

TOWN OF BEDFORD
November 18, 2019
PLANNING BOARD
MINUTES

A meeting of the Bedford Planning Board was held on Monday, November 18, 2019 at the Bedford Meeting Room, 10 Meetinghouse Road, Bedford, NH. Present were: Jon Levenstein (Chairman), Harold Newberry (Vice Chairman), Karen McGinley (Secretary), Chris Bandazian (Town Council), Jeff Foote (Public Works Director), Mac McMahon, Kelleigh Murphy, Charlie Fairman (Alternate), Matt Sullivan (Alternate), Priscilla Malcolm (Alternate), Becky Hebert (Planning Director), and Mark Connors (Assistant Planning Director)

I. Call to Order and Roll Call:

Chairman Levenstein called the meeting to order at 7:00 p.m. Phil Greazzo (Town Council Alternate), Rick Sawyer (Town Manager), and regular member Randy Hawkins were absent. Mr. Fairman and Mr. Sullivan were appointed to vote.

II. Old Business & Continued Hearings: None

III. New Business:

1. **Linda Martin (Applicant), Richard & Linda Martin (Owners)** – Request for approval of a Level II Home Occupation to operate a part-time tutoring business with signage at 177 County Road, Lot 22-84, Zoned R&A.
2. **334 Route 101, LLC (Applicant), S.J.W. Assets, LLC (Owner)** – Request for site plan approval to change the use of the existing building at 334 NH Route 101 from a commercial recreation facility and daycare to offices and to construct an 1,127 square-foot building addition and expanded parking area, Lot 28-9, Zoned CO and R&A.

IV. Concept Proposals and Other Business:

3. **Circle Drive Associates, LLC c/o Robert F. Smith, Sr. (Owner)** – Request for design review of a site plan for a proposed mixed-use development to include two medical/general office buildings, a restaurant with drive-through service facilities, and 270 multi-family residential units in five five-story buildings at South River Road, Lots 35-98-5 and 35-98-40, Zoned PZ.

Mr. Connors stated for the applications under New Business, they have been reviewed by staff, and staff would recommend that the Board find the applications to be complete. The abutters have been notified; it is the opinion of staff that none of the applications pose a regional impact. Staff would recommend that the Planning Board adopt the agenda and in so doing, find the

applications are complete and agree with the staff recommendation that they do not pose a regional impact.

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

1. Linda Martin (Applicant), Richard & Linda Martin (Owners) – Request for approval of a Level II Home Occupation to operate a part-time tutoring business with signage at 177 County Road, Lot 22-84, Zoned R&A.

Linda Martin was present to address her request for a Level II Home Occupation. Ms. Martin stated I am a retired educator, and I am providing coaching and tutoring services to students in reading and study skills. I serve all grade levels, and I see my students after school, usually in 1-hour sessions. Their parents drop them off, usually run errands during that time that I am seeing their kids, and come back and pick them up. Although I do tutor on weekdays, I would like to respectfully ask for approval to offer the occasional Saturday morning in case a student needs a make-up session or are sick during the week.

Chairman Levenstein asked where do you do the tutoring? Is there a particular place in your house? Ms. Martin replied I do it right in my home. Chairman Levenstein asked do you have a separate area? Ms. Martin replied it is a separate room, it is a bedroom that is located right across the hall from the bathroom and it is exclusive to just the tutoring. There are books, materials, a small round table where they work on whatever it is they are working on, and a desk and computer.

Chairman Levenstein asked you don't have any employees? Ms. Martin replied no employees; just me.

Chairman Levenstein stated with regard to parking: you say that parents drop off; do you ever have more than two cars there at any one time? Ms. Martin replied the only time that ever happens is occasionally I might have a parent who is asking questions. I usually walk my students right to the driveway just to make sure they get safely in the car, make myself available for any questions that parents might have or catch them up on what it is we worked on during that session. If I have a student right after and that parent is pulling in, that is the only time that that happens.

Chairman Levenstein stated I understand you want to put a sign up. Where would the sign go? Ms. Martin replied the sign would be located, I believe I stated in the application, on the house side of the driveway, back from the fence. There is a telephone pole that would be kind of in the way so I have to kind of get it so that it would be visible. Chairman Levenstein asked is there a photo that shows that? Planning staff posted a photo of the driveway where the telephone pole is located. Ms. Martin stated the sign would be to the driveway side of that pole. Chairman Levenstein asked it is going to be right at the corner in front of the fence? Ms. Martin replied not in front of the fence, behind the fence. Chairman Levenstein asked what size is the proposed sign? Ms. Martin replied 27 x 18 inches. Chairman Levenstein asked does that meet the

requirements? Mr. Connors replied yes; 8 square feet is the maximum.

Mr. Fairman stated I have only one concern and that is with cars backing out onto County Road. Is there any way that we can come up with some place for the cars to turn around in your driveway? Ms. Martin replied absolutely. I do recommend to my parents that they use the grass on the side of the driveway. They are welcome to turn around because I do always suggest that they pull out facing County Road. Mr. Fairman asked will you plow that so that there is room for them to turn around when there is snow? Ms. Martin replied I would imagine we will. We just moved in this summer, but my husband and I both do that same thing. Neither one of us back out onto the road.

Mr. Sullivan stated in your application you stated that your normal hours of operation are 2:30pm to 6:00pm but then you commented that you are hoping to potentially do weekend mornings. Ms. Martin replied I am not hoping. I just want to make sure that I am clear that if I do have that occasion where there is a student that has missed a session for whatever reason, that I can provide that make-up opportunity on a Saturday morning if the parents would like. But normally I don't work Saturday mornings.

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

Mr. Fairman stated I have a comment on the timing. One of the conditions is that additional hours of operation will need re-approval. There is nothing in the report that I can see about Saturdays. Do we want to modify that so that she is allowed to do that? Mr. Connors replied you could modify the motion. It will be reflected in the minutes as well if you are agreeable to the weekend. Vice Chairman Newberry asked it could just say with the addition of Saturday AM. Mr. Fairman stated that would be fine.

MOTION by Vice Chairman Newberry that the Planning Board grant approval of the Level II Home Occupation for an afterschool tutoring program at 177 County Road, as outlined in the application materials submitted by Linda Martin, received by the Planning Department October 15, 2019, with the following conditions to be fulfilled as noted:

- 1. The Planning Director shall have the authority to issue an order for the applicant to return to the Planning Board for any unresolved complaints. At such time, the Board may revoke the approval.**
- 2. The hours of operation will be as noted in the Staff Report dated November 18, 2019, and the applicant is approved to operate the tutoring service on Saturday mornings.**
- 3. Prior to the start of operation, a certificate of compliance for the business shall be issued by the Building Department.**

Mr. Fairman duly seconded the motion. Vote taken - all in favor. Motion carried.

2. 334 Route 101, LLC (Applicant), S.J.W. Assets, LLC (Owner) – Request for site plan approval to change the use of the existing building at 334 NH Route 101 from a commercial recreation facility and daycare to offices and to construct an 1,127 square-foot building addition and expanded parking area, Lot 28-9, Zoned CO and R&A.

Tom Burns, Senior Project Manager with TF Moran, Inc. was present to address this request for a of change of use on behalf of the applicant.

Mr. Burns stated this site was formerly the location of Bedford Martial Arts, and prior to that was a martial arts facility before that. It has been pretty much vacant for the last few years and now is looking for a new tenant for this site. We have actually had a number of people that have come to us looking to redevelop the property. What we have is an applicant that is looking to change the use to an office space for a title and closing office. They currently have 17 employees, that is what they are looking to maintain at the site, and as part of what they are proposing to do for the site, would be a building addition of roughly 24.5 feet x 46 feet extending off from the west side of the building, extending the line of the building, to provide them with additional space to basically layout interior office units like cubicles inside the building. What they are looking to do as well is to add a block of 20 parking spaces to the rear of the building. This is similar to a site plan that was approved by the Board in 2012 for this site that called for additional parking in the back with a very similar layout. The applicant at the time that got approve didn't construct it but this is a similar layout to what they were proposing.

Mr. Burns continued in addition to adding the new parking area and the building addition, they would formalize the handicap accessible spaces on the front of the site and construct a new accessible ramp to get into the building. There are interior improvements proposed to the building to allow accessibility throughout the building. Because there are two levels in the interior on the first level, what they are looking to do when working with the architect, is to raise the floor to all have one consistent level through the building so they won't have any accessibility issues for employees or clients coming into any portion of the building.

Mr. Burns stated a new dumpster is proposed on the site. In the plans in the packet you will see that the dumpster was proposed at the end of the parking area, however, we had the opportunity to review the staff report with the applicant and the applicant agreed to moving the dumpster closer to the building to get it away from abutting properties, and it also makes a shorter distance for them to bring materials out. As you will see in the colored presentation plan that we submitted, the dumpster pad would be located to the northwest corner of the proposed parking area, closer to the doorway, therefore pulling it away from any of the abutting properties. The dumpster was previously shown down here at the end of the parking, which, again, was similar to the 2012 application, which is why we had held that. The client had reviewed that plan and liked a lot of that layout, so we were able to relocate the dumpster without an issue to that location.

Mr. Burns stated there will be significant landscaping upgrades proposed to the site as well. There will be new landscaping to replace the plantings that are in the center island in front of the main entrance, landscaping around the perimeter of the parking area and then there is a fairly dense treed buffer around this perimeter of the site that will be undisturbed. There is a wetland

area back here that we will be respecting and have no impact to.

Mr. Burns stated to capture stormwater runoff that would be generated by this parking area, we have a small infiltration basin that would be located right along the south edge of this parking area that would capture and recharge a portion of the runoff and then would have an overflow as necessary. The drainage analysis showed no impacts in any storm events based on the use of this.

Mr. Burns stated the site is serviced by an existing well that would remain. It is located in the existing pavement area; it is a below-grade well with access. There is an existing leach field on the site that is currently approved for 1,300 gallons per day. This proposed use by both square footage of the building as an office or by number of employees, generates less than 300 gallons per day by the regulations. The system was inspected as part of the real estate transaction that is underway for this property for the applicant. They had a licensed septic evaluator come in; the system is functioning on the site, however, one thing we noted was they said the system was functioning, looked like it had some age to it, it has been sitting for three years, so generally the system would be fairly well rested, so while it is not required based on the numbers, and one of the things we had noted is that as a result is that, typically a permit would not be required for a new septic because the system is a functioning system and sized appropriately for this use, however, the applicant is looking to have us do a new septic for it. We have submitted a new application for a new system to be put in here. I don't believe it is required to be conditioned as part of the site plan approval, but we did submit a new septic for the use. They would rather put it in now if they are going to do the site work in the back of the site, putting in new parking, so get it all done now.

Mr. Burns stated one of the biggest changes on the site that will be seen is the facelift done to the building. They are working with the Northeast Design Group, the architect, who is working on the design for this building. He has come up with a facelift of the entire structure, not just the addition, that would provide a series of roof gables to help break up the façade of the building. They are looking at replacing the windows with new windows along the front and wrapping it with a stone veneer base around the perimeter and you can see that in the packet that was submitted. It is quite a change to the look of the building. The top elevation on the plan view is the front of the building, front elevation facing Route 101, below is the rear elevation, the back line of the building, and then this would be the new side elevation that would be on the west side of the building.

Mr. Burns stated with the project being located on Route 101, the change of use is subject to a DOT driveway permit. We submitted an application about a month ago to DOT for the change of use. We are still waiting to hear back from them. As I mentioned before, we have had a number of users that have come looking at the site previously; we did have a change of use permit that was approved for the site back in February for a high-turnover food restaurant. It was going to have about 40 seats, as well as take-out from the site, and DOT issued a permit for that use before the applicant withdrew the application for the property. We submitted a traffic analysis based on this proposed use. We had initially analyzed it based on employees, and then at the request of staff we went back and analyzed it again based on the square footage of the building. In both cases of being an office use, it is a significant reduction in trips to and from the

site over what was there previously. The martial arts program and the after-school program generated a fair amount of PM peak hour trips, which this use would have based on the use and based on the number of employees but would be a reduction in those trips. They are also not open on Saturdays so there are no Saturday trips.

Mr. Burns stated we had two waivers that we had submitted for the site. One of them was for HISS mapping for the site, and the second waiver was that there is an existing overhead electric line and we are proposing that it remain overhead electric. I did talk to the applicant about that as well and he said he is looking to put it underground. Aesthetically he likes the look of it. I explained to him the request of the waiver that were we to have a waiver for electrical, if you ran into any obstacles with that, you would be able to keep it aboveground, but he said he is fine with going underground with it. I believe we can withdraw that waiver request. That would just leave the HISS mapping waiver request.

Vice Chairman Newberry stated looking at the packet from staff, I see a waiver request here for circulation driveway and lot line clearances. Ms. Hebert stated I don't think so. Vice Chairman Newberry stated that would be Section 322.1.9. Was that in error? Mr. Burns stated I can point to where that is on the site plan. I believe we submitted that with the initial application. That would be a third waiver that was with the initial application. Vice Chairman Newberry stated I think the staff memo talks about two waivers, one of which you just said you are not going to need. Ms. Hebert stated I think we did not require that waiver because it is existing today. Mr. Burns stated it is the area of the driveway that comes down to that gravel access. The abutting property, which is the cell tower on the east side of the property, they have a gravel access drive that comes off from the pavement there, so it is in this area indicated on the screen, this pavement that comes down, and this is their gravel access, so we had requested it for the pavement and the gravel in that area. Chairman Levenstein asked Ms. Hebert, do you think they need it? Ms. Hebert replied I don't because that driveway essentially is a paved area, the gravel. If you would like to include it, either way, it doesn't matter to me. I didn't include it in the staff report. To be cautious, why don't we just include it as a waiver. You can add that waiver request to Page 3 of 4 in the staff report.

Councilor Bandazian stated I like the idea of having the parking behind the building, but it does add impervious surface. Our staff memo says the proposal is for 48 spaces where 19 are required. Mr. Burns responded that is correct. Councilor Bandazian asked if that is correct, why do you need so many? Mr. Burns replied the reason that the applicant requested the additional spaces is because one of the things that they do from time to time, and as I understand it, it is not even on a monthly basis, is that if they have larger closings and they have a number of people there, or if they have any type of realtor training, they wanted to make sure that they would have enough spaces for it. We did ask them the need for that many spaces and they just said they wanted to make sure that they had enough to cover them.

Councilor Bandazian stated just as a suggestion; I would like to see the front row of parking along Route 101 removed and landscaped at some point. I think it would make a more attractive building, but that is just a comment.

Ms. Malcolm asked where is the easement to Hannaford's lot? Mr. Burns replied there is an

easement on the south corner of the property. Looking at the screen, indicated is an access easement that comes through. Over the years we have had interested parties that looked at the site that have considered this but they would be looking at a wetlands crossing in two different locations, which is why it has never come beyond just a conceptual stage where somebody has had us put a driveway to show them where the least impact would be. But there would be multiple wetlands crossings to get through it. It is in this corner indicated on the screen.

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

Mr. Sullivan stated I thought the request was to still include the waiver for the electric overhead lines in case they should need it. Mr. Burns stated we are going to withdraw that waiver, as the applicant said they would go with underground.

MOTION by Vice Chairman Newberry that the Planning Board grant the following two waivers of the Bedford Land Development Control Regulations:

- 1. Section 317.1.11, to not provide the HISS mapping performed by a Certified Soil Scientist if the site is to be served by onsite sewer and water facilities.**
- 2. Section 322.1.9, driveway clearance requirements.**

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

MOTION by Councilor Bandazian that the Planning Board grant final approval of a Site Plan for the change of use from commercial recreation and daycare to office and for the construction of a 1,127 square foot building addition and associated access, parking and site improvements at 334 Route 101, Lot 28-9, in accordance with engineering plans prepared by TF Moran, Inc. last revised November 6, 2019, and the architectural plans prepared by Northeast Design Group, dated November 9, 2019, with the following precedent conditions to be fulfilled within one year and prior to plan signature, and the remaining conditions of approval to be fulfilled as noted:

- 1. In the event that the Planning Board approves the waivers, the plan shall be updated to list any waivers granted as approved.**
- 2. State septic approvals shall be obtained and noted on the plan or documentation shall be provided to verify the existing septic system is functioning properly.**
- 3. The NHDOT Driveway Permit number shall be noted on the plan.**
- 4. 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.**
- 5. The Applicant shall submit any outstanding engineering review fees to the Department of Public Works.**
- 6. The landscape plan shall be modified to provide additional evergreen shrubs to screen the dumpster enclosure.**

7. **The plan shall be modified to place the electric and telecommunications utilities underground.**
8. **A performance guarantee in an amount approved by the Town for onsite maintenance of erosion and sedimentation controls shall be placed on file.**
9. **Arrangements will be made with the Planning Department regarding payment and coordination of third-party inspections for site improvements.**
10. **Prior to commencement of work, a pre-construction meeting shall be held with the Planning Department, Department of Public Works and the Building Department.**
11. **Prior to the issuance of a certificate of occupancy for the building, all site improvements depicted on the plan shall be completed.**

Mr. Fairman duly seconded the motion. Vote taken - all in favor. Motion carried.

V. Approval of Minutes of Previous Meetings:

MOTION by Ms. Murphy to approve the minutes of the November 4, 2019 Planning Board meeting as written. Councilor Bandazian duly seconded the motion. Vote taken; motion carried, with Vice Chairman Newberry, Ms. McGinley, Mr. Foote, and Mr. Sullivan abstained.

VI. Communications to the Board: None

VII. Reports of Committees: None

3. **Circle Drive Associates, LLC c/o Robert F. Smith, Sr. (Owner) – Request for design review of a site plan for a proposed mixed-use development to include two medical/general office buildings, a restaurant with drive-through service facilities, and 270 multi-family residential units in five five-story buildings at South River Road, Lots 35-98-5 and 35-98-40, Zoned PZ.**

Chairman Levenstein recused himself from this design review discussion. Vice Chairman Newberry was appointed Acting Chairman.

Ms. Hebert stated New Hampshire State law sets three levels of review for Planning Boards. Those are the concept review, the design review and the final site plan and subdivision review. You had a concept review on this project a few weeks ago and the applicant has submitted for design review. The major difference between the design review and the concept review is that the design review has many more requirements that need to be provided as part of that application. The design needs to be developed in more detail but not yet fully designed. The final site plan would require the highest level of engineering and detailed design work. The other difference is that abutters are notified by certified mail, and during a concept review

discussion, abutters are notified by regular mail. The submittal of a design review application also vests a project against future changes to the Zoning Ordinance or the Land Development Control Regulations provided a final application is submitted within 12 months of the end of the design review discussion, and the Board would need to determine when is the design discussion closed or when does this end so they can choose to continue it or close it after tonight's discussion. Then the applicant would need to submit a final site plan within 12 months of the end of the design review discussion to be vested against future changes to the zoning. There will be no binding decisions made tonight on the application.

Bob Baskerville and Katie Weiss, Project Manager, both of Bedford Design Consultants, and Attorney Charles Cleary, Wadleigh Starr & Peters, were present to address this request for design review site plan on behalf of the applicant.

Mr. Baskerville stated we listened very carefully when we were here last month at the conceptual hearing, we have talked to staff many times and we made a lot of changes to this plan. Ms. Weiss is going to go through them in a lot of detail. The first concept is that originally we had six buildings with 50 units in each. We went down from six units to five, we were able to change the layout of the buildings, three layouts to the north really fit in nicely, they will all have a green background on the back, and they will all look toward a large green space in the front. The other two buildings used to be parallel to the FE Everett Turnpike, and we were afraid that that one side would just get too much direct road noise at a 90-degree angle, so we were able to turn both of those, so you really don't have the same impact to the turnpike, where they are actually next to an acceleration lane. We were able to reduce the number of buildings from six to five, we have lowered the count down from 300 to 270, so we have 54 in each building. The building itself got larger, but the total count went down.

Mr. Baskerville continued we heard pretty loud and clearly that there seemed to be a preference for workforce housing and an elderly component. First, we talked to the owners and the developer's team and one of the buildings will become an elderly building. We talked about the actual association rules and bylaws for that. One of those buildings will be over 55, elderly of some type, exact rules will probably have to be a condominium document, and that will be probably be a sub-association to a master association, and that will have the requirements of what they allow and what they don't. Of that, 25 percent of those have to be affordable per your regulations and those will be affordable. That leaves four buildings at 54 units each, and each of those will have 25 percent workforce housing, so this will be a workforce project that works out to 162 regular apartments, 54 of those will be workforce housing. These will still be large units; the intent is to make this a very attractive upscale development, a lot of lighting throughout, a lot of landscaping, a lot of features. Ms. Weiss was able to move the clubhouse from its location originally to out in the center of the development where it will be much more centrally located. There will be an outdoor pool, a lot of landscaping, an entrance guard shack that is there really more to set the mood and to tell people you are entering a development. It is not intended to actually be a closed facility.

Mr. Baskerville stated one nice thing about moving the buildings and taking one building out; when we walked this with the Conservation Commission, we walked each of the wetland impacts. There was one they were concerned about more than all the others, which was right

along the highway indicated on the screen. It did technically qualify as a vernal pool, very small amount of egg masses; I think there was one salamander and two frogs, something like that. Of the wetland impacts, there is that one they asked us could we avoid, so moving these buildings also lets us avoid the wetland impact, and by moving the buildings further from the highway, that whole green area there allows us to leave a wooded buffer to help with road noise, visibility from the turnpike, so that helped quite a bit.

Mr. Baskerville stated the last thing I will mention is that we have architectural plans in the package, but our architect had surgery on Friday, and he couldn't walk tonight, so the architect couldn't make it tonight. We do leave this open; I would be glad to have him here at future hearings. I will now turn this over to Ms. Weiss.

Ms. Weiss stated first I will talk a little bit about traffic. I know that is something that everyone is concerned about whether or not we need a light. We had a scoping meeting with DOT, with Steve Pernaw, our traffic engineer, VHB was there, the Bureau of Turnpikes, regional planning was there, a lot of DOT representatives were there, there were about 15 of us in the room, and we talked about which intersections along Route 3 we are going to do a study for and we picked four different intersections. Two of those intersections are actually the entrances to the turnpike. After that we met with staff here and we added an additional intersection, so we are doing almost a whole corridor study, and because there is so much to do, we don't have those numbers for you tonight, but we will have those in the future for our final submission.

Ms. Weiss continued we are also going to be using Russ Thibeault for a fiscal impact study. I know he has worked with the Town before and done some studies for you, and he is basically an expert on all fiscal impact projects throughout New Hampshire.

Ms. Weiss stated moving onto circulation: this is very similar compared to the last concept we showed you. Before we had a bunch of buildings in the back in a different bit of a configuration, but the main entrance drive comes around through the project and then takes a turn and comes through the emergency access that goes through to Sebbins Brook Marketplace. This is gated, or some sort of a mountable curb, some sort of access that isn't readily, easily entranced but you can definitely walk through easily.

Ms. Weiss stated now looking at the site plan. This is a slightly different configuration to the commercial area out front. We took into account the comments about the drive-thru. There was an issue with the parking and stacking spaces. In doing that, we did lose a little bit of the original amount of commercial area taken up for the drive-thru portion. One of the tricky things to this part of the site is the funny shape and parking really dictates how much area we have for putting in buildings. You can see here Building #7 is three stories still, 21,000 square feet or so, and then Building #6 is now one story. Both of these buildings could be either general office or medical office. One of the things we tried to do was to make this more of a walkable area, so there are several different outdoor areas where people can congregate, and they are all connected with sidewalks and then connected at the sidewalk that leads out back to the apartment complex. Mr. Baskerville stated I wanted to add to this point that after the last hearing the owners and developers went back to the owner of the next lot that abuts East Point Drive and asked if they could purchase or arrange for a right-of-way through that property, so we could access East Point

Drive but they refused us at this point but what we did is left an attachment point. His property has much more visibility and much better business visibility. Sebbins Brook is piped under the majority of his lot, so he doesn't have that front wooded buffer, so it will allow him the right to attach there, and it is most likely that site is much more oriented toward something that would be for commercial. It has tremendous visibility. He has access at a signalized intersection already; it is already signalized at the ramps to get on and off the FE Everett Turnpike. That would allow us access eventually to go through and attach to a signalized intersection, so we have added that to the plan.

Ms. Weiss stated now going to the next section of the project. We have two buildings down here. We are looking at possibly building #1 as elderly but we are open to other options. Building #3, which is up here, might also be a good option since it is closer to the clubhouse. For the sake of today, let's pretend that this is the elderly housing building. This will obviously be for over 55 and 25 percent of the units, which is 14 units, will be affordable. Then obviously elderly housing is not allowed in the Performance Zone, so we will be requesting a waiver for that and Attorney Cleary will talk a little bit more about that. The nice thing though is the elderly housing requires fewer parking spaces, which allows us to have extra parking spaces for the other residents in case they have visitors, which is one of the nice things about that. Plus, there will be more people who can have covered parking in the elderly section because there are 42 spaces underneath.

Ms. Weiss stated the next section is the clubhouse. It was originally by the main entrance before you went over the intermittent stream, so we moved it over to the central green area. We have the clubhouse, a pergola area, pool, some sort of area that is fenced in for either a play area or a dog area, and then a big green space, and we show a gazebo as well for congregating where people can maybe watch their kids play outside. Each building has its own trash receptacle, so as you come in to go under the building, there will be a trash area. We listened to VHB as they said each of the areas should be ADA accessible, so we made sure that there were places where there were ramps so people could get over and put their trash away.

Ms. Weiss stated as mentioned before, we have an intermittent stream that runs between the back half of the site and the front half of the site, as indicated on the posted drawing. It really makes this back part of the site invisible to Route 3. We have looked at commercial uses in the past and there is just nothing, especially on a smaller scale, to really make it marketable to put something with first floor commercial uses. It is something that we would love to do but we don't think there is a market for that, which is why we put our commercial out front. I know this is something we will probably talk more about when we get into the final submission.

Ms. Weiss continued now we will move onto utilities. Shown is Route 3 on the plan; we currently have a 12-inch water line that is stubbed to the property line and then we have a gas sleeve under there for gas to come through. We are going to connect to that and bring water and gas up through the site and around the back. You can see the drainage here. For this area we actually have a couple of different drainage types. We have a gravel wetland in this area shown, we have underground storage here for our drainage so the water will be flowing to those areas and be stored and infiltrated in those places, then we also have utilities coming in from this point. There is a pole over here as shown, so electricity will go underground and come up through there

and then attach to each of the buildings. The water and sewer continue up the main road and then connect into the buildings along with the drainage. There is a drainage pond here, another here and another one here. Those are all connected with catch basins. And then the water and sewer continue up to these buildings and then the water actually continues and loops onto the marketplace property. I believe there is an 8-inch line there, so we are looping the water line through our property. The sewer will connect from this point out, as indicated on the plan. It is mainly gravity except for one small location. We will be doing a forced main from here. All of the first half of the site, all the sewer will gravity to a point right here and then it will force main over the crossing and then continue to be gravity again all the way through the rest of the site and gravity into the marketplace.

Ms. Weiss stated going onto landscaping and lighting. The first posted rendering is the main entrance along Route 3. We are thinking of putting a sign in; the posted sign is not the actual sign; it is just something to show you that there will be a sign there. We have the boulevard. I do show a sidewalk, but the DOT said that we may not be able to put a sidewalk so just be ready in case they say we can't actually connect to. Mr. Baskerville stated they told us we can run it up to the right-of-way line. They will not approve it past the right-of-way. Ms. Weiss stated if it is something that you would want to go all the way out to the road, we would have to talk a little bit more about that. The clients want to do a really great job with the landscaping. This first area I am showing is the gate house. We are going to do a lot of berms along the main entrance road where the big buildings are to block the buildings from the road itself. There is a big berm, as indicated on the screen, with trees, evergreens, shrubs, all sorts of things to block that. Indicated now is Crossing #2, which is to the Sebbins Brook Marketplace. We are looking at doing a mountable curb on the marketplace side of the project, and then there would be emergency access but we would have a walkway with benches, planters, there would be plenty of lighting to really make it an attractive place for people to walk, especially if we have elderly by Building #3, they will just be able to go right out of their building and walk right over here to the Sebbins Brook Marketplace. They have a pizza place there, a gym, that kind of thing. Mr. Baskerville stated there is currently a health club there and food options.

Ms. Weiss stated posted now is a rendering of the clubhouse at the moment. Now posted is a rendering of the building we are looking at. This is obviously the 54-unit building. On either end of the building is actually a story short. He did something with the roofline to make it look shorter than it is. I will quickly go through the renderings so you can get an idea of what we are looking at. The main entrance is along the bottom, this is actually the parking portion, so it is made to look like it is the first floor, but the first floor is actually the second floor. The garage level is open to the air. There will be an elevator in that main entrance to get up to the different floors, 1 – 4. There are windows here, but they are not actually a story on the building at the very top. We tried to maintain a vegetated buffer, and by moving the buildings farther away from FE Everett Turnpike, we were able to keep this buffer in place. This building and this building were facing this way and now they are not, so there is a little bit more of a buffer than there was before. We are planning on planting more plantings along the buffer inside the woods so that over time they can grow and help with the screening.

Ms. Weiss stated our client is open to phasing the project. I talked a little bit about this the last time. They were thinking that possibly the first phase might be the back three buildings and

clubhouse, and then the next phase Buildings #1 and #2, and then having the front portion be at any time that it could. It could go first; it could go third.

Ms. Weiss stated lastly, regarding the Fire Department; I know there have been some concerns about not being within the Fire Department's area of 5-minute response time, but I believe there is some sort of agreement with Merrimack and that is fairly close by Exit 12. I don't know if that is within 5 minutes, but it is definitely closer, and I know there is an agreement between the towns for that.

Ms. Weiss stated with regard to the waivers; Attorney Charles Cleary is here from Wadleigh to talk about the waivers a little bit more. Acting Chairman Newberry stated we will talk about your presentation before going to the waivers. Are there any comments or any feedback from the Board?

Mr. Fairman stated first of all I support the staff report and all of their comments, particularly about all of the things you didn't listen to us the last time. There is a whole bunch of them. You said you really listened, but staff points out a whole bunch you didn't address or listen to in any way.

Mr. Fairman stated a couple of other things you didn't listen to; the first is that these are not the types of buildings and development we are looking for in Bedford right now. What we really need in Bedford, as we talked about last time, are 1- or 2-story buildings, high density, both for seniors to downsize to and for millennials to have start-up homes. We are not interested. These people are not interested in apartments, and we have a lot of apartments going up in Merrimack just a couple of miles south of here, there are a lot already open and in use, but there are another several hundred under construction. We have about 300 in Bedford approved, some of which are already under construction. It is just not what we need in Bedford anymore, as I stated, and we stated last time and you didn't listen. We need 1- or 2-story high density, something as you said like the MEWS or like some other developments in Bedford. I don't see it; I haven't heard anything yet, maybe you will convince me, but I haven't seen anything why I would want to vote for the waivers you are requesting.

Mr. Baskerville responded we sat down after your last meeting and did some rough concepts similar to the MEWS, some other ideas and weren't achieving any type of high-density numbers anywhere close to the density. We ran the density numbers of what is allowed per your regulations for multi-family and elderly and we meet those requirements. We couldn't get anywhere near that. There was additional hardship in that I understand that Bedford is in the Manchester federal area when you determine numbers for workforce housing. These apartments would probably all be originally planned for \$1,900-\$2,000 a month and up, and I believe the limit for workforce housing is \$1,200. So, on those apartments they will probably be losing \$700 a month. You need a certain scale, and Attorney Cleary will talk about some of this, to be able to spread that cost among the other apartments by raising their rents to be able to get the affordable. Your other 2-story, there are no elevators, more foundation costs, more roofing costs, more heating costs. They ran the economics and they just couldn't get it to work. That is one reason we will bring in the State specialist on fiscal impact to talk about school impact and kids. The impact of the study they have thrown out a number of adding \$70 million to the tax

base with this. I'll let Russ actually do his numbers and supply that; he is better than all of us with that. So, he did make an effort to take a look at that. The economics in the state just work out; we have seen this all over the state. This is what economically works. Mr. Fairman stated only if you can rent them, Sir. I am telling you what is needed, not what you might make more money on. Mr. Baskerville stated so these developers find themselves in a box of what can we do. They have spent 20 years looking for some use for this that makes sense, so they want to have the discussion with the Town, and we will do our best.

Mr. Baskerville stated one thing I will mention too about the breakdown of units, now that there is a floorplan on this, traditionally, 10 years ago, 20 years ago, 30 years ago, we have been doing this for a long time, when we did apartments, you would have a small percentage of 1-bedroom units, small percentage of 3-bedroom units, and 90 percent of 2-bedroom units. So, when you averaged it out, you had 2-bedrooms for every unit. If you had a 54-unit building, you would have 108 bedrooms. In previous projects, and we have seen this all over the place, the way the demographics have shifted, older people living longer, having more independence, kids, millennials not buying a house, 1-bedrooms are the greatest demand. Our plans show 41 percent of these being 1-bedroom units, that would be 110 of the units, that is for the whole project. Chances are less people, less kids, less cars, less impact, less traffic impact, no 3-bedroom units at all; an extremely large percentage of 1-bedrooms compared to the past. Mr. Fairman asked you have 59 percent are 2-bedroom? Mr. Baskerville replied yes. That too is adjustable. The owner has requested an average square footage for the apartments bigger than what you would see in town too. He is really looking for people who can afford this and want a very nice project with elite landscaping and lighting for the project, amenities you wouldn't normally get. He has asked the rooms to be big enough to have the option for each one to have a gas fireplace, not each room, but each apartment. He is looking for something to be high-end. As part of the workforce housing regs, from the exterior we can't change those at all. We can't put all of them in one building. They have to have the same exterior appearance as everybody and the same size buildings, the same size square footprints with the building. So there have been a lot of changes in the demographics that have made a change in this, and to do the workforce housing greatly changes the economics of scale. I think if we had just Bedford in their own area, you would have a completely different number. Mr. Fairman stated I would rather see the high-density 1- and 2-story without the workforce than this with the workforce, speaking for myself.

Councilor Bandazian stated I would say that I am pleased that you have introduced the workforce housing concept because that is a requirement for multi-family in our Performance Zone. As the staff memo points out, you have wetlands, building footprints and so forth that would not factor into the required density of 12-units per acre. Have you done a kind of yield plan so that we would know how big a waiver you are asking for? Ms. Weiss replied we meet the density numbers. I went through our plan; I didn't make a specific plan to show, here is the exact hatched area of the wetlands, but I went through, and I took out all of the wetlands. From the front I took out any impervious surface, the buildings, to get the correct density for the workforce housing and for the elderly. So, there is a density calculation Note #10. Councilor Bandazian stated 20.24 net developable. Does that include the commercial section? Ms. Weiss replied yes. It has the total parcel area at the top and then it has the area of wetlands, right-of-way's, and mixed-use impervious is here, so you remove that from the square footage, and then I added in the Harvey Road discontinuance because hopefully that will be part of what we can

have as our density, and then that gives us 88,000 square feet, and then you divide that per square feet acre and then you get 20.24 net developable acres and that is our net developable number. We went through and worked backwards from that, we did the 54 elderly units at 28 per acre, which means we need 1.93 acres, and then we did the same thing for the workforce as well, and it gives us that 18 acres are required, so our total acres required are 19.93 and we have 20.29 that we can work with, so we have a little extra. So, our numbers for density do work. When I do the final plan, I can do a specific yield plan that will show the areas taken out if you need.

Councilor Bandazian asked one of your buildings is on the cul-de-sac for Harvey Road? Ms. Weiss responded right; when we do our final design, we are going to propose discontinuance of Harvey Road, so that is why it is there.

Councilor Bandazian stated one of the comments that was made before, one of the comments in the staff memo, is we still would like to have more than one access, either to Harvey Road or East Point, which you have discussed, so it seems to me Harvey Road is the only option there. Ms. Weiss responded we put in this future access to East Point Drive, and when they eventually do a redesign, we will be hooked in through their property and come out through the East Point Drive light.

Councilor Bandazian stated I would just reiterate; I went through and did it on my own, but I think the six bullets in the staff report on Pages 6 to 7, would express my concerns with this application as well. As the Fire Chief has indicated, we do not have apparatus in Bedford to do firefighting for a building at this height, and I don't know how epically I could approve housing at a height that we cannot provide fire safety services for. I don't know what Merrimack's equipment is, but I would not expect Merrimack to have to take care of our citizens. I think we ought to be able to take care of them ourselves, so the building height is a problem.

Acting Chairman Newberry stated I had a couple of concerns on the plan. Agreeing with Councilor Bandazian's point about a single point of entry. It seems like you've got a pretty densely proposed development there. At the very least I would expect the traffic study to address how that single point of entry is going to work given the number of people who will be living in the back of that lot. I think a single point of entry is not desirable, so I would like to see the traffic study address specifically how that is expected to work, not only just at the intersection, but also within the site itself. I will save my concerns around the waivers for when we get to that part.

Acting Chairman Newberry stated you mentioned, I will call it the emergency soft entrance off from the northeast corner, and that being set up for encouraging pedestrian traffic, but I see no way of getting from the bulk of your development to that area other than walking through the middle of a parking field. Related to that, you are saying the elderly housing is down at the southwest corner, as far removed from all of the amenities as any structure in your layout. Mr. Baskerville responded after we sent our initial letter in, we were originally thinking of putting them in an isolated location so they would be more isolated. We have been thinking in the office of Building #3 that is close to the amenities, very close to a walking path to go over. We have discussed that, that is not finalized. Acting Chairman Newberry stated I am giving you some

feedback and observations.

Acting Chairman Newberry stated if you are going to phase the development, I would also like to know some detail as to what would transpire in each phase so that it is clear what the intent is as far as when different parts of a phased development would come to be. Also, what happens if one or more of those phases is never executed.

Acting Chairman Newberry stated those are a couple of quick thoughts that I had. I did not hear your original concept on this, so I am hoping some of the other Board members who were able to hear that can also comment on it. Thank you.

Mr. Baskerville stated I would comment on the traffic study. I talked to Steve Pernaw today; some of his counts are already ready. I have suggested that if you should decide to keep the design review process open, to maybe have him in to give a draft presentation of his findings, give you time to think about it, hear about it, and then his full report would be submitted with the final application, should it go that route. I was talking to him about it and telling him to be ready in case you would like to hear a presentation from him and traffic during this part of the process.

Ms. Malcolm stated I would like to share the Chairman's concern about a single access to this development. I find it disconcerting that you are relying upon some future access via East Point Drive. I would like to know a little more about when that is going to occur. Mr. Baskerville replied we have no control over that. There has been no cooperation between the parties at all. Ms. Malcolm asked so you have a single point of access and you are then ignoring the possibility of the Harvey Road right-of-way extension? Is that what you are saying? Mr. Baskerville responded we don't think the Harvey Road extension makes sense for several reasons. One thing we saw when we looked at this site; the area in the north where the three buildings are, when we did concepts from manufacturing earlier, wetland setback and other setbacks, that is the only area that had some width to it. So, when we tried to do a manufacturing building, a building with any type of a building with a truck dock, that was the only location to do it and the same goes for this. If you extend Harvey Road and bring it up through the center, it basically cuts my only developable area in half. It greatly reduces the best use of the property, especially if that were then to become a Town road, it might make sense, then you have front setbacks to it. It creates a lot of difficulties. Furthermore, just to be blunt, when the front crossing went in, we had the Conservation Commission, Federal Army Corps, State Wetlands, Town Fish & Game, Federal Fish & Game, all of them do a site walk out there. When we went up to where Harvey Road would cross the brook, it is a rather deep ravine. It is probably 20 feet deep, very pristine, untouched, nice trees in it, it looked nice, but there had previously been a permit for that 20 years ago or more. We went out to the front of the property and looked at the brook. Again, 20 feet deep, steep banks on both sides, but that was right before the DOT expanded that area of Route 3, so they did a taking out front to take some of it, and the meandering nature of the brook there had started to cut into the bank of Route 3 in two locations. At one point it was a good 12 feet high where it was cutting into the bank and it was just kind of eroding out and pulling it down. So, of both of them agreed the spot to do a crossing is out front and they had us repair those deteriorated banks to Route 3. I think if I went back now to try to do a second crossing there, I don't think DES would allow it. I don't think we would get the wetland permit. So, I think it really hurts the best use of the site. There will be a traffic study to address all of the different

intersections because a lot of this is going to be out of our control. This is in the DOT; it will meet their warrants for a signal, there will be a signal here or other intersections. If we don't, there won't. So, the traffic study is really going to be key as to all of this. But there are other projects all over the state that I have done that have a single point of access for a project like this. You have the boulevard entrance out front that helps the width of it, we've got a separate fire access should anything happen and then we provide right-of-way's for a third point of access. I think it is pretty generous, and I just don't think the Harvey Road intersection makes sense anymore. I have heard comments that some of the people don't like a lot of traffic going by them. You go out the front entrance, you get an entrance out quickly. Would a lot of people go out through the back? I think it is more than what is needed. Again, the traffic engineer can come in and address this in detail, talk about the flows from the allowed uses in the front, the flows of what they expect from these units, tied into the whole study. The Southern NH Regional Planning Commission was there to talk about the 10-year plan for the Route 3 corridor, so everybody is in looking at this and that is why they brought up a lot of these intersections. We didn't expect to study so many intersections. The first glance from DOT thinks the majority of these people are going to leave the project and take a right, which puts them at the two interchanges for the airport connector road, and being so new, I don't think they have really even studied it a lot, so they asked us to include both of those, even though they aren't really adjacent to us. So, we are studying two intersections to the south; they weren't even going to have us study Autumn Drive, and then they went up to Technology Drive and Commerce Drive, and the Town suggested that we also study Autumn Lane, so we also had them include that. He is going to do a lot of traffic counts and have a lot of data. I ask you to consider your thoughts about how this goes and think about the thoughts.

Acting Chairman Newberry stated related to traffic within the site; how many parking spaces do you expect to have. Ms. Weiss asked total for the whole project? Acting Chairman Newberry replied for the residential section. Mr. Sullivan stated I believe the first waiver says that they are asking for 210 covered as opposed to 260. Ms. Weiss responded that actually wasn't updated. If you look in Note #7 on the cover sheet, 216 are required to be covered and we have 168. It is still a waiver, but the numbers aren't correct. That was a holdover from the previous plan. Acting Chairman Newberry asked but does that number include the parking fields that you are showing there? Ms. Weiss replied yes. Mr. Baskerville stated a little note just as an add-on; in the architectural plan he shows parking spots under the building, and I think he shows 46, but due to the layout of some of the concrete columns, some of them are a little on the narrow side and backing may be difficult, so four plans, we only counted 42 of the 46 under the buildings. The others could be for small cars, motorcycle parking, whatever. We actually counted fewer spots under the building than the architectural plan shows. To me, if it is not a full width parking spot, then you can't back out of it easily and it shouldn't be counted or it wasn't counted by us. Ms. Hebert stated it looks like you have 32 extra parking spaces. Ms. Weiss responded yes, for the whole project we do have extra parking spaces.

Mr. Baskerville stated we have finished a drainage design in the office, and I think he eliminated a few spots because we were 32 over. Once we got to the point of looking at it, I think we got to the whole site and our flows were off by 0.13 CFS (cubic feet per second). So, if our flows were off by a little bit, and I had excess impervious, just as I heard about another project, we asked them do you really need extras, and I think because a lot of ours are ones and not twos, I didn't

think you needed that many extra. Ms. Weiss stated we removed a random three here and there are a random three here, just things like that, a little more green space. Mr. Baskerville stated so we are probably 20 over, but the final plan will probably have a few less. When you do the maximum of 12 in one row between the parking lots, sometimes you end up with those little islands of three spots, and it is a lot of pavement and drainage structures for three spots. We are trying to make it a little more cost effective; a little value engineering.

Mr. McMahon asked please pull up the slide that shows the whole development and the wetlands and show us again where the incursions to the wetlands are going to be. I understand #3 wetland you are planning on filling, but if you could just show all of us what you have planned. Ms. Weiss stated I will use the site plan overview. We have our existing crossing as indicated on the screen, so that would be considered part of the submittal technically with DES, and that is existing. Our first actual crossing for this project is here, and this is an intermittent stream and we will be crossing that with probably an 18-inch culvert. There is not a lot of water that comes through there. Then our second crossing is up here, and this is crossing Sebbins Brook. There is a beaver dam here and we will be crossing in that location, and we are expecting to put in a larger culvert. We are probably going to do an alternative design with the State because there is a beaver dam here, and we are trying to keep that kind of feel, the kind of hydraulics from the dam. Then we are no longer doing anything here with this wetland so that is no being filled, so then there is a small wetland in the middle that is being filled. We are looking at about 10,000 square feet, give or take a little bit, total for this section of the project.

Mr. McMahon stated as the Chair said, we will talk about the waivers later, but just one of the waivers you are looking at is the steep slope areas due to discharge from stormwater. Is any of that stormwater going into a wetland area? Ms. Weiss replied yes, it is going towards the brook. It is not immediately going into the wetlands area, but it will be going to the wetlands area. Because of the way the site is laid out, it is relatively flat along the top but then this entire wetland area with the brook is about 20 feet below the whole project, so when you are designing, you need to outlet to the lowest point, and because the brook is down so low, we have to outlet to the steep slopes. What we have tried to do is to get the pipes as close to the bottom of the slope as possible so that we are not on the top of the steep slope, though it is a smaller amount of steep slope, but we are still on steep slopes, which is why we are asking for the waiver. We also tried to do multiple points to discharge so there wouldn't be as much water coming out of each point, and we are going to do extra erosion blankets and erosion control in those areas because we obviously don't want that to happen. Mr. McMahon stated I assume you will have a wetland engineer that will come and brief us on how you are going to mitigate that. Ms. Weiss replied yes; a Geotech can do that. Mr. McMahon stated we would be interested in that. Ms. Weiss responded okay.

Mr. Baskerville stated one thing I might mention about all three of those wetland areas; they all have a story of some type of impact. This first area, as indicated on the screen, it is kind of interesting to look at. It looks like an 8-foot deep brook, but if you follow it up onto the abutting property, it just ends. There is no upstream to it. It is my guess that 100 years ago there used to be a stream that flowed to that. When the FE Everett Turnpike was created, it all got filled on the abutting lot, somehow it ends up being filled at some point, it could have been 50 years ago, so you walk up there now and it just ends. Now, it does flow at times, I think flows from

subsurface flow, but there is no upstream area flowing to it. When the Conservation Commission walked through that, at least when I was with them, nobody made a comment.

Mr. Baskerville stated the area connecting to the marketplace, Michael Sandoux's property, before a lot line adjustment was done 20 years ago, that lot used to own the land behind it. There was a crossing there, they used to drive a little bobcat out back and do some sand and gravel excavation there, so there was an existing crossing there. So, when we set up the water and sewer, we brought it to the existing crossing. Over the 20 years the actual culvert pipe is still there but the beavers quickly found a way to repair the damage and brought it right back up to the level, so it is not the steep bank it is in other spots, it is only about 6 feet deep. For that tier of wetland cross, we would normally ask for an open bottom box. I have suggested doing a closed bottom box because if I am putting a water line and a sewer line below it, I don't want possible future erosion to erode it down to reduce my clearance above those other pipes that are needed. That seems to be an option everybody agrees to. We are thinking of lining the bottom of the stone box culvert with river stone. You actually pour it right into the bottom of the culvert, so instead of having flat concrete that it is flowing over, it is going over something that looks and appears to be river stone. It is both better for the animal crossings and it reduces the flow, so I don't have the same flow leaving it. The area upstream of that is nicely ponded, the beavers have done a nice job, it is very attractive, we think it will be a nice area for people to walk by, it will be very attractive when it is done.

Mr. Baskerville continued the area in the center was one of those areas that was excavated, and the wetland scientist said that isn't a natural low area, that is dug out. Once you get into that corner of the site, the front bottom corner, it is all sands, deep sands, and there is some ledge up there, so he excavated down to ledge. In the springtime the water all sits there and gets 18- to 24-inches deep. and you walk out now, and it just doesn't look like a wetland, but it does hold water in the springtime. So, all of those areas have had some kind of manmade change. They are either manmade or its been altered in the past. Mr. McMahon stated it would probably make more sense if we actually saw it. For staff maybe we could have a discussion at a certain point whether or not we would like to go out and take a look at the property. Ms. Hebert responded sure.

Mr. Foote stated one comment is that I agree with Councilor Bandazian's comments about is that access to the site from the north is more desirable than not. You showed sidewalks on the site terminating at the right-of-way. Where is the closest sidewalk to that termination point? Ms. Weiss replied I don't believe there are any along Route 3. Mr. Foote asked how many people do we expect to be living at this location, this 270-unit development? How many people would you suggest that are going to be living in these apartments? Four or five hundred; five or six hundred? Mr. Baskerville replied that is a number that is probably going to be predicted by the fiscal impact study being done by Russ Thibeault. Mr. Foote stated you must have a general idea. Mr. Baskerville responded I assume the 2-bedrooms would probably have less than two, the ones will have some. It is really a hard guess; 400 – 500, that range you mentioned is probably in the neighborhood. Mr. Foote stated we have been through this sidewalk exercise before in town and we are going to add 400 or 500 people to this site and there is really nowhere anyone can go, there are no real alternatives except for staying on that site, to go any other part of town safely, unless you are in an automobile. I think if we had an access to the north on

Harvey Road, at least there would be some sort of way to get out and to traverse and to walk and do different things versus the only option is out onto South River Road. For a couple of reasons, I think the Harvey Road/Autumn Lane should be considered, and, again, I am just very concerned that we are going to add 500 people that really are almost on an island. You have Route 3 to the west, you have Stebbins Brook just basically isolating folks and the only way out is to South River Road, which gets, I am going to guess 20,000 vehicles a day, and that is the only outlet for pedestrians in this site plan to have access to the outside world. I think it is a safety concern.

Acting Chairman Newberry asked for any further comments from the Planning Board on the site plan itself.

Councilor Bandazian stated on the subject of phasing; one concern that I have is that we get sold on these projects for multi-family on the promise of there being commercial and then the commercial doesn't materialize, so if you do do an economic projection, I would want to see it without the commercial because I think there is very good likelihood that we wait a long time.

Mr. Fairman stated I have one comment about what Mr. Foote just said. I can't imagine any people renting these apartments with no access to any kind of recreational exercise area. You can't go jogging from there, and every place you see these days, any apartment complex, there are a lot people jogging around. You have to do something if you are going to rent these successfully, I would think, for people to get access for jogging and bicycling and just walking. Mr. Foote was getting at that because they can't go out onto South River Road, or if they do, they are taking their life in their own hands. Ms. McGinley asked there are no sidewalks if the person wanted to? Is that correct? Ms. Weiss replied not on Route 3. Mr. Baskerville stated DOT, at least at the scoping meeting, drew a very firm line in the sand and said they will not maintain them, so therefore they won't allow them. That is their take on it, and this is a DOT controlled section of Route 3. Mr. Foote stated they will allow it as long as the Town maintains it. Ms. Hebert stated the 10-year plan for improvements to South River Road does include widening of South River Road and a sidewalk on at least one side of the road through this section. Ms. Weiss asked do you know which side? Ms. Hebert replied I don't.

Councilor Bandazian stated I have a question for staff. Has the Conservation Commission addressed this since September 16th? Mr. Connors replied I don't believe so. Councilor Bandazian stated so that is very inconclusive. Mr. McMahon stated they would have to go back to the Conservation Commission to be able to get dredge and fill and also to get a closer look at how they are going to handle stormwater. Councilor Bandazian asked but as far as assessing impact of Harvey Road, we don't have any guidance from them? Ms. Hebert responded no.

Mr. McMahon stated there was a statement made about our Fire Department that they can't keep your people safe with five stories. I assume that you are going to respond to that when you come back? Mr. Baskerville replied yes. Mr. McMahon asked and how many people can you put into your recreational center? Ms. Weiss replied I believe at the moment it is just an open area. It has bathrooms on one side, and it is open. Mr. McMahon asked a giant pavilion? Mr. Baskerville stated we had the architect concentrate on the buildings first, so I haven't seen an interior layout. There hasn't been a good discussion of that yet. Mr. McMahon stated it will be

good to hear your architectural expert. Mr. Baskerville stated we have had excellent cooperation with the owner of the marketplace and there will have to be a discussion because he has a health club in his building. I don't know that he would want a health club in ours, so there may be a discussion of what the uses are within the building, but there is no guarantee his remains in there either, so we will have to leave some options open for that.

Ms. Hebert asked have you done a yield plan to show kind of what you could get on the site with your general circulation using the 12-units per building? Ms. Weiss replied no we have not yet. Mr. Baskerville stated we did some rough sketches, but we didn't formalize it. Ms. Weiss stated we have done some things and we took one corner of the project and said what can fit here, and we have done a couple of concepts that way doing townhomes and things like that, but the way that it is shaped, it just doesn't seem to work. Mr. Baskerville stated I was a little surprised. I was hoping we could fit more density into something like the MEWS or with townhouses. Ms. Weiss came back with concepts where there just weren't many units. They looked a little odd being some high-density units. A lot of those, if you have 30, 40, 50 of them, they seem to make sense. It was only 8 or 12, and they seemed out of place. We just couldn't come up with a good concept. Ms. Hebert stated you could lay out kind of three quads with four buildings each. Mr. Baskerville responded I will talk to the owner and development team again. This is a process. Ms. Hebert stated yes; I think those are some of our comments and would hate to continue the design review if we are not seeing changes in response to what we are hearing from the Board tonight and those comments in the staff report.

Ms. McGinley stated I have a question as to your entrance. Is that something that you have made contact with the State about doing? Ms. Weiss replied when we did the initial design for this back in 2011-2012, we did show it working for the fake project that we had there because they wanted us to pick a project and it did work. We have two lanes out and one lane in, as well as, when we did show what would happen if we did a lighted intersection, so we know that if we need to do a lighted intersection, that it would fit and work in this area. There is a deceleration lane that is already accounted for, it is not striped, but it is accounted for, to take a right into our project. So, we did look at high numbers when we went and did our original entrance. Mr. Baskerville stated to add to that; we had probably done 15 concepts by that time, so we had Steve Pernaw look at all of them. The megastores they used to build, hotel conference rooms, hotels, car dealerships, and he picked the highest flows from all of them to come up with two lanes leaving the site, one for left- and one for right-hand turns, a 15-foot entrance lane, with a boulevard island in between them. So, we tried to leave enough width to cover the highest flow situation. Ms. Weiss stated that's right because we would be restricted in the future with the culvert that we put in. We wanted to make sure we had enough room if we had a big development to fit. Mr. Baskerville stated and while the State was doing that part of the highway, we hired the same contractor, we had the deceleration lane built at that time, so that is already installed as part of that entrance design. Ms. McGinley stated to answer some of my other questions, because I know when the State was doing this road, a lot of the things that you are talking about were raised. Mr. Baskerville responded and at the time a lot of their studies had these changes that were going to be so massive that you didn't have actual flows of what the volume was going to be, they were predictions. So that is one reason why the expanded scope of the traffic studies goes out and I'll measure what the real volumes are and how do they compare to the predicted flows. A lot has to do with stacking distances for the different left-turn lanes and

right-turn lanes and deceleration lanes of how many cars do you need for the stacking distances. Ms. McGinley stated you should talk with Southern NH Regional Planning Commission. I know that they were looking at this at the time that the highway was being changed. Mr. Baskerville responded they were at the scoping session, and they had a lot of comments regarding timing and funding of the project and other intersections. That is one reason why I think the State had us go so far north to do studies further north and we planned to see what type of stacking distances they will need for their driveway designs. So, it is a pretty comprehensive study. As was mentioned at the time, there are so many options there, there were 15 different options. The State didn't want to give us a blanket approval, so they said pick something that will never be built. In some of the studies you will see we talk about a funeral home. They gave us an approval for an extraordinarily large funeral home, so that no matter what we did, we would have to come back and talk to them again, and we have to go and get a revised permit from the DOT. That was our fake project, something that they knew would never get built.

Ms. McGinley asked can you talk about what is across Route 3 from this? Ms. Weiss replied Iron Horse Drive at the very bottom of the hill there where I think it is Hampshire Green Apartments and then Blue Bird Storage is there as well. The left side as shown, which was the CCT (Car Components Technology) building, and I believe there is one more building over here. It is a fairly small road; it doesn't go down very far. Mr. Baskerville stated there was a house at the corner and some others. I think the CCT owners now, or before they sold it, bought those houses. I think those have been purchased by them. CCT is on the left as you go down, and then it curves into what is now Hampshire Green. I think it used to be called Iron Horse Apartments. Ms. Hebert stated I think the Heritage Trail too is accessed off from Iron Horse Drive. Ms. McGinley asked have you made inquiries as to whether you have likeliness from the State to be able to put a right-in, right-out, left-in, left-out to have more access? Mr. Baskerville replied that was discussed at length, and it is all going to come down to traffic numbers. They have their formulas. Traffic guys really go to decimal points, look at the numbers, projected numbers, and if it's got a certain number, you have to do it, if it doesn't have that number, they won't let you do it. So, all the stacking distances will have to be looked at again as part of the study.

Acting Chairman Newberry stated if there are no other immediate comments from the Board on the site, let's talk about waivers.

Attorney Cleary stated the applicant and Mr. Baskerville asked me to present on the waivers that we need for this particular proposal. We submitted a written summary of those waiver requests that hopefully you have received dated November 6th. We sort of have two overarching factors that we considered when we made this presentation on the waivers. One is the existing housing shortage that you are all aware of and that we keep hearing about, especially over the last couple of years. It seems to be fairly dire; I have been hearing on the radio, there are articles coming up to my office monthly that talk about the need for housing, in particular affordable housing. So, it seems to be sort of a real requirement, a real factor to look at as you consider our waiver requests. The second factor we looked at was this particular layout, this property, how it sets up with the brook involved and the fact that you have the narrow-buffered entrance off from Route 3 and then the larger developable area towards the back. It does seem to suggest as they proposed a commercial front with residential to the rear.

Attorney Cleary stated our first waiver request talked about the workforce housing, which is permitted, but you have your 12 units per building, and we are proposing 54. We saw this as more of a campus setting. This property, if you have retained the buffers and the brook area, the larger buildings make some sense. It is more economical to build, especially when you are talking about affordable, which they are proposing, your waiver requirements suggest we should address environmentally acceptable proposals and larger single buildings are easier to heat, cool, electrify, and otherwise deal with than multiple smaller buildings. Again, the density issue was important to the applicant because of the need for this housing at this time. We see workforce housing and housing generally as being encouraged both by your Master Plan and by the State of New Hampshire. Governor Sununu has been talking about it, the various departments have been pushing it, and we are trying to bring a proposal forward that really meets that need and we believe that this works, particularly that we have added the elderly housing component to one of the buildings; that was intended to also sort of give a diversity to the housing proposal and create a new housing proposal for all ages, not just one certain group, which, again, is contained within your master plans. Given the property layout, the need for housing and workforce housing, we believe the 54-unit buildings are workable, feasible, they do have some benefits in terms of economies and environment, they are easier to construct, and despite the desire for the 12 unit buildings, this setting, this layout that they have proposed, is attractive. There is space, there is an open walkable concept to the proposal met by this development.

Attorney Cleary stated the second waiver we have asked for has to do with the limitation on abutting Route 3 or the FE Everett Turnpike. As we point out in our summary, your Performance Zone is substantial along Route 3. By this limitation we calculated you cut out almost 80 percent of the Performance Zone for this type of housing and the number of available lots left to the north in the Performance Zone are minimal and wouldn't come close to allowing for the types of needs for housing that the State is clamoring for. This proposal allows the housing in an area on a lot that is amenable to it. It has ample buffers, it has ample setbacks from Route 3, they have retained the buffer along the FE Everett Turnpike, so it really fits in this area. If that was the requirement for not wanting housing along those two thruways, I think this concept addresses that. I don't think you will even see the housing from Route 3. Ms. Weiss stated nobody will see it from Route 3.

Attorney Cleary stated we had another waiver request on the height, but Mr. Connors tells us that that doesn't seem to be necessary at this time, so I won't address that one.

Attorney Cleary stated there is another waiver required to allow elderly housing in this zone. It is not permitted but it seems to fit within the overall concept they are proposing, with one of the buildings for elderly housing, and that would allow even more diversity to this neighborhood. The goal of the applicant really is seeing this as a community, as a bit of a neighborhood the way he has designed it, and with the Bedford Master Plan talking about housing suitable for all ages, including affordable housing, we propose the concept of elderly housing in one of the buildings. It doesn't overwhelm the project, but it has some of the benefits that we are all aware of with elderly housing, minimal impacts on schools and such. We don't see any downside to including that type of housing in this particular project. There are a couple of other factors that suggest elderly housing is appropriate. You will have potentially the medical office buildings within walking distance, the coffee shop and the marketplace behind all available as onsite amenities for

elderly or an aging group of citizens.

Attorney Cleary stated your other limitations on the height of an elderly housing building; I know you have been discussing that with Mr. Baskerville. The reason for this height extension is that the parking underneath adds some additional footage to that height, and we felt that was appropriate. Firstly, your ordinance calls for covered parking, but in addition, as one ages, covered parking becomes more important, it is a little safer, it is a little easier, and would be helpful particularly to that type of resident in this development. We don't think the height is so extreme that it would cause any significant issues and its benefits outweigh its detriments. As they suggested, the elderly housing is an indistinguishable building among the other five, the concept being create the community where there is no real separation of any particular age group and that may be better for the neighborhood as a whole.

Attorney Cleary stated the next waiver we requested was with the number of covered parking spaces for the project. There are 216 required and 168 proposed. We placed all of the covered parking beneath the buildings and made that as convenient as possible for the residents. Rather than construct some additional covered parking, we thought this particular project, the way it is set out in the campus atmosphere, lends itself to the waiver and leaves things a little bit more open and airy for the potential residents.

Attorney Cleary stated the final waiver requested is with respect to the steep slope areas and that stormwater discharge we talked about. I wasn't aware until tonight how steep the brook is in most places. If the site is as flat as the engineers tell us, then the drainage needs to flow in the right direction and we believe any harm foreseen by your ordinance can be mitigated by proper stormwater detention, so we would ask for a waiver just because the site doesn't really allow any alternatives to that, and the engineers can provide all sorts of detail that make you comfortable that there won't be any environmental impacts by that stormwater discharge.

Attorney Cleary stated that is a summary of the waiver requests. I am happy to answer any questions or provide additional information as you may need.

Acting Chairman Newberry stated this to me appears to be a pretty intense proposed use in density and scope. I think the two waivers that relate to housing in the Performance Zone are the ones that I am most concerned with. We have already heard that access for that density is a concern, fire exposure is a concern. I think I would be more inclined to support a waiver for a little lower density. I would also be very interested in the fiscal impact study. In short, to support the two key waivers, which are residential uses, to my mind, you are going to need to really justify it, and I don't perceive that a perceived market need is a justification for it. For me to support it, I am going to want to hear how this addresses the concerns the Board has already raised and why this particular density is in the best interest of not only the Town but of the potential residents and citizens of the Town. As it currently stands, I am not really too keen on supporting those key waivers. Attorney Cleary stated as a brief response, Mr. Chairman. There is always a little bit of a divergence between maybe a general need, and I think it is a need rather than just a desire for housing for our young people and also for our retiring people, in this particular case, this project was really designed to meet that need. I know it may seem overly dense, and I am sure we will look at that, but we saw it as a quite strong need. The economic

benefits to the Town of Bedford, not just from the property value increases based on the development but the buying power and purchase by the residents, their economic viability throughout Bedford would also be a benefit that is beyond maybe just focusing on housing layout. Acting Chairman Newberry stated I wouldn't categorically disagree with that, but I also think that typically someone requesting a waiver is addressing a requirement and coming to the Board and saying we are addressing this requirement, we are a little high or we are a little low, but what this seems to strike me as is more we don't want to deal with this requirement. To do what we want to do we have to eliminate this requirement and that is why I say that I am going to be looking for real support of why we should, or at least why I am going to, support the waiver. Attorney Cleary responded understood.

Mr. McMahon stated we often see on the Board a waiver for covered parking and uncovered parking. I am not an expert on this but there seems to be very little maneuver room. If you get snow, like we are probably going to get every year, do you believe you have sufficient area to maneuver around with people parking, not parking, being able to collect the snow and get it to an area where it will be far enough away from the wetlands or mitigate what you are going to do with the snow that is piled there. You don't exactly have a lot of room there, do you. Ms. Weiss responded I do show snow storage on the site plans along the main entrance drive. One of the comments from VHB in our first round of design review was more snow storage areas. I show some here, I have some along the back property line here, some along here, and I have snow storage along the back as shown. These aren't near the wetlands so the plows would plow this way and they would pile and plow this way and they would pile along the edge of each row. We also have some here in this corner and along this here, they would be plowing from each direction and this is actually on the hillside, so it wouldn't get to the wetlands over here. There would be a hill here in between the two so as not to go towards the wetlands. The areas for snow storage where they can plow, and I do have a note, which I think is on the cover sheet, that says excess snow would be trucked offsite. Usually we have a note on there about a green snow certified person who plows, and they usually know what they are doing. They have to go through a course and such. Mr. McMahon stated for the years where you will pile, when you go to the Conservation Commission, you may want to discuss mitigation as it melts. Ms. Weiss responded okay.

Mr. Fairman stated I would like to just agree with the Chairman's comments on what I am going to be looking for. I want to know why this development is good for Bedford, not just good for the owner or good for the developer, why is it good for Bedford. I am particularly concerned about the number of 2-bedroom apartments. I don't think in recent times, at least that we have approved, any apartment complex of any place near that ratio of 2-bedroom apartments to 1-bedroom and/or studio apartments. That is a major concern to me, but that will, I am sure, be detailed in your fiscal report analysis.

Councilor Bandazian stated the only thing I would add is if it is the applicant's position that it is impossible to do anything else with this property. I guess I would like to see addressed the three major projects on Harvey Road that have been completed, one in the process of completion, and the several other site plan changes, the expansion to Flight Coffee and new exercise club right on Harvey Road. I guess in granting any waivers I would need to hear why nothing else can be done with this property in a way that takes into account what is happening on the street next

door.

Acting Chairman Newberry stated I think it was also mentioned earlier in terms of the staff report Pages 6 and 7, the bulleted items on there. I think it was stated that there was some concern as to what extent those have been addressed. I would just reiterate that. I think that those six bullets, we have touched on some of them, but I would expect that a subsequent conversation/discussion would be sure to pick up each of those. Ms. Murphy stated if I could piggyback on that; particularly for me at least the impact on public safety resources and how we plan to address that.

Acting Chairman Newberry asked for any further feedback from the Planning Board.

Ms. McGinley stated I have a question on the possible additional road that would access to this site in the event that there is something that happens. You only have one entrance and if there is a problem at the site due to something offsite, there is no other way to go. Ms. Weiss responded that is what this crossing is here for; this is the emergency access. If something happens on the other side of the site by Route 3, they could come through here and exit through the marketplace. Ms. McGinley asked you have permission to do that? Ms. Weiss replied yes; for emergencies obviously if something happened. They are not going to be able to use it on a day-to-day basis unless it is an emergency. Ms. McGinley stated having that prepared and submitted to the Planning Board is going to be really important. Ms. Weiss asked having the easement ready to go? Ms. McGinley replied yes. Ms. Weiss replied okay.

Acting Chairman Newberry stated I thought I heard earlier also that the applicant doesn't want to do Harvey Road because it is hard. Ms. Weiss replied it is wide. The crossing there is very wide because the area here is ponded. You can see from our section, but we didn't do on the opposite site off from our property, it is wider here than it is in the other two locations. If you were going to put in a culvert, it would have to be very wide, it would actually have to be a bridge at that point, so it would cost a lot of money, so that is something that has to be thought about. I know the cost upfront for the front access was like a half million dollars or something like that, so if we were putting in something bigger here, that is something to think about. Acting Chairman Newberry responded I understand all of that but it is a way of providing more than one access.

Mr. Baskerville stated I think I heard the Board suggest a possible site walk. I am one of those people that believes we will get snow this winter, so I think it would be good to go out and take a look at both of those and sooner may be better than later. To see those firsthand just helps a lot to see the layout. Acting Chairman Newberry stated I think a site walk would be a good idea. Mr. Baskerville stated there is a parking area now at the front entrance, there is a crossing across the one intermittent stream, so it is fairly easy to get into the whole site from South River Road. I would be glad to host a site walk so you can go out and see where these crossings would be and to see them firsthand is just so much better than us trying to describe them. Acting Chairman Newberry stated I think staff could probably coordinate that, and if we can coordinate something before the significant snow flies, that would probably be better.

Mr. McMahon asked have you ever considered when you make a development that you construct the amenities prior to the apartment buildings? Mr. Baskerville asked being the clubhouse and

things? We can certainly suggest that to the owner to have them go in in the first phase.

Acting Chairman Newberry stated I will ask Ms. Hebert and Mr. Connors; are there any items that you had picked up on that we have not touched on this evening. Mr. Connors responded the one I am thinking of while looking at the plan now is that the Fire Department had mentioned they will need to see the turning radius for their largest vehicle to make sure they can make the turn to access the emergency access. It looks a little bit tight. I can give you the details for their largest vehicle. Ms. Hebert stated as that emergency access road crosses into the Sebbins Brook Marketplace, it is a tight turn. Mr. Baskerville responded we can do that.

Acting Chairman Newberry stated I will ask the presentation team, is there anything from your perspective that we haven't touched on. Mr. Baskerville responded I think we are good. We have a lot to work on.

Acting Chairman Newberry asked what is the Board's pleasure in terms of whether we continue the design review process or whether we close that? Ms. Hebert stated we should do public input first.

Acting Chairman Newberry asked for comments or questions from the audience.

Kathy Shartzter, 7 Roblin Road, asked could you just explain if there are any differences internally to the building for the 55+, or is it exactly the same just age restricted? Mr. Baskerville replied right now we show a building just the same. It will have an elevator to all floors, only we didn't discuss, while you enter at the parking garage level, there would be a lobby at the parking garage level. If you park under the building, you don't have to go outside in the weather at all. The elevator would go to all stories, your mail boxes are on that first level, so your lobby would actually be on the parking level, not on the first floor, and all of the buildings would be the same. Acting Chairman Newberry asked will those be assigned parking or free-for-all? Mr. Baskerville replied they will be assigned. Mr. Fairman asked what about the workforce units? Will they be the same as all other units and will they be a cross-section of the type available? In other words, is it going to be 25 percent of the 2-bedroom, as well as, 25 percent of the 1-bedroom? Mr. Baskerville replied I know that the physical layout of them has to stay the same. Whether it has to be 25 percent 1-bedrooms or 25 percent 2-bedrooms, I never really addressed that. I would assume it does. Within the unit there may be a fireplace in the ones that aren't affordable, they may not be in the affordable units. I think within the units there are going to be some changes, but they will be the same size units. Ms. Hebert stated there is a minimum number of 2-bedroom units that you have to provide for the workforce and that is 50 percent.

Ms. Shartzter stated I just have a question for my own understanding. If the buildings are all the same, why do we restrict one building to 55+? Is it just a number of apartments? Could they be spread out? My concern is if each building is lacking covered parking, like each building is a little short, in my mind if you are attracting 55+, that is something that is going to be more important to that age group and you even mentioned that is safer. Is it just a number of apartments that are going to be 55+ and why would we restrict them to just one building? Mr. Baskerville responded I think there are federal anti-discrimination laws that I don't think we are allowed to spread them out throughout the buildings. I think they have to be in one building, we

will have to make it a separate condominium association, it may even need its own condominium lot that there are federal laws that you can't discriminate due to age. That means that we can't control it in most of the buildings at all. The reason they have to be one building is it has to be a separate business entity to meet federal laws.

Ms. Shartzer asked could you describe that green space? In terms of its size, is it as big as ballfield, is it like a Little League size field? I am trying to see about the size of the pool but is there anything you could tell me about that size. I am concerned because this is isolated. You say it is very buffered but that is isolating. It looks like this is the green space for everybody, and I am thinking 400-500 people. Just so I can get a sense of how much green space there is. Ms. Weiss replied it looks like it is about 240 feet x 240+/- feet. I didn't do the square footage. An audience member stated it is about the size of a football field. Mr. Baskerville stated and the intent for that is he asked us to provide way over Town minimum landscaping, a very generous landscaping package. The actual details we have not done yet. We wanted to do drainage and some of this first, but he has done other projects in town, I think one that is called Rose Hill and a few others, that he is very proud of, and he wants this to be better than that. He really wants this to look outstanding, be very friendly and something to be proud of and we plan on following his instructions. Acting Chairman Newberry stated I think on that note you may also want to look at if there are other spaces which could be utilized for common use or recreational use within the space that you have there.

Craig Shaffer, 49 John Goffe Drive, stated I have a couple of questions. One of them is I would ask that the Board ask that studio apartments be included in the analysis for the school impact. I have heard a lot of concerns about fire safety, which I agree with, but I think the Town has spoken before that our big concerns are the impacts to the school system. There was another group of apartments put in, I think they estimated it at about 0.4 students per building, which for these apartments would work out to I guess 70-80 kids, something like that. Obviously you will have a full analysis, but that is a lot of children. I am not sure which group these are going to be in or whether you are going to rezone the district, but that is a lot of children to be in the school system. So, I would ask the studios not be sort of ignored. They need to be included.

Mr. Shaffer stated my second point is a bit of a question. The Performance Zone, I think, was not intended for residential use; it is actually intended for mostly commercial use and then there is an exception for workforce housing. I am not sure if I am correct on that, but I think I am. This appears to me, and I think it was mentioned by the Board last time, that this really appears as a residential development with a very small commercial presence. There are just the two buildings in the front that are fairly separate, so you kind of have this residential section and you have this commercial section, and I don't think that really meets the intended use of the Performance Zone. I think it was meant to be more of the Market & Main original strategy where you have sort of everything together perhaps, so I would like to see that addressed potentially by the design review.

Mr. Shaffer stated my last point is density. I think the Town voted pretty strongly against the Board's recommendation for capping the density at 12, so I would like to see that the Board uphold the density that the townspeople voted for and not grant an exception for a waiver that increases that density. I think the buildings are quite large, and they would be the largest in

Bedford based on the fact that our Fire Department can't even service these buildings. So, I don't think we should be granting a waiver for that. That is my opinion. Mr. Baskerville stated a quick clarification. We will count every bedroom toward the fiscal impact study, but we are not proposing any studio apartments. They are all 1-bedrooms, we are actually requested an average square footage for the apartment sizes that is very large, much larger than typically provided, and the architect is still working on refining those. So even the 1-bedrooms will be significantly larger, even workforce units, than what you would typically see in town, but everything will be included in the study. Acting Chairman Newberry stated I think you also want to reach out to the School Department. I don't think there is anything on the site plan that addresses how some number of school-aged children would be picked up. I think that is an issue that you are going to need to take a look at.

Steve Clough, 5 Hunters Road, asked they said there is 10,000 square feet that is going to be filled wetland? Ms. Weiss replied yes, about that. Mr. Clough asked and there is no mitigation to create any wetland? Ms. Weiss replied I believe there is a threshold, 10,000 square feet, for when mitigation is required, we are still working on that; we haven't submitted our application yet to the State, we are still doing the final design of the crossings to submit. We will know more once we actually get to submit to the State. Mr. Clough stated and the gentleman mentioned that the wetlands are already impacted; that is never an excuse either at the State level or the federal level. You don't say because wetlands are impacted, it is okay that we impact them. You don't have two or three wrongs to make a right. Do you know what I mean? So that is my comment on the wetlands. I gather the Conservation Commission is going to sign off on this? Acting Chairman Newberry replied the Conservation Commission is reviewing the proposed designs.

Mr. Clough stated and my general comment on another note. I also see this as a really isolated apartment complex, and I am asking myself, if I was a young couple, would I want to raise my kids here and the answer would be no. I don't see the quality of life there. I kind of agree with others who feel this is really isolated. It is trying to fit a square peg into a round hole.

Mr. Baskerville stated I think I forgot to mention this before; early on, even when we were predicting hitting that first wetland by the highway, we did go ahead and had a pre-application with Army Corps and Wetlands and Fish and Game up at DES. We have already reviewed this with DES. Some of our drainage structures will probably become wetlands, but we are not counting any of those. At the 10,000-foot threshold, I believe, this State would require a contribution to an in-lieu fund, so they don't want you to create wetlands, they want you to cut a check. It may be below that, because I am not sure whether the previous impact is counted or not, I am kind of guessing it will be, so we probably will have to do what they call an in-lieu fee to the State instead of creating wetlands. And as far as being isolated, the owners look at that as a strength. They look at the majority of these people coming in from the FE Everett Turnpike right at those exchanges. The State agrees; that is why we studied both of those interchanges. They think the majority of the people leaving this is going to take a left-hand turn and head south, go down to Boston and points south. So, I think a lot of this will be attractive to people who are coming in from the FE Everett Turnpike, so they look at that not as an isolation but as a strength being on the far southern edge of town and having that excellent access to the turnpike.

Becky Soule, 327 New Boston Road, stated I just would like to make a couple of points tonight. First of all, I would like to say I appreciate some of the comments from the Board members speaking up and telling the developers that the scope of the project is probably too large for the zoning in that area. I also would like to remind the Board and probably the development team that the size of the development is not allowed in the planning zone per new zoning recently voted in by Bedford residents. What is allowed is 12 units per building and no frontage on Route 3. We ask that the Board consider granting no waivers for this or any of the other apartment developments that have recently been presented to the Board. We already have a few apartments going up behind Whole Foods. Some have said that voters were tricked into voting in this zoning or perhaps did not understand what they were voting on. I offer that Bedford residents knew exactly what they were voting on. The vote was to preserve the charm of Bedford, or what is left of the charm. Sure, Bedford is a large town, but we are not a city, yet every large, high-density project moves us further away from a town feeling and more towards the tempo of a city. Our emergency services are overwhelmed by the speed and scope of development. A practically new high school is filled to capacity, all courtesy of poor planning. Bedford residents ask that that Board members enforce the zoning we recently approved and grant no waivers on this or any other projects.

Michelle Ditomaso, 6 Col Daniels Drive, stated I moved here 21 years ago. Bedford was a small quiet town, not much around for shopping and restaurants. We moved here for the schools knowing nothing was within a 5-minute, 10-minute drive. The only thing I was hoping for was a high school. That came eventually after a few times being shot down. Back then it seemed hard for residents to obtain variances that bylaws in neighborhoods restrict and maintained. Fast forward to now; what happened. Over the years I voted for what the Planning or Zoning Boards recommended. The language was hard to understand and with a swipe here or wording change there, I always thought you had the Town's best interest at heart. I have learned some of you don't, although tonight I like what the Board has to say. The overbuilding has become more than an eyesore. My taxes keep going up. The schools were overcrowded before the high school. I remember in Peter Woodbury there were classes being held in the hallways. With the high school and middle school being built, that alleviated some of the overcrowding because the students were shifted. If we aren't at capacity now, we soon will be with all the new apartments approved and the new applicants being pushed through. I have talked to the School Board and they say to talk to you. I have talked to you and haven't gotten an answer. What happens when the student capita is greater than what these apartments are paying in taxes? What happens next when we are at capacity? Is it a wait and see? How about slow it down or stop it altogether. This land was put up for sale, someone bought it, why does that make it our problem to waiver the variances when the rules are set, and the builders don't want to build to the Town's variances. Say no to them. You are ruining this town, traffic is jammed across South River Road now and it will get worse. The motto of live, work and play doesn't work here, which he clearly stated. If you traveled south in the morning, the traffic is horrendous. People living here are not working here. They are driving south, they are going to Massachusetts where the jobs and the wages are greater. The steady flow starts at 5:30am, I have witnessed it, until about 9:00am. Come up north on Route 3 at rush hour; it is a nightmare to get home. Even the back roads are all packed trying to get home. I work in New Hampshire, so I am not the one traveling out. If you can't stop the building, please enforce the rules that are in place. Please consider safety concerns, fire, police and crime, drug use. These are real concerns and property tax

concerns. Protect our town. Bedford has outgrown itself and approved projects haven't been completed and some not even started. I also say hold onto your property because the way things are going maybe we can put a school in its place.

Debbie Ekland, 15 Rosewell Road, stated I came to the last meeting when they were proposing everything with Market & Main and pulling everything apart then. I have been here for a little over a year and my daughter is in an elementary school that I think is very jam packed, and with all of these apartments potentially coming up, you first were talking about the elderly how that is not really having an effect. Okay that is fine, but the elderly still needs a place to go and they should not be in an isolated place, that is number 1. Number 2, basically there are going to be a lot more children in these apartments, and in studio and 1-bedrooms people are going to be fitting more than the allotted two people that you would think would be in an apartment because they want to be in the School District and they want to come here, as many of us have moved here for. I have also been involved in some of the School District things and been told come to the meetings, come to the meetings, so here I am at a meeting. I also want to know with the elderly housing, once it is established as an elderly 55+, is that going to be changed later on to then we are now going to make it into this because we don't have enough elderly and I want to know the rules on that. Also, I am concerned about picking up the children, the safety of the children, the buses. How they are going to get in there? I am concerned with overcrowding, and if we keep getting overcrowding and having numerous people living in a 2-bedroom apartment, you are talking about it is going to have more square footage. What is the square footage, how many beds are they going to be able to fit in? People want to get what is best for their children; we all want to give them more than what we had. So, if you have all of these other families coming through, it needs to be thought about, the impact it is going to have on our schools, because it is already getting filled to capacity. I have been here for a little over a year and I am already seeing it in an elementary school, and I am already seeing different things. I have been hearing things about the high school level, so if we are going to have all of these other children, all of these other families coming in, we are going to have to put up another school. All these different things need to be thought of, and I don't think that the elderly should be isolated.

Acting Chairman Newberry asked for further questions or comments from the Planning Board or the audience. There were no further questions or comments at this time.

Acting Chairman Newberry stated I think you have heard some real concerns this evening that are going to need to be addressed. I think it is obvious, but I will state that I think you are having to assume some risk that this ultimately gets approved. It may or may not, would be my guess at this point. It will depend a lot on, I think, how you are able to address some of the concerns that have been raised in this evening's discussion, as well as earlier discussions.

Acting Chairman Newberry stated we need to address the issue of whether we continue the design review process, and I think we need a formal vote on continuing or not continuing. Ms. Hebert responded yes.

Acting Chairman Newberry asked what is the pleasure of the Board? Do we need to discuss continuing or closing it? My opinion is we need to continue the review process. I think there are a number of significant issues here that are going to need a lot more clarity and detail than we

currently have. That is my take on it. Councilor Bandazian stated I agree completely. There are far too many unanswered questions. Ms. McGinley stated as do I.

Acting Chairman Newberry asked does anyone want to make a motion? Councilor Bandazian asked is there a time certain or a date certain that we would be continuing this to? Ms. Hebert replied that would be a question for the applicant. I would recommend more than two weeks because it is very hard to turn plans around in the 2-week timeframe that we have between now and the next regularly scheduled meeting. Mr. Baskerville stated in talking with my consultants, I don't think they would be ready to present traffic or fiscal studies in December. Is the first meeting in January a reasonable request? Acting Chairman Newberry asked do we need to set a hard date now? Ms. Hebert replied you don't need to set a hard date. We can re-advertise and re-notify the abutters when you are ready. Acting Chairman Newberry stated I would rather see you take the time you need. Ms. Hebert stated it sounds to me like the Board wants to hear more than just a continued discussion based on tonight's plan where you have your traffic consultant come in. You are looking for broader design changes to the layout, just to be clear. Acting Chairman Newberry stated that is a good summary. Mr. Baskerville stated my traffic engineer said he wouldn't be ready for a December meeting, so I am okay with scheduling a January meeting or coordinating with you in the future. Both of those are fine with us. Ms. Hebert stated we can set it for January but also re-notify the abutters. The first meeting in January would be January 13th.

MOTION by Councilor Bandazian that the design review discussion with Circle Drive Associates, LLC c/o Robert F. Smith, Sr. (Owner) regarding South River Road and Harvey Road, Lots 35-98-5 and 35-98-40 be continued for further discussion with the applicant with the benefit of additional consultant reports on January 13, 2020. Mr. McMahon duly seconded the motion.

Acting Chairman Newberry asked if we set a date, is that adjustable as need be? Ms. Hebert replied it is.

Acting Chairman Newberry called for a vote on the motion. With all Planning Board members voting in the affirmative, the motion carried.

Councilor Bandazian stated with regard to a site walk, do you want to send around a notice to Board members? Ms. Hebert replied yes.

Mr. Fairman stated we did receive a communication in writing about this project from Kristin and Matthew Austin, who also expressed their opinions about what is going on. The correspondence from the Austin's will be attached to these minutes.

VIII. Adjournment:

MOTION by Ms. Murphy to adjourn at 9:33 p.m. Councilor Bandazian duly seconded the motion. Vote taken – all in favor. Motion carried.

Respectfully submitted by
Valerie J. Emmons