

Service Corporation of Westover Hills

July 18, 2008

Mr. Troy Brestel
Project Engineer
Delaware Department of Transportation
P.O. Box 778
Dover, DE 19903

Re: Barley Mill Plaza – Stoltz Proposed Plan

Dear Mr. Brestel:

I write as a resident of Westover Hills, Section C, and on behalf of the Board for the Service Corporation of Westover Hills. Our neighborhood is adjacent to where Routes 141 (Centre Road) and 52 intersect and is directly behind a portion of Barley Mill Plaza (“BMP”). I write to convey our serious concerns with the current development plans of Stoltz Realty Partners (“Stoltz”) for BMP from a transportation standpoint.

Stoltz acquired BMP last year for \$90 million and describes its proposed redevelopment as a “\$525 million” project. I understand that Stoltz is a real estate investment trust, and from my experience as a commercial lawyer, this projection is reflective of the type of return on investment expected by investors in such a vehicle. One unfortunate consequence of this kind of investment-driven ownership in real estate developments, including projects next to residential communities, is a lack of appreciation for the community “ripple effects”, including transportation concerns. This situation is the only explanation I can come up with as to why a project of this magnitude, which would have a devastating impact on an already heavily congested transportation system, would even be attempted.

I understand the basic facts, as they relate to traffic, are as follows: currently BMP consists of 1.0 million square feet of developed office space, which is now 60% occupied by a single tenant (DuPont). I understand that tenant intends to vacate that location within two years, but move approximately 2,000 employees less than one mile south on Route 141 to the Chestnut Run property – after that site is expanded. Stoltz intends to triple the amount of developed building space at BMP to 3 million square feet, half of which (1.5 million square feet) would be office space. Essentially what this means is that BMP in combination with the expansion of Chestnut Run could cause current traffic relating solely to commercial usage to triple or even quadruple. Yet, in addition to new office space, Stoltz proposes to develop another 1.5 million square feet consisting of roughly one-half “retail” and one-half residential development. Given the estimated number of residential units of at least 700, that feature of this redevelopment can

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only make matters worse. By definition, residences will add to the traffic congestion especially during peak periods, even if you accept that this will be a so-called “village” where some resident may work within the property.

If that were not enough evidence that our transportation system would be pushed beyond the breaking point, an additional approximate 750,000 square feet of retail development is proposed. Even if you accept the “village” concept and assume that will mean the retail space will be used by the “villagers”, it is undeniable that the developer’s investment return will be enhanced by also targeting non-residents from not only the immediate surrounding areas but also those from more distant locations. Retail establishments already identified by the developer reflect that intention (movie theatre, restaurants). However, even ignoring the likely scope of targeted customers, the reality is that as a matter of convenience many of the retail establishments are inevitably going to attract both residents in neighboring communities as well as those traveling through the area (i.e., daily commuters).¹

With these details in mind, it is impossible to envision a project of this scale resulting in anything but nightmarish gridlock in an already heavily congested traffic region. The project would be three times the size of Christiana Mall, and that commercial development has the benefit of being adjacent to an interstate highway. Unbelievably, this colossus would equal the size of King of Prussia mall, one of the largest malls in the county (and which has proximity to I-76). How in the world can our already overloaded transportation system bear such a development?

With these concerns in mind, from a transportation standpoint we urge DelDot to undertake a comprehensive traffic assessment which, among other things, takes into consideration the following:

1. First, this project should be approached from a regional perspective. SR 141 draws traffic, including daily commuters, from Hockessin/Pike Creek, Newark, Landenberg, PA, Brandywine Hundred and even Bear and southern parts of the county. SR 141 has become a bypass for congested I-95, and even a “short cut” for truck travel between the Pennsylvania Turnpike and points south of Philadelphia.

2. Routes 141 and 48 realistically are incapable of being further improved to relieve existing traffic patterns, let alone the gridlock resulting from a project of this scope. Route 48/Lancaster Pike east of Route 141 has no room for widening. Route 141 is in the process of being widened as a “boulevard” from Kirkwood Highway to Faulkland Road at great expense, and recently the intersection of Routes 100 and 141 was improved to alleviate gridlock there and

¹ The scale of this proposed project is enormous. In addition to 2.9 million square feet of building space, the proposed project contemplates two million square feet of parking, which is yet another indicia of the expected transportation volume.

in the vicinity of the Tyler McConnell bridge. The bridge itself has only two lanes and I understand there are no plans in the foreseeable future to expand it (and an expansion would take years to complete).

3. Existing traffic volume already puts the current traffic system at or near failing levels already. Currently Rt. 141 between Rt. 48 and 52 (i.e., the highway directly in front of BMP) is rated LOS D, at 92% capacity. I understand that WILMAPCO studies reflect that if the current BMP were at full capacity (i.e., 1.0MM square feet vs. the current 600,000 usage), the rating would slip to LOS E. If there were 4,000 additional vehicles on this segment of Rt. 141 – which would occur if something even close to the current plan were approved – then the rating would slip to LOS F.

Nearby intersections are already at or heading to failure. By way of example, I understand the Rt. 48/Centerville Road intersection is LOS E and D during morning and evening “rush hour” periods, respectively. The intersection at Barley Mill Road and Rt. 141 can require a wait of three or more traffic light cycles. Towards the City of Wilmington, SR 52/Pennsylvania Avenue will be even more burdened. By way of example, in exiting our section of Westover Hills, it is increasingly challenging and sometimes down right dangerous to turn north bound onto Rt. 52, especially during peak periods.

4. In addition to the resultant tripling or quadrupling of the current volume of traffic just from the proposed office development at BMP, DelDot should give careful scrutiny to the added impact from approximately 750,000 square feet of retail development. Even if you were to assume that the retailers were intended only to cater to “villagers”, with some spillover to residents from the immediate surrounding area (a huge assumption), it is obvious that the large number of commuters traveling past BMP each day – especially those coming from Pike Creek/Hockessin and Pennsylvania (there are limited shopping venues along their route) – will be drawn to this new “shopping district” as a matter of convenience. This added usage, whether mostly “quick stops” or before or after work dining and entertainment, simply from the standpoint of increased ingress and egress into BMP could be tremendously disruptive of traffic flows. However, what is even more unsettling is the likely draw of non-Delaware residents via I-95 and points from Pennsylvania to another “tax free” shopping destination. The developer may describe this project as a “village”, but it is undeniable that the return on its investment will be much higher if its retail tenants attract a wider customer base than just from residents from the immediate area. This retail development would be nearly 75% the size of Christiana Mall, yet without I-95 (and Route 1) access or the equivalent.

5. In addition to the overwhelming traffic for the combined office, residential and retail usage, a development of a scale equivalent to King of Prussia Mall would require a heavy, continual flow of delivery vehicles of all shapes and sizes. DelDot is in a better position to measure the expected impact on congestion, road maintenance and the like, but I believe it is safe to say it would be substantial.

6. As you know, Stoltz has submitted proposals for significant expansions at nearby Greenville Shopping Center and the former MBNA/Columbia Gas site on Routes 52 and 100, respectively. Obviously, such redevelopment will result in an increase in the volume of the traffic in the area, including on Routes 141 and 48 adjacent to BMP. This projected higher usage should be factored into DelDot's evaluation of the BMP project.

7. Finally, at the recent public meeting before the New Castle County Planning Board, one nearby resident (from Westover Woods) expressed concern over the impact on noise levels from even more dense traffic in the area. Apparently, the current average decibel level on SR 141 exceeds federal standards (as the resident of a neighborhood on the other side of SR 141, I can attest to that). I would hope DelDot would also take this factor into consideration when evaluating the traffic impact of this colossal project. Indeed, I fear that noise will become a "24/7" issue for surrounding neighborhoods.

Notwithstanding the growing transportation challenges in Delaware, many of us continue to cherish a certain quality of life living in our state. The neighborhoods immediately surrounding BMP historically have been among the most prominent in Northern Delaware. Unfortunately, we fear our quality of life is in real jeopardy. In fact, the impact of this redevelopment project will not be limited to those living in the immediate area, but also the thousands who already must travel through here each day. For all of these reasons, we believe DelDot should apply the strictest scrutiny in evaluating the proposed development.

Sincerely yours,

Jeffrey M. Schlerf

JMS/rd

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