

Department of Community Planning and Economic Development
Certificate of Appropriateness
BZH-27893

Date: November 19, 2013

Address of Property: 101 3rd Street South

Project Name: Mill Place Site

Applicant: Mill Place Inc.

Contact Person and Phone: Charlene Roise, Hess, Roise and Company (612-338-1987)

CPED Staff and Phone: Janelle Widmeier, Senior City Planner (612-673-3156)

Date Application Deemed Complete: October 4, 2013

End of 60-Day Decision Period: December 3, 2013

End of 120-Day Decision Period: On November 5, 2013, staff sent a letter to the applicant extending the decision period to no later than February 1, 2014.

Ward: 7 **Neighborhood Organization:** Downtown Minneapolis Neighborhood Association

Proposal: Certificate of Appropriateness for a new plaza and parking lot modifications.

Concurrent Review: Lupe Development Partners has requested a Certificate of Appropriateness application to allow a development called Mill City Quarter, which includes a new 6-story mixed use building and new plaza, located at the property of 300 2nd Street South.

CLASSIFICATION:	
Local Historic District	Saint Anthony Falls Historic District
Period of Significance	1858-1940
Criteria of Significance	Industry, Transportation, Architecture and Social Significance
Date of Local Designation	1971
Applicable Design Guidelines	<ul style="list-style-type: none">• <i>Saint Anthony Falls Historic District Design Guidelines</i>• <i>Historic Mills Master Plan and Update</i>• <i>The Secretary of the Interior's Standards for the Treatment of Historic Properties</i>

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PROPERTY INFORMATION	
Current name	Mill Place
Historic Name	<ul style="list-style-type: none"> • Hall and Dann Barrel Company Factory • Minneapolis Eastern Railway Company Engine House • Minneapolis and St. Louis Railroad Corridor
Current Address	<ul style="list-style-type: none"> • 101 3rd Avenue South • 333 1st Street South
Historic Address	<ul style="list-style-type: none"> • 101-115 3rd Avenue South/301-309 1st Street South • 323-333 1st Street South
Original Construction Date	<ul style="list-style-type: none"> • 1880/1884 • 1914
Original Contractor	N/A
Original Architect	Unknown
Historic Use	Industrial (manufacturing building/warehouse, engine house, and railroad corridor)
Current Use	Offices (all buildings) and surface parking lot
Proposed Use	No change

BACKGROUND:

The Mill Place site is located in the Saint Anthony Falls Historic District. The St. Anthony Falls established its modern historic significance as the birthplace of Minneapolis and the epicenters of saw and flour milling industries that became leading producers of their commodities in the United States and the world. The Falls and their industries fed unparalleled technical innovations and a web of railroads connected the industries to the region and nation.

The growth of the milling industry in Minneapolis would not have occurred if not for the railroads. They first provided a way to ship finished lumber across the region and then became the conduit to the flour milling industry. Rail lines connected the mills with the grain fields of the Midwest and thence back out to the rest of the nation as finished flour.

The subject site is located in the West Side Milling Area of the historic district, which is bounded by Second Street South, Third Avenue South, West River Parkway and the former right-of-way of Tenth Avenue South.

On the Mill Place site, the two existing structures (formerly the Hall and Dann Barrel Company Factory and Minneapolis Eastern Railway Company Engine House) are contributing resources. No changes are proposed to the buildings. The Minneapolis and St. Louis Railroad Corridor was located on the remainder of the site, which is now a paved surface parking area. This railroad corridor was an integral part of the rail system in Minneapolis during the period of significance and was mostly used for freight. The historic uses of the site have resulted in the odd shape of the site and frontage on three streets.

Mill Place Inc. owns the subject property. The surface parking lot that extends over the subject site and the adjacent properties of 300 2nd Street South and 420 2nd Street South is managed by one entity. The adjacent properties are currently owned by the City of Minneapolis. In 2008, the City issued a Request

for Proposal (RFP) for redevelopment of these properties. The Lupe Development Partners RFP that was selected will replace the surface parking with a 6-story mixed use building and a 6-story assisted living facility. The existing parking layout that extends over the shared lot lines for a more efficient parking layout will be interrupted by the new developments. Therefore the applicant is proposing to reconfigure the parking lot on the south end of the subject site to work within the existing parcel boundaries. Parking lot improvements, including a new paving system, stormwater management, landscaping and a plaza are also proposed. These changes require a Certificate of Appropriateness application.

A main element of the proposal is the creation of a Dutch “woonerf” where bicycles, pedestrians, vehicles and public spaces all coexist and speeds are reduced for vehicles. This element stems from the City’s desire to create a stronger link for pedestrians and bicyclists connecting the Mississippi River to the Downtown street grid. The connectivity is highly encouraged along the historic rail corridor on the subject property for its ability to connect 2nd Street South to West River Road Parkway. The grade of the Mill Place property sits below the 1st Street South bridge and can connect to the Minneapolis Park and Recreation Board owned land on the north side of 1st Street South. The RFP called for a proposal that included “separate pedestrian and bike paths with adequate lighting from 2nd Street South to 1st Street South along the historic rail corridor alignment. This connection should be coordinated to connect with the former Fuji Ya site (420 1st Street South). These paths should be constructed and maintained by the selected developer with an appropriate public access easement granted to the City.” The pedestrian/bicycle paths would connect to paths (to be constructed) on Park Board land. Lupe Development Partners has indicated that a Memorandum of Understanding has been reached with Mill Place Inc. that permits a unique pedestrian/bicycle connection to the river through collaboration and easements. Specifically, cross easements between Mill City Quarter and Mill Place will allow creation of a Dutch “woonerf” where bicycles, pedestrians, vehicles and public spaces all coexist and speeds are reduced for vehicles. As of the writing of this report, discussions with the Park Board have not been initiated.

The proposal will also likely require the following land use approvals:

- Plaza review (reviewed administratively);
- Conditional Use Permit amendment for a parking lot located in the DP Downtown Parking Overlay District and Site Plan Review (reviewed by the City Planning Commission).

In November 2012 and August 2013, the applicant brought their proposal to the Heritage Preservation Commission for a conceptual review.

ELEMENTS OF PROPOSAL:

Parking Lot/Driveways: A total of 74 spaces are proposed. The proposed parking lot would be accessed from 2nd Street South through a proposed 24 foot wide curb cut. An existing curb cut located just to the west of the proposed curb cut would be closed. The no-outlet alley (ending at Lots 3 and 8 of Block 18), accessed from 3rd Avenue South, is in the process of being vacated by the City. However, access from 2nd Street South and 3rd Avenue South would be shared with the adjacent Mill City Quarter development. The parking area located on the north end of the site is shown as extending into the 1st Street South right-of-way. An encroachment permit for the parking area and decorative paving will need to be obtained from the Public Works Department.

“Woonerf” Concept: The woonerf will create a space where bicycles, pedestrians, vehicles and public spaces all coexist and reduce speeds for vehicles while integrating historic interpretive features and distinguishing separate space functions. A variety of concrete paving materials (sample pattern and color swatches are attached to this report in addition to the details shown on the landscaping plan) are proposed to distinguish parking spaces, drive aisles and pedestrian areas as well as represent interpretive rail lines. Bollards would also be used to define spaces.

Landscaping/Streetscape/Lighting: No landscaping exists on the site. Trees would be planted and lighting installed along the woonerf. Some small planting areas are also proposed. A 5-foot wide sidewalk and 10-foot wide grass boulevard with one tree exist in the 2nd Street South right-of-way. The plans show that the public sidewalk width would be increased to 8 feet and 7 feet would remain for a boulevard planted with grass and trees. Landscaping and on-site lighting fixture details are attached to this report. The plans indicate that the existing street lighting will remain.

Open Space/Plaza: Two plazas are proposed on each side of the parking lot entrance adjacent to the 2nd Street South right-of-way. The easterly plaza is located on the subject site. The intent of the plaza spaces is to bridge the two properties and create a welcoming pedestrian environment. Different paving surfaces are proposed to define the boundaries of the plaza and represent interpretive rail lines. Benches, small planting areas, and interpretative features are also proposed in the plaza. The plaza is subject to the plaza design standards found in Chapter 535 of the zoning code. The applicant has indicated that those requirements have been incorporated into the design.

Stormwater Management: Regrading of the site is proposed. The proposed grade will generally follow the existing contours, but will redirect stormwater runoff to the public rights-of-way and the porous paver filter strips proposed on the adjacent properties abutting the shared lot lines.

PUBLIC COMMENT:

Correspondence from the neighborhood group, Downtown Minneapolis Neighborhood Association, was received and is attached to this report. Staff will forward additional comments, if any are received, at the Heritage Preservation Commission meeting.

CERTIFICATE OF APPROPRIATENESS: Certificate of Appropriateness for a new plaza and parking lot modifications.

Findings as required by the Minneapolis Preservation Code:

The Minneapolis Department of Community Planning and Economic Development 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.**

The St. Anthony Falls Historic District is significant for the falls itself, the power that was harnessed from it, and the industries that thrived because of this power. The designation of the St. Anthony Falls Historic District recognizes the significance of the urbanization of the area around the Falls;

this includes residential and commercial development, transportation infrastructure, and most famously the industries of saw and flour milling. The proposed project supports the industrial and transportation criteria of significance by retaining open space in the historic rail corridor location as well as allowing a future connection to the river. It also incorporates concepts from the historic use into the new features.

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

The proposed alterations are compatible with and support the properties' designation and will not affect the existing buildings.

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

Both the City of Minneapolis' Heritage Preservation Regulations and the National Register of Historic Places identify integrity as the authenticity of historic properties and recognize seven aspects that define a property's integrity: location, design, setting, materials, workmanship, feeling and association. Based upon the evidence provided below, the proposed work would not impair the integrity of the St. Anthony Falls Historic District.

Location: The applicant is not proposing to change the location of any contributing resources, thus the project will not impair the integrity of location.

Design: The existing surface parking lot does not reflect the form of the historic rail corridor. The proposed design incorporates interpretative features to reflect the historic function of the site and reinforces the location of the historic use.

Setting: The proposal would not significantly alter physical conditions of the site. The space will remain relatively open. Proposed grade changes will follow existing elevation contours. Landscaping would convey a volunteer pattern appropriate to an industrial area.

Materials: The applicant is proposing to use various types of concrete paving as hardscape. Although a rail corridor would not be paved, the use of concrete would be compatible with the integrity of materials for the St. Anthony Falls historic district and the adjacent properties.

Workmanship: The proposed changes would not alter any historic buildings in the district and would not impair the integrity of workmanship.

Feeling: Any new construction in a historic district will have an impact on the integrity of feeling. New construction will inevitably stand out as modern and different from the historic surroundings. In the case of the subject property, the proposed design incorporates interpretative features to reflect the historic function of the site and reinforces the location and open space of the historic use.

Association: The project would not impair the district's integrity of association.

- (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 Heritage Preservation Commission adopted the *St. Anthony Falls Historic District Design Guidelines* in 2012. The following policies and guidelines apply to this proposal:

Intent for Landscape Designs

Landscape designs should be reflective of the historic character or natural setting of the individual areas. The landscape should help enhance the understanding of the history of the area while allowing new contemporary design interpretations and adaptive reuse of sites. Landscape designs should not convey a false sense of history. Specific to the Water Power Character Area, enhanced landscapes and streetscapes in this character area are encouraged. They should not impede one's ability to understand the historical function and character of the context.

Requirements

- 6.1 Retain existing features of historic landscapes including but not limited to plant materials, waterways and grade changes.
 - a. Where historic features are damaged beyond repair, incorporate concepts from the historic design into the new features.

- 6.2 Design new landscapes to be in harmony with the overall historic character of the district.
 - a. A new landscape design should not impede one's ability to understand the historical function and character of the context.
 - b. A new landscape design should not convey a false sense of history. Designs that reflect their own time, while helping to convey the history of a site, are appropriate.
 - c. A new landscape design that helps interpret the history of a site is encouraged. This does not have to be a literal interpretation.

- 6.3 Use landscape designs to promote energy efficiency and water conservation.
 - b. In residential settings, group deciduous trees and plants to provide summer shade and allow solar access in winter.
 - c. In some settings, plantings can be oriented to provide wind protection of plazas and entries in wintertime.

- 10.4 Integrate landscape features with industrial infrastructure and other interpretive opportunities to tell the story of the district.

Intent for Streetscape Improvements

Streetscape improvements should be reflective of the historic character or natural setting of the individual character areas. The streetscape should help enhance the understanding of the history of the area while allowing new contemporary design interpretations and adaptive reuse of sites. Streetscape designs should not convey a false sense of history.

Requirements

- 6.4 New or replacement street furnishings, such as street lights and street furniture, shall be compatible with the context of the individual character areas.

- a. In historic industrial areas, simple contemporary utilitarian designs are appropriate for street furnishings.
 - b. In historic residential and commercial areas, contemporary styles, such as metal with a painted finish, are appropriate for designs for street furnishings.
 - c. Designs that create a false sense of history, such as highly ornate historic styles, are not appropriate.
- 6.5 Consider integrating interpretive materials into street furnishings.
- a. Designs that interpret the history of the area are appropriate.
- 6.6 Streetscape plantings should be compatible with the context of the individual character areas.
- a. In historic industrial areas, street trees should be clustered and have irregular spacing to evoke a sense of the volunteer nature of vegetation of these industrial settings.
 - b. Boulevard plantings will be considered in historic industrial areas.

Intent for Open Space

The historic development patterns and use of these areas is often evident in the orientation of and access to the sites, remnants of historic infrastructure buildings, and their vegetation. New designs for open spaces and parks should reflect the historic use of the site through design interpretation while allowing for designs that meet the needs for the current and proposed use of the site.

Requirements

- 6.7 New designs for open spaces and parks should be compatible and reflective of the historic context of the individual character areas.
- a. Incorporate the remnants of historic infrastructure and buildings into new designs for open spaces and parks.
 - b. Retain the historic orientation and access patterns of sites.
 - c. Interpret the historic use of the site through new design elements.
 - d. The volunteer pattern of historic landscapes should be reflected in industrial settings.

Intent for Views

The most valued views should be identified at the outset of a project, such that it is clear that they will be considered. The intent is not that no view can ever change, but the key elements of a view from public way should be retained.

Requirements

- 7.1 Incorporate key view opportunities into a design.
- a. At the outset of a project, identify views that are most valued, then incorporate them into the design.
- 7.2 Minimize the impacts to key views from public ways.
- a. Locate improvements to maintain key views to the extent feasible.

Intent for Connectivity

Existing historic circulation systems should be preserved. New development should continue to look at opportunities to enhance the existing circulation system. Internal circulation should also be provided within a project on larger parcels to encourage a pedestrian-friendly environment.

Requirements

- 7.3 Use historic routes, including rail corridors and roadways rather than create a new one.
- a. When considering a new connection, preserve the underlying historic development patterns.
- 7.4 Preserve the historic network of streets and alleys.
- a. Streets and alleys that reflect historic development patterns should not be enclosed or closed to public access. Adapting them as new ways of circulation is appropriate.
 - b. Link walkways and alleys to existing public rights-of-way.
- 7.5 Vehicular access to a site shall be obtained using existing alleys.
- a. New curb cuts will be considered.

Staff comment on the above elements: The proposed alterations will not materially impair the significance and integrity of the historic district and are consistent with the above design guidelines.

Treatment of Archeological Resources

A key objective for the historic district is to preserve archaeological resources to the extent feasible. While a substantial amount of information is available that indicates the potential for archaeological resources throughout the district, more research is needed. Any improvement project should be undertaken with the awareness that such resources may be encountered and steps to address this should be incorporated into the project.

Staff comment: Staff is unaware of any archeological resources on the site. However, a Phase I Archeological Resource Inventory should be conducted to determine if archaeological resources, such as railroad tracks, would likely be encountered during excavation. If any archaeological resources are found, the applicant is encouraged to incorporate them into the proposed development or the woonerf on the adjacent property.

- (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.**

There are three Standards for Rehabilitation that are most applicable to the proposed project:

Standard Two: The historic character of a property will be retained and preserved. The removal of distinctive materials or alteration of features, spaces, and spatial relationships that characterize a property will be avoided.

Standard Eight: Archeological resources will be protected and preserved in place. If such resources must be disturbed, mitigation measures will be undertaken.

Standard Nine: New additions, exterior alterations, or related new construction will not destroy historic materials, features, and spatial relationships that characterize the property. The new work shall be differentiated from the old and will be compatible with the historic materials, features, size, scale and proportion, and massing to protect the integrity of the property and its environment.

The proposal retains and preserves the character defining shape of the historic rail corridor and setting while allowing for the adaptive reuse of the site. Staff is unaware of any archeological resources on the site. However, a Phase I Archeological Resource Inventory should be conducted to determine if archaeological resources, such as railroad tracks, would likely be encountered during excavation. The new construction would be clearly identifiable from historic buildings within the district.

(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 Minneapolis Plan for Sustainable Growth identifies mixed use as the appropriate future land use for this site. The site is located in the Mill District Activity Center and the Downtown Growth Center. The following policies apply to this proposal:

Open Space and Parks Policy 7.9: Work to develop high quality open spaces in Downtown.

- 7.9.1 Encourage the creation of new parks and plazas that are easily accessible by Downtown workforce and residents
- 7.9.2 Support the incremental greening of Downtown through the addition of more trees, plantings, and small open spaces.

Heritage Preservation Policy 8.1: Preserve, maintain, and designate districts, landmarks, and historic resources which serve as reminders of the city's architecture, history, and culture.

- 8.1.2 Require new construction in historic districts to be compatible with the historic fabric.

Urban Design Policy 10.14: Encourage development that provides functional and attractive gathering spaces.

- 10.14.3 Encourage the creation of new parks and plazas.
- 10.14.4 Emphasize improving public access to and movement along the riverfront.

Urban Design Policy 10.18: Reduce the visual impact of automobile parking facilities.

- 10.18.2 Parking lots should maintain the existing street face in developed areas and establish them in undeveloped areas through the use of fencing, walls, landscaping or a combination thereof along property lines.

The subject site is located within the boundaries of the *Historic Mills District Master Plan*, which was adopted in 1999. In 2001, an update to the plan was adopted. This plan played an important role in the revitalization and redevelopment of the Historic Mills District into what it is today. Several goals of the plan apply to this site, including:

- Complete the riverfront park, trail and parkway system, connecting them to downtown.
- Preserve and celebrate the riverfront historic sites and buildings.
- Link new residential, cultural and recreational development to the downtown and the riverfront.

The plan calls for 4 to 5-story residential development on the south half of the block, but with open space retained in the general location of the historic rail corridor. The plan also contains streetscape design guidelines. Second Street is envisioned as the central pedestrian spine of the district. The plan identifies specific street improvements. The street has not been built to those specifications;

however, the proposed changes to the right-of-way are consistent with the improved pedestrian environment goals.

- (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 project does not involve the destruction of the property.

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 taken into consideration the design guidelines of the St. Anthony Falls Historic District, and the architectural significance of the historic district.

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

If it is determined by the Zoning Administrator that site plan review is required, the applicant will need to request that the City Planning Commission grant alternative compliance for some of the landscaping and screening requirements. Alternative compliance can be granted when proposed alternatives meet the intent of the ordinance, are consistent with applicable development plans or objectives, and the site plan includes amenities or improvements that address any adverse effects of the alternative.

- (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 for new construction and cultural landscapes.

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.**

The proposal is compatible with the character of the district. The proposed construction would not negatively impact the significance or integrity of the St. Anthony Falls Historic District.

- (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.**

The proposed project retains the essential character of the historic district. It retains the industrial character and interconnectedness with the transportation uses of the historic district while adaptively reusing the property.

- (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.**

The proposal will not have a negative effect on the historic district as discussed in the above findings.

RECOMMENDATION

The Department of Community Planning and Economic Development recommends that the Heritage Preservation Commission adopt the above findings and **approve** the Certificate of Appropriateness for a new plaza and parking lot modifications located at the property of 101 3rd Avenue South, subject to the following conditions:

1. A Phase I Archaeological Resource Inventory shall be submitted to CPED staff for review. If any archaeological resources are found, the applicant is encouraged to incorporate them into the proposed development or the woonerf on the adjacent property.
2. The Department of Community Planning and Economic Development review and approval of the final site, lighting and landscaping plans.
3. By ordinance, approvals are valid for a period of two years from the date of the decision unless required permits are obtained and the action approval is substantially begun and proceeds in a continuous basis toward completion. Upon written request and for good cause, the planning director may grant up to a one year extension if the request is made in writing no later than November 4, 2015.
4. 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.

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BZH-27893

Attachments:

- Applicants submittal (project summary, historical information, site photos, project description, and responses to findings)
- Correspondence
- Map
- Aerial
- Context plans
- Site and landscaping plans
- Material specifications
- Additional photos