

MASTER PLAN



VESTAVIA
HILLS

A Life Above

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PATCHWORK FARMS
VESTAVIA HILLS, ALABAMA

Daniel Corporation, working on behalf of the City of Vestavia Hills and the Vestavia Hills Board of Education, is pleased to present for consideration this Master Plan in conjunction with the proposed development of Patchwork Farms Planned Unit Development.



1. STATEMENT OF DEVELOPMENT OBJECTIVES

Consistent with the vision and objectives of the Patchwork Farms Charrette and the economic development objectives of the City of Vestavia Hills, Alabama, Patchwork Farms has been designed and planned around the following concepts:

- To create a unique destination on 82+/- Acres in Vestavia Hills that enhances the long-term value of the project for the City, its Board of Education, and its Citizens as a whole.
- To deliver a mixed-use, master-planned development designed to engage the community by providing a vibrant and inspired place to live, work, play, shop, and dine.
- To provide a lasting tribute to the vision of the City's leaders through the development of a community oriented, pedestrian scale project that employs timeless architecture, quality design, lush green spaces, and pedestrian friendly thoroughfares.
- To leverage the locational advantages, demographics, and regional demand generators to create a village scale development capable of seamlessly integrating into the daily lives of the community.

When completed, Patchwork Farms will provide a unique destination serving to attract a mixture of retail, dining, residential, and commercial uses that will increase the available revenue base the City utilizes to support community services and schools. The 82+/- acre property is ideally suited to accommodate this diversity of uses when comprehensively planned in accordance with the Planned Unit Development Zoning Classification established pursuant to the City Code. Accordingly, the Patchwork Farms Plan has been conceived in accordance with the following planning objectives:

- To advance the vision for Patchwork Farms as contemplated by the Patchwork Farms Charrette by (i) creating a mixture of retail,

commercial, institutional, residential, and recreational uses that will contribute to the vitality of the City of Vestavia Hills as a whole, (ii) providing opportunities for recreation and community activity, (iii) providing infrastructure to support contemplated development, and (iv) enhancing the shopping, dining, and entertainment choices in the City.

- To reinforce the character and vision for Patchwork Farms as a pedestrian friendly, community oriented destination, while incorporating flexibility in design and operation that is critical to attract and maintain a strong core of retail, restaurant, and commercial tenants.
- To cultivate a family-friendly environment through amenities such as green spaces, walking trails, sidewalks, and plazas that will encourage and invite leisurely strolls, dining, shopping, and community activities.
- To design, construct, and operate Patchwork Farms in a manner that is appropriate for its surroundings and that attempts to minimize the impacts on adjacent neighborhoods by focusing on transitions between uses, setbacks, topography, vegetation, screening, and green space.
- To reinforce the positive image that is enjoyed by City of Vestavia Hills, by emphasizing architectural quality, providing attractive and pedestrian oriented streetscapes, and by maintaining rich landscaping and green space.
- To provide for efficient traffic circulation within Patchwork Farms by introducing street, infrastructure, and parking improvements focused on convenience, accessibility, and ease of movement.
- To minimize disruptions to the community through the efficient sequencing and scheduling of construction activity intended to minimize the time necessary for project delivery.
- To employ the efficient and economical arrangement of buildings, lots, uses, circulation, and supporting infrastructure than would otherwise be feasible under the traditional zoning classifications.



2. EXISTING CONDITIONS

AREA MAP



The base zoning districts for Patchwork Farms Parcels are reflected in the attached Exhibits and provide as follows:

Land Use District	Gross Acreage (approximate)
Planned Single Family (PR-1)	3.09 Acres
Planned Business (PB)*	78.79 Acres
Total	82.46 Acres

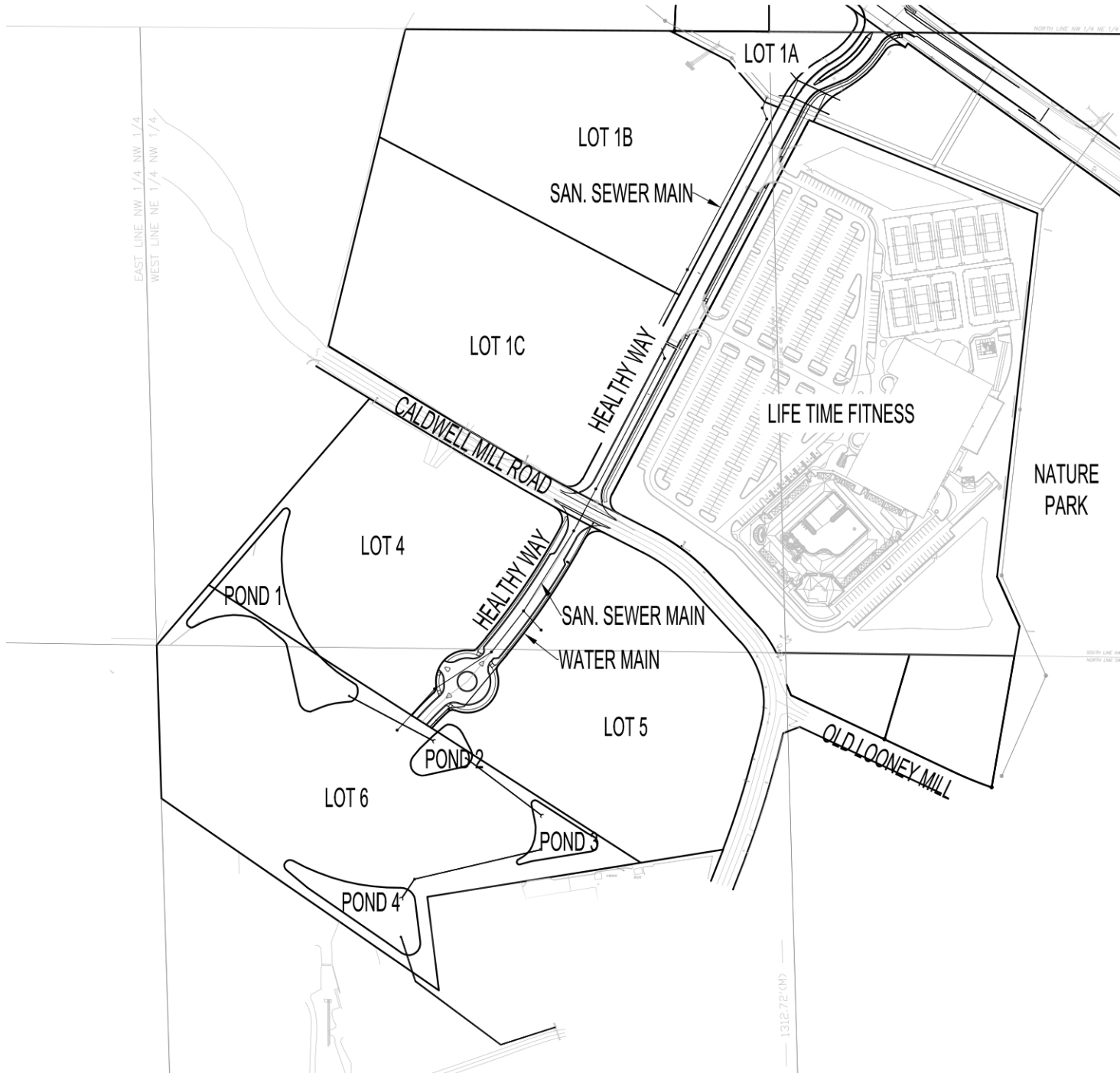
The buildings and uses within Patchwork Farms shall generally comply with the Zoning Code of the City of Vestavia Hills, Alabama, the Patchwork Farms Planned Unit Development Zoning Application and Development Plan and the First Amendment thereto, the Patchwork Farms Commercial Declaration of Covenants, Conditions and Restrictions and any amendments thereto, as applicable, except as specifically set forth herein.

* INCLUDES LIFETIME FITNESS



4. INFRASTRUCTURE IMPROVEMENTS

INFRASTRUCTURE IMPROVEMENTS MAP



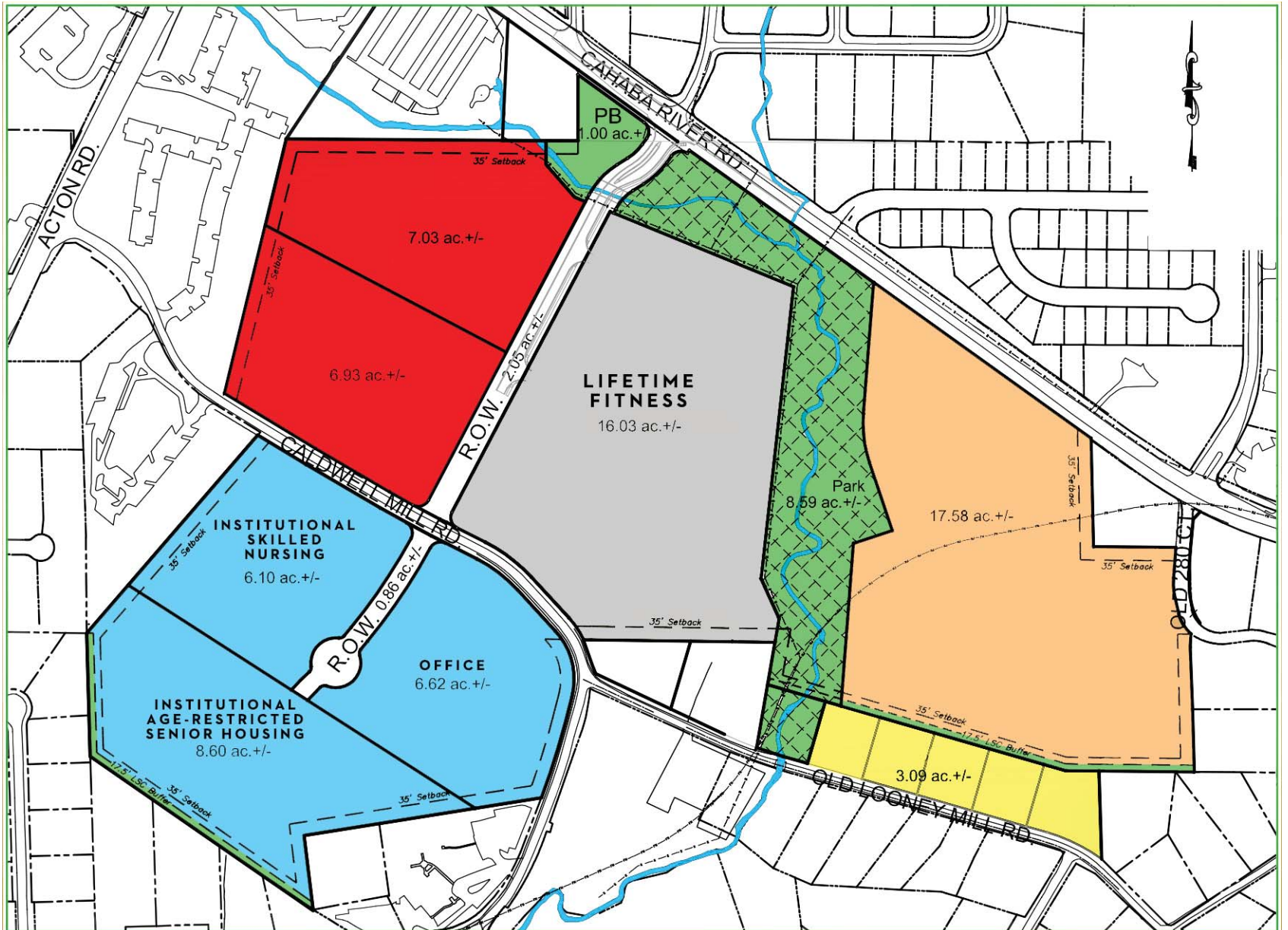
INFRASTRUCTURE IMPROVEMENTS

- GRADING
- STORM WATER MANAGEMENT
- CURBING, ROADS, SIDEWALKS, STREETSCAPES
- UTILITIES (WATER, SEWER, GAS, ELECTRIC, COMMUNICATIONS)
- LANDSCAPE, LIGHTING, IRRIGATION



5. PERMITTED LAND USES

PERMITTED LAND USE MAP



- RETAIL / COMMERCIAL
- OFFICE / INSTITUTIONAL
- RESIDENTIAL - SINGLE DETACHED
- RESIDENTIAL - ATTACHED MULTI-FAMILY
- PARKS / OPEN SPACES
- EXISTING FITNESS



PERMITTED USES

Multiple uses shall be permitted within Patchwork Farms including retail, commercial, institutional, office, service, residential, recreational, green space, parking, amenity, and municipal uses, as more particularly set forth below.

Patchwork Farms is divided into each of the following Use Areas, the location and boundaries of which are shown on the attached Exhibits. All uses contained herein are permitted by right unless (i) expressly limited or conditioned herein or (ii) the square footage of any specific use would exceed that allowed by Code or otherwise be limited by the Patchwork Farms Covenants, Conditions, and Restrictions.

Retail/Commercial Use Area. Within areas designated Retail/Commercial Use Area, the following uses are permitted by right:

1. Antique stores;
2. Appliances and electronic goods and equipment;
3. Arts and crafts stores;
4. Bakeries selling food from the premises;
5. Banks and financial services firms;
6. Barber shops and/or salons (limited to one);
7. Bars, pubs and other establishments engaged in the sale of alcoholic beverages for on-site consumption*;
8. Bookstores;
9. Bridal shops;
10. Business offices and professional offices, provided however, that business offices or professional offices;
11. Clothing stores;
12. Coffee shops;
13. Computer and electronics stores;
14. Dry cleaning establishments where no laundering or cleaning is done on the premises;
15. Electronic and electrical repair shops;
16. Florist shops;
17. Furniture stores;
18. Garden and lawn stores;
19. General merchandise stores, including full-line department stores;
20. Gift shops;
21. Grocery stores;
22. Hardware stores;
23. Hospitality and lodging
24. Ice cream parlors;
25. Interior design shops that include the on-site exchange of merchandise for general consumers;
26. Jewelry stores;
27. Meat, seafood, vegetable and fruit markets;
28. Newsstands, gift shops, galleries, shops selling sundry items;
29. Parcel delivery and packaging stores;
30. Pet shops;
31. Pharmacies;
32. Photography studios;
33. Physical therapists;
34. Rental and sale of electronic media and related items;
35. Restaurants, cafes, cafeterias and delicatessens*;
36. Shipping and wrapping of packages and sale of related items;
37. Shoe stores and shoe repair shops;
38. Sporting goods stores;

39. Theaters for the performing arts;
40. Travel agents;
41. United States Post Office;
42. Upscale wine and/or spirits stores*;
43. Variety and gift stores;
44. Streets, rights of way, service roads, access ways and drive aisles (both public and private);
45. Sidewalks and pedestrian passageways and related lighting;
46. Drive through facilities, if implemented in accordance with the provisions of the PUD and City Code*;
47. Accessory uses customarily incidental to the uses permitted in the Retail Use Area; and
48. Any other business that provides for the display and on-site exchange of merchandise for general consumers that is not otherwise prohibited under the City Code;

* Permitted to the extent not otherwise limited by the “Lifetime Restrictive Covenants”

Office/Institutional Use Area. Within areas designated Office/Institutional Use Area, the following uses are permitted by right:

1. Business offices and professional offices;
2. Banks and financial institutions;
3. Interior design shops;
4. Skilled nursing, assisted living, and rehabilitation facilities;
5. Age restricted (under Federal Law and Fair Housing Act) living facilities;
6. Public and private parking;
7. Commercial uses ancillary to the operation of a parking service, such as administrative space for parking service management and valet services, and/or automobile wash/detail service and storage space; and
8. Streets, rights of way, service roads, access ways and drive aisles (both public and private), sidewalks and pedestrian passageways, and related lighting;

Residential Use Area. Within areas designated as Residential Use Area (PR-1 and PB Land Use Districts), the following uses are permitted by right:

1. Detached single family residential dwelling units, provided however, that the Residential Use Area shall not include more than five (5) such residential units;
2. Attached residential dwelling units, single family or multi-family, provided however, the Residential Use Area shall not include more than two-hundred seventy (270) such residential units; further, no more than twenty-eight (28) such units shall contain three (3) bedrooms;
3. Enclosed garages, covered parking, and uncovered parking;
4. Leasing and sales offices and other such uses necessary to facilitate the leasing and/or sales process;
5. Amenities, improvements, storage and mechanical uses ancillary to residential dwelling units, including but not limited to a pool, gym, laundry/cleaning services, automobile wash, and recreational facilities;
6. Streets, rights of way, service roads, access ways and drive aisles (both public and private); and
7. Sidewalks, walking trails, parks, pedestrian passageways, and related lighting.



Open Space Use Area. Within areas designated Open Space Use Area, the following uses are permitted by right:

1. Parks;
2. Playgrounds;
3. Green space;
4. Outdoor dining areas;
5. Signage;
6. Sidewalks, walking trails, parks, pedestrian passageways, and related lighting;
7. Amenities, valet services, pavilions, amphitheaters and accessory structures ancillary to the foregoing uses; and
8. Special events, including festivals, parades, races, assemblies, gatherings and other events permitted under the City Code



6. PERMITTED DENSITY

ILLUSTRATIVE MASTER DEVELOPMENT PLAN

The density of land uses within Patchwork Farms shall not exceed (collectively, the "Permitted Density") the density as provided for by the Patchwork Farms PUD Development Criteria in the respective Districts. Notwithstanding, the Plan shall contain a minimum of 15% of the gross acreage of all the property as Open Space and the Nature Park Parcel shall at all times contain a minimum of 8.00 acres. The maximum density allowed Retail/Commercial Use Area and the Office/Commercial Use Area may each increase by up to 10% based upon the final programming requirements of building occupants provided that the incremental parking demand resulting from such increase shall not exceed that allowed by Code.



In connection with the preparation of schematic design documents for any building(s) or structure(s), the project owner shall, in accordance with the Patchwork Farms Conditions, Covenants, and Restrictions and City Code, submit preliminary plans (site plan, floor plans, elevations, lighting & landscaping, et. al) for review and approval by the Architectural Review Committee and Design Review Board (“Design Committee”). The respective entities shall review for compliance with the Design Standards and City Code, provide guidance as to required changes or modifications, if necessary for compliance, and ultimately provide notice of approval or rejection. Prior to commencing construction on any building, the project owner shall apply for a building permit in accordance with City Code. The zoning officer shall have the right to consult with the Design Committee to determine if the final plans comply with the Design Standards and approvals from the respective entities.



8. SIGNAGE

A Master Signage Plan shall be created for the Patchwork Farms development to provide standards for street, way-finding, building, and monument signage. Project owners shall be required to submit proposed signage for review and approval by the Design Committee. Prior to erecting any sign or awning, each business within Patchwork Farms shall submit an application for a sign permit in accordance with City Code.

9. ECONOMIC IMPACT

The development of Patchwork Farms is expected to have a significant economic and fiscal impact on the City of Vestavia Hills. These impacts will consist primarily of increases in employment, earnings, final demand, and government revenues. The fiscal impacts will include a combination of both short-term and recurring revenue streams generated and paid to the City and Vestavia Hills City Schools in the form of ad-valorem taxes, sales taxes, use taxes, rent and other taxes, building permit fees, license fees, and other sources of revenue which may be derived with and through the development of property within Patchwork Farms. This expansion of revenues will provide the City funds necessary to support the continued operation of Vestavia Hills City Schools and the ongoing delivery of City services.

