

Z-28-16 (MP-3-16) North Hills East Planned Development, northeastern quadrant of the intersection of Six Forks Road and I-440, bounded by St. Albans Drive, being County PINs 1705695889, 1705695996, 1705697712, 1705697809, 1705790436, 1705790940, 1705792562, 1705794136, 1705794632, 1705795347, 1705796540, 1705796668, 1705798554, 1705799075, 1705799808, 1705890396, 1705894366, 1705895065, 1705897196, 1705981738, 1705989505, 1705991204, 1706604182, 1706606148, and 1706608216, approximately 84.29 acres rezoned to Planned Development (PD).

Conditions dated: See attached Master Plan (MP-3-2016) dated September 1, 2016.

MASTER PLAN (MP-3-2016)

NORTH HILLS EAST

PROPOSED PLANNED DEVELOPMENT DISTRICT

± 84.29 ACRES
NORTH HILLS EAST

DEVELOPER:

Kane Realty Corporation

CONSULTANTS:

Morningstar Law Group, L.L.P.

John R. McAdams Co. - Land Planning and Civil Engineers

Kimley-Horn and Associates, Inc. – Transportation

Original Submittal Date December 1, 2005
First Resubmittal Date February 15, 2006
Second Resubmittal Date April 20, 2006
Third Resubmittal Date May 31, 2006
Fourth Resubmittal Date June 29, 2006
Fifth Resubmittal Date August 3, 2006
Sixth Resubmittal Date August 25, 2006
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Amendment to Add Land Dated December 19, 2008
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Third Resubmittal Dated April 16, 2009
Fourth Resubmittal Dated May 4, 2009
Fifth Resubmittal Dated May 29, 2009
Sixth Version Approved by City Council June 2, 2009

Amendment to Add Land Dated September 1, 2016

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VICINITY MAP

SUMMARY INFORMATION

- A. Name of Development: North Hills East
- B. Name of Owners: See attached List of Property Owners
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1. INTRODUCTION

This document and the accompanying exhibits submitted herewith (collectively, the "Master Plan") are provided pursuant to provisions of the Unified Development Ordinance (the "UDO") dealing with the Planned Development District ("PD") for North Hills East, a mixed-use community (the "Development") proposed by Kane Realty Corporation, the developer of the revitalized North Hills (the "Developer"). The Development will be a pedestrian-oriented, urban development with complementary residential, recreation, open space, office, retail and other commercial land uses (as those terms are utilized in the UDO) at densities appropriate to the location of the Development, market conditions, the nature of land uses in the vicinity, and the City's investment in existing infrastructure. Accordingly, subject to the express provisions of this Master Plan, uses proposed for this Development as described herein may be altered or eliminated.

2. LOCATION AND CONTEXT

The Master Plan for the Development addresses the development and redevelopment of approximately 84.29 acres located at the northeastern quadrant of the intersection of Six Forks Road and the 440 Beltline, bounded generally on the east by an existing water feature and St. Albans Drive (the "Property"). For a graphic depiction of the area to be rezoned, please refer to the existing conditions exhibit submitted with this Master Plan (the "Existing Conditions"). The Property is currently the site of a mixed use development under construction pursuant to an approved Rezoning (Z-16-06 and as amended by Z-22-09) and Master Plan (MP-6-05 and as amended by MP-4-08). The purpose of this Rezoning and Master Plan is to add additional land to the project (Tract Q, R, S, T, U, V and W), as well as to refine and clarify certain aspects of the previously approved Master Plan. The overall Trip Generation Budget contained in the original Master Plan is being converted into maximum build-out scenarios reflected in an updated traffic impact analysis.

The Property is within a City Growth Center. City Growth Centers provide significant opportunities for new residential and economic development and redevelopment. According to these aspects of the Comprehensive Plan, this area is targeted for high intensity urban development along the Six Forks Road non-residential thoroughfare.

To further these elements of the City's Comprehensive Plan, North Hills East will be a pedestrian oriented, mixed-use development providing a true live, work and shop environment. The Development will establish an urban character that will help foster an integrated community, linking urban residential and retail uses with conveniently located employment opportunities.

3. THE DEVELOPMENT CONCEPT

North Hills East will consist of twenty (20) development tracts and three (3) open space tracts. These tracts will be developed in a pedestrian friendly, mixed-use fashion designed to complement established commercial development in the vicinity, while also seeking to preserve the character of the adjacent Farrior Hills neighborhood located on the eastern side of St. Albans

Drive. The proposed open space along the eastern boundary of the Property will serve as a convenient pedestrian connection to the Development, while also providing an effective transition between Farrior Hills and the more intense land uses proposed along the Six Forks Road thoroughfare. In addition, this transitional open space will provide an opportunity for a connection to the City of Raleigh Greenway System.

The Development will be served by an internal street network which will reduce the number of existing connections to Six Forks Road. At least fifty-one percent (51%) of the parking for the Development will be provided by parking structures to allow for higher intensity land uses on a more compact footprint.

A proposed Land Use Plan ("Land Use Plan" or "Development Plan") has been submitted with this Master Plan. It is intended to provide a general idea as to the development concept proposed by the Master Plan, but shall not be considered a literal depiction of the Development. Subject to open space areas and tree conservation areas, and the express limitations of this Master Plan, building dimensions (excluding heights) and orientation of structures to be built in the Development can be modified by the Developer.

4. LAND USES

In order to implement this Master Plan, all residential, public and institutional, office, and commercial land uses (as those terms are utilized in the UDO) will be permitted within the Development at densities appropriate to the location of the Development, the nature of adjoining and nearby land uses, and the City and State's investment in existing infrastructure. Further, all references to "retail" uses, as reflected in the Tract descriptions below and elsewhere in this Master Plan, shall include all commercial uses (as that term is used in the UDO), excluding office and hotel uses, which shall be treated separately for purposes of this Master Plan.

5. LAND USE DENSITY AND DESIGN CONTROL

Land use intensities for the Development are described in this Section 5 and in the North Hills East Maximum Height and Use Chart submitted with this Master Plan. Tract sizes, general building locations, along with maximum permitted building heights are shown on the Land Use Plan submitted with this Master Plan.

To guarantee the mixed use character of the Development, at full build-out, there shall be at least: (1) 200,000 square feet of office; (2) 120,000 square feet of retail; and (3) 400 residential dwelling units constructed within the Property subject to this Master Plan (the "Minimum Land Uses"). Compliance with this Minimum Land Use requirement shall be determined as follows: (1) certificates of occupancy for no more than 150,000 square feet of retail shall be issued prior to the issuance of building permits for development of one-third of the Minimum Land Uses; (2) certificates of occupancy for no more than 250,000 square feet of retail shall be issued prior to the issuance of building permits for development of two-thirds of the Minimum Land Uses; and (3) certificates of occupancy for no more than 350,000 square feet of retail shall be issued prior to the issuance of building permits for the development of the balance of the Minimum Land Uses.

The maximum development intensity for each Tract shown on the Land Use Plan shall be:

- A. Tract A
 - 1. **Uses and Density.** Tract A may be developed for up to 70,000 square feet of retail and 250 lodging units and either: (i) 350,000 square feet of office; (ii) 500 residential dwelling units; or (iii) 250 residential dwelling units and 200,000 square feet of office. Open space and/or recreational uses shall also be permitted.
 - 2. **Building Height.** Buildings located in Tract A shall be limited to 300 feet in height.
- B. Tract B
 - 1. **Uses and Density.** Tract B may be developed for up to: 50,000 square feet of retail, 200 lodging units and 200 residential dwelling units. Open space and/or recreational uses shall also be permitted.
 - 2. **Building Height.** Buildings located in Tract B shall be limited to 260 feet in height.
- C. Tract C
 - 1. **Uses and Density.** Tract C may be developed for up to: 40,000 square feet of retail; 100 residential dwelling units; and 300,000 square feet of office. Open space and/or recreational uses shall also be permitted.
 - 2. **Building Height.** Buildings located in Tract C shall be limited to 305 feet in height.
- D. Tract D
 - 1. **Uses and Density.** Tract D may be developed for up to: 50,000 square feet of retail and 400 residential dwelling units. Open space and/or recreational uses shall also be permitted.
 - 2. **Building Height.** Buildings located within Tract D shall be limited to 270 feet in height.
- E. Tract E
 - 1. **Uses and Density.** Tract E may be developed for up to 100,000 square feet of retail and 325 lodging units and either: (i) 350 residential dwelling units and 500,000 square feet of office; (ii) 1,800 residential dwelling units; or (iii) 800 residential dwelling units and 300,000 square feet of office. Open space and/or recreational uses shall also be permitted.
 - 2. **Building Height.** Buildings located in Tract E shall be limited to 365 feet in height.
- F. Tract F
 - 1. **Uses and Densities.** Tract F may be developed for up to 70,000 square feet of retail, 325 lodging units and either: (i) 900 residential dwelling

units; (ii) 350,000 square feet of office; or (iii) 600 residential dwelling units and 250,000 square feet of office. Open space and/or recreational uses shall also be permitted.

2. **Building Height.** Buildings located in Tract F shall be limited to 295 feet in height.

G. Tract G

1. **Uses and Densities.** Tract G may be developed for up to 20,000 square feet of retail and up to 325 lodging units and either: (i) 750 residential dwelling units; (ii) 350,000 square feet of office; or (iii) 300 residential dwelling units and 250,000 square feet of office. Open space and/or recreational uses shall also be permitted.

2. **Building Height.** Buildings located in Tract G shall be limited to 350 feet in height.

H. Tract H

1. **Uses and Densities.** Tract H may be developed for up to 10,000 square feet of retail and 100 residential dwelling units. Open space and/or recreational uses shall also be permitted. Buildings fronting along St. Albans Drive shall have residential facades.

2. **Building Height.** Buildings located in Tract H shall be limited to 100 feet in height.

I. Tract I

1. **Uses and Densities.** Tract I may be developed for up to 10,000 square feet of retail and 100 residential dwelling units. Open space and/or recreational uses shall also be permitted. Buildings fronting along St. Albans Drive shall have residential facades.

2. **Building Height.** Buildings located in Tract I shall be limited to 100 feet in height.

J. Tract J

1. **Uses and Densities.** Tract J may be developed for up to 80,000 square feet of retail and 150 residential dwelling units. Open space and/or recreational uses shall also be permitted. Buildings fronting along St. Albans Drive shall have residential facades.

2. **Building Height.** Buildings located in Tract J shall be limited to 100 feet in height.

K. Tract K

1. **Uses and Densities.** Tract K may be developed for up to 50,000 square feet of retail and up to 325 lodging units and 325 multifamily units. Open space and/or recreational uses shall also be permitted. Buildings fronting along St. Albans Drive shall have residential facades.

2. **Building Height.** Buildings located in Tract K shall be limited to 105 feet in height.
- L. Tract L
1. **Uses and Densities.** Tract L may be developed for up to either: (i) 20,000 square feet of retail and a congregate care facility containing 350 congregate units or (ii) 50,000 square feet of retail and 1,500 residential dwelling units or (iii) 50,000 square feet of retail and 1,500 congregate units. Open space and/or recreational uses shall also be permitted.
 2. **Building Height.** Buildings located in Tract L shall be limited to 225 feet in height.
- M. Tract M
1. **Uses and Densities.** Tract M shall be developed for those uses permitted within a City greenway, including without limitation, paved or unpaved greenway trails, picnic shelters, refuse containers and benches. Stormwater facilities may be located within City Greenways with the City's consent.
 2. **Building Height.** Permitted structures shall not exceed 35 feet in height.
- N. Tract N
1. **Uses and Densities.** Tract N may be developed for up to (i) 75,000 square feet of office, or (ii) 100,000 square feet of church use, or (iii) 100 residential units and 10,000 square feet of retail uses.
 2. **Building Height.** Buildings located on Tract N shall be limited to 85 feet in height, except that a church steeple may be up to 200 feet in height.
- O. Tract O
1. **Uses and Densities.** Tract O may be developed for up to 25,000 square feet of retail and either: (i) 100,000 square feet of office, (ii) 100,000 square feet of church use, (iii) 100 residential dwelling units, or (iv) 225 lodging units.
 2. **Building Height.** Buildings located on Tract O shall be limited to 115 feet in height.
- P. Tract P
1. **Uses and Densities.** Tract P shall be developed for uses permitted in a City Greenway and may also be used without limitation for paved or unpaved greenway trails, picnic shelters, refuse containers and benches. Stormwater facilities may be located within City Greenways with the City's consent.
 2. **Building Height.** Permitted structures shall not exceed 45 feet in height.

- Q. Tract Q
1. **Uses and Densities.** Tract Q may be developed for up to 15,000 square feet of retail and 200 residential dwelling units, and 225 lodging units.
 2. **Building Height.** Buildings located on Tract Q shall be limited to 105 feet in height.
- R. Tract R
1. **Uses and Densities.** Tract R may be developed for up to (i) 50,000 square feet of retail, 500 residential units and 300 lodging units, or (ii) 25,000 square feet of retail, 500 residential units, 200,000 square feet of office and 300 lodging units, or (iii) 500 residential dwelling units, 500,000 square feet of office and 300 lodging units.
 2. **Building Height.** Building located on Tract R shall be limited to 165 feet in height.
- S. Tract S
1. **Uses and Densities.** Tract S may be developed for up to (i) 20,000 square feet of retail, 200 residential units and 200 congregare care, or (ii) 20,000 square feet of civic.
 2. **Building Height.** Buildings located on Tract S shall be limited to 75 feet in height.
- T. Tract T
1. **Uses and Densities.** Tract T may be developed for up to (i) 525 residential units, 400,000 square feet of office and 225 lodging units, or (ii) 20,000 square feet of retail, 350 residential units, 400,000 square feet of office, and 225 lodging units, or (iii) 45,000 square feet of retail, 275 residential units, 400,000 square feet of office and 225 lodging units.
 2. **Building Height.** Buildings located on Tract T shall be limited to 265 feet in height.
- U. Tract U
1. **Uses and Densities.** Tract U may be developed for up to 25,000 square feet of retail, 300 residential units and 250 congregare care.
 2. **Building Height.** Buildings located on Tract U shall be limited to 75 feet in height.
- V. Tract V
1. **Uses and Densities.** Tract V may be developed for up to (i) 15,000 square feet of retail, 600 residential units, 425,000 square feet of office, and 200 lodging units, or (ii) 35,000 square feet of retail, 400 residential units, 425,000 square feet of office, and 200 lodging units or (iii) 50,000 square feet of retail, 275 residential units, 425,000 square feet of office and 200 lodging units.

2. **Building Height.** Buildings located on Tract V shall be limited to 265 feet in height.
- W. Tract W
 1. **Uses and Densities.** Tract W shall be developed for uses permitted in a City Greenway and may also be used without limitation for paved or unpaved greenway trails, picnic shelters, refuse containers and benches. Stormwater facilities may be located within City Greenways with the City's consent.
 2. **Building Height.** Permitted structures shall not exceed 45 feet in height.

The final development intensity for this Master Plan shall not: (a) result in traffic generation that exceeds the total number of peak P.M. vehicle trips for the overall Development as reflected in the Trip Impact Analysis submitted with this Master Plan; (b) shall not violate the UDO; or (c) violate any term or condition of this Master Plan. In no event shall retail square footage permitted under this Master Plan exceed 450,000 square feet. The Maximum Intensity Per Use Chart shown on Plan Sheets C-3, P-2 and P-3 is attached as an exhibit to this Master Plan and incorporated herein.

6. **STANDARDS AND CRITERIA APPLICABLE TO NORTH HILLS EAST**

A. **Building Height Justification**

The building heights are reasonable and justified because this area is designated a City Growth Center within the Comprehensive Plan. Higher intensity land uses and a more urban form are called for within City Growth Centers. Further, given the development in the immediate area, including the First Citizens Building (formerly BTI Building), the proposed heights are consistent with the existing conditions. In addition, to achieve true urban densities, while providing adequate open space and a pedestrian-friendly environment, maximizing verticality is essential. Moreover, the proposed verticality will be compatible with existing development and provide an effective sound barrier for workers in the proposed office buildings, as well as residents in and around the Development by reducing the impact of traffic noise emanating from the I-440 Beltline and Six Forks Road.

Specifically, maximum building heights have been located such that there is a clear transition from the taller buildings along Six Forks Road to the shorter buildings along St. Albans Drive. Moreover, Tracts M and P create additional transition areas between the shortest buildings and the existing residences along the western edge of the project by providing a large public open space, where only recreational activities and associated structures can be built which do not exceed thirty-five (35) feet in height.

B. **Protective Yards**

1. **Transitional Protective Yards.**

No Transitional Protective Yards shall be required.

2. **Street Protective Yards.**

No Street Protective Yards shall be required other than those established for Tracts R, Q, S and U contained on plan sheet P-4.

C. Building Types and Setbacks

As shown in this Master Plan and accompanying plan sheets, and in furtherance of Urban Design Guidelines, the Developer shall be authorized to build structures, adjacent to public rights of way, rather than complying with the typical setback requirements of the UDO. There shall also be no minimum side or rear yard building setback required for buildings located on a private street or public street. Further, no minimum side or rear yard building setbacks shall be required as part of this Master Plan unless required by the State Building Code. Provided, however, no building shall be placed within a sight distance triangle easement. Notwithstanding the foregoing, any buildings situated on Tracts S and U shall have a minimum setback of 32' from the existing back of curb of St. Alban's Drive as of the date of this master plan approval.

D. Building Separation

Building separation shall be provided in compliance with the State Building Code.

E. Transportation

1. Traffic Impact Analysis.

Please refer to the Traffic Impact Analysis submitted with this Master Plan and incorporated herein.

2. Circulation Plan.

Please refer to the circulation plan submitted with this Master Plan (the "Preliminary Circulation Plan" and "Street and Block Plan"). An Access Point or Driveway is defined as a point of ingress and egress which may be a private driveway or public or private street. Separated points of ingress and egress are considered a single Access Point or Driveway when serving the same destination. The Applicant reserves the right to relocate and/or re-designate all public and private rights-of-way and Access Points shown on the Preliminary Circulation Plan, subject to the approval of the City of Raleigh Public Works Department, Planning Department and Development Services Department. Access to and from the public street system shall be limited to one Access Point on Six Forks Road, three Access Points on Dartmouth Road, 15 Access Points on St. Albans Drive, 11 Access Points on the public street segment of Church at North Hills Street and four Access Points on Hardimont Road Extension. Subject to the approval by the City of Raleigh, the Applicant reserves the right to increase or decrease the number of Access Points to the public street system shown on the Preliminary Circulation Plan. Any additional access points shall meet the minimum spacing requirements of the UDO.

At-grade pedestrian access to the development will be provided across Six Forks Road at the intersections of Six Forks Road and Dartmouth Road and Six Forks Road and Street A. Pedestrian push-buttons/signal heads and crosswalk striping will be provided at a minimum. Detailed crossing design and the potential for pedestrian refuges in the proposed median will be subject to the approval of all applicable governing bodies.

As an alternative to providing at-grade pedestrian crossings across and a median within Six Forks Road, the Applicant reserves the right to install a pedestrian bridge over Six Forks Road. The location, design and installation of this pedestrian bridge shall be subject to the

approval of all applicable governing bodies. If the Applicant chooses to install a pedestrian bridge over Six Forks Road, then no at-grade crossings along Six Forks Road shall be required to be installed by the Applicant.

A pedestrian crossing will be constructed over the stream to allow for pedestrian access from Farrior Hills to the proposed development. This pedestrian crossing shall be constructed prior to the issuance of certificates of occupancy for 250,000 square feet of retail land uses permitted under this Master Plan.

Either an at-grade pedestrian crossing across Six Forks Road or a pedestrian bridge across Six Forks Road will be provided prior to the issuance of certificates of occupancy for 300,000 square feet of land uses permitted under this Master Plan.

3. Transit Easements and Transit Stops.

Please refer to Master Plan sheets C-4 and C-5 for dimensions and locations of existing transit easements and transit stops provided under this Master Plan. Further, a transit easement meeting City of Raleigh standards shall be provided along eastbound St. Alban's Drive east of the intersection at Church at North Hills Street. The final location of the easement shall be determined at the time of site review. The transit easement shall be improved per City of Raleigh standards.

Construction of any and all transportation improvements shown on the Preliminary Circulation Plan are expressly contingent upon the Applicant receiving all necessary approvals from any governing body having jurisdiction thereof.

F. Public Utilities

All public water and sewer facilities are available to the Development. The location of public water and sewer mains are shown on the preliminary utility plan submitted with this Master Plan ("Preliminary Utility Plan").

G. Open Space and Tree Conservation

1. Open Space.

A minimum of fifteen percent (15%) of the Development will be reserved as open space, which will include green spaces, Tree Conservation areas and plazas. Open space totals may, with the consent of the City Administration, be shifted or reallocated between Tracts within the Development.

2. Tree Conservation.

As shown on plan sheets TC-1 and TC-2 (in reference to MP-4-08) and P-7 and P-8, a minimum of ten percent (10%) tree conservation will be provided. The Tree Conservation standards as set out in Article 9.1 of the UDO shall be applied to the Property as a whole rather than on a Tract by Tract or lot by lot basis. All shifting of tree conservation areas will be shown on recorded subdivision plats. Perimeter tree preservation areas shall be defined with metes and bounds legal descriptions except as noted in UDO Sections 9.1.5.B and 9.1.5.C.

H. Vehicular Parking

Given the urban mixed-use, pedestrian friendly concepts of the Development, the parking requirements applicable to this Master Plan shall be reduced by 34% of required parking as set forth in the UDO. This reduction is justified in part because there will be public transportation available within the Development. Additionally, horizontal and vertical mixing of uses reduces the demand for parking in such developments. For additional justification, please refer to the Reduced Parking Scenario Matrix attached to this Master Plan, along with two letters submitted with this Master Plan from Kimley-Horn and Associates, dated May 31, 2006 and February 12, 2009, analyzing the justification for this parking reduction.

I. Compliance with Urban Design Guidelines

Please refer to the Urban Design Compliance Chart submitted with this Master Plan addressing the City's Urban Design Guidelines.

J. Phasing

North Hills East will be developed in phases primarily determined by market conditions, economic considerations, and matters determined as field engineering and surveying progress. A Preliminary Phasing Plan is attached to this Master Plan showing the general location of preliminary development phases for North Hills East. Notwithstanding this Preliminary Phasing Plan, including plan sheet P-3, any tract or phase within this Master Plan may be developed or reconfigured at any time subject to the provisions of the Code, and provided that all necessary infrastructure is in place to serve such development. Further, retail phasing shall be determined based upon the requirements of TC-15-06 (73-TC-291).

K. Development Intensity

Developer shall provide a table showing overall North Hills East development intensity as a condition of building permit issuance. Once any one of the land uses reaches the intensity defined in Section 5 of this Master Plan, the Developer shall provide a trip assessment for staff to review. The trip assessment shall be signed and sealed by a professional engineer who is licensed to practice in North Carolina. The trip assessment shall include the following data:

- I. Total volume of PM peak hour external trips permitted under master plan MP-4-2008 for North Hills East Revised (691 vehicles per hour entering, 1277 vehicles per hour exiting, or as amended by the Raleigh Planning Commission)
- II. Total PM peak hour external trips resulting from Building Permits issued to date
- III. Total PM peak hour external tips resulting from the Building Permit(s) under application
- IV. Remainder of PM peak hour external trips permitted under master plan MP-4-2008

The trip assessment shall provide all information necessary for staff to conduct a thorough review including, but not limited to, classification of proposed land use, size of proposed land use, ITE Land Use Code, Internal Capture trips, Pass-by Capture trips, and New External trips. The Developer shall provide detailed calculations for all items listed above and for any other items requested by staff to complete its review. Building permits will not be issued until staff completes its review.

The development intensity for this Master Plan shall not exceed the land use intensities reflected in the maximum build-out scenarios located within the Traffic Impact Analysis submitted with Master Plan.

L. SHOD Yard

In lieu of the SHOD Yard along the 440 Beltline, a ten (10) foot high closed wall made of concrete, masonry or equivalent material shall be constructed in the general location shown on the Land Use Plan. Between this wall and the Interstate 440 right-of-way, and contingent upon a viability assessment by a certified arborist retained by the Developer and subsequent City of Raleigh concurrence that the plantings can be installed and survive within this given area, the Developer shall plant at least one (1) two-inch caliper tree per fifty (50) linear feet and at least four (4) shrubs per fifty (50) linear feet. The construction of this wall and the installation of this landscape material shall be contingent upon securing all necessary encroachment agreements and/or variances from the appropriate governing bodies when necessary. Notwithstanding the foregoing, the plan sheets related to Tracts R, T, V and W may prescribe an alternative treatment for the areas within Tracts R and T that replace the SHOD Yard along the 440 Beltline.

Upon redevelopment of Tract N, the following plantings shall be required within the public right-of-way of Church at North Hills Street where adjacent to Tract N and the Interstate 440 right-of-way. The required plantings are at least 3 shade trees, 2 understory trees and 8 shrubs meeting the characteristics of the UDO per 100 linear feet. These plantings shall be located solely adjacent to the Interstate 440 right-of-way and within the public right-of-way of Church at North Hills Street. The installation of this landscape material shall be (a) contingent upon securing all necessary encroachment agreements from the appropriate governing bodies, and (b) subject to the determination of a certified arborist retained by the Developer and subsequent City of Raleigh concurrence that the required plantings can be installed and survive within the designated area. In order to satisfy the plantings required by this paragraph, the Developer may receive credit for the street plantings located on Tract N, and within the public right-of-way of Church at North Hills Street adjacent to Tract N.

M. Commercial Mixed Use District as Default and Impact of Future Code Amendments

To the extent this Master Plan and related Plan Sheets do not address a design standard or other regulated matter specifically, the standards and requirements for the City's Commercial Mixed Use ("CX") Zoning District in effect as of the date of final adoption of this Master Plan shall control. Further, after the date of final adoption of this Master Plan, should any provision of the Code applicable to the Development be revised such that said revision is less restrictive than what is permitted under this Master Plan, then, in that event, the Code shall control over this Master Plan.

N. Residential Density Transfer

The transfer of residential density among lots subject to the Master Plan shall be permitted subject to overall development maximums.

7. ALTERNATES REQUESTED PURSUANT TO UDO SECTION 4.7.2 AND REQUIRED ENCROACHMENTS

The elements of this Master Plan proposed as alternative means of compliance with respect to the provisions of the UDO, are as follows:

A. Street Section Designs

Due to the pedestrian oriented, urban mixed use character of North Hills East, the Applicant is seeking to utilize street sections as shown on the Street Section Plan and Street and Block Plan submitted with this Master Plan. These street sections will require the placement of plantings within the public right of way subject to entering into appropriate encroachment agreements with the City. Except as noted in C-4 and P-4, no reduction to standard street and sidewalk widths are being requested. Therefore, there shall be no impact to traffic flow of anticipated level of service.

B. Off-Street Parking Requirements

Off-street parking shall be as provided for in the Master Plan using a mixture of surface and structured parking; provided, however, at least fifty-one percent (51%) of the required parking shall be located in structured parking facilities. Reduced parking is justified under this Master Plan because of the urban mixed-use nature of the Development. The design of the Development will foster pedestrian circulation that will reduce the need for parking when combined with the mixed-use aspects of the Development. As further justification for the parking as provided in this Master Plan, please refer to the Reduced Parking Scenario Matrix attached to this Master Plan, along with two letters from Kimley-Horn and Associates, dated May 31, 2006 and February 12, 2009. The letters and the Reduced Parking Scenario Matrix justify a reduction of thirty-four (34) percent to the parking required by the UDO for the targeted intensities.

C. Vehicular Surface Areas

Due to the urban nature of the Development, the minimum planting area requirements in UDO Section 7.1.7 for interior islands and tree coverage required for vehicular surface areas shall not apply. The required tree plantings may be installed within irrigated planting areas that are less than 6' x 6' in size if the Developer uses structural soils in an area at least 36 square feet in size. Shrub plantings required for vehicular surface areas may be relocated throughout the Development.

D. Signage

The Sign Criteria submitted with this Master Plan are hereby established for this Development. Further, signs shall be permitted within the Development pursuant to this Master Plan regardless of setbacks and parcel size, provided that all other applicable UDO provisions are met.

E. SHOD

A ten (10) foot high closed wall, proposed in Section 6.L. above, may be located on either private property or within the public right-of-way, subject to securing all necessary encroachment agreements and/or variances from the appropriate governing bodies when

necessary. Between this wall and Interstate 440, and contingent upon a viability assessment by a certified arborist retained by the Developer and subsequent City of Raleigh concurrence that the plantings can be installed and survive within this given area, the Developer shall plant at least one (1) two-inch caliper tree per fifty (50) linear feet and at least four (4) shrubs per fifty (50) linear feet. The installation of this landscape material shall be contingent upon securing all necessary encroachment agreements from the appropriate governing bodies when necessary. The areas within Tracts R, T, V and W that replace the SHOD Yard along the 440 Beltline will contain a minimum twenty (20) foot landscape buffer with at least 3 shade trees, 2 understory trees and 8 shrubs meeting the characteristics of the UDO per 100 linear feet.

Upon redevelopment of Tract N for any use other than a church use, the following plantings shall be required within the public right-of-way of Church at North Hills Street where adjacent to Tract N and the Interstate 440 right-of-way. The required plantings are at least 3 shade trees, 2 understory trees and 8 shrubs meeting the characteristics of the UDO per 100 linear feet. These plantings shall be located solely adjacent to the Interstate 440 right-of-way and within the public right-of-way of Church at North Hills Street. The installation of this landscape material shall be (a) contingent upon securing all necessary encroachment agreements from the appropriate governing bodies, and (b) subject to the determination of a certified arborist retained by the Developer and subsequent City of Raleigh concurrence that the required plantings can be installed and survive within the designated area. In order to satisfy the plantings required by this paragraph, the Developer may receive credit for the street plantings located on Tract N, and within the public right-of-way of Church at North Hills Street adjacent to Tract N.

F. Floor Plate Size

Given the built environment, building floor plate size above the 12th story shall have a maximum square footage of 35,000 within Tracts A, B, C, D, E, F, G, L, R, T, and V.

G. Building Step-back

Given the built environment and location of the development along I-440 freeway and a major thoroughfare, building step-back requirements shall only apply to buildings within Tracts, Q, S, U, and W, which are situated along St. Alban's Road. Building step-back requirements shall not apply to other tracts within the development.

H. Blank Wall Area

Given the built environment, maximum blank wall area standards shall not apply to Tracts A, B, C, D, E, F, G, H, I, J, K, L, M, N, O and P. Maximum blank wall area standards shall apply by building type to Tracts Q, R, S, T, U, V, and W in the development.

I. Transparency

Given the built environment, minimum ground story and upper story transparency requirements shall not apply to Tracts A, B, C, D, E, F, G, H, I, J, K, L, M, N, O and P. In addition, minimum ground story and upper story transparency requirements shall not apply to townhomes or apartment buildings within all tracts of the development. Minimum ground story and upper story transparency requirements shall apply to general buildings and mixed-use buildings only within Tracts Q, R, S, T, U, V, and W.

J. Ground Story Height

Given the built environment and topographical features, minimum ground floor story height shall be nine feet (9') for General Buildings and Mixed Use Buildings for all tracts in the development.

K. Ground Floor Elevation

Given the built environment and topographic features, there shall be no minimum ground floor elevation required by building type within all tracts of the development.

L. Outdoor Amenity Area

Given the built environment, there shall be no minimum outdoor amenity area for Tracts A, B, C, D, E, F, G, H, I, J, K, L, M, N, O, and P. Given the natural features of the site and amount of passive open space, there shall be a minimum 5% outdoor amenity area for Tracts Q, R, S, T, U, V and W.

M. Block Perimeter

Steep slopes, a freeway, waterways, preexisting development, tree conservation areas, stream buffers, and floodplain all exist within and adjacent to the project area. Accordingly, block perimeter standards shall be satisfied for the development based upon the existing and proposed (as conceptually shown on P-4) public and private street network. All private streets have a recorded public access easement.

8. AMENDMENTS AND REVISIONS

The Master Association or Declarant (during the Declarant Control Period) as set forth in the Master Declaration recorded in Book 12692, Page 209 of the Wake County Register of Deeds shall be authorized to unilaterally request an amendment or revision of the Master Plan and Exhibits thereto pursuant to this Paragraph 8.

300 ST ALBANS DRIVE LLC
4500 DORR ST
TOLEDO OH 43615-4040
PIN: 1705-89-0396

4208 SIX FORKS ROAD LLC
KBS REALTY ADVISORS
PO BOX 28270
SANTA ANA CA 92799-8270
PIN: 1705-69-7712

ANDREWS, ALEX B HEIRS WACHOVIA
BNK NA TR U/W MABLE ANDREWS
PDS TAX SERVICE
PO BOX 13159
ARLINGTON TX 76094-0159
PIN: 1705-98-9505

BLACK SAPPHIRE C RALEIGH HOUSE
2014 INC
122 MARY ST GEORGE TOWN
PO BOX 709
GRAND CAYMAN KY1-1107
PIN: 1705-79-2562

CH REALTY V PARK & MARKET LLC
ASSET MGR - PARK & MARKET
3819 MAPLE AVE
DALLAS TX 75219-3913
PIN: 1705-79-0940

CHURCH OF THE APOSTLES OF
RALEIGH
ATTN: PATRICK DOMINGUEZ
333 CHURCH AT NORTH HILLS ST
RALEIGH NC 27609-5177
PIN: 1705-89-5065

KANE CONCORD HOTEL EAST TWO
LLC
11410 COMMON OAKS DR
RALEIGH NC 27614-7002
PIN: 1706-60-6148

OWNERS*

MIDTOWN GREEN AT NORTH HILLS
CONDOMINIUM NHE TRACT H, LLC
KANE REALTY CORPORATION
PO BOX 19107
RALEIGH NC 27619-9107
PIN: 1705-79-6668

MIDTOWN GREEN REALTY COMPANY
LLC
ATTN: ERIC D POLKOW
270 PARK AVE FL 7
NEW YORK NY 10017-7924
PIN: 1705-79-6668

MIDTOWN GREEN RETAIL OWNER
LLC
KANE REALTY CORP
PO BOX 19107
RALEIGH NC 27619-9107
PIN: 1705-79-6668

NHE MIDTOWN PARK OWNER LLC
4321 LASSITER AT NORTH HILLS AVE
STE 250
RALEIGH NC 27609-5782
PIN: 1705-79-4632

NHE MIDTOWN PARK PARK LLC
4321 LASSITER AT NORTH HILLS AVE
STE 250
RALEIGH NC 27609-5782
PIN: 1705-79-6540

NHE OVERLOOK PARK OWNER LLC
4321 LASSITER AT NORTH HILLS AVE
STE 250
RALEIGH NC 27609-5782
PIN: 1705-69-5996

NHE PARK CENTRAL APARTMENTS
LLC
4321 LASSITER AT NORTH HILLS AVE
STE 250
RALEIGH NC 27609-5782

PIN: 1705-79-5347

NHE PARKING LLC
KANE REALTY CORPORATION
PO BOX 19107
RALEIGH NC 27619-9107
PIN: 1705-79-6668

NHE TRACT A RESIDENTIAL LLC
4321 LASSITER AT NORTH HILLS AVE
STE 250
RALEIGH NC 27609-5782
PIN: 1706-60-8216

NORTH HILLS EAST MASTER
DEVELOPER LLC
C/O KANE REALTY CORP
PO BOX 19107
RALEIGH NC 27619-9107
PINs: 1705-69-5889, 1705-69-7809, 1705-
79-0436, 1705-79-4136, 1705-79-8554,
1705-79-9808, 1705-89-4366, 1705-89-
7196, 1705-99-1204

NORTH HILLS TOWER II LLC
4321 LASSITER AT NORTH HILLS AVE
STE 250
RALEIGH NC 27609-5782
PIN: 1706-60-4182

ST ALBANS LLC
PO BOX 30546
RALEIGH NC 27622-0546
PIN: 1705-98-1738

PARK & MARKET AT NORTH HILLS
OWNRS ASSOC
KANE REALTY CORP
PO BOX 19107
RALEIGH NC 27619-9107
PIN: 1705-79-0940

PARK & MARKET OWNER LLC
4321 LASSITER AT NORTH HILLS AVE
STE 250
RALEIGH NC 27609-5782

PINs: 1705-79-0940, 1705-79-0940, 1705-
79-0940

SMNHC, LLC
4321 LASSITER AT NORTH HILLS AVE
STE 250
RALEIGH NC 27609-5782
PIN: 1705-79-9075

*Property Owners all c/o Kane Realty Corporation, c/o Greg Kuruc, 4321 Lassiter at North Hills Avenue, Suite 250, Raleigh, NC 27609

4839-5632-5426, v. 1

PG/MASTER PLAN FOR:
NORTH HILLS EAST
RALEIGH, NORTH CAROLINA
PROJECT NUMBER: 4466-10310

REZONING CASE # Z-28-16 / TRANSACTION # 462270
MASTER PLAN CASE # MP-3-16 / TRANSACTION # 486254
RALEIGH, NORTH CAROLINA
PROJECT NUMBER: KAN-16010

DATE: SEPTEMBER 1, 2016
REVISED DATE: OCTOBER 28, 2016
REVISED DATE: JANUARY 6, 2017
REVISED DATE: FEBRUARY 23, 2017



DEVELOPER:
NHE MASTER DEVELOPER, LLC
C/O KANE REALTY CORPORATION
4321 LASSITER AT NORTH HILLS AVE, SUITE 250
RALEIGH, NORTH CAROLINA 27609
CONTACT: GREG KURUC
PHONE: 919-719-5438
EMAIL: gkuruc@kanerealtycorp.com

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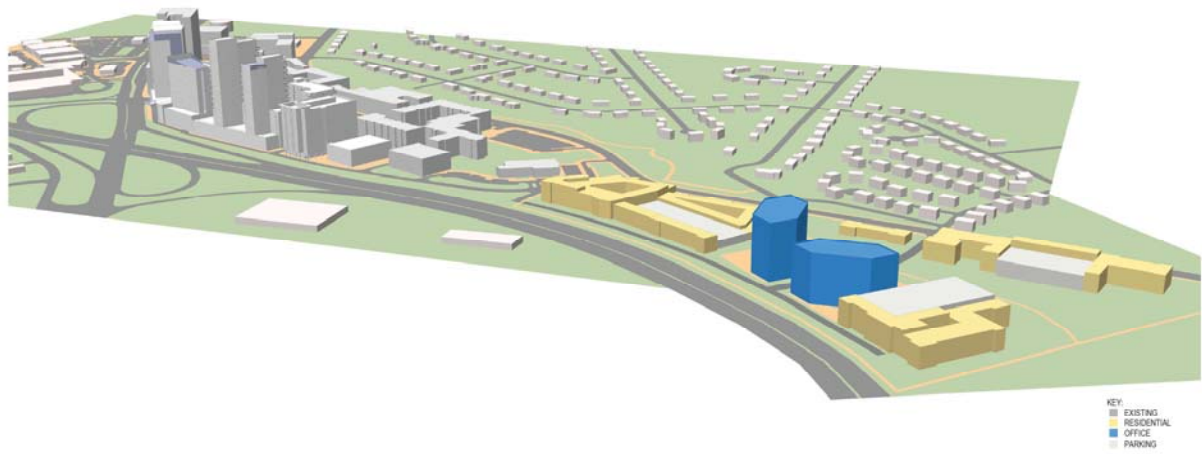
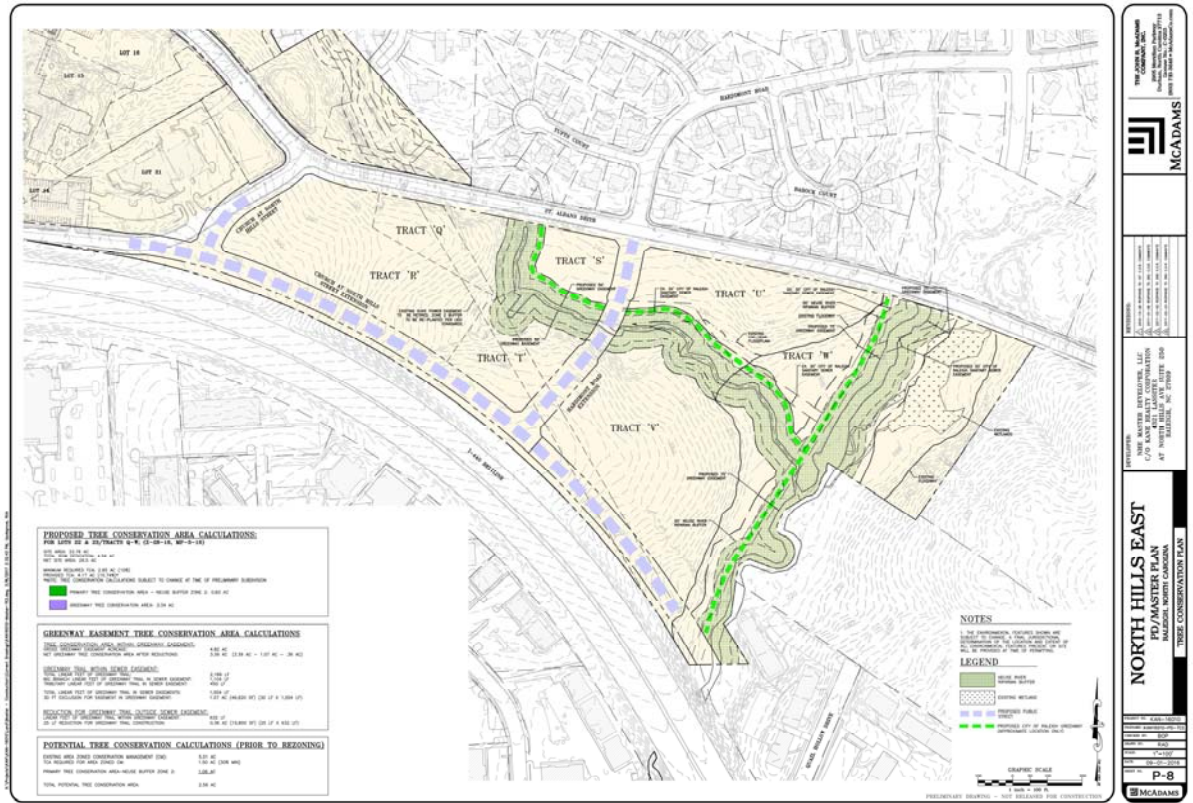
McADAMS

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License No.: C-0293
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PRELIMINARY DRAFTING - NOT RELEASED FOR COMMENT





*Buildings outside of project limits are not exact representations of new construction, but are shown within height requirements as prescribed by zoning