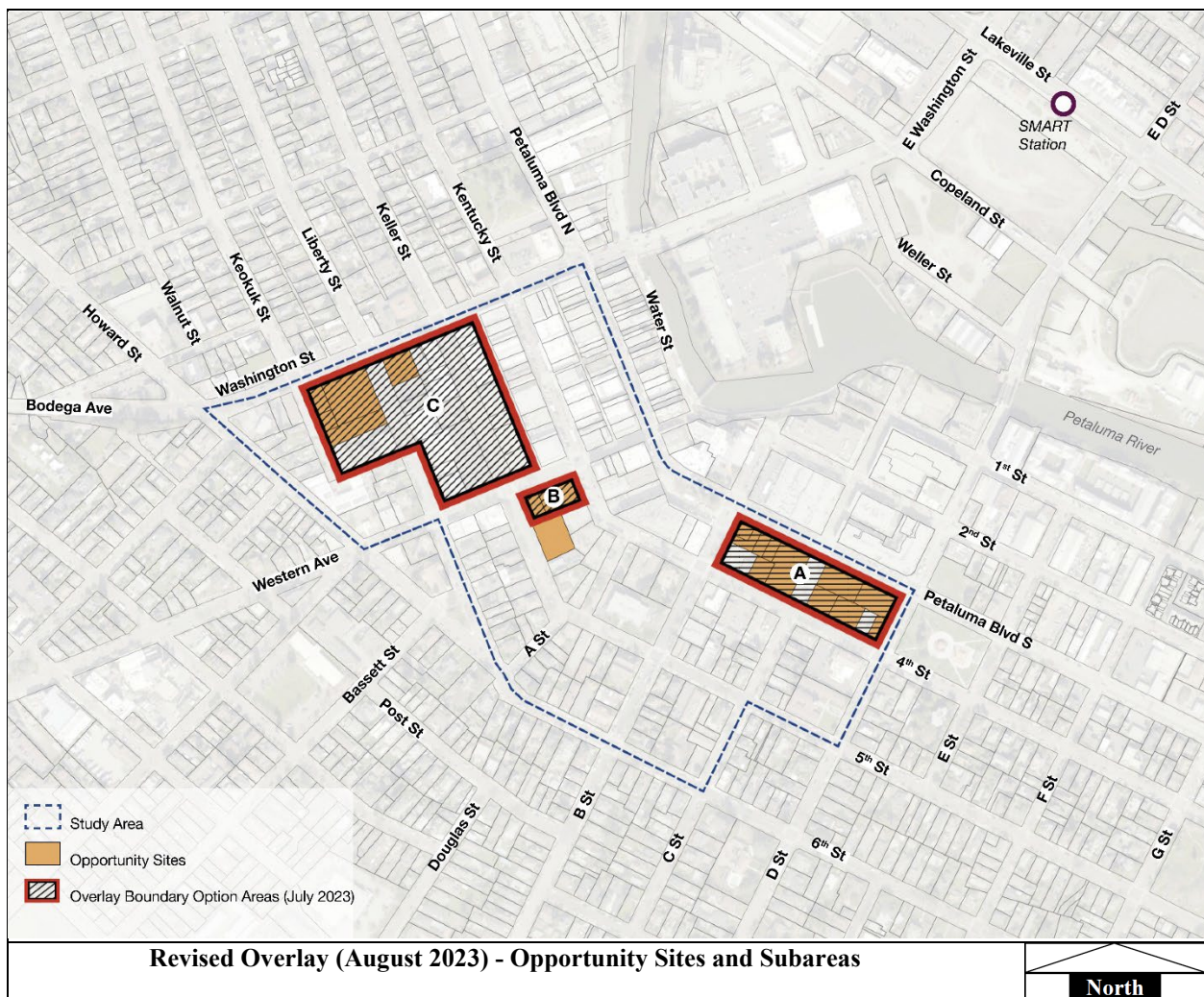


## Exhibit 1: Revised Overlay (August 2023) – Opportunity Site and Subareas

**Opportunity sites** are characterized by their potential to add value in creating a vibrant, safe, active, and pedestrian-friendly downtown. These sites have potential for redevelopment/increased development intensity and the ability to add to the sense of place within Downtown. They include vacant lots, abandoned structures, and low-density developments on lots dominated by parking. Designation as an opportunity site doesn't reflect current commercial activity; instead, it reflects the degree to which the site is developed. These sites present an opportunity for infill development that can enhance and complement the surrounding urban form over time.

The initial Overlay boundary (June 2023) was informed by the General Plan's Downtown Subarea boundary and the Theatre District Overlay boundary. Following the joint Planning Commission and Historical and Cultural Preservation Committee study session on June 13, 2023, and the community meeting on July 12, 2023, Planning staff requested a re-examination of the initial Overlay boundary using a methodology that would (1) preserve existing documented historic buildings and the Commercial Historic District to the greatest extent possible, (2) exempt existing residential development to the greatest extent possible, and (3) incorporate those sites with the greatest opportunity for redevelopment activity.

In the map image below, the 14-block study area is identified by a dashed blue line, with **Opportunity Sites** depicted in orange. Optional subareas are identified as Subarea A, B, and C.

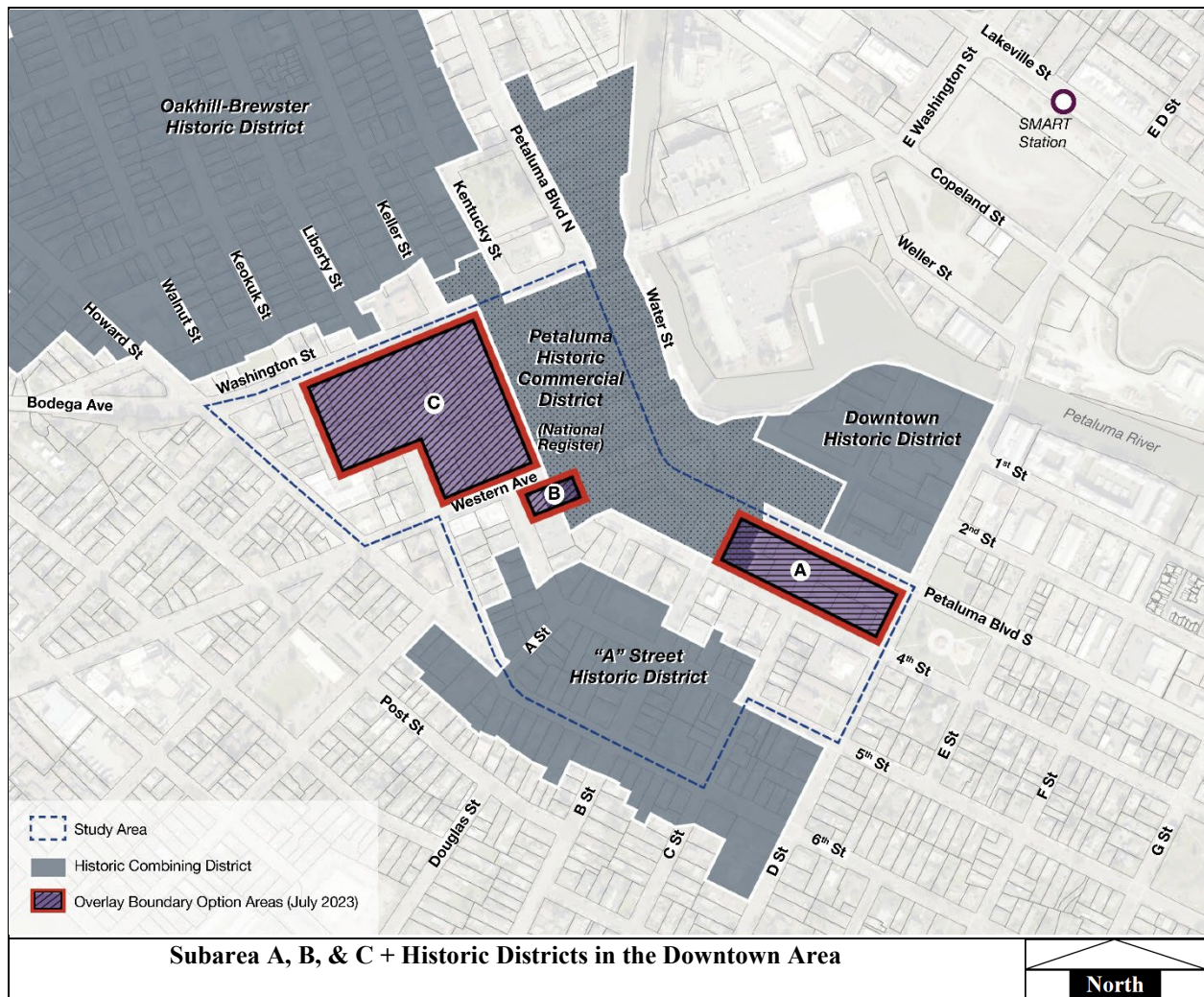


## Exhibit 2: Subareas, Historic Districts & Residential Properties

Revised Overlay Subareas A, B, and C preserve concentrations of historic buildings throughout the Downtown by focusing on Opportunity Sites located outside of Downtown's historic districts. In the image below, each Subarea is depicted in relationship to the Commercial Historic District and the "A" Street Historic District.

The Subareas reduce the total acreage proposed to be included in the Overlay by 71% from the initial Overlay (June 2023). The revisions to the initial Overlay further remove 15.2 acres or 94% of land in historic districts from consideration. In Subareas A and B, parcels within the Commercial Historic District that are proposed to be subject to the Overlay are either vacant or developed but not eligible for listing as historic resources (Subarea A has 3 parcels with the Commercial Historic District and Subarea B has 1). Overlay Subareas A, B, and C do not contain residential uses; Subarea C would confront residential properties along Liberty Street & Keokuk Street.

In the map image below, the 14-block study area is identified by a dashed blue line, the Historic Districts are shaded in gray, and each Subarea is outlined in Red.



## **Exhibit 3: Modification to Maximum Allowable Building Height**

### **Current Allowable Maximum Height = 45 feet**

Currently, the maximum allowable building height for a principal building in the Mixed Use 2 (MU-2) zoning district that is permitted by-right is 45 feet (IZO [Table 4.10](#)).

IZO [Section 12.020](#) provides for modifications to the maximum building height for certain types of structures such as church spires, belfries, cupolas and domes, monuments, water towers, fire and hose towers, silos, observation towers, distributions and transmission towers, lines and poles, windmills, chimneys, smokestacks, flag poles, and other unique instances; however, in general, it doesn't allow for usable space to be constructed over 45 feet.

### **Proposed Allowable Maximum Height = 60 feet [Conditional Use Permit (CUP) required]**

In the revised Overlay (August 2023), it is proposed that the by-right height limit in the Overlay would remain at 45 feet. Additional height up to 60 feet would be allowed, subject to Conditional Use Permit approval provided that certain additional review criteria (findings) are met. The additional review criteria are:

1. That the additional height makes a positive contribution to the overall character of the area and that the building will be compatible with its surroundings;
2. That the additional height would not cause a substantial adverse change in the significance of a historical resource that abuts or confronts the site; and
3. That the additional height will not result in unreasonable restrictions of light and air to adjacent properties or the public right-of-way, or otherwise be detrimental to the public health, safety, or welfare.

### **Proposed Allowable Maximum Height = 75 feet [CUP + Community Benefit required]**

If the findings listed above could be made, a new building in the Overlay could be as high as 60 feet. To exceed 60 feet, additional criteria would apply, to allow for a building height of no more than 75 feet. To be up to 75 feet, a building would need to include at least three of the following building or site features that provide a community benefit through design or active space:

1. Provide a ground floor activating use on building facades that face the street;
2. Provide a public benefit to improve the existing streetscape through widened sidewalks, additional street trees, new mid-block walkways/ paseos, public plazas, parks, etc.;
3. Provide publicly accessible private open space, such as a street-level park or rooftop open space;
4. Establish massing to express an existing datum line of the street wall or adjacent historic resource, if established; or
5. Provide a minimum ground floor height of at least 14 feet.

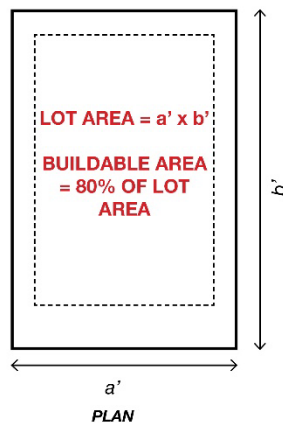
## Exhibit 3.1: Building Height “by-right” – 45 Feet

### Current Allowable Maximum Height = 45 feet

Currently, the maximum allowable building height for a principal building in the Mixed Use 2 (MU-2) zoning district that is permitted by-right is 45 feet (IZO [Table 4.10](#)).

IZO [Section 12.020](#) provides for modifications to the maximum building height for certain types of structures such as church spires, belfries, cupolas and domes, monuments, water towers, fire and hose towers, silos, observation towers, distributions and transmission towers, lines and poles, windmills, chimneys, smokestacks, flag poles, and other unique instances; however, in general, it doesn’t allow for usable space to be constructed over 45 feet.

### MU-2 (45’ By-Right)

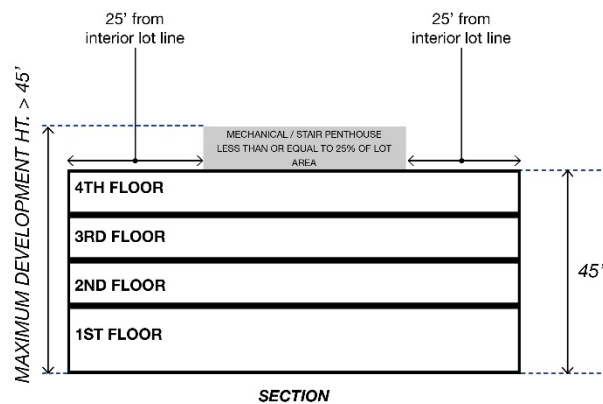


ALLOWABLE LOT COVERAGE = 80%

ALLOWABLE FAR = 2.5

ALLOWABLE TOTAL USABLE AREA = LOT AREA x FAR

MAXIMUM DEVELOPMENT HEIGHT = 45' (SOME EXCEPTIONS)



#### Code Section 12.020 – Modification to Maximum Height Limit

##### Current Text

The maximum height prescribed in Tables 4.6 to 4.13 shall not apply to: ...

D. Elevators and stair penthouses, water tanks, monitors and scenery lofts, provided no linear dimension of any such structure exceeds fifty (50) percent of the corresponding street lot line frontage; or to towers and monuments, fire towers, hose towers, cooling towers, gas holders or other structures, where the manufacturing process requires a greater height. Provided, however, that any structure above the height otherwise permitted in the district shall occupy no more than twenty-five (25) percent of the area of the lot and shall be distant not less than twenty-five (25) feet from every interior lot line.

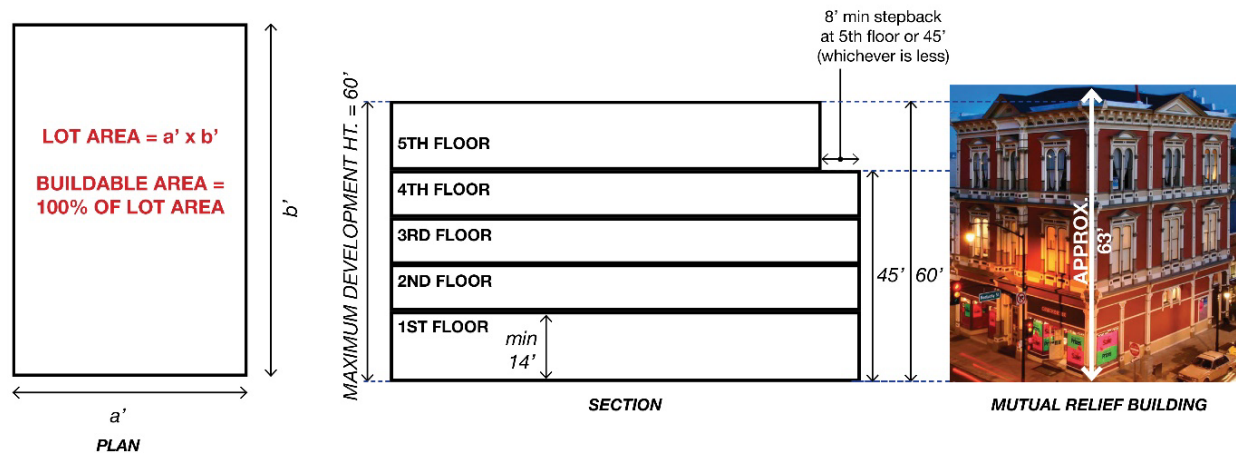
## Exhibit 3.2: Building Height with CUP required – 60 Feet

### Proposed Allowable Maximum Height = 60 feet [Conditional Use Permit (CUP) required]

The revised Overlay (August 2023) proposes that the by-right height limit in the Overlay would remain at 45 feet. Additional height up to 60 feet would be allowed, subject to Conditional Use Permit approval provided that certain additional review criteria (findings) are met. The additional review criteria are:

1. That the additional height makes a positive contribution to the overall character of the area and that the building will be compatible with its surroundings;
2. That the additional height would not cause a substantial adverse change in the significance of a historical resource that abuts or confronts the site; and
3. That the additional height will not result in unreasonable restrictions of light and air to adjacent properties or the public right-of-way, or otherwise be detrimental to the public health, safety, or welfare.

### OVERLAY (60' Subject to CUP Approval)



ALLOWABLE LOT COVERAGE = 100%

ALLOWABLE FAR = up to 6

ALLOWABLE TOTAL USABLE AREA = LOT AREA  $\times$  FAR

MAXIMUM DEVELOPMENT HEIGHT = 60'  
(NO EXCEPTIONS)

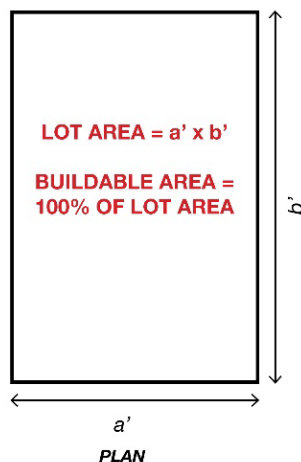
## Exhibit 3.3: Building Height with CUP required + Public Benefit – 75 Feet

### Proposed Allowable Maximum Height = 75 feet [CUP + Community Benefit required]

If the findings listed in Exhibit 3 can be made, a new building in the Overlay could be as high as 60 feet. To exceed 60 feet, additional criteria would apply, to allow for a building height of no more than 75 feet. To be up to 75 feet, a building would need to include at least three of the following building or site features that provide a community benefit through design or active space:

1. Provide a ground floor activating use on building facades that face the street;
2. Provide a public benefit to improve the existing streetscape through widened sidewalks, additional street trees, new mid-block walkways/ paseos, public plazas, parks, etc.;
3. Provide publicly accessible private open space, such as a street-level park or rooftop open space;
4. Establish massing to express an existing datum line of the street wall or adjacent historic resource, if established;
5. Provide a minimum ground floor height of at least 14 feet.

### OVERLAY (75' Subject to CUP Approval with Additional Criteria)

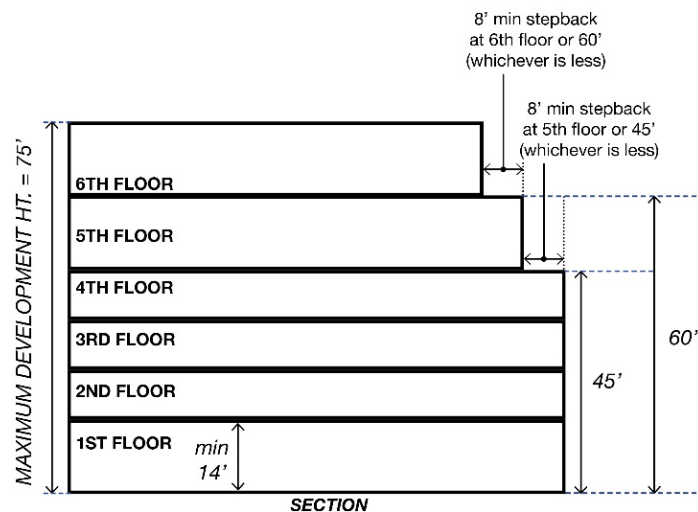


ALLOWABLE LOT COVERAGE = 100%

ALLOWABLE FAR = up to 6

ALLOWABLE TOTAL USABLE AREA = LOT AREA  $\times$  FAR

MAXIMUM DEVELOPMENT HEIGHT = 75'  
(NO EXCEPTIONS)



## Exhibit 4: Development Standards - MU2, June Overlay & August Overlay

	MU2	June Overlay	August Overlay
<b>Lot Area (Min)</b>	2,000 SF	No Change	No Change
<b>Lot Depth (Min)</b>	N/A	No Change	No Change
<b>Lot Width (Min)</b>	N/A	No Change	No Change
<b>Height (Max)</b>	45'	60' by right 75' w/qualifying criteria	60' w/Conditional Use Permit 75' w/CUP +qualifying criteria
<b>Exceptions to height limit allowed?</b>	Yes; Per Section <a href="#">12.020.D</a>	No, any building over 45' is limited to an overall Max of 60'/75'	
<b>Setbacks or Stepbacks?</b>			
<b>Front (Min/Max)</b>	0-10'	0'	
<b>Rear (Min)</b>	0'	0'	
<b>Street-side (Min)</b>	0'	0'	
<b>Interior Side (Min)</b>	0'	0'	
	Setbacks reported above assume no abutting R District	(Change to not allow a front yard setback was made to reflect the historic building pattern in the downtown - see Exhibit 13)	
<b>Upper Floor Stepbacks?</b>	None	Yes, See Exhibit 4 for details	
<b>Lot Coverage (Max)</b>	80% Maximum	No Limit	
		100% Lot Coverage (change intended to reflect the historic building pattern in the downtown - see Exhibit 13)	
<b>Floor Area Ratio (Max)</b>	2.5	6.0	
<b>Parking</b>	Per <a href="#">IZO Chapter 11</a>	The parking and loading standards contained in IZO Chapter 11 will not be modified by the Overlay.	

## Exhibit 4.1: Overlay Proposed Development Standards

The Overlay would replace setback development standards found in [IZO Table 4.10](#) with new building configuration requirements (bulk and mass controls) that provide the City with more specific control over building height, as well as specific setbacks for new development that would control how a building relates to a residential use or contributing building within a historic district.

**Building Setback** - The minimum horizontal distance between a lot line and the wall or parapet of a building. Buildings may be required to setback from front, side, or rear lot lines.

**Building Stepback** - A stepback requires that any portion of a building above a certain height is further pushed-in towards the center of the property.

**Table 1: Building setback and stepback development standards for all new buildings:**

Table 1 - Setbacks/Stepbacks General				
	Setbacks	Stepbacks (based on Building Height)		
		0-45'/4-stories	Above 45'/4-stories (whichever is less)	Above 60'/5-stories (whichever is less)
Primary Street Frontage	0	NA	8' Min	16' Min
Other Street Frontage (excluding an alley)	0	NA	5' Min	5' Min
Interior Side	0	NA	5' Min	5' Min
Rear	0	0	0	0

**Table 2: Building setback and stepback development standards - confronting a residential use:**

Table 2 - Setbacks/Stepbacks when confronting a residential use			
	Setbacks	Step =backs (Based on Building Height)	
		0-30'/2-stories	Above 30'/2-stories (whichever is less)
Primary Street Frontage	0	NA	10' Min
Other Street Frontage (excluding an alley)	0	NA	5' Min
Interior Side	0	NA	5' Min
Rear	0	0	0
Note: Additional 10' stepback to be applied for every story above 30'			

**Table 3: Building setback and stepback development standards - abutting a contributing building within a historic district:**

Table 3 - Setbacks/Stepbacks Abutting Contributing Structures in Historic Districts					
	Setbacks	Stepbacks, Based on Building Height			
		0-30'/2-stories	Above 30'/2-stories (whichever is less)	Above 45'/4-stories (whichever is less)	Above 60'/5-stories (whichever is less)
Primary Street Frontage	0	NA	0	8' Min	16' Min
Other Street Frontage (excluding an alley)	0	NA	0	5' Min	5' Min
Interior Side, abutting contributing building	0	NA	10' Min	10' Min	10' Min
Interior Side, not abutting contributing building		NA	5' Min	5' Min	5' Min
Rear	0	0	8' Min	8' Min	8' Min

Exhibit 4.2: Overlay Development Standards, General

Table 1: 45 feet Illustrated

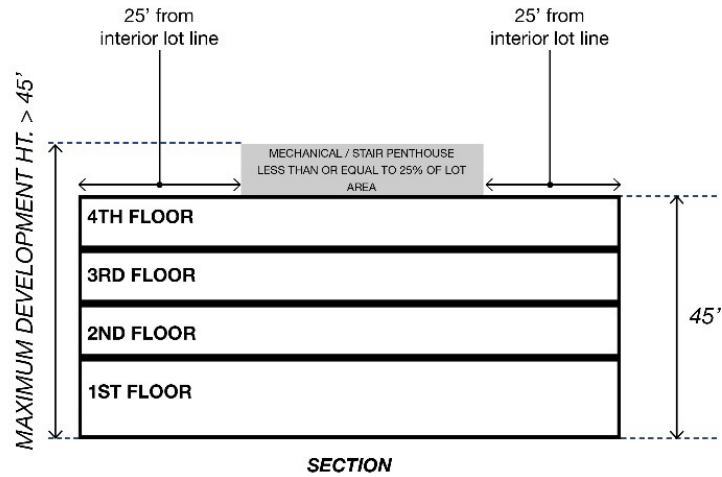


Table 1: 60 Feet Illustrated

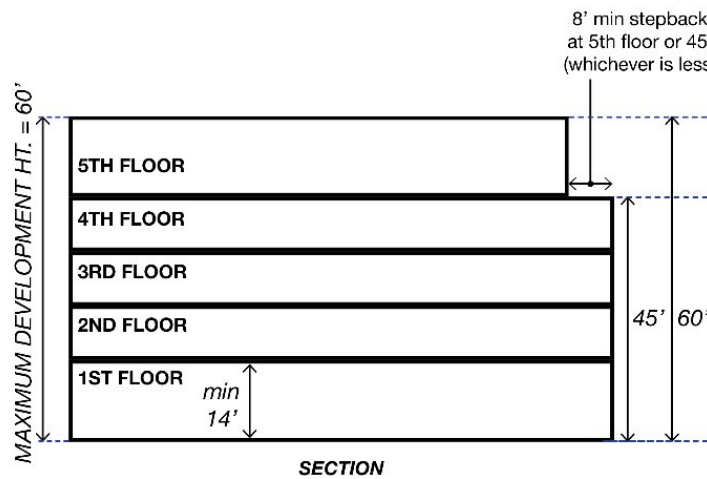
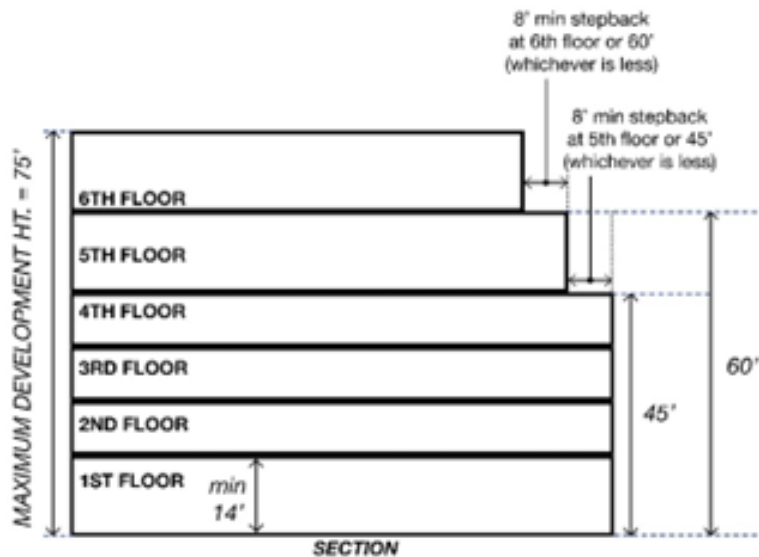
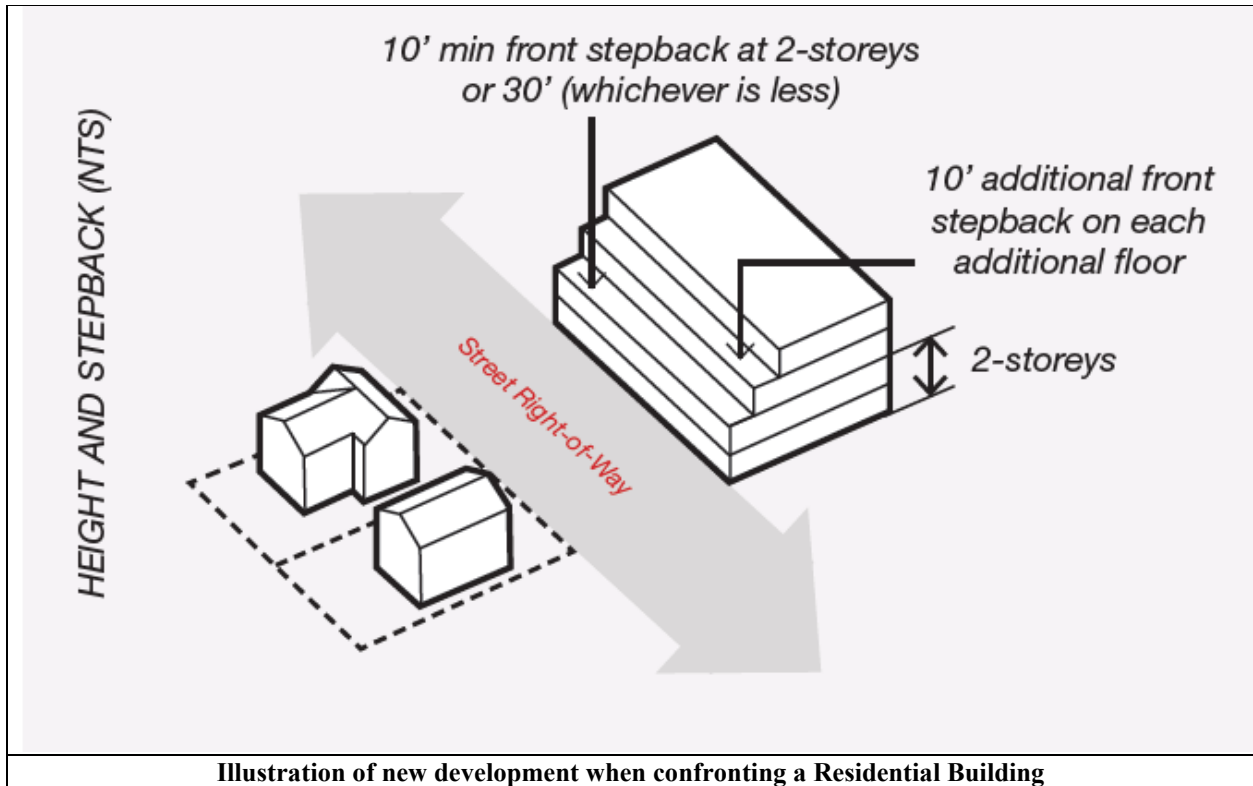


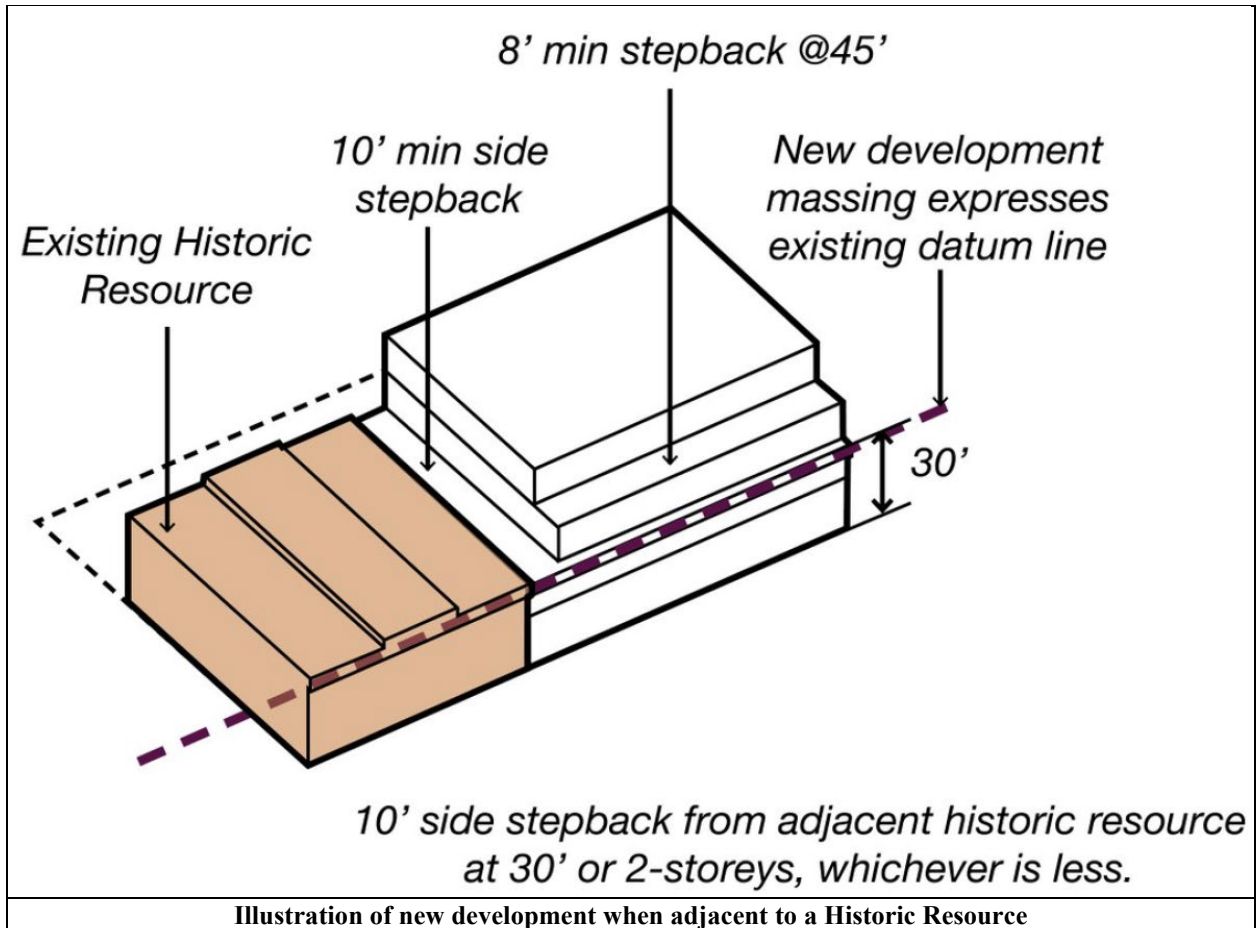
Table 1: 75 Feet Illustrated



## Exhibit 4.3: New Development Confronting a Residential Building

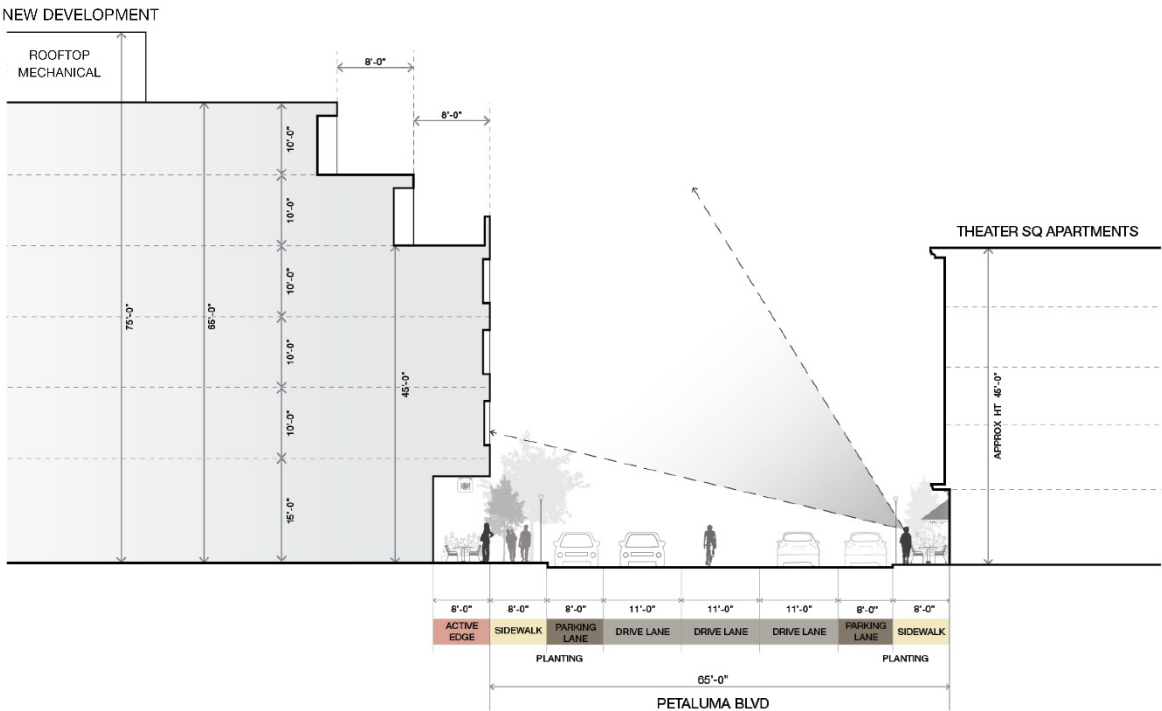


## Exhibit 4.4 New Development Adjacent to a Historic Resource



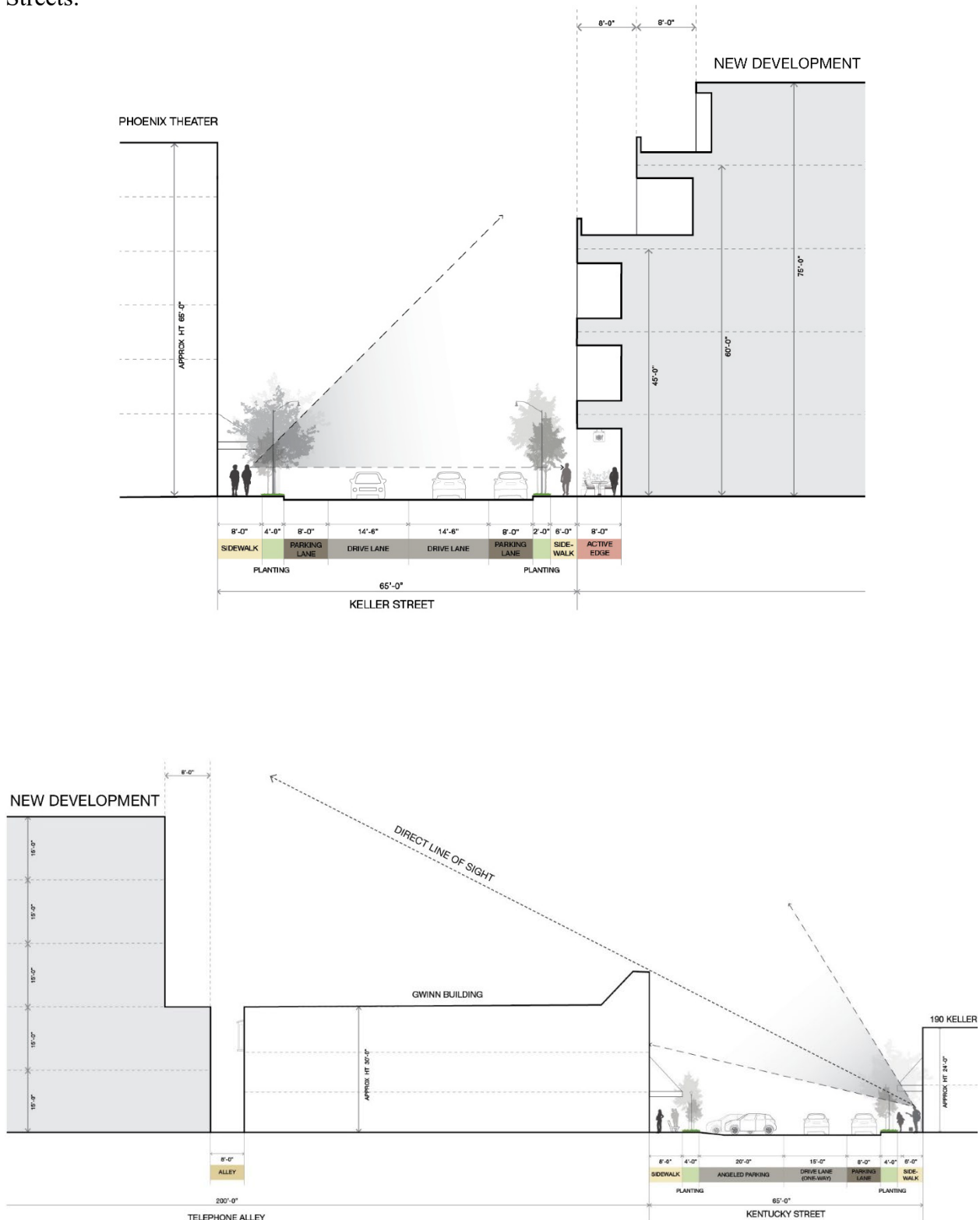
# Exhibit 5.1: Section/Line-of-Sight – Petaluma Boulevard South

This section drawing/line-of-sight analysis depicts the potential building form allowed by the Overlay for a 75-foot-tall building. With the upper floor stepbacks, the enclosed portions of the building above 45-feet are not visible to pedestrians using the sidewalk on the east side of Petaluma Boulevard South.



## Exhibit 5.2: Section/Line-of-Sight – Keller and Kentucky Streets

This section drawing/line-of-sight analysis depicts the potential building form allowed by the Overlay for a 75-foot-tall building. With the upper floor stepbacks, the enclosed portions of the building above 45-feet are not visible to pedestrians using the sidewalk on the Keller or Kentucky Streets.



## Exhibit 6: General Plan 2025 Consistency

The General Plan 2025 identifies fifteen guiding principles that define a framework for development. The Overlay is located in the Downtown and development is guided by four of these principles:

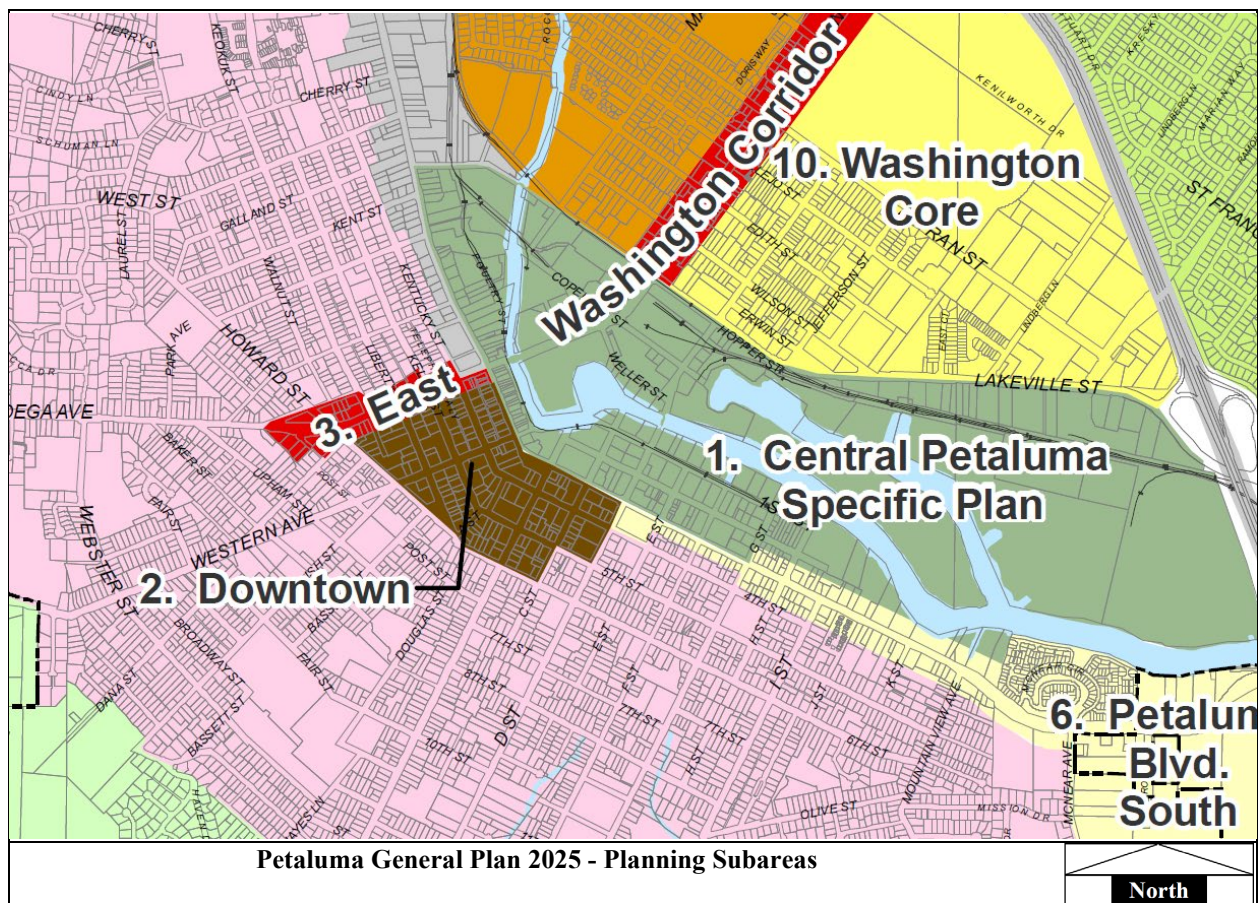
- Enhance Downtown by preserving its historic character, increasing accessibility and residential opportunities, and ensuring a broad range of businesses and activities.
  - Foster and promote economic diversity and opportunities.
  - Expand retail opportunities to meet residents' needs and promote the city's fiscal health, while ensuring that new development is in keeping with Petaluma's character.
10. Continue efforts to achieve a jobs/housing balance, emphasizing opportunities for residents to work locally.

Goal 2-G-3 applies to the Overlay: "Advance Downtown Petaluma as a focus of civic and cultural activity in the community, retain a strong pedestrian orientation and scale, preserve and enhance buildings of historic and architectural importance." General Plan 2025 policies which the proposed Overlay support follow:

- 1-P-1: Promote a range of land uses at densities and intensities to serve the community's needs within the Urban Growth Boundary (UGB).
- 1-P-2: Use land efficiently by promoting infill development at equal or higher density and intensity than surrounding uses in order to use land efficiently.
- 1-P-3: Use land efficiently by promoting infill development, at equal or higher density and intensity than surrounding uses.
- 1-P-6: Encourage mixed-use development, which includes opportunities for increased transit access.
- 1-P-7: Encourage flexibility in building form and in the nature of activities to allow for innovation and the ability to change over time.
- 1-P-11: Allow land use intensification at strategic locations along the arterial corridors leading to Downtown and Central Petaluma, including aging commercial and industrial sites.
- 1-P-12: Encourage reuse of under-utilized sites along East Washington Street and Petaluma Boulevard as multi-use residential/commercial corridors, allowing ground-floor retail and residential and/or commercial/office uses on upper floors.
- 2-P-3: Maintain landmarks and aspects of Petaluma's heritage that foster its unique identity.
- 2-P-5: Strengthen the visual and aesthetic character of major arterial corridors.
- 2-P-14: Promote the development and intensification of the Downtown commercial core as both a visitor destination and a neighborhood retail center.
- 2-P-17: Pursue the development and promotion of cultural activities and facilities, such as museums, meeting halls, community theatres, public art galleries and shows, and outdoor gathering places within the Downtown area.
- 2-P-57: Foster connections to the river from surrounding areas and ensure that new development adjacent to the river is oriented toward it.
- 5-P-4: New development and/or major expansion or change of use may require construction of off-site mobility improvements to complete appropriate links in the network necessary for connecting the proposed development with existing neighborhoods and land uses.
- 9-P-12: Maintain and expand Downtown as a hub of commercial and retail activity with residential opportunities.
- 9-P-13: Expand and diversify Petaluma's retail base.
- 9-P-19: Insure the long-term fiscal health of Petaluma, as the City continues to develop, balancing fiscal concerns with economic, social, environmental, and cultural values.

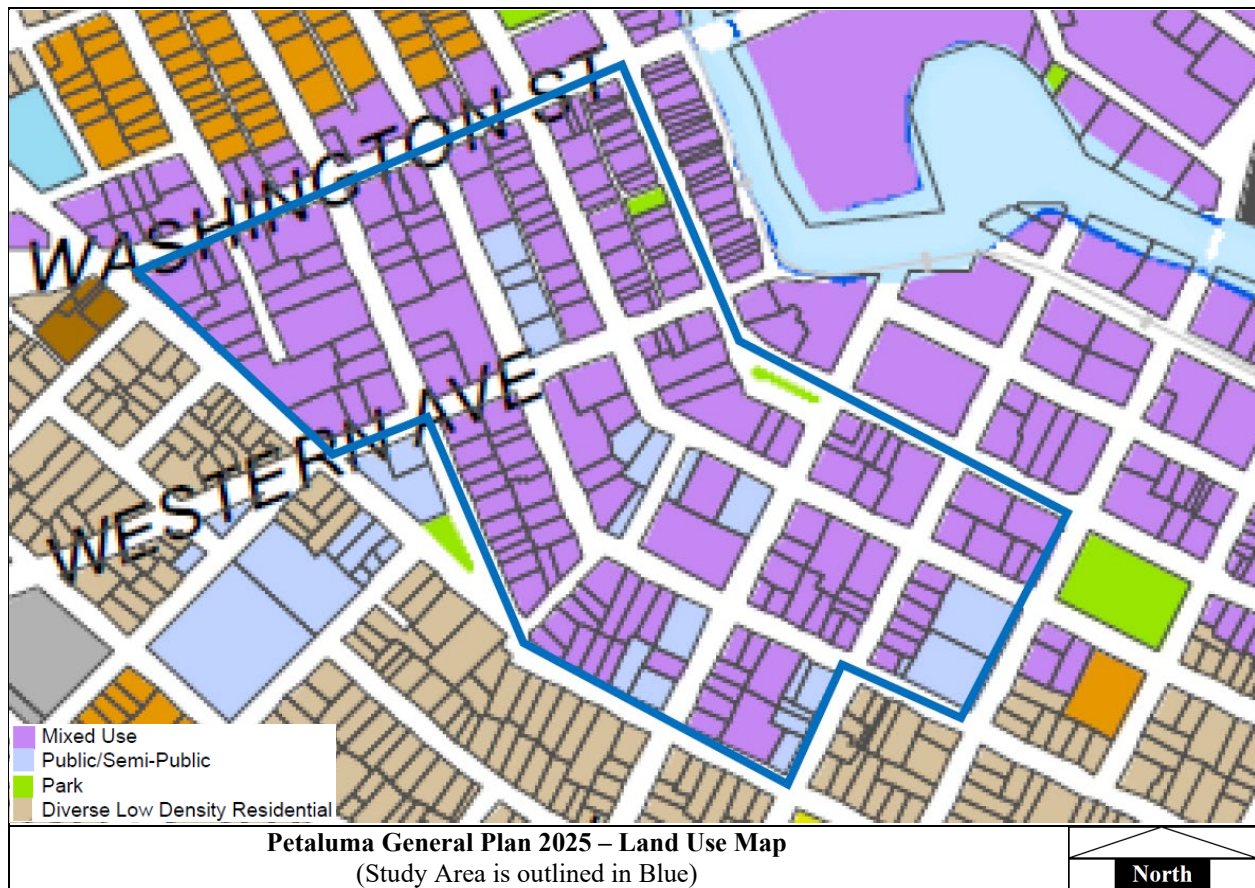
## Exhibit 7: General Plan 2025 Subareas

The study area is within an area designated by the [General Plan 2025](#) as the Downtown Subarea (in fact, aside from the blocks that contain the Saint Vincent de Paul Roman Catholic Church and Liberty Park, the study area comprises the remaining blocks that comprise the Downtown Subarea). Several General Plan Subareas abut or are in the vicinity, including (1) the Central Petaluma Specific Plan Subarea that abuts the site to the north across Petaluma Boulevard, (2) the Petaluma Boulevard South Subarea that begins roughly 2 blocks to the southeast along Petaluma Boulevard South, (3) the West Subarea that is approximately two blocks to the south and east and includes part of the historic residential core of Petaluma, and (4) the East Washington Corridor Subarea that is approximately two blocks to the north. Generally, the Downtown, Central Petaluma Specific Plan, Petaluma Boulevard South, and East Washington Corridor Subareas support a mix of commercial and residential uses, while the West Subarea is predominantly residential but also includes commercial and institutional uses. The General Plan subareas are depicted below.



## Exhibit 8: General Plan 2025 Land Use Classification

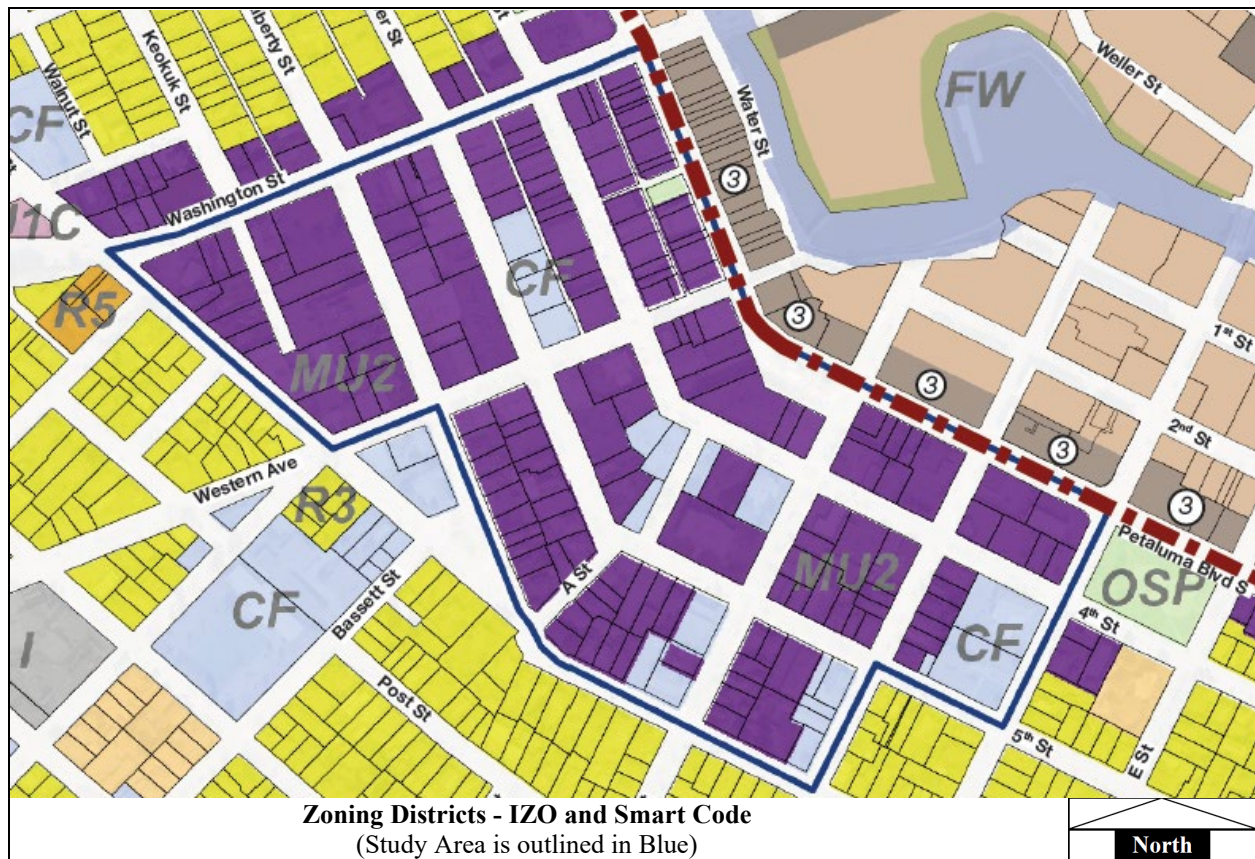
The General Plan 2025 Land Use Classifications for the parcels within the study area include Mixed Use, Public/Semi-Public and City Park. The Mixed Use classification encourages pedestrian-oriented development and calls for a range of uses to include retail, residential, service commercial, and offices. The maximum FAR for the Mixed Use classification is 2.5 for residential, non-residential, and mixed uses and the maximum residential density is 30 dwellings per acre. The Public/Semi-Public classification includes proposed gateways, public utility facilities, government offices, and community service uses (e.g., churches) and lands. The Public/Semi-Public uses in the area include the Petaluma Historical Library & Museum building at 20 4<sup>th</sup> Street, the Unitarian Universalists of Petaluma building at 16 5<sup>th</sup> Street, and City parking lots and garages. Putnam Plaza park occupies the parcel within the Park classification. The General Plan land use classifications are depicted below.



## Exhibit 9: IZO & Zoning Map

The Zoning designations for the parcels within the study area include Mixed Use (MU2), Civic Facility (CF), and Open Space and Park (OSP). The MU2 designation is applied to Downtown Petaluma and adjacent areas that are intended to evolve into the same physical form and character of development as that in the historic Downtown area. The MU2 zone is consistent with and implements the mixed-use land use classification of the general plan, which establishes a maximum FAR limit of 2.5 for residential and nonresidential uses within the classification, and a maximum density of 30 units per acre for residential. The CF parcels within the study area abut the MU2 zone, and per Table 4.13 of the IZO, the development standards set forth for the MU2 zone also apply to the CF zone. The OSP zone is applied to undeveloped areas and sites that are appropriate for the preservation of natural resources, outdoor recreation, to be maintained in open space for the protection of public health and safety, and existing city public parks. The OSP zone is consistent with and implements the urban separator, open space, and city park land use classifications of the general plan. Abutting the Study Area to the east is the T-6 Urban Core zone that was established by the [Smart Code](#). T-6 Urban Core Zone consists of the highest density and height, with the greatest variety of uses, and civic buildings of regional importance.

The Zoning Map designations within the Study Area are depicted below.



## Exhibit 10: IZO Overlays

[IZO Chapter 5](#) established several Overlay Zones, and within the study area, there are two historic district overlays indicating the historic districts, and the theater district overlay. Parcels within the historic district are subject to [IZO Chapter 15, Historic Preservation](#) and parcels within the theater district are subject to [IZO Section 5.050, Theater District](#). The theater district overlay was intended to promote the development of movie theaters, including “first-run” movie theaters, and also theaters that provide limited, incidental showings of independent and foreign films. The theater district overlay will expire on August 4, 2023. The overlay districts within the downtown area are depicted below.



## Exhibit 11 Historic Context

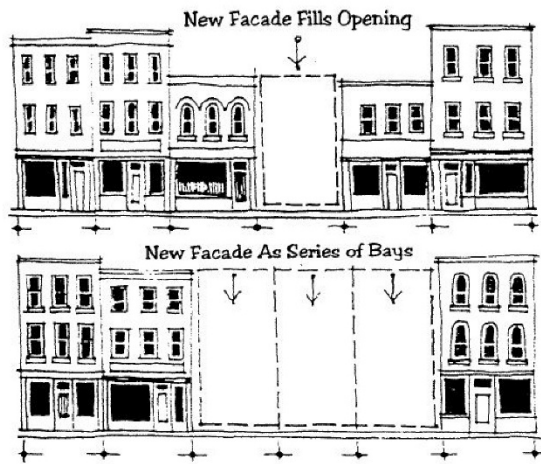
Downtown Petaluma was established in the mid-1800s and developed with a grid of regular streets and small blocks. Its pedestrian-friendly, walkable street network supports a variety of uses, including retail, restaurants, public uses, and professional offices, with limited opportunities for residential uses. Buildings within the historic district are generally three stories or less in height, creating a consistent scale for the district. The Downtown continues to reflect its historic structures, iron front facades, and mixed-uses.

The study area includes parcels within the [Petaluma Historic Commercial District](#) and the [A-Street Historic District](#).

The Historic Commercial District was listed on the [National Register of Historic Places \(NR# 95000354\)](#) on March 31, 1995, and adopted as a City Landmark with a Historic Overlay Zoning on September 7, 1999. The district exhibits a period of significance spanning from 1854 to 1945 featuring prominent architectural styles such as Late Victorian, Italianate, and Streamline Moderne. As noted within the National Register form, the buildings within the district demonstrate district unity by their built lot lines composition, storefronts with recessed entrances and flanking display windows, flat roofs with parapets, and elaborate ornamentation.

The A-Street Historic District was adopted as a City Landmark with a Historic Overlay Zoning in 1986. Architectural styles within the district range from 1860 to 1925 and include prominent and transitional combinations. Styles include Greek Revival, Gothic Revival, Italianate, Stick Style, Queen Anne, Shingle Style, Colonial Revival, Georgian Revival, Neo-Classical Revival, Craftsman, Spanish Colonial Revival, and Period Revival.

## Exhibit 12: Petaluma Commercial Historic Design Guidelines



Source: *Keeping up Appearances - Storefront Guidelines*  
A Publication of the National Trust for Historic Preservation

### IMAGES FROM PETALUMA COMMERCIAL HISTORIC DISTRICT DESIGN GUIDELINES

#### CHP 7 - GUIDELINES FOR NEW CONSTRUCTION

