistent with projected demand" (Page 26, emphasis supplied).

"Advisory Services Panel Report, Williams Gateway Area, 2006: The Urban Land Institute panel of experts conducted this report for the entire Gateway area. ... [C]ommunities are all driven by the presence of people—people who need places to live. Successful and desirable communities are the ones that balance these uses most appropriately" (Page 27).

"Town of Queen Creek Long Term Employment Land Supply and Demand Analysis, Final Report, November 2009 (Applied Economics): ... The results conclude that 634 total net new employment acres will be needed by 2030" (Page 27).

"The TischlerBise study suggests that given the market projections described in this report, there is a potential projected need for a high of approximately 860 acres to a low of 430 acres for net new retail, office and industrial development combined. this conclusion was in line with past studies" (Page 30).

"The last approach shows ESI's findings which incorporates MAG's FAR's. This yields 11.6 million in net new square feet of space for retail, office and

industrial development, and translates into 922 acres within the target FAR" (Page 32).

"[B]ased on the current land mix in the General Plan, the North Specific Area has a job-to-housing ratio of 5.07. According to the American Planning Association, the ideal ratio of jobs to housing is 1.5 to 1" (Page 33).

These are the various reports that lead to the graphic conclusion above that the Town has far too much Industrially designated land.

The NSAP also notes that there is an abundance of industrially zoned land in the City of Mesa and elsewhere that is much better located than the Industrial lands located in the Town of Queen Creek.

"Approximately 15,000 acres of employment land surrounds PMGA, most of which has the advantages of being located near freeways, closer to the core, and/or better access to existing infrastructure" (Page 10).

"Lack of direct access to freeways was identified as one of the weakness of the NSAP that may cause a hindrance to the growth of the area" (Page 16).

"[T]he current Town of Queen Creek General Plan calls for a projected 1.64 job-to-housing ratio. This remains significantly high; especially considering the relative lack of access to freeway infrastructure the Town expects to have at build-out" (Page 33).

"Phoenix, Scottsdale and Tempe also have larger employment bases due to their relative location to transportation infrastructure, location in the geographic middle of the region's population center, and longer periods of growth and development" (Page 34).

"There are years of investment potential in this region for commercial and industrial properties in the area between currently active sites (under active planning and construction) and the Town's North and South Specific Areas. Close proximity to freeways is a catalyst for investment in these sectors" (Page 37).

"The largest apparent challenge is the large supply of designated employment land in this NSAP. Compared to other segments of the Gateway region, Queen Creek is the furthest away from critical freeways,

and has the least developed local roads and infrastructure, presently placing the employment center at a competitive disadvantage” (Page 55).

Finally, the NSAP reaches the conclusion that is so important in this specific case: unmarketable Industrial land does not get developed:

“[The] oversupply of employment land uses will serve to dampen short- and long-term absorption rates. Not only does Queen Creek have significant employment areas, the City of Mesa does as well. In all, it is estimated that between Mesa and Queen Creek, the area has nearly 14,000 acres (21 square miles) of land designated for employment” (Page 16).

“Over-supply of industrial opportunity sites may tend to have a negative long-term effect on the existing developments nearby and on the balance of land uses in the Town” (Page 35).

“By increasing residential land use opportunities in this NSAP at the east and west ends, a condition is promoted where earlier development of critical roads and utility infrastructure necessary is promoted to bring industrial property from its current un-marketable condition, closer to ‘shovel ready’ for development and job growth” (Page 55).

In most cases, this means that vacant land sits vacant: not an ideal outcome, but not a cause of problems. Here, though, there is a working Dairy that good planning tells us needs to be moved before too many residents move in. Further, development of the immediately adjacent Germann 561 is likely being delayed because of the ongoing presence of the Dairy. As long as the Dairy retains its Industrial designation and cannot be sold for other, more reasonable and immediate uses, the Dairy becomes an impediment to compatible development. The Industrial designation actually harms its neighbors.

The NSAP slashed the Industrial acreage within its confines from 1,132 acres to 677 acres, a 40% reduction. Given that the maximum projected need for the Town is 922 acres, that is still means that the NSAP is providing almost three-quarters of the Town's projected needs. As we are about to see, that is still likely to be far too much.

The State Land

The NSAP focused on land that is located west of Meridian and underneath the Airport overflight path. At the time of its adoption, in 2015, the ASLD property to the north of the subject property was great unknown. The ASLD property had not been

annexed, and although the Town had already included it in its planning area, its potential to the future of the Town was uncertain. As the NSAP put it:

“There are also lands outside the scope of this study, within the Town’s Planning Area, that may represent additional commercial and industrial (and resulting job) opportunities for decades to come” (Page 34).

That question has now been answered. Earlier this year, the Town Council approved the zoning of over 4,000 acres of State Land along and adjacent to the SR 24 alignment -- a site more than 20 times the size of the subject property here. The impact of that action renders any action here de minimis by comparison. In addition, that approval recognizes and embraces the true future for intense development in the Town: along the freeway, just as has been the case for municipalities across the metropolitan area. As already indicated above, the ASLD Specific Plan expressly provides three Freeway Activity nodes that “maximize accessibility and market value” and “lead to the attraction of high value employers” in the future of the Town, while areas further from SR 24 are set aside for “less dense residential development” (Page 46 of the SP). That is sound planning, fully consistent with the vision of the NSAP to find employment opportunities adjacent to freeways. Changing the small subject property here to Residential with a Commercial corner is consistent with that larger planning effort.

The Urban portion of the ASLD Specific Plan is about 2,200 acres. Obviously not all of that will be used for Employment uses, but even if only 10% (220 acres) were – a ridiculous assumption, given the importance of freeway access -- that would entirely replace the 191 acres at issue here, in a vastly superior location. The NSAP provides almost 75% of the Town’s Industrial needs, leaving a need for only 245 acres. It is unimaginable to think that the ASLD property’s 2,200 Urban Acres will not produce 245 acres of employment and commercial activity.

In addition, what the ASLD SP does that the General Plan had not done previously is recognize the marketability of lands for employment uses – the factor specified by the NSAP. Putting a designation on a map without regard to major transportation corridors or marketability is not planning: vacant land with unmarketable land use designations doesn’t benefit the Town, it merely penalizes certain land owners, signaling them out to bear the cost of an unrealistic aspiration. Common sense tells you that a major employer looking for significant acreage is not going to two miles away from the SR 24 down an arterial street with no activity nodes that is immediately adjacent to R1-5 land, when that same employer can be adjacent to the SR 24 in a Freeway Activity node along an arterial street that itself has Arterial Activity nodes. Leaving the subject site as Industrial mothballs it in uncertainty for years, whereas the proposal puts the land to work today. And leaving the subject property vacant means inviting the Dairy to stay, even as homes encroach into the area.

Airport

There is also a substantial amount of industrial land use approximately 1-mile west of the Subject Site within the vicinity of the flight path of the Phoenix-Mesa Gateway Airport. This industrial use designation is highlighted both in the Town's General Plan Land Use Map and within the Town's North Area Specific Plan. See **Figure 8: Existing Queen Creek Industrial Uses** and **Figure 9: 2008 General Plan Land Use Map for North Area Specific Plan**.

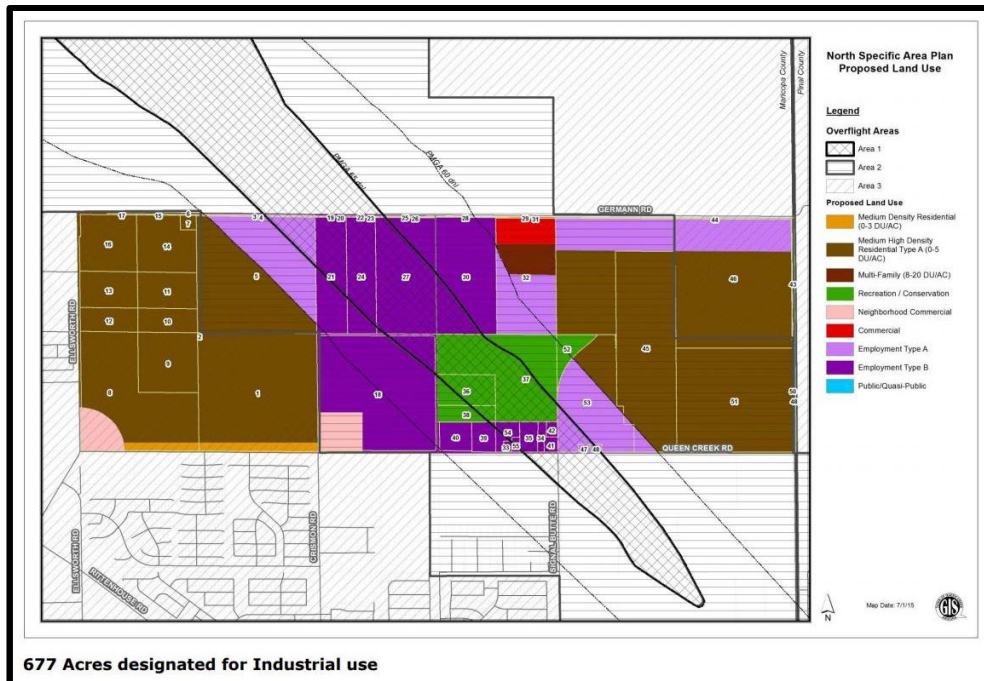


Figure 8: Existing Queen Creek Industrial Areas

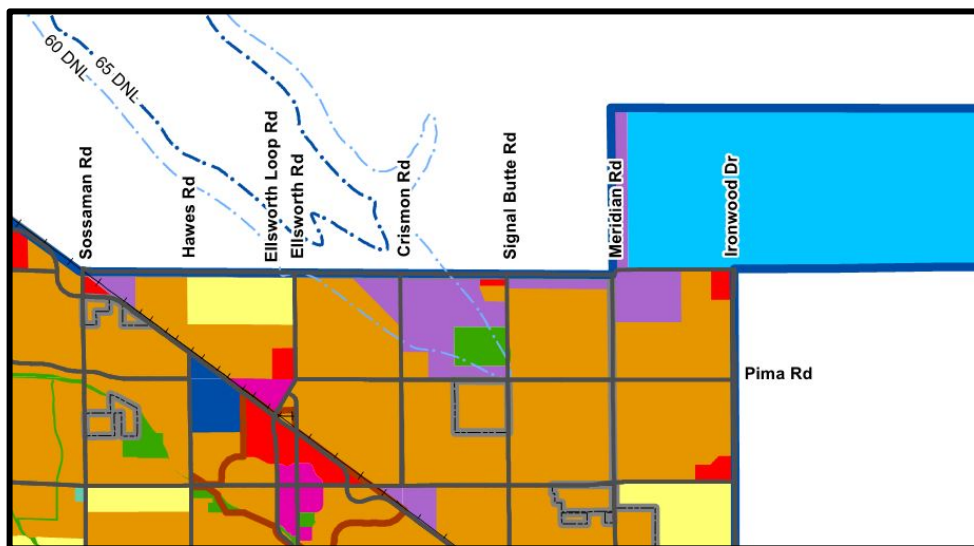


Figure 9: 2008 General Plan Land Use Map for North Specific Area Plan

Even this land in the Town will have to wait for its time because of the lands in Mesa closer to the Airport. According to the NSAP:

“The PMGA region anticipates absorbing approximately 1,500 acres of employment area in the next 25 years. PMGA property currently has 1,000 acres of on-airport property with more advantageous infrastructure that is in the same market with surrounding employment properties” (Page 35).

This is the Paragon-Williams Trade Area identified way back in Figure 1. The Mesa Gateway Strategic Development Plan covers an area of 32 square miles of land surrounding the Airport within the City that is expected to produce in excess of 100,000 jobs over the next few decades. See **Figure 10: City of Mesa General Plan Character Area Map**. It may be that future residents of Queen Creek do indeed leave Town for work – they may well just cross Germann Road and go into the City of Mesa, minutes away from their home in the Town.

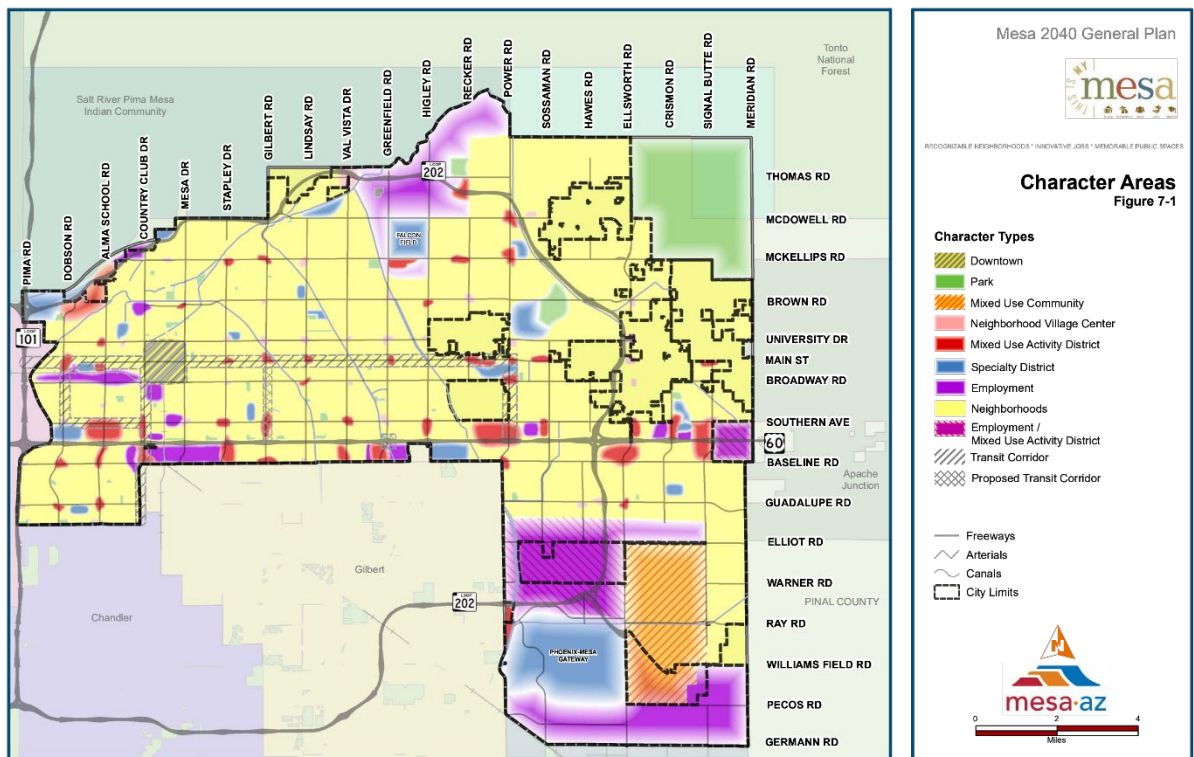


Figure 10: City of Mesa General Plan Character Area Map

Summary

In 2015, the Town approved the NSAP, reducing Industrially designated land by hundreds of acres because *“Queen Creek has an excess of land set aside for retail, office and industrial development” (Page 33)*. The NSAP reported that the Town

would need a maximum of 922 acres of land reserved for future employment needs. If the Town approves this proposal, the Town's remaining inventory will look like this:

TOWN OF QUEEN CREEK	
Underutilized Land Zoned for Industrial Uses (2)	
EST. ACRES	LOCATION
446	Gateway Airport Noise Contour Area
400	ASLD "Urban Land Use" (1)
127	ASLD "Industrial Compatibility Area"
86	Barney Farms North Strip
80	Schnepf Family Farms
35	Power Marketplace Business Park
39	Inverness Industrial Park
28	SWC Germann & 196th St.
7	Ellsworth & Rittenhouse
1,248	Total Underutilized IND. Zoned Acres
<p>(1) Urban Land Use provides for mixed uses including Office / Industrial (EMP-A & EMP-B Zoning Designations). Land Advisors ESTIMATES that 400+/- Acres will develop as Office / Employment along the SR 24 freeway corridor over time.</p> <p>(2) Underutilized land zoned for Industrial Uses refers to areas within Queen Creek that are currently zoned for Industrial use, but which are not currently being utilized to their full industrial potential. Some of these areas are vacant while others currently hold small businesses. All have the potential for future increased industrial development.</p>	

Table 4: Underutilized Industrial Land Inventory

The Town will still have more than 300 acres of vacant or underutilized Industrially designated land than its own studies say it will ever need. That's 35% more Industrial land than it requires.

The 14 acre Commercial corner proposed here is completely reasonable. There is no fact-based reason to hold back any more land than that for non-residential uses in a marketplace that is saturated. Such land will simply sit vacant, contributing nothing to the surrounding community or the Town, and that is poor planning.

2. Does the proposed amendment constitute an overall improvement to the Queen Creek General Plan and is not solely for the good or benefit of a particular landowner or owners at a particular point in time?

The proposed amendment constitutes an overall improvement to Queen Creek and its residents.

First, the proposed Amendment makes the designations of this site more consistent with the designations of the properties in the Town that are adjacent to it. Currently, the properties to the east, south, west, and some of the north, all within the Town of Queen Creek, are designated as Neighborhood within the 2018 Queen Creek General Plan Land Use Map. That includes Barney Farms, a large residential master planned community planned to the west and southwest of the site; the Germann 516 property immediately to the south and east, rezoned to R1-5 last year by the Town Council, with two Commercial corners; and the ASLD Specific Plan, 4,100 acres of freeway-proximate zoning that allows for as many as 17,000 homes, with a Neighborhood designation stretching along Germann east to Kenworth Road.

Second, the proposed Amendment also benefits the Town by ensuring a timely transition away from the Dairy use. While there are other industrial uses in the general area, none of them involved a well-known transitional use like a Dairy. When residential development commences, the first complaints from new residents are always about the dairies, and the dairies are always the first business that has to relocate – this is the third location where members of the Zimmerman Family have operated a dairy.

Thus, it would be of benefit to the incoming residents at Barney Farms, and to the Town staff and officials, to support an effort by the Zimmermans to find a buyer ready to assist with a purchase and relocation, i.e., a termination of the existing use. The Zimmerman property has had an Industrial designation for years, but there are no Industrial buyers or users – this is the “oversupply” of employment land identified in the NSAP that dampens absorption rates, not just in the short term but in the long term as well. Leaving this property with the Industrial designation just encourages the Dairy to stay put, and that will have an adverse impact on the growing adjacent community. This General Plan Amendment will facilitate the quick transition out of the Dairy at this site.

Third, the proposed Amendment more specifically provides better planning between the subject property and the immediately adjacent LDS property. In 2018, the Town approved R1-5 zoning immediately adjacent to the Industrially designated subject property, with absolutely no stipulations whatsoever – no buffers required, no streets required to separate uses. In theory, residential and industrial uses could be next door to one another. The NSAP warns against this condition: “Standard transitional buffer zones may not be adequate between industrial and residential areas” (Page 55). Clearly, the better course is to provide like against like, Neighborhood next to Neighborhood.

Finally, the proposed General Plan Amendment will also provide a Commercial corner that is not only consistent with the zoning of the LDS Church, but is also compatible with the non-residential buffers provided by the Barney property to the west and the ASLD property to the north. The buffers provided each differ slightly

from each other, presumably because each of the three properties is separated from adjacent industrial activities to the northwest in slightly different ways. The subject property is the most separated of the three because it is separated not just by a single arterial street but by the intersection of two arterial streets. Once developed, this intersection will not be the white noise of passing traffic; it will be the stop and go of thousands of vehicles. And because the subject property is cater-corner to existing industrial uses, the separation behind the proposed Commercial corner will grow more quickly.

Commercial uses within the Town are also consistent with Economic Development Goal 5 of the NSAP: "Provide areas for local retail development to prevent retail sales leakages and promote the capture of retail sales tax." (Page 46)

This question asks if the proposed change is not solely for the benefit of a landowner. It is important to note that benefit to a landowner is not a disqualifying condition. Obviously, no landowner would seek a General Plan revision if there were not a benefit to that landowner. The oddity here is that this is essentially the last landowner in this corner of the Town to propose entitlements of this nature: Barney Farms, the LDS Church and most recently the ASLD have all proposed and received approval for changes that will clearly benefit them, but will also bring thousands of homes to the Town, along with Commercial opportunities at the LDS property, and, in the case of the ASLD property, 17,000 homes and 12 Activity Nodes rich in both employment and commercial opportunities. At some point, the more appropriate question might be asked: is there a reason to make one landowner bear a burden that is rightfully the entire Town's, and not share in the benefits that have been granted to all who surround it?

3. The degree to which the proposed amendment will impact the whole community or a portion of the community by:

a. Significantly altering acceptable existing land use patterns in a way that is contrary to the goals, strategies and actions identified in the adopted General Plan:

The proposed amendment does not significantly alter existing land use patterns in a way that is contrary to the goals, strategies and actions defined within the adopted General Plan. In fact, the proposed amendment furthers the goals of the general plan by providing compatibility among various land uses and focusing industrial and employment growth in areas most suitable based on current growth patterns, access, accessibility, etc. It should also be noted that the proposed Commercial corner at Germann and Meridian will offer compatible non-residential land uses at the hard corner of the property and to serve as a buffer between the proposed residential area and the remaining

industrial uses to the northwest of the Site. The proposed commercial area will offer a mix of uses, including retail and commercial services to area residents.

- b. Requiring larger or more extensive improvements to roads, sewer, or water systems than are needed to support the prevailing land uses and which may negatively impact development of other lands. The Commission and/or the Town Council may also consider the degree to which the need for such improvements will be mitigated pursuant to binding commitments by the applicant, a public agency, or other sources when the impacts of the uses permitted pursuant to the General Plan amendment will be felt.**

Generally, a residential development will not require larger or more extensive improvements to roads, sewer or water systems than an industrial development would require, depending on the type, density and/or intensity of uses proposed. This General Plan Amendment application will include an analysis of the water and sewer infrastructure, as well as a traffic statement to evaluate the overall impacts to the adjacent and surrounding infrastructure to serve the future development. These studies will confirm the impacts and availability to serve the development without negatively impacting surrounding developments.

- c. Resulting in adverse impacts on existing uses due to increased traffic congestion that will not be accommodated by planned roadway improvements or other planned transportation improvements such as and not limited to non-motorized transportation alternatives, transit, or self-driving vehicles.**

The Proposed General Plan Amendment, if successful, will be followed by a request to rezone the project to residential zoning and corner commercial/mixed use zoning. As part of the rezoning process, a detailed development plan with projected density will be prepared, and a traffic impact analysis (TIA) will be provided to support the proposed development plan. This TIA will identify all roadway and traffic improvements that will be required to accommodate the proposed development, and to ensure that overall traffic impacts are at acceptable levels based on all existing, proposed and planned development in the area. All required improvements associated with the proposed development will be provided by the developer in accordance with Town requirements at the time of development to ensure no adverse impacts on the transportation system that may be created by this development.

- d. Affecting the livability of the surrounding area or the health and the safety of present or future residents.**

The proposed General Plan Amendment will enhance the livability, health and safety of the surrounding area since all the existing development adjacent and immediately surrounding the property is planned as residential use. The current dairy, while in the past was compatible with the more rural character of the areas, is now located in a growth area of Queen Creek with current or planned

residential development surrounding it on three sides. The dairy's noise, odor and other inherent impacts may negatively affect the livability of the surrounding planned residential uses. Since the property is currently designated as Industrial, and there is no current demand for alternative industrial uses on this Site now or in the immediate future, it is likely the property will remain a dairy farm for the foreseeable future if this amendment is not approved. With approval of this amendment, the property will be planned for development of a residential community which will enhance the livability, health and safety of all present and future residents in the area while providing appropriate buffers to the industrial uses to the northwest.

4. Consistency of the proposed amendment with the vision, goals, strategies and actions of the adopted general plan.

This amendment is consistent with the vision, goals, strategies and actions described within the 2018 Town of Queen Creek General Plan. Descriptions of how the amendment is in conformance with the 10 elements of the General Plan are provided in Section 4a above.

5. Whether there was an error or oversight in the original General Plan adoption in that the Council did not fully consider facts, projects or trends which could reasonably exist in the future.

While there was not likely an error or oversight in the original adoption of the General Plan, at the time of the adoption, the property was not located within the Town, and the Town Council did not hear from the owners of the dairy, so the Council was unable to fully consider a significant and relevant perspective on the future of the property. Since then, the land uses in the immediate surrounding area have changed significantly. In 2018, approximately 516 acres immediately surrounding the property to the south and east was rezoned to R1-5 residential and is planned for a residential master planned community. There are additional residential communities being planned and/or under construction to the west and south as well. These more recent changes have made the long-term viability of the dairy farm at risk, while also potentially negatively impacting the ability to develop quality residential within the areas now planned and zoned for it. Based on recent activities, it is appropriate to change the land use designation on this property from Industrial to Commercial and Neighborhood.

6. Whether events subsequent to the General Plan adoption have superseded the Council's original premises and findings made upon Plan adoption.

As discussed above, there have been events that have occurred subsequent to the General Plan adoption that have changed the compatibility of industrial use on the Subject Site. Specifically, the recent rezoning of the 516-acre property wrapping the southern and eastern boundaries of this site to primarily R1-5 has changed the long-

term character of this particular location, rendering residential and commercial use of the site much more compatible than industrial, and placing more urgency to relocate the dairy further from the impending suburban residential uses.

7. *Whether any or all of the Council's original premises and findings regarding the General Plan adoption were unsubstantiated.*

See response to items 5 and 6 above.

8. *Whether events subsequent to the General Plan adoption may have changed the character and/or condition of the area so as to make the application acceptable.*

As stated in item #6 above, the recent Town Council action to rezone the approximate 516-acre property immediately surrounding the Subject Site to the south and east has changed the character of this area, making the proposed request to change the land use from Industrial to Commercial and Neighborhood acceptable and much more compatible.

9. *The extent to which the benefits of the Plan amendment outweigh any of the impacts identified in the above subsections.*

As documented throughout this narrative, there are various compelling reasons why the proposed Major General Plan Amendment request provides various benefits that outweigh the impacts of maintaining the Industrial land use designation on the property. The nearby Industrial land use designations provide ample opportunities for future industrial uses at more appropriate locations within the vicinity of the Subject Site. Given the lack of access to primary freeway corridors, industrial land uses are more suitable in other areas. Also, locations within and near the flight path of the Phoenix-Mesa Gateway Airport where residential uses are not permitted are much more suitable for industrial uses. Finally, the Commercial corner offers an opportunity to provide an appropriate buffer and transition to the industrial uses to the northwest by providing commercial uses at the northwest corner of the Site.

4. Conclusion

This Major General Plan Amendment is being requested to change the Site's land use designation from Industrial to Commercial and Neighborhood. As demonstrated within this narrative, the Amendment request to change the land use designation on the Site from Industrial to Commercial and Neighborhood is an appropriate and compatible change to the General Plan Land Use Map. This request will ultimately allow the Site to develop with a mix of uses including residential, general commercial, and open space. Together these proposed land uses will contribute to the Town's community fabric and allow the Town to grow in a sustainable and compatible way that will preserve the special character of the Town and will maintain Queen Creek's unique quality and character, while advancing the goals, strategies and policies of the General Plan. This request will allow the approximately 191.3-acre Property to more expediently transition from its current agricultural use as a dairy, which could be detrimental to surrounding development, to a residential neighborhood and commercial center which is more consistent and compatible with surrounding development patterns and which will be a net benefit to the overall community. The Applicant looks forward to working with the Town of Queen Creek to implement this vision for this parcel.

Citizen Participation Report / Neighborhood Meeting Summary
Zimmerman Land LLC
Major General Plan Amendment (P19-0105)

Neighborhood Meeting Notification

The Neighborhood Notification Letter was mailed on July 26, 2019 to ten (10) property owners within 1,200 feet of the property. (See enclosed Neighborhood Notification Letter and Mailing List.) The site was posted on July 26, 2019. (See enclosed Affidavit of Sign Posting.) On July 30, 2019, the notarized Affidavits of Notification were transmitted to the Town of Queen Creek (the "Town"). On July 31, 2019, the Town acknowledged receipt of the Affidavits of Notification via electronic mail. (See attached e-mail correspondence with Sarah Clark.)

Public Involvement

No formal inquiries, petitions, phone calls, e-mails, or other written correspondence has been received by counsel for the applicant in response to the Neighborhood Notification Letter. Per the Town's request, Stephen Anderson had a phone conversation with the legal counsel for V&P Nurseries, Inc., located at 21919 W. Germann Road.

Neighborhood Meeting

The Development Team held a neighborhood meeting at the Queen Creek Community Chambers on August 12, 2019 from 6:00 p.m. to 6:31 p.m. Six (6) people attended: Mr. and Mrs. George Brenner, George Brenner, Jr., all three from Valley Honey Co., Drew Huseth from Woodside Homes, and Billy, Jr., and Heather Zimmerman from the Zimmerman Dairy. (See attached Neighborhood Meeting Sign-In Sheets.)

The Development Team included Mike Schwab (Land Advisors), Mark Reddie (RVI Planning), and Stephen Anderson and Cheryl Griemsmann (both from Gammage & Burnham). Sarah Clark and Erik Anderson from the Town staff also attended.

Stephen Anderson opened the meeting at approximately 6:05 p.m. Discussion:

- Brenners inquired as to what the Town's plans were regarding the Zimmerman Dairy. Stephen Anderson stated that the Dairy would be relocating, Germann Road widening has begun and SRP has started pre-construction work. Stephen stated that Queen Creek Planner Sarah Clark was also available to answer additional questions about development in Queen Creek from the Town's perspective.
 - Stephen explained the purpose of the General Plan amendment and stated that this case is following the lead of, and is not different from, the Arizona State Land Department (ASLD), Latter-Day Saints and Barney Farms planning and development efforts.

- George Brenner, Sr. stated "We think this is great...we're just trying to educate ourselves on what's going on."
- Stephen Anderson asked Sarah Clark to please provide her contact information to the Brenner family. Sarah replied that she would.
- Stephen informed the Brenner family that they are welcome to comment on the project through October.
- The Brenners inquired about the ASLD's development plans

- Stephen showed the conceptual ASLD Development Plan, and he stated that there is an intergovernmental agreement between the City of Mesa and the Town of Queen Creek, and that there will be an interchange at Meridian Road.
- The Brenners asked when SR 24 would develop
 - Mike Schwab replied that the development will depend on traffic studies and demographics

The meeting ended at 6:31 p.m.

Status of Public Involvement

As of August 13, 2019, no comment cards or other written comments have been received.

Neighborhood Notification Letter

GAMMAGE & BURNHAM, PLC

ATTORNEYS AT LAW

TWO NORTH CENTRAL AVENUE

15TH FLOOR

PHOENIX, ARIZONA 85004

TELEPHONE (602) 256-0566
FACSIMILE (602) 256-4475

WRITER'S DIRECT LINE
(602) 256-4448

July 26, 2019

RE: Major General Plan Amendment Case P19-0105

Dear Property Owner:

This firm represents Zimmerman Land LLC (“the Zimmermans”), the owner of approximately 191 gross acres of property located at the southeast corner of Meridian and Germann Roads in the Town of Queen Creek.

The purpose of this letter is to inform you that the Zimmermans recently filed a Major General Plan Amendment to change the Property’s General Plan Land Use Designation from Industrial to Commercial and Neighborhood. Please see the attached map. As part of our public outreach, we are hosting a neighborhood meeting where you will have an opportunity to learn about our proposal. The details are as follows:

Monday, August 12, 2019 from 6:00 p.m. to 7:00 p.m.
Queen Creek Community Chambers
20727 E. Civic Parkway | Queen Creek, AZ 85142

The case number assigned to the application is Major General Plan Amendment Case P19-0105. The Town of Queen Creek Senior Planner/Project Manager assigned to this case is Sarah Clark. She can be reached at (480) 358-3020 or sarah.clark@queencreek.org. You may also make your opinions known by writing to the Town of Queen Creek, Development Services Department at 22358 S. Ellsworth Road, Queen Creek, AZ 85142. Your letter will be made part of the case file.

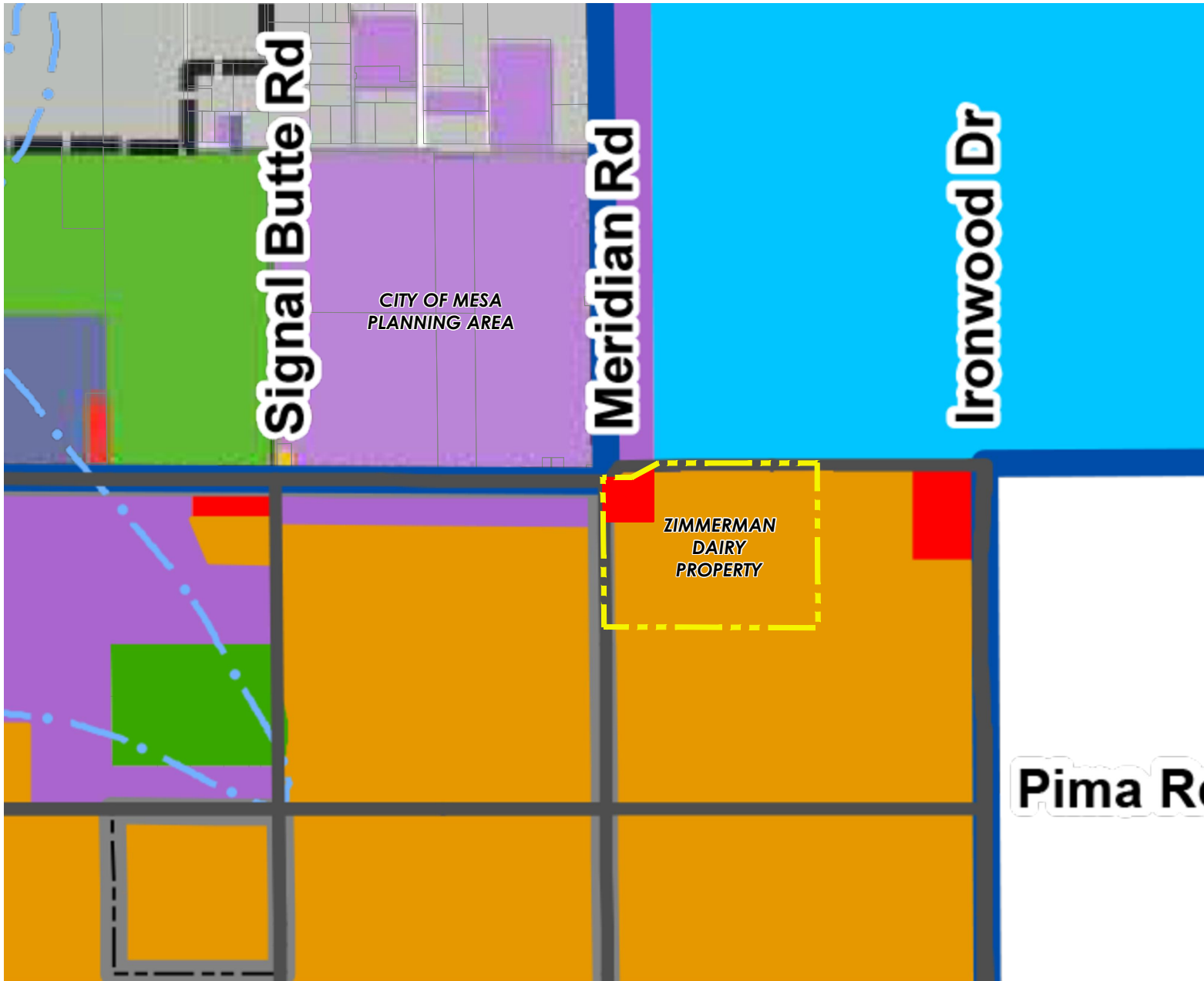
If you cannot attend the neighborhood meeting or have any questions regarding the development proposal, please contact me at (602) 256-4448 or by e-mail at cgriemsmann@gblaw.com. If you are not the property owner and have sold the property in the interim, please forward this letter to the new owner.

Sincerely,
GAMMAGE & BURNHAM, P.L.C.



By
Cheryl Griemsmann
Land Use Planner

Enclosure



General Plan Land Use

Land Use

- Rural
- Neighborhood
- Urban
- Commercial
- Industrial
- Open Space
- Special District 1: Agritainment
- Special District 2: Master Planned Community
- Special District 3: State Land
- Special District 4: Canyon State Academy
- Town Center Boundary
- Town Limits
- Planning Area
- 2035 Transportation Plan

L:\19001037-ZIMMERMAN DAIRY\QUEEN CREEKS-PLANNING\11-CAD\6-SUPPORTING EXHIBITS\FIGURE - GEN PLAN_EXISTING & PROPOSED.dwg

Copyright RVI

120 S. Ash Avenue
Tempe, Arizona 85281
Tel: 480.994.0994
www.rviplanning.com

ZIMMERMAN DAIRY • GENERAL PLAN MAP-PROPOSED

- QUEEN CREEK, ARIZONA
- 03/26/2019
- # 19001037
-



Information furnished regarding this property is from sources deemed reliable. RVI has not made an independent investigation of these sources and no warranty is made as to their accuracy or completeness. This plan is conceptual, subject to change, and does not represent any regulatory approval.

Mailing List

#	Parcel Number	Owner	MAIL_ADDR1	MAIL_CITY	MAIL_STATE	MAIL_ZIP
1	304-63-003G	COMMERCIAL METALS COMPANY	6565 N MACARTHUR BLVD STE 800	IRVING	TX	75039
2	304-63-003K	MESA CITY OF	20 E MAIN ST STE 650	MESA	AZ	85211
3	304-63-003M	COMMERCIAL METALS COMPANY	6565 N MACARTHUR BLVD STE 800	IRVING	TX	75039
4	304-63-003N	COMMERCIAL METALS COMPANY	6565 N MACARTHUR BLVD STE 800	IRVING	TX	75039
5	304-63-004E	COMMERCIAL METALS COMPANY	6565 N MACARTHUR BLVD STE 800	IRVING	TX	75039
6	304-63-012Q	NEWELL A & KATHERINE M BARNEY TR/BARNEY G/K	22340 E QUEEN CREEK RD	QUEEN CREEK	AZ	85242
7	304-63-012U	BARNEY FARMS I LLC	22340 E QUEEN CREEK RD	QUEEN CREEK	AZ	85242
8	304-63-012V	BARNEY FARMS I LLC	22340 E QUEEN CREEK RD	QUEEN CREEK	AZ	85242
9	304-63-014U	FULTON HOMES CORPORATION	9140 S KYRENE RD STE 202	TEMPE	AZ	85284
10	104-08-049	SUPERSTITION VIEW RANCHETTES LLC	1242 N NIELSON STREET	GILBERT	AZ	85234
11	104-08-048	SUPERSTITION VIEW RANCHETTES LLC	1242 N NIELSON STREET	GILBERT	AZ	85234
12	104-08-047	SUPERSTITION VIEW RANCHETTES LLC	1242 N NIELSON STREET	GILBERT	AZ	85234
13	104-08-046	RAB INVESTMENT TRUST BAWDEN REECE A TRS	2251 N 32ND STREET, LOT 30	MESA	AZ	85213
14	104-22-710	ARIZONA STATE LAND DEPARTMENT ATTN: MARK EDELMAN	1616 W. ADAMS STREET	PHOENIX	AZ	85007
15	104-22-702	ARIZONA STATE LAND DEPARTMENT ATTN: MARK EDELMAN	1616 W. ADAMS STREET	PHOENIX	AZ	85007
16	104-22-001F	LDS CHURCH C/O RALPH PEW, PEW & LAKE PLC	1744 S. VAL VISTA DRIVE, SUITE 217	MESA	AZ	85204
17	800-19-001	PINAL COUNTY PUBLIC WORKS DEPARTMENT ATTN: DALE VANWINKLE	P.O. BOX 727	FLORENCE	AZ	85132
18	104-22-001D	SALT RIVER PROJECT AG IMP & POWER DIST	PO BOX 52025	PHOENIX	AZ	85072
19		CHERYL GRIEMSMANN C/O GAMMAGE & BURNHAM, P.L.C.	2 N. CENTRAL AVENUE, 15TH FLOOR	PHOENIX	AZ	85004



AFFIDAVIT OF SIGN POSTING

The undersigned Applicant has complied with the Town of Queen Creek's posting requirements for the project located Southeast corner of German Rd and Meridian Rd on July, 26th, 2019.

See attached photo exhibit.

For applicant:

Dynamite Signs, Inc.
Sign Company Name
Maria Hitt
Sign Company Representative

Subscribed and sworn to be on this 26th day of July 2019 by

Maria Hitt.

IN WITNESS WHEREOF, I Hereto set my hand and official seal.

Marybeth Conrad
Notary Public



My Commission expires: 10.25.20

Cheryl Y. Griemsmann

From: Sarah Clark <sarah.clark@queencreek.org>
Sent: Wednesday, July 31, 2019 4:21 PM
To: Cheryl Y. Griemsmann
Cc: Stephen W. Anderson
Subject: Re: Zimmerman Dairy Major GPA - 08/12/2019 Neighborhood Meeting Affidavits

Thanks Cheryl!

Sarah Clark, AICP | Senior Planner/Project Manager, Development Services Department | Town of Queen Creek | phone: [480-358-3020](tel:480-358-3020) | fax: [480-358-3105](tel:480-358-3105) | e-mail: sarah.clark@queencreek.org | 22358 S. Ellsworth Road, Queen Creek, AZ 85142 | www.queencreek.org Office hours: Monday – Thursday, 7 a.m. – 6 p.m., closed on Fridays

On Tue, Jul 30, 2019 at 2:07 PM Cheryl Y. Griemsmann <cgriemsmann@gblaw.com> wrote:

Dear Sarah,

My name is Cheryl Griemsmann and I'm assisting Stephen Anderson on the Zimmerman Dairy Major GPA. Regarding the August 12 neighborhood meeting, please find attached two affidavits – one for the notification letter and one for the sign posting. Please let me know if you need anything more.

Thanks and I look forward to working with you,

Cheryl Y. Griemsmann

Land Use Planner

602.256.4448 Direct
cgriemsmann@gblaw.com | www.gblaw.com

GAMMAGE & BURNHAM

2 North Central Ave., 15th Floor | Phoenix, AZ 85004

This message and any of the attached documents contain information from the law firm of Gammage & Burnham, P.L.C. that may be confidential or privileged. If you are not the intended recipient, you may not read, copy, distribute, or use this information, and no privilege has been waived by your inadvertent receipt. If you have received this transmission in error, please notify the sender by reply e-mail and then delete this message.



E-mails generated by council members, members of Town commissions and committees and by staff and that pertain to Town business are public records. These e-mails are preserved as required by law and generally are available for public inspection. E-mail correspondence is regularly reviewed by members of the public, media outlets and reporters. To ensure compliance with the Open Meeting Law, members of the Town Council, Commissions and Committees should not forward or copy e-mail correspondence to other members of the Council, boards or commissions and should not use reply all when responding to this message. Any questions should be directed to the Town Attorney: (602) 285-5000.

NEIGHBORHOOD MEETING SIGN-IN

Zimmerman Major General Plan Amendment (Queen Creek Case P19-0105)

Queen Creek Community Chambers
20727 E. Civic Parkway | Queen Creek, AZ 85142

On Monday, August 12, 2019 at 6:00 p.m.

Please print

NAME	ADDRESS	TELEPHONE	E-MAIL ADDRESS
MIKE SCHWAB	4900 N. SCOTTSDALE RD. #3000	480-483-8100	MSCHWAB@CADADVISORS.COM
George Brenner	POB 30403 MESA AZ 85275	480-2061424	valleyhoneyco@cox.net
MARK RENNIE			MRENNIE@RUPARTSINC.COM
George Brenner	775 W. DESERT MOUNTAIN	480-452-3676	georgebrenner4@yahoo.com



July 25, 2019

Sarah Clark, AICP
Town of Queen Creek
Development Services Department
22358 S. Ellsworth Road
Queen Creek, Arizona 85142

Re: *Zimmerman Dairy*
Description: *Major General Plan Amendment & Rezoning*
Location: *SEC of Meridian & Germann Roads*

Dear Sarah:

Thank you for this opportunity to review this request. It is our understanding that this is a Major General Plan Amendment request from Industrial to the Neighborhood classification on 191± acres located on the southeast corner of Meridian and Germann Roads. A rezoning request would follow for residential zoning (R1-5) on 171-acres with a maximum unit count of 855, and 20-acres for commercial zoning (C-2).

The area of this proposal lies within the recently updated Airport Overflight Area (AOA) III as identified in Phoenix-Mesa Gateway Airport Authority's (PMGAA) 2017 Airport Land Use Compatibility Plan Update. **Any development at this location, due to its proximity to Phoenix-Mesa Gateway Airport (the Airport) will be subject to frequent aircraft overflights and will be affected by noise. Occupants will hear and see aircraft landing and taking off from the Airport and will experience aircraft overflights that generate noise levels considered by many to be "annoying".**

For any new residential portion and development within AOA III the Airport recommends the following conditions as a part of any motion for approval:

- 1- A fair disclosure agreement and covenant, which would include the following disclosure, should be recorded as a condition of development approval: "This property, due to its proximity to Phoenix-Mesa Gateway Airport, will experience aircraft overflights, which are expected to generate noise levels that may be of concern to some individuals. The mix of aviation activities and types of aircraft expected to be located and operate at the Airport now and in the future include: scheduled and unscheduled commercial charters, commercial air carriers and commercial air cargo operations, all of which are expected to use large commercial aircraft; general aviation activity using corporate and executive jets, helicopters, and propeller aircraft; aviation flight training schools using training aircraft; and military activity using high performance military jets. The size of aircraft and frequency of use of such aircraft may change over time depending on market and technology changes."
- 2- All final subdivision plats and public reports filed with the Arizona Department of Real Estate should include the notice described in Condition 1 above.
- 3- Sales and leasing offices established for new subdivisions and residential development projects should provide notice to all prospective buyers and lessees stating that the project is located within an Aircraft Overflight Area. Such notice should consist of a sign at least 4-foot by 4-foot installed at



the entrance to the sales office or leasing office at each project. The sign should be installed prior to commencement of sales or leases and should not be removed until the sales office is permanently closed or leasing office no longer leases units in the project. The sign should state the disclosure in Condition 1 with letters of at least one (1) inch in height.

Thank you for the opportunity to comment on this proposal. If you have any questions, please contact me at (480) 988-7649.

Sincerely,

Anthony Bianchi, A.A.E.
Planning Manager

Attachment

- 1- Recorded Avigation Notice & Public Airport Disclosure Map

Cc: Bob Draper, Engineering & Facilities Director, PMGAA

OFFICIAL RECORDS OF
MARICOPA COUNTY RECORDER

ADRIAN FONTES

20170301390 04/27/2017 10:12

KIOSK RECORDING

0361408-4-1-1

yorkj

AVIGATION NOTICE

DO NOT REMOVE

This is part of the official document

When Recorded Return To:

Phoenix-Mesa Gateway Airport Authority
5835 South Sossaman Road
Mesa, Arizona 85212-6014
Attn: Engineering & Facilities

For Recorder's Use

Avigation Notice Phoenix-Mesa Gateway Airport Overflight Area

All of the real property (the "Property") described in "Exhibit A" attached to this Notice, lies within the boundaries of the Phoenix-Mesa Gateway Airport (or the "Airport") Overflight Area. This Notice and exhibit satisfies the requirements of Arizona Revised Statutes (A.R.S.) Sections 28-2485 and 28-2486, and is intended to provide public disclosure regarding the characteristics of the flight operations in the vicinity of the Airport and to provide notice to property owners regarding those activities. Therefore, the Airport hereby discloses and provides notice of the following:

A. Background:

Williams Air Force Base was established in 1941 and became Williams Gateway Airport after the base closure in 1994, and presently serves as a reliever airport for Phoenix Sky Harbor International Airport. The Airport was later renamed Phoenix-Mesa Gateway Airport shortly after commercial airline service began, in order to provide a clearer geographic reference for the Airport. The Airport currently has three (3) parallel runways, each around two miles in length that can accommodate nearly any size of aircraft, and approximately 1,000 vacant acres available for additional growth and development.

B. Operational Characteristics:

Phoenix-Mesa Gateway Airport is currently one of the busiest airports in the United States in terms of takeoffs and landings ("Operations") with approximately 250,000-300,000 annual Operations. The 2017 Phoenix-Mesa Gateway Airport Land Use Compatibility Plan Update determined an annual service volume, or reasonable capacity of Operations, of 498,000 Operations. The Airport is open twenty-four hours a day, so Operations may occur at any hour of the day or night.

Property within the boundaries of these overflight areas, due to its proximity to Phoenix-Mesa Gateway Airport, will experience aircraft overflights, which are expected to generate noise levels and frequency that may be of concern to some individuals. The mix of aviation activities and types of aircraft expected to be located and operate at the Airport now and in the future include: Scheduled and unscheduled commercial charters, commercial air

carriers and commercial air cargo operations, all of which are expected to use large commercial aircraft; general aviation activity using corporate and executive jets, helicopters, and propeller aircraft; aviation flight training schools using training aircraft; and military activity using high performance military jets. The size of aircraft and frequency of use of such aircraft may change over time depending on market and technology changes.

C. Phoenix-Mesa Gateway Airport Master Plan:

Phoenix-Mesa Gateway Airport has an Airport master plan that is updated periodically. The master plan provides information on future plans for the Airport. Over the long-term, aircraft operations and the utilization of the Airport is expected to increase. The current Airport master plan is available for review at the Airport's administrative office, located at 5835 South Sossaman Road in Mesa, or on the Airport's website (gatewayairport.com).

D. Public Right of Transit:

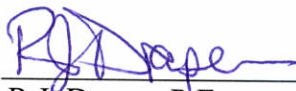
The property included in Exhibit A is subject to regulations under title 49 of United States Code, revised sections 40102 and 40103 (as amended), and 14 Code of Federal Regulations (CFR) Section 91.119, including airspace needed to ensure safety in the takeoff and landing of aircraft and the public right of transit through navigable airspace.

E. Public Airport Disclosure:

Exhibit A, the current disclosure notice and map to prospective purchasers, follows the State of Arizona guidelines regarding properties underlying the typical flight patterns for Phoenix-Mesa Gateway Airport. The Public Airport Disclosure Map is prepared in accordance to A.R.S. Sections 28-8485 and 28-8486, and generally depicts areas of aircraft overflights or aircraft operations. Public Airport Disclosure Maps are available from the Arizona Department of Real Estate's main office and website, currently at – 2910 North 44th Street, Suite 100, Phoenix, AZ 85018, and <http://www.re.state.az.us/airportmaps/publicairports.aspx> .

The Airport shall duly record this Notice in the Office of the County Recorder of Maricopa County.

By:




R.J. Draper, P.E.
Engineering & Facilities Director
Phoenix-Mesa Gateway Airport Authority

2/21/2017
Date

PUBLIC AIRPORT DISCLOSURE MAP EXHIBIT A

LEGEND

 Day-Night Level (DNL)
Noise Contour / Airport
Overflight Area Boundary

 FAA Traffic Pattern
Airspace Boundary

NOTES

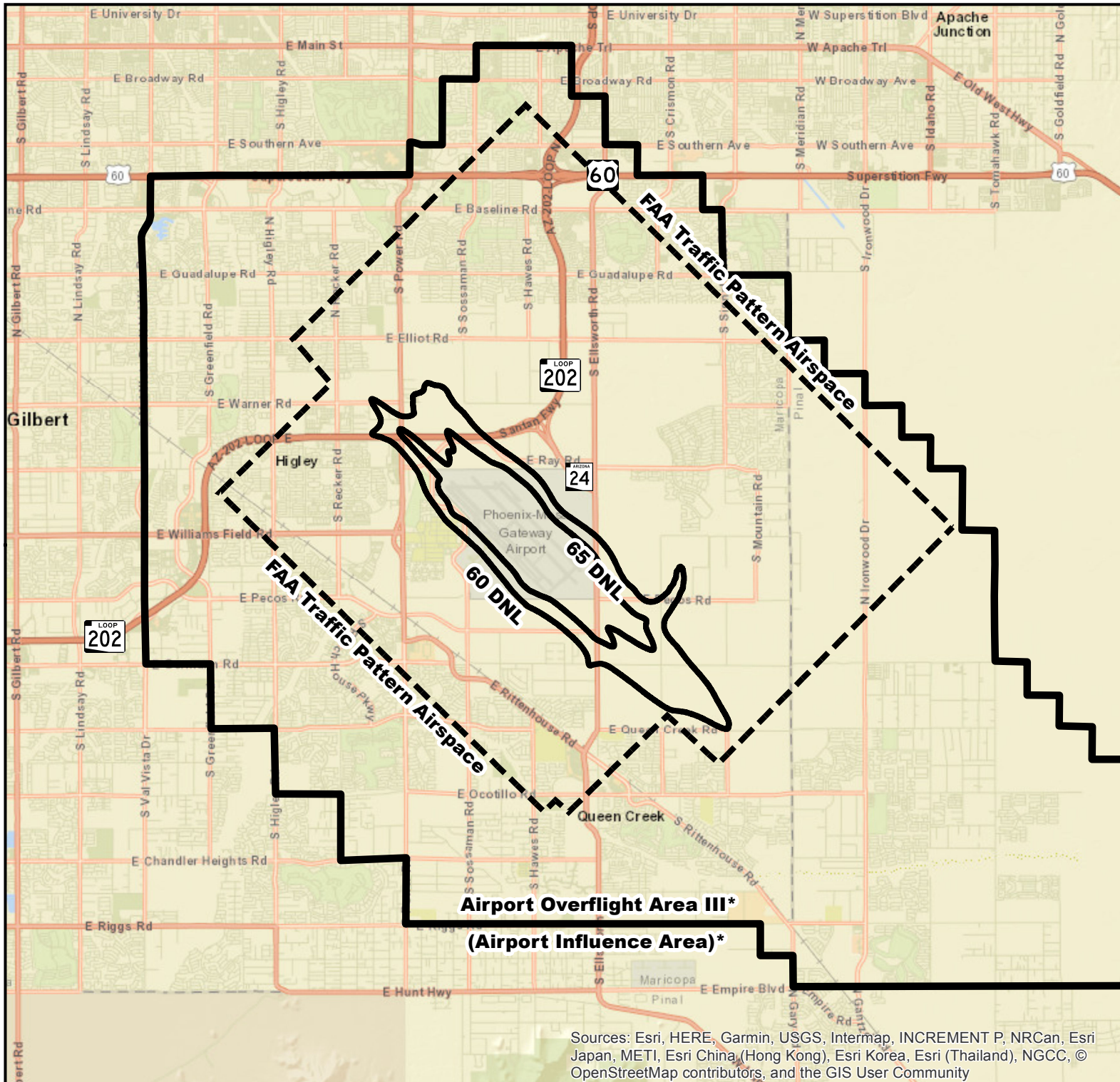
1. This exhibit has been prepared in accordance with Arizona Revised Statutes, Sections 28-8485 & 28-8486
2. FAA Traffic Pattern Airspace boundaries established in accordance with guidelines provided in FAA Order 7400.2D
3. Airport noise contours were developed using the Aviation Environmental Design Tool (AEDT, Version 2c), based on total annual operations (take-off and landings) of 498,000

* Applicable to new development



0 1 2 3
Miles

AIRPORT BOARD EFFECTIVE DATE:
February, 21, 2017



Sources: Esri, HERE, Garmin, USGS, Intermap, INCREMENT P, NRCan, Esri Japan, METI, Esri China (Hong Kong), Esri Korea, Esri (Thailand), NGCC, © OpenStreetMap contributors, and the GIS User Community



August 26, 2019

DELIVERED VIA ELECTRONIC MAIL

Town of Queen Creek
Development Services Department
Attn: Bret Burningham, Director
22358 S. Ellsworth Road
Queen Creek, Arizona 85142
Brett.Burningham@queencreek.org

**RE: Zimmerman Dairy, Major General Plan Amendment – 60-Day Public
Comment**

Dear Mr. Burningham,

We represent Vlachos Enterprises, LLC (“Vlachos”) in its interests and ownership of approximately 240 acres located generally at the southeast corner of Crismon Road and Germann Road, Queen Creek (the “Town”), Arizona (the “Vlachos Property”) (Please see attached **Exhibits A & B – Context Exhibits**). Vlachos is a longtime property owner in the Town and has a rich history of being actively involved with the Town’s economic activities and desires to continue its tradition of keeping its positive associations with the Town and other property owners.

Vlachos has reviewed the most recent Zimmerman Dairy General Plan Amendment narrative and application materials dated July 26, 2019 (the “Zimmerman Application”), including the Zimmerman Dairy Development Economic & Fiscal Impact Report dated July 2019 (“Zimmerman Economic Report”). In accordance with Arizona State Law, the Town has provided a 60-day comment period for the Zimmerman Application. Accordingly, the purpose of this letter is to submit Vlachos’s comments regarding the Zimmerman Application.

While Vlachos neither opposes nor supports the Zimmerman Application, Vlachos desires to provide comments on portions of the Zimmerman Application to the extent that they may concern the Vlachos Property. Within the Zimmerman Application, there are



certain statements made in the “Impacts of the Amendment” Section regarding “industrial land uses to the west” of the Zimmerman Property that seem to refer, in part, to the Vlachos Property. The following is a summary of those statements and Vlachos comments regarding the same.

A. “Impacts of the Amendment,” Housing Element Section (page 10)

In the Housing Element Section, the Applicant states that “there is ample Industrial land use to the west in more appropriate locations.” To the extent that this refers to the Vlachos Property, Vlachos disagrees with this statement as Zimmerman Application does not provide any additional facts to its validity nor does it provide additional information why this statement is relevant in supporting the Housing Element goal of providing “a diverse range of quality housing options...” This statement should be supported by a comprehensive land use analysis.

B. “Impacts of the Amendment,” Economic Development Element Section (page 12)

In the Economic Development Element (page 12), the Applicant states:

“This site is surrounded on three sides by planned residential development, making it much less suitable for industrial use than other much more compatible site within the Town and other nearby areas. Particularly, the large land area just west of the Site within the flight path of the Airport is ideally suited for major industrial and employment uses with no threat of residential conflicts since residential uses are not permitted within these areas. These areas should be the primary focus for economic growth and opportunity, while the Site and immediately surrounding area focuses on residential growth, which will ultimately spur more demand for jobs and economic opportunities in suitable locations.”

To the extent that this statement refers to the Vlachos Property, Vlachos respectfully disagrees. First, the Applicant has provided no economic analysis that substantiates that “(t)hese areas (*alluding to Vlachos and surrounding properties*) should be the primary focus for economic growth and opportunity...” Further regional economic analysis would be required to support this statement, which is not found in the Zimmerman Application nor the Zimmerman Economic Report.

Second, the statement seems to imply that no residential uses are allowed on “these areas” due to being “within the Flight path of the Airport.” This is not entirely true as certain residential uses could potentially be allowed on the Vlachos Property per the Town’s Zoning Ordinance if entitled properly. With the 2017 revisions to the Airport Overflight Areas (AOA), it is possible for further opportunities of allowed residential and commercial uses on the Vlachos Property and surrounding areas with the proper entitlements. **Exhibit C – Town of Queen Creek Zoning and AOA Boundaries** illustrates the Town’s Zoning Map and depicts where residential uses are currently zoned within the AOA2 boundaries.



C. Non-Residential Buffer Adjacent to CMC Steel

The Zimmerman Application exhibits a non-residential buffer of Commercial uses at the northwest corner of the proposed development. We assume this was done to provide buffering and protection of the Zimmerman development to CMC Steel. The most recent, revised Zimmerman Application downsized this area from “approximately 20 acres” to 14.2 acres. It is not clear if this area provide the 800’ non-residential buffer, which was required along the south side of Germann Road from Meridian to Signal Butte Road. Please advise if this will provide the continuous buffering established to the west of the Zimmerman property.

D. AOA Boundary Depiction on Vicinity Map

The Zimmerman Application provides a “Figure 1: Vicinity Map,” which appears to incorrectly depict the AOA2 boundary lines (Please see attached **Exhibit D – Zimmerman Application Vicinity Map**). Since the AOA boundaries affect the Vlachos Property, we feel it is important that the AOA2 boundaries be corrected to show the most current boundaries approved by the Gateway-Mesa Airport. Additionally, we feel it would be helpful to show the location of CMC Steel as it is a prevalent land use affecting the buffering required in the area and the comprehensive industrial land use make-up of the area.

As stated previously, Vlachos neither supports nor opposes the Zimmerman Application. We appreciate the opportunity to review and comment on the Zimmerman Application and we look forward to continuing to work with the Town on this and all other development opportunities in the area. If you have any questions at all, please contact me. Thank you for your time and consideration regarding this important matter.

Sincerely,

A handwritten signature in black ink, appearing to read 'Shaine T. Alleman', written in a cursive style.

Shaine T. Alleman

Cc: Niko Vlachos, Vlachos Enterprises, LLC

EXHIBIT A

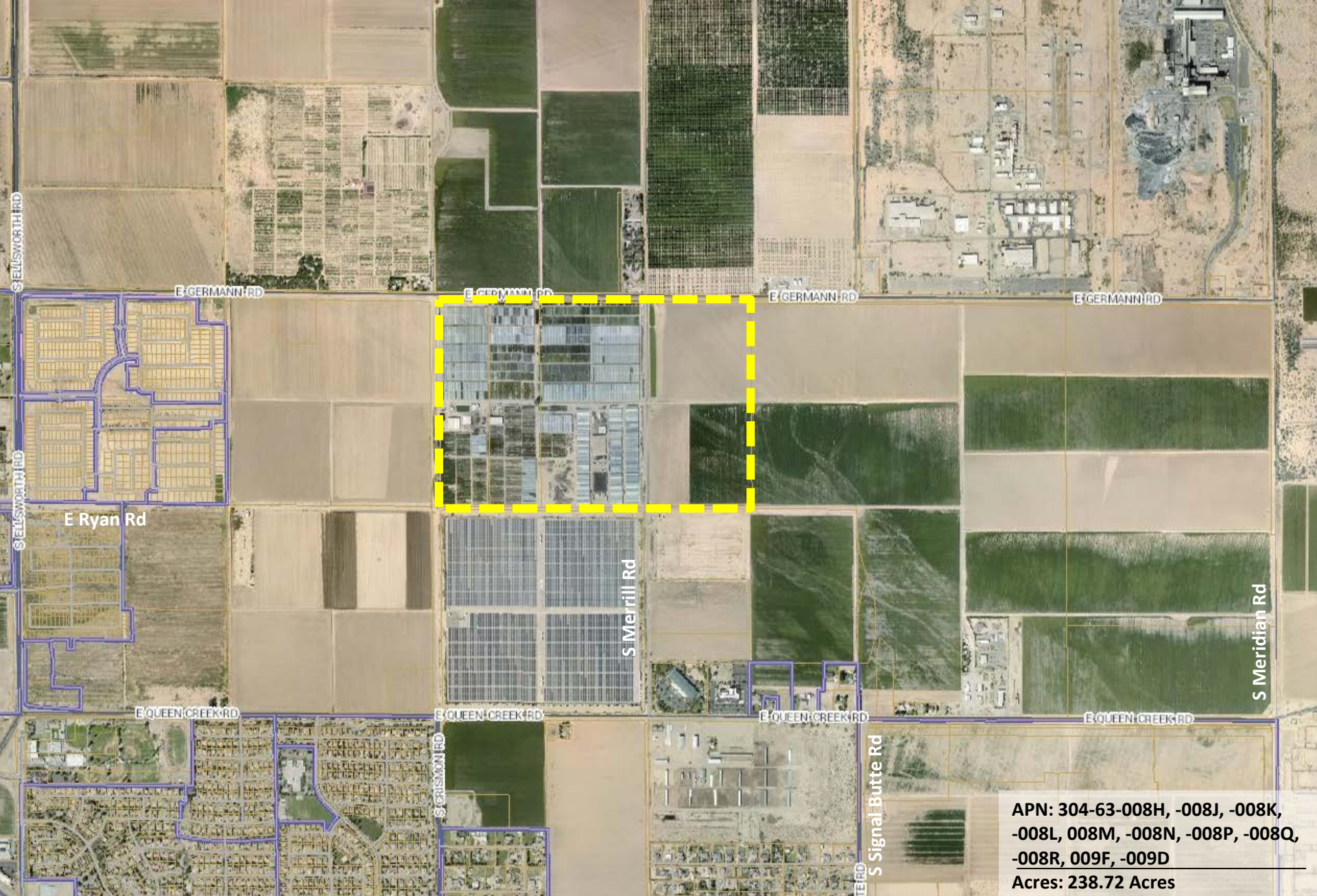


Exhibit A - Regional Aerial Context Exhibit
Vlachos 240 – SEC of Germann Rd & Merrill Rd

EXHIBIT B

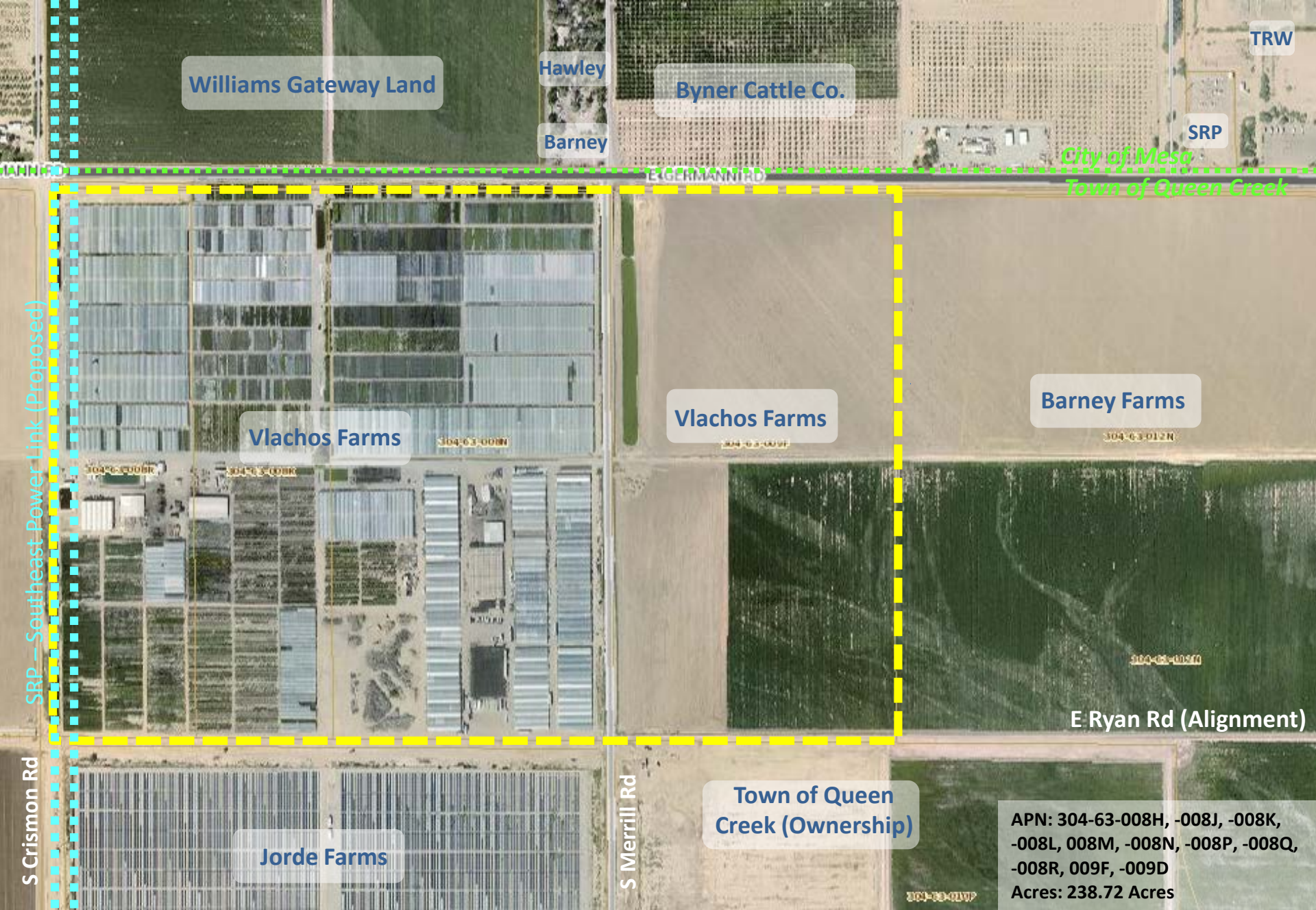


Exhibit B - Aerial Context Exhibit
Vlachos 240 – SEC of Germann Rd & Merrill Rd

EXHIBIT C

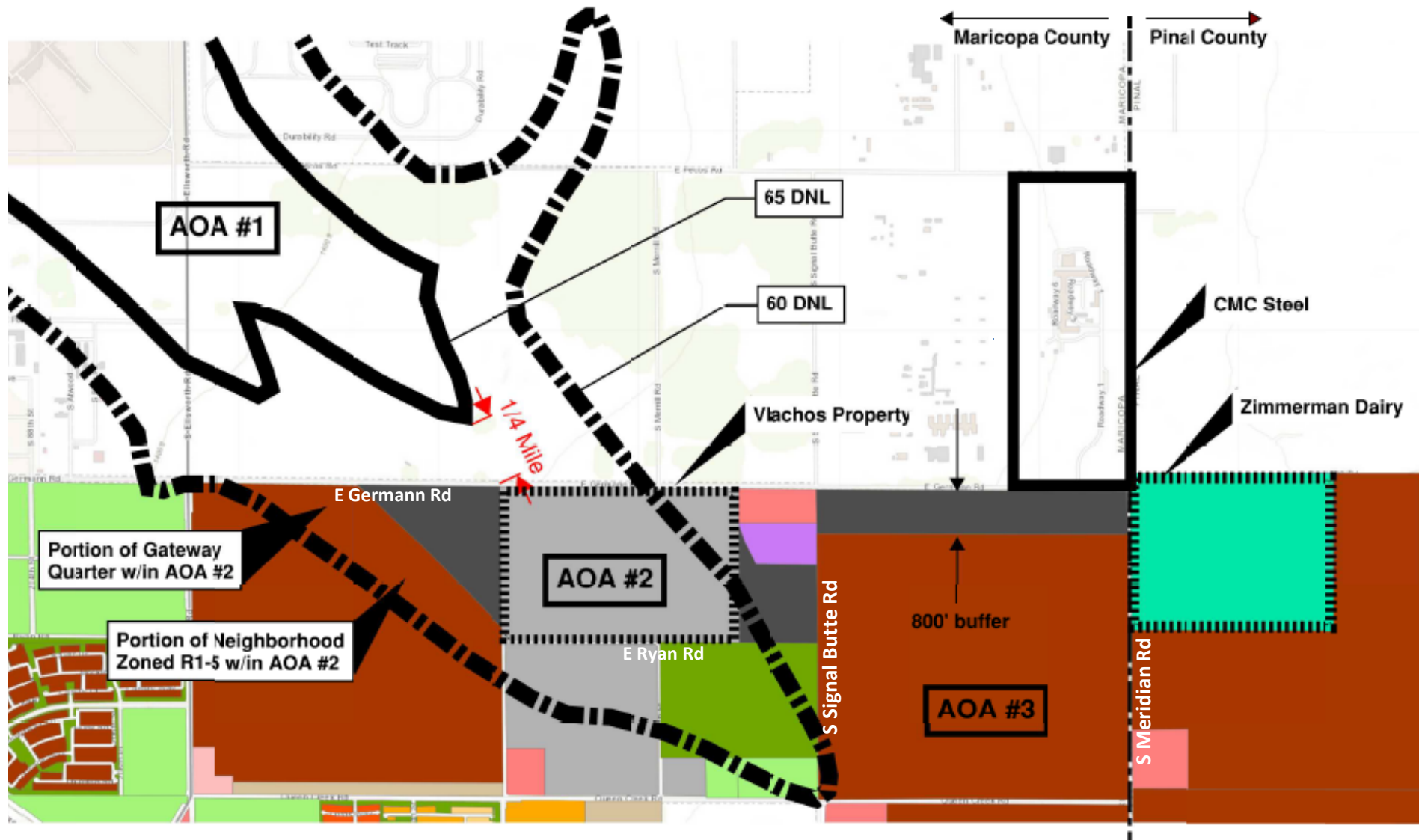


Exhibit C - Town of Queen Creek Zoning and AOA Boundaries
 Vlachos 240 – SEC of Germann Rd & Merrill Rd

EXHIBIT D

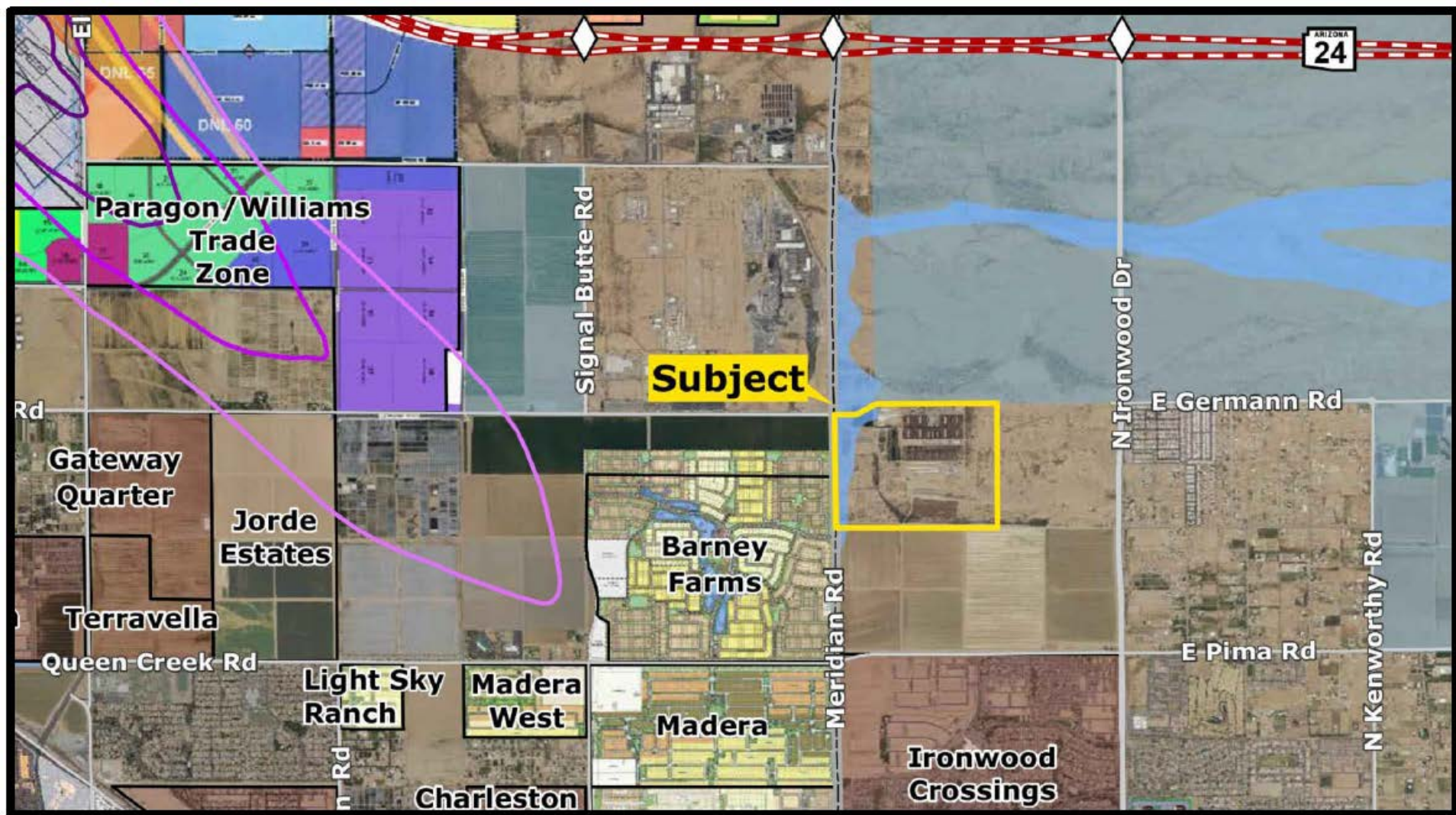


Figure 1: Vicinity Map

August 28, 2019

Mr. Brett Burningham
Development Services Director
22358 S. Ellsworth Road
Town of Queen Creek
AZ 85142

Dear Mr. Burningham,

Re: Zimmerman Dairy General Plan Amendment

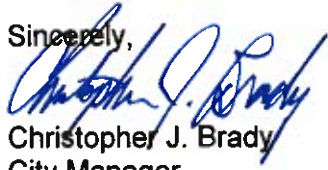
The City of Mesa has reviewed the proposed Major General Plan Amendment (Amendment) from Industrial to Neighborhood for the approximately 191.3-acre property located at the southeast corner of Meridian and Germann Roads in the Town of Queen Creek and has concerns with the request. Mesa is opposed to this Amendment for the following reasons:

- 1) The subject property is directly adjacent to a large area of the City of Mesa's designated Employment land use character area designation. Per the City's General Plan, the goal of the Employment land use character area designation is for the development of large areas devoted primarily to industrial, office, warehousing, etc.
- 2) There are several industrial developments such as Commercial Metals Company (CMC Steel), ZF TRW and Matheson Gas who are near the proposed development. These high intensity, industrial developments are generally incompatible with residential developments; therefore, any change from the Town's current General Plan designation of Industrial to Neighborhood will likely be incompatible with the existing industrial uses and designations.
- 3) The City of Mesa and the Town of Queen Creek have an Intergovernmental Agreement which states we will work with the Arizona State Land Department, which currently own land north of the Zimmerman Dairy, to establish a buffer between future development and CMC Steel and other existing and future activity on the west side of Meridian. This buffer would take the form of a corridor beginning 805' east of Mesa's eastern boundary and extending between Germann Road on the south, and the future SR 24 alignment on the north. The corridor would extend east for 745' and would restrict uses to allow for non-residential development only.
- 4) The subject property is in proximity of our Phoenix-Mesa Gateway Airport passenger and cargo flight paths.

Thank you for the opportunity to review the request.

I look forward to our continuing efforts to provide a healthy and sustainable environment for our local businesses to operate.

Sincerely,

A handwritten signature in blue ink, appearing to read "Christopher J. Brady".

Christopher J. Brady
City Manager

cc: Christine Zielonka, Director, Development Services
William Jabjiniak, Director, Economic Development
Nana Appiah, Director, Planning





September 6th, 2019

Mr. Stephen W. Anderson
Gammage & Burnham
2 North Central Ave.
15th Floor
Phoenix, AZ 85004

Re: Zimmerman Farms General Plan Amendment

To whom it may concern:

Let this letter serve as notice of Fulton Homes supports the Zimmerman Family's proposed Major General Plan Amendment, and would encourage the Town of Queen Creek to do the same. We understand the Zimmerman property is currently designated for Industrial land uses, and the Zimmerman Family is proposing to change that to mostly Neighborhood, with a 14 acre Commercial corner.

Fulton Homes is developing the Barney Farms residential community to the immediate west/southwest of the Zimmerman property, and we think the proposed Neighborhood designation is a significant improvement for our future residents in terms of compatibility with our project. We also think the Commercial corner will provide a good opportunity for local supporting retail for our residents, while simultaneously maintaining a reasonable transition to the industrial uses in the City of Mesa.

Sincerely,

Michael C. Gleave

A handwritten signature in black ink, appearing to read 'Michael C. Gleave', is written over the printed name.

Fulton Homes Corporation



Property Reserve, Inc.

September 6, 2019

Brett Burningham
Development Services Director
Town of Queen Creek
22358 S. Ellsworth Road
Queen Creek, AZ 85142

RE: Case P19-0048: Zimmerman Dairy Major General Plan Amendment

Dear Mr. Burningham:

Property Reserve, Inc. (PRI), represents the owner of the ~530 acre adjacent property south and west of the Zimmerman Dairy property. PRI supports the proposed General Plan Amendment P19-0048 in favor of Zimmerman Dairy for the following reasons:

- Changing the use designation for the ~191 acre Zimmerman parcel from "Industrial" to "Neighborhood" is consistent and more compatible with the "Neighborhood" and "Commercial" zoning on PRI's adjacent property;
- A consistent and uniformed use along the improved Germann roadway will be a clear improvement for the area, encouraging responsible growth while maintaining values for property owners and new investors.

Thank you for the opportunity to comment on this proposal. Please contact me at (801-321-7895) if you have any questions about PRI's support.

Sincerely,

A handwritten signature in black ink, appearing to read 'Jace L. McQuivey', written over a horizontal line.

Jace L. McQuivey
Vice-President, Land Division
Property Reserve, Inc.

Amended Citizen Participation Report / Neighborhood Meeting Summary

Zimmerman Land LLC

Major General Plan Amendment (P19-0105)

Original Submitted: August 13, 2019
Amended Submittal: September 25, 2019

Neighborhood Meeting Notification

The Neighborhood Notification Letter was mailed on July 26, 2019 to ten (10) property owners within 1,200 feet of the property. (See enclosed Neighborhood Notification Letter and Mailing List.) The site was posted on July 26, 2019. (See enclosed Affidavit of Sign Posting.) On July 30, 2019, the notarized Affidavits of Notification were transmitted to the Town of Queen Creek (the "Town"). On July 31, 2019, the Town acknowledged receipt of the Affidavits of Notification via electronic mail. (See attached e-mail correspondence with Sarah Clark.)

Public Involvement

No formal inquiries, petitions, phone calls, e-mails, or other written correspondence has been received by counsel for the applicant in response to the Neighborhood Notification Letter. Per the Town's request, Stephen Anderson had a phone conversation with the legal counsel for V&P Nurseries, Inc., located at 21919 W. Germann Road.

Neighborhood Meeting

The Development Team held a neighborhood meeting at the Queen Creek Community Chambers on August 12, 2019 from 6:00 p.m. to 6:31 p.m. Six (6) people attended: Mr. and Mrs. George Brenner, George Brenner, Jr., all three from Valley Honey Co., Drew Huseth from Woodside Homes, and Billy, Jr., and Heather Zimmerman from the Zimmerman Dairy. (See attached Neighborhood Meeting Sign-In Sheets.)

The Development Team included Mike Schwab (Land Advisors), Mark Reddie (RVI Planning), and Stephen Anderson and Cheryl Griemsmann (both from Gammage & Burnham). Sarah Clark and Erik Anderson from the Town staff also attended.

Stephen Anderson opened the meeting at approximately 6:05 p.m. Discussion:

- Brenners inquired as to what the Town's plans were regarding the Zimmerman Dairy. Stephen Anderson stated that the Dairy would be relocating, Germann Road widening has begun and SRP has started pre-construction work. Stephen stated that Queen Creek Planner Sarah Clark was also available to answer

additional questions about development in Queen Creek from the Town's perspective.

- Stephen explained the purpose of the General Plan amendment and stated that this case is following the lead of, and is not different from, the Arizona State Land Department (ASLD), Latter-Day Saints (LDS) and Barney Farms planning and development efforts.
- George Brenner, Sr. stated "We think this is great...we're just trying to educate ourselves on what's going on."
- Stephen Anderson asked Sarah Clark to please provide her contact information to the Brenner family. Sarah replied that she would.
- Stephen informed the Brenner family that they are welcome to comment on the project through October.
- The Brennens inquired about the ASLD's development plans
 - Stephen showed the conceptual ASLD Development Plan, and he stated that there is an intergovernmental agreement between the City of Mesa and the Town of Queen Creek, and that there will be an interchange at Meridian Road.
- The Brennens asked when SR 24 would develop
 - Mike Schwab replied that the development will depend on traffic studies and demographics

The meeting ended at 6:31 p.m.

Status of Public Involvement

As of August 13, 2019, no comment cards or other written comments had been received by the Development Team.

Following the Neighborhood Meeting, Town staff began to receive and share written comments with the Development Team. Those comments are presented here with respect to each commenting party, discussed in chronological order from the date of receipt of their first comment.

Phoenix-Mesa Gateway Airport

On August 21, Town staff provided the Development Team with a comment letter from Phoenix-Mesa Gateway Airport (the letter is dated July 25). The letter from the Airport requests standard notices to buyers of the presence of the Airport. The specific requests made by the Airport are more appropriate for a rezoning request, but the Development Team acknowledges the comments and does not object to them. The Development Team has shared the Airport's comments with the potential purchaser of the subject property, Woodside Homes, and Woodside Homes has no objections to the comments either. The Development Team communicated its support for the Airport's request to the Planning Commission at the Commission's August 28, 2019 first hearing.

The Vlachos Family

On August 26, Town staff provided the Development Team with a comment letter from counsel for the Vlachos Family (the letter is dated August 26). The Vlachos Family owns property a mile and a half west of the subject property. In this letter, the Vlachos Family expressly indicates a neutral position on the proposed General Plan Amendment, indicating that the Family neither supports nor opposes the proposal. Instead, the Vlachos Family offers four comments on the application materials submitted by the Development Team to the Town. Because of the timing of the letter, the Development Team was able to revise the second submittal materials, submitted to the Town on August 28, to reflect the Vlachos Family comments. The Development Team specifically noted its revisions in its Response Letter included with the revised second submittal materials.

On September 4, Town staff provided the Development Team with an e-mail from counsel for the Vlachos Family (the e-mail is dated September 4). In this e-mail, the Vlachos Family reaffirms their statement of neutrality regarding the proposed Amendment. The Vlachos Family offers new comments on additional sections of the application materials submitted by the Development Team to the Town. We have reviewed the additional comments from the Vlachos Family, and we have also reviewed the portions of our narrative which the Vlachos Family marked, and we have found those comments to be accurate, so we have made no revisions to those parts of our narrative. In addition, we attempted to contact counsel for the Vlachos Family, but as of this submittal, we have not heard back from him.

The City of Mesa

On August 28, after the Development Team had already made the second revised submittal to the Town, Town staff provided the Development Team with a comment letter from the City of Mesa (the letter is dated August 28). In this letter, the City of Mesa, through its City Manager, Chris Brady, indicated its opposition to the proposed General Plan Amendment.

Procedurally speaking, the Development Team was disappointed to receive our first and only indication of opposition so late in the process, especially from a local municipality with a working knowledge of procedural deadlines. The City could have, and should have, commented earlier.

The Development Team immediately contacted Chris Brady to discuss the City's opposition. Legal counsel for the Development Team spoke with Mr. Brady by phone on August 29, the day after receiving the City's letter. Legal counsel offered to meet with Mr. Brady or other City representatives, and Mr. Brady indicated that would not be necessary. Legal counsel asked if there was any additional information the Development Team could provide to the City that might alter the City's position, and Mr. Brady indicated that there was not. We appreciate both Mr. Brady's quick availability and his candor.

The City's letter indicates four concerns regarding the General Plan Amendment. First, the City expresses concern that the subject property is directly adjacent to the City's Employment area. That is not accurate; the site is actually catercorner to the

City of Mesa, and across what will be the intersection of two major arterial streets. In any event, the proposed Amendment provides a reasonable and sufficiently large Commercial corner to provide an appropriate buffer between the City of Mesa employment area and the Neighborhood designation proposed for the balance of the subject site – which is itself actually immediately adjacent to existing Neighborhood designated land on the LDS property. The City's letter fails to specifically address these facts.

The City's second concern identifies specific industrial land users within the City's Employment area. This is really a reiteration of the City's first concern, which we have already addressed above: we provide a reasonable and appropriately sized Commercial corner that establishes the transition between the industrial users to the northwest and the residential uses to our immediate south and east.

The City's third concern describes the IGA between the Town and the City that includes a non-residential buffer on the ASLD land to the north of the subject property. The Development Team is aware of the IGA, and has indeed referenced the IGA throughout its submittal materials and its public presentations. The City's letter does not explain why the IGA's provision of a non-residential buffer to the north justifies the City's complete opposition to the Amendment proposed here. For the exact reason cited by the City, this proposed Amendment provides a substantial area that, to quote the City, "*would restrict uses to allow for non-residential development only.*" Thus, the City's language actually appears to support what we have proposed.

The City's final concern is the proximity of the site to the Airport. This objection is very odd indeed, because the Airport issued its own letter more than a month earlier -- well within the Town's established 60-day comment period, a timeframe the City did not meet. The Airport's own letter does not object to the proposed Amendment. Instead, in a more constructive approach, the Airport makes specific suggestions about how the proposal ought to be conditioned in order to protect the Airport, and, as already indicated above, the Development Team has confirmed its agreement with the Airport's specific and constructive direction. To reiterate, the City letter offered no suggestions and the City staff declined to meet with us.

Fulton Homes

On September 6, the Development Team sent Town staff a letter from Fulton Homes (the letter is dated September 6). Fulton Homes is developing the Barney Farms project on more than 500 acres across the Meridian alignment from the subject property, to the west/southwest. In this letter, Fulton Homes indicates its support for the proposed General Plan Amendment. Fulton Homes indicates that the proposed Amendment will result in a better land use for the future residents of its community, and specifically states that the Commercial corner will not only benefit its residents but will also be a reasonable transition the industrial uses in the City of Mesa. To reiterate, the City of Mesa letter simply did not comment on the proposed Commercial corner.

Property Reserve, Inc.

On September 8, Town staff provided the Development Team with a letter from Property Reserve, Inc. (PRI) (the letter is dated September 6). PRI owns the 516 acre property immediately adjacent to the subject property on the east and south, and is thus the landowner most directly impacted by the proposed General Plan Amendment. In this letter, PRI indicates its support for the proposed General Plan Amendment. PRI indicates that the proposed Amendment will make the designation more compatible with the General Plan designation and actual zoning of their property.

Conclusion

The Development Team has been committed to public outreach, and to responding to every comment, supportive, neutral or otherwise. With the PRI letter of support, the Development Team can now report that the landowners to the north across the Germann Road alignment (the Brenners), to the immediate east (PRI), to the immediate south (again, PRI), and to the west across the Meridian Road alignment (Fulton Homes) have all indicated their support for the proposed Amendment. The Development Team has responded to the neutral comments of the Vlachos Family and the Airport. This leaves only the City of Mesa's opposition letter, and they refused to meet or explain their reasoning. Again, the City of Mesa expressly asked for a buffer area that "would restrict uses to allow for non-residential development only," which is exactly what the Amendment proposes.