

EXHIBIT 2.36
Submitted @
hearing

LIFE TIME FITNESS TESTIMONY

MAY 15th, 2019

PROVIDED TO THE BEAVERTON PLANNING COMMISSION BY:

Chuck Richards, Beaverton Resident at 940 NW 170th Drive

INTRODUCTION:

I am the owner of the Sunset Athletic Club; I built the club in 1977, 42 years ago. I have read the application, traffic impact statements and the staff report. I have attended the public events that that Life Time planners have held here.

I would like to provide you with some insight into the Club business that is not necessarily covered in the application before you.

CLUB INDUSTRY INSIGHT

THE MARKET AND INDOOR TENNIS COURT CONSIDERATION

The Life Time Club in this proposal is immense. The largest ever built from the ground up in Oregon at one time. Well over 300,000 square ft. of indoor facilities when totaled, to include the athletic space, parking garage and office space plus a very large outdoor swimming pool area. My guesstimate of the cost is North of \$75 million. This sort of the size and cost is about that of a mid-rise tower in the Pearl District. As you will see below they are attempting to fit this facility in about the same sized space as the VillaSport property that has one-half the membership. This market area of about 3 miles from this site is served with about 15 clubs of different sizes and offerings, it is saturated. I don't see how a market study would indicate a demand of this size; they will just make it very hard on the smaller existing clubs. Life Time has a half a dozen development sizes in its portfolio that they build, Bronze, Silver, Gold, etc. this is a Diamond club the most extensive and largest of their offerings, plus they have added 31,000 sq. feet of office space. They can certainly right size their club to fit the size of the property and not ask for variances and considerations to fit everything they can possibly squeeze in on to a piece of property that should fit a club of about half this size. Please refer to the attached exhibit which discusses the market in Colorado Springs. VillaSport built in 2007, followed by Life Time in 2011, only a couple of miles away and the man that was quoted as being concerned about the oversaturation was right. He closed and lost both of his clubs. Now we have this scenario playing out here. VillaSport in 2014, now Life Time a couple of miles

away. I have visited both of those clubs. These decisions have consequences! They will make it very hard on the rest of us and the independent clubs. Hillsboro and Tigard only have a couple each, with rising populations and income, why not go where there is demand and need?

INDOOR TENNIS: three of us provide the 29 courts in this part of the Metro area. Two, West Hills Racquet and Fitness Club and the Tualatin Hills Park and Recreation facility are reconfiguring their tennis courts into pickleball courts because there is not demand any more to keep the tennis courts full. Ten more courts are going to make the tennis market conditions worse and simply are not needed. The demand is not there.

SUNSET ATHLETIC CLUB

We are club chain of one. I live in the area as do the majority of our employees. We are not only local, but are part of the local fabric. A few examples are listed below, but it makes me a bit uncomfortable mentioning these as we are mostly anonymous with our donations. We meet the needs because we know them and can respond quickly when asked. The Life Time is owned by a private equity group from Los Angeles and managed out of Minnesota.

EXAMPLES

- Asked by principal of Sunset High School to donate to electrify a Cross-walk, the immediate answer was yes.
- T-Hills Park and Rec. occasionally close their pools for repair, we accommodate some of the aquatic groups and keep our outdoor pool open several months past our normal closing.
- Blood drives for the Red Cross several times a year
- When high school tennis matches are getting rained on/out, we get asked if they could use our courts. We ask our members to vacate their reservations so the kids can finish playing.
- Food drives for the Oregon Food Bank which has a big location not far from us.
- Buy the majority of hanging flower baskets in Cedar Mill
- Two of our key members and our membership under took the raising of \$75,000 to save the Blueberry farm in Bonny Slope for the family after Joan, the owner passed away a year ago. She was our key Yoga instructor for the past 25 years.

This is our community and we are woven into it with the above and many not listed.

SIZE COMPARISON

This is a good comparison as VillaSport came before this Commission in 2012, provided their information and is now built. It might be noted that Life Time does not mention anywhere the number of membership they will have or membership check-ins per day for this facility. In their Colo. Springs location, the founder and CEO indicated they could have up to 11,000 memberships at that location (attached exhibit), it is about 20,000 sq. ft. smaller than this Beaverton location, and does not have the office space or the parking garage

	VillaSport	Life Time
Memberships	5000	10,000+
Parking spaces	400+	800
Ath. Bldgs. Sq.ft.	90,000	200,000 approx.
Visits/Day	1,700	Not shown
Acres	8-	8+

The Life Time project is about twice the size of VillaSport, plus it has a 31,000 sq. ft. office facility on top of the athletic bldg. and the tennis facility sits on top of a three level parking structure(VillaSport does not have a parking structure). More than twice the development on the same approx. amount of acreage.

PEAK HOUR TRAFFIC GENERATION

The Sunset Athletic Club is about one-half the size of VillaSport in terms of membership and parking. On 4/22(a Monday) there were 882 member check ins. Which is about one-half of what VillaSport expected when they presented their planning document in 2012. Life Time by extension would have about 3500 member check ins per day, each one would generate two auto trips (maybe 1% of that might be non-auto at the most) for about 7,000 per day, one-half of which will come during the peak four hours , two in the morning and two after work. Athletic club prime time unfortunately is the same time as rush hour on our roads. The balance of the membership during the rest of the day (clubs are generally open 16 to 18 hours per day). To verify this I did a sample of Sunset's traffic at peak PM hours on a Monday, Tues and Wed. Peak hour visits varied between 170 and 220 per hour, so if the average was 200, that would represent

100 member check ins X 4 hours for 400 visits, which is about one-half of the 882 check ins we experienced on 4/22. It correlates. By extension Life Time will generate about 850 trips (twice the number of VillaSport) during peak hour not the 683 as shown in the TRC traffic Impact Study and this facility should generate more as it is about twice the size of the 5 facilities used as examples in the study). A pass by reduction of 29% reduced this to 506 trips. It doesn't seem that a study-TRC- done in 2007 would have current validity as this business is quite a bit different than 12 years ago in regard to facilities, programming and member's expectations.

TRAVEL DISTANCE

The TRC study shows that 60% of the membership comes from further than 5 miles away and a third of that over ten miles. Five miles from the intersection of Highway 26 and Cedar Hills Blvd. is about to the Goose Hollow neighborhood (MAC Club), Entering Tigard by Washington Square and nearing Cornelius pass Road in Hillsboro. We all know what the traffic is like on those roads during rush hour. This Life Time Club is a destination facility not a community based facility if it is going that far to draw its membership. Potential members living in the Wash. Square area of 217 are not likely to be passing by this Club as they run their day to day errands around where they live, etc., they would be making a concerted decision to drive out of the neighborhood to drive to the club. It does not seem to me with a customer profile like they have in terms of drive distance that reducing the traffic impact by 29% because they are passing by is simply not right and would be a much smaller percentage.

Life time will cast a big net for membership purposes, one reason is that they see themselves as a unique regional facility. The other reason is an issue they have been grappling with for a long time is their attrition rate (the attached exhibit shows it has varied between 35 and 42%) and to their credit they have directed an increasing amount of resources over the years to reduce this number. But say it is around 40%, that means that 4,000 memberships of the 10,000 have to be replaced each year, so this means of course they have to market far and wide. This is not about the neighborhood, they will be putting a lot of cars on the road.

MEMBERSHIPS vs MEMBERS

They are not the same. The larger, multi-sport, family oriented facilities like this have single, couple and family memberships. At Sunset there are 3.2 members per membership (or accounts or households) as a blended average. It also means that there are probably two or more cars per membership. By extension that would mean that Life Time with 10,000 memberships would have in excess of 30,000 members(a third of Beav.)... This is an enormous club and by comparison the Multnomah Athletic Club has 21,000 members, of which 4000 are non residents leaving 17,000 in the area, or about one half of Life Time's expectation.

ADDITIONAL CONSIDERATION

1. Tennis alone has about a 40 ft. height, then to put it on top of a parking structure so that they have to request a variance seems to me, not what should be granted. They are causing their own problems with design and then asking you to solve a problem they have created. Same with the athletic building, reduce the scale, fit the code and right size the project for the property.
2. As mentioned above, Life Time Fitness is owned by a Private Equity company out of Los Angeles; their goal is to put large sums of capital, talent and other resources behind a brand. Boost the earning as much as possible and then in 5 to 6 years list the company on the stock exchange for a profit or sell to another company. They have now owned Life Time for 4 years and perhaps by the time this facility opens in two years they will have been sold. It is all about earnings and extracting as much as possible. Yes, I understand this is business. But it is not a "no harm no foul" situation. Hard to compete and stay relevant in the community.
3. I don't know the answer to this, but I would guess that the Walmart application for this site a few years ago did not have 800 parking spaces
4. It shows on the Site plan that the NE corner of the parking structure will be 4.9 feet from SW Barnes Road and the building about 70 feet high. I guess that is what is allowed in the CC district of the PUD, but it seems a bit striking for the area.

5. Location of this project. The three roads that frame this development (Barnes, HWY 26 and Cedar Hills Blvd) are already over the top in regard to traffic during rush hour and in addition this is a major corridor for emergency vehicles going to the hospital. Is there not a better location for this project, rather than having it at the major intersection of the Petercourt development to come? This is busy on top of busy. I don't know about the traffic mitigation being required, but the peak hour traffic has been understated and the pass by percentage too high from what I have seen of the report.
6. The TRC traffic study shows on page 39, that the design ratio of parking per 1000 sq. ft. should be 5.6 spaces per thousand for athletic facilities. The Life Time project athletic components add up to about 200,00 sq. ft. meaning about 1160 spaces which is probably about right for the traffic of a 10,000 membership facility.
7. West Hill Racquet and Fitness Club was opened in 1968 and was Beaverton's first club as such. A very nice facility that has indoor tennis courts, exercise and fitness facilities, a very attractive outdoor pool complex and is located on Cedar Hills Blvd. It is just South down the road from this Life Time Club and less than one tenth their size. What happens to a facility like that?

Thankyou,

Chuck Richards

2011

Exhibit/Attachment

COLORADO SPRINGS NEWS, SPORTS & BUSINESS

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([http://googleads.g.doubleclick.net/aclk?](http://googleads.g.doubleclick.net/aclk?sa=L&ai=BEEzvEKpjVLP1MoKDIALs6oFgzvz73wcAAAAQASAAOABYvpDZjpYBYMmG9YvMpNQZggE;-wsvfM00Oyw&client=ca-pub-9215765595338064&adurl=http://gazette.com/settings%3Fpage%3I)

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Life Time joins an already active fitness scene i

Google Survey FAQ (<http://ga>)

BILL RADFORD • Updated: April 22, 2011 at 12:00 am

A major new player will be muscling its way into the fitness scene on the northeast side of Colorado Springs when Life Time Fitness opens early next month.



3 photos

VillaSport Athletic Club and Spa on the northeast side of the Springs has an indoor water park featuring a giant bucket of water that fills up and dumps water every two minutes.

Photo by JERILEE BENNETT, THE GAZETTE

The roughly 180,000-square-foot, \$27 million "healthy lifestyle resort" near Briargate Parkway and Powers Boulevard will be the second megagym in the area; VillaSport opened a 110,000-square-foot athletic club and spa near Powers and Woodmen Road in late 2007. (Both are even bigger when you factor in outdoor aquatics.)

+ caption

It will be the 91st club for Life Time, a publicly traded company based in Chanhassen, Minn. The Springs club was the first for VillaSport, a California-based, family-owned company; VillaSport has a second club in Texas.

Among other fitness facilities in north Colorado Springs are a Gold's Gym, a 24 Hour Fitness, the Briargate YMCA and an athletic club and spa serving the Flying Horse neighborhood. Life Time's arrival has some wondering whether the market can accommodate them all.

"I would say that right now, we're saturated," said Trevor Poling, president and CEO of the local Gold's Gym franchise. "When you add one more, it's like supersaturation."

Joe Syufy, CEO of VillaSport, also questions Life Time's move.

"I don't think it's a very good business decision," he said. "There's a full complement of athletic clubs and offerings on the north side of Colorado Springs already."

But Bahram Akradi, founder and CEO of Life Time, sees the area as fertile territory for the company. The Springs center will be the fourth in Colorado for Life Time and will help the company achieve "critical mass" in the state, he said.

Akradi, who founded Life Time in 1992, has a personal connection to the Springs; the Iranian-born Akradi moved to Colorado Springs when he was 17. He began his health club career by working in sales at a local club while attending the University of Colorado at Colorado Springs.

He said he was skeptical when the real estate head for Life Time suggested northeast Colorado Springs for a facility, until he visited and saw how the area had grown.

"It's really a good location." He added that he's not worried about having VillaSport essentially just down the road.

"It's not a factor," he said. "I think the competition is good for everyone."

VillaSport's Syufy, meanwhile, said he's not too concerned about Life Time's arrival. "I think it's going to affect the smaller clubs more than us," he said.

Poling, of Gold's Gym, doubts that, saying that VillaSport and Life Time have "very similar product" and similar costs. (Life Time is offering single memberships, minus access to tennis, starting at \$49 per month for those who buy now and at \$59 once the club opens; single memberships are \$75 at Villa.) But Poling does expect his business to take a hit.

"I'm sure all of us will take a loss," he said. Some members have already told him they're leaving to join Life Time.

Similarly, Dan Dummermuth, president and CEO of the YMCA of the Pikes Peak region, expects the Briargate Y to lose some members to Life Time.

"There are some people that will leave, we understand that," he said. "But we believe that eventually they will come back because there's something pretty special about the Y."

The YMCA is not just a fitness facility, Dummermuth said. "We're a community-based organization, a very cause-driven organization."

The Briargate Y is the largest locally in terms of membership, Dummermuth said — about 14,000 members. Poling said his Gold's Gym at 7655 N. Union Blvd. has about 6,800 members. (There's a second location at Powers and Palmer Park Boulevard.) Syufy declined to divulge VillaSport's membership numbers.

Before a club opens, Akradi says Life Time looks for 2,500 memberships or so through "pre-sales." The Springs location, he said, "is doing substantially better than that." Once a club is "fully mature" in about three years, "the typical, comfortable range would be 8,000 or 9,000 to 10,000, 11,000 memberships," he said.

Life Time has a built-in membership base: It took over Lynmar Racquet and Health Club in fall 2008 and will transition those members to the new center. Life Time declined to disclose membership numbers at Lynmar. The club will shut down after April 30, and the future of the site is "under review," a spokeswoman said.

Acquiring Lynmar was a way to create a "brand foothold" in Colorado Springs, Life Time says. Life Time originally planned to open its new center in summer 2009, but construction was put on hold when the dismal economy caused the company to slow expansion plans.

The recession also took a toll on memberships at Life Time's centers, with the annual attrition rate jumping from 34.3 percent to 42.3 percent in 2008, according to a Life Time annual report. The rate fell to 36.3 percent in 2010, the report said; it's now, Akradi said, "relatively speaking, as good as it has ever been." He attributes that "to programs that we implemented over the last two three years to connect people with the areas that they really are passionate about and really give them much better programs in the area of their passion" — intensive training programs devoted to, say, biking or a budding marathoner.

Life Time posted an 11.5 percent increase in profit in 2010, to \$80.7 million, or \$2 per share. The Springs center is one of three large centers Life Time is opening this year.

"The three combined will be nearly a half-million square feet," Akradi said. "They're large, large boxes."

VillaSport also plans to expand. "We have a number of sites under contract," Syufy said, with plans to add three or four clubs in the next two to three years.

"We're a family-oriented business, so we're not driven to growth," he said. "We just do what we think is prudent and right, and try to find good locations and build them as they come."

The Springs won't be forgotten as the company grows, Syufy assured.

"We'll be in Colorado Springs for a long, long time. We didn't choose it to be our 20th club or our 50th, we chose it to be our first, so it's very important for us to be successful here."

—
Call the writer at 636-0272.

Submitted @ heavy



Washington County Comprehensive Plan

Cedar Hills - Cedar Mill Community Plan

Significant Natural and Cultural Resources

Potential Park/Open Space/Recreation Area (A - G)

A Generalized indication of an area described in the Community Plan text as offering the opportunity for private or public recreational or open space uses.

Park Deficient Area

P Area more than 1/2 mile from a park site or a public school playground

Scenic Feature

Land forms, vegetation or water courses with aesthetic value to the surrounding area.

Scenic View

Viewpoints providing a vista of the Tualatin Valley, the Cascade Mountains or other scenic feature.

Historic and Cultural Resource Overlay District

Historic Resources described in the Washington County Cultural Resources Inventory, including sites, structures, objects and buildings. Historic buildings and structures are protected by regulations in the County's Historic and Cultural Resource Overlay District.

Water Area and Wetlands

100 year flood plain, drainage hazard areas and ponds, except those already developed.

Open Space/Bicycle Pathways

Existing parks, recreation sites, golf courses, bicycle pathways, cemeteries, school playgrounds, powerline rights-of-ways, and future park sites owned by the Tualatin Hills Park and Recreation District.

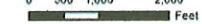
Wildlife Habitat

Sensitive habitats identified by the Oregon Department of Fish and Wildlife, the Audubon Society Urban Wildlife Habitat Map, and forested areas coincidental with water areas and wetlands.

Water Area and Wetlands & Fish and Wildlife Habitat

Water areas and wetlands that are also fish and wildlife habitat.

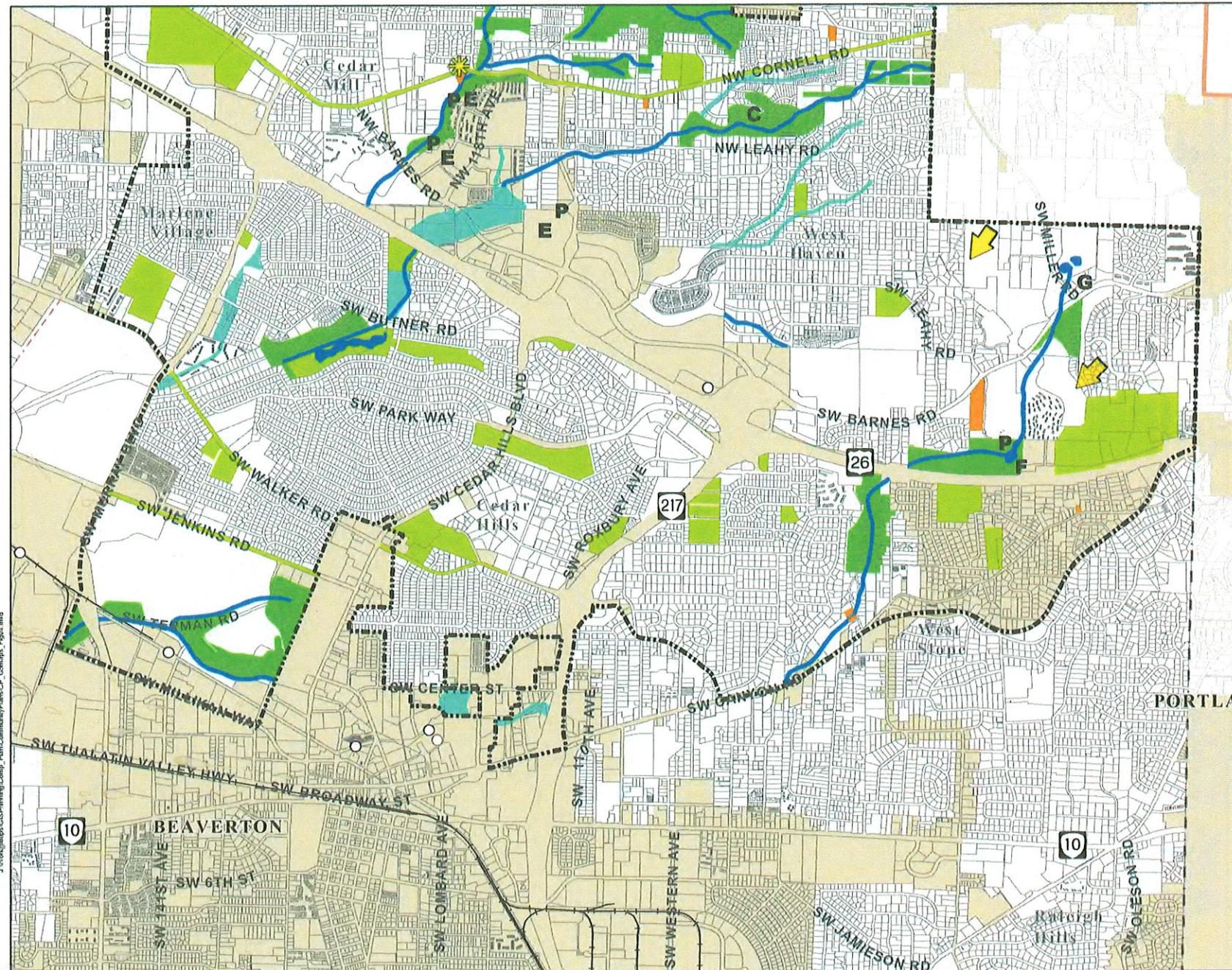
1 inch represents 2,000 feet



(Original page size is 11 x 17)



Department of Land Use and Transportation
Planning and Development Services Division



J:\Workspaces\GIS\Planning\Comp_Plan\CommunityPlan\CH_Comp_Plan.mxd

From: Jo Cooper <jolencoop@gmail.com>
Sent: Wednesday, May 15, 2019 8:06 PM
To: Jana Fox
Subject: Opposed to gym at Barnes and Cedar Hills Blvd

Jana, as residents of the Cedar Mill community we object to the proposed gym at Barnes and Cedar Hills Blvd. We must drive in this area and already experience increased traffic due to more homes, etc north of us and object to this huge gym, parking structure but mostly the increased traffic this huge business would generate. Please don't grant variances to exceed our building limits. Thank you! Len and Joann Cooper. 715 NW 114th Ave. Portland 97229

From: Brian Martin
Sent: Thursday, May 16, 2019 9:23 AM
To: Jana Fox
Subject: FW: Affordable Housing

Brian Martin

Long Range Planning Manager | Community Development
City of Beaverton | PO Box 4755 | Beaverton, OR 97076-4755
p: 503.350.4022 | f: 503.526.2550 | www.beavertonoregon.gov

From: Lisa Beaty <mlgandc@hotmail.com>
Sent: Thursday, May 16, 2019 9:14 AM
To: Cadence Petros <cpetros@beavertonoregon.gov>
Cc: Brian Martin <bmartin@beavertonoregon.gov>
Subject: Re: Affordable Housing

Ms. Petros

Thank you for your thoughtful reply. Inasmuch as I know that several large residential projects are in process of development, I also know that they are not enough to meet population growth figures anticipated by Metro. It is (past) time to think beyond typical 20th century planning. Beaverton needs to hold developers of large swaths of prime real estate accountable to being not only a benefit to those who can afford to join a health club, but to the citizens of the city as a whole.

Please make my correspondence a part of public record, and ensure that the planning commission and project manager see it as well. If you need my address, I'm sure you can access it easily through city records. I do not require a personal letter to notify me of the outcome: I'll find that in future notifications from the city.

Lisa Beaty

From: Cadence Petros <cpetros@beavertonoregon.gov>
Sent: Tuesday, May 14, 2019 4:12:30 PM
To: 'mlgandc@hotmail.com'
Subject: RE: Affordable Housing

Ms. Beaty,

Thank you for your comments, please let me know if you would like me to provide them to the Life Time Fitness project Planner for inclusion in the public record, and if so, please provide your mailing address so you can receive future notices, including the notice of decision on the Life Time Fitness project.

The City's Corridor Commercial zoning designation, which applies to the Life time Fitness property, allows for a variety of commercial, civic, and residential uses. The city cannot require a developer to propose certain types of land uses and not others so long as their proposed uses comply with their zoning designation. The City's Development Code currently allows housing in most zoning districts, with the exception of industrial zoning districts, and we have seen a number of projects develop significant housing densities on commercial properties, such as the West End development at Murray &

Farmington which is currently in the permitting stage and includes over 400 housing units on land zoned General Commercial (the former K-Mart site). The City is also working on the Housing Options Program to explore options for infill development in existing neighborhoods as well as a wide range of activities regarding affordable housing. Please contact Javier Mena if you'd like more information about our affordable housing efforts.

Best,
Cadence

Cadence Petros

Development Division Manager | Community Development Department
City of Beaverton | PO Box 4755 | Beaverton OR 97005-4755
p: 503.526.2213 | f: 503.526.3720 | www.BeavertonOregon.gov

From: Lisa Beaty <mlgandc@hotmail.com>
Sent: Tuesday, May 14, 2019 1:47 PM
To: Javier Mena <jmena@beavertonoregon.gov>
Cc: Mailbox Citymail <citymail@beavertonoregon.gov>; Brian Martin <bmartin@beavertonoregon.gov>
Subject: Affordable Housing

Mr. Mena

Due to the extreme shortage of housing, affordable or otherwise, the City of Beaverton needs to stop contemplating the approval of massive developments which do not include a residential aspect. For example, the city is looking at approving an enormous fitness facility near the corner of Cedar Hills Blvd. and Barnes Road. **ADJ2018-00086, DR2018-0128, LD2019-0008, LO2018-0005, SDM2018-0007, TP2018-0009** This is an area close to employment, transportation and services. The city needs to be flexible in its zoning and require developers in prime areas such as this to include some layer of residential space. This would be highly preferable to the expensive high-density homes being built to the southwest of Beaverton which have VERY poor access to services and employment, and are ridiculously expensive as well.

Please help the city consider options beyond the usual, which have shown themselves primarily as a benefit to the developers, not the community at large.

Thank you.

Lisa Beaty

Sent from [Mail](#) for Windows 10

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From: vjo508 <vjo508@comcast.net>
Sent: Thursday, May 16, 2019 10:02 AM
To: Jana Fox
Subject: Re: Proposed Gym

WE DO **NOT** WANT THIS INAPPROPRIATE DEVELOPMENT IN OUR NEIGHBORHOOD. PERIOD.
NO MEGA GYM at Barnes / Cedarhills

Valerie O'Keefe
Donovan Fraser
SW Spring Crest Drive
97225

From: Cyndy Coughlin <cyndy.coughlin@gmail.com>
Sent: Thursday, May 16, 2019 10:11 AM
To: Jana Fox
Subject: Proposed LifeTime Fitness development in Cedar Mill

I am greatly opposed to the proposed building of the LifeTime Fitness gym in the Cedar Mill area. There are already plenty of other gyms nearby: Sunset Athletic Club (which is already planning to expand), Villa Sport, LA Fitness, etc. The space should be used for something that's not already available in the area, such as restaurants, other types of family oriented activities and/or restaurants. I'd even prefer one of the smaller Walmart stores to this massive, over priced gym.

Cyndy Coughlin
1681 NW Caitlin Terrace
Portland, OR 97229

From: NinaPoliakoff <ninapoliakoff@gmail.com>
Sent: Thursday, May 16, 2019 10:26 AM
To: Jana Fox
Subject: LifeTime Fitness

I'm writing to voice my objection to the proposed LifeTime Fitness at SW Barnes and SW Cedar Hills Blvd. I love on SW Barnes and I can appreciate the demand for a reasonably sized affordable gym. But the incredibly expensive monstrosity that is being proposed is completely inappropriate for the location and the residents. Please reconsider.

Thank you,
Nina Poliakoff

Sent from my iPhone

From: Kristina Fields <KF1341@hotmail.com>
Sent: Thursday, May 16, 2019 10:45 AM
To: Jana Fox
Subject: Proposed Gym on Steroids

I am not in favor of the proposed gym to be built at Petercourt.

Outdated traffic studies were used and it is not what our neighborhood needs.

Please listen to the people that live near there and do the right thing.

DO NOT BUILD THIS GYM.

Kristina Fields

From: Heather Johnson <heatherjpdx@gmail.com>
Sent: Thursday, May 16, 2019 10:47 AM
To: Jana Fox
Subject: Proposed gym @ Barnes/Cedar Hills

I'm writing in opposition to the plans for the new Lifetime Fitness location at Barnes Rd & Cedar Hills Blvd. It's a monstrosity the likes of which our community doesn't need. We don't need a massive development that nobody can afford. We could however use a rationally priced normal gym. The traffic impact claims they make are also based on ancient data. As a native of the area I can tell you with absolute certainty that the traffic in 2007 bears zero resemblance to what we experience today. Please don't let this be built in its current form. We don't need out of state companies building things that will have negative impacts on the local community (too tall of building, traffic impact, unaffordable businesses) simply so they can get more money. We need developments that are in keeping with what locals desire that won't cause problems. We absolutely should not be approving any projects that depend upon state funding for any aspect of their proposal. Particularly for something as mundane as a gym.

Thank you,

Heather Johnson
heatherjpdx@gmail.com
503-808-0616

From: Katie Beers <katherine.n.beers@gmail.com>
Sent: Thursday, May 16, 2019 10:47 AM
To: Jana Fox
Subject: Peterkort Lifetime fitness development proposal

Hello J Fox,

I wasn't able to attend the neighborhood development hearing for the potential construction of the new Lifetime Fitness development that's under review in the Peterkort area.

I live about 1 mile from the proposed development, and am an athletic person who's all in favor of encouraging business development & access to fitness facilities for members of the community. With that being said, I'm highly concerned about the impact this will have on traffic in our area. We need realistic & recently conducted traffic assessments to ensure our roads and transportation systems can handle this level of traffic. The commute times along Cedar Hills & Murray exits along Hy 26 are already terrible, and in my mind the local government has not made sufficient investment in alleviating the traffic issues that already exist. I would support this gym construction if we can see plans in place to manage the traffic flow.

Thank you for taking my feedback into consideration,
Katherine Beers

From: Lad Pdx <outlook_A616E8A574AB66EA@outlook.com>
Sent: Thursday, May 16, 2019 10:55 AM
To: Jana Fox
Subject: Lifetime Gym to be built at Cedar Hills and Barnes Rd/Saltzman

I am against a 4 story massive Gym being built at the property and adding to the already congested intersection. A smaller gym of 1-2 stories is fine...but this will draw un-needed traffic as people that could walk to this gym, will not be able to afford the monthly dues.

Lisa Daniels
308 NW Sundown Way
Portland, OR 97229

Sent from [Mail](#) for Windows 10

From: Kaia Kirkbride <kaia@kaiakirk.com>
Sent: Thursday, May 16, 2019 10:56 AM
To: Jana Fox
Subject: Peterkort Area Lifetime Fitness Build Proposal

To whom it may concern,

I would like to voice my opposition to building an enormous Lifetime Fitness "gym" on the vacant lot between Barnes + Cedar Hills Blvd. It would be far too expensive for most of the demographic in that area to afford. It would only create further traffic problems (which is especially frustrating so close to many people's homes). And it would only set an unwelcome precedent for the scale of changes + buildings to come, in the Peterkort area. If that vacant lot is to be used, please select something that is usable by the immediate community and that effectively addresses + handles increased traffic concerns.

Thank you so much for your time!

Sincerely,
-Kaia Kirkbride

From: Jody Shintai Dungay <jdungay@hotmail.com>
Sent: Thursday, May 16, 2019 10:57 AM
To: Jana Fox
Subject: Opposition to LifeTime Gym

Hello,

I have heard about plans for a proposed Lifetime Gym in the Cedar Hills/Barnes Road area. I am not opposed to a gym in this location, however, I am opposed to this project. The size of the gym being proposed will increase traffic. I also question the positive contribution to the community. I high priced gym does not meet the needs of many in the area.

Thank you.

Jody Dungay

I mostly respond to email in the evening. If you need to reach me, call or text me at (971) 344-5431.

From: Santos Laura <laurawsantos@gmail.com>
Sent: Thursday, May 16, 2019 11:10 AM
To: Jana Fox
Subject: Lifetime Fitness- PLEASE NO!

Just writing as I am very concerned hearing about the SIZE of Lifetime Fitness that is slated to go in off of Barnes and Cedar Hills.

I am fine with another (seriously... we have so many around here) gym going in but why in the world would it be allowed to be so large? We are not desperate for a business like this as we have plenty in this part of town (it is not like there is a huge demand right now) BUT good lord the TRAFFIC will be insane. Yes we finally, finally, finally got the traffic light in off of the Cedar Hills exit but traffic to get onto the HWY east bound is now getting backed up. Also with the proposed height and size it opens it up to other businesses coming in. Please do not be money hungry and truly think about that area needs and what works for the neighborhood. . The huge Wal-Mart backed out so why in the world would we do a huge gym??

Laura

503-819-8159

laurawsantos@gmail.com

<http://www.laurasantosphotography.com>

From: MTP <mahmood.tahanpesar@gmail.com>
Sent: Thursday, May 16, 2019 11:34 AM
To: Jana Fox
Subject: NO to LifeTime Fitness at Peterkort

Greetings!

I would like to voice my opposition to this proposal.

With International Fitness on Cornell RD closing (or closed?), it would be a great idea to have a gym near by, but \$200 a month and possibly a big registration fee? It is way out of reach for most people. What defeated the Super Wal-Mart proposal was mainly the concern for the traffic, this is going to be worst!

They need to adjust their plans to something more appropriate for the area and pay and make traffic improvements. We don't need to be a test site for some monstrously huge new gym that makes headache for most and serves a few!

Sincerely,

Mahmood TahanPesar
503-803-8923

From: Amy Teixeira <oregonamyt@gmail.com>
Sent: Thursday, May 16, 2019 11:36 AM
To: Jana Fox
Subject: Gym at Cedar Hills and Barnes

To whom it may concern:

I am not in favor of the size of gym being proposed by LifeWorks. Much too big for that area/space and traffic will just continue to get worse for which no allowances can be made. Thanks for your time!

Amy

From: Lori Klaus <ljklaus@aol.com>
Sent: Thursday, May 16, 2019 12:13 PM
To: Jana Fox
Subject: Lifetime Gym proposal

I do not agree with the enormous gym proposed for the Petercourt property on Cedar Hills Blvd. my concerns are about worsening traffic, the size of the building, and the redundancy of such a facility. When it goes out of business we will have an eyesore there. Do not approve this.

Sent from my iPhone

From: Sarah Barrett <s.craig@me.com>
Sent: Thursday, May 16, 2019 12:33 PM
To: Jana Fox
Subject: I Support PeterKort LifeTime Fitness Proposal

Hi,
I'm writing to express support for the lifetime fitness proposal at PeterKort, in Beaverton.

This facility would be an excellent & much needed enhancement to serve this community & promote health, wellness & recreational sports for people of all ages & also kids & families. Many of the smaller "gyms" located in Beaverton fill a niche for a certain type of athlete while LifeTime Fitness offers much more to members across an entire lifespan. TFrom indoor/outdoor pools for families and small children to fitness classes geared for all ages. It really would be a facility where the greater community comes together, & the increase job openings outweigh the potential increase in traffic.

Hoping & looking forward to hearing great news of the proposal being approved and the facility built ASAP.

Thanks,
Sarah Barrett

Sent from my iPhone

From: Lyubov Polozova <lubapolozova@yahoo.com>
Sent: Thursday, May 16, 2019 12:59 PM
To: Jana Fox
Subject: New development

Hello,

Voicing concern for the gym proposal on cedar hills across from peterkort and si senior.

No need for a gym here as we have already so many, from LA to sunset to the tennis club and Villa sport.

The size of this gym is completely unnecessary for the area. Taking up twice the size of villa sport on Murray, This would be a disaster for cedar hills and Barnes - a gridlock.

The price point for anyone living around here is not justified, since people in walking distance can't afford it, and there are already 3 luxury club style gyms within 2-3 miles.

Please see this is as a bad project for our neighborhood.

Sincerely,

Luba Polozova

(Cedar Hills resident of 14 years)

From: jeffery gould <jeffreyirag@yahoo.com>
Sent: Thursday, May 16, 2019 1:15 PM
To: Jana Fox
Subject: Lifetime Fitness at Peterkort

Dear Jana,

As a resident on Barnes Road I am writing this letter to express my concern and objection to allowing Lifetime Fitness to open a massive resort type fitness center on Barnes Road and Cedar Hills. Barnes Road is currently unable to sustain the amount of traffic at the present at that intersection, much less the increased traffic a gym of this size will bring to the area. It has come to my attention that your office used 2007 traffic data to determine the feasibility of the project. Forgive me if I say that is an outrageous misleading of the public. Someone from your agency cannot simply claim there is no significant difference between the traffic of 2007 and 2019. Get into a car and drive on the road several times a day and you will certainly notice the congestion at the light, complicated by the entrance and exit to the highway slightly down the road.

I urge you to take the well being of the residents of the state into account before granting a permit to Lifetime Fitness.

Sincerely,

Jeffrey Gould
400 SW 70th Terrace
Portland Or. 97225

From: john J <jjfirefly5@gmail.com>
Sent: Thursday, May 16, 2019 2:22 PM
To: Jana Fox
Subject: Lifetime fitness

Please allow lifetime fitness to join our community. This will be a great improvement to the rundown lot.

Thanks for your consideration!

John Johnson

From: Brittney Dinsdale <dinsdale.brittney@gmail.com>
Sent: Thursday, May 16, 2019 2:37 PM
To: Jana Fox
Subject: Lifetime Gym

There is NO NEED for a massive gym in this area. The apartments down the road have a gym, Bally's/24 hr fitness didn't even make it in this area. That building is going to be built, then be vacant, just like everything else around in the Peterkort area. Bring something we can all get behind, like a dog park/community park, grocery store (trader jos type.) We are members to Barre3 and THPRD. A massive gym is NOT in good interest for our area!!!

-Brittney Dinsdale
Cedar Mill

Sent from my iPhone

From: Ole Dame <ole_dame@yahoo.com>
Sent: Thursday, May 16, 2019 2:54 PM
To: Jana Fox
Subject: New gym on Cedar Hills Blvd

I'm not a Beaverton resident but live in the area in Forest Heights. I think this would be a great addition to the area as proposed. It would cut our commute time to the gym (Villa Sport) in half and reduce traffic on Murray and Cedar Hills Blvd to get to Villa as I know a lot of families in our neighborhood currently go to Villa. With reduced time of commute we'd probably go more often too!

It sounds like a great use for what has been vacant land for a long time.

Thanks, Ole

From: Nancy Anderson <nancyj.anderson@comcast.net>
Sent: Thursday, May 16, 2019 3:11 PM
To: Jana Fox
Subject: Proposed gym at Barnes and Cedar Hills Blvd

Thank you for this avenue for sharing our opinions about the proposed gym. I cast my vote in opposition primarily because of the size and cost. I would love to see a gym in this area but one that is smaller and at a lower cost per person or family for membership. Thank you for considering our concerns. Respectfully, Nancy

Sent from my iPhone

From: Hyoungjun Park <fencer1215@gmail.com>
Sent: Thursday, May 16, 2019 3:47 PM
To: Jana Fox
Subject: support for the LifeTime Fitness at the corner of Barnes/ Cedar Hills

Hi,

I want to send my support for the additional gym option at the corner of Barnes/ Cedar Hills Blvd.

Thanks, HP.

From: Brad Marluke <b.marluke@gmail.com>
Sent: Thursday, May 16, 2019 3:55 PM
To: Jana Fox
Subject: I SUPPORT LifeTime Fitness

Hello,

I wanted to voice my support for the LifeTime Fitness location on Barns Rd. Please grant a waiver for the ability to build a 4 story structure for this project. I'm actually in support of removing this restriction all together for the city of Beaverton as I believe we need to build up more than out.

Thank you for your time,
Brad

Brad Marluke
Small business owner and resident of Cedar Mill for 7 years.

From: vibeke.klocke@gmail.com
Sent: Thursday, May 16, 2019 3:59 PM
To: Jana Fox
Subject: LifeTime Gym application in Cedar Mill

Hi there,

Please know that I am opposed to allowing a private company to build such a HUGE proposed building in our area. This proposed building will increase traffic in an already struggling intersection, and we are not prepared to handle it. As well, the fees for this proposed gym are out of reach for many of the residents nearby. I would be happy with a smaller gym that is accessible to all, would not be such a monstrosity to look at, and would not create such a traffic issue.

Thank you!

Vibeke Klocke
12505 NW Coleman Drive
Portland, OR 97229

From: Rene Miller <renepdx@comcast.net>
Sent: Thursday, May 16, 2019 4:11 PM
To: Jana Fox
Subject: LifeTime Fitness Gym

Hi there,

As someone who lives a couple of miles from the intersection of Cedar Hills Blvd. and Barnes Rd., I wanted to voice my opinion. Although I have a tennis membership at Sunset Athletic Club (SAC), I am excited to see LifeTime Fitness come to the neighborhood. I think it will compete with both VillaSport and SAC, and be good for our community. That empty lot has been an eyesore for years.

Thank you,
Rene Miller

From: Michael Mathew <mmathew1942@comcast.net>
Sent: Thursday, May 16, 2019 4:14 PM
To: Jana Fox
Subject: concerns

Do you really not want to maintain the beauty of the Northwest?

I think you need to consider how long you want this paradise in the Pacific Northwest to remain relatively pristine. This proposal is not an earth friendly project for this area. And I think you know that!

I am glad to have known the beauty of the Pacific Northwest since 1963 and will feel sorry for those of you who will have to live with the squalor you will bring to the area if you go through with this and other projects that rape the land for a couple of dollars.

Michael Mathew

mmathew_musicprep@comcast.net

mmathew_musicprep@yahoo.com

<http://www.musicengravers.com/cgi-bin/engravers.pl>

<http://oregonmts.com/mathew/>

Phone and Fax: 503 641 6127

From: Michael Ross <mjross1965@gmail.com>
Sent: Thursday, May 16, 2019 4:26 PM
To: Jana Fox
Subject: Proposed Construction at Cedar Hills Blvd & Hwy 217

J. Fox,

I am writing to oppose the proposed construction of a massive fitness complex at the intersection of Cedar Hills Blvd and Hwy 217. I have lived in the Cedar Hills neighborhood for 25+ years. Traffic on Cedar Hills Blvd has increased consistently year over year during that time. We are now at the point where there is regular and significant congestion on Cedar Hills Blvd, especially near the intersection of Hwy 217. That interchange has been one of the most dangerous intersections in the state for years. The additional traffic lights on Cedar Hills Blvd near Hwy 217 and near Walker Road have improved safety. However, it is also restricted traffic flow. A current and realistic traffic assessment needs to be performed before approving any development which will draw significant traffic up and down Cedar Hills Blvd crossing under Highway 217. I believe that an assessment of the traffic patterns subsequent to the installation of the new lights will show that approving such a large development is contrary to maintaining efficient and safe traffic patterns.

Regards,
Michael Ross

From: Robin Sherwin <rsshewin@yahoo.com>
Sent: Thursday, May 16, 2019 5:03 PM
To: Jana Fox
Subject: Life Time Fitness

As a long time resident of Cedar Mill I know that growth and change are inevitable. My concern is that development not overwhelm our infrastructure and lower our quality of life. The west side has been a very desirable place to work and live, but the increasing traffic has made it less so. Putting in a mega gym as Life Time proposes does not fit the scope of the community. I know development will happen, but it should be within the limits of current planning regulations. Allowing over-development will had a domino effect until gridlock and traffic light failures will be the norm.

Using an outdated traffic study undermines the credibility of their feasibility study. What are the plans when the eastbound Hwy 26 onramp becomes so backed up that it impairs both Barnes Road and Cedar Hills boulevard as it already has become a problem without all the new development that is proposed for the Peterkort's properties. I have perused the 166 page application and believe that there should be a summary so people can make educated comments without trying to comprehend the entire report. There was not notice given to those of us that will be impacted by this development to voice our concerns.

While development is a given, it should fit within existing requirements and it's scope should be relative to the surrounding area. I urge the Beaverton City Counsel and Planning Department to reconsider granting variances and allow Life Time Fitness to proceed only after they scale down the project to fit the community. This should not be railroaded down the residents throats.

I also beg to ask if this massive fitness facility fails to prosper, what would become of the building? The Peterkorts can't even keep tenants in their strip- mall. Continued unlimited growth is not what Oregonians expect or need.

Thank you for considering the cost to our quality of life if this massive development is allowed to proceed.

Sincerely

Robin Sherwin
Christopher Lunt

From: Lucia Johnson <lucijohnson@comcast.net>
Sent: Thursday, May 16, 2019 5:11 PM
To: Jana Fox
Subject: thought regarding Peterkort/Lifetime Gym Proposal

Hi Jeff,

I assume you must have many emails about this so I just copy and pasted my thought as they were posted on Nextdoor.com.

Villa isn't "affordable" but I think it is competitive after talking with others in similarly balanced neighbourhoods regarding their gym fees and comparing the services. Our whole family loves Villa so we are not anti-big-gyms but this giant indoor tennis mecca sounds horrible. Anyone who has ever experienced the insanity of traffic surrounding the precious MAC club knows that it is Not Fun! Email sent and thank you. It does seem strange considering that all the many Nike families have access to a Nike facility, tech families make up a good portion of Villa and then there are many other existing gyms. The last thing we want is that building going empty like Peterkort. Edit: If the proposed size were more reasonable and there is *adequate* parking, then I am all for it. Dedicating a ton of indoor space to courts that hold limited amounts of players at any given time seems a bit much. I will include that in email.

From: Kathleen Everett <k.everett@bolywelch.com>
Sent: Thursday, May 16, 2019 5:13 PM
To: Jana Fox
Subject: Life Time Fitness

Dear Ms. Fox,

I was at the Beaverton City Council meeting last night and I am in favor of the LifeTime fitness proposal. I was aware of it when it was proposed on the other side of the street and it appeared that build out would cause plenty of impact to the land there. This flat surface is better suited and less impacted, but may pose other concerns.

My belief is I am all for family and individual fitness vs retail or office buildings. Anything to get us healthy and kids off electronics is a good thing in this community. Change is difficult and I impressed with LifeTime making such a big investment. It will provide jobs for all ages, which is a good thing. Change is difficult and if this is a good thing for the Master Plan, then I trust the city planners as I am busy with my job and can't stop development as it will happen eventually.

Best Regards,

Kathleen

boly:welch

Kathleen Everett

Director, Client & Business Relations

Executive Search | Recruiting | Staffing | HR Consulting

920 SW Sixth Avenue, Suite 100, Portland, OR 97204

503.242.1300 | m: 503.816.7037 | www.bolywelch.com



From: Larry Westerman <larryandjodywesterman@gmail.com>
Sent: Thursday, May 16, 2019 5:22 PM
To: Jana Fox
Subject: Re: Peterkort LifeTime gym

Jay,

I am writing regarding the proposed development of a LifeTime fitness center in the Peterkort property at SW Cedar Hills Boulevard and SW Barnes Road. I have a number of concerns about this proposal.

First, this property is designated as a transit-oriented development area, and I do not see how a fitness club of this scale and with this membership strategy serves in any way as a transit-oriented use.

Second, the existing Peterkort property is underutilized to the point of mismanagement; I used to be a member of the fitness club located in the Peterkort shopping center, which went out of business many years ago. The shopping center now contains two major anchor building that are empty, one for years. I question the ability of the Peterkort organization to properly manage an additional development of the scale of the proposed fitness center, and am deeply concerned over the likelihood that this property, like the shopping center, will sit vacant. There are numerous fitness clubs within close proximity of this proposed development, and I am not convinced that a proper market study has demonstrated the need for this particular size and scale of project.

Third, the presentation claimed that 300 jobs would be created. This claim seems incredible considering the economics of the project. If the monthly membership fee is \$200, and the 300 employees are paid \$15 per hour with a 50% overhead burden, the club would have to enroll 5,625 members to pay the labor costs alone, not to mention additional operational costs. This would dwarf the membership of similar high-end facilities in the region such as the MAC downtown, or the VillaSport in Beaverton. This makes the jobs claim seem ridiculous, and calls into question the viability of the enterprise itself.

Fourth, the applicant has provided insufficient justification for the requested zoning adjustments. No public good is provided in exchange for waiving zoning requirements at this site, and a suitable building could be built without exceeding zoning requirements. Abundant examples of indoor tennis and basketball courts are available, all built within the building envelope allowed by the zone.

Larry Westerman
390 NW Torrey View Dr
Portland OR 97229
503-796-0736

From: Joan Kapowich <jmkapowich@yahoo.com>
Sent: Thursday, May 16, 2019 5:52 PM
To: Jana Fox
Subject: Proposed health club at Peterkort

I read with interest the news of the proposed development. While I would like to see sidewalks on that parcel of land the developments seems out of scale for the area and location. Since there are several large empty buildings nearby I wonder why we cannot repurpose those buildings.

Thank you for your careful consideration of the impact on traffic and the neighborhood and stewardship of empty buildings on behalf of the public.

Joan M Kapowich

[Sent from Yahoo Mail for iPad](#)

From: anissa rogers <anissarogers007@yahoo.com>
Sent: Thursday, May 16, 2019 6:03 PM
To: Jana Fox
Subject: LifeTime Fitness Proposal

Hello,

I'm writing to add my voice to the LifeTime Fitness proposal to build on Cedar Hills and Barnes Rds. The proposal, as is, is too much/too big for this area. The traffic is already out of control, and we have 15 gyms in the immediate area. Most people in the area cannot afford their high membership fee, so it will draw people from out of the area, adding to traffic issues. A smaller version, drawing fewer people, would be more acceptable, if they're willing to jump into the competition. If it fails, we'd be left with a giant, empty building to look at.

Thank you,

Anissa Rogers
Butner Rd, 97005

From: Susan Jansson <jansson.susan@gmail.com>
Sent: Thursday, May 16, 2019 6:56 PM
To: Jana Fox
Subject: New Lifetime Fitness

The codes are in place for a reason. I am not in favor of a big building pushing aside existing codes that will change that corner to a congested overbuilt business across from a near empty shopping center with big empty buildings that are already built.

Sent from my iPhone

From: Chris <chris.kondrat@kondrats.com>
Sent: Thursday, May 16, 2019 7:02 PM
To: Jana Fox
Subject: Lifetime fitness

Not needed

Sunset Athletic club is building an annex a mile away La fitness is a mile in the other direction In the peterkort shopping Center across the way, Bally's went under and it was smaller and very inexpensive.

The proposal is too expensive for the area and too large in size If it goes under we are left with a monstrosity And also it is in THRPD which provides very inexpensive sports classes

Sent from my iPhone

From: Angel Campeau <campeaugirl7@gmail.com>
Sent: Thursday, May 16, 2019 7:13 PM
To: Jana Fox
Subject: Pro- Lifetime fitness

Good evening,
I think the proposed Lifetime fitness would make a great improvement to our community. Raise property values etc...

I'm for it, thanks!!
Angel Namhie
(Cedar Mill)

From: Susan McConnell <sue.g.mcconnell@gmail.com>
Sent: Thursday, May 16, 2019 8:03 PM
To: Jana Fox
Subject: Life Time fitness proposal

I understand that a 2007 traffic study was used to justify the adequacy of the fitness center's proposal. I have lived here 25 years and the traffic has increased exponentially. I feel a more current traffic study should be used to gauge traffic impact. Just in the past several years traffic has gotten a lot worse. The immense size of this project will bring 300 employees and many more members to its doors. There will have to be major improvements to the traffic flow to allow for access to the hospital and highway 26.

I do not think this center needs to be as large as they propose and require a variance of the city code. I sincerely hope these issues will be investigated thoroughly before any action is taken. We certainly want development on this corner, but not on such a massive scale that will impact the community negatively.

Sincerely,

Susan McConnell

From: Andre Baran <andrebaran@gmail.com>
Sent: Thursday, May 16, 2019 8:06 PM
To: Jana Fox
Subject: YES for Lifetime Fitness

Please do not listen to the idiot curmudgeons who are against any type of change. I say YES to lifetime fitness.

From: Florence Trentacosti <fltrentacosti@gmail.com>
Sent: Thursday, May 16, 2019 8:06 PM
To: Jana Fox
Subject: LifeTime Fitness at Peterkort

I am very concerned about the proposed building of such a huge facility in my neighborhood. It doesn't fit, it will make traffic even worse than it is now. It is not going to be affordable for the majority of my neighbors. Please scale it down!

Thanks,

Florence Trentacosti

From: CJ Shumate <cj@genarch.com>
Sent: Thursday, May 16, 2019 8:21 PM
To: Jana Fox
Subject: Lifetime Fitness Proposal

Hello,

I'd like to voice my opinion of the Lifetime Fitness project. I'm all for it and think it sounds like a terrific facility, however there are three conditions.

- 1) add second westbound traffic lane between Cedar Hills Blvd and the Timberland shopping center.
- 2) the project must develop sidewalks on the east and north edges of the site to provide a pedestrian connection between Cedar Hills Blvd and the Timberland shopping center. Current nothing exists but a dirt path worn through the weeds.
- 3) I'm not certain any variance should be given for extra height, even though this project is located adjacent to the highway and won't be blocking any views or access to sunlight. Seems to me the site is large enough that they can build out and up as far as the zoning code allows. But I stand more strongly behind reasons 1 and 2, if solid reasons were provided as to why the height limit must be exceeded then it would be acceptable.

This sounds like a great facility unlike any that currently exist in the area. I fully support its development.

CJ Shumate, AIA, NCARB
gen design + architecture, inc.

Sent from my iPhone

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From: Kris Kebisek <kriskebisek@frontier.com>
Sent: Thursday, May 16, 2019 8:27 PM
To: Jana Fox
Subject: proposed gym at Barnes & Cedar Hills

Ms. Fox,

Please add our voices to those opposed to the gym / facility under consideration for the corner of SW Barnes Road and SW Cedar Hills Road.

As residents of Peterkort, we can attest that the intersection and surrounding area are already consistently congested and adding further traffic only would exacerbate the situation.

Furthermore, if this project has indeed not been subject to the open space requirements nor the transportation requirements, that is wholly unacceptable. Presumably, these requirements exist for a reason so ignoring them is not an option.

It is our sincere hope that we in the nearby neighborhood have a say in how the corner is developed, as we are directly impacted. This facility is not what we want or need.

Regards,

Kris Kebisek
Ken Kebisek

From: Kelly Ash <kellymash2@yahoo.com>
Sent: Thursday, May 16, 2019 9:02 PM
To: Jana Fox
Subject: LifeTime Fitness at Peterkort

To Whom this may concern,

I am a homeowner who lives right down the street from the proposed site for a LifeTime Fitness Gym. I have lived in the area of SW 110th and Adele Drive since 2010. Over the last 3-4 years traffic in this area has increased SIGNIFICANTLY. You almost can never make a left hand turn these days onto Cedar Hills Blvd from SW Celeste during peak hours. Putting in a gigantic sports club is going to make this area a traffic nightmare!! The new light at the on ramp and off ramp at Cedar Hills and 26 has only made getting around the surface streets worse! It's not a good idea, I hope this doesn't come to fruition, I can't imagine the residents around here want this type of monstrosity in our backyards!

Please take this into consideration as I've heard the planning information and research was based on what traffic was like in this neighborhood 12 years ago!!!

Sincerely,

Kelly Ash

From: helen warberg <hwarberg@icloud.com>
Sent: Thursday, May 16, 2019 9:16 PM
To: Jana Fox
Subject: Lifetime gym

I oppose this proposed gym for the following reasons:

1. The area is saturated with gyms, 15 within a 3 mile radius, which may cause financial failure for some if another very large gym opens.
2. Traffic is already congested on the roads surrounding the site.
3. They used 2007 traffic numbers. My perception is traffic has significantly increased since then, impacting safety and livability.
4. As a tax payer, I disagree with supporting their infrastructure needs.

Thank you for taking my comments,

H. Warberg

Sent from my iPhone

From: John Elizalde <john_elizalde@hotmail.com>
Sent: Thursday, May 16, 2019 9:40 PM
To: Jana Fox
Subject: Peterkort gym

Greetings

I believe the proposal should be rejected as inconsistent with community and regional needs and planning. The area should be designated for affordable housing with a 6 or 7 floor height allowance and one parking slot per unit. Retail on the first floor allowable; max rent at 80% of AMI

A gym is redundant given 15 in the area (3mile radius). THPR should be approached to serve Peterkort needs.

First things first, Housing is the real need in Beaverton and affordable housing the the north andPeterkort area is critical. The extra height is intended as a bonus for the affordable developer. The city should team with the developer to get a piece of the Metro housing bond.

John Elizalde

Sent from my iPhone

From: Joanne Dunatchik <jdunatch@outlook.com>
Sent: Friday, May 17, 2019 6:31 AM
To: Jana Fox
Subject: Lifetime Fitness - Peterkort

It's a mystery to my why allowing a gigantic fitness facility at Barnes & Cedar Hills when there are 2 large vacant storefronts (and some smaller ones) in Peterkort Square, one of which was originally a fitness center. And what happens if, after a few years, the Lifetime facility fails (not inconceivable, given the proposed price of membership)? More vacant property? Let's work on making use of the properties already available, rather than allowing the construction of another enormous structure.

Joanne Dunatchik
Cedar Mill

From: Sara Douglass-Cloe <clancloe@comcast.net>
Sent: Friday, May 17, 2019 8:16 AM
To: Jana Fox
Subject: Lifetime Fitness Club

I oppose this project. I live within THPRD boundaries and use those facilities regularly. There are many private clubs and gyms in our area that fill needs for fitness and recreation. I think this massive gym and parking structure will create more problems with traffic impact and overcrowding our stretched infrastructure.

Sincerely,
Sara Douglass-Cloe
1300 NW 93rd Ave.
Portland, OR 97229

From: lois king <kinderloisme.com@me.com>
Sent: Friday, May 17, 2019 8:36 AM
To: Jana Fox
Subject: LifeTime fitness facility

I live in Peterkort Woods. While I like the idea of a fitness facility in this area, the size of the current proposal concerns me. I'm in favor of a smaller facility that meets current city building codes. In addition, I'm thinking of the problem of increased traffic at an intersection that is already problematic. I hope careful thought will be given to mitigating the significant traffic impact if a facility of the currently proposed size is allowed to be built in that location. Thank you.

Lois King
10424 SW Windwood Way
PDX 97225
503-686-8142

From: Eileen Gross <leenergross@gmail.com>
Sent: Friday, May 17, 2019 8:41 AM
To: Jana Fox
Subject: Lifetime Fitness

I'd like to say YES to the Lifetime Fitness in Peterkort. Would love to see a development like this on that eye sore property.

Thank you,

Eileen Gross
Cedar Mill

From: Squirrel <yarnsquirrel2@comcast.net>
Sent: Friday, May 17, 2019 9:31 AM
To: Jana Fox
Subject: No Lifetime Gym please

Hello. As a multi-generational Oregon family, who was raised in this community, it deeply concerns me when community and state funds are re-directed to support road, overpass, etc projects to the benefit of private mega un-needed and un-wanted businesses. Therefore, Im writing to add my opposition to the proposed LifeTime Gym at Cedar Hills and Barnes. Three main reasons 1. The community has several gym and pool and tennis courts available for free or in their homeowner communities. 2. The current road infra-structure will not support it. With many of the state roads and bridges needing repair, I am against any tax dollars being funneled to profit a single private business. 3. The expensive membership fee is beyond affordable to people here.

Please add my name to a no vote.

Thank you,

Cheryl Akeman, MT, MBA

From: Angela S <drsmorra@gmail.com>
Sent: Friday, May 17, 2019 9:45 AM
To: Jana Fox
Subject: In favor of the LifeTime Fitness at Peterkort

I wanted to voice my opinion I am innFavor of the proposed gym, LifeTime fitness, at the Peterkort center. I currently drive 12-15 minutes to Villasport, and find myself cutting thru neighborhoods when Cedar Hills is backed up. This location is perfect for residents on the North Side of The 26, and will reduce traffic on Cedar Hills, Jenkins, and the surrounding neighborhoods.

I do want to see improved sidewalks and bike lanes if it goes thru.

Thank you!
Angela Smorra and family
9501 NW Arborview Dr
Portland, OR 97229

Sent from my iPhone

From: Gabriela <gldowney@gmail.com>
Sent: Friday, May 17, 2019 10:26 AM
To: Jana Fox
Subject: LifeTime Gym Proposal

The proposed gym is a bad idea that will leave another empty building because no one can afford to join. Please consider carefully.

Gabriela

From: Plbonallo@comcast.net
Sent: Friday, May 17, 2019 11:12 AM
To: Jana Fox
Subject: No on Lifetime Fitness

I strongly disagree with the proposed Lifetime Fitness proposal for the property on Barnes Rd. and Cedar Hills Blvd.

We didn't want a massive Walmart, and we don't want a massive gym, with all the increased traffic it would bring.

Sincerely,

Paula Bonallo

43 year resident of Cedar Hills

From: J Freyensee <why2jjj@gmail.com>
Sent: Friday, May 17, 2019 11:43 AM
To: Jana Fox
Subject: Clarifying my opposition stance to LifeTime site

I just want to make clear my stance if it wasn't clear, for the public record.

I am not against LifeTime building a gym at the proposed site.

I'm against LifeTime building a massive gym, one which will make it the largest gym project in the state of Oregon, requiring waivers from the city/county to build the gym. As stated by Mike Connors, there are many gyms LifeTime has built that are smaller than this proposal- smaller in size, smaller in monthly fees. I found this url that can give an idea on LifeTime other gyms: <https://www.lifetime.life/view-all-locations.html> . So LifeTime building a gym this size is something exceptional, not in the norm for them.

I am concerned 2007 traffic data was used in the traffic study. 2019 traffic is very different from 2007 and will not reflect the traffic patterns around the proposal in today's reality. I am also concerned that there is no ODOT guarantee of funds to finish traffic improvements for the LifeTime gym.

Allowing such a massive complex proposal as-is is going to set a dangerous precedent for future massive proposals that will come into the Peterkort area that will slowly grind future traffic to a permanent halt, making the community less attractive place to live.

Regards,
Jay

From: Mary Beth Buffum <mbbuffum@gmail.com>
Sent: Friday, May 17, 2019 12:51 PM
To: Jana Fox
Subject: Objection to Lifetime Gym waivers

Based on the information I have heard, and as a long-time resident of West Haven and Cedar Hills, I strenuously object to granting any waivers to build a massive facility such as Lifetime is proposing at Cedar Hills Blvd and Barnes Rd. I understand they are using 2007 traffic studies in their applications, which is ludicrous. Frankly, that parcel should be planted with trees and allowed to go back to nature. There is nothing that could go on that piece of land that will not cause additional traffic problems. Even with the new light at the ramp on Cedar Hills Blvd, which was 40+years overdue, that area is still a traffic nightmare and no amount of traffic mitigation will fix it. Please don't add to the problem.

Thank you,

Mary Beth Buffum
12280 SW Douglas St
Portland OR 97225

From: Jessie Dhillon <jessie.dhillon@outlook.com>
Sent: Friday, May 17, 2019 2:01 PM
To: Jana Fox
Subject: Lifetime Fitness / Public comment

Hi,

I'm writing about the proposed gym, Lifetime Fitness, at Cedar Hills & Barnes Rd. I have concerns for traffic congestion. I understand the developers are asking for variances regarding height & structure size. The current building code is in place now to prevent traffic congestion. I am writing to explain my position: the variance should not be granted.

I live less than 1 mile from the intersection, and travel it daily. While I think the site is a good location to develop, the building department should be mindful with the long term impact on the community, in this case, the impact would be very negative.

Thank you,

Jessie Dhillon

455 SW 95th Ave., Portland

From: Peggy Retnani <pretnani@gmail.com>
Sent: Friday, May 17, 2019 2:07 PM
To: Jana Fox
Subject: Giant Gym on Barnes/Cedar Hills

Please don't build this behemoth. The traffic is already out of control in that area. I have had to add ten extra minutes to my commute as it is because they added an addl light on CHills. There are already ample numbers of fitness places, LA Fitness, SAC and now SAC2 a mile away, Villa, Cedar Hills Raquetball, etc. Also so much empty space on the other side of the road (Orchard/Albertsons). This town is quickly becoming unlivable and undrivable. Mini LA style. I thought I would never say this, but I am thinking about leaving. 😊 Regards, P Retnani, Beaverton Sent from my iPhone

From: Matt Flynn <mattcflynn@gmail.com>
Sent: Friday, May 17, 2019 2:55 PM
To: Jana Fox
Cc: Ashley DeMello
Subject: Opposition to Lifetime Fitness Peterkort

Hi,

We are writing to express our opposition to the proposed development of the Lifetime Fitness gym near Peterkort center. Our family lives up the street from this location and we suffer the traffic at the intersection of Barnes, Cedar Hill and Hwy 26 everyday. This traffic situation (which is much worse since the addition of the stoplight South of 26) adds significant time to our daily commutes and has a measurable negative impact on our life. The addition of a major business like the one proposed would make a bad situation totally unsustainable. We are not opposed to new business, but the traffic problems must be addressed first, and the way this project was described would place the responsibility for road construction only on the local government, not on the businesses.

Thank you for your time and attention to this important matter.

Best,

Matthew Flynn
Ashley DeMello

10573 NW Le Mans Ct
Portland, OR 97229

From: Nancy McKimens <nmckimens@gmail.com>
Sent: Friday, May 17, 2019 6:52 PM
To: Jana Fox
Subject: please dont let this massive gym

be built...
a much smaller version perhaps...but good god, traffic is terrible now and the data they presented is skewed ...
thank you
nancy mckimens

From: Michael Gross <leener7@comcast.net>
Sent: Friday, May 17, 2019 9:42 PM
To: Jana Fox
Subject: Lifetime and Peterkort

I am for the Lifetime project. I know the development of all the Peterkort properties will put a huge strain on transportation in the area. You should begin to alleviate concerns by requiring the Lifetime project to complete the five lane section of Barnes Rd between Cedar Hills and 118th.

Michael Gross
11090 NW Leahy Rd

From: Matt Clark <mclark@ffres.com>
Sent: Friday, May 17, 2019 11:24 PM
To: Jana Fox
Subject: LifeTime Fitness

Hi - I just moved back to the area after living out of state for the last 20 years and recently heard about the proposed Lifetime fitness at Peterkort. I would like to voice my support for the project. Having belonged to a Lifetime in Arizona, I can tell you it is a super family-friendly environment and a great place to meet other members of the community (and of course promotes good health). I am excited about possibly being able to rejoin Lifetime and think it would be a great addition to the area. Please let me know if you have any questions.

Matt Clark
9114 NW Benson Ct
858-922-3529

Matt Clark

Vice President - Acquisitions

o: 858.824.6410 | c: 858.922.3529

5510 Morehouse Drive, Suite 200
San Diego, CA 92121

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From: John Madding <john.madding@gmail.com>
Sent: Saturday, May 18, 2019 7:41 AM
To: Jana Fox
Subject: Lifetime Fitness

Hello - I am writing this email in support of the Lifetime Fitness project at the corner of Barnes and Cedar Hills. This development will help the area considerably.

Thank you.

John Madding

Sent from my iPhone

From: Kristin Bryant Sponaugle <krisbry@gmail.com>
Sent: Saturday, May 18, 2019 8:33 AM
To: Jana Fox
Subject: Public Comment about Lifetime Fitness Proposal for Cedar Mill

I was recently made aware of the Lifetime Fitness proposal for use of the vacant property at Cedar Hills Blvd. and Barnes Rd., including the request for a height variance. I've been looking through the information on the City of Beaverton website, and I wanted to voice my enthusiastic support for the project. The proposal looks like a great facility that will be an asset to residents while also providing jobs and revenue for the community. While the proposed height is taller than currently allowed, this seems like an ideal location, as it will not block any significant views, and is adjacent to the freeway. I know our family would likely join the new facility, and in fact we've been looking for something like this for some time to no avail. I hope Beaverton approves this proposal, and I look forward to seeing its construction begin.

Kristin Sponaugle

From: Mark Alan Jorgensen <creatnow@gmail.com>
Sent: Saturday, May 18, 2019 11:14 AM
To: Jana Fox
Subject: c/o Jfox / Re: LifeTime GYM..."MJ"...

Putting in My 2cents~worth on this GYM Issue...

Living near-by n Cedar Mill, the traffic is already getting to be a bit stuffy...& the \$200/mo is Very UnRealistic...My 24hr Fitness is \$29/mo & i've had Baileys which was in the same business area awhile back for \$10/mo on a Promo...

Yes this would be an Awesome Gym surely, BUTT: not sure & do not agree that this is the proper Location! & the Price is way out-of-bounds 4sure!

There is ALOT of Traffic Conjestion & probably even more now that this new Traffic Light has been installed to help the off-Ramp from Hwy 26 onto Cedar Hills Blvd which can see that was needed since those cars are Trapped in that spot, but is a bit too much for lights to be sooo close to each other...will see how THAT works?

My Resolve is NOT TO BUILD the LifeTime Gym @ the Peterkort Center...No Way...No How...same story as the WalMart Super-Store...= = THANK YOU ! !:=))

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~ MARK ALAN JORGENSEN ~

From: Regina Brandao <reginacpb1@yahoo.com.br>
Sent: Saturday, May 18, 2019 11:17 AM
To: Jana Fox
Subject: LIFETIME FITNESS AT PETERKORT

Dear Sir or Madam,

I would like to express my opposition to the proposal of the LifeTime Fitness project at Peterkort. The size of the buildings is going to have a huge impact on traffic in our neighborhood.

Best Regards,

Regina Hill
725 NW 107th Ave, Portland, OR, 97229

From: Jill Brady <jillbrady45@gmail.com>
Sent: Sunday, May 19, 2019 2:33 PM
To: Jana Fox
Subject: from a Beaverton resident

Please please do not put a giant Lifetime Fitness gym any where in Beaverton. The traffic jam by Peterkort would be horrid. You hav to know in your heart and intellect that this is not healthy for our community. Please do not do this.. Jill Brady

From: Elissa Ryan Morris <wildfiftyfive@gmail.com>
Sent: Sunday, May 19, 2019 3:26 PM
To: Jana Fox
Subject: LifeTime Fitness

Hi - I live within a couple miles of the proposed LifeTime Fitness facility at Cedar Hills Blvd and Barnes. I would like to voice my opinion that I'd love a gym there with a swimming pool, but a building that dwarfs everything else around it and needs a variance to be built is TOO big.

Thank you.

Elissa Ryan Morris

From: John Ogle <john.ogle@palau.org>
Sent: Sunday, May 19, 2019 3:32 PM
To: Jana Fox
Subject: Lifetime Fitness would be a positive for the vacant lot at Cedar Hills and Barnes

I read about this project online and am writing to express my support for this potential addition to my neighborhood.

I live quite close to the site and believe it will add vitality and jobs to our community and it is a bonus that it is business that encourages and advances health.

As someone who lives in easy walking distance to this location, I fully support the project.

John C. Ogle
11235 SW Muirwood Drive
Portland, OR 97225

503.469.0999

From: Alice Bird <alice.bird@gmail.com>
Sent: Sunday, May 19, 2019 4:47 PM
To: Jana Fox
Subject: Objection to gym construction proposal

Dear Ms Fox

I'm writing for to express my strong objection to the proposed construction of a 200,000 square foot gym at sw barnes rd and sw cedar hills blvd.

What we need around here are plans that welcome diverse, locally owned and run businesses, not huge national chains that are designed to benefit corporate share holders outside of the region. I'm concerned about increasing traffic, noise, loss of already threatened natural habitats.

Yours faithfully

Alice Bird
115 SW 88th ave.

Sent from my iPhone

From: Alyssa Kirkbride <aly.kirkbride@gmail.com>
Sent: Sunday, May 19, 2019 9:05 PM
To: Jana Fox
Subject: NO Lifetime Fitness at Peterkort

To whom it may concern,

It is understood that the empty lot at Barnes and Cedar Hills Blvd. is looking at being developed by Lifetime Fitness.

A four story high gym is absolutely NOT what this community needs, especially in such a location. The traffic at Barnes and Cedar Hills Blvd. is so clogged as it is, more traffic being brought in from all over town would be absolutely dreadful. Not to mention the price, a membership fee of \$200 per month is outrageous.

The community that surrounds the Peterkort area is not a wealthy community and does not have such money to simply hand over freely. There have been more affordable gyms in this area at Peterkort, at least 4 different gyms and they have all failed. So why do we need another one that is extremely unaffordable, increases congestion, that is INSANELY HUGE and unnecessary?

10 Tennis courts, and a 37,000ft outdoor pool (It rains 80% of the year) is completely insane and disgusting. There are already so many gyms in the area, and another proposed to be built down the road by the Cedar Mill Library. The community already has their gym, whether it be an actual gym or the great outdoors, the target market is not here. Please DO NOT BUILD this massive mistake here. It is greatly unwanted and the few who may potentially use it will not be sourced from the local community, but from far and wide and we're right back to the congestion issue.

Thank you for your time and consideration,
please keep this gym development out of our community.
Alyssa Kirkbride

From: Yim, Sokhan (ETW - FLEX) <Sokhan.Yim@nike.com>
Sent: Monday, May 20, 2019 8:37 AM
To: Jana Fox
Subject: RE: AGAINST LifeTime Gym on Barnes/Cedar Hills

Hi Jana:

I am opposed to having such a huge gym built off of the corner of Barnes and Cedar Hills. From what I understand it would also need city/county waivers to build? I don't want that to start a trend of future commercial proposals resulting in crazy traffic jams during rush hour here. Also, traffic on Barnes road during commuting off already chaos adding this structure only create more backlog and roadblocks. This will not deviates the current traffic situation due the new lights install on Cedar hills Blvd.

Why does LifeTime need such a large gym? If a smaller scale version were to go up I would probably be OK with that.

Sincerely,
Sokhorn Yim
Off of Valeria View Drive, along 105th Terrace

Sokhorn Yim

Quality Engineer

Women's | Running, Training & Bras

Apparel Product Integrity – NIKE 

From: Jana Fox <jfox@beavertonoregon.gov>
Sent: Thursday, May 16, 2019 1:00 PM
To: Yim, Sokhan (ETW - FLEX) <Sokhan.Yim@nike.com>
Subject: <External>RE: AGAINST Peterkort extension 1 Project

Thank you for your comments, they have been entered into the public record.

Thanks,

Jana Fox

Current Planning Manager | Community Development
City of Beaverton | PO Box 4755 | Beaverton, OR 97076
p: 503-526-3710 | f: 503-526-2550
www.BeavertonOregon.gov



From: Yim, Sokhan (ETW - FLEX) <Sokhan.Yim@nike.com>
Sent: Wednesday, May 15, 2019 7:56 AM

To: Jana Fox <jfox@beavertonoregon.gov>

Subject: AGAINST Peterkort extension 1 Project

To whom it may concerns,

I am writing to vote AGAINST the extension. As a resident around Peterkort, I am against the extension 1 project. Because of the traffic flow and the new (unimpressive) traffic solution done on Cedar Hills/Mills Blvd Hwy 26 exit, this will only caused more problem and congestions. The only solution is to increase the traffic lanes from 2 to 4 lanes for a better flow of traffic along with lights synchronization.

Thanks for your consideration.

Best regards,
Sokhorn

Sokhorn Yim

Quality Engineer

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From: Anjani <anjani27@hotmail.com>
Sent: Monday, May 20, 2019 9:27 AM
To: Jana Fox
Subject: Lifetime gym of cedar hill

Sir,

It has come to my attention that county is considering a huge gym between cedar hills and Barnes road.

I am against a gym for which city has to give waivers for its size. I am not sure if there will be huge amount of membership to support this gym. We already get flyers for discount to Villa sport and Bethany gym so not sure how this gym can survive.

The community and the size of gym should go together.

Not against a gym but totally against a huge gym.

Thank you,

Anjani

From: Carleen Prentice <carleenk@sunsetac.com>
Sent: Monday, May 20, 2019 9:47 AM
To: Jana Fox
Subject: RE: Life Time Fitness Athletic Facility - Peterkort PUD Property

Commissioners and all concerned:

I am strongly opposed to the current proposal of Life Time Fitness Athletic Club on the site of the Peterkort property.

- Existing traffic problems will not be improved by the suggested improvements required due to the traffic created by this immense business. Considerations of the type of business this is in which peak times would put hundreds of cars leaving this parking lot during rush hour traffic.

Please consider this very complicated and congested intersection is the only way for some of us to get to the hospital. Placing a Fitness club with proposed 11,000 members can only further complicate the cars in and out of this intersection.

- By allowing the variance in height we are forever going to struggle with this problem. Life Time Fitness builds smaller facilities which would be far more suitable for this site.

Thank you for your consideration for a better future for our living space.

Carleen Prentice
820 NW 17th Place
Beaverton, OR

From: MARK and JUDY TURNER <TURNER_MJ2@msn.com>
Sent: Monday, May 20, 2019 9:58 AM
To: Jana Fox
Subject: Lifetime Gym

I am writing in regard to the proposed Lifetime Gym land use application on Barnes Rd.. I surprised were are considering an application for a new gym in an 3 mile area with not one, but 4 existing upper end club facilities of which one is expanding with 3/4 of a mile from the proposed Lifetime location.

We have seen the outcome the Beaverton school redistricting impacts because of traffic, the overload of Barnes and Cedar Mill traffic arteries and we continue to find ways to add more promoters of congestion. Rather than more commercial development, maybe what the area truly needs is greenspace, or public athletic facilities that benefit the whole community... Lord knows we struggle for fields etc. at the youth league level all the time due to availability.

The City of Beaverton has a role to play in insuring healthy community development, but building blocks for that start with much simpler and community oriented solutions. If that is an option, I and many others would gladly volunteer to lead in that effort.

Kind regards,

Mark Turner
503-381-8702
markjturner1@gmail.com

<https://www.linkedin.com/in/markturner1/>

From: Carol Kirkbride <cmkirkbride@mac.com>
Sent: Monday, May 20, 2019 10:42 AM
To: Jana Fox
Subject: NO to Lifetime Fitness at Peterkort

To whom it may concern,

I understand that the empty lot at Barnes Rd. and Cedar Hills Blvd. is possibly being developed by Lifetime Fitness.

A four story high gym is absolutely NOT what this community needs, especially in this location. The traffic at Barnes Rd. and Cedar Hills Blvd. is so clogged as it is, more traffic being brought in from all over town would be absolutely horrible. Plus, the proposed membership fee of \$200 per month is outrageous.

The community that surrounds the Peterkort area is not a wealthy community and does not have that kind of disposable income. There have been more affordable gyms at Peterkort, at least three different gyms and they have all failed. So why do we need another one that is extremely unaffordable, increases traffic congestion, that is GIGANTIC, unwanted and unnecessary?

10 Tennis courts, and a 37,000ft outdoor pool (It rains 80% of the year) is completely insane and disgusting.

There are already so many gyms in the area, and another proposed to be built down the road by the Cedar Mill Library, only about 1/2 mile away. The community already has their gyms, we also have wonderful outdoor activities and opportunities. We are saturated with gyms and the target market for this gym is not here.

Please DO NOT BUILD this behemoth here. It is greatly unwanted and the few who may potentially use it will not be sourced from the local community, but from far and wide and we're right back to the congestion issue. Also using an old traffic study is cheating. Traffic has changed a lot in the past ten years and especially the last four years.

Thank you for your time and consideration, Please keep this gym development out of our community.

Sincerely,
Carol Kirkbride

From: Michelle McGillivray <mmcgillivray@comcast.net>
Sent: Monday, May 20, 2019 12:10 PM
To: Jana Fox
Subject: TimeLife gym

Hello,

Thank you for fielding all of the email messages regarding this gym. There is no reason for any exemptions to code to allow for a massive facility that I believe will fail at that site. They should pay for improvements needed for traffic problem abatement. When will the government offices open at the Orchards and Albertsons Peterkort site?

Thank you,

Michelle Dunn

From: Mike Brady <info@mikecollege.com>
Sent: Monday, May 20, 2019 2:34 PM
To: Jana Fox
Subject: massive gymnasium,

Dear Sirs,

I have been a Beaverton resident for 35 years and have enjoyed living in the safest city in Oregon. It was also in the top 10 safest mid-sized cities in the country. That is changing. The lack of safety is more and more due to the traffic.

Now imagine needing to shop in downtown Beaverton with a huge, unneeded gymnasium with a minimum addition of 600 plus cars. I have asked people in my neighborhood what they think and everybody is figuring out ways to avoid shopping in downtown Beaverton with all those extra cars.

Also, I note that some of the buildings that will be torn down were built in the 1950's. The charm of these 70 year old buildings adds spice to the downtown charm of Beaverton. People have come as far as Japan just to see the older buildings and buy some antiques or eat at Tom's Pancakes. I am 74 and understand that once something of this size moves in, it opens the door to other large businesses and their large buildings into Beaverton. Beaverton will lose its current mid-sized town intimacy and safety.

This proposal is killing the Beaverton that I have enjoyed for years. I anticipate that the increased traffic and the large building will also affect my property values which really upsets me.

Understand that I and all the folks in our neighborhood are upset and we vote. We are voting NO to this monstrosity. There are already a number of gyms to join in this area already, and they have room for more clients. Additionally they currently cost a lot less than the \$200 per month in this proposed gymnasium.

Thank you for your consideration.

Sincerely,

Mike Brady
885 SW Capri Ct.
Beaverton, OR 97005

From: Mark Tracy <mark.tracy@kw.com>
Sent: Monday, May 20, 2019 3:38 PM
To: Jana Fox
Subject: LifeTime Fitness

To whom it concerns,

Please count my voice among those that believe that a smaller version of LifeTime's fitness clubs is more appropriate for the site at Cedar Hills Blvd. and Barnes Road.

Respectfully,

Mark

Mark Tracy
Principal Broker
Licensed in Oregon

503-951-8137

Mark.Tracy@kw.com
www.MarkTracy.realtor

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From: Hing, Kirsty <kirsty.hing@intel.com>
Sent: Monday, May 20, 2019 8:29 PM
To: Jana Fox
Subject: Proposed lifetime fitness - cedar mill

Hi

I was unable to attend the meeting last night but did get an update from a neighbor and have read a lot of comments on next door app. I would like to add my feedback that I am very much in favor of the development. I would like to see traffic flows improved but I think the development would encourage more renovation and rejuvenation in the surrounding area. We are currently members at villa sport , we moved her just as the lifetime in Folsom opened and were sad we didn't get to experience it! I've heard the prices are going to make it exclusive , I'd just like to see options! Thank you for the time educating the community , I wish I was there!

Best regards

Kirsty Hing

(Nw Hazeltine street)

From: Lisa Willke <willkefamily@yahoo.com>
Sent: Monday, May 20, 2019 10:21 PM
To: Jana Fox
Subject: Peterkort Lifetime Fitness Proposal

Hello Ms. Fox,

I am adding my opinion to the many other comments regarding the proposed Peterkort Lifetime Fitness club.

I checked out the Lifetime website to see what other clubs in similar towns are like and was very surprised that the only ones that charge anything near \$200/month are in a few very upscale areas such as Manhattan, New York—definitely not a Cedar Mill-like neighborhood! I'm stunned that market researchers would recommend such a huge, exorbitantly expensive club for this area!

On the other hand, a smaller club like most of the other clubs in similar areas, which fits our current building codes and has a more moderate monthly price, would certainly attract more local folks, such as myself, and be much more environmentally friendly since it would be within walking/biking distance for people who can afford to join.

Also, there has been no commitment to traffic improvements since state funds must be secured, so the larger facility would cause even larger traffic problems.

If our current building codes are waived for an oversized, way overpriced health club it will certainly set a precedent for more oversized buildings, worse traffic gridlock, and decreased livability in Cedar Mill.

Thank you,

Lisa Willke

200 SW 89th Avenue
Portland, OR 97225

From: Dennis Payton <dpayton27@aol.com>
Sent: Tuesday, May 21, 2019 9:44 AM
To: Jana Fox
Subject: Lifetime fitness

It is beyond ridiculous to think that the area around the proposed development of a new lifetime fitness center at Barnes and Cedar Hill could ever accommodate the volume of traffic that it would create. Thanks for listening.

Sent from my iPhone

From: Vicki Zeitner <vickizeitner@gmail.com>
Sent: Tuesday, May 21, 2019 10:46 AM
To: Jana Fox
Subject: LifeTime Fitness Proposal

To Whom This May Concern,

I have lived at the intersection of NW Barnes/Saltzman for the past 10 years, and I have seen a lot of change in this neighborhood, some good, some bad. The one constant fact is the increase in traffic congestion, particularly on Cedar Hills Blvd and Cornell Rd. Building a LifeTime Fitness Center on the vacant lot at Barnes/Cedar Hills Blvd would only make traffic congestion nightmarishly worse. This area was not landscaped to accommodate so much traffic, and has continued to enjoy relative quiet, low crime, and abundant nature compared to other suburbs close to the city. DO NOT make this area into another Tanasbourne or suburb of Tigard.

I oppose the proposal to build a LifeTime Fitness Center on the vacant lot at Barnes Rd and Cedar Hills Blvd, for several additional reasons. Not only is the proposed membership fee outrageous, but the concept is out of touch with the real needs and interests of this neighborhood. We'd like more locally owned restaurants, shops, and social venues -- not more mega chains. There's a 24-hour fitness, LA Fitness, Orange Fitness, Sunset Athletic, and Cedar Hills Community Recreation Center all within a couple miles. This proposal is not smart.

If the compulsion to develop can't be restrained, maybe another apartment complex -- with the same multi-use concept as The Round -- would seem more practical, given proximity to the MAX, bus lines, and multiple shopping centers. That sort of thing would bring more money to the neighborhood, provide its residents with superlative views of the Cascades, and provide ground floor space for more middle-income businesses.

Thank you for receiving my note. I only hope it's read and humbly considered.

Vicki Zeitner
12441 NW Barnes Rd.
Portland, OR. 97229
503-349-5727

--
Vicki Zeitner
Portland, OR.
503-349-5727

From: trustdeeds trustdeeds <trustdeeds@msn.com>
Sent: Tuesday, May 21, 2019 7:47 PM
To: Jana Fox
Subject: RE: petition annexation

The problem with these projects. First they put to much traffic on these small streets it's a crime to continue to build Commercial projects on Cornell and the cedar mill area. the whole area is as Washington county called it a F designated area

At some point we must stop the building. Second the noise for us living below barnes rd. will be awful 114th ave. for 43 years we have lived at 125 nw 114th Ave. NOW THE WALMART LIKE MASSIVE GYM AND THE MORE CONGESTION PEOPLE SLEEPING IN THE PARK in back of us. THEY ARE DESTROYING OUR ABILITY TO LIVE AND ENJOY OUR PROPERTY. THANK YOU.

THE COUNTY LIED TO US THEY SAID NO BUILDING ON THE NORTH SIDE OF LEAHY ST. NOW THERES THREE . HOUSES AND THEY ARE A DANGER THE STREET IS VERY SMALL.. LAST MEETING WITH WASHINGTON COUNTY

THANKS
Vince Kane

Sent from [Mail](#) for Windows 10

From: Jana Fox <jfox@beavertonoregon.gov>
Sent: Monday, May 13, 2019 2:16:55 PM
To: 'trustdeeds trustdeeds'
Subject: RE: petition annexation

Mr. Kane,

I would like to be able to assist you with your issue, I am hoping you can provide me with additional information about what annexation you are concerned with or any specific questions you may have.

Thank you,

Jana Fox

Current Planning Manager | Community Development
City of Beaverton | PO Box 4755 | Beaverton, OR 97076
p: 503-526-3710 | f: 503-526-2550
www.BeavertonOregon.gov



From: trustdeeds trustdeeds <trustdeeds@msn.com>
Sent: Thursday, May 9, 2019 10:11 AM

To: Jana Fox <jfox@beavertonoregon.gov>

Subject: petition annexation

Why is there not information on what is getting annexed
Just another attempt to destroy another community without
A proper disclosure. You want to raise our taxes and create
More traffic on streets that cannot handle any more traffic
It looks like we must file in federal court. We have a right to clean air and a safe community. Its terrible that a couple of
families stole water for over a 75 years. And sprayed ddt and so many other chemicals. Timberland is built on the most
vile
Fill. We have had to hire a lawyer and spend more money to protect our home.
Vince kane
Sent from [Mail](#) for Windows 10

PUBLIC RECORDS LAW DISCLOSURE

This e-mail is a public record of the City of Beaverton and is subject to public disclosure unless exempt from disclosure under Oregon Public Records Law. This email is subject to the State Retention Schedule.

From: Glenna Volk <gvolk10@gmail.com>
Sent: Friday, May 24, 2019 6:35 PM
To: Jana Fox
Subject: Building Proposal @ Barnes & Cedar Hills

“In what sense is this proposal a "transit oriented development", as is required by the Metro planning guidelines and Washington County zoning codes?”

Codes are there for a reason, I think they should be followed.

There is way too much traffic at that intersection now and it was built up/improved in the past few years.

Ballet Total Fitness went under, then Orchards went under.

We don't need another empty building in Peterkort Property. They don't mind empty buildings but the neighborhood does.

Glenna Volk
11990 SW Corby Dr #11
Portland, Or. 97225

Sent from my iPad

From: Luke Leifeld <lp40dres@hotmail.com>
Sent: Saturday, May 25, 2019 10:18 AM
To: Jana Fox
Subject: Peterkort Lifetime Gym Comment

Hi,

My name is Luke Leifeld and I live in the cedar mill neighborhood. While I do not necessarily oppose the installation of a gym in the Barnes and Cedar Hill area, it seems silly that they do not repurpose the abandoned OSH and Grocery store to fit the complex. It also does not seem necessary to grant an exception for such a facility to exceed the allowable structure height and any design should be made to fit within the written rules. I welcome the gym with the above caveats.

Thanks

Luke Leifeld

224 nw sundown way

From: Lauren Renner <rennerl8@gmail.com>
Sent: Saturday, May 25, 2019 7:41 PM
To: Jana Fox
Subject: New proposed gym

I urge you to reconsider the proposed gym on cedar hills and Barnes road and highway 26. The proposed gym membership is extremely high for the majority of residents in the neighborhood requiring an increase in traffic for their clientele. (And the traffic is already a nightmare at this interchange even with recent "improvements".) Also we shouldn't be making zoning exceptions (for building height in this case). Will we make additional concessions for the developer?

Kind regards,
Laurie Renner
Timberview

From: Najia Hyder <nahyder@hotmail.com>
Sent: Sunday, May 26, 2019 3:50 PM
To: Jana Fox
Subject: Gym @ SW Barnes & CedarHills

Dear Jana Fox,

I'm writing to add my concerns to that of my neighbors regarding construction of a 80-ft tall 200,000 sq ft Gym. It will worsen air quality, pollution and traffic congestion at the already congested Cedar Hills and Barnes junction. Please do NOT grant variances to exceed building limits, please do NOT ignore our open space and transportation requirements. Thanks for your support,

Najia Hyder
SW 98th & SW Taylor, 97225

From: Karina Hershberg <karina.hershberg@gmail.com>
Sent: Wednesday, May 29, 2019 12:05 PM
To: Jana Fox
Subject: Lifetime Fitness development- public comment

Hello,

Hopefully the window for submitting public comment regarding the proposed LifeTime fitness development along Cedar Hills Blvd is still open. My input is if the development is allowed to move forward, it is required to embrace a strong commitment to sustainability. Since it is developing a site that is currently a green field and is near/within Beaverton, a city that is becoming a leader in sustainable city development, this new large complex should be a beacon for showing how to do this correctly. This should include the following:

- Net zero energy

Given the location and the building type, a smart mechanical system design and large roof top array could likely result in a net zero energy building without any supplemental programs (community solar, purchase of RECs, etc). This could be a great marketing point for LifeTime to use as well.

- Leading edge water conservation

I'm assuming the facility will include a pool, which obviously requires a large amount of water usage. Once again, with a well designed plumbing system, the facility should be required to demonstrate how a high use facility can still be a leader in water conservation (and the energy associated with those systems).

- Restoration of green space

The existing site, although not particularly scenic, is still a green field site and likely home to many pollinators and small animals. The new facility should be required to maintain an environment that helps continue this ecology in a new way. This could include well designed landscaping with native plants and trees, a commitment to non-toxic landscape maintenance practices, perhaps even a green roof!

The list could go on, but I think these three are the most critical. My point with these suggestions is that large developments such as the proposed facility present a unique opportunity to set an example for the area on what the city of the future (hopefully near future!) will look like. I sincerely hope the City of Beaverton takes steps to make this a shining example of what our community stands for and doesn't just add another large, generic building to the landscape. If done correctly, this new building will be a beautiful, positive, integrated element in our local community and a restorative force in the local environment.

Thank you,
Karina Hershberg-Mershon

Received
Planning Division
05/29/2019



HATHAWAY LARSON

Koback · Connors · Heth

May 29, 2019

VIA EMAIL

City of Beaverton
Planning Commission
c/o Jana Fox, Current Planning Manager
P.O. Box 4755
Beaverton, OR 97076-4755

Re: Life Time Fitness Athletic Facility – Peterkort PUD Property
Application Nos. ADJ2018-0006, DR2018-0128, LO2018-0005, SDM2018-0007 &
TP2018-0009
Beaverton Business Owners, LLC's Supplemental Evidence

Dear Chairwoman Nye and Commissioners:

As you know, this firm represents Beaverton Business Owners, LLC ("Beaverton Business Owners"), a group of business owners and operators in the Beaverton area. At the May 15, 2019 public hearing for the above-referenced Life Time Fitness ("Life Time") athletic facility proposed at the southwest corner of SW Barnes Rd. and SW Cedar Hills Blvd (the "Application"), the Planning Commission left the record open to allow parties to submit additional evidence and argument. This letter and attachments are Beaverton Business Owners' supplemental evidence submission. Beaverton Business Owners continues to have concerns about Life Time's proposed athletic facility and requests that the Planning Commission deny the project as currently proposed and designed.

1. The proposed club is far larger than typical Life Time clubs.

As Beaverton Business Owners and other parties have testified, the proposed club is far too massive for this property and area of Beaverton. The reason the proposed club is so massive is that Life Time is choosing to build one of its largest facilities on this property.

Life Time is building one of its largest clubs in its entire portfolio of clubs at this site, as evidenced by the list of recent planned and built Life Time clubs we listed on page 4 of our May 15, 2019 letter. The proposed facility will consist of an approximately 138,000 square foot athletic facility, an 80,000 square foot tennis facility (10 indoor courts), a 37,313 square foot outdoor pool area and a 31,700 square foot office/workshare area. That is close to 300,000 square feet in total area, not counting the structured parking area.

E. Michael Connors
1331 NW Lovejoy Street, Suite 950
Portland, OR 97209
mike@hathawaylarson.com
(503) 303-3111 direct
(503) 303-3101 main

The almost 300,000 square foot proposed facility will be significantly larger than virtually all of Life Time's recent proposed and/or approved projects. We provided additional information regarding other recently planned or built Life Time clubs in Exhibit A, including numerous Diamond Clubs, which are significantly smaller than the proposed club in this case. *See Exhibit A.*

It is Life Time's desire to build one of its largest facilities on this property that is driving Life Time's request to significantly exceed the allowed height and ignore the Design Guidelines requirement to orient and connect the buildings toward the major pedestrian streets. As evidenced by the numerous smaller Diamond Clubs Life Time has proposed in other jurisdictions, Life Time is not required to build a club this large in order to be able to charge Diamond Club rates (average \$200 per month). Life Time could easily avoid the need to exceed the height limitation by removing the fourth (4th) floor office/workshare area and top floor indoor tennis courts, or reducing the size the athletic facility and/or pool in order to accommodate these elements with three floors. The Planning Commission should enforce the City's height restrictions and Design Guidelines and require Life Time to propose one of its typical athletic facilities that is more appropriately sized and suited for this particular property and area.

2. Life Time will reduce the size, lower the height and revise the design to be more pedestrian oriented if the City requires them to comply with the height limits and Design Guidelines.

The Planning Commission's options are not limited to denying/prohibiting the proposed facility or approving it as currently designed. The Planning Commission can and should require Life Time to redesign the project to comply with the Beaverton Development Code ("BDC") by reducing the size and height, and improving the design to be more pedestrian oriented, consistent with the City height limits and Design Guidelines. Many other jurisdictions have successfully required Life Time to reduce the size and/or redesign the project in order to comply with local development code requirements. The following are just a couple of examples of local jurisdictions improving the project size and design by requiring Life Time to design the project in a way that is consistent with the local development code requirements.

The City of Lake Zurich, Illinois recently required Life Time to reduce the size and height of the proposed facility, and improve the design to be more pedestrian friendly. *See Exhibit B, Lake Zurich Project Material.* Life Time originally proposed a three-story facility approximately 125,000 square feet in size and 58 feet in height. Exhibit B, p.3. After the City pushed back on the project due to its size and height, Life Time made significant improvements to the design to accommodate the City's requirements. Life Time elected to place an entire floor of the building underground to appease the City and the community, reducing the above-grade height of the building to two stories and just under 40 feet. Exhibit B, p.3. Life Time also significantly reduced the size of the building footprint, the pool and parking area. Exhibit B, p.3. Finally, Life Time relocated the building closer to the pedestrian street and added landscaping buffers to minimize the impacts on surrounding residential uses. Exhibit B, pp.3-4. The City ultimately approved the project, but it was only after Life Time agreed to make these design modifications in order to comply with the City's development requirements. Exhibit B, pp.11-14.

Life Time's proposed Diamond Club in Walnut Creek, California is another example of how Life Time could improve the design of the proposed project. See Exhibit C, Walnut Creek Project Material. The Walnut Creek site is 1.15 acres and significantly more constrained than the proposed site in Beaverton. Exhibit C, p.1. As Life Time did in Lake Zurich, Life Time elected to place an entire floor underground in order to comply with the City's 50-foot height restriction. In order to create a more pedestrian friendly environment, Life Time proposed a ground floor restaurant with a significant outdoor dining component, more active ground floor spaces with windows, outdoor "parklet" and landscape pedestrian connections. Exhibit C, p.8. Life Time also located the outdoor pools on the roof of the building due to the site constraints. If Life Time located the pools on the roof of the building for the proposed Peterkort site, they would have more flexibility to orient the buildings toward SW Barnes Road and SW Cedar Hills Blvd and it would minimize the impact of the freeway on the pool experience. Exhibit C, p.8. As a result of these design elements, Life Time was able to develop this significantly smaller and more constrained site with a Diamond Club.

3. The City staff originally raised the same concerns with the height and lack of pedestrian oriented design elements.

It is important for the Planning Commission to understand that the City staff initially raised many of the same concerns about the proposed design that Beaverton Business Owners and other parties are raising now. The City staff's original comments on the Application are reflected in the City staff's September 21, 2018 incompleteness letter (the "City Staff Incompleteness Letter"), attached as Exhibit D.

With respect to Life Time's request to substantially exceed the height limit pursuant to the Major Adjustment request, the City staff initially concluded that Life Time's justification for this deviation was grossly insufficient. The City Staff Incompleteness Letter explained:

The responses to the approval criteria need to dig deeper and explain why this site is constrained in ways other parcels are not, why the additional height is absolutely necessary, and why no other site layout options will work to allow buildings within the height limit. The hardship criteria is taken very seriously by the Planning Commission. Exhibit D, p.4. (Emphasis added).

Notwithstanding this City staff comment, Life Time did not submit any additional evidence supporting the absolute need to exceed the height limit and the latest Application narrative is almost identical to the original Application narrative for the Major Adjustment criteria. Life Time clearly could comply with the City's height limits if it proposed an underground first floor or located the pools on the rooftop like it did with the Lake Zurich and Walnut Creek projects.

The City staff similarly raised concerns with the lack of pedestrian oriented design elements. The City Staff Incompleteness Letter noted:

Staff has concerns with the approvability of the current project design, as described below, which should be addressed prior to resubmittal for completeness. Staff is happy to work with you to develop a design that addresses the requirements of the Development Code. The primary concerns are related to the overall

design of the site, which is inward focused and turns its back on the street, putting parking and back of house functions along streets intended for high levels of pedestrian engagement and design. Exhibit D, p.3. (Emphasis added).

Some of the specific design issues noted in the City Staff Incompleteness Letter included: “Buildings should face onto and interact with, as well as be in close proximity to the public right of way,” “[t]he athletic building is set back substantially from the public right of way, with the only entry located on the opposite side of the building,” and “[s]treet frontages are dominated by parking lots and parking garages, which do not interact with the Major Pedestrian Routes.” The only design change Life Time made to address these comments was to add the small retail space at the corner of SW Barnes Road and SW Cedar Hills Blvd, which is totally isolated and disconnected from the remainder of the facility. The addition of a small token retail space that is isolated from the rest of the project is not sufficient to address these major design flaws.

The City staff initially raised many of the same concerns that Beaverton Business Owners and other parties are raising now, but appeared to drop or scale back these concerns for reasons that are not clear. As noted in Section 2 above, Life Time will revise the project if the City enforces its development code requirements. It is up to the Planning Commission to ensure that Life Time complies with these important BDC requirements.

4. The outdoor pool is clearly prohibited by BDC 20.10.40.1.

As we noted in our May 15, 2019 letter and comments at the public hearing, the outdoor pool is prohibited because BDC 20.10.40.1 expressly prohibits any use or activity not wholly within an enclosed structure except in very limited circumstances that clearly do not apply here. At the hearing, Life Time argued that BDC 20.10.40.1 could not possibly prohibit outdoor uses and activities because the CC zone allows public parks and playgrounds. Life Time is misrepresenting the language in BDC 20.10.40.1, which exempts public parks and playgrounds but expressly prohibits outdoor uses and activities for other types of uses.

We attached a copy of BDC 20.10.40.1 so the Planning Commission can see this code provision in its entirety. *See* Exhibit E. BDC 20.10.40.1 applies specifically to the CC zone. Although the CC zone does allow some outdoor uses, such as public parks, playgrounds and food carts, Life Time failed to mention that those particular outdoor uses are expressly exempt from BDC 20.10.40.1. BDC 20.10.40.1 provides:

Uses shall be subject to the following (excludes food cart pods, parks and playgrounds):

1. Activity is conducted wholly within an enclosed structure, except for outside play areas for child care and educational facilities, transit centers and as allowed in items 2 and 3 below.

2. Accessory open air sales/display/storage shall be Permitted for horticultural and food merchandise only and shall constitute no more than 5% of the gross building floor area of any individual establishment. Exhibit E. (Emphasis added).

It is clear from the plain language of BDC 20.10.40.1 that all outdoor uses and activities are prohibited in the CC except for those exceptions expressly set forth in BDC 20.10.40.1. The proposed fitness center or club clearly does not qualify under any of the exceptions in BDC 20.10.40. Therefore, the outdoor pool is prohibited under the clear and unambiguous language in BDC 20.10.40.1.

Not only is the outdoor pool a prohibited use, it is also the main reason why the buildings are configured in a way that is inconsistent with the pedestrian oriented Design Guidelines. Life Time acknowledged that one of the primary reasons for the configuration of the buildings is the desire to locate the pool “on the south side of the property to maximize the optimal sun exposure.” Application Narrative, p. B-20. If Life Time removed the outdoor pool consistent with BDC 20.10.40.1, it would be able to reconfigure the buildings in a way consistent with the Design Guidelines.

5. Life Time’s 2007 Traffic Report relies on artificially low membership visitor numbers.

Life Time’s traffic impact analysis (“TIA”) relies predominately on Life Time’s 2007 Traffic & Parking Design Characteristics Report (the “2007 Report”). The Kittelson & Associates memorandum, dated May 14, 2019 (“Kittelson TIA Analysis”), highlights several flaws and deficiencies with the 2007 Report which resulted in the TIA substantially underestimating the traffic impacts of this facility. We want to clarify one of those flaws that Life Time attempted to misrepresent at the hearing.

The 2007 Report determined the trip generation based solely on an analysis of five (5) specific Life Time fitness centers. The 2007 Report include the average monthly membership visitor numbers for each of these five (5) Life Time fitness clubs. We attached Tables 4.0-1 through 4.0-6 from the 2007 Report, which show the monthly member check-ins at each of these clubs. See Exhibit F. Table 4.0-6 shows the monthly average of member visits at each facility as 26,108. In other words, the 2007 Report is based on the traffic generation of Life Time fitness clubs that average 26,108 member visits per month.

The Kittelson TIA Analysis includes a copy of Life Time’s 2008 10-K filing with the SEC, which covers the year 2007. The 2008 10-K filing states that Life Time fitness clubs “average approximately 68,000 visits per month.” See Exhibit G, p.1. We also included additional Life Time average membership visitors per month for the years 2006 through 2014, which are based on additional Life Time 10-K filings with the SEC, all of which show the average monthly visits during these years between 60,034 and 68,000 per month.¹ Exhibit G, pp.2-5.

These SEC filings clearly show that the 2007 Report, and therefore the TIA which was based predominately on the 2007 Report, was based exclusively on a study of Life Time fitness clubs that had less than one-half of the monthly membership visitors of a typical Life Time club. Given the size of the proposed facility, there is no question that it would have monthly

¹ Life Time became a privately held company in 2015 and therefore, did not make any subsequent SEC filings.

membership visitor numbers that are significantly higher than the clubs studied in the 2007 Report.

Additionally, none of the clubs studied in the 2007 Report include the Life Time Work component, the office/work shared space proposed as part of this facility. The office/work shared space is similar to WeWork, which generates more than double the traffic of traditional office since it accommodates a significantly larger number of workers per square foot than a traditional office use. *See Exhibit H.* Therefore, it was error for Life Time to use the ITE trip generation rate for general "Office" to determine the trip generation from the office/work shared space. The Planning Commission should require Life Time to provide trip generation rates from a Life Time club that includes office/work shared space.

As a result of these flaws and the other flaws noted in the Kittelson TIA Analysis, the TIA substantially underestimates the traffic impacts of this facility and necessary mitigation measures. The Planning Commission should require Life Time to address these flaws and ensure that the traffic impacts are accurate so Life Time does not unfairly shift the PUD mitigation measures and costs to other undeveloped portions of the PUD. Many other local jurisdictions have required Life Time to provide a traffic study based on more recent trip generation data and comparable clubs, which the Planning Commission should require in this case. At a minimum, the Planning Commission should also impose PUD Conditions 3.a, 3.c, 3.d, 4.c, 4.d, 5.a, 6.d, 10.d, 10.e, 11.d, 11.f, and 12.b, and require additional turn lane storage, as recommended by Kittelson.

We appreciate your consideration of these comments and the attachments.

Very truly yours,

HATHAWAY LARSON LLP



E. Michael Connors

EMC/mo
cc: Client
Enclosures

EXHIBIT A

Exhibit A

<u>LIFETIME CLUB</u>	<u>YEAR OPEN</u>	<u>TYPE</u>	<u>BLDG SFT</u>	<u># of Floors</u>	<u>BLDG HEIGHT</u>	<u>COMMENTS</u>
Lake Zurich, IL	Proposed	TBD	125,000 SF	2	40 ft	<ul style="list-style-type: none"> • Reduced Bldg height from 58 ft to 40 ft • Bldg reduced from 3 floors to 2 floors plus 1 basement floor • Relocated Bldg location further southwest on the 10.7 acre site away from residents • 125,000 SF size did not change but added a subterrean level and decreased pool deck by 3,400 SF
Walnut Creek, CA	Proposed	Diamond	75,313 SF	3	50 ft	<ul style="list-style-type: none"> • Lifetime redesigned Bldg with a subterrean floor to comply with 50 ft height limit • Moved pool onto roof to fit on small site (approx. 1 acre)
Chappaqua, NY	2019	Diamond	42,000 SF	2	36 ft	<ul style="list-style-type: none"> • No pool • Amenities include Life Café, LifeSpa and children's play area
Northbrook, IL	2018	Diamond	93,000 SF	3	59 ft	<ul style="list-style-type: none"> • Adjacent outdoor pool deck
Ardmore, PA	2018	Diamond	80,000 SF	4	Unknown	<ul style="list-style-type: none"> • Former Macy's building with a basement floor; no pools and no basketball • 1st location with Life Time Work workspace which totals 12,000 SF • Offered workspace similar to WeWork
Rancho San Clemente	Under Construction	Diamond	46,000 SF	1	27 ft	<ul style="list-style-type: none"> • Includes outdoor lap and leisure pools, spa, café, multiple fitness studios and 13 tennis courts • New Construction after demo of existing 11,000 SF club on 10.4 acres • Changed plans after city feedback
Phoenix, AZ	Under Construction	Diamond	76,524 SF	2	56 ft	<ul style="list-style-type: none"> • Rooftop pool and deck totaling an additional 28,800 SF of rooftop • 56 ft max height per zoning code
Peoria, AZ	Proposed	TBD	120,000 SF	3	60 ft	<ul style="list-style-type: none"> • On 5.28 acre site • 60 ft height of project required zoning variance

EXHIBIT B



At the Heart of Community

COMMUNITY DEVELOPMENT DEPARTMENT

505 Telser Road
Lake Zurich, Illinois 60047

Phone (847) 540-1696
Fax (847) 726-2182
LakeZurich.org

APPLICATION PZC 2018-4
PZC Hearing Date: March 21, 2018

AGENDA ITEM 5.B

STAFF REPORT

To: Chairperson Stratman and Members of the Planning & Zoning Commission
From: Sarosh Saher, Community Development Director
CC: Katie Williams, Associate Planner
Date: March 21, 2018
Re: PZC 2018-4 Zoning Application for 880 North Old Rand Road
Life Time Athletic

SUBJECT

Life Time Athletic (the “Applicant”) requests approval of a Planned Unit Development to construct a physical fitness and recreation facility at the property commonly known as 880 North Old Rand Road, and legally described in Exhibit A attached hereto (the “Subject Property”).

GENERAL INFORMATION

Requested Action:	<u>Planned Unit Development</u>
Current Zoning:	<u>B-1 Local & Community Business/R-4 Single Family Residential</u>
Existing Use	<u>Vacant Restaurant Building/Vacant Land</u>
Proposed Uses:	<u>Physical Fitness Facility (SIC #7991) with Accessory Child Daycare Services (SIC #835), Accessory Beauty Salon (SIC #723) and Accessory eating place (SIC #5812)</u>
Property Location:	<u>880 North Old Rand Road</u>

Applicant: LTF Real Estate Company, Inc., d/b/a Life Time Athletic
Owner: Masterson Real Estate Equities Ltd.
Staff Coordinator: Katie Williams, Associate Planner

LIST OF EXHIBITS

- A. Legal Description
- B. Public Hearing Sign
- C. Site Photos
- D. Aerial Map
- E. Zoning Map
- F. Parcel Map
- G. Development Application and Attachments
- H. Development Review Comments

The project is currently in its preliminary or development concept plan stage. Per the zoning code, the purpose of the development concept plan is to provide the applicant an opportunity to submit a plan showing the basic scope, character, and nature of the entire proposed planned unit development without incurring the costs associated with preparation of detailed, final development plans. The development concept plan is the basis on which the required public hearing is held. To permit the village and the applicant to proceed with some assurance, approval of the development concept plan binds the applicant and the village with respect to the basic elements of development which include categories, location and intensity of the land uses proposed; the general architectural style of the proposed development; general location and extent of public and/or private open space and amenities; general location of vehicular and pedestrian circulation systems; staging of development and the nature, scope and extent of public dedications, improvements, or contributions to be provided by the applicant.

In the event the development concept plan is approved by the Village Board, the applicant will be required to return to the village to submit a Final Plan which will particularize, refine, and implement the development concept plan and to serve as a complete, thorough, and permanent public record of the planned unit development and the manner in which it is to be developed.

BACKGROUND

Life Time Athletic (the “Applicant”), is the Applicant for the proposed Planned Unit Development at 880 North Old Rand Road, and legally described in Exhibit A attached hereto (the “Subject Property”). The Applicant filed an application with the Village of Lake Zurich received February 20, 2018 (the “Application”) specifically seeking:

- Map Amendment to rezone the easterly portion of the property from R-4 Single Family Residential District to B-1 Local & Community Business district
- Development Concept Plan Approval
- Special Use Permit approval for a Planned Unit Development
- Special Use Permit approval for accessory Child Daycare Services (SIC #835)

The subject application is a new substantially revised proposal for development of the property. A recent application by the developer was considered and recommended for denial by the Planning and Zoning Commission as it did not meet the zoning and land development standards, or the desires and aspirations of the community. The applicant chose to withdraw that application prior to the Village Board consideration where a final decision would be made. This application is considered a new zoning application for the property.

Changes to the project since the 2017 Proposal:

The applicant considered the comments and feedback provided at the Planning and Zoning Commission meeting and has resubmitted the proposal. Further, changes were also made following a courtesy update to the village board on March 5, 2018 when additional feedback on the project was provided by Trustees and members of the community. A comparison of the new project as revised from the previously withdrawn project are summarized below.

1. Modified the building to be two stories (39'-11") instead of the previously-proposed three stories (58'-0").
2. Modified the access on Old Rand Road to eliminate left-turns out and right turns into the site. All traffic leaving the site will now be directed towards Rand Road.
3. Relocated the building to be closer to Rand Road. The building is now approximately 564' from the eastern property line as opposed to 462' in the previous plan. The entirety of the building is now located on the portion of the Property that is currently zoned for commercial uses.
4. Reduced the pool deck area from approximately 50,000 square feet to approximately 46,616 square feet.
5. Reduced the total amount of parking on the property from 537 spaces to 522 spaces. This has been accomplished by redesigning the building to accommodate a smaller footprint thereby reducing the occupant load from 1,611 to 1,548 persons. The proposed parking exceeds the zoning code requirement of 516 parking spaces by 6 spaces.

Additionally, 40 spaces have been removed from the easterly lot and relocated on the northwest portion of the property along the north side of the building. The relocation of these parking spaces allows for the increase in the landscape buffers along the north side of the property.

The remaining parking spaces within the easterly lot are proposed to be constructed with permeable pavers to assist with stormwater management on the property.

6. Increased the size of the landscaped buffer on the east and north sides of the Property.
 - a. The landscape buffer on the east side is now proposed to be 81' wide where it was previously 62'.
 - b. The landscape buffer on the north side of the property is proposed to be a minimum of 60 feet where it was previously 28.7 feet. In certain locations such as the pool deck, the buffer along the north portion of the property is approximately 100 feet or greater.
 - c. The building is located approximately 144 feet from the north lot line.
7. Increased the landscape yards along the street frontage of the property by locating the parking lots further back from the street as follows:
 - a. The landscape yard along Old Rand Road is increased to a minimum of 37.5 feet where it was previously at 15 feet from the south lot line.
 - b. The landscape yard along Rand Road is increased to a minimum of 29 feet where it was previously at 10 feet from the west lot line.

The increase in the landscape yards along these street lot lines provides the ability to install additional landscape material, to screen adjacent properties to the south particularly across Old Rand Road that comprise the Bayshore Village residences.
8. Operational Hours. Life Time has indicated that they intend to reduce the hours of operation from a 24/7 cycle and keep the facility open from 4:00 a.m. to 12:00 a.m., seven days a week.

Background on Life Time

Life Time is a privately held company based in Chanhassen, Minnesota, near Minneapolis. It specializes in distinctive, large-format, sports, recreation and spa destinations. The company operates 127 centers in 27 states and 35 major markets under the Life Time Fitness® and Life Time Athletic® brands in the United States and Canada.

The applicant is proposing to redevelop the approximately 10.36-acre property with an athletic and recreation facility that will consist of indoor cardiovascular and resistance training areas, indoor and outdoor pools, a cycling studio, Yoga, Pilates, and group fitness studios. Dance, art, music and tumbling studios will be included for children in addition to childcare. The center will also feature indoor and outdoor cafes, a salon and spa. These facilities are proposed be housed in a 2-story 125,000 square foot building with an approximately 46,600 square foot pool area. The building and pool areas will be accompanied by a 516 space vehicular parking area. The facility is proposed to be open between 4:00 a.m. and 12:00 a.m. with the outdoor lap pool open from dawn to dusk and the recreation pool open from 10:00 a.m. to 8:00 p.m.

The building is proposed to be constructed to two stories with an average height of 40 feet above grade to the top of the building parapet. The building materials primarily consist of natural stone cladding with a band of Exterior Insulation and Finish System (EIFS), also known by its trade name "Dryvit" along the top of the building. The window bays, cornice and canopies above windows will be constructed in bronze metal. Window frames will be constructed using anodized

**Life Time Proposal at the former Hackney's Restaurant property
880 N. Old Rand Road**

Changes from the First Concept to the Current Concept

1. December 2016 - Early sketch concept discussed with staff

- Building area and height not specified
- Building located on east side of property – approx. 40 feet from east line and approx. 100 feet from north lot line
- Pool deck located at northeast corner of property approx. 10 feet from east and north lot lines
- 607 parking stalls – all located to the west and south of the building
 - Parking approximately 100 feet from north lot line.
 - Remaining parking setbacks not specified
- Access
 - 1 Access off Rand Road
 - 2 access points off Old Rand Road (one for vehicles, one for service deliveries off Old Rand Road)
- 24/7 operation

2. August 21, 2017 – First Courtesy Review to Village Board

- 125,000 sq.ft. building – 3 stories, 62 feet high
- Building capacity based on program – occupant load of 1,752 persons
- Building moved to center of property – approx. 319 feet from east line and approx. 110 feet from north lot line
- Pool deck located west of building approx. 77 feet from north lot line
- Parking spaces reduced - 585 parking stalls – located around the east, south and west of building, with wider parking islands on the south side of property
 - 10 feet from east lot line (no buffer)
 - 50 feet from south lot line along Old Rand Road
 - 25 feet from west long line along Rand Road
 - 30 feet from north lot line
- Access
 - 1 right-in right-out access off Rand Road
 - 1 full access off Old Rand Road. access moved farther to the west to line up with front entrance to building
- Exterior building lighting proposed on 3 elevations – west, south and east
- No change - 24/7 operation
- Building signage on all elevations

3. November 15, 2017 – First PZC Meeting

- No change - 125,000 sq.ft. building – 3 stories, 62 feet high
- Building capacity based on program – occupant load of 1,689 persons

- Building moved back east and further south - 301 feet from east line and approx. 172 feet from north lot line – (building moved east to relocate some parking from east side to west side of building)
- Pool deck 127 feet from north lot line
- Parking spaces reduced - 545 parking stalls – located around the east, south and west of building, with wider parking islands on the east side of property
 - 42.5 feet from east lot line – comprising of 7 rows
 - 17 feet from south lot line along Old Rand Road
 - 11 feet from west long line along Rand Road
 - No change - 30 feet from north lot line
- Permeable pavers added to parking lot
- Access
 - 1 right-in right-out access off Rand Road – location adjusted to internal circulation
 - 1 full access off Old Rand Road. access moved farther to the west to line up with front entrance to building
- Detention area to north increased to extend across the westerly 2/3 of lot to increase buffer
- Exterior building lighting proposed on all elevations (staff conditioned that this be revised)
- No change - 24/7 operation
- Building signage on two elevations – west and south

4. December 20, 2017 – Second PZC Meeting

- No change - 125,000 sq.ft. building – 3 stories, 62 feet high
- Building capacity based on program – occupant load of 1,611 persons
- Building location swapped with pool deck – building moved west – 462 feet from east line. No change from north lot line - 172 feet from north lot line
- No change - Pool deck 127 feet from north lot line
- Parking spaces reduced - 537 parking stalls – located around the east, south and west of building, with wider parking islands on the east side of property
 - 62.5 feet from east lot line – comprising of 6 rows
 - No change - 17 feet from south lot line along Old Rand Road
 - No change - 11 feet from west long line along Rand Road
 - No change - 30 feet from north lot line
- No change - Permeable pavers added to parking lot
- Access
 - 1 right-in right-out access off Rand Road moved north 430 feet from Rand Road and Old Rand Road intersection
 - 1 full access off Old Rand Road. access moved farther to the west to line up with front entrance to building
- No change - Detention area to north across the westerly 2/3 of lot
- No change - Exterior building lighting proposed on all elevations (staff conditioned that this be revised)
- No change - 24/7 operation
- No change - Building signage on two elevations – west and south

5. January 17, 2018 – Third PZC Meeting

- No substantive changes were proposed from the December 20 Plan.
- Building height was proposed to be reduced from 62 feet to 58 feet.
- Life Time suggested that the parking lot lights in areas east of the building could be dimmed after 9:00 p.m.
- Life Time indicated that they were amenable to possibly changing from 24/7 operation to reduced after hours.

The public hearing was closed, application was discussed by PZC and recommended for denial (Vote: 1 ye and 5 nays).

Life Time subsequently withdrew the application.

On February 19, 2018, Life Time submitted a new application for a revised proposal to be considered.

6. March 5, 2018 – Second Courtesy Review Update to the Village Board

- No change in square footage - 125,000 sq.ft. building – But Building height reduced to 2 stories and reduced to 40 feet high
- Building capacity based on program – occupant load of 1,548 persons
- Building moved west – 564 feet from east line. No change from north lot line – 157 feet from north lot line
- Pool deck 120 feet from north lot line
- Parking spaces reduced - 516 parking stalls – located around the east, south and west of building, with wider parking islands on the east side of property
 - 81 feet from east lot line – comprising of 8 rows
 - 25 feet from south lot line along Old Rand Road
 - 28 feet from west long line along Rand Road
 - 29 feet from north lot line
- No Change - Permeable pavers added to parking lot
- Access
 - 1 right-in right-out access off Rand Road moved south 275 feet from Rand Road and Old Rand Road intersection – to line up with building
 - 1 modified access off Old Rand Road – to eliminate left turn (east bound traffic) out of the property
- No change - Detention area to north across the westerly 2/3 of lot
- Exterior building lighting proposed on two elevations – west and south
- No change - 24/7 operation
- No Change - Building signage on two elevations – west and south

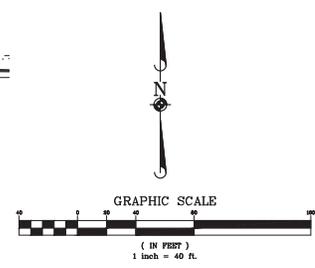
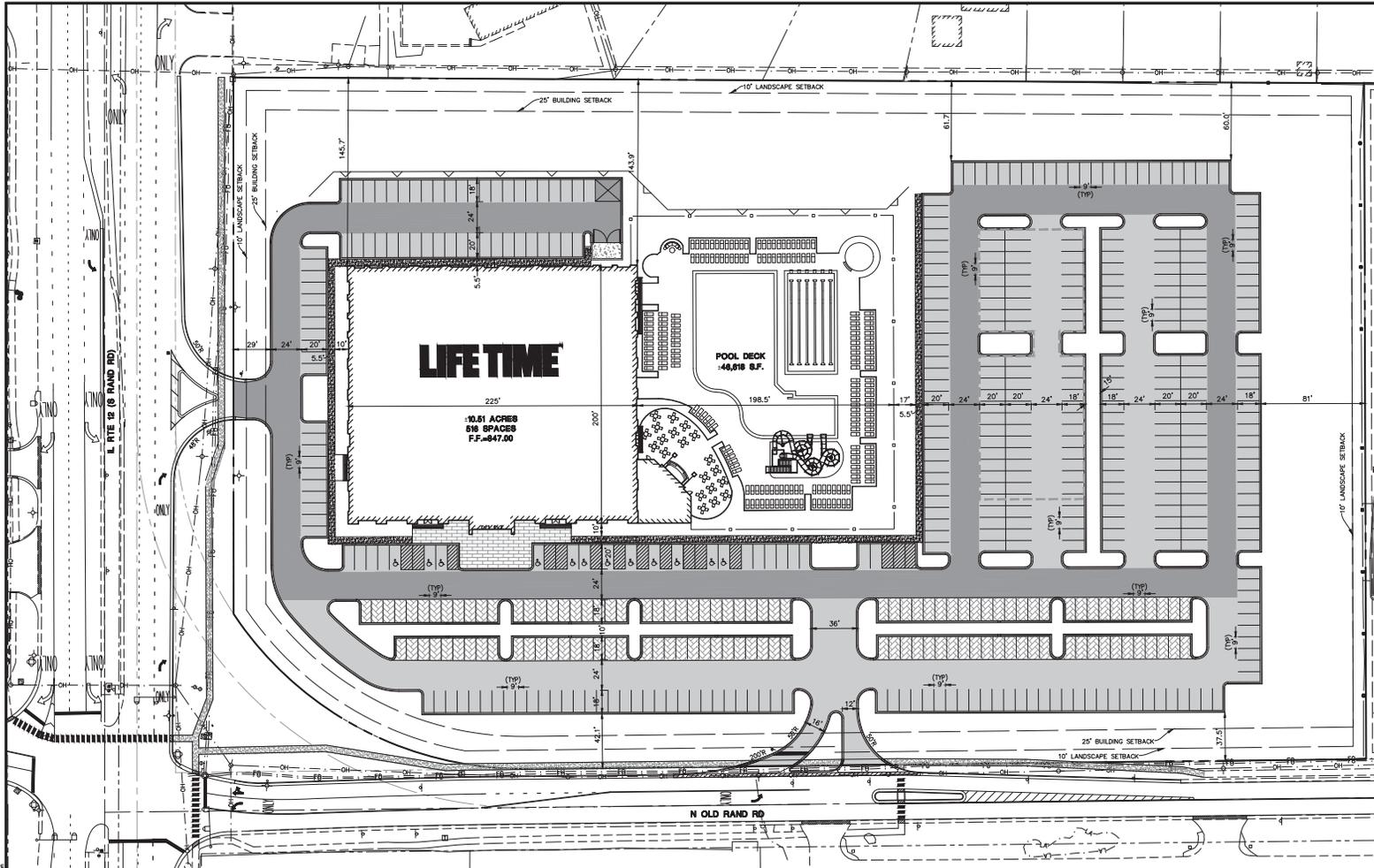
7. March 21, 2018 – Fourth PZC Meeting

- No change - 125,000 sq.ft. building – 2 stories, 40 feet high
- No change - Building capacity based on program – occupant load of 1,548 persons
- No change – 564 feet from east line. Building moved north – 144 feet from north lot line
- Pool deck 105 feet from north lot line

- Parking spaces increased - 522 parking stalls – located around the east, south and west of building, with wider parking islands on the east side of property
 - No change - 81 feet from east lot line – comprising of 8 rows
 - 38 feet from south lot line along Old Rand Road
 - No change - 28 feet from west long line along Rand Road
 - 60 feet from north lot line – additional parking spaces added along north building elevation to accommodate spaces removed from east of building
- No Change - Permeable pavers added to parking lot
- Access
 - No change - 1 right-in right-out access off Rand Road moved south 275 feet from Rand Road and Old Rand Road intersection – to line up with building
 - 1 modified access off Old Rand Road – further modified to eliminate right-in and left-out (east bound traffic) of the property
- No change - Detention area to north across the westerly 2/3 of lot
- No change - Exterior building lighting proposed on two elevations – west and south
- Reduced hours of operation – facility will remain closed between 12:00 a.m. and 4:00 a.m.
- No Change - Building signage on two elevations – west and south

The public hearing was closed, application was discussed by PZC and recommended for approval (Vote: 5 yeas and 1 nay).

Life Time intends to present project to Village Board on May 7.



SITE DATA	
SITE AREA	10.51 AC
BUILDING AREA	44,384 SF
BUILDING OCCUPANCY	1548
CURRENT ZONING	WEST HALF: B-1 (LOCAL AND COMMUNITY BUSINESS) EAST HALF: R-4 (SINGLE FAMILY RESIDENTIAL)
PROPOSED ZONING	B-1 (LOCAL AND COMMUNITY BUSINESS)
STANDARD PARKING	507 SP
ACCESSIBLE PARKING	12 SP
MOTORCYCLE PARKING	3 SP
TOTAL PARKING	522 SP
REQUIRED PARKING	516 SP (1 FOR 3 PERSONS OF DESIGN CAPACITY)

SIGN LEGEND	
①	R1-1 STOP SIGN
②	R7-B HANDICAP PARKING SIGN
③	MOTORCYCLE PARKING SIGN

PAVEMENT MARKING LEGEND	
①	24" WHITE STOP BAR
②	4" SOLID WHITE
③	LETTERS AND SYMBOLS PAVEMENT MARKINGS
④	4" YELLOW DIAGONAL AT 45° SPACED 2' O.C. W/ 4" YELLOW BORDER

PAVEMENT LEGEND		
STANDARD DUTY PAVEMENT		
1 1/2" BITUMINOUS SURFACE COURSE, HOT-MIX ASPHALT, MIX D, NSO	STRUCTURAL NUMBER	1.5 x 0.40 = 0.60
2" BITUMINOUS BINDER COURSE, HOT-MIX ASPHALT, IL-19, NSO	2.0 x 0.33 = 0.66	
8" AGGREGATE BASE COURSE, CA-6	8.0 x 0.13 = 1.04	
	TOTAL	= 2.30
HEAVY DUTY PAVEMENT		
1 1/2" BITUMINOUS SURFACE COURSE, HOT-MIX ASPHALT, MIX D, NSO	STRUCTURAL NUMBER	1.5 x 0.40 = 0.60
2 1/2" BITUMINOUS BINDER COURSE, HOT-MIX ASPHALT, IL-19, NSO	2.5 x 0.33 = 0.83	
12" AGGREGATE BASE COURSE, CA-6	12.0 x 0.13 = 1.56	
	TOTAL	= 2.99
SIDEWALK		
5" PORTLAND CEMENT CONCRETE PAVEMENT		
6" COMPACTED AGGREGATE BASE, CA-6		
CONCRETE PAVEMENT		
7" PORTLAND CEMENT CONCRETE PAVEMENT W/ 6 X 6 W1.4 WWF		
6" COMPACTED AGGREGATE BASE, CA-6		
DECORATIVE PAVEMENT		
SEE ARCHITECT PLANS		
PERMEABLE PAVERS		
3 1/2" BELGARD PAVERS	STRUCTURAL NUMBER	4.6 x 0.40 = 1.84
1.5" CA-16 SETTING BED AND CHOKO LAYER	4.0 x 0.13 = 0.52	
4" CA-7 STONE LAYER	10.0 x 0.13 = 1.30	
10" CA-1 STONE LAYER	TOTAL	= 3.66

DATE: _____

REVISIONS:

NO.	DESCRIPTION

PROJECT: LIFE TIME VILLAGE OF LAKE ZURICH, ILLINOIS

DATE: 12-19-18

SCALE: 1"=40'

SHEET 1 OF 4

LTF.LZL01

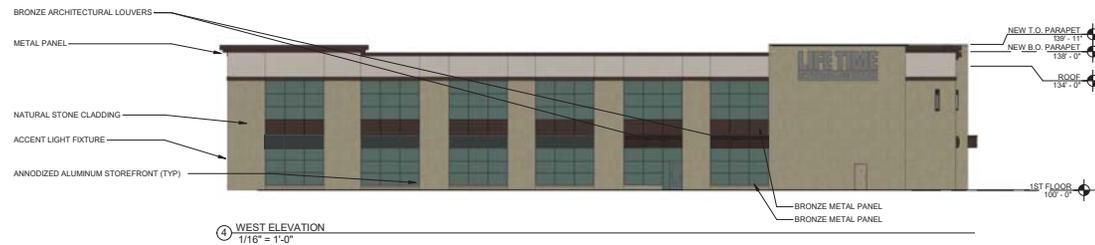
Manhard CONSULTING LTD.

VILLAGE OF LAKE ZURICH, ILLINOIS

PRELIMINARY SITE AND PAVING PLAN

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LAKE ZURICH, IL

CONCEPTUAL EXTERIOR ELEVATIONS

02/19/18





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Lake Zurich board approves final Life Time Fitness plan



Doug T. Graham

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Updated

2/20/2019 6:48 PM



The final design plan for a Life Time Fitness at the former Hackney's site in Lake Zurich was approved by the village board Tuesday night. (Rendering courtesy village of Lake Zurich)

The Lake Zurich village board has approved the final design plan for the new Life Time Fitness center on the former Hackney's restaurant site. There have been some changes since the project was approved by the board in May 2018 after months of standing-room-only meetings.

Aaron Koehler, the director of development at Life Time, said the company purchased the former site of Papa Gus Gyros Chicken &

Lake Zurich board approves final Life Time Fitness plan

Beef at South Rand Road and Golfview Road. The former Rand Road entrance to Papa Gus will be eliminated, and a new one will be built off Golfview Road.

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InRoad invented by Teads

"We wanted to control that entire frontage," Koehler said Tuesday night. "Not wanting to risk what might go there and not have control over that."

Also, it has taken the company time to incorporate significant design changes made between the first presentation to the village board in fall 2017 and May 2018, he said.

Under the first version, the fitness center was to be three floors with a height of 60 feet. After feedback from the planning and zoning commission, elected officials and the scores of local residents who opposed the proposal, Life Time representatives shrank the design to a height of 40 feet. Because of complaints the fitness center would disturb nearby residents, the proposed building location gradually moved further toward the southwest corner of the Hackney's property to be nearer to the intersection of Rand and Old Rand roads.

The board voted unanimously to approve the final design plan Tuesday night.

Mayor Thomas Poynton, who missed the meeting because he is recovering from heart surgery, said he's pleased significant changes were made to Life Time's plan.

"The project is totally different from when it was first presented," Poynton said. "Some people who live near it aren't going to be happy about it but there could be something way worse there."

Lake Zurich board approves final Life Time Fitness plan

Koehler said the company likely would return to the village board in March to apply for a building permit and begin construction as soon as possible.

Trustee Jonathan Sprawka suggested Life Time tell neighbors when they planned to start construction.

Trustee Jim Beaudoin, who ran the meeting in Poynton's absence, thanked Koehler after the vote.

"Good luck to you, I look forward to having a great product and amenity to the village of Lake Zurich," Beaudoin said. "Thank you for your patience. I really appreciate your cooperation with the village and hearing what the residents said and what they wanted."

Related Coverage

Topics in this Article

lake Zurich, Aaron Koehler, Thomas Poynton, Golfview road, South Rand road, Jim Beaudoin, Rand, Jonathan Sprawka



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EXHIBIT C



Life Time Fitness

1315 Broadway Plaza Architect:Not Available

Project No: Y17-154 **Applicant/Developer:**Garrett Newland - Macerich Northwest Associates

Status:Under Review **Contact Info:** [Garrett Newland](#), 602-953-6582

New 3-level (one sub-grade), 75,000 square foot health club. Site size: 1.15 acres.

Approvals:

Under Review

Construction & Occupancy Timeline:

NA

Estimated Completion Date:

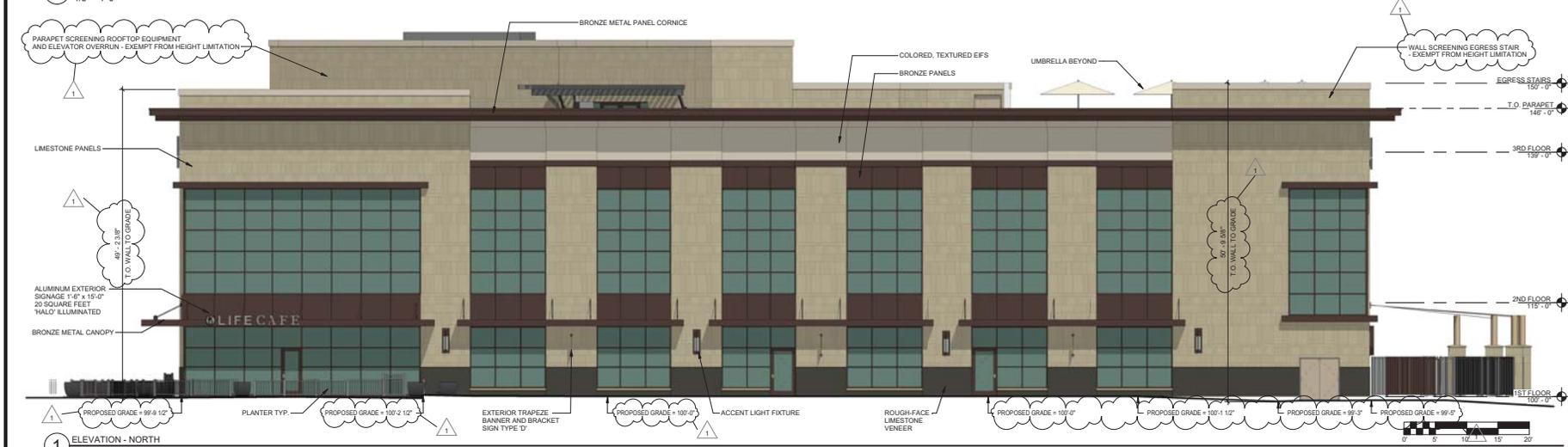
NA

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1910 Noma



2 ELEVATION - EAST
1/8" = 1'-0"



1 ELEVATION - NORTH
1/8" = 1'-0"



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CONSULTANT
PROJECT INFORMATION

Broadway Plaza - Walnut Creek, CA
1315 BROADWAY PLAZA
WALNUT CREEK, CA 94596

DRAWING LOG

REV	DATE	DESCRIPTION
09/28/17		Study Session
1	02/01/18	DRG Submittal
2	06/13/18	DRG Final Submittal

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ISSUE DATE: 06/13/18
SHEET NO.
A2.01
PUBLICATIONS
Issued For Prelim Review
APP. NUMBER:

EXTERIOR ELEVATIONS

EXHIBIT D

September 21, 2018

Kevin Apperson
David Evans & Associates
2100 SW River Parkway
Portland, OR 97225

RE: Life Time Fitness Beaverton Incompleteness Letter (ADJ2018-0006 / DR2018-0128 / LO2018-0005 / SDM2018-0007 / TP2018-0009)

Dear Mr. Apperson,

The Facilities Review Committee finished its completeness review on Tuesday September 18, 2018 and has deemed the application **incomplete**. The purpose of this letter is to inform you of the items necessary to make your application complete. This letter does not identify all the issues regarding the content of the materials that have been submitted.

Review of the content of the submitted material and staff's recommendation on the proposal will occur during the project review phase of the application process after your proposal is deemed complete.

A. COMPLETENESS ISSUES: Pursuant to Section 50.25.1 of the Development Code, a complete application is one that contains the information required by the Director to address the relevant criteria, development requirements and procedures of this Code. The following items must be addressed and submitted in order for the application to be deemed complete:

ADDITIONAL LAND USE APPLICATIONS: Note: All required information on the application checklists for the applications listed below must be submitted.

- 1. MINOR ADJUSTMENT (TYPE 2):** A minor adjustment application is needed for the additional height requested on the parking garage/tennis center. The threshold for a Minor Adjustment is any request for excess of any Site Development standard which is less than a 10% change. The additional requested height for the parking structure/tennis center is less than 10% of the maximum height. This request is different than the request for additional height on the athletic building, which is requested under ADJ2018-0006.

WRITTEN STATEMENT REQUIREMENTS: Note: Each response to an approval criterion must address how and why the criterion is met. If the criterion is not applicable, the response must contain a reason why it is not applicable.

1. **CLEAN WATER SERVICES-SERVICE PROVIDER LETTER:** The CWS SPL for the project must reflect the site plan including improvements and construction impacts to the Life Time Fitness site as well as impacts to the sensitive areas on the R1 parcel associated with placement of the stormwater line.
2. **CONSENT FROM ADJACENT PROPERTY OWNER FOR TREE REMOVAL:** The tree plan sheet shows removal of trees on the property to the west of the R1 parcel. Written consent by the owners of the property must be provided for removal of trees on adjacent property.
3. **WASTE MANAGEMENT LETTER:** Please provide a letter from the service hauler indicating that they have reviewed the proposed site plan and can access the trash enclosures and safely enter/exit the site.
4. **EASEMENT DOCUMENTATION:** Please describe the easements located on site and if necessary provide consent from easement holders showing the easements on site can be removed or relocated where existing easements conflict with proposed structures.
5. **NEIGHBORHOOD MEETING NOTES DRAWINGS:** Please provide copies of all materials, including renderings and site plans, provide for review at the neighborhood meeting.

PLAN & GRAPHIC REQUIREMENTS:

1. **DETAILED PLAZA PLAN:** Please provide a plan for the plaza area showing proposed enhancements, landscaping, furniture, etc.
2. **STANDARD UTILITY PLAN & PROFILES:** Please provide a plan showing standard details and a utility plan and profile for the proposed public utility systems and storm water management facilities. (Site Development)
3. **SITE PLAN BUIDIGN FOUNDATION:** Please provide information to verify building foundation drainage connection feasibility. (Site Development)
4. **LANDSCAPE PLAN FOR STORMWATER:** Submit a landscape plan which includes a plan for any required sensitive areas or vegetated corridor planting requirements per any CWS approval. (Site Development)
5. **STREET LIGHTING PLAN:** Submit a street lighting plan, illumination levels must City EDM Section 450.4 standards. (Site Development)
6. **GREEN SCREEN PLANTING PLAN:** The narrative references green screen plantings on the parking garage, however the landscape plan does not seem to address these plantings, nor are they apparent on the proposed elevations.
7. **RETAINING WALL ELEVATIONS:** Please provide elevations of all proposed retaining walls, including the proposed retaining wall along the rear of the pool area, including heights, materials, and design. Please note that the retaining wall is subject to the Design Review Guidelines.
8. **FENCE DETAILS:** Details of all proposed fences, including those around the pools should be provided, a cut sheet from the manufacturer is generally sufficient.
9. **PLAN SHEET LEGENDS:** All sheets should have appropriate legends, of particular note is the A1.00 sheet set.

10. **BIKE PARKING PLAN & DETAIL:** Please provide bike parking details for proposed bike racks as well as provide the location of bike parking on the site plan.
11. **TRASH ENCLOSURE DETAILS:** Please provide architectural elevations for the proposed trash enclosure.
12. **ARTWORK/FOUNTAIN DETAIL:** Please provide renderings of the proposed artwork/fountain.

PRELIMINARY STAFF COMMENTS (NOT COMPLETENESS ITEMS):

While not strictly completeness items, the following are matters that will need to be addressed. Failure to address some items prior to the Facilities Review Committee meeting may cause delays with your project:

Land Use Comments & Information

1. **Design Issues.** Staff has concerns with the approvability of the current project design, as described below, which should be addressed prior to resubmittal for completeness. Staff is happy to work with you to develop a design that addresses the requirements of the Development Code. The primary concerns are related to the overall design of the site, which is inward focused and turns its back on the street, putting parking and back of house functions along streets intended for high levels of pedestrian engagement and design. Specific issues related to the Design Guidelines are addressed below.
 - a. The proposed buildings do not address the public right-of-way. Buildings should face onto and interact with, as well as be in close proximity to the public right of way. Parking lots and parking structures without ground floor commercial uses are not intended to be the dominant feature along major pedestrian routes.
 - b. The athletic bulidign is set back substantially from the public right of way, with the only entry located on the opposite side of the building.
 - c. The pedestrian plaza does not appear to provide the design elements which would make it appealing to pedestrians and a feature of the site, such as seating, street furniture, and landscaping.
 - d. Street frontages are dominated by parking lots and parking garages, which do not interact with the Major Pedestrian Routes.
 - e. Screening for the loading area is not addressed, it is clearly visible from 116th Avenue and Cedar Hills Boulevard.
 - f. There is a large blank wall along SW Cedar Hills Boulevard adjacent to the public right of way, this wall does not appear to meet the articulation and variety standards of the Development Code.
 - g. The parking structure appears to have no screening in large sections of the structure allowing clear view of vehicles. Screening should be provided for additional articulation and visual interest.
 - h. The elevations appear to show glazing and doors adjacent to the intersection of Barnes and Cedar Hills, floor plans do not reflect this as commercial space. Please clarify. Faux commercial space is not

desirable, the intent is to provide meaningful interaction with the public street at the corner of the two major pedestrian routes.

- i. The roof line appears relatively flat with little articulation, even small changes in roofline/parapet heights can add visual interest to large buildings.
 - j. It is difficult to tell where the entrance to the parking garage is from the elevations and site plan, entrances should be significantly emphasized.
 - k. Pedestrian weather protection/awnings should be provided, the current findings are not sufficient to justify not providing pedestrian cover.
 - l. Additional parking lot pedestrian connections are desired, particularly along the entry drive aisles.
2. **Neighborhood Meeting.** It appears that the certified mailing of the neighborhood meeting notes were not picked up by the NAC chair. Staff recommends emailing a copy of the notes to the chair for good measure.
3. **Narrative Responses:**
- a. Responses to the Design Review Guidelines appear not to address the parking structure/tennis building. Design Guidelines responses should address each building individually and how it meets the design standards.
 - b. Page 8-2 of the narrative states that the building height of 60 feet is the minimum, this should be corrected to maximum.
 - c. In response to subscript 6 related to building height, please address that the proposed building is greater than 100 feet from any residentially zoned property.
 - d. The use is identified as a service use in the narrative, the appropriate use category is 'recreational facility' which is a permitted use in the zone, please update the response to Chapter 20 accordingly.
 - e. Please note that restating the approval criteria or stating that it will be met is not a sufficient response for staff to make findings that the criterion is met. The applicant's responses should address specifically how the criteria is met or why it is not applicable.
 - f. **Adjustment Approval Criteria Responses.** The responses to the approval criteria need to dig deeper and explain why this site is constrained in ways other parcels are not, why the additional height is absolutely necessary, and why no other site layout options will work to allow buildings within the height limit. The hardship criteria is taken very seriously by the Planning Commission.
 - g. **Loading Determination Approval Criteria Responses.**
 - i. It is unclear what is being requested, the narrative provides conflicting information about whether a reduction in the required number of loading berths is requested or if a new interpretation of what the loading requirement is requested. I believe the intended request is to reduce the total number of required loading berths (5 Type B Berths) as required under the other commercial uses category, however please clarify.
 - ii. The loading spaces should be shown on the site plans.

- iii. The large truck turning diagram should show the truck entering and exiting the intended loading spaces.
 - iv. Supplemental supporting information on 'similar facilities' should be provided if referenced in the approval in order to be considered in the reduction in loading berths. Data from similar facilities is helpful.
 - h. **Sidewalk Design Modification Approval Criteria Responses.**
 - i. A SDM Modification is not needed for the 10' curb tight sidewalks with trees in tree wells. However the discussion about whether a SDM was needed was related to modifications to the sidewalk along the R1 Parcel related to the transportation improvements. Please revise the narrative accordingly. Alternately if the SDM is not needed please request to withdraw the application in writing.
 - i. **Tree Plan Two Approval Criteria Responses.**
 - i. Please note that trees within the mapped resource area on the R1 parcel are considered protected trees. Please note that any trees removed within that area must be treated as protected trees in the narrative.
 - ii. Please show the extent of the delineated resource area on the R1 parcel, on the tree plan sheet.
 - iii. In response to criterion 4 please explain why no reasonable alternatives exist.
 - j. **Facilities Review Approval Criteria Responses.**
 - i. In response to criterion A please discuss the required transportation mitigation measures.
 - ii. In response to criterion B please discuss transportation connections.
 - iii. In response to criterion E please discuss how the common facilities will be maintained and who will be responsible for maintenance.
 - iv. In response to criterion G please describe the proposed connections to the public system and the connections within the site.
4. **Transportation Improvements.**
- a. The sidewalk along SW Cedar Hills Boulevard abruptly stops. Please address the sidewalk continuation per the conditions of approval from the PUD which require construction of the sidewalk through to Butner Road (See COAs 2.c and 4b.) If the improvement is not yet triggered please discuss why not and what would trigger that improvement in the future.
 - b. Please provide additional detail related to the Choban and 116th intersection. It is unclear from the plans how the intersection will function with the street and the commercial driveway.
5. **Parking Garage Layout**
- a. Sheet A1.00a has a large blank space in the garage on the below grade floor, what is happening in this area?
 - b. The parking garage traffic flow pattern is not clear, particularly where cars enter and exit.
 - c. Parking garage dimensions do not appear to meet parking space depth and drive aisle widths. Please revise the parking garage layout to comply with the parking standards in 60.30 of the Development Code.

- d. Please note that parking structure footings must remain outside of the public right of way.
6. Sheet A1.01 identifies the first floor plan of the athletic facility, it is unclear how it is possible to enter the bistro except through the kitchen. If exterior doors are needed please provide on plans and elevations.
7. Please note that signage is not considered with Design Review and will require separate signage permits in accordance with the City's Signage Requirements. Staff recommends removing the signage specific plans from the application package.
8. Please label all elevations with cardinal directions.
9. Sheet TP100 appears to show trees being retained inside the existing building areas, I believe these are smaller than 10 inches and do not qualify as community trees, however please show them as removed to avoid confusion.
10. Architectural elevations must have materials call outs for all materials.

Site Development Comments & Information

1. The preliminary geotechnical and storm water engineering report must be stamped by a professional engineer.
2. The geotechnical report must document that the parking lot pavement sections meets or exceed City EDM Section 210.N.c.ii; and the roadway section meets the proposed design traffic volume and roadway classification.
3. Privately owned and maintained retaining walls and associated footings and geogrid extents will need to be located outside the right of way and within a no build easement.
4. Proposed building footing extents will need to be located outside the right of way.
5. Proposed sign bridge foundation owned and maintained by ODOT will need to be within right of way or within an easement and should be coordinated with ODOT.
6. Plans need to show the lowest finish floor elevation and threshold elevation for all exterior doorways and building-entries elevated to be at least one foot higher than the maximum possible high water elevation (emergency overflow) of the stormwater conveyance and management facilities.
7. Site plans need to verify intersection design meets sight distance and visibility requirements per EDM Section 210.10.
8. Show and label adjacent property contours. Grading must conform to the Beaverton Development Code or Engineering Design Manual.
9. Show a temporary maintenance access path and turnaround for the off-site storm sewer.
10. Analyze the off-site storm sewer capacity to handle the proposed development flows and for future developments that can be served by this line. City recommends upgrading system to an 18 inch line.

11. Provide an arborist or licensed landscape architect evaluation of the proposed work near the protected trees. Any recommended mitigation measures or construction methods to reduce or eliminate adverse effects on the trees shall be noted on the site plans.

RESUBMITTAL

Please provide a full electronic resubmittal via the City's website to the planning division. All submittals should follow the City's naming policy. As a general guideline please separate materials into PDFs which contain the same material that would be provided in a submittal binder tab for ease of review.

If you have any questions regarding this letter or any other aspect of our process, please don't hesitate to call. I am including a list of the primary members of the Facilities Review Committee who were involved in the completeness review.

LAND USE & DESIGN: Jana Fox (503) 526-3710

TRANSPORTATION: Jabra Khasho (503)526-2221

SITE DEVELOPMENT: Naomi Patibandla (503) 526-2513

We look forward to working with you on this project.

Sincerely,

Jana Fox
Current Planning Manager
cc: Counter; Project file

EXHIBIT E

20.10.35. OTHER CS ZONING REQUIREMENTS

Uses shall be subject to the following (excludes food cart pods, parks and playgrounds):

1. Activity is conducted wholly within an enclosed structure, except for outside play areas for child care and educational facilities and as allowed in item 2, below.
2. Accessory open air sales / display / storage shall constitute no more than 5% of the gross building floor area of any individual establishment.

20.10.40. OTHER CC ZONING REQUIREMENTS

Uses shall be subject to the following (excludes food cart pods, parks and playgrounds):

1. Activity is conducted wholly within an enclosed structure, except for outside play areas for child care and educational facilities, transit centers and as allowed in items 2 and 3 below.
2. Accessory open air sales / display / storage shall be Permitted for horticultural and food merchandise only and shall constitute no more than 5% of the gross building floor area of any individual establishment.

EXHIBIT F

SECTION 4 – SEASONAL VARIATIONS4.0 MEMBER CHECK-IN SURVEYS

Trip generation for the surveyed Life Time Fitness Centers was determined to be seasonal, as proved through reviews of member check-in statistics obtained from various existing Centers. The results of these data are summarized in the following Tables:

TABLE 4.0-1		
Warrenville, Illinois		
Month	Year	Number of Check-ins
January	2006	37,510
February	2006	29,894
March	2006	30,778
April	2006	23,556
May	2006	26,401
June	2006	26,543
July	2006	26,834
August	2006	25,991
September	2006	23,242
October	2006	25,233
November	2006	26,131
December	2006	24,844
January	2007	28,558
February	2007	23,412
March	2007	25,799
Total Number of Check-ins	Jan06-Mar07	404,726

TABLE 4.0-2		
Bloomington, Illinois		
Month	Year	Number of Check-ins
January	2006	33,560
February	2006	27,942
March	2006	29,720
April	2006	26,090
May	2006	23,463
June	2006	23,582
July	2006	24,696
August	2006	22,931
September	2006	20,584
October	2006	21,805
November	2006	23,490
December	2006	22,249
January	2007	30,570
February	2007	25,701
March	2007	30,119
Total Number of Check-ins	Jan06-Mar07	386,502

TABLE 4.0-3		
Shelby, Michigan		
Month	Year	Number of Check-ins
January	2006	34,625
February	2006	27,074
March	2006	29,984
April	2006	24,277
May	2006	22,430
June	2006	21,893
July	2006	21,935
August	2006	21,145
September	2006	20,595
October	2006	22,482
November	2006	23,112
December	2006	21,729
January	2007	29,003
February	2007	24,524
March	2007	27,515
Total Number of Check-ins	Jan06-Mar07	372,323

TABLE 4.0-4		
Tempe, Arizona		
Month	Year	Number of Check-ins
January	2006	30,783
February	2006	25,192
March	2006	26,907
April	2006	27,505
May	2006	27,802
June	2006	27,809
July	2006	27,527
August	2006	30,523
September	2006	25,965
October	2006	23,655
November	2006	22,566
December	2006	20,021
January	2007	26,760
February	2007	25,029
March	2007	26,855
Total Number of Check-ins	Jan06-Mar07	394,899

TABLE 4.0-5		
Plano, Texas		
Month	Year	Number of Check-ins
January	2006	38,847
February	2006	30,799
March	2006	32,060
April	2006	30,472
May	2006	30,309
June	2006	29,348
July	2006	31,186
August	2006	31,255
September	2006	27,123
October	2006	25,999
November	2006	25,896
December	2006	24,870
January	2007	31,351
February	2007	28,012
March	2007	29,925
Total Number of Check-ins	Jan06-Mar07	358,165

TABLE 4.0-6		
All - 12 Month Summary		
Month	Average Number of Check-ins	Percent Avg. Month
January	32,157	123%
February	26,758	102%
March	28,966	111%
April	26,380	101%
May	26,081	100%
June	25,835	99%
July	26,436	101%
August	26,369	101%
September	23,502	90%
October	23,835	91%
November	24,239	93%
December	22,743	87%
Total	313,300	
Avg. Mo.	26,108	

Check-in data was collected for the following hours:

- 7-9AM and 4-7PM - Weekdays
- 7AM-1PM and 4PM-7PM - Saturdays

A review of the monthly variation of member check-in indicates that the first three months of the year – January, February and March represent above-average activity. January exhibits the traditional New Year’s Resolution “spike” in activity while February and March show activity levels about 10% higher than the typical month, i.e. April through August. (Note: In comparing February to March, the lower February values are due to its having 28 days – three fewer than March. In fact, February’s average daily check-in total is similar to that for March.) Activity

EXHIBIT G

10/10/2018

e10vk

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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 10-K

- ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the fiscal year ended December 31, 2007

or

- TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the transition period from _____ to _____

Commission File No. 001-32230

Life Time Fitness, Inc.

(Exact name of Registrant as specified in its charter)

Minnesota
(State or other jurisdiction of
incorporation or organization)
2902 Corporate Place
Chanhassen, Minnesota
(Address of principal executive offices)

41-1689746
(I.R.S. Employer
Identification No.)
55317
(Zip Code)

Registrant's telephone number, including area code: **952-947-0000**

Securities registered pursuant to Section 12(b) of the Act

Title of Each Class	Name of Each Exchange on Which Registered
Common Stock, \$.02 par value	New York Stock Exchange

Securities registered pursuant to Section 12(g) of the Act: None

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act. Yes No

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Exchange Act. Yes No

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports) and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K.

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer or a smaller reporting company. See definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of

10/10/2018

e10vk

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In February 2008, we changed the names of our membership types from Fitness, Sports, Advantage and Athletic, to Bronze, Gold, Platinum and Onyx, to provide our members with a user-friendly system designed to easily differentiate center access and additional benefits by membership type. We have a flexible membership structure, which includes different types of membership plans, the most common of which are the Bronze and Gold plans. The following table compares the different membership types:

	Bronze	Gold	Platinum	Onyx
	A great experience at our most affordable rate	Many center choices plus benefits outside the center	Nationwide access, premium partner benefits and tennis	The ultimate in access, service, amenities and benefits
Center access	All bronze centers	All Bronze and Gold centers	All Bronze, Gold and Platinum centers	All Life Time Fitness locations nationwide, including Life Time Athletic centers
In-center amenities	Free towels, free lockers and two VIP passes per year	All Bronze benefits plus: free climbing wall, free racquetball and squash and four VIP passes per year	All Gold benefits, plus: access to tennis centers and six VIP passes per year	All Platinum benefits, plus eight VIP passes per year
Partner benefits	10+ local and national partners	500+ local and national partners	575+ local and national partners	575+ local and national partners

We have always offered a convenient month-to-month membership, with no long-term contracts, a low, one-time enrollment fee and an initial 30-day money back guarantee. Depending upon the market area and the membership plan, new members typically pay a one-time enrollment fee of \$99 to \$399 for individual members, plus an add-on fee of \$60 to \$100 for each additional family member over the age of 12. Members typically pay monthly membership dues ranging from \$60 to \$80 for individuals and \$100 to \$150 for couples or families for Gold or Platinum memberships. In addition, new members pay a \$6 per child monthly fee to include junior members on a membership. Our current model centers average approximately 2.5 people per membership.

Usage

Our centers are generally open 24 hours a day, seven days a week and our current model centers average approximately 68,000 visits per month after the first year of operations. We typically experience the highest level of member activity at a center during the 5:00 a.m. to 11:00 a.m. and 4:00 p.m. to 8:00 p.m. time periods on weekdays and during the 8:00 a.m. to 5:00 p.m. time period on weekends. Our centers are staffed accordingly to provide each member with a positive experience during peak and non-peak hours. Total usage for 2007 was 42.1 million visits, as compared to 33.8 million visits in 2006, an increase of 24.6%.

New Center Site Selection and Construction

Site Selection. Our management devotes significant time and resources to analyzing each prospective site on the basis of predetermined physical, demographic, psychographic and competitive criteria in order to achieve maximum return on our investment. Our ideal site for a current model center is a tract of land with at least 10 acres and a relatively flat topography affording good access and proper zoning. We typically target market areas that have at least 150,000 people within a trade area that meet certain demographic criteria regarding income, education, age and household size. We continue to seek trade areas with increasingly higher income demographics. Two of the centers we plan to open in 2008 will adapt our current model center to three stories and allows us access to more densely developed trade areas that meet our demographic criteria. We focus mainly on markets that will allow us to operate multiple centers that create certain efficiencies in marketing and branding activities; however, we select each site based on whether that site can support an individual center on a stand-alone basis.

LIFE TIME AVERAGE MONTHLY NUMBER OF VISITS AS REPORTED TO THE SEC IN ITS 10-K FILINGS	
YEAR	AVERAGE MONTHLY VISITS
2006	68,000
2007	68,000
2008	68,000
2009	61,715
2010	62,229
2011	63,496
2012	64,263
2013	63,412
2014	60,034

(1) Does not include the cost of junior memberships or Life Time Kids Academy memberships.

From time to time we change a club's designation, for example, from Bronze to Gold. Our clubs by membership type are as follows:

	December 31,				
	2014	2013	2012	2011	2010
Life Time Fitness centers					
Bronze	15	14	18	20	10
Gold	53	55	51	49	51
Platinum	13	12	16	15	14
Total Life Time Fitness centers	81	81	85	84	75
Life Time Athletic centers					
Onyx	17	16	11	9	9
Diamond	15	11	9	8	5
Total Life Time Athletic centers	32	27	20	17	14
Total centers	113	108	105	101	89

Non-Access Memberships and Other Subscription Plans. Non-Access memberships are \$10 to \$20 per month, whether an individual, couple or a family. Non-access members have access to myLT.com, which includes Member Advantage and interest-area content, a subscription to Experience Life® magazine and the ability to resume Access membership without paying enrollment fees. In the future, we may develop and implement other membership or subscription plans that will not have full access to the centers. These types of memberships will be included in this category of Non-Access and other subscription plans.

Usage

Our centers are generally open 24 hours a day, seven days a week. We typically experience the highest level of member activity at a center between 8:00 a.m. to noon and 3:00 p.m. to 8:00 p.m. Our centers are appropriately staffed during peak and non-peak hours to provide each member with a positive experience. We have introduced a number of initiatives focused on getting our members more involved and connected with the goal of higher membership usage and increased member satisfaction. The following table reports our usage statistics:

	For the Year Ended December 31,				
	2014	2013	2012	2011	2010
Total number of visits (in millions)	69.4	69.2	68.4	63.8	60.1
Average number of visits to large format centers per month	60,034	63,412	64,263	63,496	62,229
Average number of visits to large format centers per year per membership	100	100	100	99	98

New Center Site Selection and Construction

Site Selection. Our management devotes significant time and resources to analysis of each prospective site (including both undeveloped land and existing facilities available for lease) on the basis of facts. We look at the physical geography of the site, the highway patterns and drive times, demographics within primary and secondary trade areas as well as cultural and competitive information. We focus mainly on markets that will allow us to operate multiple centers that create certain efficiencies in marketing and branding activities, but we select each site based on whether that site and trade area can support an individual center.

Usage

Our centers are generally open 24 hours a day, seven days a week. We typically experience the highest level of member activity at a center between 8:00 a.m. to noon and 3:00 p.m. to 8:00 p.m. Our centers are appropriately staffed during peak and non-peak hours to provide each member with a positive experience. We have introduced a number of initiatives focused on getting our members more involved and connected with the goal of higher membership usage and increased member satisfaction. The following table reports our usage statistics:

	For the Year Ended December 31,				
	2013	2012	2011	2010	2009
Total number of visits (in millions)	69.2	68.4	63.8	60.1	57.7
Average number of visits to large format centers per month	63,412	64,263	63,496	62,229	61,715
Average number of visits to large format centers per year per membership	100	100	99	98	98

New Center Site Selection and Construction

Site Selection. Our management devotes significant time and resources to analysis of each prospective site (including both undeveloped land and existing facilities available for lease) on the basis of facts. We look at the physical geography of the site, the highway patterns and drive times, demographics within primary and secondary trade areas as well as cultural and competitive information. We focus mainly on markets that will allow us to operate multiple centers that create certain efficiencies in marketing and branding activities, but we select each site based on whether that site and trade area can support an individual center.

After we identify a potential site and determine that it is a viable site, we develop a business plan for a center on that site. This requires analysis from several functional areas of management and approval from the Finance Committee of our Board of Directors. We believe that our disciplined, structured process reduces the potential for developing a site that the market cannot support.

Design and Construction. Our wholly owned subsidiary, Life Time Construction, provides us with architecture and design services, millwork fabrication and construction management. With approximately 135 employees, this subsidiary is dedicated solely to the design and construction of each new center and the remodel of existing and acquired centers.

We have developed a series of prototypical plans and specifications that can be easily adapted to each specific site. Project architects along with our construction management teams monitor quality and oversee the construction progress throughout the development of each new center.

Life Time Construction's management teams provide on-site supervision, for each new site and remodel, as well as administrative services, such as permitting, purchasing, project accounting and safety administration. The construction management teams qualify subcontractors, bid each component of our projects to ensure cost-effective pricing, and monitor cost progress for the duration of the project. By using similar materials at each center, we not only maintain a consistent look and feel, but we are also able to maximize buying power and leverage economies of scale in purchasing.

Through Life Time Construction we are able to maximize flexibility in the design process, retain control over the cost and timing of the construction process and realize potential cost savings on each project. Nearly all of their costs are capitalized as a part of the overall initial investment in the new center or the remodel. Any remaining unallocated costs are recognized as an expense in the period incurred. Because this subsidiary perform services solely for us, we do not recognize any revenue or profit related to Life Time Construction's operations.

	For the Year Ended December 31,				
	2014	2013	2012	2011	2010
Total number of visits (in millions)	69.4	69.2	68.4	63.8	60.1
Average number of visits to large format centers per month	60,034	63,412	64,263	63,496	62,229
Average number of visits to large format centers per year per membership	100	100	100	99	98

2008 Usage

Our centers are generally open 24 hours a day, seven days a week and our current model centers average approximately 68,000 visits per month after the first year of operations. We typically experience the highest level of member activity at a center during the 5:00 a.m. to 11:00 a.m. and 4:00 p.m. to 8:00 p.m. time periods on weekdays and during the 8:00 a.m. to 5:00 p.m. time period on weekends. Our centers are staffed accordingly during peak and non-peak hours to provide each member with a positive experience. Total usage for 2008 was 50.4 million visits, as compared to 42.1 million visits in 2007, an increase of 19.0%.

2007 Usage

Our centers are generally open 24 hours a day, seven days a week and our current model centers average approximately 68,000 visits per month after the first year of operations. We typically experience the highest level of member activity at a center during the 5:00 a.m. to 11:00 a.m. and 4:00 p.m. to 8:00 p.m. time periods on weekdays and during the 8:00 a.m. to 5:00 p.m. time period on weekends. Our centers are staffed accordingly to provide each member with a positive experience during peak and non-peak hours. Total usage for 2007 was 42.1 million visits, as compared to 33.8 million visits in 2006, an increase of 24.6%.

2006 Usage

Our centers are generally open 24 hours a day, seven days a week and our current model centers average approximately 68,000 visits per month. We typically experience the highest level of member activity at a center during the 5:00 a.m. to 11:00 a.m. and 4:00 p.m. to 8:00 p.m. time periods on weekdays and during the 8:00 a.m. to 5:00 p.m. time period on weekends. Our centers are staffed accordingly to provide each member with a positive experience during peak and non-peak hours.

EXHIBIT H

**THE REAL DEAL**

NEW YORK CITY REAL ESTATE NEWS

December 2015 Issue

Co-working vs. co-waiting

*Densely packed WeWork offices mean elevator lines abound as older buildings feel strain*By [Konrad Putzier](#) | December 01, 2015 12:00AM

WeWork offices have been widely praised among the startup and tech crowds. But getting to them is not always easy.

The office-sharing sensation has gobbled up a lot of its square footage in old New York City office buildings that don't always lend themselves to quick elevator rides and the like.

On social media, WeWork members regularly complain about slow elevators at the co-working company's locations.

"I've never seen a building that needed additional elevators more than @WeWork Bryant Park," tweeted one WeWork member in October.

Sometimes, the complaints come with snarky humor. "Got a chance to reread 'Pride and Prejudice' on the way back up to @WeWork space from lunch. What a masterpiece," tweeted one user in March.

The problem is not exclusive to office buildings that WeWork leases in. But it is being felt most severely in Midtown South — the destination of choice for tech, media and co-working companies. Like WeWork,

these firms tend to pack more people on each floor than traditional companies, creating challenges for the area's mostly old building infrastructure.

"Overcrowding floors is becoming a big problem," said Christopher Todd, president of Pride and Service, an elevator maintenance and repair company. "Most buildings were designed a long time ago, and the number of elevators, as well as the size of the elevators designed back then, did not account for what is happening today."

The problem, however, is not going away anytime soon.

At 120 East 23rd Street, WeWork applied for a permit to increase maximum occupancy per floor to 275 people from 150, according to Department of Buildings records. This would translate to 72 square feet per person in a building built in 1913. By comparison, the national average was 176 square feet at last count in 2012.

Brad Giambrone, an assistant director of operations and maintenance at the Kaufman Organization, which owns and manages several older office buildings, said that while his buildings are well equipped, the influx of high-density tenants could create challenges for other buildings.

"If you have a 100,000-square-foot building and you only have one entrance with two elevators, you are definitely going to have some backup," he said.

Plus, he noted: "When people are waiting for the elevator, [their] patience is pretty short."

Landlords who lease to WeWork, which declined to comment, say they have not had problems.

David Zar, whose Zar Properties leased out the entire office portion of the eight-story building 349 Fifth Avenue to WeWork four years ago, said he had "no issues whatsoever."

Meanwhile, Eric Hadar, whose company Allied Partners is WeWork's landlord at 54 West 40th Street (the aforementioned "@WeWork Bryant Park"), claimed the 12-story building is coping well with its ballooned population.

Allied leased out the entire building to WeWork in 2012. "We weren't required to do anything significant, didn't have to add elevators or staircases," Hadar said, although Allied did add extra bathrooms, sprinklers and electrical capacity.

The experiences some WeWork members describe are less pleasant — especially in taller buildings where WeWork takes up multiple floors.

"A lot of times during peak leaving hours, the elevator will stop on every floor from 26 to 18, and people on 12 or 13, for example, won't have the space to get on," a WeWork member at 222 Broadway told *TRD* in an email under condition of anonymity.



What can be done? According to Todd, very little. He said that landlords sometimes hire his company to do a “traffic analysis.” One solution is to turn freight elevators into regular elevators, but that’s not always possible. “In certain cases, not much can be done besides adding more elevators,” he said. “Most landlords will not do this because it reduces available floor space.”

The good news is that WeWork tenants can stay put, enjoying a beer, a latte, recreational activities and almost anything else needed to last an entire workday. So while the elevator trips may be slow, there’s no need to leave for a Starbucks run.

