

Exhibit A Excerpts from the City of Minneapolis Scoping Decision

SCOPING DECISION DOCUMENT For the PILLSBURY A MILL COMPLEX PROJECT ENVIRONMENTAL IMPACT STATEMENT

The Environmental Impact Statement (EIS) is for the Pillsbury A Mill Complex Project, which is bounded on the north and south respectively by 2nd Street SE and Main St. SE, and on the east and west respectively by 3rd Avenue SE and 6th Avenue SE.

A. The issues and impacts to be addressed in the EIS

This section will identify the essential elements of the St. Anthony Falls Historic District, allowing the testing of the Alternatives defined herein for impact on these essential elements and providing a comprehensive analysis of the overall impacts of the entire project on the historic district.

1. **Project description:** The EIS will include a comprehensive description of the Project including all of its phases and all of the Alternatives identified herein.
2. **Description of the historic resources in the area:** The EIS will include a detailed statement describing the archaeological, historical, and architectural resources in the area, including a description of the nature and character of the St. Anthony Falls Historic District (District), focused on this sub-area of the District.
3. **Implementation of the Secretary of the Interior's Standards:** The EIS will identify how the Project implements the recommendations contained in the Secretary of the Interior's Standards for Rehabilitation and the guidelines adopted by the Minneapolis Heritage Preservation Commission (HPC).
4. **Historic impact analysis:** The EIS will evaluate the cumulative visual and functional impacts of all phases of the Project (including demolition and new construction) on all of the historic resources on the site and proximate to it, including the following:
 - Describe the Project's effects of siting, height, design, massing, and scale related to all phases of the Project.
 - Describe the Project's impacts on views—
 - to, from, and of the River within the St. Anthony Falls Historic District;
 - to, from, and on both the east and west banks of the District; and
 - on the east and west banks of the River contained within the Mississippi National Recreation Area, the Mississippi River Critical Area, and the City's Shoreland Overlay District, on resources across the river and historic elements such as tunnels and raceways.

- Analyze the Project’s impacts, if any, on infrastructure on the historic sluice ways and mill races under the A Mill and Main Street related to all phases of the project.
 - Describe the cumulative impacts on historic resources of the Project in addition to the other know actions in the immediate area, including the Phoenix Lofts project and 520 and 520-1/2 Second St. SE and 110 Fifth Ave. SE.
5. **Historic impact mitigation plan:** Describe possible measures to mitigate the impacts on historic resources of the Project, including scale, design, circulation and preservation, and specifically including restoration of the A Mill as part of the first phase of the Project. (This is applicable to all but the no-action Alternative.)
 6. **Air quality study and mitigation plan:** Complete an additional air quality analysis of the potential impacts of all phases of the Project to further evaluate possible exposure of people to dangerous levels of pollutants from the Southeast Steam Plant. If adverse impacts are determined, identify mitigating measures that will prevent or mitigate impacts of such exposure, including changes in building and mechanical system design, heights, and placements of buildings.
 7. **Stormwater management plan:** Prepare a stormwater management plan that includes an evaluation of potential groundwater impacts of all phases of the Project on the nearby Southeast Steam Plant and surrounding natural and historic resources.

E. Alternatives that will be addressed in the EIS

The EIS shall include the following four alternatives. Alternatives 1-3 include alternate heights and massing for the Project as described in the completed EAW. These alternatives would accommodate approximately 1,095 housing units and 105,000 sq. ft. of commercial space within an overall floor area of 1,850,000 sq. ft. The other alternative would reduce the Project considerably, and Alternative 5, the no action alternative required by State rules, assumes no project at all. All but Alternative 5 include a certified historical rehabilitation of the A Mill portion of the complex as a part of Phase I of the Project. (The “A Mill portion of the complex” includes all existing historic structures, with the asumpiton of demolition of the existing white concrete elevators.) Each alternative, including the no-action alternative, will assume that the proposed Phoenix Lofts project and the proposed 520-520 ½ Second Street SE and 110 Fifth Avenue SE projects will be completed.

1. **Proposed Project:** Alternative 1 will include the Project as described in the completed EAW; however, it may be modified for the EIS.
2. **Height limited to Red Tile Elevator:** Alternative 2 will limit the heights of the buildgings in the Project to that of the Red Tiled Elevator.
3. **Reduced heights:** Alternative 3 allows heights above the Red Tile Elevator but reduces the building mass between the taller structures.
4. **Current zoning:** Alternative 4 involves a lower density development which retains the primacy of the height and massing of the historic mill buildings along this stretch of the river. It reduces the program for the Project significantly to stay

within the density and massing permitted by the Industrial Living Overlay District and the density of the R5 Multiple Family District in the City's Zoning Code. The heights of the buildings will not exceed that of the Red Tiled Elevator and no more than two buildings will equal the height of the red tile elevator.

5. **No Action:** This no-action alternative, required by the state rules, assumes that the Project will not go forward.