

**TOWN OF BEDFORD**  
**April 11, 2016**  
**PLANNING BOARD**  
**MINUTES**

A meeting of the Bedford Planning Board was held on Monday, April 11, 2016 at the Bedford Meeting Room, 10 Meetinghouse Road, Bedford, NH. Present were: Jon Levenstein (Chairman), Harold Newberry (Vice Chairman), Melissa Stevens (Town Council Alternate), Karen McGinley (Secretary), Jim Stanford (Public Works Director), Philip Cote, Mac McMahan, Alex Rohe, Jim Scanlon (Alternate), Charlie Fairman (Alternate), Rene Pincince (Alternate), Rick Sawyer, (Interim Town Manager & Planning Director), and Becky Hebert (Assistant Planning Director)

I. Call to Order and Roll Call

Chairman Levenstein called the meeting to order at 7:00 p.m. Councilor Bandazian was absent. Councilor Stevens was the voting Town Council member for this meeting. Mr. Scanlon was appointed a voting member for the vacant Town Manager position. Ms. Hebert reviewed the agenda.

II. Old Business - Continued Hearings: None

III. New Business - Application Acceptance and/or Public Hearings on Applications:

1. Bedford SAU 25 (Owner) – Non-binding discussion of a proposed site plan at Peter Woodbury Elementary School for the reconfiguration of the parking lot, relocation of the access drive, creation of an isolated bus loop and upgrades to the stormwater management system at 103 County Road, Lot 22-40, Zoned R&A.
2. Scott A. Newell (Owner) and Ministerial Realty Trust (Owner) – Request for approval of a lot line adjustment between Lot 14-44-2 & Lot 14-44-4 at 62 Ministerial Road, Zoned R&A.
3. Susan & Edward Ranger and Heidi Newbold (Owners) – Request for approval of a lot line adjustment between Lot 19-38-3 & Lot 19-39 at 231 North Amherst Road, Zoned R&A.

IV. Concept Proposals and Other Business:

4. Encore Retail, LLC (Applicant), ER Bedford, LLC (Owner) – Request for conceptual review of a site plan for Bedford Place at South River Road, a mixed use development including cinema, retail, office, medical office and restaurant uses, with associated

access, parking, and site improvements. 125 South River Road (former Macy's site), Lot 12-33, Zoned PZ.

Ms. Hebert stated for the new business items the applications are complete, abutters have been notified; it is the opinion of Planning Staff that none of the items are of regional impact, and the agenda is ready for the Board's acceptance.

**MOTION by Ms. McGinley to approve the agenda as submitted. Vice Chairman Newberry duly seconded the motion. Vote taken – all in favor. Motion carried.**

**1. Bedford SAU 25 (Owner) – Non-binding discussion of a proposed site plan at Peter Woodbury Elementary School for the reconfiguration of the parking lot, relocation of the access drive, creation of an isolated bus loop and upgrades to the stormwater management system at 103 County Road, Lot 22-40, Zoned R&A.**

A staff report from Becky Hebert, Assistant Planning Director, dated April 11, 2016 as follows:

**I. Project Statistics:**

*Owner: Bedford SAU 25*  
*Proposal: Non-binding discussion of a proposed site plan for the expansion and reconfiguration of the parking lot at Peter Woodbury Elementary School*  
*Location: 180 County Road, Lot 22-40*  
*Existing Zoning: "R&A"- Residential & Agricultural*  
*Surrounding Uses: Residential*

**II. Project Description:**

*The School District is presenting this plan to the Planning Board under the guidelines of RSA 674:54, Governmental Land Uses, where the Planning Board may hold a public hearing and issue non-binding comments, however, the plan may go forward to construction without action or approval of the Board.*

*Peter Woodbury School is located on the northeasterly corner of County Road and Back River Road. The school is centrally located on the lot, which is approximately 10 acres. There are two parking lots, one on either side of the building, and a large playground behind the school. The parking areas are accessed via two driveways off of County Road.*

*The attached site plan is for the second phase of parking lot improvements. The School District constructed the first phase of improvements last year, which included resurfacing and striping the existing parking lot on the north side of the school. There were no substantial changes to the parking area and the Planning Board did not review this work.*

*The second phase includes the redesign and expansion of the parking lot on the south side of the school. The improvements include relocating the existing driveway off of County Road; creating a new student drop-off/pick-up lane and dedicated bus lane, expanding the existing parking lot to include 59 spaces, installing new parking lot lighting, and upgrading the stormwater system. The*

*plan also includes removing the on-street gravel parking area adjacent to the Back River Road/County Road intersection. Vehicles currently back out into the roadway from these spaces and conflict with traffic approaching the intersection. The plan greatly improves traffic circulation and safety at the site. The School District is planning to start construction this summer.*

*As part of this project, the stormwater facilities will also be upgraded. Stormwater currently sheet drains off the pavement with little to no treatment. The proposed improvements include two rain gardens and a subsurface detention/infiltration system along the southerly edge of the building.*

*This project was provided to the Public Works Department, Fire Department and Police Department for review and comment. The Police Department has requested that “no parking” signs be installed along the project frontage on both Back River Road and County Road and on both sides of the street approaching the intersection. The signs would need to be approved by the Town Council and should also be reviewed by the Highway Safety Committee.*

*Staff also commented that several mature trees along the Back River Road frontage will be removed to accommodate the parking lot expansion. The site plan does not include any landscaping. The Planning Board typically requires landscaping along the perimeter of parking areas to soften views of the vehicles and headlights from nearby properties. It’s very usual to see a parking area in Bedford with no landscaping. The School District should consider adding some tree and shrub plantings along the Back River Road frontage.*

### **III. Staff Recommendations:**

***Planning Staff recommends that the Planning Board provide a favorable recommendation to the project and forward the following comments to the School District:***

- 1. No parking signs should be installed along the project frontage on both Back River Road and County Road and on both sides of the street approaching the intersection, subject to review and approval by the Town Council; and***
- 2. Landscaping should be added along the Back River Road frontage to soften the appearance of the parking lot.***

Chairman Levenstein stated the School District does not get approvals for their site plans but they come before the Planning Board asking for our input.

Chip McGee, Superintendent of the Bedford School District, and Jay Heavisides, Meridian Land Services, were present to address this non-binding discussion on a proposed site plan for Peter Woodbury Elementary School.

Superintendent McGee stated we are presenting tonight because we are very fortunate to have the support of the voters in Bedford to approve our budget for the coming year, which included the second of three phases of the lot at Peter Woodbury School.

Mr. Heavisides stated we did the surveying and engineering for this project and also for McKelvie School, and we have done engineering on just about every school in Bedford. This project before you is a reconfiguration of the parking lot along Back River Road. If any of you have been by there when school is in process or when parents are trying to pick up or drop off, you know that there is a traffic problem and a capacity problem for parking. There is a gravel area out along County Road, which has room for about 19 vehicles, and it is often full. On site there is room for about 30 cars along the edge of the pavement and then there are little gravel pockets that people tend to use for parking. It is a little chaotic during pick up. What is posted is not the main drop off area for parents, that is over at the end of the building indicated and they have a pretty good routine of getting the parents to serpentine their way through the parking lot, drop the kids off, and get out. The side shown is more for pick-up and for the bus drop off. There are 10 school buses that services the school and this is the late arrival for student drop off, so the parents will come in and they have to actually escort the students into the building before they can leave, and when they come to pick them up, they have to go in and get the students and accompany them out. The problem is the buses are going through here, there is hardly any parking and they are parking out on the road. What we are proposing is the posted reconfiguration. Currently the entrance is up in this area, you have to make a turn to come on into the building. We are relocating the entrance so it would be a straight shot in, buses will still come in through here and they will continue to do as they are now, come down and turn around, come and line up along the building to pick up the students. In the morning they discharge the students out in the paved playground area. We are now adding better defined parking. As I mentioned before, there are about 30 spaces on site and up to 19 off site, we will now have on site a total of 62 parking spaces, an increase of 13 spaces. The way that we have it configured the parents will be able to come in as shown, park, bring their children in, and then leave. The traffic pattern will be as shown and then out. That is for the late arrivals and I believe that is only after 8:00 or 8:15 AM after all the other buses have come through. In the afternoon parents will be able to come in and park in both of the shown parking areas, go in and pick up their children and come back out, and then leave as shown. There will be a raised traffic platform that is about 3 inches higher, it is paved with a taper to make the cars slow down, acting as a speed bump, the aisle next to the school will be the bus pick up, there is enough room for three buses to pick up and that is how they currently do it. Even though all of the buses arrive at once and they are all stacked out back, only three buses pull up at once beside the building, the students are called out for their buses, they load on and the buses take off and then the next three pull up until they are all gone. To divide the buses from the parent traffic, we will be putting in a wooden guardrail along this island as shown, and then there will be another raised guardrail to separate the traffic from the parking. There are two curbed islands; one is at the end of the parking lot and the other is at the entrance to separate the entrance and the two exits. One of the issues that people think happens out there but doesn't, is that when people are coming to the school in the afternoon to pick up, most of the traffic comes from Back River Road. A little bit comes down County Road, but when the traffic leaves, it is an even split. Half go up County Road and half come back down and go to Back River Road. That is why we have done this configuration of having the double outlet so that traffic does not back up on the site and they can quickly get out.

Mr. Heavisides continued some of the other improvements we are proposing are drainage improvements. Right now the roofs are sloped and the rain just coming flying off on the County Road side and it lands directly on the sidewalk down below. It couldn't have been placed in a

worse place. When it rains you get a shower, so the improvement is going to be to remove that sidewalk and actually move it out from the building and between the sidewalk and the building there will be a stone drip area where the rain will come off the roof and go down in there. It is actually going to be about 3 or 4 feet deep of stone so the water will go in, we will have storm chambers underneath there to collect the water or act like a little detention structure, and then it will be routed out through a new pipe system to discharge to an existing swale. We're also adding some rain gardens to treat the water. Right now there is no treatment, everything just hits the pavement and flows off. With some detention underneath each of these and with the detention in this structure out here as shown, we are not increasing the runoff rate from the site and we're actually infiltrating water that right now is just running off, so we are improving the situation. We will also be changing the lighting. Currently there are two lights in the area shown and then a big, 1970's globe. That is going to remain but onsite we are replacing and proposing five pole lights that will all be downcast LED, and nothing will be leaving the site as far as the projecting from the lights. There will be some building mounted lights added to improve the visibility.

Mr. Heavisides stated to give you a heads up to what is left to be done on the site and that is the repaving out back, which would be the playground area and then the loop road around. There are no big changes left at this site, it is just maintenance, replacing the old pavement, fixing some drainage issues out back, but for this year this is what we will be doing.

Superintendent McGee stated in this process we have had the chance to talk with Highway Safety as well and review issues related to parking along the road, and once the plan has begun we are going to return to Highway Safety and the school is going to propose no parking signs from the corner of Back River Road and County Road all the way to what we call the back lot, the one on the other side of the building, to get parking off from the sides of the roads since we are now going to have more total spots onsite than we currently have.

Chairman Levenstein asked you are adding about 37 parking spots? Mr. Heavisides replied there will be 62 in the area shown on the posted plan. There are a few that aren't shown, they are kind of unofficial spots as shown, and in all we should have 62 in this portion. Including the other parking lot we have 131 parking spots. Ms. McGinley asked when someone picks up and leaves through the exit, there is a chance that they may pull in front of a bus or block the way of a bus if they are turning right? Mr. Heavisides replied the buses leave in batches so it is not one bus and then another. They load them up three at a time and then they will take off. Ms. McGinley asked so it is the cars that will be waiting? Mr. Heavisides replied yes, and that is also why we put in the speed humps so they will be slowing down, plus there are going to be kids all over the place. People had better be paying attention. We did realize there is the possibility for that conflict and we tried to give enough room for people to recognize when the buses are moving and to maneuver to get into their correct turning lanes. Ms. McGinley asked how many buses service the school? Mr. Heavisides replied ten. Ms. McGinley stated that is fewer buses than prior to the split of the children among the three elementary schools. Is that correct? Superintendent McGee replied I believe it is fewer than when we had 5<sup>th</sup> grade there as well. All elementary schools were significantly larger when we had 5<sup>th</sup> grade there. Peter Woodbury is actually right now fairly large at 570 students.

Chairman Levenstein asked is there a stop sign that is going to be placed on that island for when they are cutting across that double lane when exiting the parking area to go left? Mr. Heavisides replied that is mainly for the buses to go out back and we put that so if a parent misses the entrance, they can come in as shown, but there is a sign that says authorized vehicles only beyond this point, so any car that comes down here is supposed to turn into the large parking area. Chairman Levenstein asked are there going to be arrows? Mr. Heavisides replied yes, these painted arrows will be on the ground.

Mr. Pincince stated now that you have brought parking closer to Back River Road, do you see a need for a 4-foot tall chain link fence along Back River Road to be a deterrent where people might be using the parking lot and running into Back River Road traffic that moves along fairly well. Mr. Heavisides replied there will be a swale along part of it and then you have a little bit of a slope up. I don't know if people will really be able to access through there. Superintendent McGee stated it is going to end up being pretty steep. Mr. Heavisides stated and if this is like other schools that we have looked at, there could be large stones when we start doing the excavation and we could strategically place some stones there. Chairman Levenstein asked all of the trees are coming out except for the two in the corner? Mr. Heavisides replied once we get the final bid in, it has been out to bid and we have our budget, we will see how much we have left to be able to add some landscaping, but it wasn't in the initial budget to go out to bid. There will be a little bit of landscaping in the rain gardens that require it, but we didn't have any large plants or trees for than embankment.

Mr. Fairman stated I know that the buses in the afternoon come up Back River Road when they are empty as they arrive, which is probably the worst time relative to traffic with all of the parents arriving also, I don't know what direction they come from in the morning when they are loaded, but I wondered if you considered a bus-only entrance off from Back River Road down into the play area where they mobilize, and that wouldn't alleviate a lot of the traffic problems that you have with the buses and cars on County Road? Mr. Heavisides replied we actually did look at that, and because of the grade differential, you end up losing a good portion of the playground and the buses actually wouldn't be able to turn in there. But when the buses do arrive, I was out there observing and doing the traffic count, they all arrive at once within like a 2 – 3 minute window and there is really no other traffic there at that time. The parents filter in and the buses arrive far enough ahead of time that there weren't any conflicts.

Mr. Rohe stated the turn in off from County Road, either right or left, is a fire truck going to be able to make that turn? Mr. Heavisides replied yes. Mr. Rohe stated the new parking spaces that you have put in place, I believe 18 and 13 are the numbers, if you are trying to make it easier flow, was any thought or consideration given to having them as angled parking. Mr. Heavisides replied we did look at angled parking and you lose about five spaces, so we were going for capacity, we had to increase the capacity here, and actually it takes more room for the angled to maintain the aisle width, and I think it increases by a couple of feet and we just started losing room and having issues with grading going out into Back River Road right away. Ms. McGinley asked that is because an angled car sticks out further than a head-in car? Mr. Heavisides replied yes; and it also takes away the availability of a car that happens to go past, they would be heading the wrong way to be able to park.

Chairman Levenstein asked for comments or questions from the audience. There were none.

**2. Scott A. Newell (Owner) and Ministerial Realty Trust (Owner) – Request for approval of a lot line adjustment between Lot 14-44-2 & Lot 14-44-4 at 62 Ministerial Road, Zoned R&A.**

A staff report from Becky Hebert, Assistant Planning Director, dated April 11, 2016 as follows:

**I. Project Statistics:**

Owners: Scott Newell & Ministerial Realty Trust  
Proposal: Lot Line Adjustment  
Location: 62 Ministerial Road (Lots 14-44-2 & 14-44-4)  
Existing Zoning: “R&A” –Residential & Agricultural  
Surrounding Uses: Residential

**II. Background Information:**

*The lot at 62 Ministerial Road (lot 14-44-2) was created as part of a subdivision approved by the Planning Board in 1954.*

*In 2011, the Board approved a subdivision/lot line adjustment plan between lot 14-44-2 and the adjacent property which created lot 14-44-4.*

**III. Project Description:**

*The purpose of this plan is to relocate the lot line between parcels 14-44-2 & 14-44-4. Both lots are located in the Residential & Agricultural District. Lot 14-44-2 has an existing house which is situated close to the road and was constructed in the 1950’s. Lot 14-44-4 is vacant, but was recently created as a new residential lot. A small wetland crosses the property, separating the buildable land from Ministerial Road and the owner has a wetlands permit for the driveway crossing. Lot 14-44-2 is served by an onsite well and septic system. The lot line relocation will convey 3.54 acres of back land from the vacant lot (lot 14-44-4) to the property at 62 Ministerial Road (lot 14-44-2). The parcel to be transferred includes a large wetland complex with smaller pockets of buildable land.*

**Area of Parcels for Adjustment**

<b>Lot</b>	<b>Existing</b>	<b>Proposed</b>	<b>Change</b>
14-44-2	5.793	2.248	-3.545
14-44-4	1.883	5.428	+3.545

**IV. Waiver Requests:**

*The applicant is requesting the following waiver of the Land Development Control Regulations for which the Board will need to take action (please see the attached letter):*

1. *Section 231.2.2, Minimum Buildable Areas, to not provide the required buildable area on lot 14-44-2; and*
2. *Section 218.1.11, to not provide a reference to a USGS datum on the topographic survey.*

*The Planning Staff has no objection to the waivers, as lot 14-44-2 is currently developed with a house, garage, driveway, septic and well. The lot line adjustment also transfers undeveloped back land to the adjacent parcel. The land being transferred is separated from the developed portion of the site by a large wetland. The land would be difficult to utilize without seeking approvals for wetland impacts. Staff also has no objection to the omission of the USGS datum on the topographic survey. The plan references the existing survey of record and the data provided is sufficient for the lot line adjustment.*

***V. Staff Recommendations:***

***The Planning Board needs to vote on whether or not to grant the waivers from the Bedford Land Development Control Regulations, for Section 231.2.2 and Section 218.1.11 as previously described.***

***The Planning Staff recommends that the Planning Board grant final approval of the lot line adjustment plan, Scott Newell & Ministerial Realty Trust (Owners), 62 Ministerial Road, Lots 14-44-2 & 14-44-4, Zoned R&A as shown on plans by Keach Nordstrom Associates, Inc., last revised March 14, 2016, with the following precedent conditions to be fulfilled within one year:***

1. *Any waivers granted by the Planning Board shall be noted on the plans.*
2. *All recording fees shall be submitted to the Planning Department at the time of recording.*
3. *A letter shall be submitted to the Planning Department by a Licensed Land Surveyor, certifying that all boundary monumentation has been set as noted on the approved plan, or in lieu of a letter, the final subdivision plan to be recorded may be submitted noting that the bounds have been set.*

Jason Lopez, Keach-Nordstrom Associates, was present to address this request for approval of a lot line adjustment.

Mr. Lopez stated on Ministerial Road Mr. Newell lives in the existing house on Lot 44-2 and Lot 44-4 is currently a vacant lot. There is a small portion towards the back of the lot so the vacant lot is the smaller lot. We are looking to remove this portion of the lot line as shown on the posted plan and connect it as shown and take about 3.5 acres of land and transfer that land to the vacant lot. There is no change to the frontage, Lot 44-2 is currently 5.8 acres and that would become 2.2 acres, Lot 44-4 is currently 1.9 acres and that would become 5.4 acres. Lot 44-4, the vacant lot, has a 4,000 square foot receiving area, more than the 1,300 square feet that is required for the buildable area, it contains a 75 foot well radius, the 75 foot X 100 foot building envelope, also has State subdivision approval, and there is a wetland crossing that when this lot was originally created to get to the buildable area and that was going to expire in June. I recently extended that permit so that it will be good for another five years. Mr. Newell's lot, the existing house lot, has a 4,000 square foot receiving area for septic, we have just received State

subdivision approval on that lot, originally it was greater than five acres and now we're making that less than 5 acres so we needed State subdivision approval. They just sent a request, which isn't shown on this plan, of showing a future well, so I have in the revisions that will come in on the final plan that it would be a proposed location for a future well. That lot also contains a 75 foot X 100 foot building envelope, and we will be asking for one waiver for Mr. Newell's lot and that would be dependent on the slope of the land. The requirement for the buildable area is 13,000 square feet or 20,000 square feet, the steeper the land you need the 20,000 square feet, we do not have that as the lot is already built. He has his driveway, he has an attached garage, the house, septic is in, the well is in, so we are asking for that waiver for the buildable area. There is one other waiver we are asking for and that is for tying the topography into USGS. K&A had done the original subdivision that created the undeveloped lot, and at that time there were no benchmarks tied into USGS. For this plan we just used our record data and did not go through the time and effort to translate that to USGS data.

Chairman Levenstein asked why are doing this lot line adjustment? Mr. Lopez replied Mr. Newell is looking to settle up some bills and was looking for some money, and he had extra land and it was a good opportunity to get into some income. He is selling that off to the abutter, Ministerial Realty Trust, that is Dick Anagnost.

Ms. McGinley asked for the user of the larger lot, there is a wetland that cuts across the back of the current lot. Is that wetland such that you can actually walk across it or is it a true stream area where you can't walk across it? Mr. Lopez replied I didn't walk out in that area so I can't answer that. Mr. Newell stated as you see the wetlands, you can pretty much walk all of it except the large area at the bottom of the hill, which is the wettest area. During the summertime I actually go through all of that parcel with a tractor. There is no mud and it pretty much dries out in the summertime. Ms. McGinley stated the reason I asked was because of what you said, even though it is delineated wetlands because of the vegetation in the area, it doesn't mean it is always wet.

Chairman Levenstein asked for comments or questions from the audience.

Scott McKenzie, 65 Ministerial Road, stated I live directly across the street from the undeveloped land. I have a question about this; if this was approved, could there be more than one home developed in that undeveloped area? Chairman Levenstein replied I don't think we have the frontage right now. Mr. Lopez stated there is enough frontage for one lot, and there is only enough buildable area here for one house. It is getting this larger portion in the back, but the zoning requirements will only allow one house to be built on this lot. Mr. McKenzie asked and what if that lot gave you access to the 14 acres behind there, which is now owned by someone else, how would that change things? Mr. Lopez replied I have not been approached for that at this point. Mr. McKenzie asked what is the plan for the new lot? It is a single home development? Mr. Lopez replied yes; as far as I know, it is just the single family home. Mr. McKenzie stated but that does give you access to that 14 acres behind there, which is undeveloped right now. Mr. Sawyer responded it is developed; there is a house on there. Mr. Lopez stated there is a cul-de-sac road that goes out to a couple of house lots, I believe. Mr. McKenzie stated I think PVM owns that 14-acre lot with plans to developed, and I don't know if they have had access to that yet. I'm just wondering if this is a potential access to that. Mr.

Lopez replied I don't know. I haven't looked at it for that purpose, but that would be a lot of road to construct to get in there, and without any house lots that is expensive. I can't speak one way or the other, but that would have to come before the Board again. At this time that has not been mentioned to me. Mr. Sawyer stated there is a sizeable lot on the back side that is 14 acres. It was for sale a little while ago, a number of developers in town looked at that larger lot, but because of the distance off from a thru-road it is hard to develop because it is beyond our 1,200-foot cul-de-sac length, or if they develop at any length, it certainly would be, so all the developers that had looked at it had looked for an alternative access through a thru-road and this is clearly one that looked at it even before this lot line adjustment came forward. Chairman Levenstein stated it doesn't look like you need the lot line adjustment to put a road through that. Mr. Sawyer responded no; it doesn't change the fact that this lot could have been used for access to that other if deals had been put together between the various parties that are involved, but I'm not aware of any proposal to develop that 14-acre piece at this time. I believe it is currently being rented by a family who likes it the way it is, and the owners are okay with renting it the way it is currently. It doesn't mean it won't be developed in the future though. Ms. McGinley stated also if you wanted to put more than a single family house on a 1.5 acre cluster, you will still be limited to the amount of houses that could be placed there. Mr. Sawyer stated you have to have 15 acres to do a cluster, so this one lot line relocation doesn't change that for this property that is before or that 14 acres. The parties would have to get together and make it a 15-acre parcel on the other side to do a cluster, although the 14 acres as it stands today could be a conventional subdivision if they had the accesspoints.

**MOTION by Mr. Cote grant the waivers from the Bedford Land Development Control Regulations, for Section 231.2.2, Minimum Buildable Areas, to not provide the required buildable area on lot 14-44-2, and Section 218.1.11, to not provide a reference to a USGS datum on the topographic survey. Mr. Scanlon duly seconded the motion. Vote taken - all in favor. Motion carried.**

**MOTION by Mr. Cote that the Planning Board grant final approval of the lot line adjustment plan, Scott Newell and Ministerial Realty Trust (Owners), 62 Ministerial Road, Lots 14-44-2 and 14-44-4, Zoned R&A as shown on plans by Keach Nordstrom Associates, Inc., last revised March 14, 2016, with the following precedent conditions to be fulfilled within one year:**

- 1. Any waivers granted by the Planning Board shall be noted on the plans.**
- 2. All recording fees shall be submitted to the Planning Department at the time of recording.**
- 3. A letter shall be submitted to the Planning Department by a Licensed Land Surveyor, certifying that all boundary monumentation has been set as noted on the approved plan, or in lieu of a letter, the final subdivision plan to be recorded may be submitted noting that the bounds have been set.**

**Ms. McGinley duly seconded the motion. Vote taken - all in favor. Motion carried.**

- 3. Susan & Edward Ranger and Heidi Newbold (Owners) – Request for approval of a lot line adjustment between Lot 19-38-3 & Lot 19-39 at 231 North Amherst Road, Zoned R&A.**

A staff report from Becky Hebert, Assistant Planning Director, dated April 11, 2016 as follows:

**I. Project Statistics:**

Owners: Susan & Edward Ranger and Heidi Newbold  
Proposal: Lot Line Adjustment  
Location: 231 North Amherst Road (Lots 19-38-3 & 19-39)  
Existing Zoning: “R&A” –Residential & Agricultural  
Surrounding Uses: Residential

**II. Background Information:**

*On May 15, 1990, the Zoning Board of Adjustment granted a variance for the expansion of a non-conforming commercial use in the Residential Agricultural District.*

*On December 20, 2010, the Planning Board approved a subdivision of lot 19-38 into two lots, separating the residential use from the commercial use. The Board also approved a site plan depicting the existing site conditions of a commercial use within the bounds of the newly created lot with the condition that there shall be no further expansion beyond what is shown on the site plan, including structures, parking, driveways, storage tanks, and other items without Zoning Board or Planning Board approval.*

**III. Project Description:**

*The purpose of this plan is to relocate the lot line between lots 19-38-3 & 19-39. Both lots are located in the Residential & Agricultural District. Lot 19-38-3 has an existing commercial business and lot 19-39 is vacant. The lot line relocation will convey 1.72 acres of back land from lot 19-39 (vacant lot) to lot 19-38-3 (commercially used lot) at 231 North Amherst Road. The land being transferred is wooded and a 50-foot wide access easement crosses through the property.*

*Both lots are located on the northerly side of North Amherst Road. The land slopes steeply uphill from the roadway and is primarily wooded with areas cleared for the structures, driveway and parking area. The commercial use on lot 19-38-3 includes a 2,716 square foot one-story building with office and warehouse space, a small parking lot, storage shed, two storage units, four onsite fuel tanks and a 2,050 square foot pole barn.*

*The back portion of the commercial property appears to be used for the storage of trucks and equipment. It is unclear whether or not the outside storage was approved as part of the original site plan (see attached plan). The owner will not be able to use or clear the 1.72 acres of land being added to the commercial site without ZBA and Planning Board approval.*

**Area of Parcels for Adjustment (acres)**

<b>Lot</b>	<b>Existing</b>	<b>Proposed</b>	<b>Change</b>
19-38-3	1.91	3.66	+1.8
19-38	18.9	17.1	-1.8

#### **IV. Waiver Requests:**

*The applicant is requesting the following waivers of the Land Development Control Regulations for which the Board will need to take action (please see the attached letter):*

- 1. Section 218.1.5 accurate boundary survey of the westerly and southerly lines of lot 19-39;*
- 2. Section 218.1.11 that requires existing topography to be shown;*
- 3. Section 218.1.12 that requires HISS mapping to be shown;*
- 4. Section 218.1.13 that requires Wetland mapping to be shown;*
- 5. Section 231.2.1 Lot Size by Soil Type; and*
- 6. Section 231.2.2 Minimum buildable areas.*

*The Planning Staff has no objection to waivers #2-6, as this information is typically used to determine the allowable lot size of a new parcel. The smaller lot is becoming larger and more conforming. The lot that is becoming smaller will be 17 acres which is much larger than the minimum lot size required for the R&A District (1.5 acres). Staff also does not object to waiver #1 which would require a full boundary survey for the larger lot. The westerly and southerly lot lines are not affected by the plan and the survey is accurately depicting the boundary line that is being modified as a result of the lot line adjustment.*

#### **V. Staff Recommendations:**

*The Planning Board needs to vote on whether or not to grant the waivers from the Bedford Land Development Control Regulations, for Sections 218.1.5, 218.1.11, 218.1.12, 218.1.13, 231.2.1 & 231.2.2 as previously described.*

***The Planning Staff recommends that the Planning Board grant final approval of the lot line adjustment plan, Susan & Edward Ranger and Heidi Newbold (Owners), 231 North Amherst Road, Lots 19-38-3 & 19-38, Zoned R&A as shown on plans by Sandford Surveying and Engineering, last revised March 18, 2016, with the following precedent conditions to be fulfilled within one year:***

- 1. Any waivers granted by the Planning Board shall be noted on the plans.*
- 2. All recording fees shall be submitted to the Planning Department at the time of recording.*
- 3. A letter shall be submitted to the Planning Department by a Licensed Land Surveyor, certifying that all boundary monumentation has been set as noted on the approved plan, or in lieu of a letter, the final subdivision plan to be recorded may be submitted noting that the bounds have been set.*
- 4. There shall be no expansion of the commercial use or additional tree clearing on lot 19-38-3 without approval of the Zoning Board of Adjustment and Planning Board.*

Raymond Shea, Sandford Survey and Engineering, was present to address this request for approval of a lot line adjustment. These two properties are located on the north side of No. Amherst Road. One property is approximately 18.9 acres and has frontage just east of Hardy Road, it is a vacant lot, and actually comes down the wall and jogs to the east. The other parcel is 231 No. Amherst Road, is 1.9 acres, it is a long, narrow piece heading north from No. Amherst Road with frontage in the area shown on the posted plan has an existing office/garage, a small commercial use; it was originally Don Wheeler's construction office and buildings. It is presently under common ownership by Ed and Susan Ranger and Heidi Newbold. The proposal is to take this 1.7 acre parcel from the larger vacant parcel and consolidate it onto the smaller one. Essentially it makes the lot deeper and the 18.9 acre lot is reduced by 1.7 acres and the 1.9 acre lot is increased by 1.7 acres. Over the past several years the applicants have done some lot line adjusting in this area. What we will call parcel A was originally part of a residential lot to the east, and I think in 2009 it was consolidated onto the large piece. Essentially we are removing it from the larger piece, it was never a part of that, and it just makes sense going through there, the property management used or attached to the parcel in front. That is the purpose of the lot line adjustment.

Mr. Shea stated we are requesting waivers for topography and soils and wetland mapping on the lots because we are making the smaller lot larger and the larger remaining lot is significant size that it really has no effect on buildability of it, and we're also asking for a waiver of the boundary survey of the larger lot, which we have done the areas connecting the two but we have never done a boundary on the entire one. It is actually bounded on the west by an old, discontinued road.

Chairman Levenstein asked did you see the staff report? Mr. Shea replied yes. Chairman Levenstein asked you saw the part about not being able to clear that back portion? Mr. Shea replied I understand the commercial use not expanding into that. I was going to ask that that portion of the condition not be added, but we can certainly discuss it, not that there are any plans to go out and clear it, but there is firewood out there, etc. I just don't know if that portion of the condition is necessary, but the applicant certainly understands any expansion of the commercial use is not allowed into that Parcel A unless they come back to the Zoning Board and then the Planning Board.

Ms. McGinley asked on Condition 4, why was no expansion of tree clearing added? Mr. Sawyer replied I think it is completely my concern that there is something else afoot here on this plan, just like the last plan, and it doesn't make sense to me initially as to why the land is being added to this lot. It can't be used commercially; it is a commercial lot, so we are very concerned that there would be this semi-natural unapproved expansion of the commercial portion of the lot into the back. Typically all of our lots that are covered by a site plan, which this one is, are not allowed to have tree clearing, so in this case where we are adding land to what is already covered by a site plan without forcing them to come back and amend their site plan, which technically we could have done for adding land to a commercial site, we felt this condition would somehow alleviate or hope to alleviate our concerns that they would just continue to add more and more stuff in the back without permission. Ms. McGinley stated or force them to come back to the Board if they wanted to do more than that. Mr. Sawyer responded that is correct. This is a non-

conforming use even with a variance, still a non-conforming legal use, but these are the types of uses that we would hope to see go away over time, not be expanded in any way, certainly without further approvals by this Board and the Zoning Board. Chairman Levenstein stated a portion of the lot is far enough back so no one would even know what was being done probably. Mr. Sawyer stated yes, that is the concern, until it is too late and the abutters that aren't part of the family have concerns. Once the trees come down there is not much we can do to rescreen that commercial use.

Chairman Levenstein asked for comments or questions from the audience. There were none.

**MOTION by Ms. McGinley that the Planning Board grant the waivers from the Bedford Land Development Control Regulations, for Sections 218.1.5, accurate boundary survey of the westerly and southerly lines of lot 19-39; 218.1.11, requires existing topography to be shown; 218.1.12, requires HISS mapping to be shown; 218.1.13, requires wetland mapping to be shown; 231.2.1, lot size by soil type; and 231.2.2, minimum buildable areas, as requested by the applicant. Vice Chairman Newberry duly seconded the motion. Vote taken - all in favor. Motion carried.**

**MOTION by Ms. McGinley that the Planning Board grant final approval of the lot line adjustment plan, Susan & Edward Ranger and Heidi Newbold (Owners), 231 North Amherst Road, Lots 19-38-3 and 19-38, Zoned R&A as shown on plans by Sandford Surveying and Engineering, last revised March 18, 2016, with the following precedent conditions to be fulfilled within one year:**

- 1. Any waivers granted by the Planning Board shall be noted on the plans.**
- 2. All recording fees shall be submitted to the Planning Department at the time of recording.**
- 3. A letter shall be submitted to the Planning Department by a Licensed Land Surveyor, certifying that all boundary monumentation has been set as noted on the approved plan, or in lieu of a letter, the final subdivision plan to be recorded may be submitted noting that the bounds have been set.**
- 4. There shall be no expansion of the commercial use or additional tree clearing on lot 19-38-3 without approval of the Zoning Board of Adjustment and Planning Board.**

**Mr. Cote duly seconded the motion. Vote taken; motion carried, with Mr. Rohe voting in opposition.**

Ms. McGinley recused herself from the conceptual review for Encore Retail, LLC.

- 4. Encore Retail, LLC (Applicant), ER Bedford, LLC (Owner) – Request for conceptual review of a site plan for Bedford Place at South River Road, a mixed use development including cinema, retail, office, medical office and restaurant uses, with associated access, parking, and site improvements. 125 South River Road (former Macy's site), Lot 12-33, Zoned PZ.**

A staff report from Becky Hebert, Assistant Planning Director, dated April 11, 2016 as follows:

### **I. Project Statistics:**

*Owner: ER Bedford, LLC*  
*Applicant: Encore Retail, LLC*  
*Proposal: Bedford Place at South River Road – a mixed use development*  
*Location: 125 South River Road (former Macy's)*  
*Existing Zoning: "PZ" –Performance Zone*  
*Surrounding Uses: Retail, Goffe Mill Plaza, Office & Interstate 293*

### **II. Background Information:**

*The former Macy's building was constructed in 1966 by Jordan Marsh and remained largely unchanged with the exception of the name change to Macy's in 1996. The building was recently demolished but included approximately 175,500 square feet of retail space. In 2002, the Carrabba's restaurant was added to the site.*

*In 2008, the Planning Board reviewed plans for the demolition of approximately 40,000 square feet of the existing Wayfarer Inn and construction of approximately 138,000 square feet of additional retail space on a portion of this and the existing Macy's site for a shopping center with 370,000 square feet of retail space between the two properties. This plan was never finalized and the Wayfarer site was redeveloped separately.*

*On November 16, 2015, the Planning Board reviewed a concept plan for the proposed "Bedford Place at South River Road."*

### **III. Project Description:**

*This concept plan outlines the development of "Bedford Place at South River Road" a 363,450 square foot mixed use development, which includes the following uses:*

- o 58,100 square foot cinema;*
- o 20,000 square feet of restaurant space (including 2,000 sq. ft. of outdoor seating);*
- o 115,100 square feet of retail space;*
- o 51,300 square feet of office;*
- o 43,550 square feet of medical office; and*
- o 68,000 square foot hotel (125 rooms).*

*There have been a few changes since the last discussion but overall the concept has remained the same. The first plan included a restaurant adjacent to South River Road (building A) which is now a 13,500 square foot retail site with a two level parking garage. The site plan includes eight separate buildings: two single story restaurants (one at the site entrance and a second behind retail building D); two larger retail buildings in the center of the property and a third along the South River Road frontage; a four story office building adjacent to Interstate 293; and a five story hotel along the southern perimeter of the site. The retail buildings are aligned to create an intersecting main street with shops lining the ground floor. The largest retail building and the office building would connect to a three level parking garage. The parking structure would also be flanked with retail shops at the ground level along the south façade. The retail building at the site entrance would also have a two level parking garage. However the garage would appear to*

*be at grade with the roadway and the lower level would not be visible from South River Road. The existing Carrabba's restaurant will remain on a separate lease lot and will be integrated into the new development as much as possible.*

#### Architecture and Landscaping

*The proposed buildings appear to have a clean modern design with large windows and varying textures, colors and materials to differentiate the storefronts. At this time, we have not received detailed description of the architecture or building materials.*

*The plan depicts a development that would be designed with careful attention to the pedestrian environment. Internal sidewalks connect the shops, restaurants and other uses within the site. Street trees would be planted along the internal roadways and a large village green is centrally located as a public gathering space. The plan will need several waivers to the Performance Zone landscaping standards. Most of the landscaping is concentrated within the interior of the site and the site layout leaves very little room for plantings around the perimeter. The pavement setback along the rear property line (between the site and the I-293 right-of-way) is approximately 4 feet and there is no green space along the northerly side lot line.*

#### Traffic and Parking

*Primary access to the site will be through the existing driveway at the signalized intersection (driveway/South River Road/I-293 off-ramp intersection). This entrance also serves as the main driveway to the Goffe Mill Plaza and Whole Foods store. The main street will be one way with angled parking and a secondary two-way access drive would connect to Upjohn Street. There is also a shared access drive to the rear of the property which crosses behind the Goffe Mill Plaza and connects to the Bedford Mall.*

*The Applicant has submitted a shared parking analysis (see attached). The study was prepared using the Urban Land Institute procedures to determine the number of shared spaces needed to accommodate the development. The study is currently being reviewed by the Town and VHB, but estimates that the project should have a minimum of 1,103 spaces and the plan proposes 1,170 parking spaces.*

*A trip generation report was submitted last week and is currently being reviewed by VHB. Once the trip generation is determined, the Applicant will prepare a full traffic study to evaluate impacts to the South River Road corridor and nearby intersections. Staff has had preliminary discussions with the Applicant about traffic. The mitigation may include the construction of a right turn lane on the southbound side of South River Road at the Meetinghouse Road/South River Road intersection. The Town is planning to pave South River Road and Meetinghouse Road this spring. Once the pavement is installed, there will be 5 year moratorium restricting cuts into the roadway. It is critical that the Applicant coordinate with DPW to construct any necessary traffic or utility improvements that will impact the pavement prior to June 1<sup>st</sup>. There are no provisions in the Town's contract to delay this work and the Town has been talking with the Applicant for several months about the need to coordinate this work.*

#### Signage

*Conceptual plans illustrating the size and location of proposed signs were submitted for review. None of the proposed building signs meet the Town's standards for size or quantity and waivers would be required. The project is proposing two freestanding signs along South River Road, including a large 28 foot tall freestanding sign with 8 tenant panels and a "Bedford Place at South River Road" monument sign. Three monument signs are proposed off of Upjohn Street for the hotel and office tenants. Several large building signs are also proposed on the hotel, parking garage, and office building to advertise along Interstate 293. The overall sign area is more than three times what would typically be allowed. The Board should provide the Applicant with as much feedback as possible with regards to the height, size and location of the proposed signs.*

*The Fire Chief has advised the Applicant that the name "Bedford Place at South River Road" is not acceptable for E-911 purposes because there is already an office park on South River Road with the name "Bedford Place." He has asked the Applicant to provide three alternative names, however this decision may be appealed to Town Council.*

#### Waivers

*The Applicant has prepared a letter outlining the waivers that will likely be needed including: impervious coverage, structural setbacks, landscaping, lighting and signage (see attached letter from TF Moran). The list may change once the final design is completed.*

*The Applicant will present an overview of the concept plan, architecture, signage, waivers and traffic at the meeting.*

#### **IV. Staff Recommendations:**

*The Planning Staff recommends that the Planning Board provide the applicant with as much input as possible on the plan.*

Chris Rice, T. F. Moran, Terry Robinson, Encore Retail, LLC, Laura Homich, Architect from Prellwitz Chilinski Associates, Andrew Baressi, Roll Baressi & Associates signage consultant, and Robert Duval, Traffic Engineer from T. F. Moran, were present to address this conceptual review of the site plan for Bedford Place at South River Road.

Mr. Rice stated the primary purpose of our presentation tonight is to review with the Board the progress we have made since the last time we presented this plan conceptually, which was back in November of 2015. We would like to try to get some feedback from the Board members on some major elements on the project, which would include the updated conceptual plan. We have provided an updated plan as we have worked with tenants, met with utility companies, improved traffic circulation, etc., and there have been some minor changes that Ms. Homich will go through in a minute. We have also provided some updated architectural and signage information which we would like to get the Board's feedback on as well. We are not here tonight for a discussion on the tenants; unfortunately we can't release any tenant names yet, we don't have any that are fully signed, they are very close on a couple of the larger tenants as well as the smaller tenants that would be in this particular development. As soon as we can release that, we will come back and provide you with that information, but unfortunately we just cannot do that at this time. Also, we have been working on the traffic information; we have been going back

and forth with Town staff and will continue to do so until we get the traffic study 100 percent finalized.

Ms. Homich stated over the last four months since we last met in November we have been working with potential tenants as well as Mr. Duval and Mr. Rice to further understand the site with regard to tenant layout and traffic issues, both on and off the site. We are very excited about the direction of the plan and the layering the plan has taken on over the last number of months and feel that it has actually strengthened the intent of having a pedestrian friendly, pedestrian oriented, mixed-use development that you laid out in your master plan and that we came to you with originally back in November.

Ms. Homich continued I am going to ask you to put yourself into one of three scenarios using a mixed-use development like this. One group is a family who is headed up north just about to head off, Joey has lost his glove and they need to run in and grab a couple of provisions before they head off. They are about to have a quick meal and then head up north to go skiing for the weekend. The next is a couple on a date, it could be your first date, it could be your 50<sup>th</sup> date, and they are entering and parking at the parking garage heading into the movie theater, grabbing their tickets, going to a dinner at one of the many restaurants that will be on the site, and then going back in the evening and having a nice date night. The last scenario is a family shopping where a mother and daughter are headed off to look at a few different things at the stores and dad and the boys are headed to the town green to play chess or kick around a ball or something to keep them entertained so they are not in mom's hair while they are trying to get something done. Place yourself in any of those scenarios as you think about the plan and what we're trying to achieve with a development like this. The posted aerial view is what we presented in November and the other one is sort of how things have shifted and moved over the last four months. As you can see, the overall changes are not largely significant, it is still about the same amount of massing and about the same amount of square footage, but there are some things that we feel do reinforce pedestrian movement throughout the center.

Ms. Homich continued one of the things that we think about when we were asked to make changes to our plan is we would consider it in keeping in the true spirit of what we set forth to do and what we talked about in our first meeting with you. We truly are trying to make a place for people to stay and enjoy and as the plan became more and more real, we actually believe we are on the right path, and what I mean by real is overlaying the traffic, overlaying real tenant needs and desires, and all of that. There are about four main changes and some other minor ones and I will touch upon them all. The first one that really did have a strong effect on the design, and this is a traffic concern to try and alleviate congestion and enhance flow, was to make this main boulevard a 1-way street going east. You can now only go straight in and that actually provides more clarity for pedestrians and safety, as well as more clarity for drivers as they can only go in one direction. Pull in and pull out and there is angled parking in there that enhances the direction of where they should go. In addition to that, by having it be 1-way it actually makes people come around specifically to the two buildings a little more in order to sort of circulate and find where they want to park before they actually do commit to going in the garage. What that also does is enhance traffic and pedestrian movement around these other buildings giving better visibility to those tenants, which was a concern of ours, how to get them the proper amount of movement around their stores. In addition to that, we increased the amount of parking that is

along Upjohn Street, so now this is a significant road going in, and then there is parking on either side similar to a Main Street sort of feel, and we also increased the amount of parking that is in front of what we are calling Building D, which is shielded quite a bit on South River Road by the Carrabba's restaurant, which is the existing building that isn't going anywhere. We maintained a lot of the intent and shape of the village green, Building B shrunk, which allowed the green to more or less stay in the same shape, the indicated parking area did grow slightly, this building did grow to a degree, and I will show you some slides later that we are utilizing the changing grade and the existing retention wall that is on this edge near South River Road to create a deck that feels like it is on grade with the road and then allow some parking underneath, so just taking advantage of the topography that is there. The other more significant one that you can maybe tell more so from the aerial views, is the reorientation of the cinema building. Our previous version had the length of it facing South River Road, and now we have reoriented it so that there is a shorter length on South River Road and a longer length along the main boulevard actually creating a very nice scale and height along that main road. The parking has been increased along here and along Upjohn Street, and then also the deck, and then some incremental increase along here as shown. Mr. Pincince asked there is no angled parking on the boulevard? Ms. Homich replied there is angled parking. I will show it in the plan. Mr. Pincince stated the concern that I would have is if there is angled parking on the main boulevard and people are backing out, aren't you afraid of stacking coming back out onto South River Road. Ms. Homich responded we didn't diminish the width of the street by changing it to 1-way, there are actually two lanes, but they only go in one direction. What that does is enables someone to back up and then another person to maneuver around them because there are still two lanes. The other change that is significant to the cinema building is at one point we conceived their main entrance being more towards South River Road and now their entrance is back here on the main boulevard, which not only creates sort of a beacon more or less in the middle of that main road, it also gives them better visibility from the highway but at the same token limits the visibility from South River Road, which we feel is actually more in keeping with what you might all want to see. Cinemas tend to like a significant amount of signage, a lot of light, things like that, so having that beacon sort of more in the depth and the width of this body, the mass of that, I think is going to be a nice feature to the site overall.

Ms. Homich stated the last significant move was the office building, and the feedback from that was that they wanted a more rectangular shape. We had sort of forced it a little bit into the curve of the property line, so as a result, that building migrated this way, as well as did the end of Upjohn Street, and then as a result of that, actually smoothed this entire roadway so that there isn't as much of a jog or connection to the neighboring parcel for those trucks that would need to access Whole Foods won't need to wiggle and maneuver as much as they would have. Mr. Scanlon asked when you said that they wanted it to be more rectangular, were you referring to the Planning staff? Ms. Homich replied I was referring to the potential tenant; that was the feedback from one potential tenant that we had. We don't actually have anybody signed on, but as you can imagine, that is a cheaper building to build and it takes down the complexity of that building. It would have been complicated to construct, and this is a simpler building to construct. Those are our largest changes. The parking garage has reduced in size quite a bit, our building heights are the same as what we presented before, we haven't changed any of that, there is a 2-story cinema building, which is a bit taller than the typical 2-story building because of the cinema, Building D is 2-story retail, the hotel is still remaining at 5-stories, the office building is

still remaining at 4-stories, and then single story for Buildings A and B more towards South River Road.

Ms. Homich continued as Mr. Rice mentioned, we don't have tenants signed on, these are sort of our intention and as we communicate more with tenants we will present more information on our elevations. But this gives you a sense of scale, how we will use a variety of materials, how each tenant's image will be broken down to make it friendly and comfortable to pedestrians. As we go down I will show you the same examples of buildings that we had the last time that are projects of ours in other areas. We are taking quite a bit of care in starting overlay landscaping as well thinking about our common green spaces, spaces along the periphery, as well as small little pocket parks with thru-pedestrian streets. As you can see, the massing does increase as you get further away from South River Road and then over towards the highway, that hasn't changed, that is the same as what we presented before. Posted is the view of the parking deck out by Building A; the parking deck is essentially at the same grade with parking below that will be covered up with trees and landscaping. There is a significant gap between the highway and where we can actually construct anything against that retaining wall, so there will be an opportunity to put some landscaping within that, which we plan to do. Posted is a view northbound from the highway, then shown is the cinema, the office and hotel buildings with the parking garage beyond.

Ms. Homich stated keeping in mind the three scenarios, this is the street that people would walk along, shop, find whatever item they are looking for as they are heading up north, this is the place where dad or mom would throw around a ball with the kids, and this is an image of a theater that we did in another project where you can imagine showing up, buying your ticket, having a nice dinner and a movie. This is what we are trying to achieve on this site.

Vice Chairman Newberry stated I have comments on several different subjects. I think it is a great project; I think it is going to require everybody involved to think a little differently than we typically do. I didn't have any objections with the general architecture; I was disappointed to hear that Building H is turned into a box. It seems like a missed opportunity to have a landmark kind of architecture right out where it is functioning as a beacon to the whole development, visible from the highway.

Vice Chairman Newberry stated as far as the signage goes, looking through the examples that you had, I thought that they looked in good proportion to the elevations, and I think that is probably the key thing from the way I look at the signage. I know you are asking for a lot more square footage than typical, but as I said, I don't think this is a typical development, and I think it is important that things are easily found and seen throughout the whole development. I wouldn't have any large issue with the signage. It would be nice if you don't have, if you maybe developed some criteria for your signage so that it is manageable. I think the examples that you presented of signage were all things that would fit well, but I think if your signage group developed some basic criteria that potential tenants could look at and make their signage kind of fit throughout the whole unit that would be an advantage. I don't have any issues with the landscaping. If anything I'd like to see landscape developed along South River Road. I think that the buildings really present the façade of the development to the east and to the south and those I see as an opportunity to present the development to a lot of traffic as you know.

Vice Chairman Newberry stated I did have some concerns around interior circulation. Unfortunately I was out of town in November so I didn't see your initial presentation, but when I looked at this one, what I saw was two lanes inbound, which is nice to get in, but it kind of looks to me like a significant percentage of traffic is going to have to weave their way out and I'm not sure how desirable that is going to be. I think at the very least you are going to have to, and I saw you had some directional signage, but I think you're going to have to do more there if you can't devise a cleaner way for exiting traffic. I'm thinking of like when the cinema turns out, you are going to have traffic that is either going to be forced down onto Upjohn Street or is going to be coming out through that section that runs parallel to South River Road in order to get back out to the signal and that is going to conflict with traffic coming out of the adjacent property. Maybe it will work; I just have a concern when I look at the overall plan of traffic having to weave its way out. You have an artery on the south there but that comes out and everybody is pretty much going to have to turn north whether they like it or not. Mr. Fairman stated they will go in both directions. I'd like to add to that comment; by making the boulevard 1-way you are forcing almost all of your traffic to go out the side street, which there is not a stop light and it is 1-lane, so all the traffic coming into the boulevard, the only way I see it to come out is out Upjohn Street from the parking garage and the theater and the hotel and office, that is a 1-lane road and there is no stop light out there. Ms. Homich stated if this is the majority of the comments, we might want to do the presentation that we have regarding signage and wayfinding so that we can actually show you how we envision getting people in and out. I think it might help the conversation a little bit and then we can circle back to these concerns.

Mr. Baressi stated I am principal at Roll Baressi & Associates, we are an environmental graphic design firm that specializes in signage and wayfinding and the 3-dimensional graphic programs. We have just joined the design team recently and we have worked with Prellwitz Chilinski Associates and Ms. Homich on several projects like this project that involves multi-use and different types of users. What I would like to present to you today is just an overview of what we have done to date to give you a sense of our approach to the signage and what we think is going to be needed to make sure that the project functions well from a navigation and circulation and wayfinding standpoint but also works well with the architecture and landscape and helps promote the sense of place and identity that the architectural team is working for here. What we first have done is to look at the site circulation, how folks are entering and existing, so we have a good sense of the types of signage that may be required, where it might be needed, and the type of information that might need to be conveyed. What you see on the posted plan is the site and the identification signs that we think might be needed. There are two points of entry into the project, as you know, the main boulevard entrance as well as Upjohn Street. So there are two different types of visitors that are going in these entrances. The first of course are the folks that want to access the theater, shopping and dining, and Upjohn Street for the office building and the hotel. We feel that we need signage at both of those entrances to clearly identify and channel those different visitor groups. At the main entrance we would like to create a welcoming gateway experience, so we are proposing a low monument type of sign that is integrated with the landscape as well mirroring it with a directory type of sign that would feature the prominent tenants, both retail and dining, on the property, as well as identify the project. On the Upjohn Street entrance we would like to identify the office building and the tenants in that building as well as the potential hotel. Those would be low types of signs that you will see in the diagrams.

In the diagrams that you have seen we are looking at it schematically right now, trying to get a sense of scale and the type of information that is going to be needed, but we also wanted to get your feedback before we really roll up our sleeves on the design. We will be coming back to you with fully flushed-out designs for all of these elements.

Mr. Baressi continued as you move into the site, particularly on Upjohn Street, we would like to identify the hotel here and that this is the accesspoint to it and that you will need to proceed this way into check-in in the lobby, as you continue up and you approach the office building, we would like to confirm with another low, integrated monument type of sign that this is the office building, the address and the tenants that are in that building. I don't believe we anticipate a lot of tenants in that building, but there will be a couple of primary and possibly two other secondary tenants. Then as you move up the boulevard, understanding what is accessed this way will be important and that this is an entry point into the garage as well and into the lower portion of the parking deck for the Building A. As you proceed up the boulevard we want to identify the entrance to the parking here, as well as around the corner and the express ramp, and the other accesspoint into the garage on the east side. There is a lot going on on the site, a number of different types of buildings and users, and we feel we need a good mix of signage to make sure that they are all properly identified and legible. As folks circulate around the site or are exiting from the site, we feel we need to provide wayfinding signage to really help them navigate the complexity of the site. For example, if you exit the garage, we really want to promote the right-hand movement rather than the left-hand movement out of the site. One reason is that you can't go south out of Upjohn Street. Mr. Fairman stated you can go left out of Upjohn Street. There are no barriers, no signs, you can turn left and people do it all the time. Mr. Scanlon stated access years ago, unless this has changed, on Upjohn Street, a very commonly used way to get into Carrabba's, was coming in through Upjohn Street. Mr. Baressi asked so as you are exiting, you can go left? Mr. Sawyer responded you are not supposed to. There is a barrier there that is angled that prohibits most people from trying to make the turn. Maybe the signage needs to be improved but the State purposely designed that so that it prohibits left turns out of Upjohn Street when they built that. Mr. Baressi stated well, that is a bit of a complicating factor for folks who are trying to leave the site. That is another reason we really want to promote this way out, so we feel we need directional signage here reinforcing that. When you get here, we think it would be good to identify the Bedford Mall through here as well, if they want to continue shopping, it could also be an alternate, additional way out for those in the know, but primarily back to Route 3 will be this direction here, which will give them both north and south egress from the site. We certainly need wayfinding signage to help with that. Also, if they do come down Upjohn Street, we do want to indicate here that you go right for Route 3 south and straight for Route 3 north, and then we would like to reinforce that because they can't take a left-hand turn here, that they need to do the loop around here. So that is why you are seeing the square footage request in the signage increasing because we really need to make sure that that is reinforced and addressed. Once you have parked your car and are experiencing this place the way you should, which is on foot, we would like to provide some orientation for pedestrians too, so the yellow boxes shown on the posted drawing are what we call pedestrian kiosks that would provide a "You Are Here" map with the list of the development, and also on the other side is an option to provide more information. We anticipate that there may be some programming here and having event information would be helpful too. Also, again, trying to help create the strength in the sense of place and identity we thought it would be nice to have banner elements on the light poles that

identify the property with color and graphics and that sort of thing to create a nice festive environment, so that is what the red dots signify. We are really concentrating on these main spines through the site; we are not proposing to put banners on every single light pole.

Mr. Fairman stated going back to your forward traffic for a minute. You have talked a lot about how great this family park is going to be and yet now you are forcing all of your exiting traffic to go around that family park where you supposedly have all of those kids playing and all these things you talk about in this development being for families, yet you are forcing all of your exiting traffic to not only go through the parking lot between D and E, but now to go around that and through this area where you all the families and kids you have talked about and hyped up so much. Does that sound like a good idea? Mr. Baressi replied I think there are certain aspects of the site that are restricting what we can and can't do and we are at least through signage, which is my area of expertise, trying to make that as safe as possible, but you are right, that is a complicated situation. Mr. Fairman asked why do you want the boulevard to be 1-way, particularly down in that area? Maybe up top, but down in that area, why not go in both directions? Mr. Duval stated maybe I can help clarify some of these issues. The primary reason that we were looking at the 1-way boulevard is really to relieve any possibility of congestion on South River Road. By making that 1-way in with two lanes going in, there is really no chance that there can be congestion that leads out onto South River Road. The movements into the site are unrestricted for several hundred feet until you get to the first parking spaces as Ms. Homich pointed out, the road is 2-lanes wide so there is room to get around cars that are maneuvering into parking spaces. Secondly, there is a major contingent, as probably everyone is now well aware of, cars that are going to the Whole Foods development and that left-turn movement as you enter the site is unrestricted. As cars come in they can make a left, there is no conflicting traffic so that movement to the left into the Whole Foods development, into this north side isleway or into Buildings A, B and C area is unrestricted and likewise the movement coming out is unrestricted. There are no conflicts for exiting traffic from Whole Foods from this side, which is why Mr. Baressi was saying it is really the preferential move and the guidance will be for exiting traffic to, as they exit the garage or as they exit the boulevard to turn left, to head up the north side because that movement is away from the pedestrian centers, it rejoins this main east/west street that Whole Foods is using and then comes along here away from this pedestrian area and makes a right, and then makes either a left or right out onto South River Road. So for exactly the reason that you suggest, we are not sending everybody around this building. The people that will be going around this building are really the departures from this side of the development, which in the plan view maybe it looks like a lot, but in reality when you look at the parking garage accounting for most of the parking, the cluster of traffic will be coming out of the parking garage, encouraged to come up the north side of the site and then go out this main traffic-way. The people that will be coming up this side for exiting purposes, a reduced number of people mostly this F, D, J and to some extent E, they will be going and exiting through this jug-handle around that Building B and out, but there is still good separation and protection between pedestrians and destinations in this area here. You will notice also that to further emphasize the place that this is a pedestrian area primarily, we are calling for a pattern pavement or distinctive pavement that makes it clear that this area is favoring pedestrians, not favoring vehicles, so there is actually a small fraction of the people that will be exiting that way, most of the people will be coming out the north side or going out Upjohn Street and taking a right, if that is where they want to go, and the left-hand turns will be going through the new street in the front.

That has been very much in our thinking, and we really think, and it is maybe not intuitively obvious, but there are actually a lot of different ways in and out of this development. There is Upjohn Street in on a right turn or a left turn, there is Upjohn Street out on a right turn, there is full access at this existing multi-lane signal, there is also a way to get through the front field parking lot through Whole Foods if you are shopping in this area, you can get out northbound out of the right-in/right-out driveway and there is also another way in the back that is actually in/out. So there are actually two signals, a right-in/right-out driveway, and a  $\frac{3}{4}$  driveway, right-in, left-in, right-out that connects this development to the outside world. The site is favorable in that respect and we're going to make every opportunity to make use of each of those points appropriately through signage to direct people in the safest and best way to go. And of course these other options are available, which will help to distribute traffic.

Mr. Baressi stated going to the sign sample slides. These are some schematic examples of the types of signs that I was talking about. The monument sign we are thinking that it is low, horizontal, integrated with a stonewall or other landscaping element. According to the ordinance it is 10 feet maximum allowable but we really see that as following below that. This slide shown is about 6.5 feet tall, and these are some examples of that type of signage where you have dimensional elements, it's not a big glowing box, and there is lighting from the landscape washing up. In the sample shown, at Market Street in Lynnfield, Manchester, it is what is called day/night acrylic so it has a color during the day but goes white when the letters are illuminated at night. That is very effective. Mr. Pincince asked it is a backlit sign? Mr. Baressi replied it is internally illuminated. Then in terms of the project directory, it identifies the property and provides opportunities for the major tenants to identify themselves, this is the same dimensions as the Bedford Mall sign in terms of understanding the scale, that is about the size that we are thinking. Shown are some examples of that type of sign incorporating stone possibly and other landscaping elements for that type of sign. Other secondary monuments signs shown is the entrance to Upjohn Street, identifying the office building as well as the hotel, again, incorporating stonewall or landscaping at the point, where you need to identify the hotel and make that turn into the check-in is shown as another low profile sign, and at the office building as well identifying the address and confirming the tenants. Examples of entrances to the parking we see we will need two types of signs, one that is projecting particularly at the entrance off from the boulevard where you approach it parallel and those that are facing you as you enter the garage. Also, that is another opportunity for us to provide directions out that pass through the garage, as well as clearance information, which is standard parking garage type of signage. We see the wayfinding as we would like to keep it minimal but effective at the same time, so you allow about 4 square feet for those types of signs; we think it is going to need to be larger than that in order to cut through the activity going on on the site. We are asking for an 8 square foot sign there. The pedestrian directories are shown upright facing you oriented the way you are looking, but we think those would be helpful as well. They also help to create that sense of place on the site. Shown are some examples of those types of directories and directional signs. Shown is the launch at the Hingham Shipyard in Hingham. I think that is the type of sign we are looking at because a double-posted sign can take up a lot of area so we want to try to convey that information with as small a footprint as possible. Finally in terms of site signage, these types of colorful banner graphics to help strengthen the identity of the project. The last category of signage, and you were correct in identifying or suggesting that we create guidelines for tenant signage and that is exactly what we will be doing, we will create a tenant signage guideline

manual, which outlines all of the parameters that they will need to follow for their storefront signage, but in terms of the types of signs that we're looking at and that retail and restaurant tenants have come to expect in a mixed-use development like this, it is a variety of types of signs. So the primary wall sign that you see here is typically above the storefront, it is either internally illuminated or externally illuminated, they have the option, however, we insist that it be dimensional individual pieces, no raceways, no backlit boxes, that sort of thing, so we will have very specific parameters that they will need to follow. There are also awning graphics that they can put on their awning; usually their logo on the front edge, sometimes they have patterns or if it is a canopy instead of an awning you will sometimes see that they want to put an emblem on a canopy or they have a branding color. Also, particularly along the boulevard as you are walking along and you are walking by, retail and restaurant tenants like to have a blade sign that sticks out so you can kind of see the different tenants as you are walking along. That is another sign type, and finally graphics on the glass. We limit strictly how much percentage of the glass they can cover up, about 10 to 20 percent at most. As you have this textured kind of storefront, the square footage starts to add up and that is why you are seeing some of the excesses that we are asking for so that we can have this sort of textured, active kind of storefront streetscape experience. With the cinema in particular, we are looking at and working with Ms. Homich on an illuminated canopy, this may be an LED element, like a traditional marquee that would see at a theater predominantly, just color and light, soft transitions. As I said, there may be some programming on the site like "Ice Skating on Sunday" or something like that, would be the type of message that might be conveyed there but it is not like scrolling text or changing messages constantly, it is all very soft transitions and fairly static. The new centrally located entrance to the theater we think is a great opportunity to have a traditional kind of vertical blade marquee for the theater. We think that would be really fun, and, also it might give them more visibility from the highway and act almost like a beacon that draws you into the site. These are examples of the types of storefronts that we are looking at: individual letter elements, externally illuminated or halo or internally illuminated, things on canopies potentially and these are some examples of those types of vertical blade signs that you see. The signs themselves on the storefronts, again, dimensional, dimensional, dimensional, not flat boxes but individual elements that create a really nice sense of quality and variety, things on awnings, stuff on glass, that type of thing, which we will all tightly control. We did look at this in accordance with the ordinance and we can review this with staff in detail, but I'm sure you have looked at the totals and understand what we're asking for. For storefronts facing Route 3, we are barely exceeding what you allow but for the stuff internally facing and facing the highway, we are exceeding those allowances and we are looking for a variance on that approach. We are working with Ms. Homich on the elevations identifying where we think signage is going to be needed for the individual tenants. What is posted is facing Route 3, Building C, these are areas where we have identified the primary wall signs, so that is what these elevations are for, and identifying the resultant square footage that we think we would allow each tenant in these storefronts. These are more based on a typical calculation that you see in developments like this, which is based on a multiplier of the linear storefront footage. So it is 50-foot storefront, our multiplier that we're using on all of these in this document is 1.5. So 1.5 times 50 feet, that storefront would be allowed 75 square feet. In some cases that coincides with how your ordinance requires the calculation and in some cases it does not. The ordinance results in large square footages for the tenants further back into the site, even if they are really small guys, so we are trying to develop a formula that creates equanimity across the whole site. I have explained to you what the process is what we have been following;

identifying the locations, developing an understanding of how much square footage we think would be needed for these tenants. Posted you see Building D, which is potentially a multi-tenant building, multiple entrances, second and first floor occupancy, so a fairly complicated situation for signage but we have identified the locations we think would work in that situation. Posted you see Building A, we don't think actually you need signage on the side facing Route 3, but either end are the important views, and also facing interior on the east side where you have all that activity there we think identifying it at the entrance would be helpful as well. Chairman Levenstein stated I think as a general rule we would be more amenable to giving more signage internally as opposed to signage that is facing South River Road. As I general rule, I think that would hold. Mr. Baressi stated I think it would be helpful to review the office building and the hotel to wrap up. The office building has great views from the highway and identifying locations for the tenants to have signage there that you can see from the signage what we have done on the posted drawing. The north side for folks heading southbound on I293 is one location, the opposite side for folks heading north, and if there are multiple tenants, we would like to have a location for each on the side facing the highway as well. The address on the canopy and there is a café tenant in the lower level that might have outside service, so small signage for them. We are trying to be as thorough as possible in the scoping of the signage so that we are coming back to you with as little change or surprises as necessary. For the hotel what we are doing is a similar approach; on the north side we are really just asking for signage at the entrance, which is facing internally to the site, on the south side where there may be some visibility from the highway, identification on the parapet, on the west and east sides it is at the level of the parapet but it is actually flush with the face of the building. It is a piece that extends out and is coplanar with the face of the building.

Chairman Levenstein stated concern with the name Bedford Place. Apparently you have the name that other people have already. I know that one of them is here that wants to speak.

David Robator, Merrimack Valley Physical Therapy, stated I have been a small business owner for over 30 years in Bedford at Bedford Place. Our address is 40 South River Road, Bedford Place. Today more than ever people are seeking us out on the web, and seeking Bedford Place will provide tremendous confusion for our consumers. I am not sure how the name was selected, but there is already a Bedford Place and it has been in existence for over 30 years on South River Road. I think there are a lot of operational concerns as well. In this complex of 60 individual condominium units, all small businesses, there are multiple medical practices, multiple chiropractic practices, primary care practices, as well as our physical therapy practice. We have had, and you can check the records, medical emergencies, 911 at 40 South River Road, Bedford Place, it would be horrible to have our emergency people in Bedford go to Bedford Place and start searching for places while someone was in need of emergency care. Chairman Levenstein stated the fire chief has expressed similar concerns. Mr. Fairman stated he said no, you can't have it. That is how concerned he is. Mr. Robator stated I am excited to see what is happening in the location. I have been here for close to 40 years in Bedford, a resident and raised my family and I think it is great what is looking to be done, but I have major concerns. I think the president of our association, Mark Crandall, has provided a letter of concern as well, so I am hoping that the name can be changed and addressed.

Mr. Fairman stated this was brought up at the last review four months ago and it appears it fell on deaf ears but it is certainly an issue. Mr. Rice stated I wouldn't say it has fallen on deaf ears; we are aware of the concern. Mr. Fairman stated but you haven't done anything. Mr. Rice stated we have not come to a conclusion on a new name; we are working on what we can do to change it. I wouldn't say that this is definitely the final name; we are aware of the concern and we are going to explore other names and options that we can use. Mr. Scanlon stated as the notes were reviewed with me this afternoon, I thought also there was a mention of three alternative names already given or provided. Am I wrong? Mr. Rice responded I think we were asked to provide additional names, but we haven't provided any other ones. We are exploring other names and we will let the Board and everyone else know once we have honed in on a couple of them.

Mr. Fairman stated I am disappointed that you are not reducing non-pervious surface from what it is now. With all the pavement we had, I was hopeful that you would reduce that. It is 86 percent now and you are looking for more than 85 percent on your waiver. I would like you to at least look at that and come back the next time with technical reasons why you can't use pervious pavement in some of the areas. For instance the hotel parking lot and the parking down that side isn't going to get a lot of traffic, so why can't that be the pervious pavement that is now available and in use and being pushed for environmental reasons. Maybe there is a good technical reason why it won't work, but I would like to hear those technical reasons why we can't improve/reduce the non-pervious area by using pervious pavement.

Mr. Robator stated the name is being used, it is posted on South River Road, so when people go driving to come to our practice, they will turn into Bedford Place already, and there have also been publications in newspapers advertising Bedford Place. I would appeal to the Board to work to get that signage down while another name is being considered.

Attorney John Cronin stated I am here on behalf of Coldstream Park Condominium Association over on South River Road, we are the abutter to the west, and I am here to say that we are generally in favor of this project and want to thank Mr. Rice, Mr. Duval, and the applicant for working with us regarding the offsite traffic. I know the traffic studies aren't complete but we have had a couple of meetings, and the association has hired Mr. Pernaw and Mr. Keach to try and develop a win/win solution. The reason I am mentioning it tonight is that I know you are very thorough in your review, the applicant is very thorough in their preparation of the plan, but we just want to put it on your radar that Coldstream Park has some concerns about the traffic impacts of this project, and we hope we can craft a win/win solution and be here at final hearing and support this project.

Mr. Rice stated I have one other portion of the presentation, which might answer one of the comments that was brought up. Obviously with a project of this size and scope and trying to achieve the density goals that the developer is trying to achieve and I think that the Town was looking to achieve when they produced their initial master plan, there are obviously a couple of waivers that come up as part of this plan. I wanted to point them out, what they are, where they are, so the Board is aware and to see if there are any questions or concerns with those waivers. The first waiver does have to do with impervious coverage. The requirement in the Performance Zone is 75 percent, the existing site right now is 86 percent, and we are proposing 85 percent. We are better, we are not greatly better, but we are better but it is important to note that the

existing site now is a sea of pavement and all of that open space that is part of that 15 percent of open space that is all on the side but predominantly just that hillside in the back and we have tried to kind of bring some of the open space forward and more evenly distribute it throughout the site. The open space calculation also doesn't take into account the number of sidewalk planters and tree wells that we are going to be putting in to enhance the landscaping features of the project, so I just wanted to make that point. The second item dealing with waivers, I will lump them altogether, if you don't mind, it has to do with the structure setbacks. In the Performance Zone the front setback is 2:1 or your building height and 1:1 for the side and rear. I think they just got changed a little bit. It used to be 4:1 for the front and now it is 2:1 and there are minimums associated with the sides. But essentially the ones that we have identified at this time is a front setback for Building A, as shown, and I will give you approximate numbers just to give you the order of magnitude, but roughly 50 feet is required, we are providing 18 feet at this pinch point corner shown, it is kind of in keeping with a couple of the out parcel buildings further down South River Road, one being the building I am pointing to here, and the other one being the Chipotle and Starbucks associated with the Bedford Mall. Not quite as close but also along the lines of within the front setback. Also important on Building A to point out is that that is really being dictated by the main access drive that we are trying to keep for the Whole Foods. You can see with keeping that as a straight shot, it kind of lends itself to a pad site and everything else is pushed further back. With Building D we are asking for a front setback. The requirement is 60 feet and we are providing 26 feet, and that is really because we are measuring from the end of the right-of-way line from Upjohn Street, as shown, so it is really just that corner of the building that is affected for that building. The other one is for Buildings J and H and those are rear setbacks. Roughly 60 and 16 feet are required and we're providing approximately 14 feet and 26 feet respectively, and, again, this is the side that faces the highway and there is a little bit of a grade change there. The only other two that have to deal with structure setbacks would be for the parking garage, the area indicated, where we are required to have a 20 foot setback and we are providing 4 feet, but it does about the loading area of the Whole Foods building and we think that that is a reasonable request. Also, for the parking deck that is next to Building A, it is technically a structure because it is a parking deck, but, again, the upper level is going to be essentially flush with the elevation of Route 3.

Mr. Rice continued the other waivers that I'm pretty sure we will be asking for is one that has to deal with light trespass requirements, no more than 0.1 foot candles over the property line. That is pretty typical especially in a commercial setting like this with surrounding commercial uses given that you are trying to light your access aisles and your parking spaces that you are going to exceed that in some areas. We will try to minimize it as much as possible.

Mr. Rice stated the other waiver that we will be asking for is a couple of different landscaping items. The intent in the Performance Zone is really to improve the aesthetic quality of the Performance Zone district. Currently there is little to no landscaping features onsite, but we are going to vastly improve that situation. The only landscaping that is out there right now, which will be preserved, is really what is around the existing Carrabba's building. In the proposed design we are going to incorporate new landscaping features wherever possible, which will be an upgrade to the existing. To give you an idea of magnitude, we are still working on numbers, but we believe we are required to have in the neighborhood of 120 trees, our landscape plan right now shows about 200, so we well in excess for the trees, and, again, that takes into account the

sidewalk planters and the tree wells. Under the landscaping category there are three areas where we don't meet. One is the street and tree landscape strips and front landscape strip and that really has to do with the area in front of Building A. We do think we are going to be able to meet the number of planting requirements for the number of trees in that area, but the width, because of the proximity of the parking structure and the building; you won't meet the 30 foot width, which includes the front and street tree landscape strip. The other one has to deal with the side and rear strips and the exterior pavement strip that requires 15 feet exterior pavement and we are requesting 4 to 5 feet. Again, we are putting landscaping in all areas that we can and we are trying to minimize surface parking, which you can see by the construction of the two garages that we are proposing. The third one had to do with the interior pavement landscape strip. There is a 5 percent requirement for that and we may end up meeting that. At my last calculation we were within 0.001 percent so I do mention it tonight because if I lose a corner of a parking spot, it might push me over, but we are going to do our best to try to meet that requirement as well. Beyond that the only other waiver, which Mr. Baressi did touch on, was the signage. Again, one was for the center sign height, the maximum allowed is 10 feet, we are proposing 28 feet, which is in keeping with the height of the Bedford Mall sign. This is the last kind of large scale development along South River Road that we think would fall under that category. Additional monument signs and inter-site signs and then under allowable signage, again, what we have submitted shows that we are proposing approximately 6,700 square feet of signage. We are going to have to work with staff on what the actual allowable is because we might have taken some distances from one intersection, say the main entrance, versus Upjohn Street, and it might alter some of the allowables, but essentially I think we're going to be in the neighborhood of requesting 6,700 square feet of signage. What we provided showed that we were allowed somewhere in the neighborhood of roughly 1,900 square feet, that might go down depending on how we do all of the math, but I don't think the proposed is going to change much. But it is important to note that of that 6,700 square feet, we have roughly the 1,900 square feet that would be visible from Route 3; everything else is internal to the site or facing the highway.

Vice Chairman Newberry stated going back to the impervious. Will you have any kind of water collection and infiltration capacity? Mr. Rice replied we are still working on that in terms of the drainage design, but that might come into play, the same as when we looked into pervious pavers to see if that is an option. A lot of that has to deal with depth to water table and soils, so we will explore those opportunities, but I can't give a definitive answer right now. Vice Chairman Newberry asked but you are looking at the ability to infiltrate onsite? Mr. Rice replied yes.

Mr. Stanford stated on the front waivers you mentioned 18 feet on the corner of the building. Did you take into account any easements that the Town may have in that area, specifically for the retaining wall and as it relates to your proposed planting? I just want to make sure that none of your waiver requests will encroach within that easement area. Mr. Rice replied the waiver request doesn't. As we polish up the landscaping plan, I might have to be more cognizant of exactly where your retaining wall easement falls. I have met with utility companies at least for that Verizon and PSNH easement that goes along the front, so even though the easement will be there, I don't really think it is going to be needed anymore because we are going to remove a portion of that line. Mr. Stanford stated but we do have an easement there for the retaining wall. Do you know the width of that at this point? Mr. Rice replied I don't know it offhand. Ten feet sounds right but I would have to confirm that for you. Mr. Cote stated on setbacks I generally

don't have any issue with that. The one concern that I have is the 4 foot side setbacks whether you are going to be able to construct and maintain your structures with being so close to the adjoining property without encroaching on their property. Mr. Rice responded that one is for the parking garage, which we are still working on a structural design for that, but we are confident that we can construct that without going over the property line.

Mr. Scanlon stated there was rather intent discussion about navigation internally and traffic coming in and out. I was wondering, Mr. Stanford, whether you have reviewed the traffic flows internally before tonight or is this the first time that you are seeing some of this stuff too. Mr. Stanford replied it is an ongoing process. I will say that we have VHB reviewing a lot of what you are asking. They are the traffic experts, but we certainly do have some initial concerns that if we have time, I will get into that. I know VHB has brought up some concerns just overall. We have heard some other people mention some things that certainly we need to look at as well.

Mr. Scanlon stated you mentioned the cinema several times. I didn't hear the companion words that I heard in November of a cinema with a bowling alley. I assume the bowling alley is out. Mr. Rice replied yes, at this time it is.

Mr. Scanlon stated you were very proud and we were very pleased to hear in November that the sort of tenants that you were seeking were higher end, and while you have not identified any of the tenants tonight, I have two questions about those. You guess at your composite and a wide variety of tenants, is there any importance to distinguishing leasing tenants from owner tenants? Mr. Rice replied all of the tenants will be leased. Ms. Homich stated as far as the quality of the tenants, that initiative hasn't changed at all. We are still looking for higher quality tenants.

Mr. McMahan stated you were here earlier when the school was talking about having to redo their traffic patterns and that is based on years of taking a look at how people behave, how the buses have to go back and forth and what happens to the intersections when people come and go. I don't even know if it is possible to be able to consider it, but when you have done these things before, have you ever BETA tested that you are going to pass? Things that you design may look really good but once they get put into place. I guess my point is to what degree of confidence do you have before you finally set this thing in concrete without having some sort of practical test or is your science good enough that a practical test is not necessary. Mr. Duval responded I wish it were. The process is quite thorough. We don't just put down some guesses and that is the end of it. There is quite a science to preparing a traffic report and that is why even for the smallest projects they are always inches thick, and this will certainly be no exception. But beyond that, our traffic work is reviewed by the Town and the Town hires a consultant, VHB, which is very converse on what issues works for the DOT, and DOT's across the country, and then in this particular case because the main intersection is also an exit ramp for the highway that New Hampshire DOT is going to be involved, they have already participated in some meetings, they will be reviewing the traffic study, and in particular on this project because there are a lot of complexities and moving parts. Typically you prepare a traffic study, you submit, it is reviewed, you get comments, you respond to them, and then that is it. In this particular project we have had at least three meetings with the Town and VHB to talk about traffic and we have submitted some initial results to them to get their feedback on those initial results to make sure we are looking at this the same way, and we intend to continue that process where there is going to be

an interactive review essentially, and before we are done, before we come back to this Board seeking final approval, it is my hope and expectation that we will have complete concurrence with the Town, with VHB, with the State, and with our neighbors who have already mentioned their concerns about traffic, we are meeting with them separately as well, so that this entire group can come forward as one and say we have a traffic study that we can all stand behind and seek your approval. Mr. McMahan stated please don't misunderstand. It was definitely not a criticism nor is it a doubt of your capability, I was looking forward to see how inconvenient, how much extra cost it would be if in fact you have something that is not anticipated and you had to go back and redo it. That was my point, but it sounds like you have a plan. Mr. Duval stated that really is the purpose of all of those reviews. We look at a worst case scenario and we try to be conservative without being unrealistic. You don't want to over-design it and waste money and waste capacity, but at the same time we want to make sure there is sufficient conservatism that the design will work. If this is more successful than anticipated, we still expect it to work. Mr. Pincince stated you obviously have been around for a while and the processes that you talked about and the various agencies that design, you have to be able to say that that process is near foolproof, that when it finally goes and is built that it works. Mr. Duval responded you are right, and let me say also that in my 30+ years, whenever you go back to an old traffic study, almost invariably if you take modern counts, the counts will be less than predicted by that old traffic study. There is enough conservatism baked into those that they are almost always excess capacity in the future.

Mr. Pincince stated Vice Chairman Newberry brought up that looking at this development from the highway about missing an opportunity for the architecture of the office building. Not that Macy's is a destination point from the highway because you saw their loading docks from the highway, but I was curious from the Board's standpoint, from the highway do we have an interest in recognizing that this is Bedford Place, or whatever it is going to be named, before it actually gets built and what the Board feels like as far as this development from the highway and what it appears to be. Mr. Sawyer asked in the name? Mr. Pincince replied no, just what it looks like from the highway. Chairman Levenstein stated we certainly have an interest of what it looks like from the highway. Ms. Homich stated I don't want to confuse anyone; the fact that we sort of simplified at least the study of it currently to a box, you can see in our elevations it will be an interesting building. It won't simply just be a plunked down metal box on the side of the highway. Mr. Pincince stated I am interested in the overall project from the highway. Is there an opportunity for people to know as they are traveling south that there is Bedford Place? Ms. Homich replied our sense is that this has the potential to not only be an exceptional place to be in and enjoy, but will have some awards down the line as well. Many of our other projects that we have designed, Legacy Place in Lynnfield, Market Street at Lynnfield, and also the street at Chestnut Hill, those have also been award winning. We take a lot of pride in our design and our architecture, we put a lot of effort into it and a lot of heart into it, so we feel that this design and the plan and the way things are shaped currently on the site will be shaped in the future for the buildings themselves and will be successful.

Councilor Stevens stated the design is beautiful; I'm not quite sure it fits in with the community though. It is very contemporary. I often have joked unless a building has a cupola on it the Planning Board will not approve it, so I'm curious if you thought of any other designs. I know this is your second time before the Board in making something would perhaps mesh a little bit

more with the community. I think across the street there is a historical Colonial home and if anything along that concept was ever thought of. Ms. Homich replied I think as we investigate further the individual buildings, we can look at different opportunities to contextualize. Right now we have sort of a feel and an approach to how the center is as a whole. In general we do try to incorporate a lot of high quality materials that you would get in more historic buildings like brick, fiber-cement as a replacement, to clapboard, and we put those and place those at the pedestrian level and try to give a variety of textures throughout the project as a whole. The contemporary or modern feel is a direction we do tend to go in. We are not looking to create a historic landscape of buildings. I think our intention is to stay a little more contemporary but at the same time give some nods to those more traditional construction practices. Chairman Levenstein stated I think with that in mind, Whole Foods and what Hannaford is doing across the street do fit in with what you guys are doing here. I think South River Road has become much less Colonial looking than other parts of the Town. Mr. McMahan stated I concur. This is more of an evolution that Bedford is going through. I think the design is very nice. Mr. Scanlon stated I'm also reminded of Vice Chairman Newberry's observation at the very beginning that perspectives here will be varied and different and many, and I think that is a very astute observation. We have to think of this in a very different way. I for one would not want you to leave here tonight without knowing how much excitement your project has generated throughout the community and that all of the questions asked here tonight are reflective of the search for information rather than any kind of a criticism whatsoever. We think you are doing a hell of a job with what you are bringing to the community and the excitement is rampant. Ms. Homich responded we all appreciate that comment. Councilor Stevens stated I'm sorry if I offended you at all, I just know that great pains were taken with Whole Foods to incorporate some of the history of the area into the store, so I was just curious if any thought or consideration had been given to that. Ms. Homich responded one of your buildings that is an inn, Building A back in our previous submission, and this was sort of a second reformation of some of those ideas and bringing in eyebrow elements and things like that, as well as trellises, which is a little bit more of a lately type of thing but happened in the past. This building was a little bit inspired by that inn. These smaller 1-story buildings were, and not that this looks tremendously like a barn, but I know you have a lot of barns and various things throughout Bedford and it had strong agricultural ties. This was sort of a little bit of a nod to a barn. That is a lot easier to do in the 1- and 2-story buildings. There has been a little thought to that, and then when we get into sort of the lower streetscape, where we will bring some of those historical textures back in. Vice Chairman Newberry stated I think also that bringing new architectural elements into a community is important because I think it demonstrates that it is a vibrant community, even Colonial was contemporary at some point in time.

Mr. Stanford stated one thing that I didn't hear was a timeframe that you have. I just want to follow-up with a couple of questions that I have relative to that. Looking at a letter that we received within our packet dated April 8, 2016 from the President, Nicholas Barber, one thing that I see it says that it will be premature to commit to constructing any offsite improvements. As you know we have paving that we have already delayed to this point; the Town spent over \$5 million on South River Road, we are going to put some finish pavement down, where June 1<sup>st</sup> is our schedule, that is what we have been talking about since last year, over a year ago. And I know you are working with a contractor to do the remaining utility extensions, including water, to the site but no other roadway, and I just wanted to confirm that you are still planning to move

forward with that water main. Mr. Rice replied yes, they are planning to move forward on that. They did sign the contract with Manchester Water Works, I think we supplied you with some additional information, we are basically just waiting for the go ahead, and they will move forward with the water work. As to the traffic work, the traffic study is not done yet, the full size and exact uses of the development aren't known yet, and with those kinds of variables it is hard to nail down, it is hard to know what might be warranted and what is not warranted. I guess they are a little concerned that they could do these improvements and after the moratorium is in place or do we do these improvements and then the final traffic study shows that no improvements were needed. The cost for the improvements that we are talking about is not a low number so I think they are amenable to doing the improvements and whatever comes out of it, but I think that they want to make sure that we have the final product to get to that answer. Chairman Levenstein asked you understand the issue with the moratorium? Mr. Rice replied yes I do; the water work we are proceeding with definitely to get that out of the way. I think the other piece that we're talking about is the shoulder, so we were going to see if we can work with Mr. Stanford and if there is a way if you are just adding a lane on top of an edge of an existing edge of pavement. I know what the intent of the moratorium is, and I'm not trying to sidestep anything but if you are adding a lane, does that fall into the same terms. Mr. Stanford responded I think any cutting of a roadway would fall into that moratorium, as well if you needed to do any signal improvements or anything such as that. The moratorium is real; it is something that the Town Council has discussed at length, and, again, the Town has spent considerable funding, so I just wanted you to be aware of that. I can't stress that enough, and, again, we have tried to work with you and we were hopeful that you would have advanced this to the point where you would be able to commit to some of this. Along those lines, what was the schedule you are looking at at this point? Mr. Rice replied I don't think there is a definitive schedule in place just yet; they are trying to finalize some of the deals with some of their main tenants. Once they get to a certain percentage of leased space, everything goes, but they have to get to that number first to make everything viable. I think the intent is for the next one to two months they would have that worked out and then move full steam ahead after that. Mr. Stanford asked construction starting this year? Mr. Rice replied later this year is the hope. Mr. Stanford asked so as far as coming back to the Board, what is your current plan? Mr. Rice replied at this point I would think it is probably going to be July/August, not to say we can't come back with an update in between, but coming back with design plans and for requesting approvals and such, I think you would be looking at late summer. Chairman Levenstein asked would it be worthwhile having a separate traffic meeting? Mr. Sawyer replied probably. As you know from the letters from Ms. Bousa at VHB, we are really just getting into this, and whether we come to agreement would probably be whether or not how much time it would take at a Planning Board meeting. There is a lot to cover, they are a ways apart on a couple of items on the traffic side that we need to resolve, and I just have echo what Mr. Stanford said, it is really putting us on the Town side in a tough position with our project. We don't want to go ahead and pave a road and then not be able to have development like this go forward because they couldn't get their improvements into the ground for five years. It is not just widening the road, there was talk early on that some of their mitigation being us not putting loop detectors back in the road and changing to a radar system for the vehicle detection, which is what we have done on the rest of the TIF project area, so it is not having commitments on those kinds of mitigation measure that tells us we're probably going to put loops back in the road, and if they need to modify it, that is much harder, we can't move those loops once we have paved the road again. It has really put us in a tough spot. We clearly

love the project, we're just trying to figure out how to make it work within our schedule with our contractor who originally we were supposed to let go at the end of last year. We did for a number of reasons keep them on, this project being one of those reasons, but we clearly committed to them that they would be able to go at early summer at the latest, and we are really up against that at this point and unsure of how to move forward. Mr. Rice stated I apologize for throwing the wrench into that situation. I'm not trying to be difficult. Mr. Sawyer stated nor are we. We would like to figure it out, but we do have a contract that we have to go on, and they know this, we have been in communications with them since the former town manager was here about the schedule and the paving and how to try and keep this project moving forward. Mr. Duval stated just so this issue doesn't remain hanging any more than it needs to, we did initially try to work and rush the traffic part of the project through, but with tenant commitments still in the air it just seems really premature to try to rush a traffic study through that predicts one thing and then something a few months later turns out to be different. It really makes sense to do this the right way, work through the numbers, work with VHB, work with the Town, get everyone to understand the traffic, agree on the traffic, and determine what improvements are necessary. I think it just makes sense at this point to allow the Town to go ahead with its contract and do the work it has to do. We can talk about the finer points, maybe what type of detection makes sense and that sort of thing, and I will make the commitment that we will work with engineering staff and Town government to make sure that if we do have to come back and cut a road or do an improvement or move a curb or something, we are going to with the best available technology to make sure that the impact on the new pavement is as little as possible. That is really all we can say at this point.

Vice Chairman Newberry stated I have an unrelated traffic question. Do you have anything that you can run simulations on? Mr. Duval replied yes we do. Vice Chairman Newberry asked will that be part of your report? Mr. Duval replied it can be if it will be helpful to the Board; we can run some simulations. Vice Chairman Newberry stated that would partially address Mr. McMahan's question if you have simulations that you can run that will generate some results given whatever parameters you think need to be tested. Mr. Duval responded we can certainly make that part of the traffic presentation, and I think a workshop on traffic is a good idea.

Mr. Sawyer stated I did want to push the Board a little bit more to react to some of the signage you have seen tonight if possible. Please put up the hotel or office building perspective drawings that you have there. They are fine in the architecture but not on the signage. This is really the first time that we're seeing this much signage at the very top of buildings in Town. From the highway view you start to see it in the white band in the office building and the top band of the hotel and so forth. I believe it was also at the top of the parking garage stairwell, I saw a sign that said Bedford Place at the very top of the building. We have never really had that before and I didn't know if the Board has any reaction to that, especially the hotel sign. I know they have extended the wall up to the parapet height, but you have always considered signs like that as being above the roof not permitted in the past as being roof signage even though in this case it is really on a wall. I guess the hotel on South River Road has some signage up maybe close to that height but they are not nearly the size of these signs. These are big signs at the very top of the buildings. If you are comfortable with it, that is great, let them move forward. Vice Chairman Newberry stated I think that given that, at least what I have seen here, the larger signs are really providing visibility to the highway and pretty much only visible from the highway, and I think

they help to make the site visible and promote the site and promote its success. I, for one, really don't have a problem with what I have seen here. Mr. McMahan stated I think I can give you an example. If you have ever traveled and looked for hotels, you find a billboard on the side of the road and it says in 2.3 miles you can pull into Sleepy Town, and when you enter an area like we have right here, a sign that says Sleepy Town is going to give me a good indication of approximately where it is. I also agree with you, it is great advertisement and it is available from or can be seen from the highway, which probably would dictate a larger sign. The actual size of it, I don't know, I think Mr. Sawyer you have a point, but you are going to work with them to get an idea of that. Vice Chairman Newberry stated in perspective I think I would have more concern about it if those signs were set up to be visible to South River Road, which I don't believe they are. Mr. Sawyer stated they would be visible from Route 101, just so you are aware.

Ms. Hebert stated the layers of signs on the retail storefronts too is something that is not typically allowed in Town, the signs on the glass, on the windows, the projecting signs, the signs on the awnings, and the signs above the storefront door, that is several layers more than what the Town would typically allow. It is going to be harder to enforce those regulations once something like this is constructed. Mr. Pincince stated if you start making wholesale changes today, what does that do to you in the future to try to get back to be consistent to what the requirements have been to date. The tall sign that you said already exists down the street, it is pretty hard for us to say we gave it them but we don't want to give it to you. Mr. Cote stated that tall sign down the street was from 40 years ago before we instituted this ordinance, and I think out of the signage, the thing I have the biggest concern about is the height of that sign. Mr. Baressi stated and I think part of the reaction is the schematic drawing that we have in there, which is just a big box. When we design that sign, we are going to do everything we can to actually minimize the profile of it, and hopefully make it as transparent as possible, rather than something that really blocks your views into the development and further down the road. So we have some work to do on that one, and we want to make it palatable as well. This is a unique project so we want the signage to be unique as well, so we are going to work hard on that one and have options for you to look at. Chairman Levenstein stated that is sort of where my feelings are. It is a unique project. If something else comes in with a project of this size and they want signage that is comparable, I don't think we would have a hard time doing that if we give it to you. I don't think it is going to make that much of a difference when somebody comes in with a 2,000 square foot and wants a huge sign. Vice Chairman Newberry stated I think this is a unique situation, and I think your indication that you are going to have specific requirements for the different signs you are going to allow, those criteria as you presented them at least seemed to indicate that they are going to be quality signs. They are not going to just be black on yellow spread all over the place. Mr. Baressi stated we really want the architecture and the finishes and materials of the building to be the name of game for the star of the show and it's the signage that we're trying to minimize as much as possibly by keeping it to individual elements, dimensional letters, that sort of thing. Mr. McMahan stated in defense of what Mr. Sawyer was talking about, I don't know if you have discussed special events. One of your photos that you show of a development you may already have where an entire window was almost covered with a red sign that said "Sale," so in addition to all of these other things, will they be able to almost block out their windows and are you going to have sandwich signs allowed. Chairman Levenstein stated we had this argument with Kohl's, and the argument was, and the way they get around it is, they are far enough back from the window where they put the sign up so it doesn't meet our definition. Mr. Sawyer responded that

is correct, but we would still love the owner of the property to dictate that retailers can't obliterate their windows. Mr. Baressi stated that is typically part of our regulation or our manual will be what is allowed in the windows and what is not. Ms. Hebert stated I think that manual will be very helpful just moving forward. Mr. Baressi stated also, I don't believe A-frame signs on sidewalks are something that we are looking at. Ms. Hebert stated there was also some discussion about it sounded like a changeable copy sign, and I just wanted some more information about that. Is that an electronic changeable copy sign associated with the cinema or was it a manual? Mr. Baressi replied it is more of like an LED band. Ms. Hebert asked would there be text moving across it? Mr. Baressi replied not typically. That picture is a good example. It is really more of most of the time color and light and pattern, with the occasional "Ice Skating Sunday" kind of message, as well as we have to talk to the cinema about their intent there in terms of portraying information, but that will be restricted in terms of how it can be displayed, the rapidity of the message, that sort of thing. Mr. Sawyer stated I believe that will be a non-starter for the Town, just so you know. There is no changeable copy of any kind allowed in Town and that would be a first.

Mr. Scanlon stated let me add to that for a moment as a single member of the Board. I take great comfort in hearing the opinions of people like Mr. Stanford at the DPW and Mr. Sawyer and Ms. Hebert with respect to having reviewed what comes before the Board rather than being exposed to it for the first time. It gives me a sense of discomfort if I learn that during a meeting like this members of the Town staff, like DPW and Planning, are being exposed to something for the first time. I would rather come into a meeting like this knowing that the information we have gotten from Planning or from DPW in advance of the meeting is reflective of their analysis rather than discover at this meeting that they are seeing things for the first time as well. So as a piece of advice, I would ask you to take that into consideration and be sure that when you come the next time, that DPW and Planning have seen what you are bringing in with you in advance. I know you try to do that during most of the year, and I encourage you to continue working closely with our staff. Ms. Homich stated we will indeed.

Mr. Rohe stated with regard to Bedford Place; if you would adhere to the practitioner who spoke earlier to stop using Bedford Place going forward as the name. In certain aspects of your literature you refer to it as the Macy's redevelopment and that is fine for now. I would rather see that while you are coming up with a new name because if it has been discussed that Bedford Place is not going to be viable name, and it sounds like it has unless I heard incorrectly, then please stop using that name on your literature and on the websites and everything of that nature. While you find a new name, just call it what it is, it is the Macy's redevelopment. I know it doesn't have any bling to it or anything of that nature, but that might force your hands a little bit to find a good name for the development itself.

Chairman Levenstein asked for comments or questions from the audience.

Terry Robinson, Encore Retail, LLC, stated we met a few months ago when I was here. First of all I wanted to say that we really appreciate your time tonight, and the feedback that we have here is exactly the reason that we wanted to come here and convey our visions to you at this point. We were sympathetic to the name and we are working on that. I can't commit to stopping it right now, and the reason for that is that we are so far down the path with the tenants, which is

something else I wanted to hit on. We can't just call it the Macy's redevelopment. We have to kind of leave it where it is until we can transition into whatever the new name is. This is an \$80 million development and there is some branding that needs to take place along with a new name and we are working on it. I hear you loud and clear and we are working on it. As far as the tenants are concerned, we are very close, and as I told you in November, I believe that it is going to be a group of tenants and retailers that you will be glad to have here. The architecture and everything else that has come up here tonight, this is exactly what I wanted to hear, we need to know those things. We want everybody to be onboard; we can't make everybody happy, obviously everybody has different views and opinions, but our goal is to make this as much of a whole project that everybody will be proud of, and we are open to as many meetings as it takes to sit down with you and tell you where we are conceptually. It has been 8 months and we have come a long way since last summer, so we are getting close and we appreciate your patience in getting there.

Councilor Stevens stated I would like to say again that I am really excited about this project. I can't wait to go to the movies in Bedford as opposed to going all the way to Hooksett, which is a huge inconvenience, but for the Board I guess this is my word of caution to you. We have a lot of great business owners in Town who have worked with us on signs and on their building facades and have been really diligent about working with the Town. This project is beautiful and it looks great. It reminds me of National Harbor in DC in a way, and that is a great project down there. With that being said, we are not that, we are a totally different community, and what I'm hearing from the community is that they don't want South River Road to become another South Willow Street, so that is word of caution to you, that that we remain a small, neighborhood type feel that we have while still looking at bringing in this development and doing some redevelopment because they are excited for that too.

Mr. Sawyer stated I would ask that some of the perspectives next time be more at car or eye level on South River Road versus the elevations. I think it would help with Building A, the newer retail building at the corner, to really understanding the massing and scale of that building right at that intersection and what that would look like. I think the Board is used to seeing the eye level ones as you have asked for those in the past as well. Ms. Hebert stated I would also say having a narrative statement from the architect and the sign company would be so valuable because I did hear a lot of this for the first time tonight, having just gotten the 11 X 17 drawings. We are not mind readers, we don't know what the design intent is, so we hear that for the first time at the meeting and I think the Board would benefit from having that information upfront too.

Mr. Pincince asked is it possible at this point that because you haven't identified your tenants, but I'll use the example of the building that you pointed out, I'll use Panera as an example, is the architecture of the building going to be dictated by the corporation that is going to be in that building or is the developer going to say this is what you get, this is what you have to put inside your building? Mr. Robinson replied we are going to have our theme and the spirit of what we are trying to accomplish to whatever extent is possible the tenant will comply with that. A lot of these guys think they can do whatever they want and that is part of the length of time that it takes to come to an agreement with a lot of these, they have their established things that work for them , and in this situation they are conforming and it is a lot of back and forth. It is very detailed in

the scope of what they want and it is back and forth. To answer your question, we are going to have an overall context of what we want it to be with your input, and they will fit in. Mr. Pincince stated I am using Panera Bread versus a Friendly's. You drive by a Friendly's and you know what it looks like, it has a pitched roof, with Panera you probably have more of a flat roof, they have their signature. Mr. Robinson stated down the Main Street the feel will be like you are just walking down the street shopping up and down the street with each little different retail shop. There are clothing stores, jewelry, housewares, furniture, these are the different stores that will be along there, so each one will have its own specific feel and they will all tie together just like an old town anywhere in this area with that flair for the new as well, hopefully. Mr. Fairman stated it is interesting that you want to go back to the downtown feel of a century ago or whatever, but your buildings don't fit that downtown feel in your architecture. They are not that period. They are today's period, not the period of what you are trying to get a feel for. I think it is great; I have no problems with the architecture, but that is just a comment that if you really wanted to fit in Bedford, you would go back down to that feel, and I don't think it is a problem the way it is, this Town has a lot of people that don't like change and they are going to be complaining about the change no matter what it is. Mr. Robinson stated let me clarify one thing with you on that. This is all still very conceptual. What we are showing you here is just the next step of where we are headed. There is nothing that has been finalized on any of these yet.

Mr. Robator stated I just want to speak briefly to the branding piece of this. I greatly appreciate the comment in terms of the establishment of the name, Bedford Place, and for the dental practice, medical practice, chiropractor practices, physical therapy practices, and all the other businesses that have invested in Bedford buying condos, running their businesses for over 30 years in Bedford Place on South River Road. There is a lot of branding that has already been taking place, and in addition to the confusion, it is important that we make the appeal that we put a timetable to it. I would love to see them stop using the name in the community, until it has been resolved if possible, and if that is not possible, to have some sort of timetable to when they could come with a name that would not be in conflict. I can't speak to how the name was established and how that all came about, but it is very, very problematic and I hope it can be addressed definitively and look forward to reporting back. Vice Chairman Newberry asked to what extent can you continue to use that name privately with your potential participants, tenants, and try to minimize reference to that that is going to be referenced publicly? Mr. Robinson responded let me just say that we hear you loud and clear, and we will do everything we can to move toward that as quickly as we can. Bedford Place at South River Road is a trade name, it is the registered name of the project, so the project has the right to use that name for any period of time. What we are hearing is, and what we are sympathetic to Bedford Place at 40 South River Road, that we are very willing to do what we can in the timeframe that it takes to get that done. There is a lot more to it than just stopping using the name tomorrow. Everything from contracts to websites and everything else. We have to create that and move into it, but we are sympathetic to it and we will work with you guys on moving in that direction.

## V. Approval of Minutes of Previous Meetings:

**MOTION by Vice Chairman Newberry to approve the minutes of the March 7, 2016 Planning Board meeting as written. Mr. Scanlon duly seconded the motion. Vote taken; motion carried, with Councilor Stevens and Mr. Stanford abstaining.**

**MOTION by Vice Chairman Newberry to approve the minutes of the March 28, 2016 Planning Board meeting as written. Mr. Scanlon duly seconded the motion. Vote taken; motion carried, with Mr. Rohe abstaining.**

#### VI. Communications to the Board:

Mr. Sawyer stated I put this communication on the Chairman's table but I did want to make the rest of the Board aware of it, and I know Mr. Stanford and I will be following up on this, which is a notice of regional impact from the Town of Merrimack regarding a 66-lot subdivision on Wire Road, really at the end of Wallace Road. It is my understanding this is potentially a phase of Greenfield Farms, so maybe it is just a redevelopment or reorientation of a previous phase of Greenfield Farms in Merrimack. That project did span both towns but we have had a history of issues with the sewer that is part of that project, so this is one of the only times in my career that I think the regional impact is something that we may need to follow-up on at a significant level. We just got the notice today and we will look into it. If it is possible, I will come back to you and say no it is all consistent with past approvals and will be fine, but I did want to make you aware of it. They are holding a public hearing on April 19<sup>th</sup>, so we will put in every effort to find out what that is and if we need to make the Chairman aware of that, and we certainly will between now and then.

Chairman Levenstein asked does this Encore project meet the definition of regional impact? Mr. Sawyer replied I don't think it would. We could look at the traffic counts at the Manchester line to see, it is a pretty high threshold for something like that in a retail center like this. You also have to remember we are going from Macy's that was 275,000 square feet to this project, which I believe is 363,000 square feet, so it is a 90,000 square foot difference, so in reality the traffic impact might be more along the lines of a 90,000 square foot addition versus a brand new center. Granted there is a lot of change in the uses, the cinema and so forth, so peaks may change and we will take a look at that, but I would be very surprised if it met your thresholds.

Ms. Hebert stated the Office of Energy and Planning has scheduled their Planning and Zoning Conference at the Grappone Center in Concord for the first weekend in June. You can email me if you are interested in attending. The Town covers the registration fee for you.

#### VII. Reports of Committees: None

#### VIII. Adjournment:

**MOTION by Vice Chairman Newberry to adjourn at 9:50 PM. Mr. McMahan duly seconded the motion. Vote taken – all in favor. Motion carried.**