The past several decades have witnessed the proliferation of underperforming shopping centers across the United States. Shopping centers are struggling to meet demand amidst changing demographic patterns and consumer preferences. Municipalities are responding to these changes by retrofitting shopping centers along smart growth guidelines. Smart growth emphasizes new development in existing communities by encompassing mixed uses, multi-modal transportation access, and the preservation of open space and other existing resources. This thesis explores to what extent underperforming shopping centers can realize smart growth initiatives. Data has been obtained from existing literature, site visits, stakeholder interviews and mapping software. The data results indicate that stakeholder objectives and the surrounding built environment tremendously impact the project’s outcome. These findings are relevant for developers and planning officials interested in retrofitting underperforming shopping centers.