



City of Manteca Planning Commission **AGENDA REPORT**

MEETING DATE: July 17, 2025

PROJECT NAME: Promenade Shops at Orchard Valley, Planned Development Modification

PROJECT LOCATION: Promenade Shops at Orchard Valley; 1490 Grove Ave.

APPLICATION NUMBERS: PDM-25-80

RECOMMENDATION:

Conduct a public hearing and adopt a resolution recommending to the City Council to find the project exempt from further environmental review pursuant to Section 15061(b)(3) of the California Environmental Quality Act, and adopt an Ordinance memorializing the Planned Development Overlay zoning mapping established by REZ-05-06 and amending Planned Development (PCD-05-09) for the Promenade Shops at Orchard Valley, APNs 224-550-01 through -04, -07 through -11, -13, -17 through -20, -22, and -24 through -41:

PROJECT INFORMATION	
Applicant:	Fritz Huber, Orchard Valley Partners LLC
Property Owners:	Fritz Huber, Orchard Valley Partners LLC
General Plan Designation:	Commercial Mixed Use (CMU)
Zoning Designation:	Commercial Mixed Use (CMU)
Parcel Size:	72 acres
Proposed Use:	Existing shopping center
Existing Use:	Existing shopping center
Adjacent Uses:	North: State Highway South: Single-Family Residential, Elementary School Campus East: Multi-Family Residential West: Commercial uses
CEQA Determination	Categorical Exemption, Section 15061(b)(3), "Common Sense" Exemption

APPLICABLE CODES AND PROCEDURES

2043 Manteca General Plan
MMC 17.08.050 Public Hearing and Public Notices
MMC 17.10.140 Planned Development
MMC 17.20.020 Zoning Districts
MMC 17.22.020 Allowed Land Uses and Requirements

Procedures

The Manteca Municipal Code (MMC) designates the Planning Commission as the reviewing authority over several land use permits (“permits”) and entitlements. The Planning Commission may approve, conditionally approve, deny, or deny without prejudice a land use permit or entitlement authorized by Title 17 (Zoning), provided that a public hearing is held on the proposed use or development project, and members of the public are allowed to provide public testimony.

Prior to the public hearing, a staff report, environmental review and determination, and general plan findings for the permit or entitlement must be made available to the Planning Commission, interested agencies, and the public.

The permit(s) or entitlement(s) should be denied if the Planning Commission cannot make the appropriate findings. Conditions may be attached to the approval of the permit or entitlement to ensure compatibility. A Project’s design may be altered, and site improvements may be required to make a Project compatible with nearby uses. In addition, the permit or entitlement may be subject to future review, modification, or revocation by the Planning Commission as deemed necessary.

When a permit or entitlement requires a determination or action from the City Council, all project permits or entitlements must be processed concurrently, and final action must be taken by the City Council for all such requested permits or entitlements.

Appeals

Any person dissatisfied with a determination or action of the Planning Commission may appeal such action to the City Council within ten (10) days from the date of determination or action. Appeals must be submitted in writing accompanied by a filing fee to the Development Services Director, identifying the determination or action being appealed and specifically stating the basis or grounds of the appeal.

PROJECT LOCATION & DESCRIPTION

The 72-acre Promenade Shops at Orchard Valley shopping center is located at the northeast corner of South Union Road and Atherton Road, immediately south of State Route 120. The site is generally bounded by the highway to the north, South Union Road and vacant commercially-zoned land to the west, Atherton Road and the Veritas Elementary School and a subdivision of single-family homes to the south, and two developed multi-family apartment complexes, The Atherton Apartments and The Element Apartments, to the east.

The shopping center includes approximately 750,000 square feet of floor area contained within small shops, major retail tenants, restaurants, and entertainment facilities, along with a hotel. The shopping center was conceived to be a “Lifestyle Center” providing a wide array of integrated shopping and entertainment opportunities with indoor and outdoor

amenities designed for peoples' use, leisure and pleasure, essentially an open-air mall designed around a "Main Street" theme to promote walking.

The project entitlements were approved in 2007, and at the time consisted of seven distinct actions: consideration of an EIR, a General Plan Amendment, a Rezone (REZ-05-06), a Development Agreement, a Planned Development (PCD-05-09), a Vesting Tentative Subdivision Map, and a Site Plan Review. The Planned Development was further modified in 2016 (via PDA-12-73-02) with the adoption of The Promenade Shops at Orchard Valley Design Development Standards as well as an amended set of Planned Development Conditions (dated amended February 9, 2016), memorializing a number of deviations to the City's development standards for the project, including building height, lot sizes, coverage ratios, project site lighting, landscaping and signage specifics, architectural design, and assigned specific land uses to building locations within the layout of the shopping center, per a Site Plan. The Rezone action component of the original project entitlements (REZ-05-06) established the Planned Development Overlay zoning district boundary, attaching the applicability of the details and requirements of the Planned Development to the parcels within its footprint area.

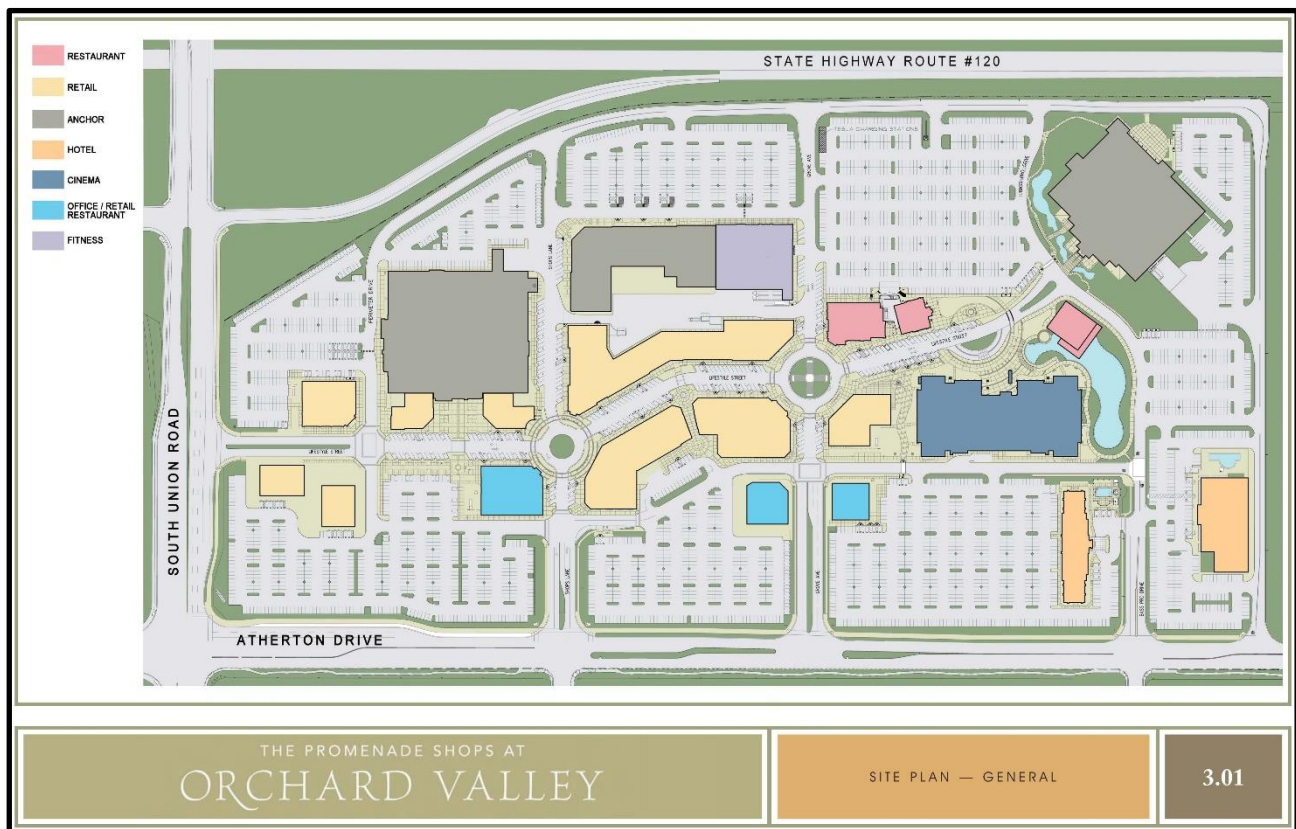


Figure 1 – Original Planned Development Site Plan Showing Land Uses per Building

Most of the proposed structures were built, and a number of them have been occupied with various businesses, including major retail anchors Bass Pro Shops and JC Penney, a Hampton Inn and Suites hotel, an AMC movie theater, a fitness club, several restaurants, and a number of smaller retail shops or offices. Six future building pad sites were graded and reserved for future development, and all of the road encroachments, site parking,

parking lot landscaping, and other infrastructure was built to support the development and still exists in good condition.

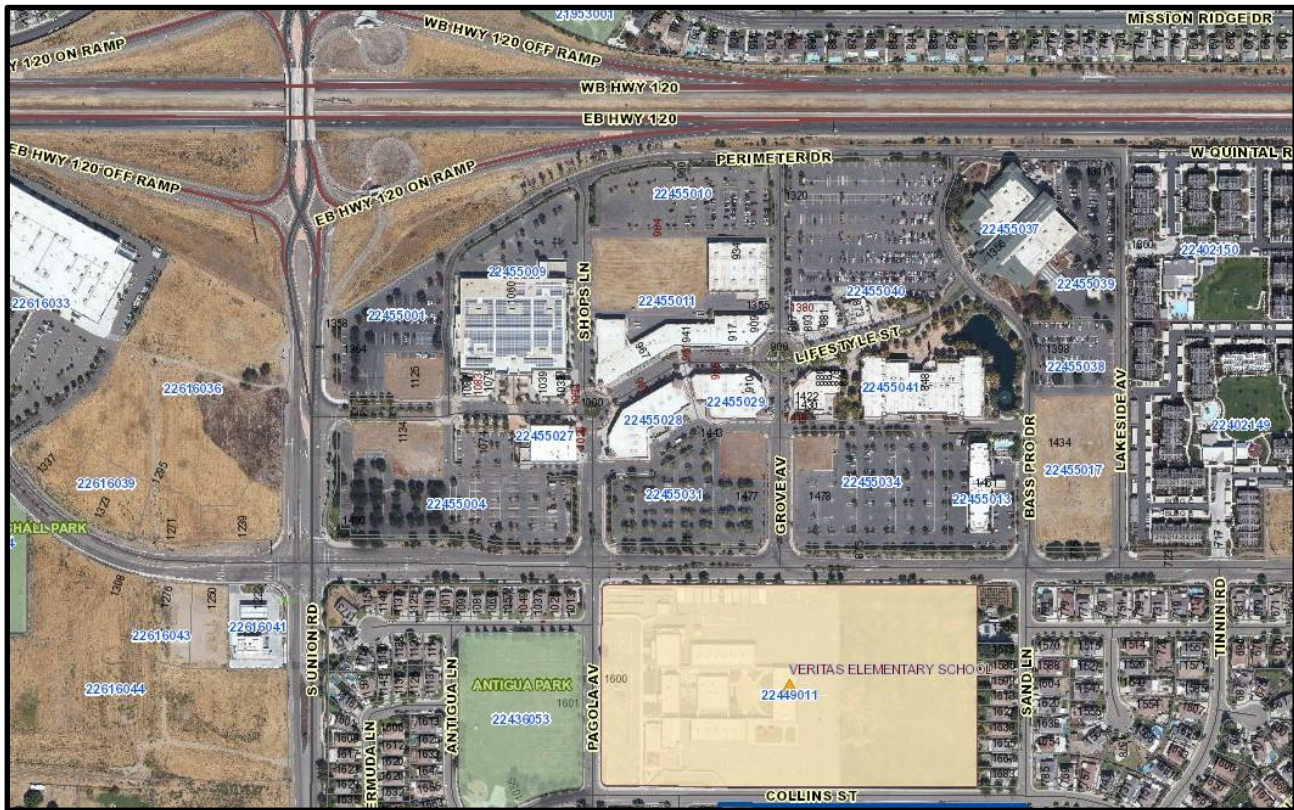


Figure 2 - Vicinity

In the intervening years since the initial construction and occupation of the site, a shift in consumer habits has led to a change in tenancy of a number of the storefronts and restaurants, and, as of 2024, there was also a change in the ownership and management of the shopping center. The new owners have reviewed the entitlement documents, and are proposing a minor modification to the assigned use of a number of the (currently vacant) existing and proposed building sites, as shown on the adopted Planned Development document's page 3.01, "Site Plan – General" to broaden some degree of allowable uses in the shopping center, within the range of allowable uses supported by the underlying Commercial Mixed Use zoning. It is central to the new owners' goal of maximizing tenancy of the center without diluting its look or feel, of increasing attractors, and ultimately creating a high-quality retail center that serves a broader spectrum of resident and visitor needs in Manteca.

The revision to the Site Plan simplifies and consolidates the distinct Restaurant, Retail, Office/Retail/Restaurant, and Fitness land use designations as shown on the original Site Plan of The Promenade Shops at Orchard Valley Design Development Standards (December 2015) into one unified category, as shown on the revised Site Plan shown in Figure 3. Categories for Anchor stores, Hotel, and Cinema remain unchanged. The proposed amendment does not intend to establish new land uses that are not permitted by the base zoning or uses not previously considered as part of the original Planned Development.

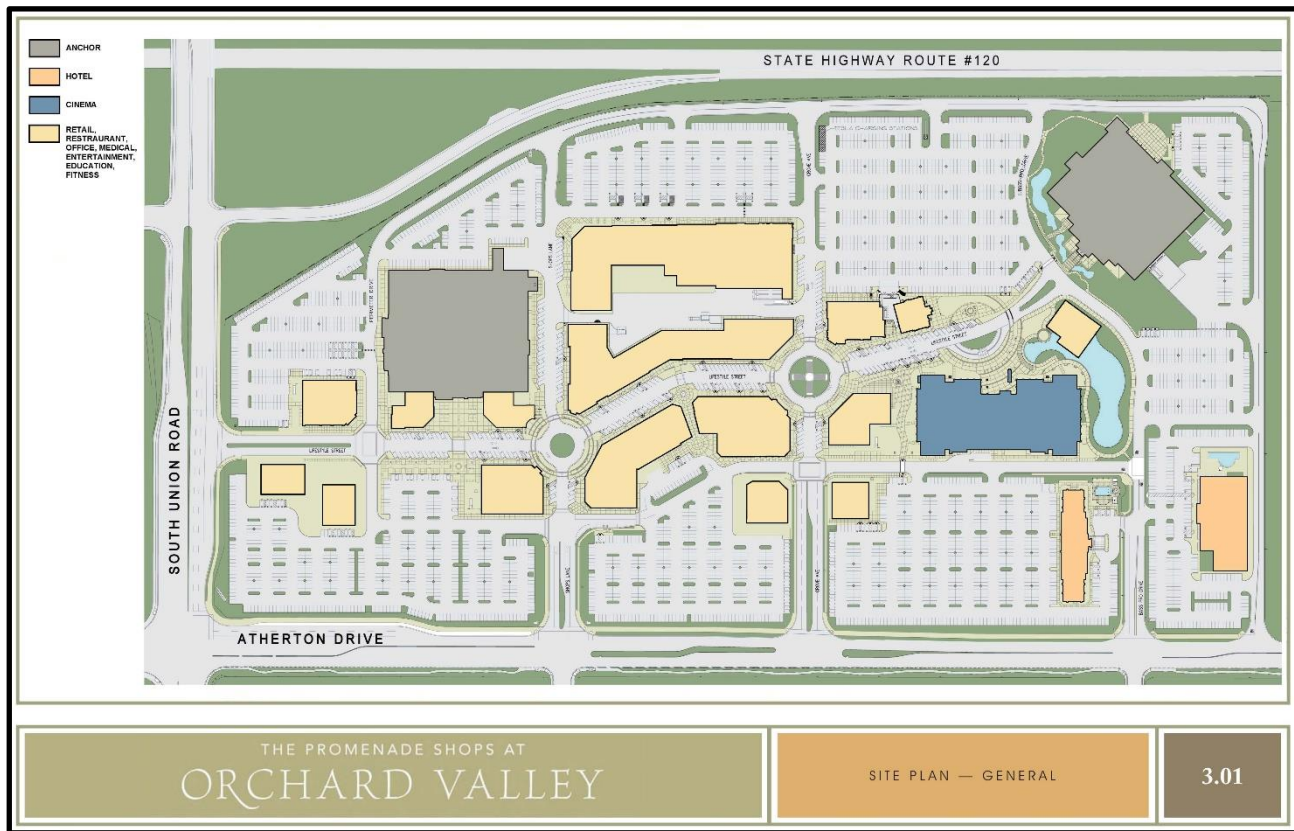


Figure 3 – Proposed Revised Planned Development Site Plan Showing Land Uses per Building

The project Applicant has also requested that the Site Plan mapping change at the heart of this Planned Development Modification be augmented by an added Planned Development Condition, intentionally limiting the allowable land uses within the Promenade Shops at Orchard Valley center, to wit:

“Land uses shall conform to the underlying (Commercial Mixed Use) CMU zoning district, as set forth in the Manteca Municipal Code, Table 17.22.020-1, “Allowed Uses and Required Entitlements for Manteca’s Base Zoning Districts,” excepting Bar/Nightclub, Convenience Store, Mobile Food Vending, Mortuary/Funeral Home, Neighborhood Market, and Tobacco Related Uses.”

The specific prohibition of these otherwise allowable (under the base CMU zoning) potential uses would prevent these uses from developing within the footprint of this Planned Development by the adoption of the amended Conditions.

The Planned Development entitlement consists of two distinct components: an adopted land use development plan or set of specific development guidelines which allow a deviation from normal development standards (albeit consistent with General Plan and base zoning district requirements), and the establishment of a Planned Development zoning overlay district, tying the details and requirements of the Planned Development Conditions or Requirements to a specific geographic area. This currently-proposed Planned Development Modification is not proposing changing the Planned Development zoning overlay district that was established for The Promenade Shops at Orchard Valley in 2007 (via REZ-05-09), but is only amending or modifying the original Site Plan of The Promenade Shops at Orchard

Valley Design Development Standards (December 2015) and the amended set of Planned Development Conditions (dated amended February 9, 2016), which are applicable to the Planned Development area as defined by the zoning overlay.

The 2043 Manteca General Plan was adopted in February, 2024, and with it, comprehensive updates to the City's General Plan and Title 17 Zoning map. During the course of this update, the Planned Development Overlay map established in 2007 via REZ-05-06 for PCD-05-09, Promenade Shops at Orchard Valley, was inadvertently omitted from the new General Plan and Zoning map. To correct this oversight, staff is recommending a Rezoning action to memorialize the Planned Development Overlay zoning district previously adopted via REZ-05-06 and reestablish a correct map for the Planned Development Overlay zoning district for the existing Promenade Shops at Orchard Valley Planned Development PCD-05-09.

PROJECT SITE EXISTING CONDITIONS

As previously described, the 72-acre Promenade Shops at Orchard Valley shopping center is located at the northeast corner of South Union Road and Atherton Road, immediately south of State Route 120. The site is generally bounded by the highway to the north, South Union Road and vacant commercially-zoned land to the west, Atherton Road and the Veritas Elementary School and a subdivision of single-family homes to the south, and two developed multi-family apartment complexes, The Atherton Apartments and The Element Apartments, to the east.

The Promenade Shops at Orchard Valley shopping center is mostly developed, with most of the proposed structures already built, and a number of them currently occupied and operational with various businesses, including major retail anchors Bass Pro Shops and JC Penney, a Hampton Inn and Suites hotel, an AMC movie theater, a fitness club, several restaurants, and a number of smaller retail shops or offices. A number of storefront buildings are vacant at present. Six future building pad sites were graded and reserved for future development, and all of the site parking, parking lot landscaping, and other infrastructure has already been built to support the development.

GENERAL PLAN CONFORMANCE

As shown on the General Plan Land Use Map (Figure 4) below, the project site has a General Plan Land Use designation of Commercial Mixed Use (CMU). This land use designation provides for high density residential, employment centers, retail commercial, and professional offices. A mix of compatible uses is encouraged to provide neighborhood-serving sales, services, and activities, as well as employment opportunities, including offices.

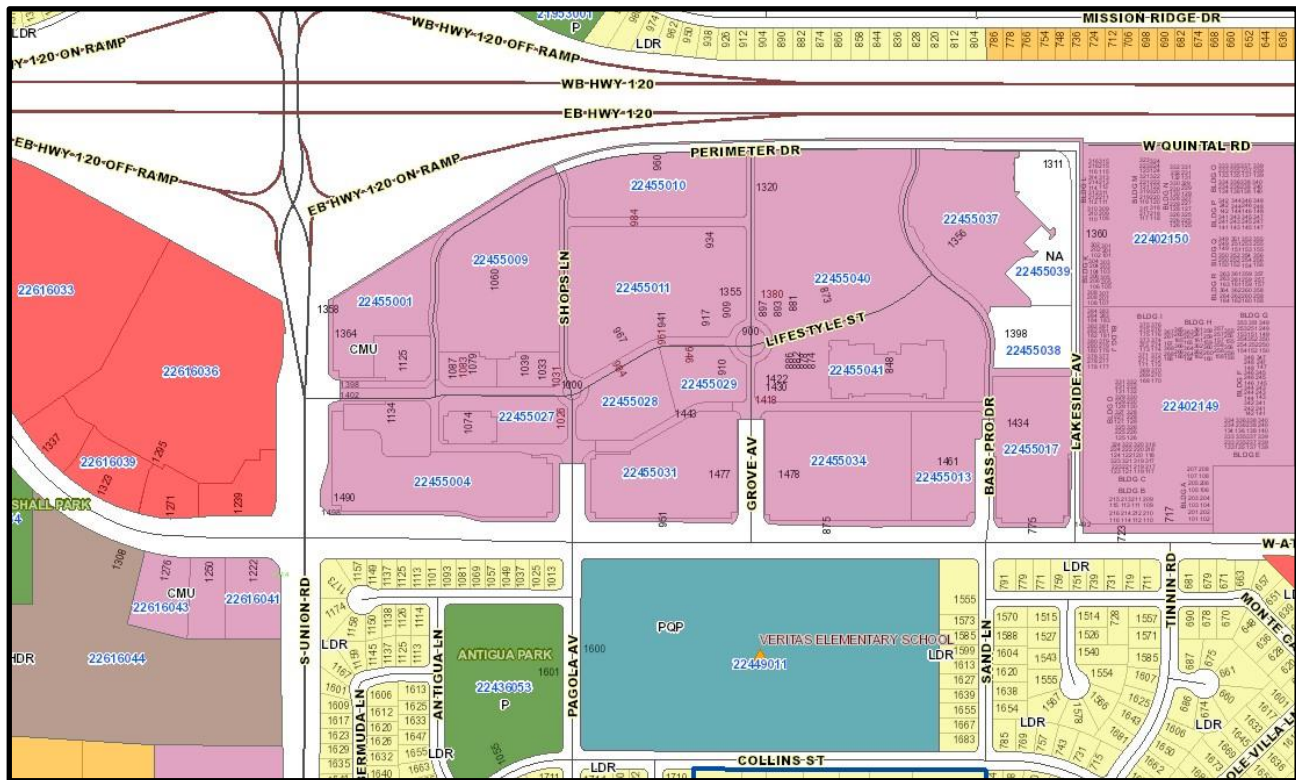


Figure 4 – Existing General Plan Land Use Designation

No change to the General Plan will be triggered by the proposed change in assignment of uses to specific buildings within the Planned Development.

ZONING ORDINANCE CONFORMANCE

Zoning

The project site currently has a base zoning district of Commercial Mixed Use (CMU) under Title 17 of the Manteca Municipal Code. This designation is characterized by interconnected streets, wide sidewalks, outdoor public spaces and activities, and it accommodates a mix of primarily retail and service commercial uses, complemented by office and/or residential uses. By allowing compatible land uses near each other, the CMU zoning district aims to improve accessibility, walkability, and overall quality of life for residents, employees, and visitors. No change is being sought for the base zoning district of The Promenade Shops at Orchard Valley, as it is appropriate for the existing and intended commercial uses at the site, and is compatible with the existing General Plan CMU designation at the location.

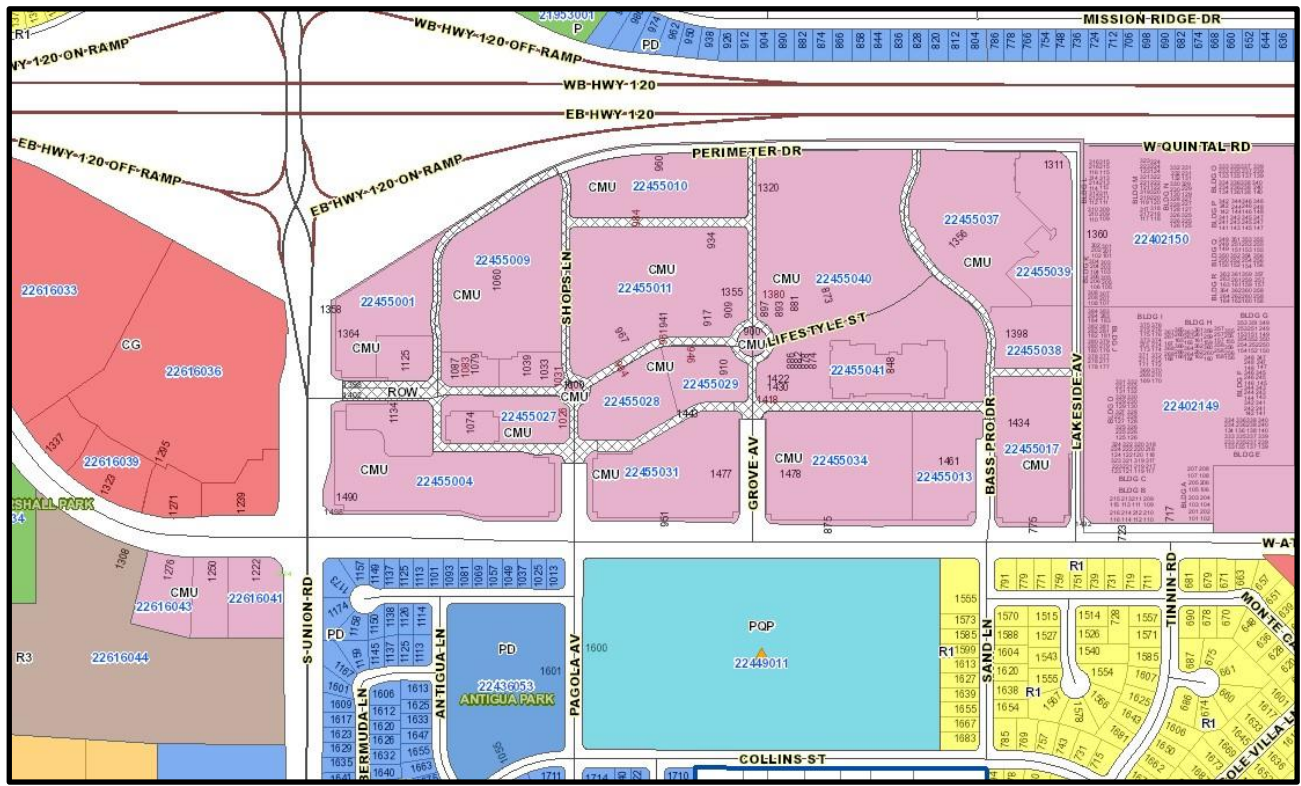


Figure 5 – Existing Land Use Zoning

Planned Development

Purpose

The purpose of the Planned Development is to provide a process to allow diversity in the relationship between buildings and open spaces to create interesting physical environments and to maximize the development potential of land areas. The Planned Development land use entitlement must demonstrate that the development plan with any proposed deviations is consistent with the General Plan and will result in a quality project that is compatible with surroundings, preserves site resources, minimizes hazards, and provides a public benefit.

Considerations

As previously explained, the shopping center, through PCD-05-09 identifies properties that require subsequent site planning in the form of approval of (and conformance to) a Planned Development and its adopted custom standards, conditions, or requirements. The existing Planned Development Overlay is not proposing to be changed, outside of the amendment of the Site Plan and Conditions tied to it.

However, the 2043 Manteca General Plan update inadvertently omitted the Planned Development Overlay mapping for the Promenade Shops at Orchard Valley Planned Development (PCD-05-09) that was established in 2007 via REZ-05-06. This Planned Development Overlay mapping should not have been deleted, dissolved, or otherwise removed from the official City of Manteca General Plan or Zoning mapping, and no formal action to do so was ever undertaken. Thus, staff recommends a “housekeeping” Rezone action to memorialize and thus reestablish the official mapping of the Planned Development

Overlay for this project, as established in REZ-05-06. The Findings made for that entitlement are still in effect and have not been subject to change.

APPROVAL FINDINGS DISCUSSION

In accordance to Manteca Municipal Code, Section 17.10.140(C), the designated Approving Authority for a Planned Development is the City Council. Per Manteca Municipal Code Table 17.08.060-1, "Approving Authority for Land Use Entitlements," the Manteca Planning Commission is a recommending body for the Planned Development entitlement.

In accordance to Manteca Municipal Code, Section 17.10.140(F), the designated Approving Authority shall make all of the following findings to approve or conditionally approve a Planned Development Modification application:

1. The proposed project does not exceed the total density allowed under the base Zoning District or the General Plan land use designation.;

Analysis: The proposed Planned Development Modification project is consistent with numerous goals and policies of the 2043 Manteca General Plan. The site plan has been analyzed and designed consistent with all applicable requirements of the Manteca Municipal Code including the following Title 17 Sections:

Article I, Chapter 10, Entitlements

Article II, Chapter 22, Allowed Land Uses and Requirements

Article II, Chapter 24, Development Standards By Zoning District

Article III, Chapter 42 Building Height Measurements and Projections

Article III, Chapter 46 Fences and Walls

Article III, Chapter 48 Landscaping

Article III, Chapter 50 Lighting

Article III, Chapter 52 Parking

The original approved Planned Development memorialized and approved a Floor Area Ratio (FAR) that was calculated on the basis of the total square footage of buildings in the development against the overall acreage of the multi-parcel development, arriving at a FAR of 0.24, well below the Title 17 standard FAR of 0.60. This methodology for calculating FAR was approved because the Tentative Subdivision Map of the original entitlements established lots accommodating the sale of the individual buildings apart from much of the parking and landscaped common areas, and as such, many of the individual building lots were not large enough to meet the basic FAR requirement on an individual basis, but when viewed as a unified development under the umbrella of the Planned Development, the composite FAR was achieved.

The proposed modification to the existing Planned Development consists of a change in assignment of allowable land uses to specific building sites within the Planned development, and the revised proposed land uses are those present on the existing Planned Development, and are consistent with the allowable land uses of the underlying

CMU zoning district, so no new uses with increased densities would be introduced to the Planned Development if the modification were approved.

2. The proposed project is superior to development that could occur under the development standards of the base district in at least two of the following ways:

a. Greater open space and common areas than required;

Analysis: No change to the existing approved Planned Development to modify any open space or common areas is proposed.

b. Greater landscaping than required that enhances the public street appearance (including street trees, benches, lights, special paving, water fountains, etc.) or increases landscape buffers with adjacent properties;

Analysis: The original approved Planned Development for the project provides more landscaping than otherwise required, with 17.6 percent of the overall project site being landscaped, where only 10% is required, and 26% of the parking area being landscaped where only 12% is required. No change to the existing approved Planned Development to modify the landscaping is proposed.

c. Superior site design. Utilization of the applicable commercial/industrial design standards as provided in the Manteca Community Design Handbooks to achieve a superior site design;

Analysis: The original approved Planned Development provided a superior site design by adopting The Promenade Shops at Orchard Valley Design Development Standards (December 2015) and Planned Development Conditions (dated amended February 9, 2016) to dictate attractive architectural, lighting, and landscaping standards for the buildings as well as the overall site, all of which are superior to the minimum Manteca standards for the same, and no changes to the site design details within the existing approved Planned Development are proposed by the Planned Development Modification, only a reassignment of allowable uses at various buildings.

d. Superior subdivision design. Utilization of the applicable residential design standards to achieve a superior subdivision design;

Analysis: Not applicable to this project; the Planned Development Modification is for an existing commercial site, not a residential subdivision.

e. Greater connectivity to public streets, bike paths, pedestrian walkways, and public open spaces than required by zoning or subdivision regulations;

Analysis: No change to the existing approved Planned Development or its site layout, which is largely now existing, is proposed by this Planned Development Modification.

f. Enhanced environmental preservation by clustering development to preserve sensitive plant or wildlife habitat, biological resources, or contiguous open space;

Analysis: The original approved Planned Development adopted an Environmental Impact Report (EIR) and Mitigation Monitoring and Reporting Program (MMRP) as components of its original entitlements, and Conditions of the Planned Development, Tentative Subdivision Map, and Site Plan Review reflected the conclusions of the environmental study. The original entitlements were judged to not be adversely impacting sensitive plant or wildlife habitat, biological resources, or open space; hence, no enhanced environmental preservation measures were called for on these

issues. In the intervening years, the site has been largely constructed under the original entitlements, and the proposed Planned Development Modification consists of a modification to allowable uses within specific buildings in the Planned Development (still compliant to those allowed by the underlying zoning, and consistent with those originally proposed for the Planned Development), so no change in this regard is proposed or warranted

g. Reduced impacts on surrounding properties, in terms of privacy, access to sunlight, shadow, views, building bulk, noise, or other types of negative impacts, beyond what would be achieved under existing requirements.

Analysis: No change to the existing approved Planned Development to modify the site layout (footprint of existing or proposed buildings), building heights, or overall nature of land uses of buildings (extraordinary of the underlying zoning's uses which are consistent with the existing approved Planned Development) is proposed by the Planned Development Modification, hence the approval of the Planned Development Modification should not further adversely change the status quo. The existence of the shopping center serves as a buffer zone between State Route 120 and the school and neighborhood to its south.

3. The proposed project incorporates best site planning practices for quality design and compatibility with surroundings.

Analysis: The original approved Planned Development provided a superior site design by adopting The Promenade Shops at Orchard Valley Design Development Standards (December 2015) and Planned Development Conditions (dated amended February 9, 2016) to dictate attractive architectural, lighting, and landscaping standards for the buildings as well as the overall site, all of which are superior to the minimum Manteca standards for the same, and no changes to the site design details within the existing approved Planned Development are proposed by the Planned Development Modification, only a reassignment of allowable uses at various buildings. Much of the site is already constructed, and is an attractive, premium retail center with many amenities.

4. The proposed project incorporates high quality architectural design and durable materials.

Analysis: The original approved Planned Development provided a superior site design by adopting The Promenade Shops at Orchard Valley Design Development Standards (December 2015) and Planned Development Conditions (dated amended February 9, 2016) to dictate attractive architectural, lighting, and landscaping standards for the buildings as well as the overall site, all of which are superior to the minimum Manteca standards for the same, and no changes to the site design details within the existing approved Planned Development are proposed by the Planned Development Modification, only a reassignment of allowable uses at various buildings. Much of the site is already constructed, and is an attractive, premium retail center.

5. The proposed project shall not be substantially detrimental to adjacent property and will not materially impair the purposes of this Title or the public interest.

Analysis: The original Planned Development is well suited to development of a shopping center, and provides a substantial buffer between the Highway 120 and the adjacent school and homes to the south. The project also provides shopping, dining, and entertainment opportunities to the area. The proposed Planned Development Modification consisting of a reassignment of allowable uses at various buildings would not change this.

Consistent with Manteca Municipal Code, Section 17.10.190(B), the designated Approving Authority for a Zoning Amendment is the City Council. Per Manteca Municipal Code Table 17.08.060-1, "Approving Authority for Land Use Entitlements," the Manteca Planning Commission is a recommending body for the Zoning Amendment, Text and Map entitlement.

Manteca Municipal Code, Section 17.10.190(D), lists the findings required to be made for the Rezoning action. The findings made for REZ-05-06 memorialized in Ordinance No. 1357 are recommended to be made by reference as they are still in effect and have not been subject to change.

ENVIRONMENTAL CLEARANCE

The project is determined categorically exempt from the requirements of California Environmental Quality Act (CEQA) per CEQA Guidelines, 14 Cal. Code Regs. § 15061(b)(3), the "Common Sense Exemption," where CEQA applies only to projects which have the potential for causing a significant effect on the environment. Where it can be seen with certainty that there is no possibility that the activity in question may have a significant effect on the environment, the activity is not subject to CEQA. This project would make minor reassignments of the existing allowable uses assigned to various specific buildings within the existing Planned Development, consistent with the underlying base zoning already in force at the location, and would add via amended Planned Development Conditions a prohibition of certain uses otherwise allowed under the base underlying zoning district. These modifications to the Planned Development would not introduce new uses, impacts, or density not already accounted for in the prior entitlement's environmental study and permitting, and mitigated by the adopted Conditions or proposed amended Conditions, and enforced by the adopted MMRP. Thus, the proposed changes would have no net adverse environmental effect versus that which was previously studied, approved, and entitled.

RECOMMENDATION

Based on the facts and findings presented in this staff report, Planning Staff recommends the City of Manteca Planning Commission recommend to the City Council to find the project exempt from further environmental review pursuant to Section 15061(b)(3) of the California Environmental Quality Act, and adopt an Ordinance memorializing the Planned Development Overlay zoning mapping established by REZ-05-06 and amending Planned Development (PCD-05-09) and for the Promenade Shops at Orchard Valley, APNs 224-550-01 through -04, -07 through -11, -13, -17 through -20, -22, and -24 through -41.

Report prepared by: David Ruby, AICP, Senior Planner

Attachments:

Attachment 2 – PC Resolution

Attachment 3 – Exhibit A: Ordinance

Attachment 4 – Exhibit A-1: Revised Site Plan

Attachment 5 – Exhibit A-2: Amended Planned Development Conditions

Attachment 6 – Project Powerpoint Presentation

Reviewed and Approved by:

Jesus R. Orozco, Deputy Director – Planning

Date