

Department of Community Planning and Economic Development - Planning Division

Certificate of Appropriateness
BZH-27416

Date: October 23, 2012
Proposal: Certificate of Appropriateness for New Construction
Applicant: Kelly Doran, Doran Companies
Address of Property: 413-425 Main Street Southeast
Project Name: Mill and Main
Contact Person and Phone: Kelly Doran, (952) 288-2002
Planning Staff and Phone: Aaron Hanauer, 612-673-2494

Date Application Deemed Complete: August 17, 2012
Publication Date: October 17, 2012
Public Hearing: October 23, 2012
Appeal Period Expiration: November 2, 2012
Ward: 3

Neighborhood Organization: Marcy Holmes Neighborhood Association

Concurrent Review:

1. The proposed development will require land use approvals approved by the City Planning Commission (CPC)

Attachments:

- Attachment A: Materials submitted by CPED staff –
 - Context map
 - Saint Anthony Falls Historic District map
 - Aerial
 - Images
- Attachment B: Materials submitted by Applicant –
 - Application
 - Project narrative
 - Marcy Holmes Neighborhood Association letter
 - Comparison Main Street SE elevations 9.11.12 and 10.23.12
 - Description of changes since 9.11.12 meeting
 - Revised plan set

Department of Community Planning and Economic Development - Planning Division
BZH-27416

CLASSIFICATION:	
Local Historic District	Saint Anthony Falls Historic District
Period of Significance	1858-1940
Criteria of significance	Architecture and Social Significance
Date of local designation	1971
Applicable Design Guidelines	- Saint Anthony Falls Historic District Guidelines - Secretary of Interior Standards for Treatment of Historic Properties

PROPERTY INFORMATION	
Current name	413-425 Main Street Southeast
Historic Name	Warehouse III and Manildra Hydroprocessing Building
Current Address	413-425 Main Street Southeast
Historic Address	413-425 Main Street Southeast
Original Construction Date	N/A
Original Contractor	N/A
Original Architect	N/A
Historic Use	Industrial
Current Use	Vacant
Proposed Use	Residential

APPLICATION BACKGROUND: At the September 11, 2012, Heritage Preservation Commission meeting, the Commission unanimously voted to continue the application two cycles to allow the Applicant to revise their drawings and accommodate Commission feedback. The vote was 6-0. In their deliberation, the HPC asked the applicant to address three items:

1. Increase the height variation of the building;
2. Carry the red brick down to the first floor of Envelope 4;
3. Reduce the visibility of the mechanical equipment on the exterior walls of Envelope 4

The applicant made eight exterior changes to the building in response to the HPC feedback.

- o Added a nine-foot tall, rooftop canopy to Envelope 1 to increase height variation of the building.
- o Envelope 4:

Department of Community Planning and Economic Development - Planning Division
BZH-27416

- Carried red brick down one floor to the second floor of the building;
- Reduced the size of the mechanical grills and lowered them to be no higher than four feet from floor height;
- Painted mechanical grills to match brick color;
- Changed window mullion color from white to dark bronze;
- Widened balconies to conceal mechanical grills;
- Finished the platforms of the balconies in galvanized metal and the guard rails in dark bronze; and
- Widened cast stone band to match balcony platform height.

In addition, the Applicant also made the following alterations:

- Modified the metal awnings on the first floor of Envelope 4 to have a greater connection with Warehouse I;
- Replaced the ribbed metal parapet on Envelope 3 with a brick parapet to better connect with the building below; and
- Added windows to the parking garage along Prince Street to increase connectivity to the building above.

BACKGROUND: The subject properties, 413-425 Main Street Southeast, are located within the Saint Anthony Falls Historic District and are part of the Pillsbury-A Mill Complex. The A-Mill Complex is one of three national historic landmarks in the City of Minneapolis. The proposed project is located on the site of the Research and Development Annex, also known as Warehouse III, and the Manildra Hydroprocessing Building. Both buildings are non-contributing and were approved for demolition by the Heritage Preservation Commission (HPC) on March 20, 2012.

SUMMARY OF APPLICANT'S PROPOSAL: The applicant, Doran Companies, is proposing a new, seven-story, 190-unit apartment building that will extend along Main Street Southeast between Fifth Avenue Southeast and the Red Tile Elevator. The proposed building design is similar to the Mill and Main Phase I building. Phase I, located at 501 Main Street Southeast, is a seven-story, 190-unit apartment building built in a U-shape. Like Phase I, Phase II is proposed to be differentiated by the use of varying materials to create the appearance of separate building envelopes. Phase I was approved by the HPC at the December 13, 2011, meeting and is currently under construction.

Building Details: The lowest two levels of Mill and Main Phase II are proposed to consist of parking and liner apartments along Main Street Southeast and partially along 5th Avenue Southeast. The parking area on the rear of the building has windows that are aligned with the floors above (the proposal that was presented at the September 11, 2012, HPC meeting had metal panels on the first floor that were slightly offset in location compared to the windows on the floors above).

Floors three through seven contain residential units. Many of the apartment units have balconies; some partially recessed while others extend completely from the outer wall. The units are proposed to have exposed louvers on the outside wall of many individual apartment units. The enclosed parking is accessed along 5th Avenue Southeast and Prince Street.

Envelope 1, located on Main Street Southeast and 5th Avenue Southeast, has a plum colored brick veneer with dark metal panels in the partially recessed balconies. The windows and window/door combinations in the outer bays extend the distance of the rough opening. The windows in the middle openings are shorter and flanked by a metal pane on the side and bottom. A nine-foot high canopy is proposed at the top of the building. The canopy is proposed to be constructed of a dark bronze metal panel and silver hardiboard.

Envelope 2 consists of a two-story, stone veneer platform along Main Street Southeast. The platform section is setback five feet from Envelopes 1 and 3 along Main Street. A terrace, that includes an outdoor pool, is proposed to be located above the platform. Setback behind the terrace 68 feet, the building rises five additional stories. The five-story portion of the building consists of a buff colored vertical metal panel on four floors and a dark bronze hardiboard on the top floor. The buff colored metal panels and dark bronze hardiboard treatments are also present along the Prince Street elevation.

Envelope 3 is proposed to extend five feet forward compared to the adjacent envelopes along Main Street Southeast. This section is built with a buff colored brick from top to bottom and contains the primary building entrance. The buff colored brick exterior is continued on to the Prince Street elevation. At the top of the building a wall sign is proposed that reads 'mill & main'. A projecting sign is also proposed to be located between the second and third floors (see sign details section below for more details).

Envelope 4 is located adjacent to the Red Tile Elevator. The exterior treatment of this envelope is seen on Main Street Southeast, 4th Avenue, and Prince Street. It is proposed to have a one-story grey cast stone base along Main Street Southeast and 4th Avenue (the proposal that was presented at the September 11, 2012, HPC meeting contained a two-story stone base). Plum brick would be used on the exterior on the upper floors. A horizontal cast stone band is proposed for each of the upper floors (the applicant increased the width of the band compared to their September 11th proposal). In addition, the windows on the upper floors (three through seven) are proposed to be horizontally oriented with eight lights. These windows are proposed to have dark bronze mullions (the mullions in the September 11th proposal were white). The other openings would consist of patio doors flanked by narrow sidelight windows. The patio doors would lead to projecting balconies. The projecting balconies are 11 feet wide (increased from 8 feet in the September 11th proposal) to help conceal the mechanical grills.

A concrete and stone building section connects Envelope 4 and Envelope 3 along 4th Avenue and Prince Street. This is an access point for vehicular parking. This section reads as two stories along 4th Avenue and one story along Prince Street due to grade change. It is constructed with an insulated precast concrete panel along 4th Avenue. Along Prince Street, the exterior materials are evenly divided between rockface cast stone and insulated precast concrete panel.

Envelope 5 is located on the Prince Street and 5th Avenue Southeast elevations. The primary exterior material is buff colored brick. A dark fiber cement panel is proposed for the top floor and for two bays of windows along both Prince Street and 4th Avenue Southeast.

Sign Details: The applicant is proposing two signs for Mill and Main Phase II. Both signs would be located on the Main Street Southeast elevation on Envelope 3.

At the top of the building a wall sign is proposed to be located on the parapet that reads 'mill & main'. The wall sign is seven feet tall, located 85 feet above grade, and is 152 square feet in size. Per the Minneapolis Zoning Code (543.70) wall sign size is calculated by calculating the area of an imaginary rectangle drawn around the sign elements.

The second sign is a 38 square foot projecting sign. It is proposed to be located 32 feet above grade. Both signs would be internally and externally illuminated; 'mill' would be internally illuminated and 'main' would be externally illuminated.

Setting Details: The footprint of the proposed building is in compliance with the joint site plan for the overall Pillsbury-A Mill Complex that was approved by the HPC at their August 7, 2012, meeting. The project site includes retaining the two Great Northern Railway Spur corridors serving the Pillsbury A-Mill, a mid-block spur corridor, and a Main Street Southeast spur corridor. Both are contributing resources to the Saint Anthony Falls Historic District and the Pillsbury A Mill Complex.

The building footprint is stepped in slightly to respond to the mid-block and Main Street portions of the Great Northern Rail Spur Corridor. The project includes interpretation of the rail lines within the Great Northern Rail Spur Corridor to match the treatment proposed by Dominion and approved by the HPC and CPC for use on the rest of the Rail Corridor in the Pillsbury A-Mill Complex.

The project also includes the completion of the Fourth Avenue connection through the Pillsbury A Mill Complex. It extends between the Red Tile Elevator and the proposed Mill & Main Phase II site. The tiered connection includes three interpretive pedestals for the three phases/eras of the Pillsbury A Mill Complex. An accessible ramp runs along the edge of Mill & Main Phase II. Birch trees and buffalo grass are proposed to be planted on the west side of the staircase. The pavers used within the staircase are consistent with those used along the rail corridors. Street tree plantings along Main Street Southeast and 5th Avenue Southeast are proposed to be clustered in an irregular pattern.

PUBLIC COMMENT:

Public hearing notices for this Certificate of Appropriateness application were mailed on or about August 21, 2012. As of October 11, 2012, one letter has been submitted. On June 25, 2012, the Marcy Holmes Neighborhood Association Board of Directors and Land Use Committee wrote a letter stating they support the Phase II concept.

CETIFICATE OF APPROPRIATENESS: Certificate of Appropriateness for new construction.

Findings as required by the Minneapolis Preservation Code:

The Planning Division of the Minneapolis Community Planning and Economic Development Department has analyzed the application based on the findings required by the Minneapolis Preservation Ordinance. Before approving a certificate of appropriateness, and based upon the evidence presented in each application submitted, the commission shall make findings based upon, but not limited to, the following:

(1) The alteration is compatible with and continues to support the criteria of significance and period of significance for which the landmark or historic district was designated.

As conditioned, the proposed project is compatible with the criteria of significance and period of significance for which the historic district was designated. The St. Anthony Falls Historic District is significant in part for the mill and industrial buildings from the 19th century and early 20th century which propelled Minneapolis to become the largest city in Minnesota (the period of significance is from 1858-1940). When looking across the river from downtown or from the Stone Arch Bridge, the Pillsbury A Mill Complex provides one of the most distinctive views and built landscapes in the City of Minneapolis.

The positive aspects of the Mill and Main Phase II project include its overall height, which does not overpower the historic A-Mill buildings, the building placement, which helps retain a strong street presence and retains the rail corridor, as well as complimentary design features such as building materials, fenestration, and canopies.

However, the singular height of the proposed building at seven stories for an entire block is not consistent with the variety of building heights within the A-Mill complex along Main Street Southeast. The different heights of the nearby A-Mill Complex illustrate the varying needs and functions of the buildings and the growth of the complex and area over time. The applicant made improvements with the addition of the canopy on Envelope 1; however, the building continues to maintain a uniform height of seven stories of habitable space. The negative impact of having a uniform height is compounded by the fact that the Mill and Main Phase I building, which is also seven stories and occupies an entire block, is located immediately adjacent to the proposed building.

(2) The alteration is compatible with and supports the interior and/or exterior designation in which the property was designated.

As conditioned, the proposed apartment building is compatible with and supports the criteria of significance and period of significance for which the historic district was designated. The Saint Anthony Falls Historic District and the A-Mill Complex specifically is significant for its architecture, commerce/industry, and transportation. The A-Mill Complex buildings were instrumental in making Minneapolis the flour capital of the world.

The proposed building respects the A-Mill Complex in overall height; however, the uniform height of habitable space at seven stories for an entire block along Main Street Southeast is not compatible with the historic structures. The different heights of the A-Mill Complex and other historic buildings illustrate the varying needs of the buildings and the growth of the complex and area over time. Even though the varied material choices and architectural details added to the roof help reduce the building's uniform horizontal span, the uniform height of seven stories for an entire block (378 linear feet) detracts from the A-Mill Complex, in particular when viewing the East Bank from the Stone Arch Bridge or from the downtown side of the river. This is compounded by the fact that the Mill and Main Phase I building, which is also seven stories and occupies an entire block, is located immediately adjacent to the proposed building.

(3) The alteration is compatible with and will ensure continued integrity of the landmark or historic district for which the district was designated.

As conditioned, the proposed project will be compatible with and will ensure continued integrity of the historic district. If the building envelope heights have greater variation it will assist with the efforts to break up the building into different masses.

(4) The alteration will not materially impair the significance and integrity of the landmark, historic district or nominated property under interim protection as evidenced by the consistency of alterations with the applicable design guidelines adopted by the commission.

The currently adopted Saint Anthony Falls Historic District guidelines are from 1980. The applicable sections are the general guidelines and those in Section H, East Bank Milling. There are nine areas in which the project was analyzed: Siting, height, rhythm of projections, directional emphasis, materials, nature of openings, roof shapes, details, and color. The 2003 *Design Guidelines for On-Premise Signs and Awnings* were used to analyze the proposed wall and projecting signs.

The 1980 Saint Anthony Falls Historic District guidelines are in the process of being updated. After a 19-month process, updated guidelines are expected to be adopted by the HPC at their October 23, 2012, meeting. For this review, staff outlines the updated guidelines that the project meets and those guidelines that reinforce CPED's recommended conditions of approval. The 2012 Saint Anthony Falls Historic District guidelines divide the district into character areas. The subject properties are located in the Water Power Character Area.

4a. Siting:

- *General: Infill construction shall be visually compatible with historic structures within the sub-area with regards to siting.*
- *Sub district H: New buildings shall be constructed with principal elevations in line with the facades of existing buildings. New construction shall continue to form a visual wall along the street.*

The applicant's proposal is in compliance with the guideline for the siting of the building and is consistent with the joint site plan for the overall Pillsbury-A Mill Complex that was

approved by the HPC on August 7, 2012. The applicant's proposal will preserve the historic rail corridors along Main Street Southeast and Prince Street. The building will be located a minimum of three feet from the rail lines. The proposed placement of the building in relationship to the rail lines will allow someone to visualize a train that could provide service to the proposed buildings on the site and the Pillsbury A Mill Complex.

The proposal for siting is supported by the following 2012 Saint Anthony Falls Historic District guidelines:

Building Placement and Orientation

9.1 Maintain the alignment of building fronts along the street.

9.2 Respect alignment patterns associated with historic infrastructure.

- Locate a new building to retain historic rail corridors.

Site and Landscape Design

10.2 In the East Side Area, buildings should orient toward the rail lines and the street grid.

4b. Height

- *General: Infill construction shall be visually compatible with historic structures within the sub-area with regards to height.*
- *Sub district H: New buildings to be no higher than that of existing silo-mills in the area.*

The overall height of the building does not take away from the area and is in compliance with the guideline that new buildings not be higher than the existing silo-mills in the area. As proposed, the new construction rises to 78 feet, which is lower than the Pillsbury A Mill Building (107 feet), the White Grain Elevators (138 feet) and the Red Tile Elevator (189 feet).

However, the minimal variation in height of the proposed building is inconsistent with the district and is visually incompatible with the adjacent historic structures. A characteristic of the Pillsbury A Mill buildings is the varied heights. The functional space of the proposed building retains the seven-story (77'-8") height along the entire stretch of Main Street Southeast (378 linear feet), which does not sufficiently break up the massing of the large structure. It is realized that Building Envelopes 1 and 3 have rooftop features that assist in breaking up the height; however, they will not read as actual stories when viewed from nearby or from a far.

The Pillsbury A Mill District is experienced close by and from a distance. The varied use of materials along Main Street Southeast will assist in breaking up the building when viewing it close up. However, the proposed uniform height for an entire block will detract from the A-Mill Complex skyline when viewing the complex from the downtown side of the river or the Stone Arch Bridge. Mill and Main Phase I also maintains a uniform height of seven stories for the entire structure (370 linear feet). The combination of the two buildings that are the same height next to each other will detract from the historic district that has buildings of varying heights.

CPED realizes that there are height limitations with the stick construction proposed for Mill and Main Phase II and that the building will not be able to add an additional story of living

space unless a different construction method is used. Nevertheless, the applicant has a number of options to further vary the height of the building along Main Street Southeast, including reducing the height of Envelope 4 by one floor. If this portion of the building were reduced to six stories, the applicant would lose eight units. However, the floor plans could be reconfigured to add eight units in a different part of the building an additional floor could be added above the parking garage along Prince Street to gain additional units or the unit sizes could be adjusted to maintain the proposed number of units within the building. The applicant could also convert some of the space currently shown as parking into residential units as they are proposing to have 39 more parking spaces than what is required by the Minneapolis Zoning Code.

CPED recommends that the height of the building be lowered one floor in Envelope 4. This will assist with the building relating better to the historic A-Mill Complex in terms of height, width, and massing.

The proposal and recommended conditions of approval for height are supported by the following 2012 Saint Anthony Falls Historic District guidelines:

Building Mass, Scale, and Height

9.8 Maintain the traditional size of buildings as perceived at the street level.

- The height of a new building should be within the height range established in the context, especially at the street frontage.

9.9 The overall height of a new building shall be compatible with the Character Area.

9.11 Provide variation in building height in a large development.

- In order to reduce the perceived mass of a larger building, divide it into subordinate modules that reflect traditional building sizes in the context. Too much variation in building height is inappropriate.

9.12 Maintain the scale of traditional façade widths in the context.

- Where a building must exceed this width, use a subtle change in design features to suggest traditional building widths. Changes in materials, window design, facade height or decorative details are examples of techniques that may be used.
- Where these articulation techniques are used they shall be expressed consistently throughout the structure, such that the composition appears as several building modules. However, too much variation, which results in an overly busy design, is inappropriate.

9.13 Block-long building façade is inappropriate.

- However, a block-long building width will be considered if the façade reads as separate building modules. The following should be considered in the design, to divide the composition in sub-components such that it reads as several discrete modules that are consistent with traditional building widths in the context:
 - Provide a variation in building heights among the modules.
 - Change window design and architectural details in the modules.
 - Change materials in the modules (See also the building materials section.)

4c. Rhythm of projections

- *General: Infill construction shall be visually compatible with historic structures within the sub-area with regards to rhythm of projections*

- *Sub district H: There shall be no major projections on the principal façade*

The proposed balconies are in compliance with the Saint Anthony Falls Historic District guidelines in terms of rhythm of projections. Even though there are projecting balconies, the applicant has placed them in locations that are subordinate to the main building plane along Main Street Southeast. Envelope 1's recessed balconies project only two feet from the building wall. The projecting balconies on Envelope 2 are setback 68 feet from Envelope 1, and the projecting balconies on Envelope 4 are subordinate to the main building plane.

The proposed canopies are also in compliance with the Saint Anthony Falls Historic District guidelines in terms of rhythm of projection. They are subordinate to the overall building design and compliment the neighboring historic structure canopies.

The proposal for rhythm and projections are supported by the following 2012 Saint Anthony Falls Historic District guidelines:

Balconies and Roof Decks

7.10 On a new building, locate balconies such that the traditional character of the block, as perceived at the street level, is maintained.

- When a building wall is positioned near the sidewalk edge, locating a balcony at the third floor or above is preferred.
- Consider providing a balcony that is inset instead of one that projects from the front facade. This can reinforce the concept of a simple rectangular form.

Canopies and Awnings

9.27 A canopy/awning should be in character with the building.

- Mount a canopy/awning to accentuate character defining features.
- A canopy/awning should remain a subordinate feature on the building.

4d. Directional emphasis

- General: Infill construction shall be visually compatible with historic structures within the sub-area with regards to directional emphasis
- Sub district H: The existing buildings have both vertical window bays and horizontal belt courses, resulting in a non-directional emphasis. Therefore, new construction also shall have no strong directional emphasis.

The proposed building is in compliance with the Saint Anthony Falls Historic District guidelines in terms of directional emphasis. The window bays are vertically oriented. Although building materials vary between envelopes, the dimension of the horizontal band is consistent for each floor the entire length of the building.

The proposal and recommended conditions of approval for directional emphasis are supported by the following 2012 Saint Anthony Falls Historic District guidelines:

Windows

9.25 Arrange windows to reflect the traditional rhythm and general alignment of windows in the area.

4e. Materials

- General: Infill construction shall be visually compatible with historic structures within the sub-area with regards to materials
- Sub district H: The exterior surface of new buildings shall be constructed of brick, stone or concrete.

The proposed materials are compatible with the historic district. The project proposes to use complimentary brick, stone, and concrete materials that respect the neighboring historic masonry buildings on all elevations. The primary exterior material on the recessed portion along Main Street Southeast would be a buff colored, metal panel that is ribbed vertically. Although this is not called out as an acceptable material in the current guidelines, its industrial appearance and texture will not detract from the neighboring historic structures. In addition, the building envelopes' use of one primary material compliments the neighboring historic buildings.

In the September 11, 2012, HPC staff report, CPED expressed that the exposed mechanical grills on the outer walls on Envelope 4 did not meet the Saint Anthony Falls Historic District Guidelines. Since that meeting, the applicant has revised their plans. They reduced the size of the mechanical grills and lowered them to be no higher than four feet from floor height, they increased the width of the balconies to conceal the mechanical grills and they propose to paint the mechanical grills to match the color of the brick. CPED believes this sufficiently reduces the visibility of the mechanical grills.

The proposal for materials is supported by the following 2012 Saint Anthony Falls Historic District guidelines:

Materials

9.20 Building materials shall be similar in scale, color, texture and finish to those seen historically in the context.

- Masonry (i.e., brick and stone) that has a modular dimension similar to those used traditionally is appropriate.
- Facade that faces a public street should have one principal material, excluding door and window openings, and may have one to two additional materials for trim and details. Permitted materials include, but are not limited to, brick, stone, terracotta, painted metal, exposed metal, poured concrete and precast concrete.

9.21 Contemporary materials that are similar in character to traditional ones will be considered.

- Generally, one primary material should be used for a building with one or two accent materials. Accent materials should be used with restraint.
- A second material may be used on side or rear walls in a context in which such a tradition is demonstrated historically. It is inappropriate in the Water power Area.

9.22 Use high quality, durable materials.

- Materials should be proven to be durable in the local Minneapolis climate.
- The material should maintain an intended finish over time, or acquire a patina, which is understood to be a likely outcome.
- Materials at the ground level should withstand ongoing contact with the public,

sustaining impacts without compromising the appearance.

Building Equipment

7.6 Minimize the visual impacts of building equipment as seen from the public way.

- Screen building equipment from view.

Windows

9.25 Vertically proportioned, single or sets of windows, “punched” into a more solid wall surface, and evenly spaced along upper floors.

9.26 Use durable window materials.

- Inappropriate window treatments include faux balconies and snap-in mullions.

4f. Nature of openings

- *General: Infill construction shall be visually compatible with historic structures within the sub-area with regards to windows*
- *Sub district H: Openings should appear in a consistent and repeated pattern across the principal facades. Window openings should be approximately 2-1/2 to 3 times as tall as they are wide. Doors and windows should be set toward the front of the openings but should not be flush with the masonry surface. "Storefront" construction may be used on the first floor.*

Mill and Main Phase II is consistent with the guidelines that the windows are in a repeated pattern across the principal façade. The applicant has proposed windows that are vertically oriented with the use of mullions; most windows meet the 2 ½ to 3 times as tall as they are wide requirement. Furthermore, the doors and windows on the principal facades within the masonry and stone are recessed. The windows in the metal panel and hardiboard portions of the building are flush with the exterior wall to reduce the possibility of water infiltration. Along the north elevation (along the rail corridor), the applicant has revised their drawings to continue the consistent and repeated window pattern down to the first floor parking garage.

Along Main Street Southeast, the primary entrance is within Envelope 3. The main entrance is clearly defined and accentuated by the additional glazing surrounding the doors. The primary entrance is identifiable and is in character with the building and its context.

The proposal for the nature of openings is supported by the following 2012 Saint Anthony Falls Historic District guidelines:

Primary Entrances

9.18 Locate a primary building entrance to face the street.

- Position a primary entrance to be at the street level in an urban setting.

9.19 Design a building entrance to appear similar in character to those used traditionally.

- Clearly define the primary entrance.
- Use a contemporary interpretation of a traditional building entry, which is similar in scale and overall character to those seen historically.

Windows

9.23 Provide a high level of ground floor transparency on a building in an area traditionally defined by commercial storefronts.

- Where a storefront is not feasible, incorporate a high level of transparency in ground floor office, lobby or residential uses while providing sufficient privacy for occupants.

9.25 Arrange windows to reflect the traditional rhythm and general alignment of windows in the area.

- Use appropriate window rhythms and alignments, such as:
 - Vertically proportioned, single or sets of windows, “punched” into a more solid wall surface, and evenly spaced along upper floors
 - Window sills or headers that align
 - Rows of windows or storefront systems of similar dimensions, aligned horizontally along a wall surface
 - Creative interpretations of traditional window arrangement relationships are encouraged.

4g. Roof Shape

- *General: Infill construction shall be visually compatible with historic structures within the sub-area with regards to roof shape*
- *Sub district H: New buildings should have flat or nearly flat roofs.*

The proposed construction is in compliance with the Saint Anthony Falls Historic District guidelines and the East Bank Mills sub district guidelines for roofs. The proposed new construction contains a flat roof.

The proposal for a flat roof is supported by the following 2012 Saint Anthony Falls Historic District guidelines:

Building and Roof Form

9.16: Use simple, rectangular roof forms in commercial, warehouse and industrial contexts.

- Flat roofs are appropriate on the majority of the buildings in the district.

9.17 Design a roof to be similar in form to those used traditionally in the Character Area.

4h. Details

- *General: Infill construction shall be visually compatible with historic structures within the sub-area with regards to details*
- *Sub district H: New buildings should have some emphasis given to the upper termination of the building. Where other surface treatment is used, it should reflect details from other buildings.*

Mill and Main Phase II is in compliance with the Saint Anthony Falls Historic District guidelines and the East Bank Mills sub district guidelines in regards to the emphasis given to the upper termination of the building. New construction should appear as a product of its own time while also being compatible with the historically significant resources of the area. The A-Mill historic buildings have a defined, yet simple upper termination and the applicant is proposing that the upper floor termination of Mill and Main Phase II also be defined yet simple.

The proposal for project details is supported by the following 2012 Saint Anthony Falls Historic District guidelines:

Architectural Character and Detail

9.4 Design a new building to reflect its time while respecting key features of its context.

- In those character areas with a high concentration of historic structures, relating to the context is especially important.

4i. Color

- General: Infill construction shall be visually compatible with historic structures within the sub-area with regards to color
- Sub district H: The primary surfaces of new buildings should be deep red or buff, similar to the existing unpainted buildings. Trim should be subdued earth tones or flat black.

Mill and Main Phase II is in compliance with the district color requirements. The primary surfaces of the new building will be plum and buff. The secondary materials of the building, metal and hardboard, will be a grey/silver and black. These colors are consistent with exterior building materials of other buildings.

In the September 11, 2012, staff report, CPED expressed concerns about the white window mullion color on Envelope 4. Since that meeting, the applicant has revised their drawings to have dark bronze window mullions, which are consistent with the district guidelines.

The proposal for building colors is supported by the following 2012 Saint Anthony Falls Historic District guidelines:

Materials

9.20 Building materials shall be similar in scale, color, texture and finish to those seen historically in the context.

4j. Signs

The HPC adopted the *Design Guidelines for On-Premise Signs and Awnings* in June of 2003. The purpose of the guidelines is to allow for effective signage that is appropriate to the character of the city's historic districts and preserves the integrity of historic structures. The HPC will consider special situations including building condition, building orientation, historic precedence, and exceptional design proposals for signs that are not in compliance with the guidelines.

The applicant is proposing a wall sign and a projecting sign on the Main Street Southeast elevation. The HPC guidelines allow for two signs on the same elevation as is proposed. However, the proposed signs do not comply with the guidelines for height above grade, size, and illumination.

Walls signs for buildings within historic districts are allowed to have a maximum height of 14 feet above grade, be a maximum of 32 square feet in size, and be two feet in height. The proposed wall sign is 85 feet above grade, 152 square feet in size, and is seven feet tall.

Wall sign

Guideline	Guidelines	Proposed
Maximum height (measured from grade)	14 ft.	85 ft.
Size	32 sq. ft.	152 sq. ft.
Sign dimensional height	2 ft.	7 ft.

The 'mill' portion would be internally illuminated and the 'main' portion would be externally illuminated. Internal and external illumination is allowed by the HPC guidelines, however, the guidelines allow for only one illuminated sign.

Projecting signs for buildings within historic districts are allowed to have a maximum height of 14 feet and be a maximum of 12 square feet. The proposed projecting sign is 32 feet above grade and is 38 square feet in size.

Projecting sign

Guideline	Guidelines	Proposed
Maximum height (measured from grade)	14 ft.	32 ft.
Size	12 sq. ft.	38 sq. ft.

The 'mill' portion would be internally illuminated and the 'main' portion would be externally illuminated on both sides. Internal and external illumination are allowed by the HPC guidelines, however, the guidelines allow for only one illuminated sign.

The projecting sign is appropriate for the new apartment building and the Saint Anthony Falls Historic District given the proposed location and size. The projecting sign is located a sufficient distance away from the historic Pillsbury A-Mill Warehouse I and the Red Tile Elevator (180 linear feet). In addition, the sign will not be taller than the nearby historic structures. Furthermore, it will have minimal visibility when viewing the A-Mill Complex from the downtown side of the river or the Stone Arch Bridge.

The wall sign, however, is not appropriate for Mill and Main Phase II development for two reasons. First, the sign is located next to a National Historic Landmark and would draw attention away from the nearby historic buildings of the national landmark and the Pillsbury A-Mill's Best Flour sign which is one of the most iconic signs in Minneapolis. The Mill and Main Phase II sign would be clearly visible from the Downtown side of the river when viewing the landmark and new construction. The large sign would also give greater importance to the new construction compared to the adjacent historic buildings that do not have large signs.

Second, the proposed wall sign is 152 square feet and would be located 85 feet above grade. There is no precedent for the Heritage Preservation Commission approving a sign this size for a landmark or building within a historic district since the 2003 historic district guidelines were adopted. The sign is nearly five times the size that is allowed by the Heritage Preservation Commission guidelines for wall signs and six times higher than what is allowed by the guidelines.

The proposal and condition of approval is supported by the following 2012 Saint Anthony Falls Historic District guidelines:

Materials

7.16 Fake historic signs are not appropriate.

7.17 New rooftop signage is not appropriate.

7.19: Contemporary designs that do not create sense a false sense of history are appropriate.

(5) The alteration will not materially impair the significance and integrity of the landmark, historic district or nominated property under interim protection as evidenced by the consistency of alterations with the recommendations contained in The Secretary of the Interior's Standards for the Treatment of Historic Properties.

For setting, The Secretary of the Interior Standards for Preservation recommends the following for setting: *"Identifying retaining, and preserving building and landscape features which are important in defining the historic character of the setting. Such features can include roads and streets, furnishings such as lights or benches, vegetation, gardens and yards, adjacent open space such as fields, parks, commons or woodlands, and important views or visual relationships."*

As conditioned, the applicant's proposal will not materially impair the significance and integrity of the historic district. The proposed construction will assist in rehabilitating the historic Pillsbury A-Mill buildings and preserve the setting of the Great Northern Railway corridor, which is an important historic landscape setting.

(6) The certificate of appropriateness conforms to all applicable regulations of this preservation ordinance and is consistent with the applicable policies of the comprehensive plan and applicable preservation policies in small area plans adopted by the city council.

The applicant's proposal as conditioned is consistent with applicable policies of the comprehensive plan including the following:

- Promote quality design in new development as well as building orientation, scale, massing (Land Use Implementation Step: 1.2.1);
- Grow by increasing the supply of housing (Housing Policy 3.1);
- Support housing density in locations that are well connected by transit, and are close to commercial, cultural, and natural amenities (Housing Policy 3.2);
- Increase housing that is affordable for moderate income households (Housing Policy 3.3);
- Foster complete communities by preserving and increasing high quality housing opportunities suitable for all ages and household types (Housing Policy 3.6);
- Preserve, maintain, and designate districts, landmarks, and historic resources which serve as reminders of the city's architecture, history, and culture (Heritage Preservation Policy 8.1):

- Require new construction in historic districts to be compatible with the historic fabric (Heritage Preservation Implementation Step 8.1.2);
- Encourage new developments to retain historic resources, including landscapes, incorporating them into new development rather than removal (Heritage Preservation Policy 8.5):
- Recognize and preserve the important influence of landscape on the cultural identity of Minneapolis (Heritage Preservation Implementation Step 8.1.3);
- Identify and protect important historic and cultural landscapes (Heritage Preservation Implementation Step 8.5.1);
- Preserve neighborhood character by preserving the quality of the built environment (Heritage Preservation Policy 8.8);
- Support the development of multi-family residential dwellings of appropriate form and scale (Urban Design Policy 10.5).

Small Area Plan

The subject properties are located in the Marcy Holmes Neighborhood. On December 29, 2003, The Master Plan for the Marcy Holmes Neighborhood was approved by the City Council. The Marcy Holmes Plan provides two objectives in regards to preservation:

1. Avoid the loss of historic structures
2. Preserve the historic character of the area

The Marcy Holmes Plan also provides the following guidance in regards to landscapes:
“Preserving such landscapes as Dinkytown, the Mississippi River area and the fraternity and sorority areas in the neighborhood.”

As conditioned, the proposal will preserve the historic character of the district by having a complimentary building added to the historic district and preserving the Great Northern Railway corridor landscape.

(7) Destruction of any property. Before approving a certificate of appropriateness that involves the destruction, in whole or in part, of any landmark, property in an historic district or nominated property under interim protection, the commission shall make findings that the destruction is necessary to correct an unsafe or dangerous condition on the property, or that there are no reasonable alternatives to the destruction. In determining whether reasonable alternatives exist, the commission shall consider, but not be limited to, the significance of the property, the integrity of the property and the economic value or usefulness of the existing structure, including its current use, costs of renovation and feasible alternative uses. The commission may delay a final decision for a reasonable period of time to allow parties interested in preserving the property a reasonable opportunity to act to protect it.

The proposed project does not involve the destruction of a landmark or property within a historic district.

Before approving a certificate of appropriateness, and based upon the evidence presented in each application submitted, the commission shall make findings that alterations are proposed

in a manner that demonstrates that the applicant has made adequate consideration of the following documents and regulations:

(8) Adequate consideration of the description and statement of significance in the original nomination upon which designation of the landmark or historic district was based.

The applicant has demonstrated adequate consideration for the statement of significance in the original nomination upon which the historic district was based (1971 National Register of Historic Places Nomination of the St. Anthony Falls Historic District). They have also shown consideration of the 1992 update to the historic district.

(9) Where applicable, Adequate consideration of Title 20 of the Minneapolis Code of Ordinances, Zoning Code, Chapter 530, Site Plan Review.

The proposal will require land use approvals. Land use applications have not been submitted at this time.

Before approving a certificate of appropriateness that involves alterations to a property within an historic district, the commission shall make findings based upon, but not limited to, the following:

(10) The typology of treatments delineated in the Secretary of the Interior's Standards for the Treatment of Historic Properties and the associated guidelines for preserving, rehabilitating, reconstructing, and restoring historic buildings.

The applicant states that they are following the Rehabilitation Standards and Guidelines.

Before approving a certificate of appropriateness that involves alterations to a property within an historic district, the commission shall make findings based upon, but not limited to, the following:

(11) The alteration is compatible with and will ensure continued significance and integrity of all contributing properties in the historic district based on the period of significance for which the district was designated.

As conditioned, the proposed design and placement of the new construction will be compatible with the Saint Anthony Falls Historic District. The conditions of approval will assist in the new construction better relating to its immediate surroundings in terms of attention to detail. Furthermore, the proposed project with the chosen siting, is complimentary to and will help protect the Great Northern Railway corridor, which is an important landscape feature of the historic district and for the City of Minneapolis.

(12) Granting the certificate of appropriateness will be in keeping with the spirit and intent of the ordinance and will not negatively alter the essential character of the historic district.

Granting the certificate of appropriateness application with conditions will be in keeping with the spirit and intent of the ordinance and will not negatively alter the essential character of the historic district. As conditioned, the proposed construction design will relate to and complement the nearby historic buildings. In addition, the placement of the proposed building will help protect the Great Northern Railway corridor, which is an important landscape feature of the Saint Anthony Falls Historic District and for the City of Minneapolis.

(13) The certificate of appropriateness will not be injurious to the significance and integrity of other resources in the historic district and will not impede the normal and orderly preservation of surrounding resources as allowed by regulations in the preservation ordinance.

Granting the certificate of appropriateness with the conditions of approval listed below will not be injurious to the significance and integrity of other resources in the historic district. As conditioned, the building relates to the Pillsbury A-Mill Complex and protects the Great Northern Railway Corridor.

STAFF RECOMMENDATION

The Department of Community Planning and Economic Development - Planning Division recommends that the Heritage Preservation Commission adopt staff findings and **approve** the Certificate of Appropriateness for the new construction at 501 Main Street Southeast subject to the following conditions:

1. The Certificate of Appropriateness approval shall expire if it is not acted upon within two years of approval, unless extended by the Planning Director in writing prior to the two-year anniversary date of approvals;
2. By ordinance, all approvals granted in this Certificate of Appropriateness shall remain in effect as long as all of the conditions and guarantees of such approvals are observed. Failure to comply with such conditions and guarantees shall constitute a violation of this Certificate of Appropriateness and may result in termination of the approval;
3. All glass must be clear, non-tinted, non-reflective glass. One coat of Low-E glazing is permitted on the interior surface of the windows;
4. The proposed 'mill & main' wall sign is not approved;
5. The height of the building shall be one story lower on Envelope 4.