

Exhibit D
“Estrella Commons District PAD Overlay”
Development Regulations

June 8, 2021

Commercial Portion of Estrella Commons

Permitted Uses: The permitted uses allowed in the portion of the property zoned C-2 (General Commercial) are the uses allowed in the C-2 (General Commercial) Zoning District as set forth in the City of Goodyear Zoning Ordinance in effect at the time of development as modified herein. Subject to the requirements set forth herein, the following uses are permitted without the need for a separate Use Permit: a) restaurants (with or without drive-throughs and regardless of the percentage of floor area devoted for food preparation; restaurants may include outdoor dining), and automotive service stations (gas stations) with convenience stores.

Development Standards: The development standards for C-2 Commercial Zoning District as set forth in the Goodyear Zoning Ordinance in effect at the time of development shall apply to the portion of the Property zoned C-2 (General Commercial), except as modified below:

Development Standard	Estrella Commons - PAD
Landscape Setback between adjacent multifamily use	0'
Wall separating C-2 from adjacent residential district	No wall shall be constructed on the C-2 portion. There shall be a 6' wall separating the residential use from the commercial use on the residential portion of the Property. There will also be a 5' sidewalk running north-south on the west (retail) side of the wall along with 5' of landscaping to provide safe and comfortable pedestrian connectivity.
Drive-Through Window locations	May face onto a public street There shall be a minimum 3' masonry wall screening the drive-through lanes that front a public street or public right-of-way such as bus bays, bike lanes and the like, and green-screen (or other screening mechanism) to screen any drive-through window fronting a public street or public right-of-way such as bus bays, bike lanes and the like. Drive-through lanes shall be designed in accordance with Commercial Design Guidelines Chapter 4 part D(2)(b and c) with a minimum of 150 feet of queuing before the first stopping point (which may be aggregated in two drive aisles) and shall not queue back into any public street or public right-of-way such as bus bays, bike lanes and the like. If any drive-through lane queues back into a public street or public right-of-way such as bus bays, bike lanes and the like, it shall be a zoning violation whereby the City may require on-site modifications and/or pursue enforcement actions for zoning violations.

Residential Portion of Estrella Commons

Permitted Uses: The permitted uses allowed in the portion of the property zoned MF-24 (Multi-Family Residential) are the uses allowed in the MF-24 (Multifamily Residential) Zoning District as set forth in the City of Goodyear Zoning Ordinance as set forth in the Goodyear Zoning Ordinance in effect at the time of development.

Development Standards: The development standards for MF-24 (Multifamily Residential) Zoning District as set forth in the Goodyear Zoning Ordinance in effect at the time of development shall apply to the portion of the property zoned MF-24 (Multi-Family Residential), except as modified below:

Development Standard	Estrella Commons - PAD
Landscape Setback (Trash Enclosure)	The trash enclosure shall be located proximate to the northwest corner of the multifamily portion of the Property and may encroach fully into the landscape setback along the northerly boundary of the Property, adjacent to the freeway.
Wall separating multifamily development from adjacent commercial district	The multifamily development shall install a 6' wall on its parcel separating its residential use from the commercial use of the Property. There will also be a 5' sidewalk running north-south on the west (retail) side of the wall along with 5' of landscaping to provide safe and comfortable pedestrian connectivity.
East Property Line Landscape Setback	15' of landscaping will be provided at the east multifamily property line, with the same number of trees, shrubs and groundcover as would normally be provided in a 20' setback. Carport lighting adjacent to single-family residential shall be shielded away from the single-family residential use.
Accessory Building Height	22'

Additional Regulations:

1. Unless expressly modified in this document, all development within the Property shall comply with the requirements of the City of Goodyear Zoning Ordinance as set forth in the Goodyear Zoning Ordinance in effect at the time of development.

2. All uses are subject to Administrative Site Plan review.
3. Design shall be in conformance with the commercial and multifamily requirements of Chapter 3 of the City of Goodyear Design Guidelines in effect at the time of development, except as modified in these PAD Development Regulations and its exhibits, including the Design Guidelines, Landscape Guidelines and the Project Entry Feature, Street Fronting Screen Walls, Concrete Crosswalks attached hereto.
4. Signage shall be in conformance with the requirements of the City of Goodyear Zoning Ordinance in effect at the time of development and a separate Comprehensive Sign Package that will be processed for the Property.

Exhibit A Commercial and Multi Family Design Guidelines

Retail Design:

The commercial portion of the Property will incorporate linear features in an urban contemporary design. Buildings will have EIFS as the primary finish, but can be accented with James Hardie and Nichiha panels that can be painted to complement the main building base colors, or can provide Resysta wood composite panels for visual accents. Additionally, the wainscots of the buildings can be grounded in a darker color EIFS or with brick veneers or CMU veneers for additional depth and texture. Steel awnings will accent the building designs and provide shade and shadow for interest over windows. Framed entry elements will provide a hierarchy of the design elements and provide a sense of arrival, and shall incorporate a “tower” type element similar to the image below. The commercial buildings will primarily incorporate the colors and materials provided on the following page, however, corporate accent colors and architectural features are permitted.



Multifamily Design:

The design of the multifamily buildings shall utilize similar elements, colors and materials as the commercial design.

Exhibit A – Commerical and Multi Family Design (cont)

PAINT FINISH		Sherwin Williams SW 6349 "BUTTERNUT"
		Sherwin Williams SW 7040 "SMOKEHOUSE"
		Sherwin Williams SW 2807 "ROCKWOOD MEDIUM BROWN"
		Sherwin Williams SW 6258 "TRICORN BLACK"
HARDIE PLANK SIDING		JAMES HARDIE - PAINTED
		NICHIA ILLUMINATION SERIES - PAINTED
		Precision "HOPI SANDSTONE"
		Precision "MOJAVE BROWN - COCOA BROWN"
CONCRETE MASONRY UNITS		Precision "HOPI SANDSTONE"
		Precision "MOJAVE BROWN"
		Mesastone "HOPI SANDSTONE"
		Mesastone "PLUM"
STOREFRONT		Old Castle Aluminum Storefront "DARK BRONZE"
		Old Castle Aluminum Storefront "CLEAR ANODIZED"
		Mesastone "MOJAVE BROWN"
		Mesastone "HOPI SANDSTONE"
BRICK VENEER		GLEN-GERY "WHITEHALL"
		MERIDIAN BRICK "CITADEL"
		Tondastone "DURANGO"
		Sedona Blend Foundries Finish
EXPOSED AGGREGATE F		Sedona Blend Foundries Finish
		Tondastone "DURANGO"
		Mesastone "HOPI SANDSTONE"
		Mesastone "PLUM"
WOOD COMPOSITE PANEL		Sherwin Williams SW 7023 "REQUISITE GRAY"
		Sherwin Williams SW 7038 "ACCESSIBLE BEIGE"
		Sherwin Williams SW 7531 "CANVAS TAN"
		Sherwin Williams SW 6258 "TRICORN BLACK"
STANDING SEAM METAL ROOFING		ATAS "CLASSIC BRONZE"
		Large Viper By Beacon "DARK BRONZE TEXTURED"
		R-8224 SS by Reliance Foundry "STAINLESS STEEL"
		Wilmington Park Bench by Belsen Outdoors "ULTRA SILVER METAL"
BENCH		Wilmington Park Bench by Belsen Outdoors "ULTRA SILVER METAL"
		R-8224 SS by Reliance Foundry "STAINLESS STEEL"
		Large Viper By Beacon "DARK BRONZE TEXTURED"
		ATAS "CLASSIC BRONZE"
BIKE RACK		R-8224 SS by Reliance Foundry "STAINLESS STEEL"
		Wilmington Park Bench by Belsen Outdoors "ULTRA SILVER METAL"
		Large Viper By Beacon "DARK BRONZE TEXTURED"
		ATAS "CLASSIC BRONZE"
SITE LIGHTING		Large Viper By Beacon "DARK BRONZE TEXTURED"
		Wilmington Park Bench by Belsen Outdoors "ULTRA SILVER METAL"
		R-8224 SS by Reliance Foundry "STAINLESS STEEL"
		ATAS "CLASSIC BRONZE"
TRASH RECEPTACLE		7424 Precision 40 Gallon Gran by Commercial Zone "STAINLESS STEEL"
		Wilmington Park Bench by Belsen Outdoors "ULTRA SILVER METAL"
		Large Viper By Beacon "DARK BRONZE TEXTURED"
		ATAS "CLASSIC BRONZE"

Exhibit B – Landscape Guidelines

Estrella Parkway - The Main Entry median into the project will have Date Palms – diamond cut, matching with straight trunks with a height of 20' Trunk Feet. The theme tree at all entry drives will be Red Push Pistache Trees 36" box that will be used at the entries on both sides and aligning the drive on both sides along the full length of the drive. The theme shrubs will be Blue Bells and Compact Green Sage in groupings of 3 or more evenly spaced between the trees. The accents plants will be Yellow Hesperaloe and Muhlenbergia Grass placed in massings of 5 or more at the base of the trees. Flowering Ground Cover of Lantana and Yellow Mingnew will be massed at all entries, corners and intersections.

The Estrella Parkway Street Frontage will have Evergreen Elms and Live Oak Trees as the theme trees with the Red Push Pistache at the entries. The Evergreen Elms will be used as 60% of the required tree quantity. Yellow Bells, Blue Bells, Compact Green Sage and Valentine Bush shrubs will be used as 75% of the required shrubs.

Agave, Hesperaloe and Muhlenbergia grasses will be used as the accent plants along the street frontages and primarily at all entries and corners. Large Massings of 12 or more Bush Morning Glory, Lantana and Yellow Mingnew will be used along all sidewalks, entries, corners and between sidewalks and curbs.

Roosevelt Street - The short entry median into the project will have Date Palms – diamond cut, matching with straight trunks with a height of 20' Trunk Feet. The theme tree at all entry drives will be Red Push Pistache Trees 36" box that will be used at the entries on both sides and aligning the drive on both sides along the full length of the drive.

The theme shrubs will be Blue Bells and Compact Green Sage in groupings of 3 or more evenly spaced between the trees. The accents plants will be Yellow Hesperaloe and Muhlenbergia Grass placed in massings of 5 or more at the base of the trees. Flowering Ground Cover of Lantana and Yellow Mingnew will be massed at all entries, corners and intersections.

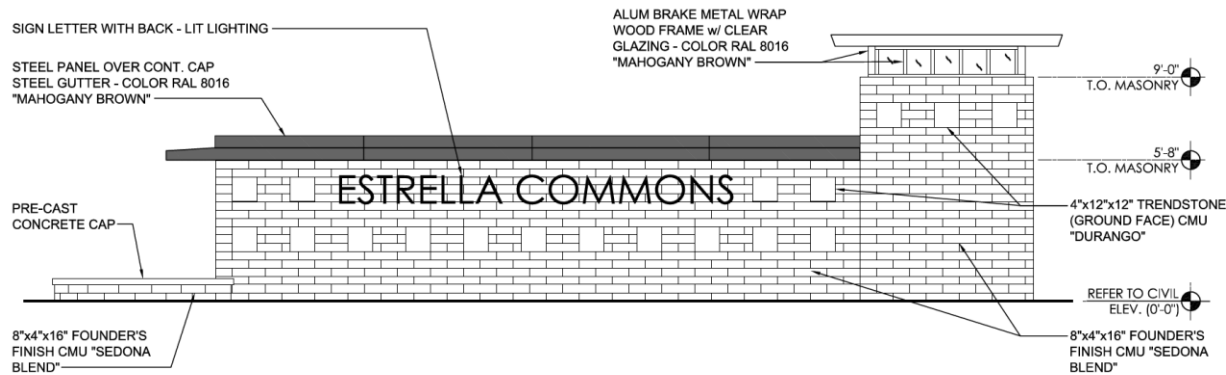
The Roosevelt Street Frontage will have Evergreen Elms and Live Oak Trees as the theme trees with the Red Push Pistache at the entries. The Evergreen Elms will be used as 60% of the required tree quantity. Yellow Bells, Blue Bells, Compact Green Sage and Valentine Bush shrubs will be used as 75% of the required shrubs.

Agave, Hesperaloe and Muhlenbergia grasses will be used as the accent plants along the street frontage and primarily at all entries and corners. Large Massings of 12 or more Bush Morning Glory, Lantana and Yellow Mingnew will be used along all sidewalks, entries, corners and between sidewalks and curbs.

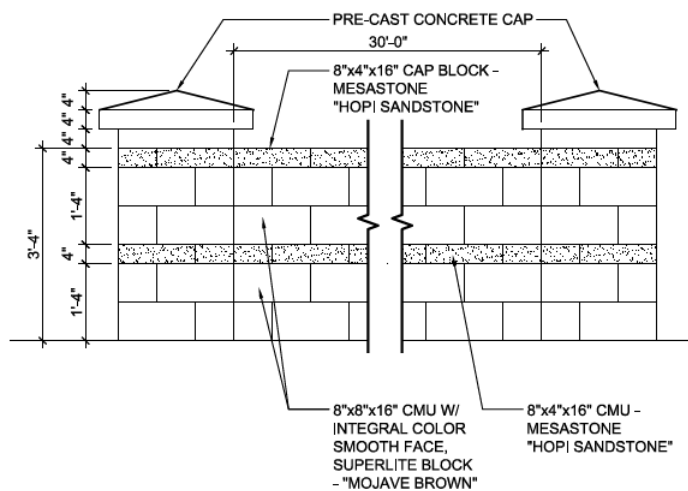
All Landscape Areas will be top dressed with a 2" Minimum Thickness of ¾" Screened Rock Pros "Mahogany".

Exhibit C – Project Entry Feature, Street Fronting Screen Walls, Concrete Crosswalks

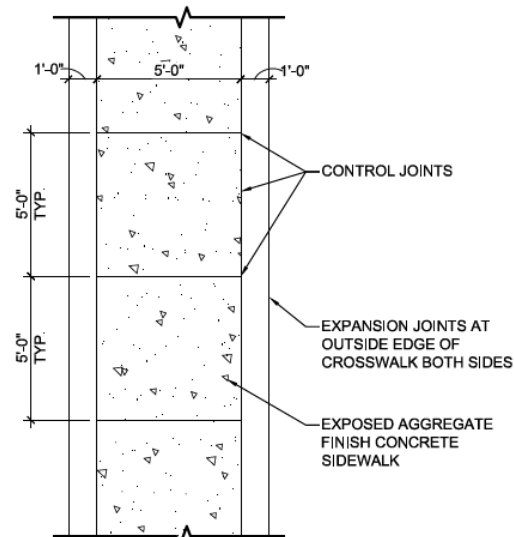
The Property will incorporate a Project Entry Feature at the corner of Estrella Parkway and Roosevelt Street that mirrors the feature at the southeast corner of the intersection and announces the entry into Estrella Commons. The screen walls along both street frontages, and the concrete crosswalks interior to the Property, will be consistent and will match the designs provided below.



4 ENTRY FEATURE WALL
SCALE: 1/4" = 1'-0"



3 3'-0" HIGH SCREEN WALL
SCALE: 1/2" = 1'-0"



2 DECORATIVE CONCRETE CROSSWALK
SCALE: 1/4" = 1'-0"