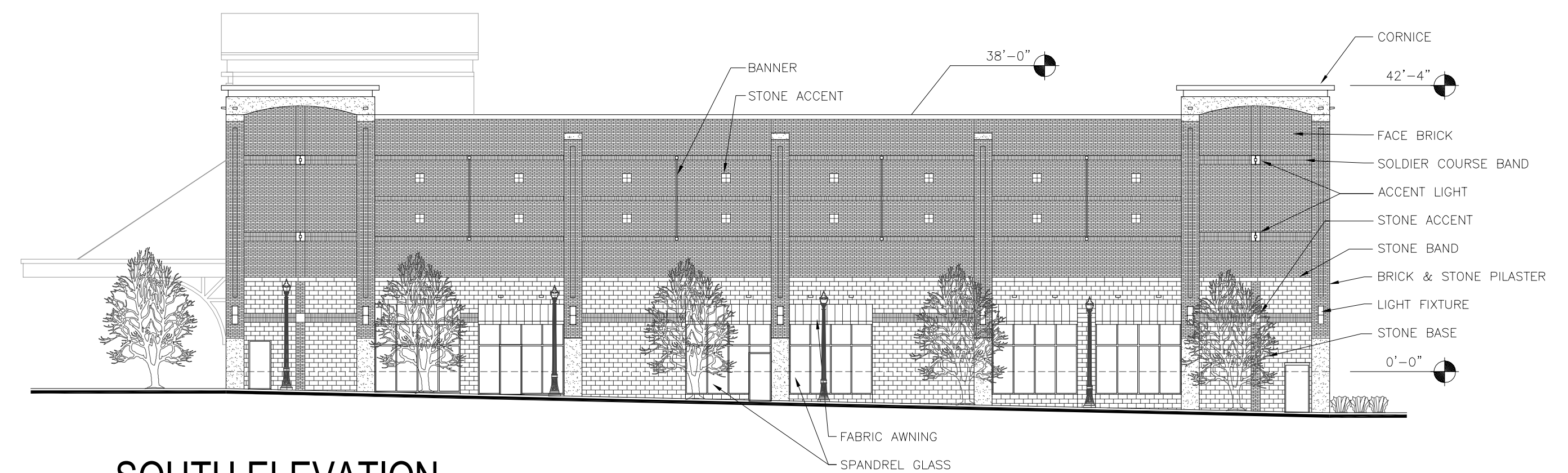


NORTH ELEVATION



SOUTH ELEVATION



Main North

CONCEPT ELEVATION
- NORTH & SOUTH

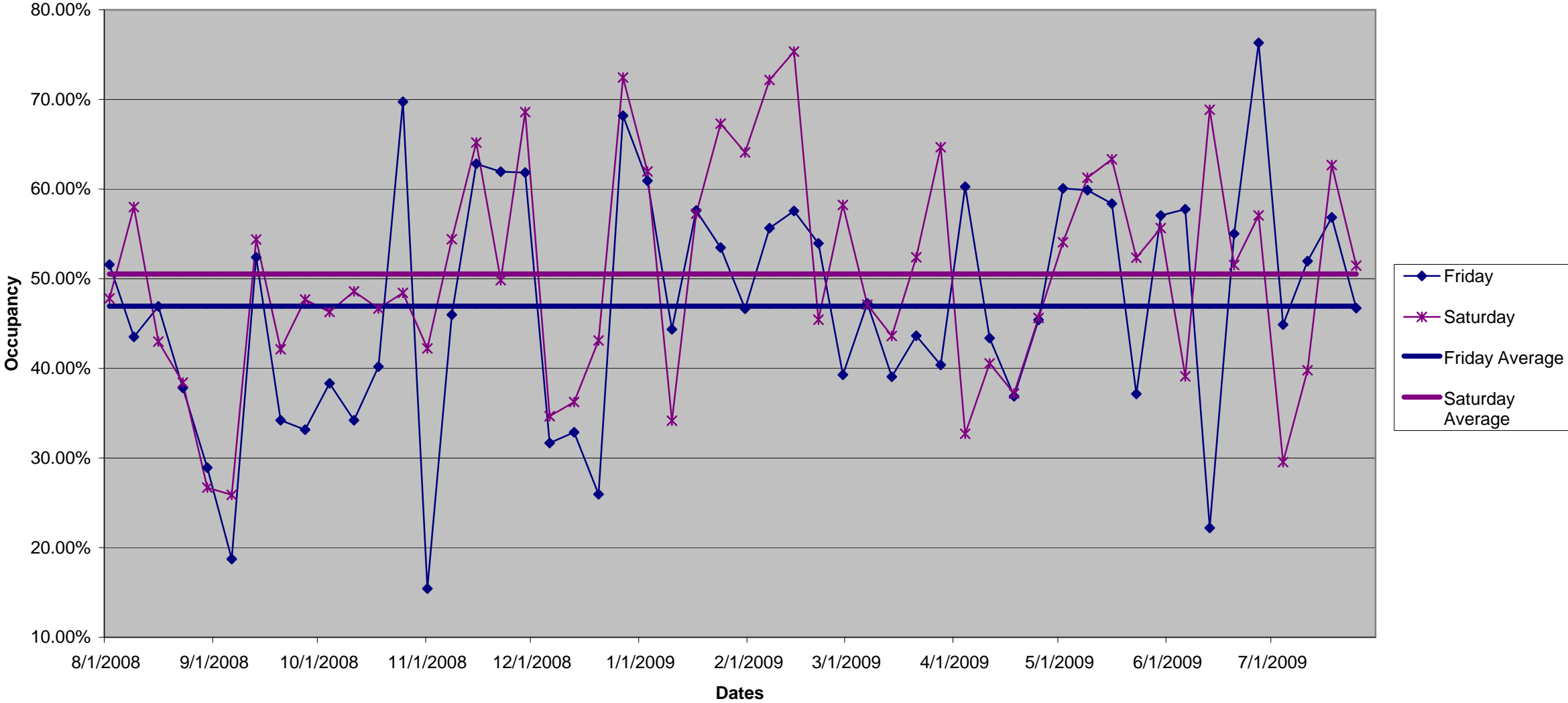
SCALE: 1/16" = 1'-0"
September 29, 2009
11-06-09 Revised

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**Emagine Theatre Novi, Michigan
Friday vs. Saturday Occupancy 8/08-7/09**





26877 Northwestern Hwy.
Suite 208
Southfield, MI 48033
tel 248.353.5080
fax 248.353.3830
www.richassoc.com

Parking Consultants Architects Engineers Planners

October 29, 2009

Mr. Tim Thwing
Director of Planning
City of Royal Oak
City Hall 3rd Floor
211 S. Williams Street
Royal Oak, MI 48067

RE: Review of parking for North Main Proposed Projects; Bar Louie and Emagine Theatre

Dear Tim,

Rich and Associates has reviewed the proposed projects for the North Main development. These proposed projects were the addition of Bar Louie to the north building and the development of an Emagine Theatre and Star Lanes (bowling) on the east side of the development. Our analysis has been based on past reviews of the North Main development that we have prepared over the past several years and the analysis of the parking needs for the proposed additions.

Rich and Associates prepared an analysis of parking requirements for Bar Louie and the Emagine Theatre and Star Lanes. Bar Louie is planned for 6,680 square feet and will contain between 195 to 201 indoor seats and up to 76 outdoor seats. In order to project the parking demand we used parking ratios that we have developed over the years in Royal Oak based upon surveys. For a restaurant we have two ratios, 6.87 spaces per 1,000 square feet for weekday demand (night) and 14.03 spaces per 1,000 square feet for weekend demand (generally Friday and Saturday nights). These ratios take into account the unique nature of downtown Royal Oak, specifically the number of linked trips (people coming downtown and visiting more than one business or land use during that trip) that affects the parking ratios.

Based upon these ratios, we projected a weekday need for 46 spaces and a weekend need for 94 spaces. Except for the weekday parking need, the total spaces needed are comparable calculations based upon ITE.

The analysis for the Emagine Theatre was completed using parking generation ratios developed both from historical data (Main Art Theater) and from data from other urban theaters similar to the Emagine Theatre where we have done studies. In all



Mr Tim Thwing
October 29, 2009
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cases, the theater's parking requirements were heavily influenced by linked trips. People attending a movie would come downtown and have a meal before or after a movie, or they may go to a movie and then proceed to a bar in the area without moving their vehicle. For the weekday we projected a need for 289 spaces for the Emagine Theatre and 340 spaces on weekends.

For the bowling alley (Star Lanes) associated with the Emagine Theatre, we used a ratio of 1.50 spaces per lane for the weekday and 2.0 spaces per lane for the weekend. The ratios used for this analysis took into account that this would not be a typical bowling alley with leagues. The intent is to have the bowling associated with parties or events. Therefore the ratios are lower than ITE. Based on 16 lanes we projected 24 spaces needed for Star Lanes on weekdays and 32 spaces needed on weekends.

Finally, there is the party space/room in the Star Lanes that we have not included as part of the parking demand calculations as this space would support the bowling and/or theater space.

In addition to the new land uses, Rich and Associates projected parking needs in general for the Main North project. A summary of the overall analysis is attached. In total, we projected a need for 599 spaces during the weekday and 724 spaces on the weekend. It is important to note that these calculations did not include parking demand from the Main Art Theater. The Main Art Theater's parking requirements were reduced by 221 spaces based on the original theater's nonconforming status and a variance for two additional theaters that were added. If we did include the Main Theater parking demand it would be approximately 158 spaces on weekdays and 185 spaces on weekends.

The parking supply is made up of 387 spaces in the parking structure on site, which represents an increase of 12 spaces over the current capacity due to the potential of re-striping and added more compact car stalls. The developer has also provided a proposed relay out of the existing surface parking areas which provides an overall capacity of 192 spaces. This capacity however, includes about 50 spaces that were marked as Main Art Theater parking and should be removed for the capacity. Finally, there are 173 spaces in the residential/office tower that are controlled with card readers and reserved for residential and office parking, thus not open to the general public. In total, there are 702 parking spaces available.



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The attached chart shows that for the typical weekday there will be a surplus of approximately 103 spaces but on a typical weekend evening there will be a shortage of approximately -22 spaces. In reality though, we need to back out the parking supply for the residential and office use since it is not publicly available and at the same time back out the parking needs for those land uses.

The parking demand for the weekday evening for office and retail is 161 spaces and the supply is 173 spaces, and on the weekend evening the demand is 150 spaces. The revised parking demand backing out the office and residential uses on the weekday evening is 438 spaces and on weekend evening is 574 spaces. The revised parking supply is 529 spaces. This results in a projected surplus of approximately 91 spaces on a weekday evening (Monday through Wednesday or Thursday) and a deficit on a weekend evening of -45 spaces.

This analysis has treated the North Main project as an island, which means that we have assumed that all of the parking demand will try to park on site. The reality in an urban setting is that there will be patrons, visitors and customers that will park in available public spaces on adjacent blocks because they have come first to another business not on the Main North site and have walked as opposed to getting back in their vehicle and driving to the Main North site to re-park. Therefore, while there is a projected deficit of parking on the Main North site on weekends, it is our opinion that this will be mitigated by patrons making linked trips and parking elsewhere and walking to the site.

Lastly, we have reviewed the site plan provided for the revised parking layout. This drawing shows the parking access and revenue control (PARC) relocated to the ground level of the parking structure. Based on our review, we do not believe that the configuration shown can be done due to the interference of columns and the revision to the inbound access to the up bound ramp on the ground floor which may also have column interference and floor grade issues.

If there are any questions, please contact us.

Sincerely

A handwritten signature in black ink that reads "Richard A. Rich". The signature is written in a cursive, slightly stylized font.

Richard A. Rich

Royal Oak - Main Street Project
Revised October 13, 2009

Parking Projection - Emagine Theater-Assumes Day Time and Night Time Demand				
	Units/S.F./Lanes or Seats	Ratio	Parking Demand	
			Weekday	Weekend
1) Residential (units) - from RO study	95 units			
(weekday)		1.48	141	
(weekend)		1.37		130
2a) Theater (seats) - 70%, from RO study	1700 seats			
(weekday)		0.17	289	
(weekend)		0.20		340
2b) Bowling (lanes) - reduced from ITE, shared use & non-league play	16 lanes			
(weekday)		1.50	24	
(weekend)		2.00		32
3) Restaurant/Bar (ice cream, restaurant and Bar Louie) - from RO study	9,480			
(weekday)		6.87	66	
(weekend)		14.03		134
4) Gymnasium - reduced from ITE for shared	9,047			
(weekday)		3.15	29	
(weekend)		4.13		38
5) Office - from RO study.	27,516			
(weekday)		0.70	20	
(weekend)		0.70		20
6) Retail - from RO study	11,779			
(weekday)		2.38	30	
(weekend)		2.38		30
Summary			599	724
7) Parking Supply			702	702
Surplus/Deficit			103	-22

Note: #2 a&b is the Emagine Theater
ITE for bowling is 5.02 per lane on Friday, 4.00 weekdays.

Note that Main Theater parking demand and parking supply (50 spaces) is not reflected in this table

Night Time demand assumes 9:00 PM at night for a Friday or Saturday night

Parking supply includes 387 spaces in parking structure, 142 spaces in reconfigured surface lots (less 50 Main Theater spaces and 173 spaces in residential/office tower)

Demand numbers are rounded up

Royal Oak - Main Street Project
Revised October 13, 2009

Parking Projection - Emagine Theater-Assumes Day Time and Night Time Demand				
	Units/S.F./Lanes or Seats	Ratio	Parking Demand	
			Weekday	Weekend
1) Residential (units) - from RO study	95 units			
(weekday)		1.48	0	
(weekend)		1.37		0
2a) Theater (seats) - 70%, from RO study	1700 seats			
(weekday)		0.17	289	
(weekend)		0.20		340
2b) Bowling (lanes) - reduced from ITE, shared use & non-league play	16 lanes			
(weekday)		1.50	24	
(weekend)		2.00		32
3) Restaurant/Bar (ice cream, restaurant and Bar Louie) - from RO study	9,480			
(weekday)		6.87	66	
(weekend)		14.03		134
4) Gymnasium - reduced from ITE for shared	9,047			
(weekday)		3.15	29	
(weekend)		4.13		38
5) Office - from RO study.	27,516			
(weekday)		0.70	0	
(weekend)		0.70		0
6) Retail - from RO study	11,779			
(weekday)		2.38	30	
(weekend)		2.38		30
Summary			438	574
7) Parking Supply			529	529
Surplus/Deficit			91	-45

Note: #2 a&b is the Emagine Theater
ITE for bowling is 5.02 per lane on Friday, 4.00 weekdays.

Note that Main Theater parking demand and parking supply (50 spaces) is not reflected in this table

Night Time demand assumes 9:00 PM at night for a Friday or Saturday night

Parking supply includes 387 spaces in parking structure, 142 spaces in reconfigured surface lots (less 50 Main Theater spaces and 173 spaces in residential/office tower)

Demand numbers are rounded up

Royal Oak - Main Street Project
Revised November 10, 2009

Parking Projection - Emagine Theater-Assumes Day Time and Night Time Demand				
	Units/S.F./Lanes or Seats	Ratio	Parking Demand	
			Weekday	Weekend
1) Residential (units) - from RO study	95 units			
(weekday)		1.48	0	
(weekend)		1.37		0
2a) Theater (seats) - 70%, from RO study	1680 seats			
(weekday)		0.17	286	
(weekend)		0.20		336
2b) Bowling (lanes) - reduced from ITE, shared use & non-league play	16 lanes			
(weekday)		1.50	24	
(weekend)		2.00		32
3) Restaurant/Bar (ice cream, restaurant and Bar Louie) - from RO study	9,480			
(weekday)		6.87	66	
(weekend)		14.03		134
4) Gymnasium - reduced from ITE for shared	9,047			
(weekday)		3.15	29	
(weekend)		4.13		38
5) Office - from RO study.	27,516			
(weekday)		0.70	0	
(weekend)		0.70		0
6) Retail - from RO study	11,779			
(weekday)		2.38	30	
(weekend)		2.38		30
Summary			435	570
7) Parking Supply			515	515
Surplus/Deficit			80	-55

Note: #2 a&b is the Emagine Theater
ITE for bowling is 5.02 per lane on Friday, 4.00 weekdays.

Note that Main Theater parking demand and parking supply (50 spaces) is not reflected in this table

Night Time demand assumes 9:00 PM at night for a Friday or Saturday night

Parking supply includes 387 spaces in parking structure, 142 spaces in reconfigured surface lots(less 50 Main Theater spaces and 173 spaces in residential/office tower

Demand numbers are rounded up

T R A F F I C I M P A C T S T U D Y
PROPOSED OCTOBER 2009 AMENDMENT
TO MAIN NORTH PLANNED UNIT DEVELOPMENT

EXECUTIVE SUMMARY

In March 2004, Birchler Arroyo Associates, Inc. prepared a report entitled *A Traffic Impact Study of the Proposed Royal Oak Center Planned Unit Development*. That study addressed future traffic conditions relative to a three-tower, mixed-use development planned to cover most of the block immediately northeast of Main Street and 11 Mile Road in the City of Royal Oak. Amendments / supplements to the study were made based on refinements to the plan, the most recent being a January 2005 report.

The developer of Main North – Joseph Freed and Associates, LLC – now proposes to amend the previously approved PUD so as to retain the existing Main Art Theater (on the southwest corner of the block) and construct a new entertainment-related building on the southeast corner of the block (in place of the previously proposed east tower). The new building is proposed to include a 10-screen, 1,700-seat Emagine Theater, a 16-lane bowling alley, and a shared concession area.

Birchler Arroyo Associates, Inc. was retained by the developer to prepare an updated traffic impact study. The updated study evaluates a late-Friday-evening peak hour (to address the impacts of the entertainment uses), and the weekday late-afternoon peak hour is addressed as well (to facilitate a direct comparison of the traffic impacts of the proposed and approved PUDs).

The resulting traffic study reached the following conclusions:

- ❑ Traffic volumes near Main North – as represented by the total entering volume at 11 Mile and Main in the late-afternoon weekday peak hour – have not changed significantly over the past 5½ years, even with the construction and nearly full occupancy of the Main North tower. A comparison between manual, afternoon peak-hour approach counts shows volumes were essentially flat during this period (a 7-vehicle difference).

- ❑ The proposed PUD amendment for Main North is expected to increase typical weekday trip generation by an insignificant 0.2% relative to the January 2005 PUD amendment. During the late-afternoon commuting peak hour, the proposed PUD amendment will *decrease* trip generation by 12.2% relative to the January 2005 PUD amendment.
- ❑ Full build-out of the site per the proposed amended PUD for Main North will not change the existing good overall levels of service at 11 Mile and Main or 11 Mile and Troy. Likewise, site development and the provision of an access drive opposite Williams will not change the existing good level of service on northbound Williams.
- ❑ All site access drives should operate satisfactorily with a single exiting lane shared by all movements. This has been shown to be the case at the proposed South Access on 11 Mile opposite Williams.
- ❑ The East Access on Troy Street – proposed to permit only exiting movements to the south – is appropriate in order to provide access to the existing traffic signal at 11 Mile and Troy. This new site egress point will indirectly improve traffic operations and safety at the proposed South Access on 11 Mile, by reducing the amount of site traffic exiting there, while not having a significant adverse impact on existing neighborhood traffic on Troy.



BIERNLER ARROYO
ASSOCIATES, INC.

MEMORANDUM

DATE: November 10, 2009

TO: Dennis Harder

FROM: Rod Arroyo and William Stimpson

SUBJECT: Traffic Signal Warrant – University and Main

We performed a peak-hour signal warrant analysis of the above intersection. We used forecast volumes at buildout of the Main North Project, including the additional volumes from assuming a prohibition of peak-hour left turns from the existing driveway on Main Street (this traffic would shift to the University / Main intersection). As the attached shows, the forecast volumes are less than 50% of the level necessary to meet the peak-hour warrant.

If you have any questions, please feel free to contact us.

Peak-Hour Signal Warrant
w/ Left turns @ West Access
Diversed to University



BIRCHLER ARROYO
ASSOCIATES, INC.



Legend
X/Y, where
X = Late-afternoon
peak hour
Y = Late-Friday-evening
peak hour

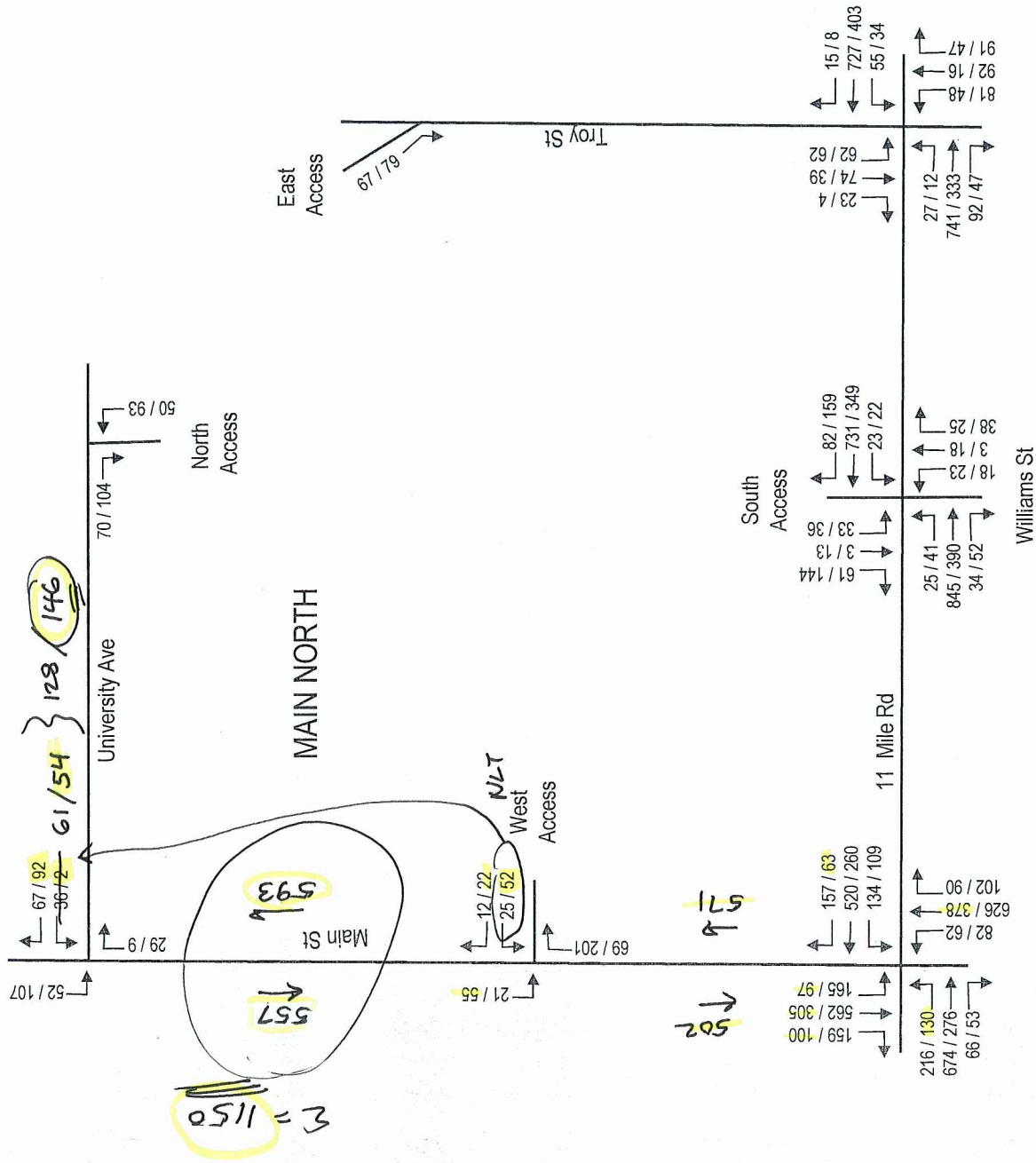
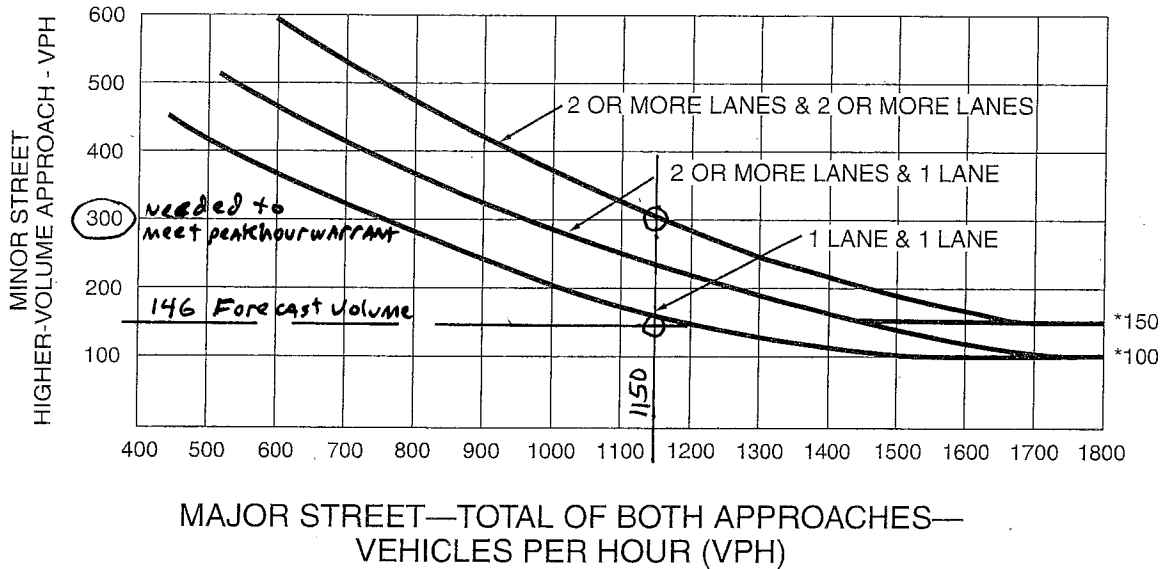


Figure 10. Future Total Peak-Hour Volumes

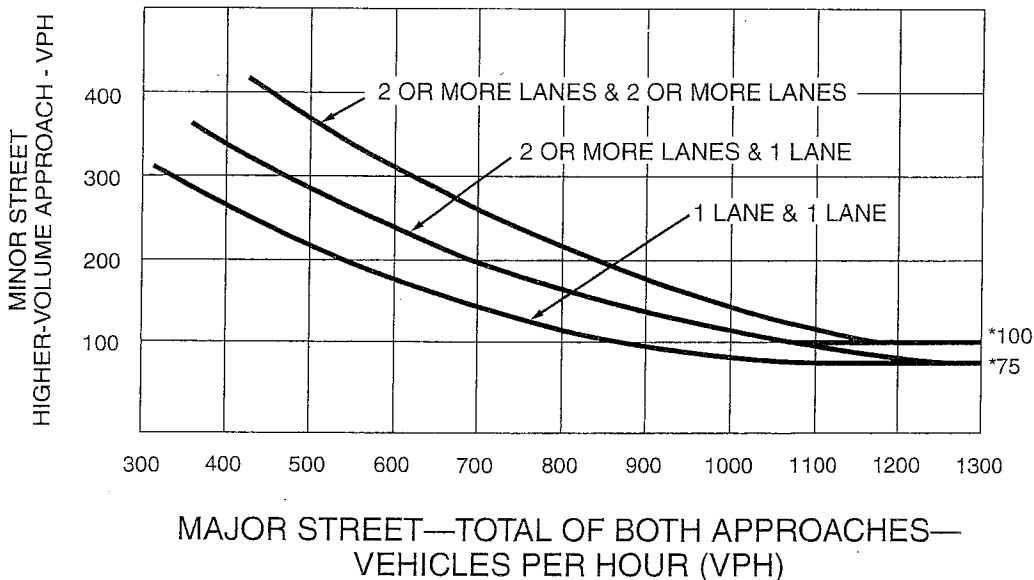
Figure 4C-3. Warrant 3, Peak Hour



*Note: 150 vph applies as the lower threshold volume for a minor-street approach with two or more lanes and 100 vph applies as the lower threshold volume for a minor-street approach with one lane.

Figure 4C-4. Warrant 3, Peak Hour (70% Factor)

(COMMUNITY LESS THAN 10,000 POPULATION OR ABOVE 70 km/h OR ABOVE 40 mph ON MAJOR STREET)



*Note: 100 vph applies as the lower threshold volume for a minor-street approach with two or more lanes and 75 vph applies as the lower threshold volume for a minor-street approach with one lane.



November 11, 2009

VIA EMAIL ONLY

Mr. Tim Thwing
Planning Department
City of Royal Oak
211 Williams Street
Royal Oak, MI 48068-0064

Re: Emagine Theater/Multi-Purpose Room Rentals

Dear Tim:

You have requested a list of the multi-purpose room rental conditions that Emagine Theater stated last evening before the Planning Commission. I have listed those conditions below.

I believe you mentioned these conditions would be included in documents relative to Emagine Theater or the Planned Unit Development, including the Theater's Plan of Operation. On behalf of Emagine Theater, we wanted to make it clear that we may have some suggestions for clarifications regarding the Theater's Plan of Operation and alcohol service. While I believe these modifications will be largely consistent with the Plan of Operation that was presented for discussion to the Liquor License Committee, some matters have come to our attention as we have gone through this process that we believe need to be clarified.

Mr. Glantz has indicated on other occasions, the multi-purpose room will also be utilized as a gathering place or waiting room for patrons waiting for the bowling lanes to become available.

The statements that Emagine Theater put on the record only concerned multi-purpose room rentals and were in direct response to matters raised at the work session held by the Planning Commission on October 30, 2009. Below is a list of the statements from my notes and, to the best of my recollection, from last evening.

MULTI-PURPOSE ROOM RENTALS

- 1) Rentals will be for private (family, corporate, non-profits, school groups, athletic groups, etc.) events only.
 - Private event attendance will not be open to the general public.

ATTORNEYS & COUNSELORS AT LAW

38505 Woodward Ave., Suite 2000 • Bloomfield Hills, MI 48304 • T: (248) 901-4000 • F: (248) 901-4040 • plunkettcooney.com

Mr. Tim Thwing
Planning Department
City of Royal Oak
November 11, 2009
Page 2

- Rentals for private events limited only to those persons or groups using the movie theater or using the bowling center.
- 2) No rentals to promoters.
 - 3) No night club operations.
 - 4) No dance hall operations.
 - 5) Dance activities, pursuant to dance permit, only in multi-purpose room.
 - 6) The only exception to (1) above would be if there was a charitable event in which the charity was selling tickets to attend an event, which would include seeing a movie or using the bowling center (i.e. fundraiser for Royal Oak Animal Shelter).
 - 7) Host meetings during non-peak hours (corporate or civic groups, such as Optimist Club or Boys & Girls Club, etc.).

On behalf of Emagine Theater, I want to thank you and your staff for the tremendous amount of work they have put into the approval process up to this point. We look forward to continuing to work with you to bring this matter to a successful conclusion.

Sincerely,

PLUNKETT COONEY



Dennis G. Cowan

Direct Dial: (248) 901-4029

Email: dcowan@plunkettcooney.com

DGC/cmw

cc: Paul Glantz

Bimfield.15068.93386.1189693-1