



Via Email Only: djh@zomusa.com

August 26, 2016

Zom Carolinas
4208 Six Forks Road #1000
Raleigh, NC 27609
Attn: Darryl Hemminger

Re: Rezoning Application for 4401 Barclay Downs Drive, Charlotte, North Carolina

Dear Mr. Hemminger,

This letter is in regards to Rezoning Petition No. 2016-113 ("**Petition**") filed by Zom Carolinas ("**Zom**") regarding the potential redevelopment ("**Project**") of a parcel of land located at 4401 Barclay Downs Drive, Charlotte, North Carolina ("**Parcel**"). The Parcel is located directly adjacent to the SouthPark Mall ("**Center**"), which is owned and operated by SouthPark Mall Limited Partnership ("**SouthPark**"). This letter is in response to Zom's letter dated August 23, 2016 ("**August 23 Letter**").

SouthPark is not opposed to the development of the Parcel for multi-family or retail use; however, SouthPark continues to be concerned with the following items, which are based on the site plan and notes, as revised, filed with the City and the Project information Zom has provided to date.

Zom initially contacted SouthPark in May 2016 and requested support for the Project, and indicated that it was willing to provide additional information about the Project as it became available. SouthPark responded to the request for support by letter (a copy of which is attached for convenience) indicating that it did not support the Project based on the minimal information that was provided at the time. SouthPark heard nothing further about the Project until after Zom filed the Petition on June 23, 2016. Though our counsel made requests to your counsel, with respect to the date and time of the neighborhood meeting, SouthPark received notice of the August 9 neighborhood meeting on August 1, which left very little time for a thorough review of the Petition. SouthPark has since made several requests for additional information about the Project. Zom has slowly provided piecemeal responses, and the information provided has not been sufficient to establish an understanding of the full scope and details of the Project. SouthPark wanted to receive pertinent details about the Project and have sufficient time to review these details with its consultants prior to scheduling a meeting with Zom in order to make the meeting as productive as possible. This is no longer a viable option due to the aggressive rezoning process schedule and the complexity of the issues involved. I am available to meet with you and your representatives to discuss the Project (including the items set forth below) in Indianapolis on September 1st, and am available to meet in Charlotte on September 7th or 8th.

1. **Project Density and Retail Uses:** The current zoning of O-1 allows a building 40' in height. The proposed multi-family density for the Project is nearly 100 units per acre,



250,000 square feet of building, an additional 150,000 square feet of parking garage (by SouthPark's estimation based on the site plan), which is more than triple the density of the multi-family development called "Residences at SouthPark." No specific information has been provided regarding the retail uses for the Project.

2. **Curb Cuts and Traffic Signal:** Zom is requesting an additional curb cut on Bullfinch Drive for access to the Parcel, which will cause increased traffic and related problems at the major entrances on Barclay Downs Drive which serve the Center. SouthPark objects to the addition of a new curb cut abutting the Center along Bullfinch Drive, as SouthPark anticipates that a significant number of drivers and service vehicles will cut through the Center parking areas in order to avoid the traffic problems caused by this new curb cut. The traffic study attached to the August 23 Letter did not account for weekend traffic; SouthPark is specifically concerned with the impact that the Project will have on Saturday traffic, as Saturday is the busiest day of the week for the Center and its retailers.
3. **Building Setback, Landscaping, and Pedestrian Walkway:** The Site Plan is misleading in that the plan shows the Center's landscaped setback along the shared property line. SouthPark requests that the Site Plan be revised to exclude the Center's landscape buffer to avoid any confusion about the Parcel's lack of landscaping. The Site Plan is not clear as to how the Center's landscaping and mature trees will be impacted as a result of the Project construction. It is SouthPark's understanding that Zom is being required to ensure that the pedestrian walkway between the Project and Center that exists on SouthPark's property will remain in place. There is no easement or other agreement that would require SouthPark to ensure that this walkway remains open. Such a walkway poses safety hazards, the loss of parking spaces in the center and there is no feasible way to connect this connector to other walkways in the center. Accordingly, SouthPark reserves the right to close this connection.
4. **Building Height and Visibility:** The existing zoning for the Parcel is O-1, which allows for an office building not to exceed forty feet (40') in height. The proposed Project includes the construction of a new 96' high building. The proposed building is taller than the buildings at the Center, and the visibility of Center will be negatively impacted along Barclay Downs Drive since the Project includes a wall of buildings that cover the vast majority of the Parcel. Is Zom completing a site line or other visibility study for the Project?
5. **Building Elevation and Rooftop Screening:** Zom has not provided SouthPark with a proposed elevation for the East side of the Project building (which will face the Center) or specific information about how rooftop elements will be screened from public view. The most recent set of elevations provided to the City in the revised site plan did not include all of the East elevation which will face the Center; please provide the East elevation as soon as possible. Will the parking garage be enclosed in order to minimize impacts from vehicle headlights, and if not, what screening material will be used?



6. **Green Space, Impervious Coverage, and Site Drainage:** The Site Plan shows that the Project will have little (if any) green space, and the Parcel will be almost entirely covered with impervious materials. The August 23 Letter addressed open space, not green space, and only gave general information about stormwater drainage standards that Zom is required to follow. No specific details regarding plans for the Parcel's drainage were provided. SouthPark is concerned with the potential impact that the Parcel's drainage will have on the Center's existing stormwater drainage system and dam and pond maintenance requirements.
7. **Parking Deck and Parking Ratio:** Zom has not provided details regarding parking for the Project. SouthPark requests specific information regarding the location of the parking deck, the number of levels, rooftop screening, and the overall parking ratio for the Project, taking into consideration the number of residential units and the specific retail uses planned for the Project. Specifically, how many parking spaces are being allocated for each of the residential and retail uses? Where will the guest parking area be located? SouthPark will not permit the center parking lot to be used for spillover parking of vehicles.
8. **Trash Enclosures, Loading Areas, and Grease Trap:** The Site Plan did not provide the location of trash enclosures, loading areas, or grease trap(s). The August 23 Letter indicated that the trash enclosures will be located within the parking deck. How will these trash enclosures be serviced if they are located within the parking deck? What routes will Zom's service trucks and vendor deliveries be using? SouthPark objects to the use of the Center for truck/haul routes and turn around maneuvers.

SouthPark does not waive any rights or remedies that may be available under any contract, agreement, or legal or equitable doctrine. Please advise as soon as possible as to which meeting date and location Zom prefers so that appropriate travel arrangements can be made.

Sincerely,

A handwritten signature in black ink, appearing to read "Patrick Peterman".

Patrick Peterman
Vice President

cc: Jeff Brown, Esq. (via email at jeffbrown@mvalaw.com)
Councilman Kenny Smith (via email at ksmith@newsouthprop.com)
Hilary Greenberg (via email at hilarygreenberg@hotmail.com)
M. Jay DeVaney (via email at jdevaney@nexsenpruet.com)



FedEx #7830 7836 4848

May 16, 2016

ZOM Carolinas
4208 Six Forks Road #1000
Raleigh, NC 27609
Attn: Darryl Hemminger

Re: SouthPark Mall – Charlotte, NC

Dear Mr. Hemminger,

This letter is in response to ZOM Carolinas' ("ZOM") inquiry regarding the potential development of a multi-story residential building upon a parcel of land adjacent to the SouthPark Mall ("Center").

SouthPark Mall Limited Partnership ("SouthPark"), as owner and operator of the Center, does not support the residential project as proposed. SouthPark's concerns include (but are expressly not limited to) a high risk of negative impacts on the visibility of the Center from Barclay Downs Drive, the excessive density of the proposed project, and the likelihood of increased traffic and related problems at the major entrances on Barclay Downs Drive which serve the Center.

Sincerely,

A handwritten signature in cursive script that reads "Patrick Peterman" followed by a stylized flourish.

Patrick Peterman
Vice President of Development and
Asset Intensification