

TOWN OF BEDFORD
November 7, 2016
PLANNING BOARD
MINUTES

A meeting of the Bedford Planning Board was held on Monday, November 7, 2016 at the Bedford Meeting Room, 10 Meetinghouse Road, Bedford, NH. Present were: Jon Levenstein (Chairman), Chris Bandazian (Town Council), Rick Sawyer (Town Manager), Jim Stanford (Public Works Director), Karen McGinley, Philip Cote, Mac McMahan, Melissa Stevens (Town Council Alternate), Charlie Fairman (Alternate), Rene Pincince (Alternate), Mark Connors (Assistant Planning Director), and Becky Hebert (Planning Director)

I. Call to Order and Roll Call

Chairman Levenstein called the meeting to order at 7:00 p.m. and introduced members of the Board. Harold Newberry (Vice Chairman) and Alternate Jim Scanlon were absent. Mr. Fairman was appointed a voting member. Mr. Connors reviewed the agenda.

II. Old Business: None

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

1. Bedford Food Pantry (Applicant), Bedford Presbyterian Church (Owner) – Request for final site plan approval to convert a portion of the parish house at the church to a commercial use to permit the management of the food pantry by a nonprofit organization, at 4 Church Road, Lot 20-107, Zoned R&A.
2. Carnevale Holdings, Ltd. (Owner) – Request for approval of a Conditional Use Permit for an off-site sign for The Grand at Bedford Village Inn at the intersection of Olde Bedford Way and Old Bedford Road, Lot 10-23-2, Zoned CO.

IV. Concept Proposals and Other Business:

3. Old Bedford Road Realty, LLC (Owner) – Request for a conceptual review of a site plan for a mixed-use development including a 7,000 square foot fitness club, 12,956 square foot retail complex, an office building, and an elderly housing facility with 72 apartments and 32 cottages, with associated access, parking, and site improvements, located at 18, 20 & 24 Old Bedford Road, Lots 10-50-3, 5 & 6, Zoned R&A.

Mr. Connors stated all the applications have been reviewed by staff and are complete, the 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 presented. Councilor Bandazian duly seconded the motion. Vote taken – all in favor. Motion carried.

- 1. Bedford Food Pantry (Applicant), Bedford Presbyterian Church (Owner) – Request for final site plan approval to convert a portion of the parish house at the church to a commercial use to permit the management of the food pantry by a nonprofit organization, at 4 Church Road, Lot 20-107, Zoned R&A.**

A staff report from Mark Connors, Assistant Planning Director, dated November 7, 2016 as follows:

I. Project Statistics:

Applicant: Bedford Community Food Pantry
Owners: Bedford Presbyterian Church
Proposal: Convert a portion of the parish house at the Bedford Presbyterian Church to a commercial use to permit the operation of a food pantry
Location: 4 Church Rd. Lot 20-107
Existing Zoning: R&A, Residential & Agriculture, Bedford Historic District Overlay
Surrounding Uses: Residential, Cemetery

II. Background:

The Bedford Presbyterian Church has operated a food pantry at its Parish Hall at 4 Church Road since January 2016. The pantry is dedicated to helping Bedford residents and families in need meet basic meal needs. The Church reports that it has provided more than 2,500 meals in its first nine months of operation.

The Church has researched other community food pantry models and concluded that a pantry in Bedford would enjoy broader participation if it was not operated directly by a church organization. The Bedford Lions Club has agreed to manage the Bedford Food Pantry. In delegating ownership of the food pantry to an outside organization, the development necessitated relief by the Zoning Board of Adjustment, as a food pantry is considered a commercial use under the Bedford Zoning Ordinance. On October 18, 2016 the Zoning Board granted the Bedford Community Food Pantry a variance to convert ownership of the pantry to another organization (and changing the use from church to commercial) with the condition that such a use would not exceed 2,200 square feet of the building, as outlined on the site plan.

III. Project Description:

The application before the Planning Board is for final site plan approval of the conversion of a portion of the Bedford Presbyterian Church to a commercial use to permit the operation of a food pantry. The applicant has indicated that the food pantry will be operated by a non-profit organization and not operate outside the hours of 8 a.m. to 9 p.m. The Building Department has

indicated that the applicant will need to obtain a Food Service License to operate the pantry (Condition #2).

No exterior changes are being proposed to the building as part of this application. The food pantry will occupy portions of the Parish House currently designated for multi-use space in the southwest corner of the building (to the far rear of the building) encompassing a space of not more than 2,200 square feet. There are 138 parking spaces on site at the Bedford Presbyterian Church, and peak parking demand is limited to worship services on Sunday mornings. The Church reports that peak parking use related to the food pantry use in its first nine months of operation is approximately five spaces. The Church has also indicated that the food pantry will not operate during worship periods to ensure that existing parking facilities will not be overwhelmed. The building includes an elevator and is handicap accessible.

IV. Waiver Requests:

There are no waiver requests associated with this application.

V. Staff Recommendations:

The Planning Staff recommends that the Planning Board grant final site plan approval to convert a portion of the Bedford Presbyterian Church at 4 Church Road to a commercial use to permit the operation of a food pantry, as shown on plans by Sandford Surveying and Engineering last revised October 24, 2016, with the following precedent conditions to be fulfilled within one year and prior to plan signature:

- 1. The Planning Director shall determine that the Applicant has addressed all technical review comments to the Town's satisfaction.*
- 2. The applicant will apply for a Food Service License from the Bedford Health Department.*

George Reese, 26 Old Farm Road, stated I am currently an elder at Bedford Presbyterian Church, and I am the current director of the food pantry at Bedford Presbyterian Church.

Mr. Reese stated we are currently operating a food pantry out of our church. If you look at the drawing in your packet, there is a section on the left-hand side marked food pantry, and you will see it takes up about 2,200 square feet. We have been operating officially since January; we have given out over 2,500 meals, and we are having it converted to commercial space so we can have an outside 501(c)(3) organization, a not-for-profit group, operate the food pantry separate from the church. We have found that giving some distance between a religious organization and a community organization, we have found that there is more participation by the townspeople and there are also more donations from corporations and people. That is why we are here.

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

MOTION by Mr. Cote that the Planning Board grant final site plan approval to convert a portion of the Bedford Presbyterian Church at 4 Church Road to a commercial use to permit the operation of a food pantry, as shown on plans by

Sandford Surveying and Engineering last revised October 24, 2016, with the following precedent conditions to be fulfilled within one year and prior to plan signature:

- 1. The Planning Director shall determine that the Applicant has addressed all technical review comments to the Town's satisfaction.**
- 2. The applicant will apply for a Food Service License from the Bedford Health Department.**

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

- 2. Carnevale Holdings, Ltd. (Owner) – Request for approval of a Conditional Use Permit for an off-site sign for The Grand at Bedford Village Inn at the intersection of Olde Bedford Way and Old Bedford Road, Lot 10-23-2, Zoned CO.**

A staff report from Becky Hebert, Planning Director, dated November 7, 2016 as follows:

I. Project Statistics:

Owners: Carnevale Holdings, Ltd.
Proposal: Conditional Use Permit for an off-site directional sign
Location: 12 Olde Bedford Road (Lot 10-23-2)
Existing Zoning: "CO"– Commercial, "RA" – Residential Agricultural
Surrounding Uses: Hotel, restaurant, residential, office/mixed use

II. Background Information:

In 1984 the Planning Board approved the site plan for the conversion of the house and barn at 2 Olde Bedford Way to the Bedford Village Inn restaurant and function center.

In 2003 the Planning Board approved a plan for the construction of a proposed spa and inn, this plan also included the relocation and conversion of an existing colonial home on Olde Bedford Way into a three bedroom guest house. The guest house was relocated, but the inn and spa were never constructed.

On April 7, 2014, the Planning Board approved a site plan for the construction of a three-story, 55-room hotel with meeting room and associated site, parking and drainage improvements on Lot 13-40. The hotel opened this past summer.

On June 2, 2014, the Planning Board granted final approval of the subdivision of Lot 13-40 into two condominium units.

On May 23, 2016, the Planning Board approved the conversion of an existing guest house to a salon/day spa.

On June 27, 2016, the Planning Board approved a Conditional Use Permit to allow two freestanding signs mounted to stone columns at the entrance to the Bedford Grand hotel.

III. Project Description:

The Bedford Village Inn is located on Lot 13-41 which is a 5 acre parcel at the corner of Route 101 and Old Bedford Way. The site includes an existing restaurant, tap room, gift shop, inn (14 guest suites) and function hall (180 seats). The Bedford Grand hotel is located on Lot 13-40, immediately adjacent to the Bedford Village Inn site on the west side of Olde Bedford Way. Although the Bedford Grand hotel and Bedford Village Inn are located on separate lots, the sites share interconnected parking lots and essentially function as one site. The owners decided to install a freestanding sign advertising both the Bedford Village Inn and The Grand along Route 101. Although the businesses are located on two separate lots, when parcels have been subdivided for financing purposes such as the Goff Mill Plaza or French's Market Place, the location is permitted one freestanding sign, rather than a sign for each individual lot. In June, the owners were also granted a Conditional Use Permit to allow two additional 8.3 square foot signs mounted to stone columns at the main entrance to The Grand off of Olde Bedford Way.

This application is for a 17.3 square foot directional sign, to be placed off-premise at the southwest corner of the Old Bedford Road / Olde Bedford Way intersection. The sign is a monument style with granite posts and would be illuminated with downcast lights. The proposed location for the sign is currently within the right-of-way for Olde Bedford Way but adjacent to a vacant parcel owned by the Applicant. The vacant lot is also in the Residential Agricultural Zone. The right-of-way is extra wide and extends approximately 130 feet from the edge of the pavement (in the southerly direction). If the sign were placed on the lot, it would not be as effective as a directional sign.

In October, the Applicant requested a license agreement or easement from the Town Council to allow the sign to be located within the right-of-way so the sign could be closer to the intersection (see attached minutes). The Council approved a temporary license agreement for the sign but conditioned their approval on the Applicant obtaining a CUP from the Planning Board and petitioning to discontinue a portion of Olde Bedford Way, so the Applicant could acquire the land and the sign would ultimately be located on private property. With the conveyance of the land to the Applicant the sign would comply with the Town standards for sign height and setbacks, however the maximum size sign permitted in the R&A zone is 8 square feet and this sign would be larger than what is typically allowed. Staff is not concerned with the size or design of the sign because the adjacent lot and the property across the street are zoned commercial.

The Town sign regulations do not permit off-premise signs and the Conditional Use Permit is needed for the additional freestanding sign, the 17.3 square foot sign in the Residential Agricultural Zone and for the sign to be located off-premise.

The attached documentation from the Applicant summarizes how the request meets the purpose statements of the sign ordinance and the CUP criteria. The Board will need to determine if the purpose statements of the sign ordinance and CUP criteria have been met. I would encourage you to review each of the eight criteria (a-h) separately prior to making a motion for approval or denial.

Off-premise signs are not typically permitted in Bedford, even by waiver or Conditional Use Permit. This type of sign is usually discouraged to avoid visual clutter along the roadway and an overabundance of signage. Staff does not support off-premise signs, but understands that the Bedford Village Inn and Grand Hotel are more difficult to find now that lefts turns from Route 101 onto Olde Bedford Way are restricted.

If the Board chooses to approve the sign, Staff recommends that the Board discuss the special circumstances as to why this sign is appropriate, such as the land is owned by the Applicant and located across the street from the hotel; the sign serves a directional purpose to guide patrons to the hotel; and there are no hazardous or distracting features.

Conditional Use Permit Criteria: Article 275-73B (1):

- a) *The modification complies with the Purposes of the sign regulations as noted in Article 275-73 A; (listed below)*
 - 1) *Encourage the effective use of signs as a means of communication;*
 - 2) *Prevent hazards to vehicular and pedestrian safety by regulating the type, number, location, size and illumination of signs;*
 - 3) *Protect the public from hazardous and distracting displays;*
 - 4) *Maintain and enhance the aesthetic character and scenic quality of the Town's residential and commercial neighborhoods and limit visual clutter along corridors;*
 - 5) *Minimize potential adverse effects of signs on nearby public and private property;*
 - 6) *Support businesses and community vitality by informing the public of goods, services and activities; and*
 - 7) *Enable fair and consistent enforcement of the sign regulations.*
- b) *The applicant's particular situation, taking into account the overall site plan, including, but not limited to, the use on the property, existing signs, and visibility of the businesses, justifies a modification to the requirements;*
- c) *The site is suitable for the proposed modifications;*
- d) *The modification will not alter the essential character of the locality;*
- e) *The modifications will complement the design of the building or site where the sign is located;*
- f) *The modification will not materially impair traffic or pedestrian safety;*
- g) *The aesthetic character of the site and the surrounding area will not be adversely affected; and*
- h) *The modification will be consistent with the spirit and intent of the Zoning Ordinance and Town of Bedford Master Plan.*

IV. Staff Recommendation:

*In the event the Planning Board decides to **approve** the Conditional Use Permit, the following draft motion is provided:*

I move that the Planning Board grant the Conditional Use Permit and finds that the criteria have been met per our deliberations to allow the proposed freestanding off-premise directional sign, as shown on the plans prepared by Sousa Signs with a revision date of June 14, 2016, for Carnevale Holdings, Ltd. (Applicant), at the intersection of Olde Bedford Way and Old Bedford Road, Lot 10-23-2, Zoned RA, subject to the following conditions:

- 1. A temporary license agreement shall be approved by the Town Attorney, signed by the Town Manager, and recorded at the cost of the Applicant;*
- 2. The Applicant shall exercise due diligence to extinguish a portion of the Olde Bedford Way right-of-way and purchase the land from the Town such that the sign is located on private property owned by the Applicant, subject to any necessary easements to the Town, in accordance with the Town Council approval on October 13, 2016.*
- 3. The final location of the sign shall be approved by the Department of Public Works to ensure that adequate sight distance is maintained at the intersection.*

*In the event the Planning Board decides **not to approve** the Conditional Use Permit, the following draft motion is provided:*

I move that the that the Planning Board deny the Conditional Use Permit and finds that the criteria have not been met per our deliberations to allow the proposed freestanding off-premise directional sign, as shown on the plans prepared by Sousa Signs with a revision date of June 14, 2016, for Carnevale Holdings, Ltd. (Applicant), at the intersection of Olde Bedford Way and Old Bedford Road, Lot 10-23-2, Zoned RA.

Ms. McGinley recused herself from this conditional use permit application. Mr. Pincince was appointed to vote in her place.

Attorney Steve Grill, Devine Millimet, Jack and Andrea Carnevale, owners Carnevale Holdings, Ltd., and Bob Perry of Souza Signs, were present to address this conditional use permit request.

Attorney Grill stated for an overview; I know the Board is familiar with this project, which is the Bedford Grand Hotel next to the Bedford Village Inn on Olde Bedford Way. As part of that development of the hotel, Olde Bedford Way was made a right-in/right-out so that people heading east on Route 101 can't make that left turn and are directed instead to make a left turn at Old Bedford Road. When they are heading north on Old Bedford Road, there is no indication at present that they have to make a left turn to get to the hotel. This proposal is to put a sign at that intersection to inform customers where they have to turn for the hotel. It is absolutely necessary because of the elimination of the left turn into Olde Bedford Way. Without a sign there the problem is that people will continue, and again, these are hotel guests, they are not people from the area, they don't know where these turns are, they will continue right past it, at some point they will realize they have gone too far, they will turn into someone's driveway and potentially

create hazards so this is a very practical solution. It will be a sign similar to the signage that was approved by this Board for the hotel itself in June. We do need a waiver because of 73H that creates absent a waiver no off-premise signage. It is a transitional zone; I know the Board is very familiar with this area, there has been quite a bit of very tasteful development that is done, and the point of this sign is to be consistent with that with granite pillars, a tastefully done sign. The plan shown in the materials that the Board has says non-illuminated, we would like approval to put downward facing illumination on that sign, which the staff mentions in its report. It is a unique property; this is not a precedent setting situation for off-premise signage, it is unique because of the elimination of the left turn into the Bedford Village Inn and hotel area and because there is no other way to direct people to the area. It is also unique because the hotel and the inn itself are unique properties in Bedford, something I know the Carnevale's are certainly proud of, as Bedford should be, although the hotel is brand new it has already won awards and is something that we should be happy to direct people to so they don't get lost. The Town Council has authorized the sale of the land, which is Town owned at this point, the sign would be on Town owned land under a license that has already been granted by the Town Council pending working out the details of the actual sale of the property to Carnevale.

Attorney Grill proceeded to review the conditional use permit criteria: **All Conditional Use Permits for signs must comply with the following purpose statements (See Article 275-73A):**

- 1) **Encourage the effective use of signs as a means of communication:** As stated above.
- 2) **Prevent hazards to vehicular and pedestrian safety by regulating the type, number, location, size and illumination of signs:** It is a hazard when people don't know where to turn. They may be distracted, they may pull into driveways and annoy neighbors and all kinds of things can happen that are not ideal when people get lost.
- 3) **Protect the public from hazardous and distracting displays:** This would be a very tasteful sign consistent with all of the development in the area.
- 4) **Maintain and enhance the aesthetic character and scenic quality of the Town's residential and commercial neighborhoods and limit visual clutter along corridors:** This is not Route 101, this is off the corridor, but it is in that transitional zone of Old Bedford Road, and it would be consistent with the uses that are already there.
- 5) **Minimize potential adverse effects of signs on nearby public and private property:** I don't think any residences would see it in that location.
- 6) **Support businesses and community vitality by informing the public of goods, services and activities:** As stated above.
- 7) **Enable fair and consistent enforcement of the sign regulations:** This is not going to create some kind of precedent that anyone can get an off-premise sign. It is a very unique situation.

Attorney Grill stated for all of those reasons we meet the purpose of the ordinance. The site is suitable, it won't alter the essential character, we need it badly for the reasons stated and I think we meet all of the criteria, both the purposes of the regulation and the conditional use permit criteria.

Town Manager Sawyer asked how would you get power to that location? Attorney Grill replied we were just talking about that. We would like permission, in case we figure out a way to do that, so we wouldn't have to come back, but most likely it would be built as a non-illuminated sign, but we would like permission if we are able to figure out how to get electricity there at some point. There is no power to it now that I am aware of. Town Manager Sawyer stated I am not real supportive of having another pole added and crossing the road with another utility line there and changing more of the aesthetic of the street to make that happen. Attorney Grill responded I think there is a pole nearby. Mr. Carnevale stated there is a pole on Old Bedford Road and Olde Bedford Way that is not connected at this point. I called EverSource about it and there is no feed to the pole, although it was placed there this past summer. As Attorney Grill was mentioning, the left-hand turn prohibited in and out has created for us some major problems. We were just accepted by Preferred Hotels so we have international guests coming in and they see the property coming from the east but they can't turn in our driveway, so now they go down to the traffic signal, they take a left there, and they have no idea where to go at that point. This has created a huge problem. It wasn't that much of a problem in the summer but now it is a major problem as the days grow shorter and it is totally dark in that area, there are no street lights, and I don't know why that streetlight that has been placed there is not connected. I don't know when it is going to be connected. I called EverSource and they have no idea and told me to call the Town; I called the Town and they told me to call EverSource. I don't know where that stands. We need that sign; we get so many complaints, and my office is right off the front desk of the Grand and I can hear the people complaining saying we came down this street and we didn't know where to turn, we had no idea, and why don't you put up a sign, and that is what these people's reactions are. So it shoots mud at the Bedford Village Inn for not doing their job in promoting an easily accessible property for foreign travelers. Town Manager Sawyer stated I am trying to understand where the pole is located. Is it on the side of the road as the proposed sign? Mr. Carnevale replied the pole is across the street from it. Town Manager Sawyer asked how would you get across the road? Mr. Carnevale replied as far as electricity is concerned, I'm not quite sure how we would connect it to power.

Mr. Pincince stated I have a question for Mr. Stanford. With snow removal during one of our regular winters and this sign is 5 feet tall, the snow accumulation there will probably mitigate the view of this sign during the course of winter. Do you share that opinion? I like where it is right now because you can actually come out and not have the sight distance be an issue. Mr. Stanford replied we had stipulations that it wouldn't prohibit sight distance so it wouldn't be an issue from sight distance and that it was far enough off the roadway so that it wouldn't impact the plowing operations. As far as snow pack, it is going to be variable. Mr. Pincince asked so this sign will be somewhat mitigated by a severe winter? Mr. Stanford replied probably. Mr. Carnevale stated I have two maintenance people that have two big shovels. Mr. Pincince stated it is wonderful you are going to be maintaining it.

Mr. McMahan asked is underground a possibility for stringing an electric wire? Mr. Stanford replied they would have to bore under the roadway because we just paved that roadway so there aren't any cuts allowed for the next five years. Chairman Levenstein asked did you pave Olde Bedford Way also? Mr. Stanford replied yes.

Mr. Fairman stated I noticed today going east on Route 101 the sign I assume the State put up there to turn left at the light. Is there one going westbound as well to turn at the light? Mr. Carnevale replied yes there is. Mr. Fairman stated in addition to this sign, I'm wondering would it be helpful, even though it is a Town road, if there was a sign similar to that on Old Bedford Road saying next left for Bedford Village Inn and the Grand Hotel in addition to the place you are requesting? I'm not saying it replaces this sign, but in addition to this sign, a sign on the road similar to the one on the State highway that says turn left at the light and it says to take next left. Would that be helpful? Mr. Carnevale replied I'm sure it would be, but my preference would be to have a sign at the location requested, but all the help we can get. Mr. Fairman stated I would think a directional sign saying take the next left would be helpful, but I don't know that we do that on Town roads.

Chairman Levenstein asked for comments or questions from the audience.

John VanHouten, 49 Seaton Drive, stated I'm not against the sign. I have asked for a nature sign with the Department of Public Works and I haven't gotten anything yet, and the DPW doesn't like signs. The idea of a wildlife sign, which there is one on Bedford Road someplace, but the sign I was looking at was a sign for protection of the motorists as well as wildlife and the residents of Seaton Drive and of the community. In preservation of the wildlife I find that wildlife signs are effective. We have a stewardship of preserving what we have and not exhausting it. Getting back to the left-hand sign, the left-hand turn I understand coming from the new hotel but in Section 4, with proposals there is the idea of putting up a senior facility and from what I understand, and maybe I'm wrong, but if the patrons of the hotel are having a hard time making a left-hand turn on how to get someplace and a development such as Item 3 on the agenda with 32 cottages, 72 apartments, an office complex, site improvements, etc., where are you going to put that sign.

Jim Lamp, 30 French Drive, stated I am all in favor of this sign. I think that there are obviously wayfinding issues with getting to the hotel and old habits die hard. I think there are also a lot of issue with the right-in/right-out and would suggest the Board look into some more roadway signs and maybe pavement markings. I come home every day and there are people trying to take a left in and trying to take a left out and they are actually lined up trying to take a left out. Those are simple and cheap signs, but I think that Mr. Carnevale and the Bedford Village Inn Grand need a sign out on that road. I am in favor of the sign but I think there also needs to be some other directional signage. Chairman Levenstein asked that is not the Town? Mr. Stanford responded that is the State but there is a median planned for the Route 101 project. Town Manager Sawyer stated what about solar. Attorney Grill stated our sign consultant has indicated that it is not feasible for solar. Mr. VanHouten stated I disagree that a solar sign would be ineffective. Goffstown had a solar sign and it worked very effectively for stopping traffic. Chairman Levenstein stated that is the applicant's decision whether he wants it or not.

MOTION by Mr. Cote that the Planning Board grant the Conditional Use Permit and finds that the criteria have been met per our deliberations to allow the proposed freestanding off-premise directional sign, as shown on the plans prepared by Sousa Signs with a revision date of June 14, 2016, for Carnevale Holdings, Ltd.

(Applicant), at the intersection of Olde Bedford Way and Old Bedford Road, Lot 10-23-2, Zoned RA, subject to the following conditions:

- 1. A temporary license agreement shall be approved by the Town Attorney, signed by the Town Manager, and recorded at the cost of the Applicant;**
- 2. The Applicant shall exercise due diligence to extinguish a portion of the Olde Bedford Way right-of-way and purchase the land from the Town such that the sign is located on private property owned by the Applicant, subject to any necessary easements to the Town, in accordance with the Town Council approval on October 13, 2016.**
- 3. The final location of the sign shall be approved by the Department of Public Works to ensure that adequate sight distance is maintained at the intersection.**

Mr. McMahan duly seconded the motion.

Town Manager Sawyer stated I believe the June 14, 2016 revised plan refers to that as a non-illuminated sign. I just want to clarify whether we are not approving the lighting or we are. Mr. Cote stated my motion was intended to be as per the staff report dated November 7, 2016, so that would be including the downcast lighting. Ms. Hebert stated the intent of the staff report was to include the lighting. To add the lighting it came in after-the-fact. Town Manager Sawyer stated I would recommend that if you want it to include lighting that you talk about either the date of the revised plan being amended or adding a note that you are allowing lighting because the plan says no lighting.

Mr. Cote amended his motion to include the downcast lighting as noted in the staff report dated November 7, 2016. Mr. McMahan withdrew his second to the motion.

Mr. McMahan stated I think they would probably need to have a plan to be able to do that first. If they are not going to cut the road and they don't want solar, does that mean that we are going to approve an overhead line? Chairman Levenstein responded my suggestion would be that at the very least they get some sort of plan to staff before they put the lights on and then staff can determine whether it is something the Board should see or not. Town Manager Sawyer stated the only reason I am asking questions about this is because we have a regulation that says we don't allow additional overhead lines to new developments. So I didn't understand how you could get underground lines there without impacting our roadway. I wasn't thinking that you would directional bore just for lighting of a sign. That is a big cost for a small return. Attorney Grill stated with the Board's permission we would amend the application so that it is non-illuminated as shown on the plan with the right to come back if we figure out a way to illuminate it or to illuminate it by solar if that turns out to be feasible. But if we have to do anything in terms of poles or extending lines or anything like that, we certainly would come back to the Board.

Devin Standard, Arrowhead Drive, stated I have done a lot of work with LED lighting. LED lighting is very robust and very, very bright and uses very little amounts of energy. A battery solution might be very effective in this case. Chairman Levenstein stated I think they will figure it out if they want it.

Councilor Bandazian stated you could amend your condition to exclude overhead lines and I think that would satisfy the concerns. Town Manager Sawyer stated it would satisfy my concerns.

Mr. Cote further amended his motion to remove the downcast lighting for the sign and to add to the motion the exclusion of any overhead lines. Mr. McMahan duly seconded the motion as amended. Chairman Levenstein called for a vote on the motion as amended. With all members voting in the affirmative, the motion passed.

- 3. Old Bedford Road Realty, LLC (Owner) – Request for a conceptual review of a site plan for a mixed-use development including a 7,000 square foot fitness club, 12,956 square foot retail complex, an office building, and an elderly housing facility with 72 apartments and 32 cottages, with associated access, parking, and site improvements, located at 18, 20 & 24 Old Bedford Road, Lots 10-50-3, 5 & 6, Zoned R&A.**

A staff report from Becky Hebert, Planning Director, dated November 7, 2016 as follows:

I. Project Statistics:

*Owner: Old Bedford Road Realty, LLC
Applicant: Old Bedford Road Realty, LLC
Proposal: Old Bedford Road - mixed use development
Location: 18, 20 & 24 Old Bedford Road (Lots 10-50-3, 5 & 6)
Existing Zoning: "R&A" – Residential & Agricultural Zone
Surrounding Uses: Mixed use development, hotel & residential*

II. Background Information:

There have been no prior Planning Board, Zoning Board of Adjustment (ZBA) or Conservation Commission actions on the property.

The Applicant has applied for two variances which will be reviewed by the ZBA on November 15, 2016. The first variance request is to allow a mixed use development with commercial uses, ten workforce housing units (not age restricted) and elderly housing with single family homes, multiplex homes and apartments in the Residential & Agricultural (R&A) Zone where it is not a permitted use. The second request is to permit a reduction in the number of affordable housing units from 25% to 10% and to permit the units to not be age-restricted.

The mixed use development is not permitted in the R&A Zone and the project cannot proceed without the use variance, unless the zoning is changed from R&A to Commercial. If the variance is denied, the Applicant may choose to submit a citizen's petition to change the zoning. All of the proposed uses would be allowed by right in the Commercial Zone except the fitness facility which needs a Special Exception.

III. Project Description:

The concept plan is for a mixed used development off of Old Bedford Road including the following uses:

- 7,000 square foot fitness facility;
- 12,956 square feet of retail complex;
- Conversion of an existing house to an office building;
- 2-36 unit apartment buildings for elderly housing; and
- 32 single family cottages for elderly housing (mix of duplex and single units)

The site is approximately 19.5 acres and includes three existing single family lots with one residence on each lot. The lots would be merged and two of the single family homes would be demolished. The house at 18 Olde Bedford Way would be converted to an office building. The property has frontage on Olde Bedford Way and Old Bedford Road and the land slopes steeply uphill from Old Bedford Road with a 100 foot grade change from east to west. The surrounding uses include residential to the north and northwest, hotel to the south and mixed uses to the east at Bedford Hills.

Primary access to the site will be through a new private road off of Old Bedford Road. The road is approximately 900 feet long and terminates at cul-de-sac. A 50-foot wide access easement extends from the end of the cul-de-sac to the property line to allow for future connections to the adjacent lot. The new road would be located approximately 450 feet north of the Olde Bedford Way/Old Bedford Road intersection.

The retail and office uses are closest to the road with 115 parking spaces for the retail complex and 41 spaces for the fitness facility. The proposed apartment buildings are centrally located on the site. Each building has three stories with parking underneath. A total of 161 parking spaces are provided for the apartments with 88 covered spaces under the buildings. The 32 cottages units would be to the rear of the site off of an internal loop road. Each unit appears to have its own driveway and garage. The site plan appears to satisfy the town's parking standards for the proposed uses. Internal sidewalks connect the buildings within the retail complex, but staff would recommend the sidewalk system be expanded to connect all of the uses with the development.

The architectural renderings illustrate white colonial style buildings in the retail complex with peaked roofs, varying heights (1 ½ to 2 ½ stories), attractive windows and traditional trim details. The apartment buildings also have a traditional design with clapboard siding, shutters, peaked roof and copula. Both apartment buildings are three stories with 12 units on each level and parking below the building. The maximum height permitted in the R&A Zone is 35 feet and the apartment buildings appear to exceed this height limitation, but the exact height of the building is not detailed on the plan. The cottages would also have a colonial style with clapboard siding and peaked roofs and traditional trim and windows. There are 2 single units and 15 duplex units.

In Bedford, all elderly housing projects are required to set aside at least 25% of the units as affordable. The project includes 104 units and at least 26 units would need to be affordable. The Applicant has applied for a variance to have no affordable units, but has said stated on their ZBA application that they would provide 10 workforce housing units (not age restricted) in the form of second story apartments in the retail complex. This would be the first example of a true mixed use building in the Bedford and would have the potential benefit of attracting younger

residents. The concept plan has not been updated to include the workforce housing units. Elderly housing is also required to provide onsite services to meet the physical and social needs of the residents. The concept plan does not provide information how the project would meet this requirement.

There is no landscaping shown on the concept plan, but if the project moves forward screening and buffering to limit views of the development from residential neighbors will be very important.

At this time no traffic information has been submitted, but a full traffic study will be required. The study will need to carefully evaluate impacts to Old Bedford Road and nearby intersections including the Route 101/Old Bedford Road/Constitution Drive intersection.

The project will be served by municipal sewer and water. Although it is feasible for the project to connect to municipal sewer via a cross-county connection over the Bedford Village Inn property, the site is located outside of the Sewer District and Town Council approvals are need to extend the Sewer District and provide service to the property. The Fire Department has also requested that a water study be conducted to ensure adequate water volume is available for fire protection during periods of peak use.

The applicant has prepared a Fiscal Impact Analysis for the development (see attached). The study assumed that all onsite facilities would be privately maintained, including refuse pick-up and that there would be no school impacts. If the project moves forward with the 10 workforce housing units (non-age restricted), the study would need to be updated to include this use. The fiscal summary concluded that the project would generate gross revenue of \$883,915 (taxes and car registrations) and the fiscal impact to the town for municipal services would be \$54,044. The study demonstrated a positive fiscal impact of approximately \$829,871. There was also an additional \$10,854 in estimated ambulance revenue.

The Master Plan generally encourages mixed uses but does not specifically recommend expanding the Commercial Zone in this area. Given the access to sewer and water and proximity to Route 101, it may be appropriate for this area to be developed with some commercial uses. However, the overall density of the project should respect the residential abutters. Ideally the project would provide a transition from the commercial uses along Route 101 to the existing residential neighborhoods to the north and west.

None of the proposed commercial uses are permitted by right in the R&A Zone and elderly housing would only be allowed as part of a cluster subdivision. The elderly housing would also be limited to single or attached units (not apartments) and the density could not exceed what would otherwise be allowed in a cluster development. Staff is concerned with the overall density of the project, particularly relating to the size of the apartment buildings, which are similar in size to the Bedford Hills apartments and appear to have the same footprint as the Grand Hotel. Although there are four apartments at Bedford Hills (36 units per building), continuing this type of development pattern along Old Bedford Road appears out of context with nearby residential uses, most of which are single family homes.

At this time, the site layout has not been engineered. Once more information is available, Staff would recommend that an updated plan be submitted in response to comments received at the meeting.

IV. Staff Recommendations:

The Planning Staff recommends that the Board provide the Applicant with as much input as possible on the plan including the appropriateness of the mixed use development at this location, density, site layout and access.

Ms. McGinley recused herself from this conceptual review discussion. Mr. Pincince was appointed to vote in her place.

Chris Rice, T. F. Moran, was present to address this conceptual review for Old Bedford Road Realty, LLC.

Mr. Rice stated the properties are three single family lots; they would be merged if this project moved forward and the total acreage is about 19.5 acres. There is a pretty substantial grade change from the front of our property. It is about 80 feet from Old Bedford Road to the back of our property and then an additional 120 feet from this point to the closest house along Arrowhead Drive. To help situate yourself the posted plan is intended to just show our proposed development dropped into the surrounding areas. Shown is the existing Bedford Village Inn facility and recently construct hotel to the south, to the west we are bordered by residential abutters along Arrowhead Drive, to the north is a residential home as well as a home occupation for a landscaping business, the Bedford Hills development, and then just off the page to the north is the Bedford Animal Hospital. I believe the area in the middle is owned by a combination of the State, the Town and Carnevale Holdings but it is predominantly wetlands, and I don't think that that parcel will ever be developed.

Mr. Rice stated when this project started, my client went to outside consultants to prepare a market study to basically determine what the highest and best use of the property would be and what the demands were for the area. What we had come up with is the concept plan that we have submitted that shows 7,000 square feet of fitness facility, which is intended to compliment the site development, it is going to be open to the public but it would be geared toward the residents of the apartments and cottages. It would offer tie chi and yoga classes and things of that nature. We also have approximately 13,000 square feet of retail space, and the type of uses we are thinking for that are like a provision store like Angelino's in Manchester, where you can pick up homemade pastas and sauces, maybe a flower shop boutique to compliment the stuff that goes on at the Bedford Village Inn, as well as maybe a tux shop. So those are the types of uses that we are thinking as kind of specialty retail. We are also talking about converting the former Therrien house into office space, and then we have two 36-unit elderly apartment buildings and then a total of 32 single family cottages, which are a mix of duplexes and singles. After this plan was put together and we met with staff, we became aware of the requirement for the workforce housing and we are proposing, although it is not really built into this concept yet, 10 workforce housing units that would be located above the retail component.

Mr. Rice continued access to this development would be through a new private street that comes off from Old Bedford Road. We have provided a minimum 50-foot buffer along the north and

west edges for the residential abutting properties. The posted elevation is drawn to scale cutting through the development. I did submit a full size plan to staff so that they had that as well. We do feel that this is in keeping with the intent of the master plan. Again, this parcel is not identified specifically in the master plan but we feel it is in keeping with the intent to expand a commercial component where it is practical. We have access to sewer and water in this location, we have close proximity to Route 101 and we are surrounded to the south and the east by other commercial uses. The uses we are proposing are not permitted by right as spelled out in the staff memo. We have filed an application to the Zoning Board of Adjustment and we are on the agenda for next Tuesday night. The variances that we are requested are to allow a mixed-use development with commercial uses, 10 workforce housing units, and elderly housing with single family homes, multiplex, and apartments in the Residential Agricultural zone. The second request was to reduce the number of affordable units from the required 25 percent to 10 percent. If the variances are denied, in order for the project to move forward, the only option we would have would be to look at petition to rezone the property; all the uses that we are proposing are allowed in the commercial zone with the exception of the fitness component, which is permitted by special exception by the Planning Board. If we did have to go that route, we would limit the commercial uses that we would be proposing by voluntary restrictions so you are aware. The project is proposed to be serviced by municipal sewer and water. For an update on the water: the water was originally brought right to the edge of the Bedford Village Inn and hotel property so it stopped where shown; there was water on Old Bedford Road, we know that this project is just in the beginning stages but given the time moratorium where they just paved the road and not being able to do any work in the road for five years, I knew that Manchester Water Works was going to ask us to at least loop the main, which is what they did ask us to do, so we did go ahead and do that work in anticipation if things should move forward that at least the water work is done. We did install the water line and connected the 12-inch main to the existing line in the location indicated. We are not in the sewer district; however, we have been working with staff to try to allow the parcel to be serviced by sewer. There are some things that we might be able to fall into a waivable category to allow us to be serviced by sewer on this property, and how we are trying to do that is to remove the existing public forced main that goes from the Bedford Village Inn property down to the gravity manhole that is at the Constitution Drive intersection. We are working with the Town and the State to remove that public forced main and put in a gravity sewer line and then that would allow the Bedford Village Inn pump station to be removed. Again, that is if everything works out, that is the way that it would be sewer.

Mr. Rice stated to address a few items from the staff report. It did mention that there was no landscaping shown on the concept. It is just a conceptual plan at this time, but obviously should things proceed, we will provide a full landscaping plan, a lighting plan, and the standard sheets that are in our typical site plan package. It also mentioned that no traffic information had been submitted. We would be doing a full traffic impact study as required, however, we did do a preliminary trip generation and it shows that this development as shown would generate about 120 peak hour trips, with 60 in and 60 out, during the peak hour, so basically one per minute coming in and one per minute going out, and out of that approximately 50 percent are heading left on Old Bedford Road and 50 percent are heading right onto Route 101. It is not an exact 50 percent split, it is like 48 percent to 52 percent, and that is just based on the prior traffic study that was done for the Bedford Hills development and the future build conditions. Again, if things progressed, we would be doing our own counts and a full traffic study. We have spoken a

little bit with staff about the elderly services. Again, we are still in the concept preliminary stages but we have talked about providing heated sidewalks all throughout the property, so even in the winter people can walk from their cottages down to the retail uses and back. We are also working with the Bedford Village Inn on a carpool service for anybody in this development that would like to eat at the Bedford Village Inn restaurant. They would call the Bedford Village Inn; they would pick them up, bring them over, and then drive them back. The staff memo also mentioned the Fire Department request for a water study and we are aware of this. I did speak to a water engineer and we are aware of what will need to be done and, again, should things move forward, we will be doing that work but it is a little preemptive to do it at this time, but we will need a booster station and some other things to make the water volume work for fire protection.

Mr. Rice continued we have submitted some preliminary architectural for review. Posted are some conceptual elevations we had submitted basically showing a colonial type building with peaked roofs, clapboard siding, and traditional trim features. Here is the front retail area, then the residential apartment building, a couple different options for the cottages, with different features and colors. Again, this is just conceptual. Chairman Levenstein asked there are going to be some single family units? Mr. Rice replied duplexes and singles. It is primarily duplexes right now, but there will be a mix. Posted are the 3D models and these are slightly different than the ones I submitted as preliminary to staff and the neighbors when we had the neighborhood meeting. We have updated them a little bit to add a little bit of landscaping and color. They are a work-in-progress but to give you a feel for what we are proposing and what we are talking about. Shown is a retaining wall along Old Bedford Road to step up the elevation there so we can get gravity sewer from the retail to the sewer connection point. Again, that is not fully detailed yet and we are not sure what type of wall that would be or if we would terrace it, it is just to show that you will have a wall in that front area. The next view is from Old Bedford Road looking kind of up in toward the site. The next is a shot from higher up where you can kind of see everything that we are proposing on the property. There is about a 5-foot drop from where that peak of the roof ends to where the flat portion of the roof is so the roof is kind of recessed in, but we do plan to ensure that nobody can see the rooftop equipment from any of the residences along Arrowhead Drive. There were some concerns about possible night views. I worked on the lighting design for the Bedford Village Inn, and here we have proposed the same fixtures and lights for this development, so we actually supplied those lumens and that fixture to the modeling company and what is posted show 98 percent accuracy for the intensity of light that you will see as part of the night view. Town Manager Sawyer stated it seems like the ambient light is brighter than the source lights that you are showing there. The whole image is somewhat lit. Mr. Rice stated now posted are a couple of additional day shots showing different views throughout the property. The one posted now is elevated from Old Bedford Road looking all the way back to Arrowhead Drive. You can just kind of make out a house on Arrowhead Drive. This posting now is shown from 50 feet up above Old Bedford Road to give you an idea of the elevation.

Mr. Rice stated also, as mentioned in the staff report, we did have a fiscal impact study prepared. It did show a positive fiscal impact of about \$830,000 for the Town and an additional \$11,000 in estimated ambulance revenue. This was prepared before we knew about the workforce housing units, so should everything move forward, we will need to update that fiscal impact to include

those additional 10 units, but it at least gives you an order of magnitude of the fiscal impact to the project.

Mr. Rice continued we did hold a neighborhood meeting to discuss the project before we came here tonight. Some of the concerns that we heard at that meeting were visibility, density, construction noise, lighting and noise pollution, delivery hours, and some of the uses. We have agreed to not propose any restaurants with drive-thrus, no fast-food restaurants, and no dog or pet grooming because we do not want to compete with the Bedford Animal Hospital right down the road. As to construction noise; obviously that is governed by the Town ordinances as to when they can start and stop construction, and it is my understanding there is no Sunday work and limited hours on Saturdays and we are going to do everything we can to buffer the project to provide landscaping and screening where it make sense to. Some other comments we had gotten from the abutters were obviously what their visibility would look like. We did hire a drone and posted are some images with shots from Arrowhead Drive and Old Bedford Road and from our property looking up to Arrowhead Drive.

Mr. Rice stated I will close by noting that my client, Old Bedford Realty, LLC, are longtime residents of Bedford. I know it doesn't lend a lot of weight to the Planning Board in this regard, but they are not a developer that is coming in to build a project and then sell it and move out. They are doing with this with the intent of downsizing themselves within Bedford to this development itself, so they do have a vested interest in how they want it to look and feel and the overall quality of the project.

Mr. Fairman asked does your proposed addition of apartments above the retail added to the number of housing units or are you going to subtract from the rest of it as you add those housing units? Mr. Rice replied right now it is an add. Right now there are 104 total units proposed, which includes the apartments and the cottages, and with the 10 workforce housing units, it would bring it to 114 total units.

Mr. Cote stated I have a question for Planning staff. I guess my understanding of affordable or workforce housing is that it needed to be distributed throughout the project and indistinguishable from other units. If they separate it, does that meet that requirement? Ms. Hebert replied no, that doesn't meet that requirement, and they have applied for a variance to be granted relief from the 25 percent affordability requirement. They are proposing in lieu of the 25 percent affordable units distributed throughout to have the 10 units in the retail area. Mr. Cote asked is that even allowed by statute? Ms. Hebert replied it is not allowed by our zoning, which is why they have applied for the variance to seek relief from that. It has always been important to inter-mix the affordable units within the development so they are indistinguishable from the market rate units.

Chairman Levenstein asked this is all now zoned Residential Agricultural? Ms. Hebert replied yes.

Mr. Fairman stated I would like to hear the applicant explain why we would want to give this a waiver. What rationale is there to do the affordable living part of this? Chairman Levenstein replied they are going for a variance for that too. That is part of their variance. That is with the Zoning Board of Adjustment and not our purview.

Mr. Pincince stated having been a resident of Riverwalk, this looks like, feels like, just like Riverwalk. The original development was as this is and they came back to us years later to separate what I would consider the duplexes from the two large buildings. I would say to the applicant you perhaps want to look at Riverwalk as a model that failed in its original concept, and in subsequent years that model was revised and it came back to the Planning Board. Chairman Levenstein stated I think the difference there is that those were all condominium units, where these are all apartments. Michael Constantia stated I am the program manager for the developer. The intent here, and we are still contemplating what the best recourse is, but we modeled those two apartment buildings similar to the Sterling Hill development in Exeter. Those are age-restricted, garden style condominiums for sale, and that was really the intent here to have that kind of living. Chairman Levenstein stated that is why they changed them to two different condominium associations.

Councilor Stevens stated I was looking through your fiscal impact analysis and see that the cost per student is somewhat mentioned in here, but correct me if I'm wrong, I didn't really see what the impact of additional school aged children would be on the school system. Mr. Rice replied that is because there wouldn't be according to that fiscal impact study because that one was done before the 10 workforce housing units were added. With the rest of the development being elderly, 55 and older, there are no school children, but we will have to revise the fiscal impact for those 10 workforce housing units, which I'm guessing that the market rate now is less than 1.2 kids per unit. You are probably be looking in the neighborhood of 10 to 11 kids added to the school system for the workforce housing component. I will have to have that fiscal impact updated. That was prepared by another professional that does fiscal impact studies, but we will have to update it to include those 10 workforce housing units. Other than that there was no impact to the schools.

Mr. McMahan stated I assume that if you do decide to have apartments above the retail, that you will have room to add additional parking slots if they need to be added. Mr. Rice replied yes. Mr. McMahan stated and the yellow blob that is to the north, is that a pond. Mr. Rice replied it is not a pond, it is a flagged wetland. We did have wetlands flagged on the property, so this is a jurisdictional wetland that we are going to avoid. We are not proposing wetland impacts as part of the project. There is another small one as shown in this location. Mr. McMahan stated you haven't been to the Conservation Commission yet, but do you foresee any environmental impact that would halt your development? Have you taken a look at your water processing? Mr. Rice replied we have not gotten to that stage yet. We will be doing a full pre- and post-drainage analysis as part of the project should we move forward. Mr. McMahan stated because it looks like you are using almost all of your land right now. Mr. Rice responded yes.

Chairman Levenstein asked the big apartment buildings have garages underneath? Mr. Rice replied yes.

Mr. Stanford stated I think those aerial elevations were helpful. I guess I would ask that before you come back if you could do it when the foliage is off. I think that would be helpful to see what the impacts are. Mr. Rice asked the drone shots? Mr. Stanford replied yes. Mr. Rice stated the drone shots were actually flown last Friday. Mr. Stanford stated there is still foliage though.

Mr. Rice responded we could take another one as more comes down. Mr. Stanford stated I think that might be helpful.

Town Manager Sawyer stated the decision on workforce units versus affordable units for elderly, I guess that is something the Zoning Board will take up, but if you bring in workforce units, then it opens up the need for play areas for kids and those kinds of things that you wouldn't have if you had affordable elderly units. I would just caution you that if you come back with workforce units, that you are addressing things like storage and playgrounds for kids and those kinds of amenities. I read your packet and I understand a little bit where you are heading for amenities for elderly housing residents, I don't know if transportation just to Bedford Village Inn meets our criteria for transportation services or amenities for the elderly. We didn't hear a lot about that, but clearly you would have to address that if you end up coming back. Mr. Rice stated yes; I just wanted to let you know where we were at the time and those are the items we have discussed. We know there are more services we would need to provide but we haven't gotten to that stage yet. Mr. Constantia stated just for some clarity as far as the workforce component to this. Obviously it is a price point within the area meeting income that fits the workforce housing ordinance and it is not age restricted, so to have somebody that falls within the age group that this development is really catering to, is more of a possibility or even the fact that because of where it is, what it is, we might even attract millennials here. Again, it is an issue that we are going to have to study a little bit more; it's a little bit premature, but we are trying to get there. Chairman Levenstein asked our ordinance would allow the elderly affordable units as opposed to regular workforce units? Town Manager Sawyer replied not just allow it, it requires it. In this zone you could only do elderly housing as part of a cluster subdivision, but if you do elderly anywhere in Town; you are supposed to be providing 25 percent affordable units just like Riverwalk did. They did get approval to move all of their affordable units into a great home at the Riverwalk, but originally it was laid out that some of those affordable units would be cottages but they did get approval to move those all into the great home, but they do provide them as does every other project. Ms. Hebert stated the 25 percent affordable also defines the workforce housing in the apartments that are permitted in the commercial district, so if you were to build apartments like we have at the Bedford Hills site, 25 percent of those units are workforce housing affordable units.

Chairman Levenstein asked for comments or questions from the audience.

Linda Abels, 22 Flintlock Road, stated I live at the corner of Arrowhead Drive and Flintlock Road. This proposal is contingent upon being able to access the sewer system with the Bedford Village Inn, and I'm wondering if you cannot hook into it, are you then going to be having septic systems and leach fields, and if you are, that property will back onto areas where many homes have their wells. I am concerned about that. What does elderly mean? Are you talking over 55 or over 75? And who, in fact, is going to own these units? Will it be the people own them outright or will there be a coop or a condominium association and who will maintain these properties? What is the age group and what age group are you saying cannot live there? Mr. Rice replied elderly per the Town regulations is 55 and older. It is my understanding that only one person of the couple needs to be 55 or older. If the sewer doesn't work out, this scale of development is not possible on a septic system. You would run out of room. I don't know yet what would happen if we don't get sewer, but it would drastically change this plan to where we

would be starting over with what we could do. Mr. Constantia stated as far as the “condo-izing” of this project, and there is nothing cast in stone yet, but one of the things that we have talked about is actually having three associations. One association with the commercial piece, one association with the garden style apartments, and then a third association with the duplexes and singles. The association would not own the property, it would be a long-term land lease, and the owners of the units would own their building. Again, it is not cast in stone; we have some other issues that we need to look at but right now that is what we are kicking around. Chairman Levenstein asked are you planning private roads? Mr. Rice replied this is set up as a private road. Mr. Constantia added however we did discuss that in the future if it ever did become a Town road, we are going to build it to that. If in the future something changed, it got extended, etc. to access other land that is behind it or actually to the south of it, then we would have to address that. It will be built to Town specs, although in the beginning stages it is slated to be a private road. Chairman Levenstein asked how long is the cul-de-sac? Mr. Rice replied approximately 1,000 feet once you include going around the bulb. Chairman Levenstein asked you don’t need a waiver for that? Mr. Rice replied no, I believe that is 1,200 feet.

Jim Lamp, 30 French Drive, stated I was at the meeting that they held for us, and we thank them for having us there and informing us of it. Just some basic thoughts: It appears that this development has layers of requests of the Town, not only variances but then waivers from the variances. My biggest concern was the density. I think that 21 acres would support 14 units as far as the current zoning of R/A, and I think if you got sewer, can you go to 1 acre, so the maximum density you could do by right would be 21 units, and then we make this quantum leap up to 14 units along with gyms that are not allowed, retail that is not allowed, garden style apartments that aren’t allowed, more than four units attached together, which is not allowed. Things get developed, it is the way progress is and Bedford has been very good in their planning, but I think there is just a huge amount of overreach on what they are proposing for this specific development.

Mr. Lamp continued there are a couple of questions that I haven’t heard and one is is this consistent with the master plan. I heard it is but these lots weren’t even listed on the master plan as being used as commercial. I’m not sure if that is a true statement. Chairman Levenstein replied I think they were probably saying the fact that it is mixed-use is consistent with the master plan. I don’t know if everything else was consistent. Mr. Lamp stated I do understand the positive part of this is the tax base; it doesn’t have a lot of burden on the Town and also adds to the tax base, so I see that as being a positive. And I also heard on top of that if they can’t do this development, they will apply for a rezone. I know there was a rezone with the Bedford Village Inn and I think that was a unique circumstance, I think they did a great job, it worked out very well for everybody involved, but I think this is just one more step into the R/A district that makes it very difficult for this to make a lot of sense with the density that they are doing or a rezone.

B. Hunter, 15 Arrowhead Drive, stated I have lived in this neighborhood for 26 years and have watched the neighborhood evolve. It is actually sort of a semi-rural area in which there is, at least in the development that I am in, at least 3 acres requirement minimum. It is very quiet, almost rural. I have thought for a long time that there would be a development of some kind going in beneath us and I assumed that it was going to be a number of homes, of which I had no

problem and I don't think most of the abutters do have a problem with that. I think that the major issue would be having homes that were inconsistent with the surrounding residential areas that fit in appropriately. Certainly the development that is proposed, again as Mr. Lamp said, the density is really the issue. The 114 units would generate 230 people, at least, and probably over 200 cars. With 200 cars coming and going onto Old Bedford Road that is going to create obviously some traffic issues. If you were to turn right and go up to the Route 101 stop light, you already have people coming from Bedford Hills down and joining you and there are already starting to be some traffic lines in that intersection. If you were to come out of the complex and take a left, that would significantly increase the traffic going past two preschools and Memorial School and would certainly increase the traffic there. So the traffic is going to be a significant issue. I know the lighting was addressed; I think it is difficult to really determine the lighting, but if you have two monolithic apartment buildings with lights on in every room, plus the private duplexes that have lights on and you have a commercial zone, which is certainly going to have lights, there is going to be light pollution. I think the noise factor is certainly something that bothers me probably as much as anything. If you have that number of people, there are going to be people slamming car doors, talking in the parking lots, having outdoor barbeques, a lot of action and commotion as you would anticipate. The whole issue of the commercial entity is also worrisome. Are there going to be deliveries at odd hours, you have the gym that is going to be bringing in people mainly after work to work out and with the associated noise and congestion that that would bring. I think that the other issue is visual. I looked at the drone images, which are always sort of glitzy and impressive, but the question is how have you gauged the size of the buildings in the drone images to an accurate scale. I didn't see any 40 foot tall flag poles or balloons, which I think is the usual method of determining the height of the buildings that would be involved. I didn't see that and without that it is just photo shopping and dialing in whatever size you want. I would say that I was asked to sign a property release statement, which gave the rights to take a drone picture from my backyard, which I did refuse after reading the property release agreement. One of the ten points on this, which was quite aggressive, said that I would be granting permission for them to "edit, alter, distort, and use in whole or in part, and in conjunction with other images, graphics, texts, and sounds in any way whatsoever and without any restrictions." So I really have to question the validity of your drone demonstration. There is no gauge as to whether or not you have hit the accurate size of the buildings and you asked us to sign off on any distortions that you might want to involve in it. I guess the bottom line here is I don't think most of us are really opposed to developing that land, and certainly if it is tastefully done with 11 to 13 homes or whatever it would come out to be, that would be one thing, but I think that the scope of this development and the density of this development is not in keeping with the neighborhood and would significantly impact all of the abutters plus other people who use Old Bedford Road as a conveyance. I think that the whole project is way too aggressive and needs to be scaled back. As I said, if it was going to be a development with homes, I don't think there would be a problem. With the development as outlined, I think there are a going to be a lot of problems.

Mark Reber, 19 Arrowhead Drive, stated I happen to have a girl that is in kindergarten. I do like the diagram of the lighting for the building if it were to come out like that. I'm afraid that the elderly might not find their way home, it is very dark. For my work I do video work, I am familiar with the process involving drones, and I would just like to point out that my thumb is quite a bit smaller than all of you that I can see right there, but if I position my eye behind it,

suddenly I don't see you anymore. So I would just request in the spirit of what Mr. Lamp's question was, for any future depictions of it, you just make a lateral move at that height from one end of Arrowhead Drive to the other so that you see what you see from all directions. You have the ability to shoot video and still but only in still can you hide the actual size of the buildings because you just have to find a tree or any item. A video that moves across the entire street will let us know what we are actually looking at. The proposal also shows that there is kind of like a tennis court space on the top of the building there. It is not depicted in the pictures, but I understand from the meeting, which I am also grateful that you held, that the top of that is to be covered with all of the business end of the apartment complex. The air conditioners and plumbing and other stuff goes up there. Chairman Levenstein stated when they come up with final plans, that is one of the things that will be dealt with is the screening of that. Mr. Reber stated I am just reacting to the images we are seeing versus the rest of the information that we have that maybe you guys haven't heard. Just to give you an idea of where I am coming from, Town Manager Sawyer might remember when we had the proposal for the Pitbull sanctuary that was supposed to go on that property. I was flexible enough, even though I have little kids, that I supported that by the end of the evening because I realized it was the only opportunity that the Town had to say how many dogs a person could have. I am not opposed to there being development, and if I'm willing to go with the Pitbulls, there is certainly an interest on my part to see something down there, that is fine, but I will say that if we look at this plan, what we see is an attempt to maximize the most profit out of the least amount of space. Those three homes are not being replaced with such a structure that it has the effect of exporting the cost to the abutters for the profit of being able to maximize what is there. And with that concept I just wanted to put out there that it is externalizing the consequences of the structure to everyone else whose real estate value is wrapped up in what that part of Town feels like.

Tracy Tullis, 10 Holbrook Road, stated traffic was mentioned but I would also like to mention the traffic that goes down Holbrook road for people who want to go to Market Basket and also go to the other end going towards the dump. So if there was a traffic study done, I would like that to also include Holbrook Road. I have also noticed that as cars come in from Route 101 as they want to turn into Dunkin Donuts taking a right, those cars that are coming out and sometimes they come out while another car is trying to pass the cars going into Dunkin Donuts, so there is a backup in that area also. Please take into consideration Holbrook Road. It is very difficult to walk up and down that road and cars go by extremely fast, and even though we have a sign that says no trucks, trucks go down it also. If there are stores included in this area, I have no doubt that at some point trucks will go down.

Scott LaPointe, 28 Old Bedford Road, stated we are direct abutters to the north. I think the Board should solely note that this is like retail up Old Bedford Road, which we are very close to the Historic District. From our perspective the development across the street from us that went on on that Flatley land, it is really situated to point towards Route 101 and Route 114. It is not on Old Bedford Road and our perception even living there. When we come up Old Bedford Road now, we feel really fortunate that we don't see that large commercial building on top of the hill, that everything up there is up on top of the hill and it is itself. It is there but it didn't really take away from the residential feel of Old Bedford Road. This is going to destroy the residential feel, certainly at this end of Old Bedford Road. When you turn on from Route 101 right now, Olde Bedford Way is clearly visible right at that point. You are staring right at our house when

you drive up Old Bedford Road. The home is located sort of behind the retail that you see in that picture now and you are going to look right through it at our house, which irrelevant, case in point, you are putting this retail on Old Bedford Road and the face of it is clearly intended to be exposed to Old Bedford Road. My point was everything that is up on Leavy Drive and off from Corporate Drive, really doesn't feel like it is on Old Bedford Road when you come on there, and not to reiterate everything else that everyone said, I am in support of that. Some of the other pictures that have been presented to you are grossly misleading as far as foliage and what is around it. I stood in my yard today and there is really nothing where the roadway entrance to this would be right on the edge of our yard and there are virtually no existing trees on their property. What is on ours is about six or eight large pine trees, which from an overhead view make it look like it is densely foliated, but when you are standing there, it is wide open and this entire parcel, if cleared and built, is totally open. It is a large flat space on the top for those of you that aren't familiar with the land and the topography of it. It is very open up there where they are proposing all of those duplexes now and it is mostly old growth foliage where those large buildings and retail is. As the trees come down, there is nothing left and it is massive exposure. I have basically lived at 28 Old Bedford Road all my life, it is the house I grew up in, and I bought it from the estate when my dad passed away a few years ago. Old Bedford Road has changed a lot and, again, we are not saying that development shouldn't take place and that things don't change, but turning residential land into something like this is grossly overused. If they use it within their rights, I don't think I would even be here tonight if they were proposing a development with 11 houses, but something like this I think it is not only far too dense, I think it is really changing the perception of Old Bedford Road, which has been a gateway to Bedford forever. It is one of the oldest areas and it is right at the Historic District. I think it would be leading other parcels just because there are large amounts of land to be turned from residential to mixed-use, I don't even know what you call this because it is on residential land. There are a lot of other properties that are in desirable locations for this sort of thing to go on, whether it is the corner of Route 101 and Meetinghouse Road, yes there is a big house there and there is another big one that abuts it next door and that together creates a lot of land. All one person has to do is buy both of those and then can they do something like this. I don't know. To me this is a gross misuse of R/A.

Annette Parker, 164 Back River Road, stated I am not associated with any of these people here; I just want to offer you a cautionary tale. In March or April of 2014 they rezoned 7 acres behind me from residential/agricultural to commercial. I now have soccer fields behind my house that have huge lights. They promised me I wouldn't get a moonlight effect from their lights and I get a spotlight effect from these lights. What I am telling you is to band together. When I came before the Zoning Board, it was myself and two other people, I had no support from my neighbors, and all I can do now is complain and believe me, I have gotten very, very good at it. Let me also say ask for everything that you want and do not let any of these boards minimize the impact of lights, traffic, noise, all of those other things that are going to come along with a development, any development. To the Board: the Zoning Board opened a Pandora's Box when they rezoned those 7 acres. I am in a unique situation, I understand that, like I said all I can do at this point is complain, I don't even have a phone number for the people who own the property behind me to call them directly and complain. I call an 800 number in Massachusetts and they get back to me. To your point, yes. Who is going to own this and who will you turn to besides the Town to have your concerns answered or to complain to? Let me say that this is a Pandora's

Box. I can't imagine that they won't pass this just because previously they have done something unique like that behind us, it has changed our neighborhood, I see a lot of houses for sale along my street, not me, but I am the one that is the most impacted by this project and I resent it, and I hope that you don't suffer the same fate. Just band together, ask for what you want, don't let anyone smirk when you are concerned about your home values or when there is something that you would require from this project, that you want to see either masking of things that you find unsightly from your house or the impact of the lights or something like that in your backyards or the noise level or something like that. Please, everybody just do what you need to do; Board, please be responsible.

Bob Feins, 23 Galloway Lane, stated I am concerned about the deer. When you have residential and you have the zoning, you still have the area for the wildlife to exist. We have deer, we have turkey, we have fox, and it is a very rural area. This is going to eliminate it; it is going to eliminate more habitat and you are going to do more damage to the wildlife with a project like this than pesticides or hunting or anything else. Is any study required in terms of impact on the wildlife in the area? Mr. Rice replied I don't know that one is required, unless it is requested by staff or the review engineer. Ms. Hebert stated no, but you would have your alteration of terrain permit with the State and there would probably be some research into at least the endangered species. Mr. Rice stated yes, it would check for endangered species but it is not a true wildlife study.

Devin Standard, 7 Arrowhead Drive, stated I look down into the area where I live. We have lived here for nine years, we moved to Bedford because of the small town feel, which we like and love and that is why we moved here, raised our children, and put them through the schools here. I am not against development, I am for certain types of progress, and I am just against the variances that I think would lead to quite a bit of negative impact on the Town, environment, etc. A couple of very specific examples: I drive every day down Old Bedford Road and then I go out onto Route 101, and I risk my life making a turn there shooting through traffic. Now with this, if we have 100 new units, there, by definition, is going to be more traffic on Route 101. If it is one extra car a minute or three extra cars a minute, it doesn't matter. I have to wait minutes every day to get out there to make my left turn, so that is going to be very, very difficult. I would be very happy if they just stuck with the typical zoning that is required or established or customary here in Bedford where each home has a certain amount acreage with it. That keeps consistent with the feel, value, flavor of the community and I think most people would be more than happy with that. Chairman Levenstein stated we don't have any say in that. That is the Zoning Board. Mr. Standard stated also there are concerns about the water. We seem to be in some sort of drought right now, we have just been made aware of that, and adding extra density to our community, what is that going to do to our water issues. I heard something about city water; I don't know anything about city water or a well, but what happens if that fails. Chairman Levenstein stated the proposal right now is to have the water from the city municipal water.

John Smith, 23 Arrowhead Drive, stated as that drone was hovering over my house looking down, I really didn't get a clear picture of what we have there. My concerns are, when the inn was being built, they were exploding the ground down there and my windows were shaking, so I had a concern about that. I don't know what they will be doing as far as preparing that land for this project. Talking to the water issue; it seems as the construction has taken place down there I

have been getting less water flow into my well. I spent several thousand dollars doing a refracking job of my well in order to get more water flow, so I'm not sure, I'm not a scientist to figure that all out. I don't know if creating this project is going to affect our water flow. Chairman Levenstein stated it is not underground water. Mr. Smith stated I'm talking about how the project will create problems there. The wells are several hundred feet deep, so I am concerned about how that is going to be affected by that. If they decide they aren't going to use the density and they are going to put in leach fields to accommodate homes, will that also possibly affect our wells and the contamination of them. Those are my concerns.

Susan Tufts-Moore, 27 Bedford Center Road, stated I certainly concur with the concerns of everybody here this evening, and I just want to remind everybody that we have a master plan and we do that every ten years and it does not support spot zoning, which this has the potential of being. We have a master plan that guides our plans for zoning in the Town and I think that should be respected. I think the density for this is way too big. I am fairly familiar with some of that land and I am puzzled about the elevation. It rises up on the side of Beard's hill and I haven't really gotten a clear picture yet of whether there will be a lot of cut and fill, how they are proposing to put those buildings in in reference to that significant slope, and I think the traffic on Route 101 is already so dense. It affects everybody who goes through Bedford who doesn't live in Bedford, and I just think the amount of traffic that is potentially going to result from a development this intense, would really affect that Route 101 and Constitution Drive traffic light and for a whole mile around. I really feel that this is way over developed.

Troy Boissoneau, 36 Old Bedford Road, stated I actually can see the log cabin year-round that the bull dog refuge was going to be at from my property. This will be one massive development. The car counts I don't agree with. I am looking at probably on an average day 500, 600, 700 cars. You have hourly workout centers, I am sure they are going to be doing some kind of classes so there is probably going to be hourly in the evenings and stuff like that. Everybody else has pretty much done everything else. My concern is 36 Old Bedford Road and first the traffic is ridiculous already and the construction is a major concern. We had plates that flew off my walls during the Bedford Village Inn construction. We have a gentleman I don't know personally but at one of the meetings he lost his well but he was outside the blast zone so he was on his own. We are within 200 or 300 yards, Scott LaPointe is probably 100 yards, I have two neighbors with the same thing. Any blasting that you do, any construction over there, any high traffic growth is going to kill that spot. It is not developed for industrial or commercial. You want commercial, you have Manchester. We were supposed to stay a very small town that is organized, and I understand basic growth, but to put a development like this and say you are only going to get 250 cars maybe. That is a dream. Chairman Levenstein stated that number was from the peak hour. There will be a full traffic study done. Mr. Boissoneau stated it is going to be a packed study. Right now I sit through four lights at 10:00AM to get out to Route 101 while Dunkin Donuts is packed. People have gotten smart and go in the other direction where there is a school zone, New Boston Road; you are going to mess up the whole corner. It is going to impact it severely. Mr. LaPointe has young kids, the house next door to me has three young kids, there are kids playing there. They were supposed to have a walking path on the side of Old Bedford Road. I have owned my house for 40 years and my house is probably 80 years old. Am I guaranteed my foundation isn't going to break or am I guaranteed that my well is not going to shut down or am I guaranteed any of this stuff? I have to have my well tested constantly

worrying about stuff that can get into the wells. You have a lot of area there. I agree with Mr. LaPointe. There has to be someplace else in Bedford for a nice big complex, which would be great but not there.

Toby Freeman, 24 Galloway Lane, asked I would like to know how I would be impacted as an abutter? Where my property stands relative to the plan project? Mr. Rice indicated Ms. Freeman's property on the aerial photograph in conjunction with the proposed development.

Mr. Lamp stated as you are probably aware, we are probably the next biggest landowner in the area. We have 25 acres, and I was honest with the neighbors when we met and talked about this. I said if this gets all the variances or is rezoned, I am selling and I am leaving. It is financially the only right thing that I could do. It is an opportunity that I couldn't pass up. So I might be cutting off my nose to spite my face by arguing against this, but it is the next step that would happen. I was trying to be honest with the neighbors and I want to be honest with the Board. If this gets rezoned to that density, it doesn't make sense for me to have 25 acres undeveloped.

Cheryl Zarella, 11 Grant Drive, stated I am a resident in Bedford but I am also a realtor in Bedford, and I will tell you the reason why people come to this town and it is because of the community that we have and we don't have massive development. I feel like it will change real estate value, in my opinion. I don't see this being a positive thing, but until there is more research and more planning, obviously I can't attest to that. Being a realtor in town and knowing why people come here, the schools, the community, the residential properties that we have, the beautiful homes that we have, that is the desirability of this community. I feel things like this could change our town drastically, but is just my opinion.

Mr. Reber stated I moved here from Switzerland and we could pick anywhere to live and my family picked to live in New Hampshire. We were looking between Windham and Bedford and we picked Bedford. At the time the development of those four larger buildings weren't there when I bought the house. If I have a little cottage meeting in my house, occasionally I will get a laser pointer from one of those four buildings that goes into my living room in direct line of sight and doesn't quit. We had to leave the room when that happens because it gets reflected in the chandelier and everyone is getting this light in their eyes. These are the aspects of a design that cannot be represented in a photo because they are the individual volition of whoever happens to live there.

Mr. Rice stated I'd like to respond to a couple of the comments. I did want to make it clear that we weren't trying to do anything strange with any of the drone shots at all. They did use a balloon and we can have some more information or maybe the person who did the drone flights for us show up at the next hearing but a balloon was used and a lot of care was used to try to scale the buildings and rotate them in to get as accurate an image as we could. The form that was submitted to the neighbors, I didn't write that waiver request, but it is my understanding that is an FAA standard form. The intent for us was really just to cover you that if we were flying the drone and it went through your window, that you were covered, that we would pay for the window. I understand the language that the person was referring to where it says you can alter the imagery and everything, but that is standard FAA language. That was not our intent at all. We just wanted permission to take off from the backyard so we could get as accurate a picture as

we could. I just wanted to make it clear that we weren't trying to do anything improper or spin something the way that it shouldn't have been. We are trying to present the best and most complete information that we can in trying to propose a successful project. We thank you for your time; we thank the abutters for coming out tonight and giving us their input.

Mr. VanHouten stated the reason I came down here tonight was because of an article in the paper that said Bedford senior housing. We don't have senior housing in Bedford, and the idea that mixed apartments and age restrictions and 25 percent down to 10 percent is being proposed. There is a meeting coming up next week with the variance, and I find it is preposterous. Bedford has a lot problems. I have been here for 75 years and I know about Bedford, I know about Old Bedford Road, I know about Old Amherst Road before Route 101 was built. The way you are conducting the business for Bedford and the way that people have come up here and expressed themselves and a real estate agent came up and spoke about why people want to come to Bedford. People are getting out of Bedford. Route 101 is going to be developed pretty soon and I know what you are looking at, which is commercial on both sides of the road and you are also looking at bringing in water and sewer lines but I think you should start looking at that when the roads are reconstructed. You are rebuilding a road; you don't have the forethought to put in underground utilities or water lines in the event when Route 101 is completed. You are already talking about, which is a secret, of extending the water line up to Hardy Road and beyond. I know what is going on in Bedford. It is in the news today, corruption. You don't like it; that is what it is all about.

Chairman Levenstein stated there were two items of correspondence for this concept proposal. Those items will be in the file. There was an email from Amy LaPointe and an email from Bill Grenier and Dick Anagnost.

Ms. McGinley returned to the meeting.

V. Approval of Minutes of Previous Meetings:

MOTION by Councilor Bandazian to approve the minutes of the October 24, 2016 Planning Board meeting as written. Town Manager Sawyer duly seconded the motion. Vote taken; motion carried, with Chairman Levenstein abstaining.

VI. Communications to the Board:

Ms. Hebert stated there are no new applications for the November 21, 2016 Planning Board meeting, so that meeting will be cancelled. The next meeting will be December 5, 2016.

VII. Reports of Committees:

Ms. Hebert stated the Performance Zone Subcommittee will be meeting on November 15, 2016. There will be a report at the Planning Board meeting following that date.

VIII. Adjournment:

MOTION by Ms. McGinley to adjourn at 8:48 PM. Councilor Bandazian duly seconded the motion. Vote taken – all in favor. Motion carried.

Respectfully submitted by
Valerie J. Emmons