



**City of Petaluma, California**  
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**Planning Commission Minutes**  
**June 10, 2003 – 7:00 PM**

Commissioners: *Present:* Asselmeier, Barrett\*, Dargie, Healy, McAllister, von Raesfeld  
*Absent:* Imm

\* Chair

Staff: George White, Assistant Director, Community Development  
Betsi Lewitter, Project Planner  
Anne Windsor, Administrative Secretary

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**ROLL CALL:**

**PLEDGE OF ALLEGIANCE:**

**APPROVAL OF MINUTES:** Minutes of May 27, 2003 were approved as amended.  
M/S Healy/Dargie, 6-0

**PUBLIC COMMENT:** None

**DIRECTOR'S REPORT:** None

**COMMISSIONER'S REPORT:** None

**CORRESPONDENCE:** None

**APPEAL STATEMENT:** Was read.

**LEGAL RECOURSE STATEMENT:** Was noted on the agenda.

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Public hearing began: @ 7:00

**OLD BUSINESS:**

**PUBLIC HEARING:**

- I. MODIFICATION OF RIVER OAKS/PETALUMA FACTORY OUTLET VILLAGE MASTER PLAN FOR EXPANSION (PETALUMA VILLAGE MARKETPLACE), 2200 Petaluma Blvd. North**  
AP No(s): 007-391-009 & 035; 007-401-043 & 044; and 048-080-033, 038 & 039

1           **File No(s): REZ02001**  
2           **Planner: Betsi Lewitter**

3  
4     The applicant is requesting approval to amend the previously approved Planned  
5     Community District (PCD) Master Plan Program to expand the existing Petaluma Village  
6     Marketplace on two adjoining parcels to the north and south of the existing center.

7  
8     Continued from May 27, 2003.

9  
10    Betsi Lewitter noted that three pieces of correspondence were received since the packet  
11    was sent out. 1) Memo from Commissioner Imm with questions for the applicant; 2)  
12    letter from Basin Street in favor of the project; and 3) letter from Paul & Kris Benkover  
13    in opposition to the project.

14  
15    Public hearing opened:

16  
17    David Keller, I Street: Asked the commission to insist on getting answers to questions  
18    before making any recommendations. What is the project? Is a bait and switch. What  
19    are impacts of a 150,000 square foot retail pad on Petaluma? Asked the commission to  
20    deny project until it is clear who the tenants are – do not want downtown to suffer a  
21    second death as it did in the 1970s. This is not the best place for a movie theater. Too  
22    many parking spaces – cut back on parking and move the setback from the river. Ask the  
23    applicant to rearrange the site. Flooding questions have not been answered. No  
24    discussion of how to protect stores from future flooding. Pedestrian scale is not adequate.  
25    There is not adequate water supply. The applicant does not own the parcel depicting  
26    Village Drive. Concern regarding need for additional police and fire services. This is the  
27    wrong project, at the wrong place at the wrong time.

28  
29    Janis Cader-Thompson: Is not the right place for the project. How does the applicant  
30    account for saving the oak savannah? Needs to be compensation for the removal of these  
31    old trees. Improvements on Petaluma Boulevard need to be considered and what they  
32    will be – pedestrian/ bike access. Is fraudulent to ask the government for funds to  
33    construct a flood fix and then build projects upstream that may cause flooding. Local  
34    streets cannot handle the additional car trips generated by this project. No access for this  
35    area – need access for public safety. Original proposal was for factory outlet stores,  
36    proposal now is for big box – need answers before approving the project. Setbacks are  
37    not compliant with the River Enhancement Plan. Trolley route is being paved over by  
38    parking. Encourage the commission not to approve the project. The applicant is looking  
39    for the entitlements that will increase the value of the property.

40  
41    Jed Clark, 910 Skillman Lane: Does the expansion of the outlet mall improve the  
42    Community? Read from Chamber of Commerce website. Do we need a national chain?  
43    A downtown theater seems to be an improvement to the community – support  
44    strengthening our core downtown.

45  
46    Chris Stevick, 28 Liberty: Down to the last 3 miles of track for the Petaluma trolley.  
47    There are 60 parking spaces in the path of the public right of way for the trolley –

1 inconsistent with the CPSP. Chelsea proposed to move the tracks. Concerned that the  
2 tracks would be moved or paved over.

3  
4 Matti Christiansen, 109 Rocca: Asking the commission not to approve the project.  
5 Suggested an expanded riparian park with an oak savannah habitat and seasonal ball  
6 fields. Small entrepreneurs in Petaluma will suffer. Who will compensate for lost  
7 property values if more flooding results? Stores and the parking lots have flooded. Let's  
8 not undo what the Army Corps of Engineers has done for Petaluma. Have we seen some  
9 tax revenues? Do the greatest good for the greatest number of people.

10  
11 David Yearsley, 521 Walnut: Advocate for protecting the wetlands, the river and our  
12 watershed. Want to protect this riparian habitat – cannot be recreated anywhere. This  
13 area has a direct value to the environment – do not have a lot of accessible open space in  
14 Petaluma. Consider how valuable this land is and urge the commission to deny the  
15 project. Do not pave paradise and put up a parking lot.

16  
17 Katie Scherrman, 1637 Chehalis Drive: Speaking on behalf of Caitlin McCarthy: Do not  
18 want to see small business in downtown lost to a new mall. Downtown is unique, do not  
19 want a new mall – want to support downtown.

20  
21 Michelle Wellington, 18 Kentucky: Shop owner downtown – is difficult to survive. Do  
22 not think a large shopping mall will benefit Petaluma. Will misplace the wildlife that  
23 support the eco system. Malls will compete with downtown.

24  
25 Diane Reilly Torres, Rainer Avenue: Do not see anyone here to answer hydrology or  
26 traffic questions. Read correspondence questioning and threatening lawsuits. Read  
27 findings necessary to approve the project – project will not be consistent with the General  
28 Plan – will need a general plan amendment therefore cannot make findings. Have  
29 concerns regarding traffic and flooding.

30  
31 Hank Flum, 1721 Stonehenge Way: Why would Petaluma want to go forward with a  
32 project like this? Prior to the outlet mall, the area was a natural retention basin. Do not  
33 have confidence in the hydrology report. Will be exacerbating the flooding problems.

34  
35 Mark Medeiros, 200 Jesse Lane: More building at the outlet mall will cause flooding.  
36 Read a study about the economic outcome from chain stores vs local stores.

37  
38 Paul Johnson, Upham Street: Asked the commission to think about the flooding impacts.

39  
40 Murray Rockowitz, 418 – 8<sup>th</sup> Street: Asked the commission to deny the project.

41  
42 Public hearing closed:

43  
44 Break at 8:25

45  
46 Resumed 8:40

1 Brad Stipe, Chelsea Property Group: City designated Parcels A, B & C as Special  
2 Commercial. Will contribute to stopping sales tax leakage. Well-designed master plan –  
3 will not be a look alike strip mall. Will create a sense of place. Will implement all  
4 feasible mitigation measures. Outlet has complied with all mitigation measures and  
5 conditions of approval. Department of Fish & Game stated that the outlet has complied  
6 with all the mitigations. Will continue the River Enhancement Plan by creating a linear  
7 park along the river. Will deliver over \$1 million in fees to the city.

8 It was predicted that the premium outlets would kill the downtown when it was first  
9 being developed – did not happen. Quoted Matt White’s letter “ it is our opinion that the  
10 expansion will provide Petaluma with two distinct shopping experiences.” Will provide  
11 retail that is not available now and not generally in a downtown shopping area. Over  
12 750,000 square feet of retail needed to bring Petaluma to standard.

13 Floodplain Management report released in December, 2002. PWA, Hydrology  
14 consultants, conducted conservative survey. Used an early warning system. Premium  
15 outlets were built to FEMA’s standards. Have a contract for the property where Village  
16 Drive is being constructed. Do not have identified tenants because the entitlements have  
17 not been secured. Do have locations for the trolley to exist.

18  
19 Commissioner von Raesfeld: We are responding to Attachment C – the PCD  
20 amendment. Clarified the commission’s options: conditions and amendments to the  
21 project.

22  
23 George White: Have both of those options available to you.

24  
25 Commissioner von Raesfeld: Many inconsistencies between the PCD and the project.

26  
27 Chair Barrett: Suggested clarifying what the project is before conditioning the project.

28  
29 Commissioner Asselmeier: Can we ask staff to see how this plan or this project measures  
30 up to the CPSP.

31  
32 George White: The more specific the questions, the easier it will be to provide answers.  
33 Will endeavor to answer questions.

34  
35 Commissioner Asselmeier: Want assessment of whether the project creates  
36 inconsistencies or “flies in the face of the CPSP?”

37  
38 Chair Barrett: Suggested reviewing the PCD chapter by chapter.

39  
40 Chapter 1: Project Summary.

41  
42 Commissioner von Raesfeld: Pg. 4 – SPARC review may be too far down the timeline –  
43 would like SPARC review before City Council approval.

44  
45 George White: The design portion of the project follows the PCD modification portion  
46 of the project. You can provide direction to the Council or SPARC.

1 Commissioner Asselmeier: How many retail spaces on Parcel B – want to see built what  
2 is shown on the plans. In an effort to define what the project is – need to know what the  
3 Major A through E looks like. Do not want to approve 5 major tenants and end up with 1  
4 or 2.

5  
6 Commissioner McAllister: Can limit the size by adding language “not to exceed.”

7  
8 Council Member Healy: What is represented is square footage of 15,000 to 50,000.  
9 Would like staff and applicant to respond to this.

10  
11 Chapter 2:

12  
13 Commissioner von Raesfeld: Function of PCD is to have a better project than with  
14 conventional zoning ordinance. Question if the project is achieving that.

15  
16 George White: Is a purpose statement.

17  
18 Chapter 3.

19  
20 Commissioner von Raesfeld: 3.1, 3.2, 3.11 and 3.12 – agree with objectives – do not  
21 know if the project achieves them.

22  
23 3.1: General Plan Land Use - compliments the downtown – seems like separate projects  
24 separated by a creek – are not integrated and unified. The only thing in common is they  
25 are pushed back toward the freeway to be out of the floodplain.

26  
27 Commissioner McAllister: Agree with Commissioner von Raesfeld that they are separate  
28 projects.

29  
30 Commissioner von Raesfeld: Agree the outlet mall creates a senses of place, however,  
31 this part of the project does not. Massing, articulation is different.

32  
33 3.11: Retail centers not usually opened at night – nothing after 10:00 p.m. except the  
34 theater. Is not a mixed use project.

35  
36 3.12: Visual quality and sense of identity – if it is a combination of all three parcels -  
37 question the unified visual quality.

38  
39 Commissioner Asselmeier: Regarding section 3.1: Will it complement downtown – will  
40 be a place for analysis of the CPSP – in what way does it complement. Economic  
41 viability – need more specific information on sales tax generated by this project – would  
42 like assurances.

43  
44 Commissioner McAllister Easy to project what sales tax revenues would be, however,  
45 what is the expense to the existing local businesses. Want more of a fiscal impact  
46 analysis. What is community benefit and what is community cost.

1 Commissioner von Raesfeld: Agree with the objectives, how do they relate to project.

2

3 Commissioner Asselmeier: Question on 3.8 – if applicant cannot secure access on  
4 Village Drive, can this project be built?

5

6 George White: Is shown on development plan – can be tied together with the text or a  
7 condition.

8

9 Chair Barrett: Section 3.3 – may need to be removed if the downtown theater moves  
10 forward.

11

12 3.4: Provide retail services presently unavailable – looking at the project without  
13 knowing who the tenants might be. Put a caveat that the retail cannot compete with  
14 downtown retail.

15

16 3.5: Would like to see the developer step forward to provide LEED certification  
17 standards. Want to see explicit statement of LEED certification.

18

19 3.6: Want to see this objective fully implemented – river access through entire part of  
20 Parcel B - want to see the river walk extended at this time.

21

22 3.7: In favor of taking the steps in 3.6 above – want a mitigation for removing 18” oak.

23

24 3.13: Make internal circulation work on this project – does not work as currently set up.

25

26 Commissioner Asselmeier: Want to promote the trolley going through – will continue to  
27 enhance Petaluma. Want the trolley to use existing tracks.

28

29 Council Member Healy: Section 3.3: How do we deal with this theater as a back-up  
30 plan?

31

32 George White: Theater district ordinance.

33

34 Chapter 4:

35

36 Commissioner von Raesfeld: Introductory statement – looking at the landscape site plan  
37 – retention basin, wetlands, creeks, river with setback with the exception of the remainder  
38 of Parcel B. Need to know what the future development plan is for the remainder of  
39 Parcel B.

40

41 Confused by 4.1: Is it the same process we are going through tonight?

42

43 George White: Yes.

44

45 Commissioner von Raesfeld: Need list of uses – why refer to C-H district? No reference  
46 to square footage – talking about regional majors and juniors – that use makes me  
47 nervous. Think about the appropriateness of motel. Counts in the EIR were not

1 considered for bowling, miniature golf. Will affect traffic – EIR looked at retail uses.  
2 Pg. 11, land use plan – graphic (4.13) – would prefer General Plan land use map.

3 .  
4 Chair Barrett: Are permitted uses by right?

5  
6 George White: Permitted by right, however, can make recommendations to limit uses or  
7 have specific list of uses.

8  
9 Commissioner Asselmeier: Want to recommend that the remainder of Parcel B be  
10 dedicated to the City as open space access.

11  
12 Council Member Healy: Graphic 4.1.3 – is that consistent with what is being proposed  
13 now or with the original PCD.

14  
15 Chair Barrett: 4.1.12 – signs referring to what.

16  
17 George White: Signage for the businesses.

18  
19 Commissioner von Raesfeld: Needs clarification.

20  
21 Chapter 5:

22  
23 Commissioner von Raesfeld: Pg. 12 – middle of page – APNs – what do they relate to?.

24  
25 5.3: Are ideas and design principles interchangeable?

26  
27 5.3.1: Buildings related favorably to landscape and current project – think there are  
28 better ways. Next paragraph – not a lot of flexibility left.

29  
30 5.3.2: Views – what are the good views? How is this done – what are criteria.

31  
32 5.3.2: Bullet 2 – does it encroach into the setbacks?

33  
34 5.3.4: Building requirements – complement the premium outlets – typo refers to elevators  
35 rather than elevations. Does not meet the standards of the current outlet. I am in  
36 agreement with the statement – do not agree that the project does this.

37  
38 Chair Barrett: 5.3.1 - #3: Would like the parking lots to be permeable surfaces. Look  
39 into a parking structure that could decrease the amount of land being built on.

40  
41 5.3.3 - #1: Minimum to replace average for setbacks to be in agreement with the River  
42 Enhancement Plan.

43  
44 Concur with von Raesfeld on the architectural design – is not consistent with what is  
45 there.

1 Commissioner McAllister: Concur that the proposal does not match with the words. The  
2 type of uses are not consistent with what is currently there. The bulk and mass of the  
3 structures overwhelms the site. Would like to see development on Parcel B pulled back  
4 from southern portion. Views are critical from 101 and the river. Setback lines from 101  
5 need to be the same as on Parcel A. Use seems to be driving the parking – project  
6 exceeds parking requirement. Too much development on site – amount of paving is not  
7 acceptable. Concerned about the design of the buildings on Parcel B – roofs are  
8 prominent..

9  
10 Commissioner Asselmeier: Agree with Commissioner McAllister about the intensity of  
11 the development. Do not want one massive building. On 5.3.3, #2 – is it appropriate to  
12 build driveways within the setback area? Seems to exacerbate the flooding.

13  
14 Commissioner von Raesfeld: Pg. 14 – 5.3.7 – question the water supply – needs to be  
15 consistent with the EIR.

16  
17 5.3.8: Fire and Public Works should comment.

18  
19 5.4.1 - #1: Are not agrarian buildings.

20  
21 5.4.2: Long range views – we are not preserving the long range views.

22  
23 Side elevations missing – north side of theater building. North side of the retail block is  
24 missing also - is this part of submittal requirements.

25  
26 George White: All elevations are not required at this point.

27  
28 Commissioner von Raesfeld: Want to see a greater effort to have an agrarian theme.  
29 Will be perceived as one big building – suggest dividing into 2 or 3. The 101 view  
30 corridor is an important elevation as well. Question the strong pedestrian link. HVAC  
31 will be on the roofs – what will be done. Want to continue riverwalk to the south. Pg. 21  
32 defines all sides of the theater parcel – why is property line not delineated on Parcel B?  
33 Both EIR and this document refer to regional or historic heritage – this part of the project  
34 does not achieve this.

35  
36 Commissioner McAllister: Agree with Commissioner von Raesfeld regarding the bulk  
37 and mass – needs to be broken up. This proposal does not enhance our unique identity.

38  
39 Site circulation – concerned about the traffic impacts – is related to the use. Reduce the  
40 intensity of the proposal, change the use or integrate the uses. No circulation between  
41 Parcels A and B – pedestrian trips do not seem feasible. Want to see proposals as to how  
42 sustainable building will take place. What is the water use on the site – how is that  
43 monitored.

44  
45 George White: Water Resources Department reviews – Xeriscape Ordinance in effect.

46

1 Chair Barrett: R3 of EIR – mitigation measure 11.1.1 – reduce bulk and mass of  
2 structures or eliminate some buildings. Want to see this mitigation implemented.

3  
4 Chapter 6:

5  
6 Commissioner McAllister: Do not think the project respects the River Enhancement  
7 Plan. Developer needs to respect the setbacks of the plan. Would like the remainder of  
8 Parcel B to be dedicated open space. Would like to see more open space – perhaps put  
9 the maintenance on the developer. Trail needs to continue. Regarding Village Drive  
10 crossing – want more information on the bridge design. Want information on the  
11 necessity of Village Drive. Is it possible to make a connection between A and B and not  
12 have Village Drive – what are the tradeoffs? Would prefer to cross over Capri Creek in  
13 order to eliminate Village Drive. Village Drive encroaches on the river – needs further  
14 study. What intensity of development necessitates building Village Drive?

15  
16 Chair Barrett: Read from page C&R 390 and 391 from FSEIR – preserving open space –  
17 assumes all of parcel B.

18  
19 Commissioner von Raesfeld: Engineering drawings for bridge – 15 feet tall and 50-70  
20 feet long – a significant architectural element that we need to know about.

21  
22 Commissioner Asselmeier: PBAC put together some conditions of approval – possibly  
23 some could be considered in 6.1.

24  
25 Chair Barrett: Pg. 5 of FEIR – further environmental review would need to be done in  
26 order to construct Village Drive – studies will be done in the summer which is not the  
27 best time to assess impact on wildlife.

28  
29 Chapter 7:

30  
31 Commissioner von Raesfeld: 7.1, paragraph 2 – look at parcels B and C – look more like  
32 parking lots than connector roads. Access to Parcels A, B and C? Confusing statement.  
33 Emergency access – does this meet requirements? What are we abandoning, what are we  
34 building.

35  
36 Laterally two locations – what is this? Bullet 2 – leave major E you have to cross a  
37 parking lot. Bullet 4 – what are we trying to do here. Parking provisions, 7.2 – plan  
38 indicates the maximum square footage and the maximum parking.

39  
40 Council Member Healy: Concur with Commissioner von Raesfeld. Railroad being  
41 encroached on in Parcel B – want to preserve right of way for the trolley. Chapter 7  
42 should state to preserve the trolley in place. Setbacks should be consistent with Parcel A.

43  
44 Commissioner Dargie: Want fire or police to weigh in on emergency access – with only  
45 two access points want to know how this will work from a safety standpoint.

46

1 Commissioner Healy: Is the proposed new street consistent with what is being proposed  
2 on the other side of Petaluma Boulevard – want to ensure there is not another signalized  
3 intersection 100’ away on Petaluma Boulevard North. Six existing billboards on  
4 Chelsea’s property – looked at in terms of visual mitigations. Dedication of southern  
5 portion of Parcel B as open space. Follow-up on smaller parcel on the north end of the  
6 project near the river.

7  
8 Commissioner McAllister: Hydrology – what does the peak flood condition look like on  
9 all three parcels. Want the applicant to show this on all 3 parcels. Any remedy for  
10 flooding of existing stores. Grading for bioswales encroaches into existing tree canopies.  
11 This could be avoided if development was decreased. Locate all the bioswales away  
12 from the river vegetation. Swales could be part of the landscape plan and wetlands.  
13 Could become part of the river corridor if there was more space.

14  
15 Chair Barrett: Want Highway 101 drive surface profile for Parcel C.

16  
17 Commissioner Asselmeier: Want the opportunity to see the mitigation monitoring report  
18 when the applicant returns. Want another indemnification added so that if there is  
19 flooding or damage to tenants or homeowners downstream – would like a financial  
20 guarantee. Propose the draft Conditions of Approval include the recommendations from  
21 the Bike Committee.

22  
23 M/S von Raesfeld/Healy to continue to July 22, 2003.

24  
25 Commissioner von Raesfeld: Asked for copies of the original master plan.

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26  
27  
28 **II. FUTURE AGENDA ITEMS**

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29  
30  
31 **III. LIAISON REPORTS:**

- 32  
33 **a. City Council:** In the midst of budget hearings – will hopefully adopt next  
34 week.  
35 **b. SPARC:** None  
36 **c. Petaluma Bicycle Advisory Committee:** Improvement of trails on East  
37 Washington and Washington Creek. Reviewed Redwood Technology  
38 Center – provided conditions of approval.  
39 **d. Tree Advisory Committee.** None
- 

40  
41  
42 **Adjournment:** 10:58

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