October 1, 2014

Alex Weinhagen
Director of Planning & Zoning, Town of Hinesburg
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10632 Route 116
Hinesburg, VT 05461

Dear Alex,

Thank you for all of your time and efforts in assisting our group on our endeavor to continue pushing ahead with this important project. We feel strongly that our collaboration will help to create a project that we can all stand behind and be proud of.

Per our discussions, in lieu of an overview narrative of the project, we are including this point by point discussion of the Board's findings dated August 27, 2014. Our discussion will be centered on the proposed changes to the project based on those findings and the input of town staff in a design meeting that was held on September 10, 2014. We are looking forward to presenting these changes to the Board at their earliest convenience.

Best Regards,

Benjamin D. Avery

Please see our responses on the following pages:

The proposed development density represents a maximum residential build out scenario. Maximum residential build out in the Village NW district is consistent with the density provisions in sections 2.4 and 2.9 (Zoning). The number of residential dwelling units proposed is in keeping with these density provisions. The number of dwelling units is also in keeping with the intent in the Village Growth Area (section 3.1), the purpose statement for which calls for development densities to be high relative to the rest of Hinesburg, to be maximized to better realize the Town's overall "smart growth" strategy, and to serve as an incentive to promote the creation of affordable and moderately priced housing.

Agreed

One of the central problems with this sketch plan is that too much residential and commercial use is concentrated on the eastern portion near Route 116, with the vast majority of the developable area occupied by a lower density single-family neighborhood. The purpose statements for both the overall Village Growth Area and the Village NW district are abundantly clear about the need for a vibrant mix of residential, non-residential, and civic uses. Although the proposal includes substantial amounts of each of these use types, they are not mixed as envisioned in the regulations. Due to the segregation of uses from east to west, the plan provides little to no reason for the wider community to visit and spend time in the central portion of the development. This directly conflicts with the stated purpose in section 3.1.

In a design exercise we spent a substantial amount of time working with Town Staff to alter the core site design and general traffic flow of the project. We followed the Board's directive (with Staff's assistance) in creating a "Main Street" effect of mixed uses and scale along the core North/South road in the center of the development, including a common "green" that is surrounded by a variety of uses and is also welcoming to the general public. Furthermore, we have taken the opportunity from this shift in design to create a greater mix of uses throughout the entire Eastern portion of the project.

The sketch plan shows a problematic east/west divide with the only true mixed use area located along the Route 116 frontage. This area between the easterly north/south road and Route 116 contains approximately 134 dwelling units and 53,200 square feet of commercial space (88% of the dedicated commercial space). This portion of the project is focused on the Route 116 frontage and associated frontage roads and/or parking lots rather than the two interior north/south streets. This is counter not only to the purpose statements for the area, but also to the special design guidelines laid out in section 5.22.4 #3 (Northern Gateway Area Design Guidelines), which call for the creation of more traditional and vibrant village streetscapes on new street networks outside of the Route 116 corridor. These regulations envision a traditional village streetscape with mixed uses on the interior street network. This vision is further supported by the future "West Side Road" shown on the Official Map, which per section 3.2 of the Town Plan was

envisioned to provide access to additional lands for higher density development as well as alternate corridors for local traffic. Rather than inviting activity and commerce into the central portion of the development, where new local roads are proposed, this sketch plan keeps too much commercial activity along the Route 116 corridor.

The shifting of a substantial portion of the proposed commercial activity, combined with the reduction of density along 116 should provide for a more traditional "Main Street" type street scape along the West Side Road and be in concert with the design guidelines in section 5.22.4 #3, as well as section 3.2 of the Town Plan.

The Applicant's proposal to create one dedicated mixed use building (Building E) and two small "nodes" of potential mixed use (market driven – i.e., could be residential) does not guarantee the mix of residential and non-residential uses along the two north/south "main streets". Unlike the 53,200 square feet of dedicated commercial space near/along Route 116, the sketch plan only commits to a single building with 3,500 square feet of commercial space on the interior of the project. The other proposed mixed use nodes could be whatever the market dictates at the time of development – including purely residential. Leveraging Route 116 for commercial development makes sense, but not to the scale or with the exclusivity proposed in this sketch plan. The Village NW district was not created to facilitate 50,000+ square feet of commercial uses in a narrow strip along Route 116. Many of Hinesburg's existing businesses and most of the Town's nearly 100 home occupations do not require exposure along Route 116 to be successful. Expansion of these businesses would be well served by development in the interior of the project.

This has been addressed on the site design front in sections 2&3 of this response. As for the proposed square footage, the overall amount has been reduced, but more importantly, it has been broken down into more "village" sized components that is more conducive to smaller footprint business/home occupations, etc… Additionally, the design of the smaller mixed-use buildings can be an attractive investment vehicle for business proprietors through the diversification between the commercial aspects and the residential rental income from apartments in the proposed mixed-use buildings.

Economic development forecasting is difficult, but over 50,000 square feet of commercial space along Route 116 is unlikely to be needed in Hinesburg or occupied in reasonable time frame. Section 3.6 (Zoning) requires that non-residential space in a PUD in the Village NW district shall either be constructed first or concurrently with the residential space. The sketch plan's emphasis on Route 116 commercial space is likely to shift the focus of commercial development away from interior roads. This has the potential to encourage a pattern of strip development along Route 116 with nothing but a large residential neighborhood to the west.

The new site layout eliminates the concern of strip development and the new orientation and scaling makes the concurrent build out very feasible from a phasing standpoint. This also accomplishes the goal of the "village" feel of the project coming together in the early stages of development. The new proposed street grid effectively channels traffic down the main corridor of the project promoting the conceived vision and central access to all of the attributes of the development.

The proposed access plan is deficient without concurrent development of the eastern connection to Route 116 at the Riggs Road intersection. The Applicant is to be commended on negotiating an access easement arrangement across the KB Real Estate LLC property to Route 116 at the Riggs Road intersection. This needs to be one of the principal points of access to the development. The plan should focus on this point of access rather than the right-in, right-out access to Route 116 proposed at the northeastern corner of the property. The proposed right-in, right-out access is in conflict with section 5.22.4 (Northern Gateway Area Design Guidelines) of the zoning which states that the through function and capacity of this section of Route 116 (shall be retained) by limiting access points to a small number of key 4-way intersections reflected on the Town's Official Map, and currently envisioned at Commerce Street, Riggs Road, and Shelburne Falls Road. This is further supported by the purpose statement of the Village NW district and section 6.1.12 Access Plan from the subdivision regulations which state, "A highway access plan for the tract of land to be subdivided shall provide for the minimum size and fewest number of safe points of access to any public highway ..."

This is a topic that we have discussed at length with Alex Weinhagen. For the record, we are in favor of participating with all of the stakeholders (Busier, NRG Systems, Town of Hinesburg and VTRANS) in the Riggs Road intersection and are at the table ready to discuss and commit with all of the interested parties. That said, the property that the intersection is on is not under our control. We feel that the Town Planner is really the best person to pull together the various interested parties and work toward a common goal as the Town has a vested interest in driving the conversation. For the purpose of this Application we have removed any dedicated access point (while creating provisions for 116 interface in the site design) and feel that this point is best addressed later in the permitting process giving all of the stakeholders time to weigh in and with the Towns guidance make the best decision for the location of the intersection. Much of this data will be flushed out in the traffic study that we are eager to commence with as soon as we are moving forward in preliminary. This is a priority for us as well as the other stakeholders.

The proposed access plan is also deficient without concurrent development of the southern connection to Kaileys Way and Farmall Drive. This road connection to the south across Patrick Brook is a critical connection between the Village and Village Northwest districts. The Applicant indicated a willingness to work with the adjacent landowner (Lyman) and developer (Milot Real Estate). Details could be worked out

later, during preliminary plat review, but development and phasing of the proposed project would need to be tied to the construction of this road connection.

We have had healthy conversations with Milot and are in agreement that this connection is vital to both of the projects respectively. It would be our intent to make this connection as a part of the initial infrastructure build out with Phase 1. We would concur with the board that having an agreement in place by completion of preliminary plat would make sense.

The Board sees no major flaws in the sketch plan with respect to the following planning standards outlined in section 5.1 of the Subdivision Regulations: 5.1.1, 5.1.2, 5.1.4, 5.1.7, 5.1.10. As a conceptual-level plan and review, these planning standards require additional consideration at later steps in any subdivision review (e.g., preliminary and final plat review) as projects evolve and more detailed plans are created.

Agreed

Subdivision planning standard 5.1.3 (cultural features protection). The size and scale of the proposed buildings along Route 116 in the northeastern portion of the property have the potential to interrupt a scenic view (to the west and southwest) from the high point on that portion of Route 116. Section 3.1 (Zoning) anticipates the loss or shifting of some scenic views as this area develops; however, it also anticipates that new view opportunities will be provided from the new public street network and other perspectives available to the public. Consideration of the views from the Route 116 high point is important given that the overall sketch plan does not create alternative scenic view opportunities from the proposed interior road network. This does not necessarily constitute a fatal flaw for the project; but does raise concern about the size, scale, and elevation of those particular buildings, which would need to be addressed at later steps in any subdivision review (e.g., preliminary plat review).

In addition to the repositioning of the mixed-use core to the middle of the site, we have redesigned the North Eastern section of the project to offer a much "softer" feel as you enter the village from the North. We have looked at the high point in the land just north of the Busier Property and created a design where the buildings in the view corridor are comprised of smaller scale residential housing that takes advantage of the topography and will help to preserve the view corridor from that vantage point on 116. The remaining commercial building in this section of the project is proposed as a single story structure and is located as far north as possible on the site, placing it off of the high point of land and closest to the existing corner lot at 116 and Falls road that will assumedly have a commercial use in the future. We have retained some presence of larger scale mixed use commercial/light industrial buildings further south on the 116 corridor adjacent to the Kinney Drugs building,

where these proposed larger buildings would have a reduced visual impact and will be in concert with the current streetscape on 116.

Subdivision planning standard 5.1.5 (compatibility with surroundings). Based on the configuration of lots, pattern of development, and site topography, the Board is concerned about the potential size, height, and massing of the two buildings in the northeastern corner of the project along Route 116. These large mixed use buildings (A & B) are located on the highest portion of the site, and must be carefully sited and designed so as not to overwhelm this portion of the northern gateway area. The compatibility of this project with its surroundings (section 5.1.5, Subdivision) depends on proper integration of these large buildings.

Addressed in Section 9

Subdivision planning standard 5.1.6 (transportation). As discussed above, there are substantive issues with the proposed access plan. As proposed, compliance with the transportation planning standard in section 5.1.6 (Subdivision) is problematic. Extension of roads to the east (Route 116) and to the south (Farmall Drive) is necessary to provide appropriate access and to ensure the project will not cause unreasonable highway congestion. Beyond access points, it should be noted that there is substantial existing traffic congestion along Route 116 during the morning and evening peak times. A comprehensive traffic study would be needed at a later step in any subdivision review (e.g., preliminary plat review) in order to fully judge compliance with this standard. Even without such a study, the Board concurs with the former Town Administrator's suggestion (February 3, 2014 letter) that construction of the project should be contingent on the State of Vermont completing planned improvements to the Route 116, Shelburne Falls Road intersection (currently scheduled for 2017 construction).

We are in agreement that the connection to Farmall Drive is a key element to the project (see section 7 response). We are also in agreement that the project approval should be conditioned upon the satisfaction of certain traffic mitigation measures. The applicant's traffic study will provide the information needed to measure the traffic impacts created by the project and the corresponding level of mitigation required to offset the impacts. The traffic study will be reviewed and approved by Vermont Agency of Transportation ("VTrans") in connection with the Act 250 permit process.

The applicant intends to address these mitigation requirements by either installing the required mitigation improvements or, where VTrans has an existing plan for intersection upgrades, the applicant will pay its proportionate share of the costs of the planned mitigation improvements to VTrans in accordance with Act 145 (effective July 1, 2014). Act 145 was recently adopted "to provide a mechanism to allocate the costs to mitigate the impacts of land use projects to the transportation system in a manner that is equitable." 24 V.S.A. § 6101. Because a mechanism exists under Act 145 for

the applicant to meet its mitigation obligation for future planned improvements (i.e., by paying VTrans its proportionate share of the cost of the improvements), because the applicant has no way of controlling when VTrans will proceed with its planned improvements, and because the project construction will be phased, we do not believe that it is appropriate to condition all of the project construction upon VTrans' "completion" of its planned improvements.

Subdivision planning standard 5.1.8 & 5.1.9 & 5.1.11 (water supply, wastewater disposal, municipal services). As noted in the Applicant's May 9 narrative, the project will have substantial impacts on the Town's water supply and wastewater treatment capacities. These are not grounds to deny the proposed sketch plan, but do warrant further review at later stages of any subdivision review (e.g., preliminary and final plat review) before compliance with these planning standards can be determined. These issues, combined with transportation impacts and the likely need for additional municipal infrastructure (e.g., planned fire truck, highway truck, etc.) will warrant a discussion of project phasing at any future preliminary plat review, should a new sketch plan be submitted.

Agreed on all points.

Subdivision planning standard 5.1.12 (energy conservation). The proposed lot layout does not provide maximum solar gain per this planning standard. Although this subdivision planning standard is advisory, section 3.6 of the Zoning Regulations clearly requires that projects in the Village NW district be "designed, sited, and constructed to take advantage of passive and/or active solar energy resources…" As such, the project will need to implement the proposed solar array or a suitable green home certification – preferably both.

It is our intention as indicated in previous hearings, that we will be applying both an active solar component AND energy efficiency rated homes enrolled with an Efficiency Vermont program, in order to meet the planning standard.