

Town of Bedford

Planning Board Minutes

July 17, 2023

A meeting of the Bedford Planning Board was held on Monday, July 17, 2023, at the Bedford Meeting Room, 10 Meeting House Road, Bedford, NH. Present were Charlie Fairman (Chair), Hal Newberry (Vice Chair), Chris Swiniarski (Alternate), Matt Sullivan (Member), Steve Clough (Member), Phil Greazzo (Town Council), Matt Nichols, (Secretary), Priscilla Malcolm (Member), John Nelson (Alternate), Logan Johnson (Alternate), Becky Hebert (Planning Director). Absent: Michael Strand (Town Council Alternate).

I. Call to Order and Roll Call:

Chair Charlie Fairman called the meeting to order at 7:00 p.m. and introduced the Board members. Ms. Hebert reviewed the agenda and stated the new applications to be heard tonight, including the Eleven Atwood, LLC application for the expanded parking lot at 11 Atwood Lane, have been reviewed by staff and it's our determination that the applications are complete. The abutters have been notified and it is the opinion of staff that this application does not pose a regional impact. Staff would recommend that the Board accept the agenda and the new application as complete. I'd also like to make an announcement regarding the postponement of the U-Haul site plan amendment application.

II. Old Business & Continued Hearings:

1. **Encore Retail, LLC (Applicant), ER Bedford, LLC (Owner)** – Request for three sign waivers to allow two **freestanding** signs and the approval of sign design guidelines as a substitution for the PZ Sign Standards, within the development at 'Market & Main,' located at 125 South River Road, Lot 12-33, Zoned PZ. (Continued from the June 26, 2023 meeting).

III. New Business:

1. **Eleven Atwood, LLC (Applicant & Owner)** – Request for Site Plan approval for a parking lot expansion to serve the Lindner Dental medical office building, located at 11 Atwood Lane, Lot 12-16 & 12-18, Zoned PZ.
2. **U-Haul Company of New Hampshire (Applicant) and Amerco Real Estate Company (Owner)** – Request for site plan amendment for removal of 5 mini-storage and warehouse buildings and construction of a 16,890 sq. ft. mini-warehouse facility, located at 451 South River Road, Lot 36-6-1, Zoned PZ. (*Postponed at the request of the applicant to the August 14, 2023 Planning Board meeting.*)

IV. Concept Proposals and Other Business:

1. **Munson and Associates, LLC (Applicant), ER Bedford, LLC (Owner)** – Request for conceptual site plan review for a 5-story, 62-unit, multi-family independent senior living residence (55+), located at 125 South River Road, Lot 12-33, Zoned PZ.

2. **Steel Family Legacy Trust (Owner) and Group 1 Automotive, Inc. (Applicant)** – Request for review of a conceptual plan for an automobile dealership with associated parking and automotive service facilities, located at 5A East Point Drive, Lot 36-98-42, Zoned PZ.

V. Approval of Minutes of Previous Meetings (June 26, 2023 meeting)

MOTION by Ms. Malcolm to accept the agenda as read. Vice Chair Newberry duly seconded the motion. Vote taken – all in favor. Unanimous. Motion carried.

II. Old Business & Continued Hearings:

Chair Fairman said the first item on the agenda is a request for three sign waivers at what is known as Market & Main – Encore Retail, located at 125 South River Road.

1. **Encore Retail, LLC (Applicant), ER Bedford, LLC (Owner)** – Request for three sign waivers to allow two **freestanding** signs and the approval of sign design guidelines as a substitution for the PZ Sign Standards, within the development at ‘Market & Main,’ located at 125 South River Road, Lot 12-33, Zoned PZ. (Continued from the June 26, 2023 meeting).

Mr. Ted Chryssicas of Newmark presents: Good evening, Board. My name is Ted Chryssicas. I'm with Newmark, and I'm responsible for the leasing and have been associated with the project for a long time now. I'm representing Encore tonight. Andrew Barresi, who presented last time, is our sign consultant and he's on vacation and hopefully someplace cooler than outside. There were a number of questions and a number of clarifications that you requested during the last meeting, and I just wanted to kind of cover those with Andrew's drawings and get your opinion and get your questions answered if we can.

Can everyone see this? OK, couple of clarifications from the meeting on June 26th. You were concerned about dimensions and where these signs were to be placed. We consulted with TFMoran and had them take a look at each sign that's proposed here. The one facing 293, you can see the dimensional layout and where it falls within the setback. Also, the property line and then the potential width and also shows the landscaping in a very crude way. And then also on the one up against South River Road, that's placed into the engineer drawing as well. The next slide is about three different versions of the monument sign, and there's an additional one there. Andrew went off and analyzed all these and the first one to the left is the original one that was requested. There were some height concerns and there was some direction by the Board to maybe reduce it and get it down, and there was talk back and forth. So, he basically reduced the one to the left and got it down to 22 ½ feet. Additionally, there were some comments concerning the rectangular portion of the sign rising above the A-frame of the pylon sign. He modified that so it kind of mirrors the A-frame of the frame. And then the third one off to the right is really just a sign that doesn't have a peak. It's basically plain. Andrew, when I was reviewing these with him, was not a big fan of this. So, he would prefer not to see that but that's not his call, per say. And then the next one was, again, the one to the left is always the original one that was being proposed. And then to the right is, back in 2016—has it been that long? Geez, 2016, this sign on the on the right-hand side was approved. So, it's a little different version. It doesn't necessarily go with the kind of the A-frame architecture of the rest of the development, but it's a choice that can be made. We can easily switch to this if preferred. And then, I'm flipping through these, so if you have any questions, please bring them up.

Mr. Sullivan said can I ask you a question real quick? The one that was approved, why aren't you just going with that one? Ms. Hebert replied so, this is actually... Mr. Chryssicas replied I think the issue was

the height, and this one says it's 25 feet tall. Ms. Hebert said this sign that is the alternative design, it mimics and closely resembles the one that was approved, but it is a little different. It's been redesigned as an alternative for the Board to consider, that uses a similar style to what was approved. Chair Fairman said it's 25 feet, that's original. Mr. Sullivan said correct me if I'm wrong, Becky, but wasn't the original sign approved with a previous plan and because this is a significantly new plan that had to get reapproved that it kind of has to go through that same process again? Ms. Hebert replied yes, the waivers need to be reevaluated.

Mr. Chryssicas said so, this is a slightly modified version, alternative design of the overall on the right-hand side here if you can see my arrow. And there were a few questions about the heightened perspective, and you wanted to see a superimposed version of the sign on the site. So, there was some questions about how high the actual peak for Trader Joe's is currently. That was measured by TFMoran, and it was 43 feet to the height of that peak from the ground. And then the street pole—that doesn't seem right, but—one of the street poles is, you asked, I don't have that dimension of the street pole. And then here's the sign, how it would look superimposed on an actual picture. That's the 25-foot version of it. I'm sorry. Here is the 22 ½-foot version of it. And here is the version that Andrew dislikes. And then this is the alternative of the original.

Then there were some questions concerning the sign facing 293. What is being proposed is that it has a just one-side facing the highway, and there was some concerns about how do you shield it? So, this is a proposal to have two trees with shrubs at the base of it. So, when you're looking at it, it doesn't stand out. It doesn't look awkward out there when you're at the shopping center in your parking lot.

And then here's an alternative to that one that Andrew threw out. Again, I'm not sure if he's a fan of this or not. And that's just being camouflaged with the trees as well.

And then there was a question of how it would look from a perspective of coming down the new Main Street there. This is the sign—you can see where it's pointed out. It's not going to have a huge effect, especially if it's shielded by the trees. Chair Fairman asked would you stop at that picture just a minute? Mr. Chryssicas replied sure. Chairman Fairman said Board members, if you are down that way, take a look down Main Street. All this landscaping is in, and it really looks very nice. Over this side, of course, is all no construction yet, but along in front of those buildings, I think if you take the time to look at the landscape, you can begin to see how this development is going to look. Thank you very much, Sir.

Mr. Chryssicas continued so that's the extent of the presentation tonight. It just really was a continuation of the last meeting, and those are these are the focal points that was perceived to still need attention. Any questions?

Chair Fairman asked are there any questions from the Board? Mr. Sullivan asked what's your preference? Mr. Chryssicas said I just thought I like the A-frame. I like the portion of this. It's either that or obviously this one here. That kind of went with the old design when it was a big, massive building with the theater. And this one here. There was a lot of time spent on redesigning this center to make it fit into the community a little bit better since the theater went away. It kind of ties in, even with the Trader Joe's right in behind, and it ties in with the peaks on the other buildings—the one that's constructed already. And then we're going to be doing two more peaks on the building to be constructed. So, I think it ties in nicely.

Ms. Malcolm said I want to thank you very much for doing these presentations of showing us what the sign looks like, and I do like this 22 ½-foot one best because of the angles and then matching Trader Joe's, the angles behind that. I just think it fits in. Mr. Chryssicas replied I agree with you on that. Ms. Malcolm continued that's a nice sign. Thank you.

Mr. Sullivan said I'll echo all the comments that the A-frame motif ties in with the roofline of Trader Joe's, as well as what you're talking about, the buildings and then the additional barn at the end of Main Street. My question is related to the 293 signage. We didn't have meeting minutes from the last meeting, so I'm not able to confirm. Hopefully my memory serves me correctly. But one of the reasons that the decision was made to make this sign as opposed to use some of the previous renderings of having the signs on the back of the barn, was simply because the barn might not be up as quick as you want. So, you wanted to have signage up for the development as opposed to waiting for the barn. Is that correct? Mr. Chryssicas replied correct. Mr. Sullivan continued I don't think poor project management is a good reason for a waiver on this point. I'm going to be opposed to the 293 sign when the barn would be a perfect place to have the signage. There doesn't need to be an extra structure. Mr. Chryssicas said it would be a good place, and that was the original intention. I think that the thought is that the original intention of this barn was to draw your eyes to the end of Main Street and not look out onto the highway and activate your eyes. And so that's our intention, but there may be other ways to activate it—still be a barn, but there's also some concerns of whether it would be dormant if, during the fall, leaves and full of that. So, we're looking to activate it and there may be different ways to activate that and then we're exploring it. So, I agree with your comment about poor management, but I think that the dwell time and not rushing to get it done is actually going to work out better for the development and ultimately the community. So that's the reason why. This gives us the flexibility to do that and then activate that barn to make it much more integrated into the center.

Vice Chair Newberry said I do like the 22 ½-foot angled sign. I think there may have been less concern by the Board if we had a scaled location sign in the last presentation, but I think that shape echoes the planned focal point at the end of Main Street, the barn. I think that works pretty well. I do have a question on the highway sign, though. That one shows the aluminum field coming through the angles. Is that how that one's going to be? Or are they going to match each other? Mr. Chryssicas replied no, they're going to match each other. I think this is just a bit of a hurried attempt before his vacation departure on Andrew's behalf. So no, that would be the A-frame. It would stay within; it would mirror the South River Road sign. Vice Chair Newberry asked but that one will be 25 feet, not 2 ½? Mr. Chryssicas replied correct. Vice Chair Newberry said OK. Actually, I thought the pylon, the pedestal sign, was a little easier to pick out the occupants, but I do think that the angled sign nicely sets up a theme, if you will, for the development. I appreciate your taking the time and effort to respond to our concerns. Mr. Chryssicas said signage is important for the development.

Chair Fairman asked are there any other questions or comments from the Board? Ms. Hebert replied just a comment for Hal. I think that the 25-foot sign does have the square poking through the peaked frame because the Market & Main logo would have to be reduced in order to mirror the peak the way you see it on the 22 ½. Mr. Chryssicas said OK, so I may be mistaken. Ms. Hebert replied I know. I just want to be clear because if we go back. When we go to pull permits and it's different, we may have an issue, so we need it to be clear. Mr. Chryssicas said we can re look at that or make a condition that it would be the A-frame peak. I mean, the Market & Main would get reduced a little bit, it wouldn't be the end of the world there, but it it's nice and uniform the way it is right now.

Vice Chair Newberry said I would think you'd want them to match but if you want to do the aluminum fields sticking through the frame on the street side, I guess I don't have a problem with that. I think it is important, though, to be clear that the one on the street should look like the rendering that you gave us on the 22 ½-foot. Mr. Sullivan asked could you show us the 25 foot again? Was that the first one? Mr. Chrysticas replied that was the original one that Andrew was requesting last time. This one right here. Vice Chair Newberry asked could you show that one on the scale rendering? That's the one right there. Chair Fairman said it's amazing how much bigger it looks. Vice Chair Newberry said I honestly think the 22-foot design is a nicer design. Chair Fairman said I concur with the Board members that say they like the 22 ½. I think the A-frame, not just with Trader Joe's, but overall, the buildings that we have are being built, are quite similar. So, it kind of goes with the theme of the overall development. I would like the highway side sign to be the same design. So, I'd like that changed so it matches this design with a space around I think is nice. And getting rid of those little peaks that match it. So that would be my preference for the two signs. Just so Board members realize it, the Bedford Mall has several signs on the highway side, on the back of the mall building. And those businesses also have signs on the front of the building and, of course, on the monument sign in the front. And we bring it up because there is precedent to having signs both on the highway and on the South River Road side. Mr. Sullivan said but the Bedford Mall stores don't have individual monument signs or an additional monument sign on the highway side, other than the Whole Foods, which is grandfathered in. Chair Fairman said the waiver is for more signage. And that more signage is more signage relative to the waiver.

Vice Chair Newberry said looking at that rendering up there now, I see there's depth to it. There are two sets of A-frames. We don't have any detailed construction information. All we have is the face rendering. Will that sign be just a single, two-faced structure? Or will it have two sides to it like...? Mr. Chrysticas replied I think the original had two sides, and it was a double structured steel. And then the modified one is single with an individual. It will have signage on both sides but... Vice Chair Newberry said so that's an accurate depiction? Mr. Chrysticas replied that is, yes, a much more accurate depiction.

There were no further questions from the Board. Chair Fairman asked if there were any questions or comment from the public. There were none.

MOTION: Mr. Sullivan moves that the Planning Board approve a waiver from Bedford Zoning Ordinance, Sections 275-68, 275-74 H(4) & Table 6 of the Performance Zone Sign Standards, to allow the proposed freestanding sign of the A-frame 22 ½-foot sign at the site entrance off of South River Road, as presented by the Applicant, for Market & Main, located at 125 South River Road, Lot 12-33, as the Planning Board finds that the applicant has shown substantial compliance with the purpose statements of the Performance Zone, in accordance with the following findings of fact:

- **The plans are found to be in compliance with the purpose and intent of the Performance Zone;**
- **The Board also includes all facts found in the meeting minutes for this application and incorporates all meeting minutes into this decision.**

This approval is granted subject to the following conditions:

1. The location of the proposed freestanding sign shall be staked by a surveyor prior to installation and confirm the sign meets the required setbacks.

Ms. Malcolm duly seconded the motion.

Discussion: Mr. Nichols asked can we just include all three? Chair Fairman replied we did this second waiver already, so we're going to do first and third. Let's do them separately. Mr. Nichols said OK.

Vote taken – all in favor. Unanimous. Motion carries.

Chair Fairman said thank you. So, second sign waiver relative to the free-standing sign facing Interstate 293. Can I have a motion, please?

MOTION: Mr. Sullivan moves that the Planning Board Table the sign waiver for the freestanding sign facing Interstate 293, until we see a rendering that is consistent with the approved sign for South River Road, so they match design guidelines.

Mr. Clough duly seconded the motion.

Discussion: Mr. Sullivan continued the options given for the A-frame wouldn't match necessarily with the South River Road as proposed. Chair Fairman said I understand that your motion to Table this waiver is because what's been shown doesn't match what we just approved for South River Road. Mr. Sullivan replied correct. It's the options given for the 293 sign don't have that similar A-frame. Chair Fairman asked would it be easier to make a motion for a waiver to approve the sign with a condition that matched the design of the one on South River Road? Vice Chair Newberry said Mr. Chairman, if we're discussing this motion, I would be more than comfortable with having the Planning staff review the final design for that highway sign rather than Table this. This would allow the applicant to move forward, and I think that based on past performance and the discussion here this evening, it should be clear that the highway sign needs to match the South River Road sign, and we would just have Planning staff review and approve that that's the case. That would be my suggestion. Mr. Sullivan asked, How does that work, Becky, without having seen a rendering today or a proposal today, is that something that could be within...? Ms. Hebert replied it's something I'm comfortable doing. I think we'd want to see it at 22 ½ feet, with the four sign panels, the gap beneath the A-frame, and be the narrower width because the taller sign has a width of three feet and two panels, and it looks like the sign is narrower. Is that correct? Mr. Chryssicas said I believe so. I'm not certain about it, but I believe it's narrower. Mr. Sullivan said because I noticed that within the proposed documents, there's actually no measurements for the A-frame on the highway sign. Mr. Chryssicas said on the highway sign, yes, you're right. There are no measurements. I'm not sure what Andrew was thinking at the time. I'm certain we can deal with it with Becky and her staff on trying to conform to the A-frame, and I think to keep it uniform with the one on South River Road. I think that may have to compromise on the Market & Main a little bit and shrink that down so it fits in there, but I think we can be done. Chair Fairman said I'd modify what Hal said and say the structure of the sign needs to be the same. But we know there's going to be differences because you only got 4 panels versus 6. So, there are some differences in the sign, but the overall structure and appearance of the sign should be the same. I think we all know what we want, it's now a question of how to put it into words. Ms. Hebert asked are you OK with the 25 feet for the maximum height for the highway sign? Or would you like both signs to be 22 ½? Chair Fairman said I have no problem with the 25 feet at that location, but I don't know about the Board members. Mr. Nichols said I would second that, 25 feet. Mr. Clough said I'm still

not clear. Mr. Sullivan said we still have a second on the table for my motion, though. Mr. Nichols said we have to move the question, the Tabling motion, Mr. Chairman. Mr. Clough said, we're discussing a motion. And I'm still not clear on the barn. Chair Fairman said right. So, we have a motion to Table. Because the sign as presented doesn't match the South River Road sign. Mr. Sullivan added, and we don't have the dimensions here, unless it was going to be the 25 foot. Is that assumed within this? Mr. Chryssicas said good question. I think it was assumed that it is going to be 25 foot and maybe, Becky, you would know. Ms. Hebert said I just know that when you shrink the sign, there are some other modifications that need to be made in order to keep the proportions correct. It looks like the sign might have to become a little bit smaller. Mr. Chryssicas said yes, I mean, but that's in order to conform to the A-frame. I think that's totally doable.

Chair Fairman said alright, so, let's take the motion that is on the table and vote on that and then we can go from there.

Vote taken – 3 in favor, 4 opposed. Motion fails.

Discussion: Ms. Malcolm asked, Hal, would you be so kind as to again propose what it was you were thinking in regard to our Planning Department regarding this sign? Vice Chair Newberry said yes. My thought was that if we move it and the Board agrees to provide a waiver for the sign on the highway that the condition be that it matches in design the South River Road that we have just approved. And that that would be reviewed and approved once there were final drawings by staff. I think that if there were serious concerns by the staff, they would direct it back to the Board anyway. I think that's pretty much been practice in the past that staff has pretty good judgment on when something should come back to the Board for review. My personal opinion, as far as the height on the highway, I think you probably need the 25 feet there. But you may have to play with the design a little bit to get the get the proportions to work. That's kind of what my thought was. Chair Fairman asked, can you make that a motion, Sir? Vice Chair Newberry asked make a motion in my ramblings? Ms. Hebert said you could add a third condition about final design to be reviewed and approved by staff to match.

MOTION: Vice Chair Newberry moves that the Planning Board approve a waiver from the Bedford Zoning Ordinance, Sections 275-68, 275-74 H(4) & Table 6 of the Performance Zone Sign Standards, to allow the proposed freestanding sign (single-sided) (25 feet tall) as reviewed in the July 17 Planning Board meeting and match the design of the approved sign on South River Road. This will be facing Interstate 293, as presented by the Applicant, for Market & Main, located at 125 South River Road, Lot 12-33, as the Planning Board finds that the applicant has shown substantial compliance with the purpose statements of the Performance Zone, in accordance with the following findings of fact:

- The plans are found to be in compliance with the purpose and intent of the Performance Zone;
- The Board also includes all facts found in the meeting minutes of this application and incorporates all meeting minutes into this decision.

This decision is made subject to the following conditions:

1. The location of the proposed freestanding sign shall be staked by a surveyor prior to installation to confirm the sign meets the required setbacks.
2. The landscape plan shall be updated to include taller trees and shrubs to screen the backside of the sign.
3. The final design of the roadside sign will be reviewed and approved by Planning staff, and if staff has any concern about it, they'll bring it back to the Board.

Ms. Malcolm duly seconded the motion. Vote taken – 6 to 1 in favor. Motion carries.

Chair Fairman said your waiver is approved, Sir. Mr. Chryssicas said thank you. Thanks for your time. Chair Fairman said thank you.

III. New Business:

Chair Fairman invited the applicant to present.

1. **Eleven Atwood, LLC (Applicant & Owner)** – Request for Site Plan approval for a parking lot expansion to serve the Lindner Dental medical office building, located at 11 Atwood Lane, Lot 12-16 & 12-18, Zoned PZ.

Mr. Tom Burns of TFMoran presents the application: Good evening, ladies and gentlemen. For the record, my name is Tom Burns. I'm a senior project manager with TFMoran. With me this evening is Jonathan Devine, one of our project engineers. We're here on behalf of the owner/applicant Eleven Atwood, LLC, to propose a parking lot expansion at 11 Atwood Lane for the benefit of the adjacent mixed-use office building. Jonathan is going to provide an overview of the project, the design specifics, the intent of the parking expansion, and we'll be happy to answer any questions that the Board may have.

Mr. Jonathan Devine: Good evening, Mr. Chairman, members of the Board. My name is Jonathan Devine and as Tom Burns said, I'm a civil engineer at TFMoran. We're here tonight to present the proposed parking expansion on behalf of our client, Eleven Atwood, LLC. The location of the project is located at 11 Atwood Lane and 72 South River Road, which is the bottom building. Seventy-two South River Road is the site of an existing mixed-use building and the home of Allain Physical Therapy, Sylvan Learning Center, Granite State Children's Alliance, and Lindner Dentist Associates. Eleven Atwood Lane is the site of an existing single-family residential home that's been unoccupied for some time.

The project involves merging the two lots via voluntary lot merger, razing the existing single-family home with all in accordance with all Town and State regulations, and expanding the existing mixed-use building's parking area into that former residential lot. Generally, a parking lot is considered full when 85 percent of the parking spots are occupied, or what we call the effective parking supply. Above this level, vehicles tend to circulate around the parking area and hunt for a parking spot. The additional parking will alleviate this congestion by increasing the effective parking supply and reducing the need for vehicles to circulate and hunt. Our applicant has expressed that they've seen vehicles search around and wants to alleviate the congestion on their site.

The current number of parking spaces for the mixed-use building is 107 with 6 ADA spaces. The project proposes to increase to 154, which is 47 additional spaces and maintain the 6 ADA spaces that are existing,

which is still in compliance with ADA regulations for a parking lot of this size. The additional impervious area that we will put on site is going to be captured and treated in an underground detention and filtration system. The product is an ADS StormTech® SC-310 Chamber System. It's a product that's widely used around Bedford for stormwater management. Additionally, we'll be proposing some landscaping around the new parking area and within the parking island. We've worked with staff to maintain the four existing mature trees you see along Atwood Lane as part of the project. The new parking lot will be lit by two downcast light poles to maintain a safely lit environment in the darker months of the year. One more thing I'd like to mention is that there are two wetlands that span the property line on the eastern side of the plan right. These wetlands will not be impacted as part of this project. Instead, the applicant wants to preserve these wetlands by installing retaining walls of varying height from one to four feet around the wetlands, as you see on the plan above. So, at this point, I'd like to turn it to the Board for any questions or comments and discussion and would be happy to answer.

Chair Fairman asked are there any comments or questions from the Board? Vice Chair Newberry said I think I saw in the staff memo a concern about cut-through traffic. Can you speak to that a little bit? It wasn't obvious to me exactly where that might happen given the offset there between Atwood and going through over to South River. Mr. Devine said yes. So, the applicant has expressed concern regarding cut through traffic as people use this when they miss the turn for Hannaford. To enter here and sort of travel from right to left across the plan, into Atwood Lane and then to Hannaford. So, part of this project design and part of melding the new with the old is to maintain the access and egress points, the three egress and access points here. Because they act sort of as a natural traffic calming feature, which slows vehicle travel through the parking area and reduces risk of speeding within this parking area. But the cut through that they are referring to, if you follow the mouse, is from South River Road here. This is a joint driveway with CVS. So, vehicles will come like this, including trucks will come like this, and then make the movement through the parking lot like that.

Chair Fairman said I share that concern. I've gone through that way, usually from CVS, gone through that cut through not coming off of South River Road, but coming from CVS. I wonder if you ought to consider a speed bump along with a crosswalk between the two parking lots. Mr. Burns replied there are speed bumps within the parking lot that the owner had put into this parking lot in the past because of this issue. They've had concerns with the cut through traffic that's been going through their lot. Chair Fairman asked will you have a crosswalk there? Mr. Burns said we're proposing to add a crosswalk at the entrance to the site, the driveway at Atwood Lane, across that driveway. Mr. Devine said we're proposing a crosswalk here to the new parking expansion, and then we also have been working with staff talking about a crosswalk here at the Atwood access point. Chair Fairman replied OK. Thank you.

Ms. Malcolm said you've gone from 107 spaces to 154. What are you going to do with all those extra spaces? Mr. Devine replied so, the extra spaces will just be to alleviate the existing congestion at the peak hours. Because this is somewhat of a pediatric practice, a tutoring center, and a physical therapy, the peak hours tend to all be together. So, the demand for parking kind of comes in waves and at those peak hours, this extra parking will alleviate some of the stress, congestion and traffic concerns.

Mr. Nichols asked is the CVS lot a different ownership? Mr. Burns replied it's a different ownership. There's an easement between the properties. Mr. Nichols said it really just kind of sucks to see that much parking between so many small buildings, but I guess that's beside the point. Vice Chair Newberry asked just for comparison, what's the book say for that square footage and use for required spaces? Mr. Devine replied required spaces are 96 for the existing tenants and use of the building. Vice Chair Newberry said so, the problem really is the current usages within the building. Mr. Burns replied yes, as Jonathan was

indicating, it's the mix of the existing uses that are in the building right now. They just have a higher parking demand than is typical and their parking demand all overlaps. Their peak for their parking demand when they've got the most employees on site, most patients, clients coming to the site just happens to tend to fall in that same period of time each day. So, the idea is to have the additional parking on hand so that alleviates some of that congestion during those peak hours of the day. But this is, as opposed to a parking expansion to accommodate an expansion of existing uses, things like that. The uses aren't proposed to change, they're not expanding. It's just this parking is going to help the current needs of the site.

Chair Fairman asked have you tried to figure out exactly how many you need? Rather than use the whole piece of land for parking, I wonder if you could reduce it by doing more landscaping and aim for what you really need for parking, not just fill up all the space with parking. Which appears is what you did. Ms. Johnson said I think they did include like they kept the wetlands, and they kept a good portion of it wooded, I guess I'll say. Mr. Burns replied yes, the intent of the design is to try to meet the parking needs on the site, try to do it in one shot so that they're, if they're going to be constructing a parking lot, they get something that they're trying to plan to make sure that they don't run into a shortfall at some point down the road. This will more than meet their needs while also trying not to, as Logan's mentioning, not impacting the wetlands on the site, trying to preserve the mature trees along Atwood. We tried to kind of balance the intent of trying to preserve as much green space around the perimeter of the site as we could while also providing the parking that the applicant is trying to look for on the site. They're very cognizant being on the site and operating on the site of what their needs are and their hope to get. And what we're trying to do is kind of meld between, you know, what they're looking to see and what they feel is going to be comfortable to accommodate the businesses with, as I said, trying to preserve some of that green space. Chair Fairman said thank you. Are there any other questions or comments?

Mr. Greazzo asked Becky, are they required to have those directional traffic arrows? Ms. Hebert replied it's not in our site plan regulations, but we would like to have them painted on the pavement and have a crosswalk added at the Atwood Lane driveway. Mr. Greazzo said a crosswalk, I understand. They don't have directional arrows on their other parking lot. Neither do any of the other surrounding parking lots. Mr. Devine said there are two existing ones at the Atwood Lane entrance. Mr. Greazzo said at the entrances, yes. In your drive lanes, parking lots, kind of pointless. Kind of a waste of your time and money. Mr. Devine said I can certainly broach removing the striping. Ms. Hebert said we can talk about it. Mr. Greazzo said they're not anywhere on any other parking area—Hannaford's, the bank, the CVS, the auto parts store—entrances, yes. Drive lanes, I don't see a necessity for them. If you don't want them, I would support you not having them, but it's your call if you want them. Mr. Burns said we're happy to remove them from it. Ms. Hebert said that's fine. Chair Fairman asked are there any further questions, comments from the Board? Seeing none, are there any public comments? There were no public comments or questions. What is the pleasure of the Board?

Ms. Hebert said act on the waivers first. I did want to make one comment on the staff report, there was a condition that was left off your staff report that should be included in any motion for approval and that is that a stormwater permit be approved by the Department of Public Works. Mr. Devine said just to reiterate, that will be the only permit, State or Town, that we need on the site plan side of this project. Mr. Greazzo asked what does that entail? Ms. Hebert replied it's a permit that the Department of Public Works has in place for land disturbance, and it's related to the MS-4 EPA General Permit, and it ensures that the storm water system is meeting the Town's general permit requirements for new construction and discharge of water into the municipal stormwater system. Mr. Greazzo asked part of your design has a catchment, you mentioned. Mr. Devine replied the stormwater system on site, or the stormwater system we are proposing, involves four catch basins installed at low points within the parking area, such

that the drainage within the asphalt all leads to them. All those will be connected subsurface to this large chamber system—well not large but the underground chamber system here. There's this grayed out row here is called an isolated row. It allows for pretreatment of suspended solids. And then there's a filter media below it that the water has a certain percolation rate and is treated as it flows down, is then collected by an under drain, connected back into the existing municipal line for the building, and then sent out to South River Road as it does in the predevelopment hydraulic patterns. Mr. Greazzo asked so, you've already accounted for that. You basically just have to present this to DPW in order to get a permit? Mr. Devine replied it's a permit application. and we'll work with the Department of Public Works staff on any conditions they have. Mr. Burns said typically it's a matter of when we go, we file for the application for it. It's a pre-construction item. Apply for the permit, and they review the stormwater design and the plans for conformance to the Town's requirements. Ms. Hebert said they're aware of the permit and they've applied for it already, so it's just a formality to add it as a condition.

Ms. Malcolm asked shall I go with the waiver request? Ms. Johnson said I have one more question. It's kind of random. You said that there's like a filter associated with the stormwater drainage. How often does that have to get replaced, and is that the owner's responsibility or is that part of the permit process? Mr. Burns said typically with these systems, there's an operation and maintenance plan that's put into place and usually a copy is kept by Public Works as well as part of the stormwater permit. There are requirements based on the different practices that are on the site, whether it's catch basins, parking lot maintenance. These practices, they all have either quarterly, annual requirements. Every practice has a different requirement that owner would have a company come in and clean out the items or service them and then they provide a copy of the maintenance logs to the Town for their records. Ms. Johnson said thank you. Chair Fairman asked are there any other comments? There were none.

MOTION: Ms. Malcolm moves that the Planning Board grant waivers from the following sections of the Land Development Control Regulations and Zoning Ordinance:

- 1. Section 275-63,E(5)(b) of the Zoning Ordinance to waive the Performance Zone landscape standards for the westerly exterior pavement strip planting requirements;**
- 2. Section 275-63,E(4) of the Zoning Ordinance to waive the Performance Zone landscape standards for the side and rear landscape planting requirements; and**
- 3. Section 235.1.9 of the Land Development Control Regulations to allow a drainpipe to be constructed with less than 3 feet of cover to the crown of the pipe.**

Vice Chair Newberry duly seconded the motion. Vote taken – Unanimous. Motion carries.

MOTION: Mr. Nichols moves that the Planning Board grant final approval for the Site Plan Application for a parking lot expansion at 11 Atwood Lane, Lots 12-16 & 12-18, in accordance with the engineering plans prepared by TFMoran, last revised June 28, 2023, in accordance with the following findings of facts:

- The plans are found to be in compliance with the purpose and intent of the Bedford Land Development Control Regulations;**
- The Board also includes all facts found in the meeting minutes for this application and incorporates all meeting minutes into this decision.**

This approval is granted with the following conditions to be fulfilled within one year and prior to plan signature:

1. In the event that the Planning Board approves the waivers, the plan shall be updated to list all waivers granted as approved.
2. The Director of Public Works and the Planning Director shall determine that the Applicant has addressed all remaining technical review comments to the Town's satisfaction.
3. The Applicant shall submit any outstanding engineering review fees to the Department of Public Works.
4. The Lot Merger application shall be finalized and recorded to merge Lots 12-16 & 12-18.
5. Prior to commencement of work, a performance guarantee in an amount approved by the Town for onsite maintenance of erosion and sedimentation controls shall be placed on file.
6. Prior to commencement of work, arrangements shall be made with the Planning Department regarding payment and coordination of third-party inspections.
7. Prior to commencement of work, a pre-construction conference shall be held with the Planning, Building, Fire and Public Works Departments.
8. Prior to the use of the site, all site improvements depicted on the plan shall be completed.
9. A stormwater permit from DPW must be provided.

Mr. Nelson duly seconded the motion.

Discussion: Vice Chair Newberry said a friendly edit, I think. The approval wants to include the conditions fulfilled within one year and prior to plan signature also. You may have said that. I didn't hear it. Mr. Nichols said I appreciate it. Chair Fairman said thank you. Any other questions, comments. All those in favor?

Vote taken – Unanimous. Motion carries.

Chair Fairman said thank you, gentlemen. Mr. Burns and Mr. Devine said thank you.

2. **U-Haul Company of New Hampshire (Applicant) and Amerco Real Estate Company (Owner)** – Request for site plan amendment for removal of 5 mini-storage and warehouse buildings and construction of a 16,890 sq. ft. mini-warehouse facility, located at 451 South River Road, Lot 36-6-1, Zoned PZ.

PUBLIC ANNOUNCEMENT: Ms. Hebert said the site plan application by U-Haul Company of New Hampshire and Amerco Real Estate Company has been postponed to the August 14 Planning Board Meeting. This announcement will serve as notice to the public.

IV. Concept Proposals and Other Business:

1. **Munson and Associates, LLC (Applicant), ER Bedford, LLC (Owner)** – Request for conceptual site plan review for a 5-story, 62-unit, multi-family independent senior living residence (55+), located at 125 South River Road, Lot 12-33, Zoned PZ.

Mr. Tom Burns of TFMoran presents: Good evening. Once again for the record, my name is Tom Burns. I'm a senior project manager with TFMoran. With me is the project architect, Steve Humphries. I wanted to start tonight with a brief introduction to the site, a brief overview of the overall development to date and where we are relative to the proposed concept before the Board this evening for discussion. As many of you know, Market & Main is an ongoing mixed-use development of the former Macy's retail site at 125 South River Road. The project has been under development by the owner, ER Bedford, LLC, for a number of years. In fact, the project received its approval initially from the Planning Board back in October of 2016, which was the time at which phase one of construction began, early 2017 actually. As part of that phase, the first components of the project were built, which included construction of Trader Joe's and its associated parking deck, along with the Friendly Toast restaurant and parking. Those joined the Carrabba's Italian Grill site on the property. Additionally, during that initial phase, all of the site's major primary infrastructure were put in at that time. This included the circulation routes through the site, the primary drives through the site, as well as all of the major utility components, the services for the site being water, sewer, electric, gas, as well as all the storm water management components. So, the drainage infrastructure was all put in, in that time including the StormTech® systems that serve the site throughout the project, including a StormTech® system on the subject parcel we're here to discuss.

In November of 2021, the owners of the site came back with an update to the development plans that facilitated the construction of the next phase of the project, and that's the phase that's underway today. That includes approximately 90,000 square feet of mixed commercial space along with the pad sites that were approved: one along 293 for up to 30,000 square feet of office, as well as the space here for a 52,500 square foot hotel with 125 rooms at 60 feet high on this pad site. With that approval in place, the developers continued construction on the site. As I mentioned, that's the construction you see now, which includes building C1, which is going to house REI that's slated to open, I think, within the next couple of months. The building C2 is also under construction. That's a multi-tenant retail building that's along Main Street and the other building you can see when you're out on the site that's under construction is building G which is a retail financial services office for Charles Schwab. That's under construction as well. And the developers continue to work towards lining up additional tenants with anticipated construction for the remaining buildings on the site.

So specifically, what we're looking at is, is unit J, the hotel pad site. That's a site that as I mentioned, the applicant has been before the Board two other times previous with the proposal for what is known as Bowman Gardens, which would be an active adult living project. This would be a residential development located on this site and would be considered another component as part of Market & Main, but not developed by ER Bedford. This would be developed by the applicant. As mentioned, the applicant has been before the Board previously for conceptual discussion of the project. They've taken the Board's recommendations into consideration and have worked to revise and update the proposal to address those recommendations.

Briefly touching on some of the past discussions for this site, this is a proposed active adult living community. Not to be confused with, say, a nursing facility or assisted care. These are independent, active, adult 55 and older, targeted towards residents in Bedford that are looking to downsize that looking for

this, that brings them closer to some of these amenities on the site. It provides an opportunity for residents to be close to the Market & Main development and really fits into what would be considered the live, work, play concept of what a mixed-use development is.

Based on its use, there are a couple of waivers that would need to be touched on, and that's one of the things we've had discussions with the Board about. Part of that is, as the site is located in the PZ zone, the use specifically would need a waiver relief from the Board to allow it. This has been discussed in some of the meetings. As an active adult living facility, the use would need to fit within the five performance criteria for this zone. Looking at this and looking at the design considerations that have been made over the last few meetings for this project, we believe it does fit within that criteria and that's we're hoping that the Board will support. That's why we continue these discussions with the Board, to kind of gauge their feel for that. I can briefly touch on those five criteria as is noted in the staff report. One of those criteria is to attract environmentally acceptable, commercial, industrial, recreational, institutional, and residential uses to this district. This is a residential use that would fit in well with this site, would continue to be an environmentally acceptable practice consistent with the pad that was approved on the site previously. It would take advantage of using the existing infrastructure that's already in place, including the stormwater which provides the treatment for the impervious areas of the site, has no negative impacts in that regard. It encourages diversity in the community tax base.

These units that are proposed in this, and we have folks here as part of the team that will touch on it in a bit, but one of the components has been the discussion of market rate versus affordable units. And the consideration of it and this iteration that we'll go into this evening, we feel, in terms of the tax base and the highest and best value for this type of use for this site is, is what we're proposing at this point. We have something that really is going to be the highest financial benefit for the Town in terms of generating a tax base. The applicant, at the last meeting, had discussed with the Board that they are looking to pay their full taxes, which was a requirement of the Board or strong recommendation, I should say, at the first meeting. And they've moved to do that.

Thirdly, optimizing financial return on public infrastructure. Again, I think that falls within this. This is a use that is going to generate a significant tax revenue for the Town, provide a financial benefit for the Town, tying into the existing infrastructure on the site and not laboring or burdening any of the offsite infrastructure. And that falls under into item D, which is minimizing adverse traffic impacts on Route 3, 293 and Route 101 at the interchange, and local roadways. We have previously provided traffic studies and analysis for this site ongoing, and it has been revised over the years as we've married along with this development, as there have been changes with the development. We had updated, and in 2021 we provided the updated traffic study. That included analysis with the hotel use and replacing the hotel use with this proposed residential use during peak hour trips. That actually reduces the number of trips just by the nature of use and by the size of the use. So, there would be no adverse impacts to offsite traffic impacts. It actually would provide an improvement over what we've previously had approved for the site.

Additionally, we had had a shared parking analysis that we have done for the site that was approved in 2021 with all of the updates to the program and the overall development. We've continued to update as the developer has come in and made adjustments to what tenants they've had coming in. We have updated our shared parking analysis and we've continued to do that. So, we've tracked their changes and we've, as part of that, we've done an initial look at the shared parking analysis, and we did an update with it with this proposed use in mind as well. That's something that we were going to provide as an item as we typically would with the final site plan application, just as we would an updated traffic analysis. But what I can tell you is in the shared parking analysis, that one of the changes that went in is with some of

the initial program changes on the site to begin with. There's more parking now available based off of the original design. There was well over 700 spaces that were required. They're down to under 700 spaces required in the latest updates of the shared parking. And this use fits well within that. So, there would be no impacts to parking on the site based on the change from a hotel to this use.

Lastly, to preserve valuable historic, cultural and natural features within the district and minimize adverse environmental impacts: This is a redevelopment site. It was a largely impervious site. The pad site for this location is already disturbed. It's a gravel, basically staging area for construction equipment and has been since the project started a number of years ago. So, there would be no adverse impacts to historical entities in this area because there really are none at this point.

Touching briefly on some of the changes on the site since the last meeting. There was a discussion of the ability to provide more covered parking for residents of this project. The building, as proposed, would have 29 covered parking spaces in the sub grade level. There is also a proposal, and it should be in the packet. One of the other proposals that we've put together is to add 16 covered parking spaces, carports, over the parking area that would be along the 293 southbound ramp. These would be for the benefits of the residents as well. This is an area that was already marked for and intended for parking for the site. What we would do is construct these covered carports in this location. There's an existing StormTech® system that's in the parking area or below grade below this parking area now. The intent would be where the footings would fall for these units, we would be able to remove individual StormTech® chambers as needed, cap each end on either side of where the footings would go in, and then we would just move the StormTech® chambers to outside the footprint of the building. By doing this, we would be providing 45 covered parking spaces now on the site for the use by these residents. Lastly, just to point out this, again, these covered parking spaces would go over where parking was previously proposed. So, as you'll see, the circulation route, we've just basically overlaid them over this. This is the circulation route from the hotel proposal that was approved. There will be no changes to circulation, fire truck access, emergency access to the building. All of that would remain in place. So, we're really kind of taking advantage of as much as we can of the existing footprint without having to change anything.

One of the other aspects, another waiver that was approved previously for the hotel, was the setback requirements for 293 based off of building height. Again, there would still be a waiver for setback. However, our building would be set farther back from 293 than what the hotel was. So, while we would still need a waiver from the regulations, we're making it less non-conforming, if you will, when we do submit that waiver as part of the final site plan application. So, based on those site updates, I'd like to turn it over to Steve to go over architectural unless there's any questions you want to ask about site now. But I'm happy to answer any as we go on as well.

Chair Fairman just a quick comment relative to the carports. We'll be very interested in the final review to see what they look like from the highway and from all aspects. I know you have some today we can look at it, but the appearance of those carports, I think, is going to be pretty important to us. Mr. Burns said absolutely. Mr. Greazzo asked will they have solar panels on them? Mr. Humphries replied they could. It's an option. I just knew somebody was going to ask it at some point. Mr. Burns said it's one of those items that we try to get a kind of a feel from the Board. What's the Board's preference on those? They can be kind of a hot button thing. I've had some solar panel boards that charge the charging stations only. I've been before some Boards that say they don't like the look of [inaudible] boards. Want to know about them? The Board just asked us to look into them. Mr. Swinarski said Tom, I had a question on the parking. So, what's the total number of parking spaces in unit area four? That's the 1.3 acres of this. I don't know what you call it other than unit area 4 on your plan. Mr. Burns replied 56. Mr. Swinarski asked is that

including under? Mr. Burns replied so, there would be 56 spaces on the site—that includes the below grade parking. So again, this site would still be part of, even if this parking is for the residents—the covered parking is used by the residents—the site still falls within the shared parking analysis. What it does is this parking would be, if they're dedicated, you just take it out of the overall inventory, but there's still plenty of inventory on the site. They would still have—any of the overage of parking that they would need, they would be able to utilize the shared parking throughout the site. While based off of the land use code for this type of use, it's 1.25 spaces per unit and then usually it's 1 covered space per unit. But by the shared parking analysis based off the number of units we have in here; it actually drops down. In a shared parking analysis, it's like 54 spaces. The ULC that we use, the urban land analysis that we use when we're doing a shared parking analysis, they account for certain interactions among uses, so they actually reduce the overall. It works out to 54 in a shared parking because they factor in that people parking on the site will walk to the restaurants. There's a benefit to having—that's why residential is a peak part of a mixed-use development, typically in some form because it's providing that foot traffic to the other businesses. It supports them without impacting their parking demand. Mr. Swiniarski said right. It's a person using 2 uses in one parking space. Mr. Burns said so, it works out both in traffic for internal capture of users going to multiple sites as well as for interactions in parking analysis. Mr. Swiniarski said so, 54 you said? That's the number there? Mr. Burns replied there would be 56 on the site itself and then, again, there's that large parking. There's the bank of parking as well that just extends off the... Mr. Swiniarski asked oh, could you point that out? I was looking at a different plan in your application. You're talking to the north? I guess that's the north, maybe northwest a little. Mr. Burns replied so, right where the mouse is. This is a large—there's a double row of parking through here as well as parking along Main Street. Originally with the hotel proposal, there was parking along that. I believe there was a phased parking plan, and that included that parking was going to be assigned to the hotel. But again, this would have even a lower parking demand than what the hotel has. Mr. Swiniarski said OK. Thank you.

Vice Chair Newberry said so, for the covered spaces either underground or carported, is the intent for those to be assigned? Or will they be free for all—first come, first served? Mr. Burns replied they would be for the benefit of the residents. I don't know, at this point, if they would be assigned to specific residents in the building. I think they'll probably be part of, you know, any type of agreement and I guess on the units, if they're purchasing a unit and they're getting assigned parking with it or not. Vice Chair Newberry said these are going to be condos, not apartments. Is that correct? Mr. Burns replied condos. Vice Chair Newberry said thank you.

Ms. Malcolm asked where are the disability ADA parking spots? Mr. Humphries replied they're in the front along Upjohn Street. Let me explain here. Ms. Malcolm asked are they covered? Mr. Humphries replied no. See where the mouse is? Right along this front, and this is essentially unchanged from what the hotel proposed. So, we're keeping those spaces as is. Mr. Burns said the main entrance to the building, as with the previous presentations, is right where this cursor is here, where you see that jog in the building. The ADA spaces would be closest to the main entrance. Ms. Johnson asked there's 29 underground, right? Mr. Burns said correct. Ms. Johnson continued 29 underground, 16 in the carport, and then how many along the front? Mr. Burns replied there's 11. Ms. Johnson said 11. How many of those are ADA? Mr. Burns replied 3. Ms. Malcolm said, and the ADA parking spaces are not covered? Mr. Burns replied correct. Mr. Clough said that's not good. Ms. Hebert asked would ADA require you to provide at least one covered space? Mr. Humphries replied I believe so. We could do that either in the garage below or in the carport. Chair Fairman asked are there ADA down below? Mr. Humphries replied we can certainly put them down there, yes. Mr. Burns said we could, yes, we could make some of those ADA spaces down below. Chairman Fairman said I would think so. Ms. Johnson said it would reduce the number, probably, overall that are able to fit down there, though. Mr. Humphries said yes, depending upon how we do the layout of it, yeah.

Mr. Clough said so, if someone were to buy a condo, they're still short a covered parking space, technically. Mr. Burns said right. We would have 45 on the site. We would have 45 on the site and then we would need to get, I guess, relief for the balance unless, and I don't—I guess we would have to look or whether it's just a criteria of the waiver or an argument for the waiver is that with the shared parking, there's covered parking over at Trader Joe's that's available for the entire development. Whether somebody's realistically, again, that's... Mr. Swiniarski said it's a long walk. Mr. Burns continued whether somebody's going to park there and walk. Mr. Swiniarski said especially in the conditions where you want covered parking. Ms. Johnson said I'm just speaking for myself now, but at \$884,000 per condo, I would want a covered parking spot. Mr. Clough said yes, I agree. Mr. Burns said well, that's kind of up for the market to decide. Ms. Johnson replied right I'm just talking for myself here. Mr. Burns said what we've tried to do is provide as many as we can within kind of that—it's a land unit as part of the previous approval for it. So, we're kind of not hamstrung, but we put them in as much as we could kind of fit in here. Mr. Clough added unless you took a story off. Chair Fairman said any further questions on the parking? Why don't you continue.

Mr. Humphries said again, for the record, my name is Stephen Humphries. I'm with EGA Architects out of Newburyport, MA and I'm the project architect for the job. I think before I begin my presentation, I see a lot of familiar faces here. Do I need to go through all the floor plans floor by floor again? There really hasn't been any substantial changes to the floor plans. I'm happy to do it. Chair Fairman replied go ahead. Mr. Clough asked do you have a corrected artistic rendering of the building? Mr. Humphries replied what I wanted to do is really just hit there's been kind of three major changes. The first one was the parking, which we just touched on, and then I'd like to talk about the proposed roof deck, and then the exterior elevations and the balconies. Mr. Clough said but you had an artistic rendering of the building as it fits into the site itself, which was deceptive, originally. Mr. Humphries replied yeah and then we have some new images or updated images. We can talk about those.

Mr. Humphries said so, I'm going to start from the top down. The discussion we had last time there was a lot of concern about the building height and the number of stories. What was really driving the building height is the roof amenities. We had a roof deck up there, pickle ball courts, and all that. And to put those amenities on the roof, required getting stairs and an elevator up there, right? You have to provide egress and you have to provide access to that. So, the way to get the building height was really to take those roof amenities and relocate them somewhere else—whether put them on the site, down at ground level but there's really not a lot of space left—or to try to keep them elevated and also capture the views. So, the solution was to, on the 5th level, which is the floor plan on the right here, was to remove 3 apartments. So now we're down to 62 apartments—and create basically a big balcony. It's about 2,600 square feet—to take the place of that. The advantage of that is suddenly you've got a roof deck now that's easily accessible from the interior corridor system. You don't have to go up to the roof, and you feel like you're all by yourself up there. I've also added a commons room which is in green which has kind of that quarter circle to it, which can be used as a flex space. And I was thinking that this could be kind of a glass room. So, if there's any inclement weather, you could use that room and then spill out onto the roof deck as needed. Otherwise, that floor plan has really remained intact. The elevator is still centrally located. We've got the stairs at either end, and then there's the 12 apartments. And if you feel it is necessary, I can go backwards through the floor plans. But there's really no other changes to the floor plans other than that. Vice Chair Newberry asked is the roof deck the northwest corner? Mr. Humphries replied it is the southwest corner. Vice Chair Newberry said southwest, thank you. Mr. Humphries explained it would face the main entry, and I've got images and updated elevations. So, these are the straight building elevations. The roof deck, if you're looking at the top elevation, is on the upper right and I kind of indicated there. So that part of the building or the main entry would be 4 stories. And then as you head towards the left or to the north, it

goes back to the 4 ½ story appearance. And then the elevation below the roof deck is to the left, which is again over the main entry. I'm going to jump to the perspectives because... I'll come back to that slide in a minute. The other discussion we had, I think in the last March hearing was just about the perspectives and how it relates to the other buildings. So, we've gone back, and we've revised the building to include this balcony and updated the renderings.

The other piece I wanted to note on the renderings is all the apartments originally had balconies. After a lot of internal discussion, we really wondered how much the balconies are going to be used because every apartment generally has a sunroom and, in the sunroom, you can get a 180-degree view. It's all windows. You can open the windows if you want but it really seemed like we had kind of two things that were conflicting. So at the end of the day, we've pulled the balconies out of the project, which cleans up the elevations. I'm going to go through the view. So, the first view I have here on the top left is if you're coming in from Route 3, this is coming down Upjohn Street, you're looking at the main entry and the arches form where you do the drop off. It's a covered drop off. That hasn't changed. The major change on this rendering is, again, the balcony on the top level. So, it's dropped from a five-story to a four-story.

To the left of that are the retail buildings. I did want to point out there was a comment last time about the retail buildings being one story and they looked kind of tall but actually most of the retail buildings are two stories and they're generally 30 feet tall. So, they're about half the height of our building. I've got two new views at the bottom of the sheet, Views 3. What I've done is the other architects were nice enough to give us the proposed hotel, and I know that there was never a floor plan or elevation approved, but this is what we have. It was a four-story building. It was also 60 feet. View 3 on the left is a view with Bowman Gardens and View 3 on the right, it shows proposed hotel. So, you can see that in size and scale they're very similar. Ms. Malcolm added except you don't have the wing going back on the hotel. Mr. Humphries replied correct. Ms. Malcolm continued so, the mass of Bowman Gardens is significantly larger than the mass of that hotel. Mr. Humphries said yes, I don't disagree. Mr. Clough said he also drew the camera way back. Mr. Humphries said all right, I'm going to move on to View 4. This is a view taken from Upjohn Street from almost where the barn would go. And again, the view on the left has our building, the Bowman Gardens, and there's a retail on the right and we've added people and cars into the view perspective to give you a sense of scale. View 4 on the right shows the proposed hotel, and again, I've kept the cars and the people and the retail. Everything is the same. It gives you a sense of the scale from the building from that view.

The two views below that are taken from the highway from 293 and they're kind of distant views. We've kept the barn in there for perspective and to give you kind of a reference point. Again, our building is on the left and the proposed hotel is on the right. I'm going to jump back because the Chairman had a comment about the carports. So, the carports we're proposing are one story. They have a kind of offset gable roof, with the longer side of the roof facing 293 and the shorter side facing the apartments. The design is going to basically limit the impact on the detention system. We're going to use piers instead of kind of typical stretch footing. So, we'll be dropping down piers to keep the detention system in place, and right now it would be open to our building. Ms. Malcolm asked what side is open? Is that the west side, the south side, the north side? Mr. Humphries replied I guess it's the northwest side, the side that faces... Ms. Malcolm asked that's the northwest side? Mr. Humphries said yes, I'm going to go to the floor plan. Mr. Burns said so, the side facing the highway would be closed. The side facing development would be where the doors would be, running along the drive aisle that runs around the building. Ms. Malcolm said my concern is where are you going to put snow when you have to plow the snow, and the northwest side is typically where we get our snow from. Mr. Humphries replied well, we don't indicate snow storage on this plan, but it would be consistent with what was done with Encore with the hotel pad because, again,

this was going to be parking in the same location so, snow had to be removed from this area. Part of the approval for Encore was that they were either going to have to store on site or they were going to be removing from site. And Encore is still going to have as part of the overall development agreement, for the whole development, is still going to be responsible for snow removal for the site. So, we would likely be consistent with what was approved by the Board for the hotel use because, again, these covered spaces are going in the location of where the parking was approved for the hotel. So, we're not eliminating a green space by putting this in. We're fitting within the footprint of what was there. Are there any questions or comments about the architecture?

Mr. Clough said I still feel like your artist rendering is deceptive. You're pulling the camera way, way, way, way, way back and making everything look—I just don't buy it. Mr. Burns replied well, correct me if, isn't that the view taking as you're coming into the development because I believe that's Carrabba's on the right, right? Mr. Humphries replies that's KinderCare, rather. That's the view coming in from the entrance off of South River Road. So that's the perspective coming in with KinderCare on the right. Mr. Burns said so, in order to get that perspective and see how it aligns with KinderCare and how it aligns the view from South River Road, that's the distance coming in. Mr. Clough said keep scrolling down. Mr. Humphries said there's a key on the bottom right of the plan which shows where the view is taken from. Mr. Clough said, and you took the balconies off, so now the person who's going to buy a condo doesn't have a balcony. I'm not sure they're getting their money's worth. Mr. Sullivan said for \$890,000. Mr. Burns said I believe part of the concern at prior meetings from the Board as well was, I think, there was a discussion of who was going to use balconies with the noise from 293, who was going to use a rooftop deck because of concerns for 93. So, we're trying to take into account some of the Board's concerns and their recommendations. These were things we were asked to look at. And so, I think what Steve's done is, again, by moving that roof deck, bringing it down a level, he's reduced the height. So, we're now in conformance with the height requirements for the zone and it also shifts it towards that northwest face of the building. So, now we're using the upper level of the building by dropping it down a level. We're now using that building to shield us from the noise from 293 as well.

Chair Fairman said the building in the lower picture rendering, the red building, is the school? Mr. Burns replied that's the KinderCare, yes. And then the building in the background, that's the hotel that was previously that was the generic, if you will, hotel that was provided in the previous architectural packages when the owner came in with the development. Now the hotel would have come in, would have been—that was one of the conditions—obviously when a hotel came in, it would go through architectural approvals, but that was what was provided to the Board. So, just for clarity and to show the difference between what the Board had previously seen on that site for the hotel. Chair Fairman said just to be clear, the architecture of the hotel was never approved. Mr. Burns replied right. [crosstalk] The architect, right, they provided this kind of as a general, like a holding a holding space on that pad site. They did the same thing with the office use up in the back. Mr. Greazzo said I think one of the issues is, if you're looking at this view with the KinderCare as the frame of reference, your four-story building is the same height as your five-story building. If you extrapolate the roof line from the left to the right to hover over the KinderCare, they're the exact same. How do you get a five-story building in a four-story footprint. Mr. Humphries replied it's perspective. Mr. Greazzo said it's supposed to be the same perspective. It's supposed to be taken from the same spot. That's what your key says. So, the picture is the picture. Mr. Humphries said it is taken from the same spot. Mr. Burns said that's not how perspective works, though. [crosstalk] the building closer to you is going to look larger, the building farther away is going to look smaller. The perspective is different than elevation. Is going to look smaller the farther... Mr. Greazzo said so now in this picture, your perspective is that your five-story building is further back than the hotel? Mr. Humphries replied no, it's the same location. Mr. Greazzo asked then how come the roof line falls exactly

the same spot-on top of the KinderCare? If you put a ruler at the top of both of those buildings and hover over it, the KinderCare, it's the same height. Mr. Humphries replied because the KinderCare is closer, right? Mr. Greazzo said you're talking the hotel versus this building? If I take this piece of paper and I put it over these two buildings, I still have the same height. Ms. Hebert said it's looking at the roof line for the hotel and the roof line for the... [crosstalk] Mr. Greazzo said the roof line from the hotel, from left to right, and the roof line from your... Mr. Burns said the hotel was drawn when the previous architect provided the hotel rendering. It was a 60-foot hotel. It's the same building height as... Mr. Greazzo said so, you had taller ceilings, is that what you're... Mr. Humphries replied yeah, the reason is the hotel was taller. The hotel had parking under. Mr. Greazzo said that explains how you fit a five-story into a four-story. Mr. Humphries replied correct. Mr. Greazzo said the dimensions, not the perspective. Mr. Burns said right, and while the building, as Priscilla noted, you see the mass because of the way this building, it's the orientation of the building. But if you look at the renderings that Steve showed, looking at it from the 293 side or from the barn, that's where the hotel then comes around. It was because of the shape of—the hotel was going to have upper-level wings that they proposed that came out along towards 293. So, that's why the setback waiver that was given for the hotel—this actually requires less of a waiver because this building pulls farther, is pulled back. It's fitting within—I don't know if you have the overlay of the two—it fits, we dropped the building over the hotel building because we're constrained by site considerations. If the road is already in, the StormTech® is in, you've got the highway there. We're trying to fit parking. So, we're trying to fit within that building envelope. But obviously the jigs and jogs of the building, it makes it look like the building may be longer this way. But on the other side, it's shorter than what the hotel was because of the orientation. The hotel was going to cantilever over. They were going to have, their lower level was going to be smaller and a canopy way over, so that makes the mass of that look, was bigger on the other side. Mr. Greazzo said OK. I just needed that explanation because that way we all understand that you're still at the same height. You don't necessarily need a height waiver anymore? [crosstalk] Perspective wise, isn't the same as dimensional. So, when you have taller ceilings in the hotel and lower ceilings in your new facility, you can have a five-story in a four-story is what you're telling us. That changes the way that you view this then because it's not that you're trying to hide something, trying to make this bigger building look smaller. It actually is smaller but since it is a bigger building than the footprint of the hotel, I think that's a separate issue entirely. Mr. Humphries said the hotel had parking on the main the ground level. So, the first floor was taller. Mr. Greazzo added for the parking. Mr. Humphries replied right, to let the cars under. Mr. Greazzo said thank you.

Chairman Fairman asked you don't have a diagram of the two footprints of the hotel in this stage? Mr. Burns said I think if you go to your first one, it may have the hotel underneath it. So, this doesn't have the buildings one overlaid over the other, but the hotel footprint is where this cursor is, and it came out over the drive aisle. You were going to have to drive under the—so, the hotel, the first level of the hotel had to be tall enough for truck traffic for fire trucks to get under it. So that's why they had four stories, but their building was 60 feet. So, the hotel extends all the way over to the landscape island where the parking is. So that's where our carports are. The hotel was going all the way over to that point, then coming back down and then running along the side of the drive aisle that we still have, that comes around. And then runs parallel with the parking spaces that we're still proposing. That's where those front parking spaces with the outdoor handicap spaces are going to be at the entrance—the accessible spaces. So that's the footprint there of the original of the hotel. Then this is the building here. What has been done is the building has been pulled back. So now the building doesn't come all the way to where—this is where the cursor is. The building is no longer coming all the way out to here. It's been pulled back all the way along here. So, instead of—the hotel was squared up and coming down, but the hotel basically was coming down like this, so while it bumped out over here, it's been pulled way back in here. It's been pulled back significantly in here. And then again it matches. This is the same parking along the front. This is the same

drive aisle here. These are the same parking spaces. They're just now covered. Chair Fairman said thanks. Are there any other questions or comments from the Board?

Ms. Johnson said I do like that the front perspective that you show, now that you have the roof deck there, it makes it feel even more not as tall, I guess, in the front. And it I think those two levels kind of gives it a little bit more dimension. So, I do like that you guys moved that. My question is about mechanicals. Do you know if you're going to have mechanicals on the roof? Mr. Humphries replied we will. I don't know what the mechanical systems are at this point. We're still in conceptual design, but there will be mechanical systems on the roof, yes. Ms. Johnson asked and is that going to be visible from—where would those be located? Mr. Humphries said they typically would be screened. We also have false peaks on the roof. I think I can show that. Where the roof goes up to a peak and then it drops down kind of five feet on the backside so, depending on how tall those mechanical units are, they may be screened. On the elevation here, I think I have the roof deck called out at 56 feet, where the peak is at 60, so there's about four feet of natural screening. Ms. Johnson said thank you.

Mr. Clough said on the performance zone under C, optimizing financial return on public infrastructure, we'll probably have to hire more firemen, right? So that's not really optimizing return. Mr. Burns replied well, so one of the discussions has been and it was noted in the staff report about senior living nursing facilities, assisted care, require a lot of attention from EMS. And, again, I see this often on staff reports for projects about the concern about adequate staffing for emergency services, things that the Board, that we want to stress, and we want the Board to keep in mind is that this is an active adult living. This is not assisted living. This is not nursing facility. This is consistent with, you know, if somebody is 55 years old, living in Town and lives in a single-family home, it's the frequency of emergency service calls to that. So, the intent of this is not to place that strain on emergency services like you might see at, you know, a nursing facility or assisted care facility. These are active, independent living. These are not people that are coming in, that they're getting services for medical needs per say. We're not going to get those calls like you would get with a nursing home.

Ms. Malcolm said the issue, Tom, is that if you're going to pay \$884,000 for a unit, you're not going to stay there one year. So, if you move in at 55, you could still be there at 75. And trust me, people at 75 need services. Mr. Nelson said I think what would be helpful, Tom, is, I mean, data speaks loudly. So, if there's some information that you can—as you continue to progress in this. Mr. Burns replied so, we actually have brought the financial analyst that prepared the report and so he'd be happy to speak to it. Mr. Nelson said I'm jumping ahead then. Mr. Burns said I think as the discussion is progressing today, this would be a great opportunity to introduce him and have him speak to it. Chair Fairman said OK. Just a couple of comments. You will be providing at final site review a fiscal analysis. Mr. Burns replied absolutely, yeah. Chair Fairman said second comment, is there a sidewalk up the side of Upjohn Street from this to 101, South River Rd. Mr. Burns replied there are, yes, there's sidewalk connectivity, and even when the hotel was proposed, there was a sidewalk connection that was going to bring people from that both into the main development and then tie them into the greater sidewalk network through the site. There was going to be a sidewalk connection that comes from the residence over into the development into Main Street and then also when it comes across, there's sidewalks that run along building D and that's the one that comes out all the way Upjohn. So, they would cross Upjohn at the crossing. That was similar to what the hotel had, and that puts them on a sidewalk that brings them all the way out. Chair Fairman said my concern, although this is the over 55, there will be children in the building. And I'm concerned where the school bus will pick them up and may not be able to go down to Upjohn because of turning around possibilities. They may have to pick them up on South River Road. And although I know the plan is not to have children, but a court case comes along and says you're grandparents. You're taking these kids now.

You have guardianship. They can't live with their parents any longer. You're not going to throw these people out. You're going to let the kids come and live there. So, there will be children there periodically. So, you need to take into account where and when school buses will pick them up, or are the kids walking out to South River Road, or how that's going to work. Think that through. That's my last comment before you bring your data guy. Thank you.

Ms. Malcolm said could I ask sort of a general question? OK. If you're dealing with elderly housing, the variances in this Town require you to have 65 covered parking spaces for elderly housing and 25 percent affordable units for elderly housing. Since you don't want to provide those things, why are you looking for elderly housing as opposed to just generic housing? Mr. Burns replied well, so again, I think Jeff can speak to the affordable component. They've done an analysis for it and that's part of why he's here this evening to speak to the Board on that. Relative to the covered parking, as I said, we've endeavored to try to provide as much covered parking on the site itself. That, again, would be a waiver item and it would be something that we would be submitting the waiver. And again, I wanted to get the feedback from the Board this evening, but to get into specifics of it, again, the covered parking requirements: so, parking in general for this use, there are 62 units. It would require 77 parking spaces if it was done stand alone as part of the land code. Eighty percent of those would have to be covered. That would be one per unit. Shared parking analysis requires 54 spaces for this use as part of the overall shared development. Forty-five covered spaces would be over 80 percent of the required spaces be covered. So, in the spirit of the ordinance, I believe we're meeting that in terms of providing the percentages that we have. Additionally, it's a shared parking for the entire development and I'm not going to argue whether somebody is going to park at Trader Joe's. I agree it's far away, but it's a shared use that was approved. It was a shared use for parking that was approved for the site. So, in theory, a residential component can utilize those covered parking spaces. Ms. Malcolm said I don't go along with that. Mr. Clough said yes, neither do I. Chair Fairman asked are you going to go over and discuss the waivers tonight? Mr. Burns replied well, so those were, so again, we have the waiver, the use waiver within the zone, again, the waiver to provide 80 percent of the required covered parking, and the third waiver that we had was the building setback which we're improving the set back from 293 over what was approved for the hotel, which was also 60 feet. But the hotel was approved to be closer to the highway than what we're proposing. So those were the three waivers that I was looking to get feedback on. But again, before the Board deliberates too much into those and knowing the affordable component and how this financially works is a big issue. That's why we brought somebody to speak to that because that's certainly out of my purview and out of Steve's purview. So, we're happy to turn it over. And again, we're available if there's other site or building questions.

Mr. Jeff Donohoe presents: Good evening, Mr. Chairman, members of Board. Thank you for having me. My name is Jeff Donohoe. I'm a real estate and economic analyst, which is kind of a fancy way of saying I'm a numbers guy. So, I'm going to give you a heavy dose of numbers here. I'm happy to answer questions whether you want to wait till the end or you want to ask them along the way. I can do it either way. I established my company in 2004 almost 20 years ago. Prior to that, I worked for RKG Associates as a partner. I believe RKG Associates wrote the ordinance for the performance zone here in Town. Jimmy Hicks was my partner back then. I'm a licensed realtor here in New Hampshire and in North Dakota of all places. I've done a lot of budgeting and pro forma development, market studies and feasibility studies. I've worked in 30 states around the country and in Guam and Puerto Rico. And I also have recently worked here in Windham and Pelham, and I'm finishing up a study for the University of New Hampshire on graduate student housing.

Development costs for this project; soft costs, as it were, primarily are about \$10.1 million over the 62 units we have. That's about \$164,000 a unit. Then the building construction costs are about \$37.5 million.

That's about \$616 per square foot of living area or \$348 a square foot of total building area. Right, because we have halls, and we have common areas, and we have stairways and all these other things. So, the all-in cost for the project is about \$47.7 million, or about \$783 per square foot of living area. Many of you, I'm sure, are familiar with New Hampshire Housing's affordable housing pricing requirements. This is the 2023 numbers for workforce housing, and you can see circled there in the in the chart, the Manchester price, at 80 percent of median income, the maximum purchase price would be \$274,000.

This is not a workforce housing project. This is an age restricted housing project. The workforce guidelines are based on a family of four. We asked New Hampshire Housing Finance to run a separate analysis for us to evaluate what the affordable purchase price would be at 80 percent of median income. You'll see the chart on the left here shows two... Chair Fairman said excuse me a minute, Sir. You keep saying affordable. You're mixing up affordable and workforce. The State does have two different requirements for those two things. So would you clarify whether you're talking about workforce housing or affordable housing and keep the nomenclature the same. Mr. Donohoe said sure. This chart is the State's affordability guidelines for workforce housing. Since this is not a workforce project, we asked New Hampshire Housing to run a separate analysis for age restricted, 55 plus, affordable senior housing. On the left, affordable senior housing. Chairman Fairman asked workforce or affordable? Mr. Donohoe replied affordable. Eighty percent of ... Chair Fairman continued that requirement is for workforce, not for affordable. Mr. Donohoe said the ordinance says affordable senior housing at 80 percent of median income. Ms. Hebert clarified well, it actually says that the renter or purchaser of a unit needs to meet the income eligibility requirements, but the ordinance doesn't set a specific purchase price. Mr. Donohoe replied no, it just says 80 percent of median income. We asked New Hampshire Housing to tell us what the affordable purchase price would be. So, there's two sets of numbers here in the left chart. The top set doesn't consider the condo fee for living in this development. And you can see that for a one-person household, New Hampshire Housing indicates the affordable purchase price is \$168,500, and for a two-person household, they estimate it's an affordable purchase price of \$192,500 or an average of \$180,500. When you add in the condominium fee, which is estimated to be \$450.00 a month, that purchase power drops. And so, according to New Hampshire Housing, for a one-person household, that purchase price, when considering the condo fee as part of the 30 percent of income dedicated to housing, would be \$126,000. For a two-person household, it would be \$150,000, and so the average is \$138,000.

Now when you look at the revenue foregone by the developer for each of these unit types—we have six 6-7 different unit types here—three one-bedroom units style units, and four two-bedroom style—the foregone revenue would be \$427,000 for the smallest unit and \$1 million for the largest unit. Ms. Hebert asked did you look to see what other affordable, age-restricted units in Bedford might be selling for? Like the Riverwalk units? Mr. Donohoe replied no. I did not. But as you know, I'm happy to look at that stuff. So, I put together this little summary sheet. It looks at 47 market rate units and 15 affordable units. The revenue from the market units would be \$41.6 million. And the revenue from the 15 affordable units would be just over \$2 million. So, the total revenues would be \$43.6 million. After selling costs, you'd end up with about \$41.5 million. As we discussed, the development costs are about \$47.7 million. So, this scenario, with 15 affordable units, would result in an estimated loss of \$5.8 million or about 14 percent of revenue. Obviously, it drives the project into financial infeasibility. Nobody would invest \$47 million for the privilege of losing \$5.8 million. And so, I prepared that same spreadsheet for each potential level of affordable housing units. So, you see the top one here is the 47 market and 15 affordable. The bottom one is 62 market and zero affordable. And you can see in terms of the profit and loss, both the dollars and the percentage. As the number of affordable units goes down, obviously profitability goes up. The difference for each market rate unit that is added and each affordable units taken away is about \$700,000 that flows to the bottom line. Mr. Sullivan said so, just to be clear, you said every feasible combination,

but that's only at 62 units, none of these combinations decrease the number of units. Mr. Donohoe replied I didn't alter the number of units at all. Total number of units, no. That's not the proposal. That's a developer question. What I know is that we've we cut back from 65 to 62 because I had to rerun everything. And so that's the number that I worked with.

So, you can see here that there's a slight profit at six affordable units—\$600,000 on the investment of \$47.7 million. And at zero affordable units, it goes to a profit of \$4.9 million. That's about 9.3 percent. That's less than a typical developer would make on a development of this type. According to realtyrates.com, a little bit over 15 percent is typical. Somebody raised the question of property taxes. I put together this chart on property tax revenues. This is the total tax rate. In 2022, it was 17.6. In all market rate scenario, the total tax revenue would be just under \$1 million. In the scenario of 47 market rate and 15 affordable, the total tax revenue would be \$768,000. It's just under \$200,000 less for the affordable versus the all-market-rate scenario. Again, the requirement for 25 percent affordable units at 80 percent of area median, it just drives the project into infeasibility. I'd never recommend that this gentleman do this project at that level of affordability.

The foregone revenues—the average across all the units is about \$750,000 per unit—about \$11 million total for the 15 units that the Town ordinance requires. As I said, there's a slight profit at six affordable units. Even on the smallest unit, the foregone revenue in an affordable scenario is \$425,000 a unit. And we discussed the property tax revenue impacts about \$200,000 a unit. That's my whole spiel. Any questions?

Mr. Sullivan said from the report you say a loss of \$5.8 million in an investment of more than \$47 million makes the project financially untenable. So, I have two parts. One, would the hotel have been financially untenable, and two, if this is financially untenable based upon Town regulations and zoning requirements, why even bother coming here tonight? Mr. Donohoe replied I was asked to be here. Mr. Sullivan said it was rhetorical Board to the developer and you're the line of fire at this point. Mr. Donohoe I certainly understand. I understand the question. I heard the question earlier, why senior, 55-plus housing? I'm a selectman in Hopkinton, OK? So, I understand some of this stuff. From the perspective of fiscal impact, little to no school aged children. Right. It's a much more positive fiscal impact for the Town without school aged children. That's not a surprise to anybody here. Mr. Sullivan commented a hotel has zero school age children. Mr. Donohoe replied I agree. I didn't evaluate the hotel project; I wasn't involved at that time. I don't have an answer as to whether it was more or less, bigger or smaller loss. I don't know a way to evaluate that.

Mr. Nichols said so, I forget the exact number, but the assumption for dollars per square foot for the construction cost. What I would be really interested in is, in order to make the affordable housing viable, what does the cost per square foot need to fall to? And what does that change? Can you not build a building? Or can you not put granite counters in? Right? That's kind of where I'm at. And all I'm asking for is the number, right? So, I think the assumption was \$728, right? Mr. Donohoe replied so, if you think about it from a practical perspective, right, if the average subsidy or the average foregone revenue is \$750,000 per unit, then each unit would have to contribute \$250,000 more per unit to cover that foregone revenue. Mr. Nichols said, or does it cost that much less? Mr. Donohoe continued well, and so I think you referenced the need for covered parking space if you were paying \$884,000 a unit. In reality, the largest units are a million, \$1.39. Mr. Nichols said to me, if you come to me and say, hey, we can eliminate covered parking and give you 25 percent affordable, I'd love to have that in front of us. Mr. Donohoe replied I understand the discussion. I don't have an answer in terms of the number. You can eliminate granite countertops to reduce the cost. Then you can't sell them for \$900 a square foot. And so that's the

issue. I mean, they're trying to create a luxury product to generate tax base, to generate cash flow, and you can't do that. And you know, some communities allow you to build affordable housing to a different standard—carpets instead of hardwood, less expensive cabinets, no crown molding. Whether that's the case here or not, we didn't propose that. I didn't assume a different construction cost for the affordable units than the market units. It's certainly possible. But there's not that big of a savings. You might save 5 to 10 percent on the construction cost of a unit. It would be hard for us to save much more than that by changing the finishes. Other questions? Chair Fairman asked are there any comments or questions from the Board?

Mr. Clough said I think this whole discussion kind of blows the argument out of the water that we need more housing in New Hampshire. I mean, we're trying to put in luxury condos when everyone else is screaming, we need more housing, more housing, more housing. I'm just making a comment, I don't know. You know what I mean? Ms. Hebert asked is there a project in the region that's comparable to this in terms of price point? Mr. Donohoe asked in New Hampshire? Ms. Hebert replied in the region. I'm just curious. Mr. Donohoe replied I don't recall if the Wall Street Tower is condos. It's much older, of course. It was built in the 80's. I can certainly look for other projects that have been built. Part of the issue here is you need to try to get density to recover that land value, and the land value is almost \$60,000 a unit. That's part of the problem. I understand the discussion of we need more housing. This site probably isn't cost effective for affordable housing. Now, do we have other areas of the community where maybe we have infrastructure and maybe we have less traffic issues, less commercial, it's less of a mixed-use development and more of a standalone residential project? We may. I haven't looked very closely at it yet, but I will. I'm a member of the team for your Housing Opportunity Study with Mark Fougere. It's partly the issue of we're looking at a high-end luxury product and that's so that people here in Town can sell their single-family homes and move to a condo and walk to restaurants and Trader Joe's and Whole Foods and whatever else. But every Town would love to have more affordable housing. The question is how do you pay for it? Should the other market rate buyers in this development contribute \$250,000 to make the affordable housing viable? And can, instead of that \$1.15 million unit, can we sell that for \$1.4--\$1,200 a square foot? I mean the \$900 a square foot is the number that hasn't necessarily been tested here in Town. So, \$1,200 a square foot could be too far.

Chair Fairman said I do think that we do need housing at all levels, certainly a heavy need on workforce housing in all our communities. But we also do need senior level housing. I'm not sure we need senior level housing that costs what this does, but they feel they can fill it up. That's not my problem or our problem or issue, whether their market analysis is correct. I trust they've looked at other similar facilities that we have in Town to see if they're full. I'm not sure they are. But again, it's not this Board's prerogative to worry about. I do recognize that the site cost at this location is extreme. It's over the top because of purchase price, demolition costs, and everything that is going into that site, and that's major part of what's causing the retail finding tenants a problem because the rent cost is going to be higher in the retail. As well as why they have problems with filling the office space. Certainly, the hotel was never viable after COVID. We don't need a hotel here. Within a mile you've got four hotels, so I never thought that was viable. I am a strong proponent of having workforce housing as part of it. But I understand your numbers, Sir. Thank you very much. Mr. Donohue said thank you. Chair Fairman asked are there any other questions for the data analysis?

Ms. Johnson said I just want to comment; according to the report, it says it includes direct construction costs of an average of almost \$600,000 per unit and I'm not sure what the current numbers are, but I think last year New Hampshire Housing had cost caps for their low-income housing tax credit of \$330. So, this is like considerably more than that. Mr. Donohoe replied this isn't a tax... Ms. Johnson said I

understand. I just want to give some context on to like where if you are building affordable, that's kind of the price point that you're starting at or trying to reach for, I guess, at this point with construction cost being what they are. So, I think just like knowing that that's the gap kind of between where affordable versus what this is being proposed at, like, it's a considerable gap. And I know nothing is cheap anymore, but I just wanted to put that out there so that you guys have that information. Mr. Donohoe said and the interesting point about this is the soft cost, the land and the site prep and all that, is \$164,000 a unit. New Hampshire Housing says we can get \$138,000 a unit. So, we can't even do the site for that cost per unit. Ms. Johnson said right, more informational, but the construction costs in general, I think, are hard to get to that \$330 anyways nowadays, even for somebody who is just trying to reach that in an affordable land of everything.

Mr. Greazzo asked when was the last time that number was looked at given the current state of our economy, with the inflation? Ms. Johnson replied it's looked at every year. I don't actually agree with the cost gaps, but they exist, and somebody looks at them. So, I think every year they get reevaluated. So, I think that \$330 number is what was last year's number. So, I think it has been updated but it does get looked at every year. Mr. Greazzo said it sounds like given construction costs and site requirement and all those things, it just doesn't seem realistic that number is attainable, as you said. Mr. Nichols said I think it's hard to know when you're building a luxury style. Mr. Greazzo said that's true too.

Chair Fairman said Becky, before I was on the Board, The Chandler was approved and not having workforce housing. Ms. Hebert replied that's true. Chair Fairman continued can you remember the rationale for why the Board approved that? Ms. Hebert replied sure. That project, I believe, had 133 units and a percentage of the units were two-bedroom. Another, I'm going to say half, another percentage of the units were one-bedroom and then that building also included smaller studio units. And so, the rationale was that the smaller studio units would be filling a need in Bedford's housing market that didn't currently exist. They were not age restricted or income restricted, but they were smaller units. So, the idea was that they might rent for less than the two-bedroom units. Up until that point, most of the apartments in Bedford were two- to three-bedrooms. Chair Fairman said I got involved in the later changes, but by then that waiver had already been granted. So, there is precedence in this zone for waiving the waiver on workforce housing. Ms. Hebert replied right.

Mr. Burns said just following up on your point, and I know, Mr. Sullivan, your comment about what the cost for hotel was and I think as Charlie's noting, there's been no market for it. I mean the developer has looked over and over again to try to find a hotel for it and the market is just not supporting a hotel construction for the site which is why they've looked at this as a potential option. And this applicant has spoken to the developer for the site about doing something like this. I think if there's an expectation that a hotel is going to come in, it's just not viable. It's unfortunate it was part of the original plan, but the economy and the market kind of changed. Mr. Sullivan replied that's fair. And there's a hotel potentially going in down the street. It's been delayed several years at this point, but I think we finally reached approval. The issue that I have is, as you talked about the change in market conditions, this project has had stops and starts since the beginning of different proposals, different things that are outside of zoning requirements. And I'm going to quote a previous Board member's statement of, 'it feels like a bait and switch,' and I know that's not the case. But all these iterations where there's these extensive waivers required, it does start to feel like the developer may not be considering all options and they're trying to go for either the path of least resistance to profit or just not considering other alternatives. Mr. Burns said I understand that. Again, I think that the waiver requests come in, speaking from it's a design standpoint. This site, and it's one of the reasons that the hotel was always a challenge, was it's the footprint, the site, it was not ideal for a lot of change for what their what their branding was calling for in

terms of footprint and layout. The layout was done with the hotel in mind at the time with the chain in mind, and when it fell through, they just couldn't find another one that went there. So, putting a building on it that kind of fits within the perimeter of the site, it's going to need that relief from setbacks. In the case of this, this is a use that ties in as a mixed-use component by bringing a residential component that has an age restriction on it that's not general apartments, because the Board didn't have a flavor for putting apartments back in the development. We heard that often with it. And so, that's where that relief now needs to come in for it. And again, covered parking—we're trying to fit as much as we can. But I understand the Board's concern. I know there's been a long history with the site. I've been involved since 2019 working on it.

Chair Fairman said I'd like to comment on what Matt said. I take offense to the term bait and switch. The last eight years have had, since the since Encore bought this piece of property, and major changes in our economy. We had COVID changes, which changed a lot of things long term. Travel, for instance—business travel—the whole retail world has changed in those eight years since they bought this property. I think Encore has continuously been upfront with us and clear with us for why they made their changes. There has never been a bait or switch involved in this. They've told us why they had to make the change, what business climate changed it, and it's all been very clear as to why the change has been made. So, any implication by this Board that says that this developer has not been upfront with us, I take offense to. I think they've been great to work with and continue to be. Thank you. Mr. Burns said thank you. I will say too relative to I know there's some hand wringing or kind of head scratching at the price points for these units and certainly they're expensive units. And speaking personally, I live in Salem, and I've lived down there for over 45 years, and we're seeing our Town, with the Tuscan Village development going in, they're selling units in there for \$1,000,000—residential units. They're renting units, apartment units, and their rents, some of them are paying up to \$7,000, \$8,000 a month for rentals and they're getting it. To me, it's a different lifestyle, I guess. But the opportunity to live in a mixed-use development and have that proximity to restaurants, to retail, there is a real draw to that, and people want that. They're not just seeing young professionals moving into it, they're marketing it. They've got units in there and they're marketing for 55 and older and they're getting it. People are moving into that and they're filling the development. They're going back in. And again, it's not Bedford, it's Salem, I know. They're going back for another 600 units now to the Town. They started out with 750. They're asking for over 2,000 residential because they're filling them. Chair Fairman said and Merrimack still went up with apartments at all ridiculous prices. Mr. Burns said so, I mean there is a demand and like you said, if the applicant feels they can fill it.

Vice Chair Newberry said yes, a major waiver here is residence in the PZ. When I look at the footprint on the size of the parcel and I look at the mass of the building, and I look at the economics we've just heard and the impact on the rest of the developments—which is not clear to me whether it's neutral, positive or negative—proximity to the highway, you look at all those things: that doesn't add up to me as luxury location. And I question whether this is the right development at this time and/or location. And I think that when you come in for waivers, you're going to have a pretty high bar, at least in my view, that you're going to have to set and meet to convince me that this is the right development at this place at this time. Mr. Burns said I think that I'm speaking for the team. That's the goal of these conceptual hearings, and that's the goal of this hearing, is to try to get an idea from the Board if whether they think a proposal like this, with the waivers that required is something that the Board... if a full design is done before we're engaged to do a full site plan design, building design, all of the studies that go with this. Is this something that the Board is going to be willing to consider or is this something that, knowing that there's waivers involved, is the Board going to say don't waste your time on it. Chair Fairman said the two waivers, of course, one is the affordable housing, workforce housing. And you've talked a lot about the data relative

to that. I think that we all understand the data. Whether or not we want to grant the waiver based on the data is something we'll look at later on. We haven't discussed the rationale at all for why the housing in this location—that major waiver, which is the one that we turned down the housing before on. And none of the needs of having this have you talked about that?

Mr. Eldon Munson presents: Mr. Chairman, Eldon Munson, the developer of this parcel. I'd be happy to address that very briefly. Starting a little bit back with the historical perspective here, as you know, I've been before this Board to promote senior living overall. And the first project that we did is Bowman Place at Old Bedford on Old Bedford Road. And just this week we achieved full capacity of that building. The demand for high-quality senior living is very high in this State, especially in Bedford and especially in our community, right now. So, we did a market study to see what would be the next step for senior care, and it pointed to active adult. We then looked at where that could best be done and the cost of this site appears, through the research that we've done—and this is a third-party research group—pointed to a highly urban setting like Market & Main. So, even though there are restrictions to the site, restrictions to the numbers that we could use which then put us in a disadvantage to go for affordable housing, we believe this site is entirely viable. Our market research indicates that. In fact, I had the researcher here in Town more recently, and he's not here, but I do have his original work, said that despite the fact this looks like a unique situation in Bedford, this situation is very attractive to a certain element of people. And as you recall, historically we came in as an affiliate of Bowman Place, as a nonprofit. And we were advised to go for a tax status which changed the whole dynamic of the legal structure and the tax structure, but it doesn't change the demand for a community like this. So, I would ask you to consider that we have approached each of the suggestions made by the Board in terms of the building itself, in terms of parking and covered parking, in terms of being able to enumerate amenities which we didn't talk a lot about tonight. But we've worked on this model with you based on your suggestions and with help from the Planning team to try to come up with something that may not be a perfect fit for this site, but this is a site that can be successful, and we've stuck with it. To pick up on what Tom was saying, what we'd really like tonight is a sense of do you, as individuals, have reservations that would prevent us from coming to a successful site review? Should we stop now and walk away? Or should we invest more money in the preparation that takes for site review? And I would ask you for the best estimate that you can give us either person by person or as a group, but we really need to know. If you already know it's a no and nothing can change your mind, please tell us. If you're open minded, please let us know. But there's a lot at risk for us here if I go back to the team and say we're going to move forward and it's going to cost a lot more money. So, by that and also the human effort that goes into this in the hopes that we have and being able to go back to the original developer and say we still have a viable project because they're waiting for us. I'd like a sense from the Board, please.

Mr. Nelson said I understand what you would like, which is for us to pre vote and to do it. That's not going to happen. I don't think that's probably appropriate. I think we've provided feedback, fairly clear feedback that there's a very narrow road and path to be followed here which is waiver after waiver after waiver. It's not to say you can't do that. I think we've provided feedback. I don't know, Becky. It doesn't seem appropriate to me to pre vote or to have individuals all give what their sense of it is without a further or deeper understanding of the ask. That's just my sense. Ms. Hebert replied no, I think the waiver for the age restricted housing use is more broad. I think I get the feeling that you would really like some feedback on the affordability component because that seems to be a make-or-break issue for this project in terms of viability. Looking at that as one component of the waiver, if the Board is comfortable giving feedback on that, if it's something that they're open minded about or if it's something that is a deal breaker, comfortable saying so, it would help the applicant understand where the Board's position is today. Concept reviews are non-binding. The Board can change their mind and that's their purview. This is a

non-binding discussion with the applicant on information that's presented, and it's non-binding in both ways. Chair Fairman said you've heard several of the Board members, I think, tonight. Speaking for myself, I think that I am kind of inclined to approve housing in this location. I voted for the apartments the last time, however so, that's on the record. I think that housing as part of the Market & Main development is appropriate. It's needed and I think it would make it a more viable overall project development. So, having said that, I do think you've got a high bar to climb for a lot of the Board on the waiver for housing in this area. I think that relative to the other waivers that covered housing, you might want to look at extending that covered parking further up that line to put a few more to get up to requirements and not have that waiver. I understand the shared parking thing, but that doesn't fly. People aren't going to use Trader Joe's as covered parking, and I think covered parking for that cost of almost \$1,000,000 for a condo would be pretty important to somebody. So, I think on that side you ought to look at it. The second waiver, the affordable housing, you've covered pretty well. So, the biggest one that hasn't been talked about, the elephant in the room right along has been this housing in the performance zone. But we have approved housing in the performance zone. We've approved some recently in the last couple of years. So, I don't think it's definitely a no, but you've heard some members of Board talk about how steep a hill it is to climb their approval. Other members, please speak up if you'd like.

Mr. Nichols said I'll give some comments. I think I agree with you, and I appreciate the amount of kind of give and take that you've had with us. And you've shown a lot of creativity in a lot of different areas. I think the height of the building and the new roof deck, that's a great example. I think that probably is a better product for you and it works better, it's less waivers you need to get. The sticking point for me is the affordable—that's a state regulation that's there, right. And the burden is on your team to prove to us why you need a waiver there. That's the toughest one for me. And so far, I haven't seen the case be made personally. And I would appreciate, I'll just add, that the creativity we've seen in some other areas of the project, frankly, I think your team, there's creative solutions out there. And maybe it still doesn't work, but I guess I haven't seen really that creativity get thrown at that problem, maybe because it is such a big whack at the pro forma, right? Mr. Munson said thank you.

Mr. Sullivan said to echo Matt's comments, the idea of residents within the projects, not necessarily opposed to, but the big thing is about affordability. Somebody mentioned that New Hampshire needs more housing, which is a fact, but then the caveat or that's point 1a is New Hampshire needs more affordable housing and to be at an \$800, almost \$900 square foot price point, that is the antithesis to affordability right now. You could go on and look at 3,000 – 4,000 square foot houses available in Town right now and they are under \$600 a square foot and you have covered parking with all of them. So, talking to your economic advisor, the fact that anything but the 62 unit wasn't even considered. There's more opportunity to fine tune the feasibility of this project. Maybe reducing the units, you'd start finding that there is no feasibility to this project that includes workforce housing, which is something that would be a deal breaker for me.

Mr. Greazzo said I think that there's a different application there that's not necessarily workforce housing in a retirement community. I think it goes to the affordability, right. So, I think that's the difference there between workforce housing and affordable housing. You're not looking for workforce housing because you're creating a different product. You're catering to a retired group of individuals. I'd be hard pressed to hold you to a different standard than the apartment complex. I know the folks in Town aren't real fans of apartment complexes, but an apartment complex was approved, and Miss Hebert just said that they didn't have that same standard. I'd be hard pressed to apply it to you. I would have voted against the apartments. You've come a long way in your application since you first came here. You've gone from nonprofit to profit. You've gone from too high to now you fit. I mean, you're close. The three that I see are

the use, the parking, and the setback. And you've made great strides on all of those. The use, I don't see how anybody could tell you can't use it because there's an apartment right on the other side of the complex. That's a hard one to say that you can't do it when it's already done. I wouldn't have put it there, but it's there. You obviously are trying to build a different product. You're not trying to put a trailer park. You're trying to put a high-end facility and that's your property and you build it however you want to build it. If people want to buy it, that's their choice. The covered parking for me, personally, I would park under Trader Joe's and walk to the apartment if it meant cleaning off my car or having to dig myself out. It's not that far of a walk, but that's an issue I think you could probably overcome with some networking with the rest of the parking spaces that are adjoining your parking lot you might be able to cover. I don't know. I think you've come a long way since your initial application, and I think you're close and you're on track. Not that there's a huge outpouring of support, but there's also not a huge crush of opposition. The fact that it's a condo, and it's got ownership is a huge step for folks in this community. They're not looking for a transient population that's going to come and leave. They want people to stay, and they want them to be invested in the community so that their contributors, they're involved, they're here. And I think that's what you're trying to create. So those are my thoughts, I think that you're close. I think you're almost there. I don't know that you'll get across the finish line, and I wouldn't try to lead you down the primrose path that you can get there. I don't want you to spend money that you might not ever recover, but as an investment, I don't know anybody that's beating down the doors of Bedford to spend \$50 million to build something. That's another factor that I have to consider. How many projects are going to be built around here to that scale other than what's already taken place at Market & Main? The tax base—that that goes a long way. I mean, there's a lot of factors that do weigh in your favor. And there's also those that don't. So that's something that you're going to have to consider. You're going to have to sit down and take a long hard look at. But in my opinion, for me, I'm generally not in favor of these things. As I said, I wouldn't have voted for the apartment complex, but how could I tell you no if they have already gotten one? So, it's harder for me to say that I wouldn't support it, but at this point, obviously, I can't tell you yes or no because I don't see a plan in front of me. This is just the discussion and that's what I'm looking at. Mr. Munson said well, thank you. Chair Fairman said thank you, Phil. Would anyone else like to speak up?

Ms. Johnson said I think, for me, the biggest part is the affordability. I haven't seen you put forth any alternative options for financing. It's all been what can be covered. I'm not sure I really, again, I feel like I don't know if there's a market for \$850,000 but that's not for me to say. And usually when I see housing in a mixed-use community, I want those people to also be able to work in that community. I don't know if it's not the market, like a 55 plus, I don't think that's the market that you're looking for. But I think the project as a whole is viable. I just don't know if I would be able to get over the affordable—not having affordable—but I think there's creative solutions to that. Again, I think there's creative solutions that haven't been thought of yet. Mr. Munson said well, thank you for that. Chair Fairman said if the Board doesn't have anything further, I'll ask the public. Is there anybody here from the public that wants to speak to this? We have received several emails from the public, both pro and con. So, I just want to mention those. I'm not going to read them, but they are included in the minutes of the meeting. Yes, Sir. Please give your name and so on.

PUBLIC TESTIMONY

Mr. Paul Harrington: My name is Paul Harrington, and I am the director of business development with Sullivan Construction. I've been up here before talking on behalf of Elden. I've been working with Elden with the Bowman Place and also now with Bowman Garden. And I have to say as chairman of Bowman Place, we're very proud that we are finishing. That was a big project. It was approved by the Planning Board, and I appreciate that. And as Eldon said, we just got our last resident Friday. We are completely

filled. We are doing very well. We're at that stabilization, which is, if you remember, we started in 2019, February. That was COVID. We had construction guys with masks on and everything else and we got through that. And we've got a good waiting list. So, that just tells you that there are situations where people, if the product is there, they're going to come. And I think Eldon and the team have worked very hard putting this together with you. I appreciate the comments that you made. I think there is a need for something like Eldon is trying to put in in Bedford. I've lived in Bedford for 26 years. I've got three adult children that live there with their grandchildren, my grandchildren, and all I hear is, what are they going to do with J building? What are they going to do with J Lot? It's a sand pit. And quite honestly, I don't know what you're going to get there except for weeds and probably soil because no one in their right mind 1.3 acres would probably put something up like that. And if it is, it's going to be a long time. What I'm excited about is that Encore is starting to develop. If you know Sullivan Construction is doing the property there, it's looking like something that you want to—it's inviting. I think our project—I don't know if Steve showed the real good rendering of the building—but it's got a lot of appeal. I think the people I meet in Bedford say when are you going to put that building up? And I said we're working with the Planning Board. That's their indication. I do have people that are living in Bedford, in fact, at Bowman Place, most of the people in Bowman Place are Bedford people. And so, we brought that in, and I said, well, once we get the approval, we'll be able to put this product up. And I said we're working very hard to do that. I think the building that Eldon's trying to put up is appealing. I call it a diamond in the rough. I look at a piece of sand, weeds there for I don't know how long, 5-6 years. We're trying to put a product up that's going to be very appealing to Bedford people, to the outsiders outside of Bedford, and I think it could do a value that would look very neat and very appealing to the to the community instead of what's up there right now.

I went out there. I've been going out there and I take a look at—when it's not raining, when it's nice out—and what I'm trying to say is one way or the other, I go down there, and I see it. Sunday, I go down for a ride and I see Toast and I see these young families with their children. They're outside playing, waiting to get to go to breakfast. And that's what I think that Encore is looking for is to get that energy. We're not Salem and we're not going to build something like what they're building there, the Tuscan village. In fact, Becky said why don't you and Eldon go down and take a look at it? And we did. But it's a different complex. It's huge, and God bless the guy, he's doing a great job. This is a nice little unit here that I think the people will enjoy. I do have a couple people in Bedford that they're saying the same thing. They want to sell their big house. They want to have something like this. Now most of you people would like 5 acres, 10 acres, whatever. But there are people there that are saying, you know, I've had the five acres. I've had the mowing of the lawns. I want something like what's happening at Market & Main. And right now, I think the price that we have, I think that Elden has, I think we could take care of that with the market study that Eldon is going to do and so forth. I'm a little nervous but I think if you put everything together and see what's happening and we put that building up, I think that it will make you look—right now with Bowman Place, I don't think you've got any complaints of anybody in Bedford saying oh what a place.

And now, speaking about money, I mean Jack Carnevale of the BVI, he's putting up a project as you guys know, right next to us, our building. And he's already got two sold and you know what the prices are for just the land. Forget putting the building up. So, there are people out there that want to be in an area like Bedford. And so, I think we do have a product. Do we have challenges? Yes. We're trying to meet them. We're not a fly-by-night person. We're here in Manchester. Eldon's here with Bowman Place, so I just hope that we can just come together and find out and put a product up that you people would be very proud of. Chairman Fairman said thank you, Sir. Is there anything else from the public and the Board? Hopefully you've got enough feedback from us. Mr. Burns said we appreciate it very much. Thank you. Chair Fairman said thank you.

2. **Steel Family Legacy Trust (Owner) and Group 1 Automotive, Inc. (Applicant)** – Request for review of a conceptual plan for an automobile dealership with associated parking and automotive service facilities, located at 5A East Point Drive, Lot 36-98-42, Zoned PZ.

Mr. Sullivan said before we begin, I've been waffling on this decision and the fact that I can't come to a conclusion leads me to believe that I need to recuse myself from this applicant for a number of reasons. Thank you. Chair Fairman said thank you very much, Matt. Mr. Clough said Mr. Chairman, I also have to leave. I have another meeting. Chair Fairman said OK. Thank you. We won't be taking any votes on this. I don't think I need to appoint anybody to replace them. Gentlemen, the floor is yours.

Mr. Shane Oates of Independence Engineering presents: Good evening. My name is Shane Oates with Independence Engineering. I'm the New England manager for Independence Engineering out of Raynham, Massachusetts. I'm here representing Group 1 Automotive, and I have with me John Lukehart, who is also from Group 1 Automotive. He'll be able to answer any operational related questions that the Board might have.

In front of you is a rendering, a conceptual plan for 5A East Point Drive, which is basically a 14.8-acre property. We are located in the performance zone. We are proposing an automobile dealership with service facilities, associated utilities, grading, drainage. The building will be approximately 68,000 square feet with approximately 750 parking spaces for service, employees, for-sale autos, storage, that type of stuff. As part of the process, we will need to relocate a number of easements or abandon them. We will be working with NHDES on a few different permits, including a stormwater permit and DOT as well for our curb cuts off of East Point Drive. So basically, we're here tonight to kind of present this rendering to get an idea from the Board. The real reason or the most important thing we'd like to leave here this evening is we're going to be needing a use waiver for an automobile dealership in the performance zone. So, I'd just like to briefly go over the components of the purpose of the performance zoning ordinance.

- A) is to attract environmentally acceptable commercial, industrial, recreational, institutional, and residential uses to the district. We feel like this is a very good fit with the Route 3 corridor as a commercial use. We are three parcels south from the existing Land Rover dealership. Obviously there's a mini dealership further north along Route 3 as well.
- B) to encourage diversity in the community tax base through appropriate flexibility and land use and land use development. Obviously, a building of this magnitude will generate a significant tax base for the Town.
- C) to optimize financial return on public infrastructure investments and expenditures, including municipal sewer and water supply. Our intent right now, the utility services are private onsite septic and wells, and we will be proposing to tie into all those Town services.
- D) to minimize adverse traffic impacts on US Route 3, surrounding local streets and roadways. So, we will be required to complete a traffic study as part of this. It is at a signalized intersection with Route 3 and East Point Drive, which will be very helpful to us, but we plan on submitting that traffic report as soon as possible.
- E) to preserve valuable historical, cultural, and natural features within the district. So, the site is currently basically an office complex that was developed in the 1980s. So, it will be a

redevelopment project. We have a tremendous amount of landscaping already shown. Our intent is to follow every ordinance and regulation in the Town. And we understand that screening, landscaping, lighting and signage are important, and our intent is to follow all those regulations.

So, if anyone has any questions, I'm happy to answer. Ms. Malcolm asked do you have any wetlands here? Mr. Oates replied yeah, we do. To the northeast right here, and to the northwest are existing bordering vegetated wetlands and we are not disturbing those whatsoever. I also understood today, too, there will be a connection to the abutting parcel to the north, as part of those that apartment development that was approved. There's some sort of emergency access or shared drive which we're fine working with, obviously. Ms. Hebert explained the connection is to a commercial pad site along South River Road that has yet to have a use determined, but we typically like the abutting property owners to agree to convey easements if it makes sense to the abutting use. Mr. Oates replied sure. I mean, I'm sure my client would be fine doing that as long as it doesn't become like a drive through or thorough way to get to that intersection. I don't think that's a problem. Ms. Hebert said the Sebbins Brook Crossing Development is just to the north of this site and it's yet to be developed but has all of its planning approvals. Mr. Munson asked when was that approved, Becky? Ms. Hebert replied 2019. Mr. Munson said OK. Thanks.

Chair Fairman asked what is the size of the building? Is it a two-story? Mr. Oates replied yes, it's two stories. The maximum height will be 35 feet. I actually just got some elevations. If you don't mind, I'd like to just pop them up on the board quick. If there's any other questions, feel free to ask while I'm doing this. Mr. Nichols said Mr. Chairman, I just have a quick question on the number of parking spaces. Is there some unique use to all of that? Or something unique about this dealership that warrants that many? Mr. Lukehart replied it's Toyota. I'm sorry. I'm John Lukehart. I'm with Group 1. Thank you for your question. A Toyota dealership in normal times, as everyone's probably aware, there's been a supply chain issue, vehicle shortages. The 700 spaces is kind of split up, half would be daily or two-day visits for service and our employee parking—that would make up about 350 of the spaces and then about 350 of the spaces would be new and used inventory.

Mr. Oates said I just put up our proposed elevation view. I think the max, the building height, is just under 35 feet total. So basically, a two-story structure. Vice Chair Newberry asked is that the west elevation? Mr. Oates replied that is the south elevation, looking on into the site. Yeah, that's kind of the front, you can see. So, right here that color right there is the front and then these four service doors are right here to the west. That's on Route 3. If you're on East Point Drive, that's looking into the site. Vice Chair Newberry said so, a couple of comments: I had the same question about why you need that many spaces. When I first saw this sketch, I was wondering if it was an exercise in how many spaces you can fit in a given lot. You might want to consider moving the building toward South River Road a little bit so that you're presenting your building rather than a parking field to the street. I don't know if the configuration you have there would do that, or whether you could reconfigure it. I don't see how you're going to get tractor trailers in and out of there. I'd be interested when you come back, to see who's parking where in your 10,000 spaces and how they're going to be utilized. And some detail on what the actual flow through the... I see all kinds of Ins and Out arrows on the footprint there. I assume they're service doors. Mr. Oates said correct. Mr. Lukehart said yes, the employee parking and the daily customer service parking would start right here and go back and take all of this. So, this space and this space would be employees and daily service visitors. This would primarily be all used, preowned cars here, and this would be all of our new cars here if we kept the elevation facing East Point Drive. Vice Chair Newberry continued so, another comment would be that you might want to consider ways of screening or segregating the different uses rather than having what appears to be just one huge parking lot. So, your service vehicles, your employee vehicles may be in one area and not immediately obvious to the rest of the space. That might make the

whole area a little more appealing. Mr. Oates said yeah, we could probably accomplish that with some additional landscaping and more defined landscaping islands. I think the reason the building is shifted this far to the west as opposed to South River Road is that wetland. We're trying to have no wetland impacts, if possible, especially that wetland to the northwest. That's Stebbins Brook right there. We'd like to leave that alone. Chair Fairman said you could do that, though, if you turn the building 90 degrees, have that facing South River Road and move it front, so towards South River Road. You'd have a lot more of the parking to the rear of the building. I think it would be much more appealing. Mr. Oates said yes, we can take a look at that, of course.

Vice Chair Newberry said I think the staff memo made a note also of screening on the north line to the adjacent property. Mr. Oates replied yes, for the potential apartments. Vice Chair Newberry continued you want to look at how you can make sure there's screening there. If it's pulling the pavement away or doing something there. Mr. Oates said of course. Chair Fairman said obviously, with a car dealership there's a lot of hazardous waste, hazardous materials. I know there are a lot of requirements, but we'll be interested in seeing that you meet all the storage of both oil, grease, before it's used, and the waste as well becomes important. This is not a body shop, correct? There's no painting going on or that kind of stuff? Mr. Oates said no. Mr. Lukehart said we operate the Lexus dealership in Town as well, so we own 148 dealerships in the United States. Four here in New Hampshire and we're fully aware of the compliance and expect to follow every one of it to the letter. Chair Fairman said but we just need to hear that you are meeting them and if there's any questions, how and so on. Mr. Lukehart replied absolutely. Thank you, Sir.

Ms. Malcolm asked which one of these wetland areas is the Sebbins Brook? Or are they both? Mr. Oates replied right here, the northeast corner. So right where that cursor is. It comes right here and then it's channeled underground through a pipe and daylights to the south on the other side of East Point Drive again. Chair Fairman asked that pipe is already in place? Mr. Oates said yeah, it's an existing culvert. Ms. Malcolm asked and the other wetland area, what's the source of water for that? Mr. Oates replied so, that comes from the north as well. This is just a little finger. When I went out and looked at it looks like it's just based on the topography over the years. It kind of fills up probably during larger storm events like this year, all summer. Ms. Malcolm replied yes, thank you. Chair Fairman said I assume that as part of this, you would do a good inspection of that pipe to make sure that if it is going to have to be replaced, you'd do it now? Mr. Oates said sure. Yes, I met with Becky and the DPW director some time ago. We went through a laundry list of things that he'd be looking for us to do, and that was definitely at the top of it. Chair Fairman said thank you.

Mr. Nelson said Mr. Chairman, just a quick question, I guess for Becky. The auto dealerships that are in the performance zone now, those have waivers, or they were prior to that restriction, or what is the??? Ms. Hebert replied there's a mix. Some of the older dealerships, like the Lexus dealership, were approved when the use was a permitted use in the performance zone. The Jaguar dealership received a waiver. The Mini Cooper received a waiver to expand, and the electric car dealership that was recently approved also had a waiver. So it's a use that the Board wanted to monitor closely because the performance zone is really the economic engine for the Town of Bedford. And the Board, when they made the change to take the use out of the zoning as a permitted use, it was primarily to be encouraging the highest and best use of the land. Not all car dealerships, but some car dealerships have very small showrooms and mainly fields of parking for display of vehicles, and I think the Board, in the past, has been looking for substantial service and display building, sales building and that the site comply with all the design requirements for the performance zone so that it meets the visual criteria and aesthetic criteria for the zone. Mr. Nelson said thank you. Mr. Oates said yeah, I think we definitely feel that this is that type of project. Working on

other group-owned projects, they do it the right way. They don't hesitate on proper landscaping, lighting, signage. All their facilities are really nice.

Vice Chair Newberry said I would just suggest though that for your use waiver, when you look at the criteria be sure to build some substantial responses to the criteria to support granting a waiver. Mr. Oates replied OK. Vice Chair Newberry continued basically, it's up to you to come forth with why this is a good idea, to grant the waiver, and it really needs to have some substance to it. Mr. Oates said OK.

Mr. Greazzo asked are you selling any electric vehicles? Mr. Lukehart replied Toyota only offers one electric vehicle currently. It's a BZ4. They've chosen to go the path of alternative fuels, hybrid, a little bit more so than committing to fully electric at this point. They can pivot. We're just a franchisee, but currently on our showrooms, we just have the one. Mr. Greazzo continued I was asking because I made light earlier of the situation with charging electric vehicles, so I was just going to ask if you would have a charging station available. Mr. Lukehart replied off the record, they're kind of stacking up. I'm sorry for interrupting, Sir. Mr. Greazzo replied no, that's OK. I was just commenting that if you were going to sell them, I would like to see some charging stations, but it doesn't sound like you will be. Mr. Lukehart said it is a requirement of our OEM partner Toyota that there are a certain number of charging stations, level 2 charging stations, both in the shop and then in the parking lot for consumers. Mr. Oates said these are all proposed. They're hard to see the symbol here, but this front row is all electric vehicle charging. Same back here. Mr. Greazzo said so, you do plan to incorporate. Mr. Oates said yes, they do on this site. Mr. Greazzo said OK. Is that for your brand only or is that open to the public that they can pay to charge? Mr. Lukehart said they're universal and they can be used. Mr. Greazzo said OK. Thank you.

Vice Chair Newberry asked is the intent for those to be accessible 24 hours a day? Mr. Lukehart replied the lot will be accessible to the charging stations 24 hours. Vice Chair Newberry said so, you'll have some kind of gating in the rest of your space? Ms. Johnson said I have a question or a comment, I guess. Just with all of the vehicles moving around, it seems like there's an awful lot of intersections on the parking plan. I don't know—I like that there's a lot of landscaping involved. I think that's important, but I don't know if there's a way to simplify what you've got going on so there's less intersections. Mr. Oates said sure, yeah, we can look at that. Ms. Johnson said I mean, just a general comment. I don't think I would hold you to anything. Mr. Oates continued yeah, you can elongate some of the rows, probably, and just add landscaping in the middle. Ms. Johnson said yeah, you guys can make some your own decisions, but it just seems like a lot of potential for cars to hit each other. Mr. Oates said sure. Although part of what we have to consider is that while our parking space is really inventory storage, it's not like the public's driving around in there. Its people that work at the dealership. Mr. Lukehart said, and we do need to have the ability to bring the haulers in, turn around and come out so that they can unload on property. Mr. Swiniarski asked what's that path for the haulers right now? I'm just trying to envision it. Mr. Oates replied so right now, it's basically utilizing, well they could utilize either entrance, come straight in. This is a rather smooth radii to come around and then back out just to the west of the building. But we can have a plan that defines that path as well, with some turning radii on. Mr. Swiniarski said OK. I think there probably would be a concern that it's not happening on East Point Drive that happens at car dealerships a lot. Mr. Oates said of course, right. Chair Fairman added but that's the state road. Mr. Lukehart said Mr. Chairman, our neighbors would be the State Police, so I think we'd be fairly inclined to follow the rules. Chair Fairman asked does anybody else have questions? Comments?

Mr. Oates said sorry to interrupt. I've had a couple of discussions with Becky. So, we're in a little bit of a unique situation here with the property owner. There was a significant deposit made a while ago and basically, this parcel has to be closed on tomorrow for a significant amount of money. Very significant. So,

Becky suggested that I kind of ask what the previous applicant asked if we could take like an informal straw poll on that use waiver because Group 1 has to make a decision tomorrow morning. Are we wiring them this large sum of money and we're all in? We're hoping that the Town thinks we would fit into the community into this corridor. Or if there's any hesitation on the Board, let us know and then we'll report back to those guys.

Mr. Nelson said just a quick question for Becky. Are there any significant number of waivers on this project that we know of right up front? I mean that, to me, is what kind of drives some of the potential concern. Ms. Hebert said I heard from the applicant that there would really be no other waivers they would work to comply with... Mr. Nelson added other than the use waiver, obviously. Mr. Oates said that is the only waiver. The design will accommodate every ordinance and regulation. We're going to make sure of that so that we're only asking for that waiver. Mr. Nelson said that seems significantly less of a hurdle than other things, projects. Chair Fairman said I think that we've recently had use waivers for automobile dealerships in the neighborhood, so to speak. So, I personally don't see a problem with it. It is one of the best lots of its size left in Bedford. It's a nice, flat lot which might be used for something else to bring in additional revenue for the Town. But it hasn't sold right now for some time. I don't see a problem. Anybody else have any comments? Ms. Malcolm said I'm in favor of it. Mr. Oates said thank you. Mr. Lukehart said thank you very much. Any questions about the facility? Mr. Greazzo asked how soon can you have it? Mr. Lukehart replied very quickly. Ms. Malcolm asked, you'll sell hybrid vehicles there, right? Mr. Lukehart replied yes, ma'am. We plan on relocating from Manchester. Mr. Greazzo replied even better. Chair Fairman asked what's the dealership? Toyota of Manchester. We're in the auto circle. Mr. Nichols asked will it become Toyota of Bedford? Mr. Lukehart replied that's between... I'll vote for it. That will be with Toyota and Group 1, but obviously it doesn't make sense to call it Toyota of Manchester and Bedford. Ms. Malcolm said and East Point Drive, that goes right across to get onto the highway, is that right? Mr. Oates replied no, there's no public access. It's just the on ramp for the State Police and the DOT. It's closed to the public there.

Vice Chair Newberry said so, you show a green field there on the west side up to the building. Mr. Oates replied sure. I think that's just a concrete pad, basically. So as you're loading cars for service, it's just concrete. Vice Chair Newberry continued as opposed to asphalt for the rest of the... Mr. Oates said right, correct. Chair Fairman said so the entrance to the highway is the other side of South River Road. Ms. Malcolm said yes, that's what I thought. I just didn't ask it properly. Mr. Oates said yeah, that's the intersection to the airport. Ms. Malcolm said yes, yes. Mr. Oates said now I get what you meant.

Ms. Hebert asked does the Board have any comments on the architecture? Ms. Malcolm asked solar panels on the roof? Mr. Oates replied we have solar panels installed on many of our projects. I can't speak to this one, but it would most likely be so. Ms. Malcolm replied sounds like a good idea. Mr. Nelson said I'm assuming that follows some company standards. Ms. Johnson said it looks very much like a lot of other Toyota dealerships. Mr. Oates said if they've reimaged their facility in the last three years, it's identical. And that's one of the reasons we need to move. Our facility in Manchester is dated and it needs to be updated. Vice Chair Newberry said I don't have a problem with that architecture at that location. If you're at another location, then we might need to talk about it some more. Mr. Swiniarski asked you don't think that's good at Marketing & Main? Ms. Hebert asked will the glazing continue along the east facing façade because the building's going to be very visible, especially with the large field of parking. Mr. Oates replied you can see this is the east, north and west elevations. There's the South elevation we just saw. So, this is west looking at Route 3 north, looking from the abutting undeveloped property and east elevation. This is looking from Route 3. That's looking from Everett. Ms. Malcolm asked at South River Road? Mr. Oates replied yes. Mr. Greazzo asked but you have a lot of screening according to this. Mr. Oates replied oh

yeah. Basically this landscape buffer strip that's out front goes from 20 feet up to almost 100 feet. So, even if we use some of this for some low impact development type drainage stuff, it's going to be heavily screened, similar to—I was over at the Land Rover dealership looking at some of their stuff and I went through a couple of industrial parks where they've really integrated landscaping with drainage. It looks pretty nice. Chair Fairman said I do think it would look better rotated so that on South River Road, you're looking at you're building. Mr. Oates replied yeah, we can absolutely look at that. Yeah, we'll talk with the chat with the architects tomorrow. Ms. Malcolm said I agree with that. [crosstalk] Mr. Swiniarski said the front of the building is much better looking than the side of the building. Chair Fairman said and South River Road is when you really get a good look at the building from. Vice Chair Newberry added if you don't rotate it, you're going to want to do something with that west elevation, I think. Just to make it look a little less generic industrial. Mr. Swiniarski said it would look a little less like the Market & Main hotel that we saw. Mr. Oates said yeah, we'll keep that in mind if we're not able to rotate it, but that'll be our first task tomorrow is to rotate that. Vice Chair Newberry said I think if you could cut down that parking field to the east there and fill it in with some of the building, it might be desirable. Mr. Oates said ideally in the front you just need those two aisles of parking that's shown right now along East Point Drive. So yeah, you'll be able to cut down 20, 50 or 60 feet anyways. There were no further questions. Chairman Fairman said thank you very much, gentlemen. Mr. Oates asked is there any hesitation on the use waiver from anyone that didn't speak up? Chair Fairman said I didn't hear any, Sir. Mr. Greazzo said it sounds like a safe bet. Mr. Lukehart said we just want to be thorough. Mr. Oates said thank you, everyone. Ms. Malcolm said send the money in. Thank you.

V. Approval of Minutes of Previous Meetings (June 26, 2023 meeting)

Any comments, questions, corrections. There were none.

MOTION: Ms. Malcolm moves the Planning Board approve the meeting minutes for June 26, 2023 as written. Vice Chair Newberry seconded the motion. Vote taken – all in favor. Mr. Nichols and Mr. Swiniarski abstained from the vote. Motion carried.

VII. Communications to the Board: Ms. Hebert said I'll just make the announcement that your next Planning Board meeting is going to be on August 14th. Mr. Swiniarski asked Becky, is there any chance you can send out calendar invites with those notices? I'm going to use that as my excuse for missing the last one. Ms. Hebert replied I can see about doing that. Mr. Swiniarski said I think Jillian used to do that. Ms. Hebert asked a calendar invite? OK. Mr. Swiniarski replied if you can. I'm going to do my part to try, when I see the e-mail, put it on my calendar. But if it comes as an invite and I can just click yes, it's easy.

Chair Fairman said I have one communication. I haven't talked to Becky about this, but as you all know the staff is short. Becky is doing work with three people at this point. I think there's probably things that some of us might be able to help her with. So if you have some time, would you contact Becky and ask if there's something you can do to help? Because there might be things that some of us could do.

Ms. Hebert replied thanks, Charlie. We have posted Jillian's position, and I'm hoping to get applicants soon. But there are a tremendous amount of planning positions open in New Hampshire right now and there is a shortage of planners. Mr. Swiniarski said we hired a planner who is also an attorney at my office. But then I asked her, and she told me the same thing. But I always keep it in mind if I run into anybody disgruntled in my travels. As I imagine working with you guys is good compared to some of the other towns I go to, for sure. Ms. Hebert said please send the planners our way. Mr. Swiniarski said yes, we'll do. It's always in the back of my mind. Ms. Hebert said good. Thank you.

VIII. Reports of Committees: None

IX. Adjournment:

MOTION by Ms. Malcolm to adjourn at 10:11 pm. Vice Chair Newberry duly seconded the motion. Vote taken – all in favor. Motion carried.

The next meeting of the Planning Board is scheduled for August 14, 2023.

Respectfully submitted by
Sue Forcier