

## FACTSHEET

**TITLE:** CHANGE OF ZONE NO. 14009

**BOARD/COMMITTEE:** Planning Commission

**APPLICANT:** Oak Lake Development, LLC

**RECOMMENDATION:** Approval (9-0: Scheer, Beecham, Cornelius, Corr, Harris, Hove, Lust, Sunderman and Weber voting 'yes').

**STAFF RECOMMENDATION:** Approval

**OTHER DEPARTMENTS AFFECTED:** None.

**SPONSOR:** Planning Department

**OPONENTS:** None.

**REASON FOR LEGISLATION:**

To change the zoning from R-3 Residential District and I-1 Industrial District to B-2 Planned Neighborhood Business District, on property located southwest of the intersection of West Charleston Street and Sun Valley Boulevard.

**DISCUSSION / FINDINGS OF FACT:**

1. This proposed change of zone request and the associated Comprehensive Plan Amendment No. 14002 and Use Permit No. 14004 were heard at the same time before the Planning Commission.
2. The purpose of this change of zone request is to allow an outdoor recreational facility (Great American Sports Park) and associated commercial uses and parking.
3. The staff recommendation to approve this change of zone request is based upon the "Analysis" as set forth on p.4-5, concluding that the change of zone is in conformance with the Comprehensive Plan. The proposed development under Use Permit No. 14004 is a site design that is sensitive to the existing environmental concerns of the site. The proposed use of ballfields at this location is encouraged in the Comprehensive Plan for sports related activities in this general location. The staff presentation is found on p.7-9.
4. The applicant's testimony is found on p.9-10.
5. There was no testimony in opposition.
6. The Planning Commission discussion is found on p.10-11. Commissioner Beecham expressed concern about the on-sale alcohol portion of the associated Use Permit No. 14004 (14R-132).
7. On April 30, 2014, the Planning Commission agreed with the staff recommendation and voted 9-0 to recommend approval of this change of zone request.
8. On April 30, 2014, the Planning Commission also voted 9-0 to recommend approval of the associated Comprehensive Plan Amendment No. 14002 (Bill #14R-131) and Use Permit No. 14004 (Bill #14R-132).

**POLICY OR PROGRAM CHANGE:**     \_\_\_ Yes            \_\_\_X No

**OPERATIONAL IMPACT ASSESSMENT:** Not significant; street and utility improvements to be made with developer and TIF funds.

**COST OF TOTAL PROJECT:** N/A

**RELATED ANNUAL OPERATING COSTS:** N/A

**SOURCE OF FUNDS:** N/A

**CITY:** N/A

**NON-CITY:** N/A

**FACTSHEET PREPARED BY:** Jean Preister, Administrative Officer     **DATE:** May 5, 2014

**REVIEWED BY:** Marvin Krout, Director of Planning                   **DATE:** May 5, 2014

**LINCOLN CITY/LANCASTER COUNTY PLANNING STAFF REPORT**

**for APRIL 30, 2014 PLANNING COMMISSION MEETING**

**\*\*AS REVISED AND RECOMMENDED FOR CONDITIONAL APPROVAL\*\***  
**BY PLANNING COMMISSION: 4/30/14**

This is a combined staff report for related items. This report contains a single background and analysis section for all items. However, there are separate conditions provided for each individual application.

**PROJECT #:** **Change of Zone No.14009** - Great American Sports Park  
Use Permit No.14004

**PROPOSAL:** A Use Permit to develop outdoor recreational facility, 75,000 sq. ft. of commercial use, 175,000 sq. ft. indoor sports facility and 275 hotel rooms.

**Change of zone from R-3 and I-1 to B-2**

**LOCATION:** Sun Valley Blvd. and W. Charleston St.

**LAND AREA:** 60.57 acres, more or less for Use Permit  
**60.57 acres, more or less for Change of Zone R-3 to B-2**  
**5.04 acres, more or less for Change of Zone I-1 to B-2**

**EXISTING ZONING:** R3, Residential and I-1 Industrial

**CONCLUSION:** This development demonstrates a site design that is sensitive to the existing environmental concerns of the site. The proposed use of ball fields at this location is encouraged in the Comprehensive Plan for sports related activities in this general location.

**RECOMMENDATION:**

**Change of Zone #14009**

**Approval**

**GENERAL INFORMATION:**

**LEGAL DESCRIPTION:** See attached. The change of zone and use permit have different legal description.

**EXISTING LAND USE:** Undeveloped

## **SURROUNDING LAND USE AND ZONING:**

North:	I-1 Industrial	mini storage and warehouse
South:	I-1 Industrial	railroad corridor, cell tower and undeveloped
East:	P Public	City tow lot and BMX track
West:	R-3 Residential	Apartment complex

## **ASSOCIATED APPLICATIONS:**

Comprehensive Plan Amendment #14002 to amend the Land Use Plan in the 2040 Comprehensive Plan from Urban Residential to Green Space, Environmental Resources and Commercial.

Comprehensive Plan Conformance #14006 for a proposed amendment to the Northwest Corridors Redevelopment Plan to identify the “Great American sports Park” project.

## **HISTORY:**

- Dec. 17, 2001      Special Permit #1928 for Oak Creek Apartments Community Unit Plan for 157 dwelling units was approved by the City Council.
- April 5, 2004      Preliminary Plat #03011 and Special Permit #1928A for an amendment to Oak Creek Apartments Community Unit Plan to add 171 dwelling units for a total of 328 dwelling units was approved by the City Council.

## **COMPREHENSIVE PLAN SPECIFICATIONS:**

The community’s present infrastructure investment should be maximized by planning for well-designed and appropriately placed residential and commercial development in areas with available capacity. (p. 2.7)

Mixed use redevelopment, adaptive reuse, and well-designed and appropriately-placed infill development, including residential, commercial and retail uses, are encouraged. (p. 2.8)

The overriding policy for the floodplain is a “No Adverse Impact” policy for the City and County, which means that the community has a goal of insuring that the action of one property owner does not adversely impact the flooding risk for other properties. (p. 3.9)

Encourage and provide incentives for mixed uses in future developments. (p. 5.2)

Seek to efficiently utilize investments in existing and future public infrastructure to advance economic development opportunities. (p. 5.2)

The community’s ability to attract and retain viable businesses, industries, and employees is directly linked to quality of life issues, including indoor and outdoor recreational opportunities. (p. 9.1)

One new Tournament Sports Facility is anticipated as an upgrade to the existing Oak Lake Park. (p. 9.3)

Formalize a strategy for the development, marketing, and management of a tournament sports complex at Oak Lake Park. (p. 9.3)

Establish Youth Baseball/Softball complexes as part of Community Parks throughout the City; form partnerships with youth baseball organizations and Lincoln Public Schools for maintenance and utilization strategies. (p. 9.5)

While regulations to support the No Adverse Impact concept have not been fully adopted throughout the “Existing Urban Area” or in the County’s jurisdiction, goals and strategies in this plan support minimizing impacts to the floodplain in all circumstances. (p. 11.13)

Seek opportunities for “Best Management Practices” (e.g. Rain to Recreation, Rain Gardens, etc.) that reduce flood damages, protect water quality and natural areas, while providing for recreational opportunities so as to realize multiple benefits. (p. 11.14)

The 2040 Lincoln Area Future Land Use Plan identifies this area as Residential-Urban Density. (p.12.3)

### **Northwest Corridors Redevelopment Plan**

Areas that require redevelopment, including areas with obsolete land uses or unresolvable land use conflicts, should be developed in ways that strengthen existing commercial, industrial, and residential investments. Stable areas or marginal areas with viable future uses should be targets for rehabilitation reinvestment. (p.21)

Infrastructure issues that include streets, sidewalks, and utilities impeded new development throughout the Redevelopment Area and contribute to the blighting conditions. (p.23)

**UTILITIES:** All utilities are available

**TRAFFIC ANALYSIS:** Charleston Street is classified as a urban collector. Sun Valley Blvd. is classified as a principal arterial. The realignment of Sun Valley Blvd. is shown as a needs based project in the 2040 Comprehensive Plan. This is a State project with the City contributing 20 percent of the cost. Although the Comprehensive Plan identifies the project to be started by 2025, there is no definitive time schedule.

**PUBLIC SERVICE:** The nearest fire station is located at S. 2<sup>nd</sup> St. and West “O” St.

**ENVIRONMENTAL CONCERNS:** The entire site is within the 100 year floodplain. There are saline wetlands on the site.

### **ANALYSIS:**

1. This request is for a use permit to allow outdoor recreational facility, 75,000 sq. ft. of commercial use, 175,000 sq. ft. indoor recreational facilities and 275 hotel rooms **and a change of zone from R-3 and I-1 to B-2.** The development is located west of Sun Valley Blvd. and south of West Charleston St.
2. This application is associated with requests for a change in the future land use designation in the Comprehensive Plan. See the report for CPA#14002 for the review of the application.
3. Outdoor recreational facilities are permitted by special permit in the B-2 District. Since this is within a use permit, the use permit can be amended to allow the outdoor recreational facility without having to do a separate special permit. All of the other uses are permitted in the B-2 District.

4. The site plan shows a future street network for the site. The site plan takes into account the realignment of Sun Valley Blvd. with N. 1<sup>st</sup> St. The realignment of Sun Valley Blvd. is a Nebraska Department of Roads (NDOR) project. Although the Comprehensive Plan identifies the project to be started by 2025, the State has no definitive time schedule for this project.

The streets are to be built in phases as needed. The first phase will include the construction of Line Dr. and N. 1<sup>st</sup> St. from Sun Valley Blvd. to the temporary tow lot access located on Lot 10. There is an existing drive for access to the City's tow lot. The City has agreed that the development can use the drive as a means of access until Sun Valley Blvd. is realigned. There will be a maintenance agreement between GASP and the City as part of the Redevelopment Agreement. The use of the tow lot drive was previously approved as an access for SP#1928A Sterling University Community Unit Plan (CUP).

The northern section of N. 1<sup>st</sup> St. and the redesigned intersection of N. 1<sup>st</sup> St. and West Charleston St. will be constructed when tax increment financing funds are available.

5. The site is within the 100 year flood plain and a portion covers a former landfill. Over recent years several test borings have been done over the landfill. The tests show that the waste material is predominantly construction debris. A no net rise of 0.02' is the limiting factor for fill as agreed upon by the developer. With a approximately half of the site being left untouched or in ball fields, this development should have minimal impact on the floodplain and landfill.
6. A portion of the proposed development is within the boundary of Special Permit #1928A Sterling University CUP. An administrative amendment to the CUP will be required to show the revised boundary of the CUP.
7. The property to the south is within the change of zone, but not the use permit. The parcel is being provided access through an access easement off of Line Dr. Any future development of the site will require a use permit.
8. A traffic analysis was conducted to determine the expected trips generated by the 10 ball fields. The study looked at the future intersection of Line Dr. and Sun Valley Blvd. Recommendations include constructing a northbound left-turn lane and southbound right-turn lane from Sun Valley Blvd. to Line Dr. Also a eastbound left-turn lane from Line Dr. to Sun Valley Blvd. is recommended.
9. The parking requirement for this development will be the same as the parking requirement for a similar recreational facility being proposed near Park Boulevard and Van Dorn Street. Parking for the commercial uses will be as required in the B-2 District. Outdoor recreational facilities shall provide 60 stalls per field. The parking for the indoor and outdoor recreational facilities will be shared due to the non-concurrent nature of the uses.

Prepared by

Tom Cajka  
Planner

**DATE:** April 17, 2014

**APPLICANT:** Mark Palmer  
Olsson Associates  
1111 Lincoln Mall  
Lincoln, NE 68508  
402-458-5632

**OWNER:** Oak Lake Development LLC  
3701 "O" St.  
Lincoln, NE 68510  
402-466-2041

**CONTACT:** Same as owner

**COMPREHENSIVE PLAN AMENDMENT NO. 14002,  
CHANGE OF ZONE NO. 14009  
and  
USE PERMIT NO. 14004**

**PUBLIC HEARING BEFORE PLANNING COMMISSION:**

April 30, 2014

Members present: Scheer, Beecham, Sunderman, Corr, Hove, Cornelius, Weber, Harris and Lust.

Staff recommendation: Approval of the comprehensive plan amendment and change of zone, and conditional approval of the use permit, as revised.

There were no ex parte communications disclosed.

Staff presentation: **Tom Cajka of Planning staff** presented the proposal. The comprehensive plan amendment amends the Future Land Use map to change the area from urban density residential to green space, commercial and environmental resources. The western part of the property is from urban residential to green space/open space and the eastern half along the railroad corridor would be commercial and environmental resources.

The green space is where the proposed ballfields and parking lot would be located. Cajka pointed out that the boundaries on the Future Land Use map are general in nature and not to be interpreted as explicit or exact locations – in other words, it designates a general concept for the area.

The proposed change of zone is from R-3 and I-1 to B-2. The change of zone would be in compliance with the proposed use permit. This property was changed to R-3 some time ago, and at the time there were plans to add onto the existing apartment complex to the west. That never went forward.

Cajka pointed out that the I-1 portion of the change of zone is actually not included within the boundary of the use permit. The applicant is not quite ready at this time and does not know what they want to do with the I-1 tract.

The use permit is for the Great American Sports Park, all under the B-2 zoning, and the use permit shows future ballfields, parking, and future commercial development on the eastern edge. The application proposes some new streets. There are plans to realign Sun Valley Boulevard – not any time soon but at some point in the future. In the meantime, the proposal is to build the street directly across from Line Drive. Some day there will be another access to this development when Sun Valley Boulevard is realigned. In the meantime, there is an access which is the driveway that currently goes to the City tow lot. Thus there are two access points. The developer is currently working on a maintenance agreement for the new tow lot road as part of the redevelopment agreement.

Cajka then commented that a portion of the development is over a former landfill. Testing has been done and the majority of it has been described as “old construction debris.” A lot of that former landfill will be covered by the parking lot and ballfields.

Cajka then discussed the waivers being requested. The applicant is requesting a waiver to increase the center identification sign to 250 sq. ft. That sign will need to be approved by the Urban Design Committee as well. Staff is supportive of that waiver subject to approval by the Urban Design Committee. The applicant is also requesting a waiver to increase the building height for the hotel. Staff is also supportive of this waiver because it is generally difficult to do a hotel with the 40' height limitation. The third waiver being requested is for street trees and parking lot landscaping having to do with the landfill. This waiver is conditioned on NDEQ review of a waste disturbance plan. The applicant is also requesting to allow gravel parking for any parking stalls in excess of the required stalls for the ballfield area, and staff agrees.

Cajka submitted revised conditions of approval deleting Conditions #2.2, 2.9 and 2.11. Those conditions have either been completed or are being address in the redevelopment agreement. Condition 2.5 has been revised.

Lust inquired what type of things are typically allowed in the “green space” designation on the Future Land Use map. Cajka pointed out that there are other parts of the city with ballfields shown on designated green space. It is generally a large open area – large parks, recreational type uses. Since it is a generalized boundary, the “green space” may or may not include the parking lot.

Corr asked for further information on the sign location. Cajka showed that there are three center identification signs. The waiver is for all three signs. Their street frontage is a long ways away, so there will be pad sites with no visibility from the street. Part of the rationale for approving this waiver and allowing the larger sign is to provide enough room for the tenants' names on the signs.

Beecham wondered why all one B-2 package. She is having difficulty with that because she thought these uses were allowed in the I-1 zoning. Why are we putting the ballfields with a bunch of businesses? They are so very different uses. Cajka explained that in most zoning districts, the outdoor recreational facility is allowed by special permit, as well as the B-2 district. But because B-2 is a use permit district, the recreational facility can be included as a use without a separate special permit. Beecham expressed her concern – she may be comfortable with alcohol at the businesses but she sees it differently when it is an open area and not a controlled environment. She would rather see a separate special permit to understand why that use is special enough that we should approve it. Most of the uses are geared towards kids so she is not comfortable giving a blanket approval of the alcohol sales. Cajka further explained that the special permit is only for the recreational part – separate from the alcohol. Since it is a use permit and it has site plan review, the alcohol sales is added as a permitted use within the use permit. The alcohol sales is actually a conditional use in the B-2 district and this area is far away from any residential district or uses. Cajka suggested that the applicant speak to the intent for the alcohol sales and how they choose to regulate it. Planning staff has not set forth any kind of regulatory conditions on the alcohol sales as long as it meets the conditions of the B-2 district.

Corr inquired about the parking. Cajka stated that they are showing more parking than required, i.e. 60 stalls per field. They have asked for nonconcurrent parking which gives them a break on the ratio. He believes they are showing 200 extra stalls.

### Proponents

**1. Scott Sandquist** appeared on behalf of the developer. They have been working with various city departments for quite some time, and quite successfully. This development is a critical economic engine for the city, not only for West Haymarket, but the fact that it will bring in tournaments, which is the big focus for this development. This brings out-of-town people needing a place to stay and to eat. He believes the subsequent uses that are added will be complementary to the ballfields. The most successful new parks across the country always have adjacent commercial.

Sandquist further commented that it is mixed use. They will start with the ballfields, but the commercial will subsequently include restaurants and hotels and things that support families coming to watch their kids play.

With regard to the sports park uses, Sandquist stated that they are showing 10 fields. They had initially shown twelve 200 ft. fields, but in an attempt to maximize the diversity of use, they enlarged most of the fields to 225 or 250 ft., which will allow some boys baseball. The fields are also arranged such that there are certain ones that can be joined to allow flag football and soccer, etc.

Finally, Sandquist suggested that the Commission may be well aware of the proposal by Vision 2015 to build baseball fields to the east in the tow lot area. That development remains to be seen. His point is that the primary focus there is legion baseball. This development, with girls basketball and youth baseball will be very complementary to the legion play. 83% of Lincoln's hotel visitors are here for sporting events, thus this will be an economic driver for the City.

Lust inquired whether the primary intent with regard to the alcohol is for the hotel/restaurants. Sandquist responded that the hotel/restaurants would be the primary reason; however, during August they will most likely have adult leagues where they might want to have the alcohol available.

Beecham commented that she grew up in a town where alcohol was allowed at games, and the alcohol did not always mix well when spectators got angry at calls by the umpire ending up with fist fights and calls to police. She is concerned about this during events for kids. She asked Sandquist whether he has a plan to make sure there is no underage drinking, security, etc. Sandquist stated that they do not intend to have alcohol at any children events – only adult events. In regard to outdoor alcohol or any alcohol, it's really kind of like the golf courses. But, Beecham believes the difference is that the golf courses have a point of entry. She thinks the alcohol may be less monitored in this situation. Sandquist offered that the facility will be entirely fenced with one gate. It will be a highly controlled access.

It was confirmed that there will be 810 parking stalls, excluding the commercial uses.

Corr noted that the staff report talks about the height increase – they cannot go beyond 75' because of the airport approaches. Sandquist acknowledged and agreed. Corr also noted that lighting is not to interfere with the runway approach. Sandquist also acknowledged and agreed. The lighting has not yet been specifically designed but the runway approach will be a major consideration.

**2. Kent Seacrest** appeared on behalf of the applicants, indicating that they have worked with the neighbors, including a neighborhood meeting where two people attended who were not neighbors to this project.

With regard to the bigger vision, Seacrest pointed out that “this isn’t just fields”. This is an attempt to make it so that families want to come. They will spend first generation dollars in the community. They want to create a situation where the families can literally stay, park and walk. It is intended to be a fun place so they come back year after year.

Seacrest also noted that the applicant has submitted request for waivers to the Access Management Policy. In that regard, Seacrest suggested that some day Sun Valley Boulevard will be relocated. At that time, this facility will want a third entrance. There is an existing bridge over the railroad tracks, thus they have to build a left turn pocket to come into the development and it will be impossible to be perfect with the tapers because of the bridge.

Seacrest expressed appreciation to the staff on this project.

Corr inquired as to who was invited to the neighborhood meeting. Seacrest stated that they used the Planning Department notification area, and also plan to meet with the West O businesses. Corr wondered whether the residents of the apartment complex were invited. Seacrest acknowledged that the apartment complex is within the notification area and the applicant has purchased the apartment complex land. They are very familiar with the intent.

There was no testimony in opposition.

### Staff questions

Beecham noted that it was stated that the intention is not to sell alcohol at kids sporting events. If that were to change after we have granted this approval, does that not come back to the Planning Commission? Cajka stated that it would not. The only way it would come back is if there were some condition on the use permit pertaining to the alcohol. Then if they wanted to change it, they would have to come back to amend that condition in the use permit.

Corr inquired about flooding. She wants to make sure that everything will be okay here where the staff report talks about concentration of the watershed, etc. **Ben Higgins of Watershed Management** stated that overall, the concern is the major flooding, and it is localized drainage which can be worked out. Corr then asked about the detention pond and need for easements, etc. Higgins advised that Watershed needs to see the details and then it will have to be worked out according to the conditions of approval.

Regarding the whole left turn lane and southbound right turn lane, Corr asked whether the developer is responsible for that cost now before Sun Valley Boulevard is realigned. Cajka stated that the those improvements must happen before the realignment of Sun Valley Boulevard. **Mark Palmer of Olsson Associates** appeared on behalf of the applicant and clarified that these improvements are in the redevelopment agreement. They are part of the local improvements required at the developer's expense. They will need to be coordinate with NDOR.

**COMPREHENSIVE PLAN AMENDMENT NO. 14002**

**ACTION BY PLANNING COMMISSION:**

April 30, 2014

Hove moved approval, seconded by Scheer.

Beecham believes the ball park is a big issue in regards to alcohol. She appreciates that the applicants have thought about a process with a plan in place for when they will sell alcohol and she also likes that it is fenced, thereby giving a little bit of control to the applicant. This has been a struggle for her.

Cornelius commented that if he had to characterize the misgivings that he has on these applications, it is that we have applied required separation between alcohol sales and a variety of uses in the ordinance, and one of those uses is "park". But what we have heard is that the separation in this case is plenty. It is private, but we have a mixing of park uses and other uses, including on-sale alcohol.

Corr observed that the example she thinks of is Spikes, and they are fenced but they also serve alcohol. They don't necessarily have children playing volleyball but it appears they do okay with a plan in place for the alcohol sales. She envisions a situation similar to that.

Sunderman pointed out that parks are kind of a "free for all" – not real structured. It appears that the areas in this case will be more structured with adults, organized play, etc. If there is on-sale, they won't be able to bleed onto the others simply by the permits with controlled access. It is the structure inherent in this that he will support.

Lust pointed out this particular motion is whether this project should have a change in land use in the Comprehensive Plan, and we have heard adequate testimony that it should.

Motion for approval carried 9-0: Scheer, Beecham, Sunderman, Corr, Hove, Cornelius, Weber, Harris and Lust voting 'yes'. This is a recommendation to the City Council.

**CHANGE OF ZONE NO. 14009**

**ACTION BY PLANNING COMMISSION:**

April 30, 2014

Cornelius moved approval, seconded by Corr.

Lust commented that this particular motion is whether to change the zoning in this area and she believes it is abundantly clear that the change from a residential use is appropriate.

Motion for approval carried 9-0: Scheer, Beecham, Sunderman, Corr, Hove, Cornelius, Weber, Harris and Lust voting 'yes'. This is a recommendation to the City Council.

**USE PERMIT NO. 14004**

**ACTION BY PLANNING COMMISSION:**

April 30, 2014

Hove moved to approve the staff recommendation of conditional approval, as revised, seconded by Corr.

Lust stated that she will support the development and believes this is a good sort of development for Lincoln.

Motion for conditional approval, as revised, carried 9-0: Scheer, Beecham, Sunderman, Corr, Hove, Cornelius, Weber, Harris and Lust voting 'yes'. This is a recommendation to the City Council.



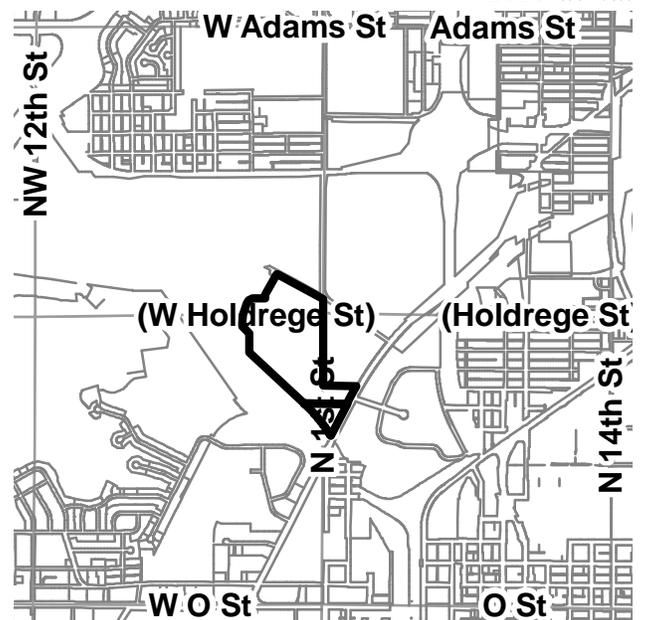
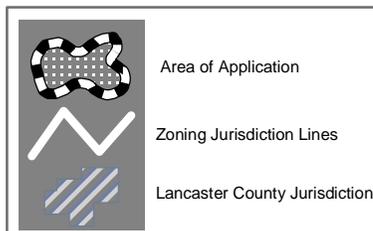
**Change of Zone #: CZ14009**  
**Great American Sports Park**  
**Sun Valley Blvd & Line Dr**

2013 aerial

**Zoning:**

- R-1 to R-8 Residential District
- AG Agricultural District
- AGR Agricultural Residential District
- O-1 Office District
- O-2 Suburban Office District
- O-3 Office Park District
- R-T Residential Transition District
- B-1 Local Business District
- B-2 Planned Neighborhood Business District
- B-3 Commercial District
- B-4 Lincoln Center Business District
- B-5 Planned Regional Business District
- H-1 Interstate Commercial District
- H-2 Highway Business District
- H-3 Highway Commercial District
- H-4 General Commercial District
- I-1 Industrial District
- I-2 Industrial Park District
- I-3 Employment Center District
- P Public Use District

Four Square Miles:  
 Sec.14 T10N R06E  
 Sec.23 T10N R06E  
 Sec.15 T10N R06E  
 Sec.22 T10N R06E



CHANGE OF ZONE LEGAL DESCRIPTION  
R-3 TO B-2

A LEGAL DESCRIPTION FOR A PARCEL OF LAND COMPOSED OF LOT 81 I.T. AND LOT 90 I.T. IN THE SOUTHEAST QUARTER OF SECTION 15; AND COMPOSED OF LOT 303 I.T., LOT 304 I.T. AND LOT 305 I.T. IN THE NORTHEAST QUARTER OF SECTION 22; AND COMPOSED OF LOT 71 I.T. IN THE NORTHWEST QUARTER OF SECTION 23, ALL IN TOWNSHIP 10 NORTH, RANGE 6 EAST, OF THE 6TH P.M., CITY OF LINCOLN, LANCASTER COUNTY, NEBRASKA , AND MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE NORTHEAST CORNER OF LOT 304 I.T., SAID POINT BEING THE NORTHEAST CORNER OF THE NORTHEAST QUARTER OF SAID SECTION 22; THENCE, SOUTH, ALONG THE EAST LINE OF SAID LOT 304 I.T. AND ALONG THE EAST LINE OF LOT 305 I.T., SAID LINE BEING THE EAST LINE OF SAID NORTHEAST QUARTER, ON AN ASSUMED BEARING OF SOUTH 00 DEGREES 18 MINUTES 34 SECONDS WEST A DISTANCE OF 1342.91 FEET TO THE NORTHWEST CORNER OF LOT 71 I.T.; THENCE SOUTH 88 DEGREES 48 MINUTES 54 SECONDS EAST, ALONG THE NORTH LINE OF SAID LOT 71 I.T., A DISTANCE OF 615.31 FEET TO THE NORTHEAST CORNER OF SAID LOT 71 I.T., SAID POINT BEING ON THE WEST RIGHT-OF-WAY LINE OF SUN VALLEY BOULEVARD; THENCE AROUND A CURVE IN A COUNTER CLOCKWISE DIRECTION, HAVING A RADIUS OF 5789.65 FEET, A DELTA ANGLE OF 02 DEGREES 24 MINUTES 13 SECONDS, AN ARC LENGTH OF 242.87 FEET, ALONG THE EAST LINE OF SAID LOT 71 I.T. AND ALONG SAID RIGHT-OF-WAY LINE , A CHORD BEARING OF SOUTH 28 DEGREES 15 MINUTES 54 SECONDS WEST AND A CHORD LENGTH OF 242.86 FEET TO A POINT ON THE EAST LINE OF SAID LOT 71 I.T.; THENCE SOUTH 27 DEGREES 02 MINUTES 07 SECONDS WEST, ALONG SAID EAST LINE, AND ALONG SAID RIGHT-OF-WAY LINE, A DISTANCE OF 125.81 FEET TO THE SOUTHEAST CORNER OF SAID LOT 71 I.T., SAID POINT BEING ON THE NORTH LINE OF THE FORMER MISSOURI PACIFIC RAILROAD RIGHT-OF-WAY; THENCE NORTH 89 DEGREES 23 MINUTES 09 SECONDS WEST, ALONG THE SOUTH LINE OF SAID LOT 71 I.T. AND ALONG THE SOUTH LINE OF SAID LOT 305 I.T., A DISTANCE OF 792.47 FEET TO A SOUTHWEST CORNER OF SAID LOT 305 I.T., SAID POINT BEING ON THE NORTHEAST RIGHT-OF-WAY LINE OF THE B.N.S.F.R.R.; THENCE NORTH 46 DEGREES 56 MINUTES 36 SECONDS WEST, ALONG THE SOUTHWEST LINE OF SAID LOT 305 I.T., AND ALONG THE SOUTHWEST LINE OF SAID LOT 303 I.T., SAID LINE BEING THE NORTHEAST RIGHT-OF-WAY LINE OF SAID B.N.S.FR.R., A DISTANCE OF 1377.08 FEET TO THE SOUTHWEST CORNER OF SAID LOT 303 I.T.; THENCE NORTH 00 DEGREES 20 MINUTES 00 SECONDS EAST, ALONG A WEST LINE OF SAID LOT 303 I.T., A DISTANCE OF 347.67 FEET TO A WEST CORNER OF SAID LOT 303 I.T.; THENCE NORTH 45 DEGREES 55 MINUTES 52 SECONDS WEST, ALONG A WEST LINE OF SAID LOT 303 I.T., A DISTANCE OF 185.04 FEET TO A WEST CORNER OF SAID LOT 303 I.T.; THENCE NORTH 00 DEGREES 03 MINUTES 25 SECONDS EAST, ALONG A WEST LINE OF SAID LOT 303 I.T., A DISTANCE OF 81.46 FEET TO A WEST CORNER OF SAID LOT 303 I.T.; THENCE NORTH 06 DEGREES 13 MINUTES 06 SECONDS EAST, ALONG SAID WEST LINE, A DISTANCE OF 136.48 FEET TO A WEST CORNER OF SAID LOT 303 I.T.; THENCE NORTH 16 DEGREES 38 MINUTES 30 SECONDS EAST, ALONG SAID WEST LINE, AND ALONG A WEST LINE OF SAID LOT 90 I.T., A DISTANCE OF 221.84 FEET TO A WEST CORNER OF SAID LOT 90 I.T.; THENCE NORTH 35 DEGREES 38 MINUTES 16 SECONDS EAST, ALONG SAID WEST LINE, A DISTANCE OF 66.25 FEET TO A WEST CORNER OF SAID LOT 90 I.T.; THENCE NORTH 61 DEGREES 46 MINUTES 44 SECONDS EAST, ALONG SAID WEST LINE, A DISTANCE OF 88.07 FEET TO A WEST CORNER OF SAID LOT 90 I.T.; THENCE SOUTH 89 DEGREES 59 MINUTES 48 SECONDS EAST, ALONG A NORTH LINE OF SAID LOT 90 I.T., A DISTANCE OF 229.72 FEET TO A WEST CORNER OF SAID LOT 90 I.T.; THENCE NORTH 00 DEGREES 17 MINUTES 04 SECONDS EAST, ALONG A WEST LINE-OF SAID LOT 90 I.T., A DISTANCE OF 65.87 FEET TO A WEST CORNER OF SAID LOT 90 I.T.; THENCE NORTH 28 DEGREES 31 MINUTES 16 SECONDS EAST, ALONG THE WEST LINE OF SAID LOT 90 I.T., A DISTANCE OF 433.50 FEET TO A NORTHWEST CORNER OF SAID LOT 90 I.T., SAID POINT BEING ON THE SOUTH RIGHT-OF-WAY LINE OF CHARLESTON STREET; THENCE AROUND A CURVE IN A CLOCKWISE DIRECTION, HAVING A RADIUS OF 20.00 FEET, A DELTA ANGLE OF 48 DEGREES 35 MINUTES 54 SECONDS, AN ARC LENGTH OF 16.96 FEET, ALONG THE NORTHWEST LINE OF SAID LOT 90 I.T. AND ALONG SAID RIGHT-OF-WAY LINE, A CHORD BEARING OF SOUTH 85 DEGREES 39 MINUTES 42 SECONDS EAST AND A CHORD LENGTH OF 16.46 FEET TO A NORTHEAST CORNER OF SAID LOT 90 I.T., SAID POINT BEING THE NORTHWEST CORNER OF SAID LOT 81 I.T., SAID POINT BEING ON THE SOUTH RIGHT-OF-WAY LINE OF CHARLESTON STREET; THENCE SOUTH 61 DEGREES 29 MINUTES 18 SECONDS EAST, ALONG THE NORTH LINE OF SAID LOT 81 I.T. AND ALONG SAID RIGHT-OF-WAY LINE, A DISTANCE OF 964.27 FEET TO THE NORTHEAST CORNER OF SAID LOT 81 I.T., SAID POINT BEING ON THE EAST LINE OF THE SOUTHEAST QUARTER OF SAID SECTION 15; THENCE SOUTH 00 DEGREES 20 MINUTES 55 SECONDS WEST, ALONG THE EAST LINE OF SAID LOT 81 I.T. AND ALONG THE EAST LINE OF THE SOUTHEAST QUARTER OF SAID SECTION 15, A DISTANCE OF 253.84 FEET TO THE POINT OF BEGINNING.

SAID TRACT CONTAINS A CALCULATED AREA OF 2,638,614.18 SQUARE FEET OR 60.57 ACRES, MORE OR LESS.

CHANGE OF ZONE LEGAL DESCRIPTION  
I-1 TO B-2

A LEGAL DESCRIPTION FOR A PARCEL OF LAND COMPOSED OF LOT 131 I.T., AND A PORTION OF THE FORMER MISSOURI PACIFIC RAILROAD RIGHT-OF-WAY IN THE NORTHEAST QUARTER OF SECTION 22; AND COMPOSED OF LOT 70 I.T. AND A PORTION OF THE FORMER MISSOURI PACIFIC RAILROAD RIGHT-OF-WAY IN THE NORTHWEST QUARTER OF SECTION 23, ALL IN TOWNSHIP 10 NORTH, RANGE 6 EAST, OF THE 6TH P.M., CITY OF LINCOLN, LANCASTER COUNTY, NEBRASKA, AND MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE NORTHEAST CORNER OF THE 100 FOOT WIDE FORMER MOPACRR RIGHT-OF-WAY LOCATED IN THE NORTHWEST QUARTER OF SAID SECTION 23, SAID POINT BEING THE SOUTHEAST CORNER OF LOT 71 I.T., SAID POINT BEING ON THE WESTERLY RIGHT-OF-WAY LINE OF SUN VALLEY BOULEVARD; THENCE, SOUTHERLY, ON AN ASSUMED BEARING OF SOUTH 27 DEGREES 02 MINUTES 07 SECONDS WEST, ALONG THE EASTERLY LINE OF THE FORMER MOPACRR RIGHT-OF-WAY AND ALONG AN EASTERLY LINE OF SAID LOT 70 I.T., AND ALONG SAID WESTERLY RIGHT-OF-WAY LINE, A DISTANCE OF 655.70 FEET TO A SOUTH CORNER OF SAID LOT 70 I.T., SAID POINT BEING ON THE NORTHEASTERLY RIGHT-OF-WAY LINE OF THE UNION PACIFIC RAILROAD (UPRR); THENCE AROUND A CURVE IN A COUNTER CLOCKWISE DIRECTION, HAVING A RADIUS OF 2964.79 FEET, A DELTA ANGLE OF 14 DEGREES 48 MINUTES 23 SECONDS, AN ARC LENGTH OF 766.16 FEET, ALONG A SOUTHWESTERLY LINE OF SAID LOT 70 I.T. AND ALONG A SOUTHWESTERLY LINE OF SAID FORMER MOPACRR RIGHT-OF-WAY, SAID LINE BEING THE NORTHEASTERLY RIGHT-OF-WAY LINE OF SAID UPRR, A CHORD BEARING OF NORTH 39 DEGREES 46 MINUTES 05 SECONDS WEST AND A CHORD LENGTH OF 764.03 FEET TO A POINT ON THE SOUTHWESTERLY LINE OF SAID FORMER MOPACRR RIGHT-OF-WAY; THENCE NORTH 46 DEGREES 56 MINUTES 36 SECONDS WEST, ALONG THE SOUTHWESTERLY LINE OF SAID FORMER MOPACRR RIGHT-OF-WAY, SAID LINE BEING THE NORTHEASTERLY RIGHT-OF-WAY LINE OF SAID UPRR, A DISTANCE OF 7.73 FEET TO THE NORTHWEST CORNER OF SAID FORMER MOPACRR RIGHT-OF-WAY, SAID POINT BEING A SOUTHWEST CORNER OF LOT 305 I.T.; THENCE SOUTH 89 DEGREES 23 MINUTES 09 SECONDS EAST, ALONG THE NORTH LINE OF SAID FORMER MOPACRR RIGHT-OF-WAY, AND ALONG THE SOUTH LINE OF LOT 305 I.T., AND ALONG THE SOUTH LINE OF LOT 71 I.T., A DISTANCE OF 792.47 FEET TO THE POINT OF BEGINNING.

SAID TRACT CONTAINS A CALCULATED AREA OF 219,703.34 SQUARE FEET OR 5.04 ACRES, MORE OR LESS.





April 2, 2014

Mr. Marvin Krout  
Planning Department  
555 South 10<sup>th</sup> St., Suite 213  
Lincoln, NE 68508

Re: Great American Sports Park  
Sun Valley Lane & Line Drive  
Change of Zone, & Use Permit  
Olsson Project No. 012-2311

Dear Marvin:

Enclosed please find the following documents for the above-mentioned project:

1. Use Permit Application
2. Change of Zone Application
3. Legal Description and Exhibit
4. Check for the Use Permit and Change of Zone fees ( \$4,584.00 )
5. Letter from Mark Becher, Trustee of the Becher Trust, supporting the B-2 rezoning of the Becher Tract (southern triangle tract).

Once the Project Dox files are completed, we will be uploading the following documents:

1. Use Permit plan set (site plan, including Grading and Drainage plan)
2. Drainage study memorandum, including Flood plain analysis
3. Traffic study memorandum

A. Requests.

We are submitting this request for Change of Zone (B-2, Planned Neighborhood Business District) and Use Permit on behalf of the current land owner, Oak Lake Development, LLC. Oak Lake Development, LLC will be the developer of the commercial portion as shown on the Use Permit plan, while Great American Sports Park, LLC will be the developer of the sports field area. The B-2 Use Permit site is legally described as: Lot 81 I.T., Lot 90 I.T., Lot 304 I.T., Lot 305 I.T, and Lot 71 I.T., located in Section 23, Township 10 North, Range 6 East of the 6<sup>th</sup> P.M., City of Lincoln, Lancaster County, Nebraska which is located north of

Sun Valley Boulevard and West of Line Drive. The B-2 Change of Zone site includes the above described B-2 Use Permit site, plus the Becher Tract legally described as Lot 70 I.T. located in the Northwest Quarter of Section 23, Lot 131 I.T. located in the Northeast Quarter of Section 22 and 1.64 acres of vacated adjacent right-of-way located in the Northwest Quarter of Section 23 and the Northeast Quarter of Section 22, all located in Township 10 North, Range 6 East of the 6<sup>th</sup> P.M., Lincoln, Lancaster County.

**B. Property.**

The Becher Tract is currently zoned I-1, Industrial District and the Use Permit site is currently zoned R-3, Residential District. The property to the north is zoned I-1, the property to the east is zoned P, the property to the south is zoned I-1, and the property to the west is zoned I-1 and R-3. Approximately 95% of the property is within the Salt Creek designated 100 year floodplain. The property was a former landfill serving the City of Lincoln in the early 1920's through the early 1950's. There are wetlands located on the site, most are non-jurisdictional, except for a large saline wetland on the west portion of the property abutting "The View" apartments. The non-jurisdictional wetlands may be removed or modified pursuant to law. The large saline wetland will be preserved.

This Use Permit site is a brownfield redevelopment site that has been declared blighted and substandard. The City Urban Development Department has submitted a Redevelopment Plan Amendment to include the proposed sports fields and related commercial areas to the Planning Commission and City Council for their consideration. In turn, it is expected that Oak Lake Development, LLC and Great American Sports Park, LLC will be seeking the City of Lincoln's approval of a Redevelopment Agreement for the mixed use redevelopment project.

The current 2040 Comprehensive Plan Future Land Use Plan shows the site as future urban residential uses. However, the proposed B-2 commercial zoning is consistent with the "Commercial" designation shown in the current Northwest Corridor Redevelopment Plan, amended March 21, 2011. Approximately two thirds of the property will be sports fields and associated parking. The remaining area is proposed for B-2 commercial uses, which may include indoor recreational sports facilities, hotels, retail, office, restaurants, sports bar, and other complementary sports park and neighborhood commercial land uses.

A significant portion of the property is currently included in Special Permit 1928A for residential apartments and the Outfield Park Preliminary Plat #03011. In the future we will be seeking an administrative amendment requesting the removal of the Use Permit area from Special Permit 1928A and Preliminary Plat #03011. After removal of the Use Permit

area, there will be enough permitted density for 157 dwelling units on the “The View” land to have a free standing R-3 zoned community unit plan.

C. Meetings.

The developers and development team have met with City Staff from multiple departments on many occasions over the last year to gain feedback on the proposed site design. We have also met with the Nebraska Department of Environmental Quality (NDEQ) and Lower Platte South Natural Resources District (NRD) to coordinate the site design. A neighborhood meeting was held on March 4, 2014 to outline the project and to address questions. Those in attendance did not express any objections.

D. Transportation / Roadway improvements.

Key design elements for this site are the existing and proposed roadways. The NDOR has plans to connect Sun Valley Blvd. to 1<sup>st</sup> Street, and eliminate Sun Valley Blvd. to the east across I-180. The schedule for this major roadway realignment has not been established; however, it is a priority project that will be constructed in the future. In addition, there is also the potential for an additional Salt Creek bridge crossing and the reconstruction of Charleston Street as part of the JPA West Haymarket Phase 2 roadway projects.

The site has been designed to respect both the current roadways as well as the future Sun Valley Blvd. / 1<sup>st</sup> Street realignment right of way and future reconstruction of Charleston Street and related bridge project. The northern access to the site has been a challenge to locate. After numerous meetings with City Staff, the consensus is to allow the early phases of development to utilize the asphalt driveway that currently serves the City Tow and Impound lot as an entrance until the Sun Valley Blvd. / 1<sup>st</sup> Street realignment is completed. When tax increment financing (TIF) funds are available the northern section of the new north/south 1<sup>st</sup> Street and relocation the intersection of 1st Street and Charleston Street to the south will be constructed as described in the Redevelopment Agreement. Subject to TIF availability, this intersection relocation could occur ahead of the NDOR Sun Valley Blvd. / 1st Street realignment project.

The permanent south access will intersect the existing Sun Valley Blvd. and Line Drive intersection. A third future (middle) access is shown on the Use Permit as a left turn in, but no left turn out movement, if and when Sun Valley Blvd. / 1<sup>st</sup> Street are realigned. We are requesting approval of this future access, along with any waiver to the Access Management Policy required for the access.

E. Environmental & Floodplain.

The designated Salt Creek 100 year floodplain covers practically the entire site. The site is also a historic landfill with a cap of varying depth. There have been numerous geotechnical investigations performed on this site over recent years. The investigations show that the waste material in this landfill was predominantly construction debris. The location of the waste material meanders across the site, following the former Salt Creek channel. Methane levels have dissipated due to the age of the landfill. The proposed commercial building sites have generally been located to minimize disturbance and excavation of old fill materials.

NDEQ seeks to minimize disturbance of the landfill cap and buried materials. This generally prevents a traditional balanced grading plan and requires limited fill material to be brought in to permit buildings to be raised 1' above the designated 100 year flood plain elevation and proper access and site drainage over the land fill cap. In addition, NDEQ requires protection of the landfill cap from infiltration and has requested no deep rooted trees be planted in the landfill cap area. The current amount of fill planned for the site given the present conditions and the proposed 10 sports fields and commercial uses is about 75 acre feet, resulting in about a 0.02 ft. rise. This number could vary as more is known about the environmental conditions of the site. Minimizing fill is the Developer's and City's goal. Construction activities will be coordinated with the NDEQ.

F. Site Specific Design Elements.

This area has long been proposed for sports fields complementing UNL's "Sports Triangle" and proposed new ice center. The Use Permit site plan shows the ultimate site build out including off site roadway realignments. Phasing plans for the fields and commercial areas will be incorporated into the Redevelopment Agreement and will show the incremental build out of the site and infrastructure.

The sports fields are planned to primarily serve girls fast pitch softball. However, the recreational fields may also facilitate younger boys' baseball. Additional sports and recreational uses for the fields and indoor recreation facilities may also include, but are not limited to, football, rugby, lacrosse, volleyball, basketball, field hockey, soccer, cheer, dance, after school programs, camps, work out and training and other activities and sports.

The fields are planned to be synthetic to maximize the use potential and minimize weather impacts for major tournaments. The size of the fields varies from 200' to 250'. One field is planned as a championship field with permanent bleachers. Ancillary concessions, restrooms, and maintenance buildings are proposed within the sports park. The exact size

and location of the sports fields and related facilities and improvements are flexible and subject to change based upon final design and sports interest.

The general Commercial uses are restricted to a maximum buildable square footage of 75,000 square feet. Hotel development is restricted to 275 hotel units. The specific layout for each sport and commercial area will be provided at Building Permit application without future amendment to the Use Permit.

The parking lot(s) for the fields and the indoor sports facilities may be located on an outlot and will be sized to serve the sports fields and indoor sports building(s) (175,000 square foot limitation). The parking requirement proposed is 60 stalls per field for the sports field complex and one stall per 300 square feet of building for the indoor sports facilities, with a parking waiver to allow a 50% shared parking reduction for the sports field complex and indoor sports facilities due to the non-concurrent nature of hours and seasons between the uses. No additional stalls are required for the sale of alcohol beverages in the sports field complex or indoor sports facilities (adult league events, etc.). Any parking that may be built that exceeds the minimum parking requirement for the site may be gravel surfacing rather than concrete / asphalt.

The hotel and commercial uses will be required to provide parking as per current standards, but parking may be located on site, on an adjacent lot or outlot or street diagonal parking that meets diagonal parking standards. The proposed fields will be lighted, with design adhering to the Current City design standards.

Site setbacks are set at 20' around the perimeter of the development and adjacent to Line Drive / 1<sup>st</sup> Street. The internal setbacks are 0' within the development.

All freestanding and center identification signage will be in accordance with the Lincoln Municipal Code for B-2 zoning, with the following exceptions. Developers are requesting that the size of center identification signs located outside the front yard setback may be up to 250 square feet in size, and one additional center identification sign is requested at the future (middle) access shown on the Use Permit when Sun Valley Blvd. / 1<sup>st</sup> Street are realigned. The additional size for center identification signs is requested due to the distance the site sets back from Sun Valley Boulevard. The increase in size will allow more space to identify internal site uses that have limited visibility

G. Waivers.

1. Access. A waiver to the Access Management Policy for the third future (middle) access shown on the Use Permit as a left turn in, but no left turn out movement, if and when Sun Valley Blvd. / 1<sup>st</sup> Street are realigned.
2. Turn Lane Design. A waiver to the Access Management Policy for the design of the turn lane and corresponding deceleration lane design for the northbound left turn lane on Sun Valley Blvd at the Line Drive Intersection. The existing railroad bridge embankment limits the width of pavement south of Line Drive. This bridge will be replaced with the future NDOR Sun Valley / 1<sup>st</sup> Street project.
3. Parking. A waiver to design standards for the 50% shared parking reduction for the sports field complex and indoor sports facilities due to the non-concurrent nature of hours and seasons between the uses.
4. Signage. A waiver to increase the size of center identification signs located outside the front yard setback from 150 feet to 250 square feet, and to permit one additional center identification sign at the future (middle) access shown on the Use Permit when Sun Valley Blvd. / 1<sup>st</sup> Street are realigned.
5. Height. A waiver to the maximum height of the buildings is being requested. The proposed maximum height is 50' for the buildings; provided that the indoor sports facilities and hotel(s) may be up to 75 feet high.
6. Street trees & Parking Lot Landscaping. A waiver to the parking lot screening requirements and street tree requirements may be required to meet the NDEQ's landfill cap restrictions. The NDEQ has requested that no deep rooted trees be planted on the landfill cap as these become sources of infiltration through the cap.
7. Sidewalks. The timing of the sidewalks in the Line Drive and 1<sup>st</sup> street Right of Way would like to be delayed from 2 years to 4 years to allow the sequential buildout of the road and accompanying utilities with the adjacent commercial development.



If you require further information or have any questions, please call either myself at (402) 458-5632, or Kent Seacrest at Seacrest & Kalkowski, PC, LLO at (402) 435-6000.

Sincerely,

A handwritten signature in black ink, appearing to read 'Mark C. Palmer'.

Mark C. Palmer P.E.

- CC Council Member Carl Eskridge
- Amy Sandquist
- Scott Sandquist
- Sandra McNeese
- Greg McNeese
- Jeff Weak
- Joel Brown
- Kent Seacrest

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Date: February 28, 2014

To: WHSP, LLC  
City of Lincoln  
& To Whom It May Concern

From: Mark Becher, Becher Trust Authorized Representative

Re: Becher Trust

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Property Address: 901 Sun Valley Boulevard, Lincoln, NE 68508

Legal Description: S23, T10, R6, 6th Principal Meridian, IRREGULAR TRACT LOT 70 NW & LOT 131 NE IN 22-10-6 & 1.64 ACRES VACATED ROW ADJ LOCATED IN NW 23-10-6 & NE 22-10-6 (VAC DESCRIBED IN INSTR# 2000-60993), Lincoln, Lancaster County, Nebraska

Property Owner: The Becher Trust

Property ID: 10-23-100-052-000

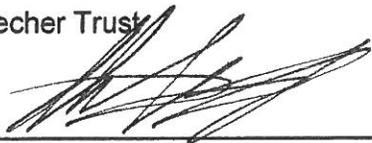
Zoning: I1 (I1-Industrial District)

Acres: 5.21 +/-

Be it known that in the interests of The Becher Trust and in the interests of WHSP, LLC as the property owner of 1001 Sun Valley Blvd and other adjacent properties under the ownership and control of WHSP, LLC, and with regard to re-platting and re-zoning (B-2, Business is intended), and related efforts concerning the redevelopment of such collective real properties being considered for re-zoning, Mark Becher as Trustee and authorized representative of The Becher Trust property described as 901 Sun Valley Blvd, Lincoln, NE and legally described above hereby provides and conveys authorization for re-zoning, re-platting, and such related redevelopment efforts of The Becher Trust's 901 Sun Valley Boulevard real estate property to WHSP, LLC.

Such efforts and actions are to be immediately effective upon the date as identified above.

The Becher Trust



3/2

2014

*Signature*

*Date*

Mark Becher, Trustee