



CPED STAFF REPORT

Prepared for the City Planning Commission

CPC Agenda Item #8
 July 14, 2014
 BZZ-6617

LAND USE APPLICATION SUMMARY

Property Location: 101 3rd Avenue South
Project Name: Mill City Quarter Woonerf
Prepared By: [Janelle Widmeier](#), Senior City Planner, (612) 673-3156
Applicant: Mill Place Inc.
Project Contact: Gretchen Camp, BKV Group Inc.
Request: To allow modifications to an accessory parking lot.
Required Applications:

Conditional Use Permit	Amendment for an accessory parking lot located in the DP Downtown Parking Overlay District.
Variance	Of the DP Downtown Parking Overlay District standards to allow more than 20 parking spaces.
Site Plan Review	For an accessory parking lot.

SITE DATA

Existing Zoning	C3A Community Activity Center District DH Downtown Height Overlay District MR Mississippi River Critical Area Overlay District DP Downtown Parking Overlay District
Lot Area	65,297 square feet / 1.5 acres
Ward(s)	3
Neighborhood(s)	Downtown Minneapolis Neighborhood Association
Designated Future Land Use	Mixed Use
Land Use Features	Activity Center (Mill District) Growth Center (Downtown)
Small Area Plan(s)	Historic Mills District Master Plan and Update

Date Application Deemed Complete	June 20, 2014	Date Extension Letter Sent	Not applicable
End of 60-Day Decision Period	August 19, 2014	End of 120-Day Decision Period	Not applicable

BACKGROUND

SITE DESCRIPTION AND PRESENT USE. The site is odd-shaped due to a railroad corridor that previously ran through the site. There are two office buildings located on the subject property, which are known as Mill Place. The larger of the two buildings is located at the corner of 3rd Avenue South and 1st Street South. The other building has frontage along 1st Street. The remainder of the site is occupied by an unimproved, surface parking lot. The existing parking lot extends across the subject site onto the adjacent properties of 300 and 428 2nd Street South. The combined parking lots have been managed by one entity and provide parking for Mill Place as well as public parking.

SURROUNDING PROPERTIES AND NEIGHBORHOOD. The site is located in a mixed use area. Surrounding uses include high-rise residential buildings, a hotel, offices, a coffee shop, and a park. The site and surrounding properties north of 2nd Street South are located in the [St. Anthony Falls Historic District](#). The adjacent properties of 300 and 428 2nd Street South are proposed to be redeveloped into a 6-story mixed use building and a 5-story assisted living facility (Mill City Quarter Phase I and II respectively).

PROJECT DESCRIPTION. With the proposed redevelopment of the adjacent properties, the Mill Place property owner needs to reconfigure the parking lot. By reconfiguring the parking lot, 80 parking spaces are proposed. Access will continue to occur from 2nd Street through one curb-cut.

In the DP overlay district, an accessory parking lot is a conditional use, but is limited to 20 spaces. The existing parking lot was established prior to the adoption of these ordinances and is deemed to have a conditional use permit and grandfather rights for the number of existing legal parking spaces (those that comply with the minimum parking space and drive aisle requirements from Chapter 541 Off-Street Parking and Loading of the zoning code and are fully located on the Mill Place property). In the existing parking lot, it appears that there are 56 legal parking spaces. The zoning administrator determined that providing parking in excess of the existing number of legal spaces would require an amendment to the conditional use permit and a variance to increase the maximum number of spaces. Further, the parking lot is subject to the landscaping, screening and curbing requirements of Chapter 530 Site Plan Review of the zoning code. As the proposed parking lot will not implement all of the landscaping, screening and curbing requirements, a site plan review application is needed in order to request alternative compliance. Upon approval of the conditional use permit, the action must be recorded with Hennepin County as required by state law. The parking lot cannot be reconfigured until all final land use, preservation, and Public Works Department approvals are obtained.

Along with the alterations proposed to the parking layout, the proposal includes bicycle and pedestrian improvements and cross access easements. The parking area is designed for pedestrians, bicyclists and vehicles to all coexist. This concept is called a Woonerf. Components of the design include landscaping, concrete paving and pavers with changes in type and color and bollards to delineate travel lanes, stormwater management, and a plaza at the southeast corner of the site. The plaza is subject to the standards found in Chapter 535 Regulations of General Applicability in the zoning code. An application for an administrative plaza review will need to be submitted and approved before final approvals of the site plan can be granted. The parking area will also provide shared access for the proposed adjacent developments and the ability to provide a future connection to Minneapolis Park and Recreation Board land and the Mississippi River on the other side of 1st Street. Between the parking and 1st Street, there is a significant grade change. However, the area under the bridge spanning this grade change makes a connection to the parkland on the other side of 1st Street feasible. Discussions between the applicant

and the MPRB staff are underway. The applicant has also indicated that the parking will be made available to the public outside of business hours.

RELATED APPROVALS. Certificate of appropriateness applications for the first phase (BZH-27892) and the woonerf (BZH-27893) were [approved](#) at the [November 19, 2013, meeting](#) of the Heritage Preservation Commission (HPC). The public alley located between the subject property and 300 2nd Street South is in the process of being vacated. On June 9, 2014, the City Planning Commission recommended that the City Council approve the vacation.

PUBLIC COMMENTS. Correspondence from the neighborhood group has been received. Any additional correspondence received prior to the public meeting will be forwarded on to the Planning Commission for consideration.

ANALYSIS

CONDITIONAL USE PERMIT

The Department of Community Planning and Economic Development has analyzed the application to allow an amendment for an accessory parking lot located in the DP Downtown Parking Overlay District based on the following findings:

1. *The establishment, maintenance or operation of the conditional use will not be detrimental to or endanger the public health, safety, comfort or general welfare.*

The establishment of an 80 space parking lot would not prove detrimental to public health, safety, comfort or general welfare provided the development complies with all applicable codes and life safety ordinances as well as Public Works Department standards.

2. *The conditional use will not be injurious to the use and enjoyment of other property in the vicinity and will not impede the normal and orderly development and improvement of surrounding property for uses permitted in the district.*

There is a mix of uses in the surrounding area, including high-rise residential buildings, a hotel, offices, a coffee shop, and a park. The applicant is proposing to improve the parking area with new surfacing, landscaping, and stormwater management features. Further, the design incorporates pedestrian and bicycle improvements. The proposed woonerf concept is intended for pedestrians, bicyclists and vehicles to all coexist. Generally, reducing and/or limiting the size of surface parking increases the land area available for higher intensity development that is appropriate in the downtown area. The swooped shape of the site is due to a railroad corridor that previously ran through the site, which is significant to the St. Anthony Falls Historic District. The proposed parking lot maintains the openness of the former railroad corridor. With the implementation of the proposed improvements, the use should have little effect on surrounding properties.

3. *Adequate utilities, access roads, drainage, necessary facilities or other measures, have been or will be provided.*

The site is served by existing infrastructure. The Public Works Department will review the project for appropriate drainage and stormwater management as well as to ensure the safety of the position and design of improvements in or over the public right-of-way. The main vehicle access to the parking lot will continue to be from 2nd Street South.

4. *Adequate measures have been or will be taken to minimize traffic congestion in the public streets.*

The parking lot would have up to 80 spaces and would provide parking for two office buildings. It would have one curb cut access to 2nd Street. An access easement through the parking lot would allow shared vehicle access for the two proposed adjacent developments. These measures should minimize traffic congestion.

5. *The conditional use is consistent with the applicable policies of the comprehensive plan.*

Please see the site plan review section of this report.

6. *The conditional use shall, in all other respects, conform to the applicable regulations of the district in which it is located.*

The proposed use will conform to the applicable regulations of the district in which it is located upon the approval of the conditional use permit, variance, and site plan review.

VARIANCE

The Department of Community Planning and Economic Development has analyzed the application for a variance of the DP Downtown Parking Overlay District standards to allow more than 20 parking spaces based on the following [findings](#):

1. *Practical difficulties exist in complying with the ordinance because of circumstances unique to the property. The unique circumstances were not created by persons presently having an interest in the property and are not based on economic considerations alone.*

The existing parking lot extends across the subject site onto the adjacent properties of 300 and 428 2nd Street South. The combined parking lots have been managed by one entity and provide parking for Mill Place as well as public parking. With the proposed redevelopment of the adjacent properties, the property owner needs to reconfigure the parking lot. The proposed layout would have up to 80 spaces and would provide parking for the two office buildings on the site. Because of the odd-shape of the site, the existing layout that extends over the adjacent properties results in approximately 56 legal spaces on the subject site. The swooped shape of the site is due to a railroad corridor that previously ran through the site, which is significant to the St. Anthony Falls Historic District. The proposed parking lot maintains the openness of the former railroad corridor. These circumstances were not created by the applicant.

2. *The property owner or authorized applicant proposes to use the property in a reasonable manner that will be in keeping with the spirit and intent of the ordinance and the comprehensive plan.*

The purpose of the DP overlay district is to preserve significant and useful buildings, to protect the unique character of the downtown area and the mixed-use downtown neighborhoods, and to encourage higher density development in the downtown area by restricting the establishment or expansion of surface parking lots. The comprehensive plan also discourages surface parking lots downtown, but promotes recognizing historic resources, creating parks and plazas, and improving existing parking lots. In this case, the former railroad corridor, significant to the St. Anthony Falls Historic District, is a historic resource. The proposed parking lot maintains the openness of the corridor. The proposal will not affect the two existing buildings, which also have historic significance, and will include pedestrian and bicycle improvements in a woonerf concept creating the ability to provide a desired future connection to parkland and the Mississippi River on the other side of 1st Street. Shared vehicle access is proposed between the subject site and the proposed adjacent developments. The applicant has also indicated that the parking will be made available to the public outside of business hours. The shared access and parking further promotes efficient use of the

space. The request is reasonable and would be consistent with the intent of the ordinance and comprehensive plan.

3. *The proposed variance will not alter the essential character of the locality or be injurious to the use or enjoyment of other property in the vicinity. If granted, the proposed variance will not be detrimental to the health, safety, or welfare of the general public or of those utilizing the property or nearby properties.*

To minimize any adverse effects, improvements are proposed to the parking area. These improvements include landscaping, concrete paving and pavers with changes in type and color and bollards to delineate travel lanes, stormwater management, and a plaza at the southeast corner of the site. With the implementation of the proposed parking lot improvements and staff recommendation, the use should have little effect on surrounding properties. Granting the variance should not prove detrimental to public health, safety, comfort or general welfare provided the development complies with all applicable codes and life safety ordinances as well as Public Works Department standards.

SITE PLAN REVIEW

The Department of Community Planning and Economic Development has analyzed the application based on the required [findings](#) and [applicable standards](#) in the site plan review chapter:

I. Conformance to all applicable standards of Chapter 530, Site Plan Review.

Building Placement and Design – *Not applicable*

- No changes are proposed to the existing buildings.

Access and Circulation – *Meets requirements*

- The main entrances of the larger building face the adjacent streets. The parking lot sits at a significantly lower grade than the entrances. No changes to the building are proposed. The proposed site alterations do not improve access directly between the parking lot and the buildings. However, well-lit walkways at least 4-feet in width will be provided adjacent to the parking.
- A transit shelter is not proposed.
- Vehicular access and circulation is designed to minimize conflicts with pedestrians and surrounding residential properties. A residential property is located directly east of the site. One 23-foot wide curb cut on 2nd Street is proposed to provide access to the site. This access will be shared with the adjacent proposed developments. The woonerf is designed to slow vehicle traffic speeds to allow vehicles, pedestrians and bicycles to coexist.
- Upon approval of the pending alley vacation, the site will not be adjacent to a public alley.
- Currently, the site is completely covered by impervious surfaces. In the parking area, 470 square feet of landscaping will be added. Further, 1,825 square feet of pervious paving is proposed. To the extent practical, the use minimizes the amount of impervious surfaces.

Landscaping and Screening – *Requires alternative compliance*

- Composition and location of landscaped areas complement scale of development and its historic surroundings.

- The general landscaping requirements are included in the table below. As proposed, 1.1 percent of the net lot area will be landscaped. The minimum required number of canopy trees and shrubs also would not be provided on-site.
- A landscaped yard at least 7 feet in width with screening that is 3 feet in height and at least 60 percent opaque along with a minimum of 4 canopy trees is required along 2nd Street. A landscaped yard with the required screening is not proposed.
- A landscaped yard at least 7 feet in width with screening that is at least 6 feet in height and 95 percent opaque is required along the east property line between the parking area and the adjacent residential property. Landscaped yards and screening is not proposed along the east property line or adjacent to the proposed developments.
- Some landscaping will be provided at the corners of the parking area unavailable for parking.
- Most of the parking spaces would not be located within 50 feet of an on-site tree. Some tree islands would not be at least 7 feet in width.
- Areas not occupied by buildings, parking or loading would be covered by turf or pervious pavers.
- Information is not provided on the landscape plan regarding the installation and maintenance of all landscape materials. Installation and maintenance will need to comply with section 530.210 of the zoning code.

Table 1. Landscaping and Screening Requirements

	Code Requirement	Proposed
Lot Area	--	65,297 sq. ft.
Building footprints	--	21,851 sq. ft.
Remaining Lot Area	--	43,446 sq. ft.
Landscaping Area	8,689 sq. ft.	470 sq. ft.
Canopy Trees (1: 500 sq. ft.)	18 trees	4 trees
Shrubs (1: 100 sq. ft.)	87 shrubs	0 shrubs

Additional Standards – Requires alternative compliance

- The parking lot is designed to be curb-less in order to allow filtration of storm water. Bollards will provide additional delineation of the parking area.
- The proposed site plan would not impede views of important elements of the city.
- The development includes environmental design elements to prevent crime. The location of the proposed landscaping will not impede natural observation and will maintain views through and around the site. A complete lighting plan has not been submitted as part of the application. The site plan indicates that light fixtures will be provided on both sides of the woonerf. A lighting plan will need to be submitted as part of the final plans. Because the woonerf is intended to be open to the public, pavement changes are used to guide people through the site.
- No changes are proposed to the existing historically significant buildings. The proposed multi-purpose woonerf should help to ensure the buildings continued preservation.

2. Conformance with all applicable regulations of the zoning ordinance.

The proposed use is *conditional* in the DP Downtown Parking Overlay District.

Off-street Parking and Loading – Meets requirements

- The total existing gross floor area of the buildings is approximately 76,000 square feet.

- For nonresidential uses, no vehicle parking is required in the DP overlay district in the C3A district along the central riverfront. The maximum requirement is equal to 1 space per 200 square feet of gross floor area.
- Because the uses were established before the bicycle parking requirements were adopted into the ordinance, the site is grandfathered for this requirement.
- Two loading areas exist on the site. They will not be affected by the proposed site changes.
- At least 4 accessible spaces are required. No accessible spaces are shown on the plan. They will need to be provided as required and shown on the final plans.
- Twenty-six compact spaces are proposed. Although this is more than 25 percent of the total number of spaces, these spaces are not needed to meet a minimum parking requirement.
- The driveway curb-cut width will not exceed 25 feet.
- Maneuvering is designed to occur on-site, except for the spaces adjacent to the 1st Street bridge. This issue will need to be addressed on the final plans.

Table 2. Vehicle Parking Requirements Per Use ([Chapter 541](#))

	Minimum Parking Requirement	Applicable Reductions	Total Minimum Requirement	Maximum Parking Allowed	Proposed
Offices	0	--	0	380	80

Table 3. Bicycle Parking and Loading Requirements ([Chapter 541](#))

	Minimum Bicycle Parking	Minimum Short-Term	Minimum Long-Term	Proposed	Loading Requirement	Proposed
Offices	5	--	Not less than 50%	0	2 large	2

Building Bulk and Height – *Not applicable*

Residential Lot Requirements – *Not applicable*

Yard Requirements – *Meets requirements*

- An interior side yard is required adjacent to the east property line where the adjacent use is a permitted residential use. The parking in this area is subject to a minimum 5 foot wide interior side yard setback. However, the parking area already extends up to this lot line and is grandfathered.

Signs – *Not applicable*

- Signs are subject to Chapter [543](#) of the Zoning Code. Separate permits are required from the Zoning Office for any proposed signage.
- No new signage is proposed.

Dumpster Screening – *Meets requirements with Conditions of Approval*

- Refuse and recycling storage containers are required to be enclosed on all four sides by screening compatible with the principal structure not less than two feet higher than the refuse

container or must be otherwise effectively screened from the street, adjacent residential uses located in a residence or office residence district and adjacent permitted or conditional residential uses. The storage location of the refuse containers is not indicated on the plan. Several pictures show a dumpster located outside of the building by one of the loading doors. Although the dumpster is partially screened by the building and an adjacent retaining wall, it is not screened from the east. It is expected that with a connection to the park on the other side of the 1st Street bridge, this screening won't be sufficient. However, some screening options may not be appropriate in a historic district. Therefore staff is recommending that the applicant work with CPED staff to explore a screening solution.

Screening of Mechanical Equipment – *Meets requirements with Conditions of Approval*

- All mechanical equipment is required to be arranged so as to minimize visual impact by using screening and must comply with Chapter [535](#) and district requirements. A transformer is located outside of the building by one of the loading doors. Although the transformer is partially screened by the building and an adjacent wall, it is not screened to the east. As with the dumpster screening, staff is recommending that the applicant work with CPED staff to explore a screening solution.

Lighting – *Meets requirements with Conditions of Approval*

- Lighting must comply with Chapter [535](#) and Chapter [541](#) of the zoning code. A lighting plan was not provided as part of the application. One will need to be provided with the final plans.

Impervious Surface Area – *Not applicable*

Specific Development Standards – *Not applicable*

MR Overlay District Standards – *Not applicable*

- The provisions of the MR overlay district do not apply to the proposed development.

DP Overlay District Standards – *Meets requirements*

- The proposed use is an accessory parking lot. The applicant is requesting a conditional use permit and a variance to allow up to 80 parking spaces.
- See the Off-street Parking and Loading section above for additional applicable requirements.

DH Overlay District Standards – *Not applicable*

- The provisions of the DH overlay district do not apply to the proposed development.

3. Conformance with the applicable policies of *The Minneapolis Plan for Sustainable Growth*.

The proposed development would be consistent with the following policies of *The Minneapolis Plan for Sustainable Growth*:

Environment Policy 6.3: Encourage sustainable design practices in the planning, construction and operations of new developments, large additions and building renovations.

- 6.3.2 Ensure that developments use storm water BMPs (Best Management Practices).

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.

4. Conformance with applicable development plans or objectives adopted by the City Council.

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.

5. Alternative compliance.

The Planning Commission or zoning administrator may approve alternatives to any site plan review requirement upon finding that the project meets one of three criteria required for [alternative compliance](#). Alternative compliance is requested for the following requirements:

- **Landscaping and Screening.** Alternative compliance is requested for each of the landscaping and screening requirements. The site currently has no landscaping. The applicant is proposing to add 470 square feet of landscaping along with 4 canopy trees and 10 ornamental trees on-site. The applicant is also proposing to increase the number of trees in the 2nd Street public boulevard. In addition to these landscaping improvements, 1,825 square feet of pervious pavers are proposed. Although not located on the site, trees will be planted along both sides of the woonerf. Overall, a tree canopy will be created that covers most of the parking area. However, the no trees are proposed in the north end of the parking area and several of the on-site tree islands are less than 7 feet in width. Increasing the width of the tree islands and adding more trees may be possible without significantly altering the proposed plan. The placement of landscaped areas and plantings are intended to be less formal and reflect a volunteer growth pattern which is appropriate for this location in the historic district. A heavily landscaped site would also be less appropriate for a site that was once a railroad corridor, but the increase in pervious surfaces will significantly increase stormwater infiltration. The area of the site not occupied by the buildings is narrow. Providing the landscaped yards would likely eliminate most of the parking. Providing screening would interfere with the open feeling intended for the woonerf. There are also no windows on the ground floor of the adjacent residential high-rise because it is occupied by enclosed parking. Between the high-rise and the parking is a pet exercise area. A 6-foot tall fence would be ineffective screening for the residences overlooking the site and could create safety issues for the pet exercise area with the lack of ground level visibility from surrounding areas. For these reasons, staff is recommending that the planning commission grant alternative compliance and approve the plan as proposed, with the exception of requiring the applicant to explore opportunities to locate all parking spaces within 50 feet of a tree and provide a minimum width of 7 feet for tree islands.

RECOMMENDATIONS

Recommendation of the Department of Community Planning and Economic Development for the Conditional Use Permit:

The Department of Community Planning and Economic Development recommends that the City Planning Commission adopt the above findings and **approve** the application for a conditional use permit to allow an amendment for an accessory parking lot located in the DP Downtown Parking Overlay District for the property located at 101 3rd Avenue South, subject to the following condition:

- I. The conditional use permit shall be recorded with Hennepin County as required by Minn. Stat. 462.3595, subd. 4 before building permits may be issued or before the use or activity requiring a conditional use permit may commence. Unless extended by the zoning administrator, the conditional use permit shall expire if it is not recorded within two years of approval.

Recommendation of the Department of Community Planning and Economic Development for the Variance:

The Department of Community Planning and Economic Development recommends that the City Planning Commission adopt the above findings and **approve** the application for a variance of the DP Downtown Parking Overlay District standards to allow up to 80 parking spaces for the property located at 101 3rd Avenue South.

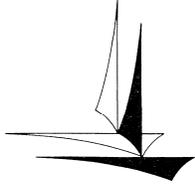
Recommendation of the Department of Community Planning and Economic Development for the Site Plan Review:

The Department of Community Planning and Economic Development recommends that the City Planning Commission adopt the above findings and **approve** the site plan review application to allow an accessory parking lot for the property located at 101 3rd Avenue South, subject to the following conditions:

1. The applicant shall explore opportunities to locate all parking spaces within 50 feet of a tree and provide a minimum width of 7 feet for tree islands as required by section 530.170 of the zoning code.
2. Accessible parking shall be provided as required by the Minnesota State Building Code.
3. Maneuvering shall occur on-site as required by section 541.290 of the zoning code.
4. The applicant shall work with Department of Community Planning and Economic Development staff to provide appropriate screening for the refuse storage containers and the transformer.
5. Department of Community Planning and Economic Development staff review and approval of the final site, lighting and landscape plans.
6. Site improvements required by Chapter 530 or by the City Planning Commission shall be completed by July 14, 2016, unless extended by the Zoning Administrator, or the permit may be revoked for non-compliance.

ATTACHMENTS

1. PDR report
2. Written description and findings submitted by applicant
3. Zoning map
4. Site survey
5. Site and landscaping plans
6. Renderings
7. Oblique aerials
8. Photos
9. Correspondence



Minneapolis Development Review
250 South 4th Street
Room 300
Minneapolis, MN 55415

Preliminary Development Review Report

Development Coordinator Assigned: **DONALD ZART**
(612) 673-2726
don.zart@minneapolismn.gov

Status *
RESUBMISSION REQUIRED

Tracking Number:	PDR 1001170
Applicant:	LUPE DEVELOPMENT 1701 MADISON ST NE, SUITE 111 MINNEAPOLIS, MN 55413
Site Address:	300 2ND ST S 101 3RD AVE S
Date Submitted:	12-FEB-2014
Date Reviewed:	20-FEB-2014

Purpose

The purpose of the Preliminary Development Review (PDR) is to provide Customers with comments about their proposed development. City personnel, who specialize in various disciplines, review site plans to identify issues and provide feedback to the Customers to assist them in developing their final site plans.

The City of Minneapolis encourages the use of green building techniques. For additional information please check out our green building web page at: http://www.ci.minneapolis.mn.us/mdr/GreenBuildingOptions_home.asp.

DISCLAIMER: The information in this review is based solely on the preliminary site plan submitted. The comments contained in this report are preliminary ONLY and are subject to modification.

Project Scope

Proposed 6 story mixed use building. 150 rental affordable rental units with retail on the first floor and 2 levels of underground parking.

Review Findings (by Discipline)

Water

- The plan as submitted meets the requirements of the Public Works Water Maintenance & Distribution Division.
- Note to the Applicant: Refer to handout for new requirements on 3" lines (by pass set up required) and larger.

*Approved: You may continue to the next phase of developing your project.

*Resubmission Required: You cannot move forward or obtain permits until your plans have been resubmitted and approved.

❑ Zoning - Planning

- The following required land use applications have been identified for the Mill City Quarter proposal: site plan review and plaza review.
- The following required land use applications have been identified for the Mill Place proposal: conditional use permit amendment for a surface parking lot in the DP overlay district; Variance to increase the maximum number of parking spaces in the DP Downtown Parking overlay district; Site plan review; and plaza review.
- Identify how the pervious pavement systems will comply with section 541.305 of the zoning code.
- Identify how the striped areas in the MCQ parking lot will be used.
- Provide a lighting plan showing how the proposal will comply with section 535.590 of the zoning code.
- Additional information may be requested once a land use application is submitted.
- The planning commission may require additional changes.

❑ Addressing

- The following are the proposed addresses for this project.
- Retail Space 2 - 125 3rd Ave S
- Retail Space 1 - 304 2nd St S
- Retail Space 3 - 312 2nd St S
- Residential Entry - 322 2nd St S
- When assigning suite sequences the following guidelines are as follows:
- The first one to two digits of the suite sequence number will designate the floor number of the site.
- The last two digits of the suite sequence number will designate the unique ID for the unit (condo, suite, unit, or apartment).
- Suite sequence digit numbers will be assigned to dwelling, commercial and retail units, not common areas. For example, laundry rooms, saunas, workout rooms, etc., would not be assigned numbers.
- Please provide each condo, suite, unit or apartment number
- This building is also considered to have a parking ramp per MCO Chapter 108. As such, within 5 years of the date of the certificate of occupancy being issued, the parking ramp will be required to have annual inspections and apply for a Ramp Operating Certificate.

❑ Parks - Forestry

- Contact Paul Martinson (612-499-9209) regarding removal or protection of trees during construction in the city right of way.
- Effective January 1, 2014, the City of Minneapolis and the Minneapolis Park and Recreation Board adopted an update to the existing Parkland Dedication Ordinance.
- The adopted City of Minneapolis Parkland Dedication ordinance is located in Section 598.340 of the City's Land Subdivision ordinance:
- <http://library.municode.com/index.aspx?clientId=11490>
- As adopted, the fee in lieu of dedication for new residential units is \$1,500 per unit (affordable units excluded per ordinance) and for commercial and industrial development it is \$200 per development employee (as defined in ordinance). Any dedication fee (if required) must be paid at the time of building permit issuance. There is also an administration fee that is 5% of the calculated park dedication fee.
- As proposed, for your project Mill City Quarter, the calculated dedication fee is as follows:
- Residential - (Identified as affordable, fee doesn't apply)
- Non-Residential Commercial Space = \$3,000
- 5% of \$3,000 (Administration Fee) = \$ 150
- Total = \$3,150
- This is a preliminary calculation based on your current proposal; a final calculation will be made at the time of building permit submittal.
- For further information, please contact Don Zart at 612-673-2726.

❑ Right of Way

- An encroachment permit shall be required for all streetscape elements in the Public right-of-way such as: plants & shrubs, planters, tree grates and other landscaping elements, sidewalk furniture (including bike racks and bollards), and sidewalk elements other than standard concrete walkways such as pavers, stairs, raised landings, retaining walls, access ramps, and railings (NOTE: railings may not extend into the sidewalk pedestrian area). Please contact Bob Boblett at (612) 673-2428 for further information.
- Note to the Applicant: Any elements of an earth retention system and related operations (such as construction crane boom swings) that fall within the Public right-of-way will require an encroachment permit application. If there are to be any earth retention systems which will extend outside the property line of the development then a plan must be submitted showing details of the system. All such elements shall be removed from the Public right-of-way following construction with the exception of tie-backs which may remain but must be uncoupled and de-tensioned. Please contact Bob Boblett at (612) 673-2428 for further information.
- In addition, any elements of an earth retention system and related excavations that fall within the Public right-of-way will require a "Right-of-Way Excavation Permit". This permit is typically issued to the General Contractor just prior to the start of construction. However, it is the Applicant's responsibility to insure that all required permits have been acquired by its consultants, contractors, sub-contractor's prior to the start of work.
- Out-swinging doors at Housing Lobby should be moved behind property line to match other entry doors. Per the Minneapolis Code of Ordinances, out-swinging doors are permitted to encroach a maximum of 4" into the Public right-of-way. The Applicant should consider designs that provide for in-swinging doors or recessed doorways to prevent out-swinging doors beyond the maximum allowable encroachment.
- Contact Paul Cao at (612) 673-2943 for position and alignment of bike racks proposed in the Public right-of-way. If the racks are privately owned, they will require an encroachment permit.

❑ Street Design

- Project limits shall be clearly identified on the plan; proposed impacts to the Public right-of-way outside of the current Project limits should not be shown or should be identified as "potential future improvements". The parking bay shown on 2nd St. S. is outside of the proposed project and shall not be shown on the site plan. Future connections to the Parkway under the 1st St. S. Bridge shall be identified as "potential future improvements", and shall be noted that design approval and coordination with the Minneapolis Park Board is required.

❑ Sidewalk

- The plan as submitted meets the requirements of the Public Works Sidewalk Inspections Division.

❑ Fire Safety

- Provide required automatic fire suppression system throughout
- Fire department connection must be located on the address side of building and within 150 feet of a fire hydrant
- Provide required fire alarm system throughout building
- Provide and maintain fire department access at all times

❑ Business Licensing

- This project falls within the St Anthony Fall Historic District - HPC approval required for the exterior finishes.

❑ Construction Code Services

- Storm water drainage facilities for this project are located on another property. Assuming there will be an easement/agreement.
- Dependent upon the location of soil borings, the lowest level of the basement parking will be below the water table.
- Elevator lobbies are required in garage - 2 hour shafts required.

□ Traffic and Parking

- The nature of the proposed development is such that traffic impacts could be an issue; please contact Allen Klugman at (612) 673-2743 to discuss the potential requirements of a Travel Demand Management Plan (TDMP).
- The site plan (Sheet A010) identifies a canopy overhanging the Public right-of-way along 3rd Ave. S. and appears to indicate a bus shelter (a transit stop does not exist at this location). Metro Transit has been contacted and is not currently aware nor advocating a bus reroute that would accommodate this proposed location; any proposed transit stop at this location shall be fully reviewed and approved by both the Traffic Department and Metro-Transit. All Metro Transit Bus Stops shall be clearly identified on the site plans; and changes proposed bus stop changes shall be coordinated with Metro- Transit, please contact Maurice Roers at (612) 349-7684 for further information.
- Street Lighting: Please contact Bill Prince at (612) 673-3901 regarding existing and proposed street lighting. All street lighting (existing and proposed) shall be shown clearly on the site plan.
- Note to the Applicant: If decorative street lighting exists on the proposed site it must be preserved or replaced at existing levels. Street lighting will be strongly encouraged in areas immediately adjacent to existing lighting systems, in high density areas such as Uptown and the University of Minnesota, and along major pedestrian corridors and business nodes as identified in the Minneapolis Street Lighting Policy.
- If street lighting is required, all street lighting in the Public right-of-way shall be designed and constructed to City standards. The Applicant shall submit a detailed plan specifying pole locations, light standards and fixture types, and include all required Minneapolis standard plates for installation details. These include design plates for poles (15' aluminum or 30' high level pole), fixture cut sheets from suppliers (must meet full cutoff standard and be a fixture identified in the Minneapolis Street Light Policy), concrete pole foundation details, lighting cabinet (typically 120 volt cabinet CBD for downtown, non-CBD for elsewhere), and wiring diagrams for lighting connections. A power source for the lighting must be identified from Xcel Energy and be located in the Public right-of-way (street lighting shall not be powered from sources on the private development site).
- Current ordinance states that all maneuvers associated with loading, parking or sanitation pick up for a private development shall occur on private property. Please provide a narrative explaining deliveries and trash removal operations and show turning maneuvers for all truck type vehicles that will be using the proposed site.
- Notes to the Applicant:
 - There is a 10x 50 loading area on the site with trees on both ends. Can this area be used as intended?
 - The proposed access to 3rd Ave. S. should be limited to a specific need such as a truck or delivery need. It is recommended that the access point be gated when not in use.
 - Better definition between the drive isles, parking spaces, loading areas and pedestrian paths is desired throughout the site to eliminate confusion.

□ Environmental Health

- The site proposal calls for underground parking. The underground parking and associated subgrade structures should be designed to prevent the infiltration of groundwater without the need for a permanent dewatering system being installed. If a continuously operating permanent dewatering system is needed it must be approved as part of the sanitary sewer and storm drain site plan approval prior to construction beginning.
- If dewatering is required during site construction see below for city permit requirements.
- If the project will be disturbing identified impacted soils on the site preapproval for removal, disposal and/or reuse of must occur from the MCPA and the City of Minneapolis prior to beginning excavation activities. If impacted soil is encountered during site activities call the MN State Duty officer at (615) 649-5451.
- No construction, demolition or commercial power maintenance equipment shall be operated within the city between the hours of 6:00 p.m. and 7:00 a.m. on weekdays or during any hours on Saturdays, Sundays and state and federal holidays, except under permit. Contact Environmental Services at 612-673-3867 for permit information.

- Permits and approval are required from Environmental Services for the following activities: Temporary storage of impacted soils on site prior to disposal or reuse; Reuse of impacted soils on site; Dewatering and discharge of accumulated storm water or ground water, underground or aboveground tank installation or removal, well construction or sealing. Contact Tom Frame at 612-673-5807 for permit applications and approvals.
- A review of the project, permits issued and an inspection from Environmental Service for identification of equipment and site operations that require annual registration with the City of Minneapolis will occur for this project.

❑ Sewer Design

Groundwater:

- Please provide a copy of any geotechnical reports for the site. As underground parking is proposed, please identify if groundwater is expected to be encountered near the low floor elevation. Please also include the low floor elevation on the Grading Plan.
- Please provide copies of plan sheets P090 and P100, referenced in the note on sheet C3.0. Please also clarify this note to clearly identify if groundwater discharge is proposed upon completion of the project.
- Stormwater Management: Private easements and agreements are required between the properties for the stormwater management system. Please provide a copy of these easements and agreements. A recorded copy must be provided prior to release of permits for the site.
- Please provide a copy of any geotechnical reports for the site. In the absence of field measured infiltration rates, the design infiltration rates from the MN Stormwater Manual (http://stormwater.pca.state.mn.us/index.php/Design_infiltration_rates) should be used for the design of the infiltration practice.
- The proposed grading plan is difficult to read. Please provide a cleaned up version of the plan. This is also the case for the Demolition Plan, Demolition Erosion Control Plan, Construction Erosion Control Plan and Paving Plan
- The existing conditions drainage areas do not seem to accurately reflect the discharge locations of the runoff. For instance a portion of drainage area EX1 surface drains to 2nd St S and a portion drains to 1st St S. Please accurately delineate the areas. To be in compliance with the rate control requirements, discharges to the City storm systems in both 1st St S and 2nd St S must be maintained or reduced from the current conditions.
- A consistent method for estimating times of concentration for the existing and proposed conditions should be utilized. The methods currently used provide for much smaller times of concentration for the existing conditions compared to the proposed.

Utility Connections:

- There may be several existing sanitary and storm sewer service connections to the site. Please note these service connections are the responsibility of the property owner. If any damage occurs due to failure of any service the property owner is liable for the damage. If the services are proposed to be removed at this time, please note this on the plan. Existing utility service location information is available through the City's Utility Connections Office, 612-673-2451.

Utility:

- Any construction of City infrastructure should be completed in conformance with the City's Standard Supplemental Specifications. Please clearly identify the storm sewer infrastructure subject to these standards and include the appropriate City Standard Detail Plates in the plans.
- All existing and proposed public utilities (water, sanitary, and storm sewer) on and adjacent to the property shall be shown on the plans with corresponding pipe sizes, types and invert elevations. For City sanitary and storm sewer infrastructure records contact (612) 673-2405. All existing service connections to the property shall also be shown and noted on the plans as being removed or remaining in place. For service connection records contact (612) 673-2451.

Erosion Control:

- Please provide cleaned up versions of the Erosion Control Plans.
- For comments or questions on Public Works Surface Water & Sewers Division related requirements please contact Jeremy Strehlo, (Professional Engineer) at (612) 673-3973, or jeremy.strehlo@minneapolismn.gov

END OF REPORT

Project Overview

The project site for the Mill City Quarter development is bounded by 2nd Street to the south, 3rd Avenue to the west, 5th Avenue to the east and the River West high-rise complex and Mill Place building to the north. The site is currently occupied by a large surface parking lot. The proposed project is an infill, dense urban development that will include mostly residential units, plus a modest amount of commercial/retail space. This use is consistent with the C3A zoning of the site and with the adjacent residential and retail uses. It will be a transit-oriented mixed-use development that will occur in two phases and will greatly enhance the connectivity from the Mill District neighborhood to the Mississippi River.

Mill Place, Inc. owns the rail spur “swoop” which divides the two city parcels along a SE to NW axis, leading from Second Street to the Riverfront. Mill Place ownership has reached a Memorandum of Understanding with the developers of the MCQ housing projects, allowing for a unique pedestrian/bike/river connection through collaboration and easements. Cross easements between Mill Quarter and Mill Place’s land permit creation of a Dutch ‘Woonerf’ where bikes/cars pedestrians and public spaces all co-exist, and speeds are reduced for cars.

The site design will include approximately 80 parking stalls within the woonerf, with landscaped open spaces to foster gathering of people and to facilitate pedestrian traffic and enhance the pedestrian experience through the site.

Using historical site photos as inspiration, the design concept is based on the railroad corridor that once occupied the site, employing paving materials and potentially railroad artifacts to abstract the pattern of a rail yard. The woonerf concept will be a curbless environment, defining vehicular travel lanes via bollards and changes in paving surface type/color. Designed for very slow speeds, (<10 mph) similar to those typically found in parking lots, it allows the pedestrian to become the focus of the space and the vehicle is seen as the “visitor”.

The design is also intended to provide a much-needed and very direct physical connection between the greater downtown area and the Mississippi River. Together with the proposed housing developments, this development will be a strong link between the future Water Works Park on West River Parkway and the Mill District Neighborhood along Second Street. The shared street and open space will enhance recreational and cultural opportunities for residents of the neighborhood and visitors to the park, providing an important link in the City’s transportation network, joining the extensive off-street bike trails of the Parkway with multiple bus lines and nearby light rail transit.

A large landscaped plaza east of the “swoop” of the woonerf provides safe and inviting outdoor spaces for relaxing and socializing, for residents and visitors of the project as well as patrons at the small café space for Phase 2. Trees and native perennials and grasses line the woonerf, randomly spaced within a continuous band of pervious pavers. The band of pervious pavers will simultaneously provide natural irrigation for the plants while infiltrating stormwater and will allow for a subtle randomization of plantings that recalls the wild river banks nearby.

This project team is committed to demonstrating a number of best management practices (BMP) for stormwater management and Low-Impact Development (LID). Some of the concepts and techniques being proposed include rainwater harvesting, vegetated walls, pervious paving, pixelated parking, and underground detention.

CONDITIONAL USE PERMIT REQUIRED FINDINGS

The Applicant requests a Conditional Use Permit to allow for the creation of a surface parking lot with 80 parking stalls. The Project meets the required findings for the issuance of a CUP for a planned unit development:

- 1) *That the establishment, maintenance or operation of the conditional use will not be detrimental to or endanger the public health, safety, comfort or general welfare.*

The proposed 80-car surface parking lot will not be detrimental or endanger the public health, safety, comfort or general welfare. The site is currently a surface parking lot that is entirely covered with a bituminous surface, and the proposed project will dramatically improve the site conditions. The design for this "Woonerf" concept puts the pedestrian as the priority – the safety and security of area residents will be improved by providing a well-designed public space, providing adequate site lighting and re-purposing the adjacent sites for multi-family housing.

The development will comply with all applicable codes and life safety ordinance, as well as Public Works Department standards. By greatly improving the landscape and street presence, the site will be much safer and more pedestrian-friendly, creating interest at the street edge and throughout the site. The Project will include maintenance staff to ensure a clean, safe environment.

- 2) *The conditional use will not be injurious to the use and enjoyment of other property in the vicinity and will not impede the normal and orderly development and improvement of surrounding property for uses permitted in the district.*

The parking lot will not be injurious to the use and enjoyment of other property in the vicinity or impede the normal and orderly development and improvement of surrounding property. Several improvements to the site are proposed. The overall development will eliminate two existing curb cuts along 2nd Street; therefore, improving pedestrian circulation around the site. The pedestrian-oriented woonerf will allow people to pass through the development from the south and access the River Road Parkway to the north. The site access, improved streetscape conditions and landscape elements will dramatically improve the conditions of the current site.

The on-site improvements will also improve the character of the area for the enjoyment of all surrounding properties. The development will strongly and positively impact the orderly development of the neighborhood.

- 3) *Adequate utilities, access roads, drainage, necessary facilities and other measures have been or will be provided.*

All stormwater treatment and detention will be managed on-site. The initial Preliminary Development Review (PDR) was completed for the proposed project. The operations and maintenance plan for the stormwater management and sewer design will follow City of Minneapolis Standards. The applicant will continue to work closely with the Public Works Department, the Plan Review Section of CPED, and the various utility companies during the duration of the development to ensure that all procedures are followed to comply with City and other applicable requirements.

As part of the project, appropriate erosion control measures approved by the City of Minneapolis and Minnesota Pollution Control Agency (MPCA) will be installed to avoid erosion off the project site. Existing utility easements will be maintained and not affected by the development.

- 4) *Adequate measures have been or will be taken to minimize traffic congestion in the public streets.*

The project does not add any uses to the development; therefore, it is very unlikely that it will add to the congestion of the public streets. The applicant believes that providing the off-street parking for the Mill Place office tenants will alleviate congestion in the Mill District area. Traffic flow through the site is very straightforward, with the primary entry/exit from 2nd Street and then secondary access points onto 3rd and 5th Avenues.

A full Travel Demand Management Plan was completed for the Mill City Quarter development. Results of the operational analyses indicate that adequate off-street parking will be provided on site. Traffic from the proposed

development is not anticipated to have a significant impact on area traffic operations. Signal timing plans will not need to be modified to accommodate the proposed redevelopment. No roadway or traffic control improvements are recommended as part of the development project.

5) *The conditional use is consistent with the applicable policies of the comprehensive plan.*

The site plan and landscape design for the woonerf embrace the following goals of the *Minneapolis Plan for Sustainable Growth*:

Policy 6.3.2 Ensure that developments use storm water BMPs (Best Management Practices).

This project team is committed to demonstrating a number of best management practices (BMP) for stormwater management and Low-Impact Development (LID). Some of the concepts and techniques being proposed include rainwater harvesting, vegetated walls, pervious paving, pixelated parking, and underground detention.

Policy 6.8.6 Continue to recognize the functions and values of the urban forest and tree canopy which provide many economic and ecological benefits such as reducing storm water runoff and pollution, absorbing air pollutants, providing wildlife habitats, absorbing carbon dioxide, providing shade, stabilizing soils, increasing property values and increasing energy savings.

Trees and native perennials and grasses line the woonerf, randomly spaced within a continuous band of pervious pavers.

Policy 7.1.4 Ensure open spaces provide peaceful, meditative, and relaxing areas as well as social, recreational, and exercise opportunities.
and

Policy 7.4.5 Increase the use of green infrastructure to decrease the city's impact on the natural environment.
The project improves the pedestrian experience and circulation around the site, dramatically improves this section of 2nd Street, and is highly compatible with the residential and commercial uses that surround the site.

Policy 7.6.3 Invest in the greening of streets, particularly those that connect into and supplement the parks and open spaces network.

The design is intended to provide a much-needed and very direct physical connection between the greater downtown area and the Mississippi River. Together with the proposed housing developments, this development will be a strong link between the future Water Works Park on West River Parkway and the Mill District Neighborhood along Second Street.

Policy 2.3: Encourage walking throughout the city by ensuring that routes are safe, comfortable, pleasant, and accessible.

Walking to establishments and transit near the site will be encouraged by limiting curb cuts, adding eyes on the street, providing viable commercial uses, and improving the streetscape.

Policy 3.1.2 Use planning processes and other opportunities for community engagement to build community understanding of the important role that urban density plays in stabilizing and strengthening the city.

The neighborhood organizations have expressed unanimous and strong support for this project. They include the Downtown Minneapolis Neighborhood Association and the Mill District Neighborhood Association.

6) *The conditional use shall, in all other respects, conform to the applicable regulations of the district in which it is located.*

With the approval of this CUP and a variance to allow more than 20 stalls, the Project will conform to the applicable regulations of the C3A zoning district in which it is located.

Variance to allow more than 20 parking stalls in a surface lot.

- (1) *Practical difficulties exist in complying with the ordinance because of circumstances unique to the property. The unique circumstances were not created by persons presently having an interest in the property and are not based on economic considerations alone.*

The current use of the project site is a parking lot. With the sale of the city-owned property surrounding the Mill Place property, the contract stalls available to the office employees is no longer available. With the loss of the available contract stalls, parking for the office users will now be limited to the narrow “swoop” piece of land between phases 1 and 2 of Mill City Quarter. It is the goal of all to ensure that a reasonable amount of parking is provided for the office users, while still maintaining great pedestrian access and visual interest on the site.

The design team has come up with a creative way to allow for 80 parking stalls, but to not have vehicles dominate the site. The Applicant is committed to keeping the historic pattern of the rail corridor on the site and the design concept is based on the railroad corridor that once occupied the site, employing paving materials and potentially railroad artifacts to abstract the pattern of a rail yard. The woonerf concept will be a curbsless environment, defining vehicular travel lanes via bollards and changes in paving surface type/color. Designed for very slow speeds, (<10 mph) similar to those typically found in parking lots, it allows the pedestrian to become the focus of the space and the vehicle is seen as the “visitor”.

- (2) *The property owner or authorized applicant proposes to use the property in a reasonable manner that will be in keeping with the spirit and intent of the ordinance and the comprehensive plan.*

Given that the existing site has over 400 total parking stalls, the proposed request is reasonable and granting the variance will be in keeping with the spirit and the intent of the ordinance. The proposed 80 stalls will be assigned to the Mill Place office building during the weekdays and will be available to the public after work hours and during the weekend. This shared parking approach will ensure that there is efficient use of the stalls and that there are active users of the lot at most times during each day.

The Applicant has the support of the DMNA community, and area residents are excited about the woonerf concept and gaining access through the site and to the river.

- (3) *The proposed variance will not alter the essential character of the locality or be injurious to the use or enjoyment of other property in the vicinity. If granted, the proposed variance will not be detrimental to the health, safety, or welfare of the general public or of those utilizing the property or nearby properties.*

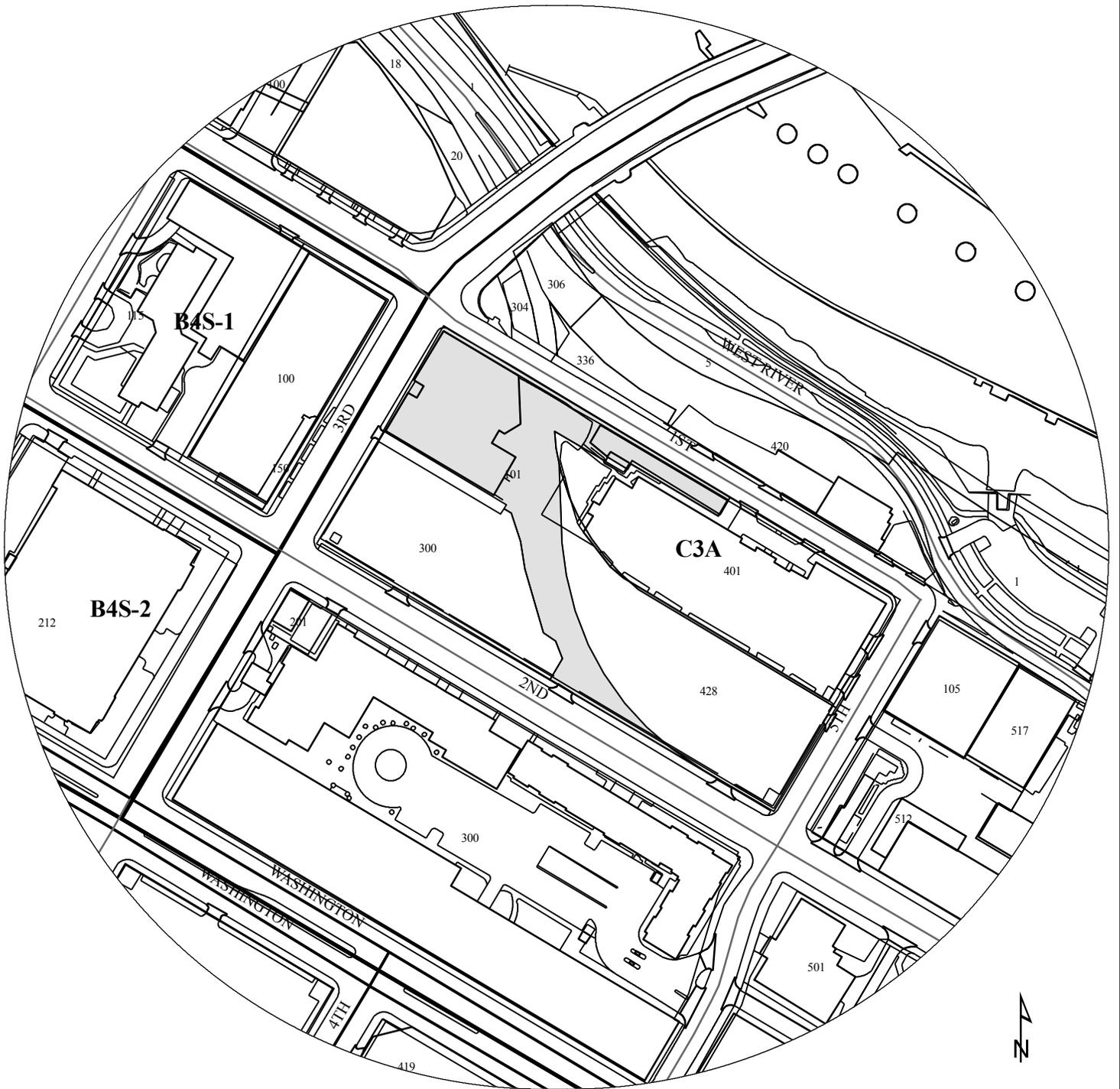
The variance to allow 80 parking stalls will be an improvement over the current conditions on this block which includes parking for over 400 cars. The design team has included site improvements that would minimize any adverse visual impacts on surrounding uses, including pavers, trees and decorative lighting. With the implementation of the site improvements, the surface parking lot use should have little effect on surrounding properties and will actually be an inviting way for residents to gain access to the riverfront.

Mill Place Inc

3

NAME OF APPLICANT

WARD



PROPERTY ADDRESS
101 3rd Ave S

FILE NUMBER
BZZ-6617

LEGAL DESCRIPTION

PARCEL 1:
 Lots 1, 2, 3, Block 18, Town of Minneapolis.
 That part of Lots 4 and 5, Block 18, Town of Minneapolis, and that part of vacated 4th Avenue South, dedicated in said plat as California St., lying northwesterly and southwesterly of the following described line:

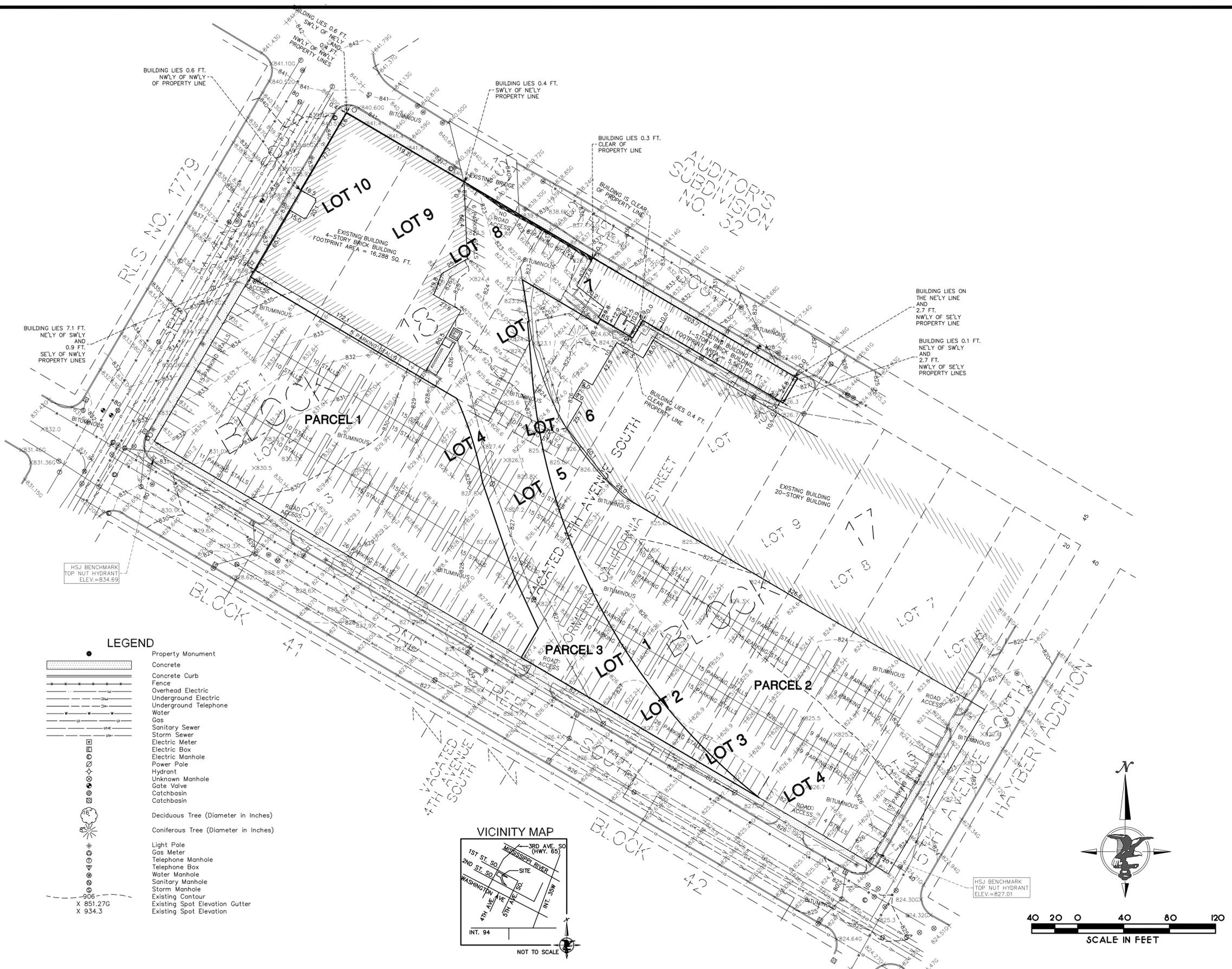
Beginning at the intersection of the southwesterly line of Block 17, said plat, and its northwesterly extension, with the centerline of said vacated 4th Avenue South; thence North 30 degrees 27 minutes 30 seconds East, assumed bearing, along said centerline a distance of 29.13 feet; thence North 24 degrees 42 minutes 38 seconds West 48.73 feet to a point on the southeasterly line of said Block 18 distant 57 feet northwesterly from the most southerly corner of Block 18; thence North 18 degrees 48 minutes 42 seconds West 87.27 feet to a point on the northwesterly line of Lot 5, said Block 18, distant 114 feet northwesterly from the most westerly corner of said Lot 5; thence northwesterly 76.23 feet along a non-tangential curve, concave to the west, having a radius of 297.00 feet, central angle 14 degrees 42 minutes 22 seconds and the chord of said curve bears North 17 degrees 10 minutes 36 seconds West to a point on the northeasterly line of Lot 4, Block 18, said point being 10.00 feet southwesterly from the most northerly corner of said Lot 4; thence North 59 degrees 34 minutes 57 seconds West, not tangent to said curve, along said northwesterly line of said Lot 4 to said most northerly corner of said Lot 4 and said line there terminating.

PARCEL 2:
 Lot 5, Block 17, Town of Minneapolis.
 That part of Lots 1, 2, 3, and 4, Block 17, Town of Minneapolis, and that part of Lots 5, 6, and 7, Block 18, said plat, and that part of vacated 4th Avenue South, dedicated in said plat as California St., lying southwesterly of "Line 1" and northeasterly of "Line 2". Said "Line 1" and "Line 2" are described follows:
 "Line 1"
 Beginning at the most northerly corner of Lot 7, said Block 18; thence on an assumed bearing of South 30 degrees 28 minutes 20 seconds West, along the northwesterly line of said Lot 7 a distance of 38.89 feet; thence South 09 degrees 01 minutes 33 seconds East, a distance of 47.74 feet; thence southerly a distance of 176.86 feet along a non-tangential curve concave to the northeast having a radius of 248.13 feet and a central angle of 40 degrees 50 minutes 08 seconds, the chord of said curve bears South 28 degrees 26 minutes 31 seconds East, to the intersection with the northwesterly extension of the northeasterly line of Lot 1, said Block 17; thence South 59 degrees 35 minutes 59 seconds East along the northwesterly extension of said northeasterly line of said Lot 1 a distance of 33.70 feet, more or less, to the most northerly corner of said Lot 1; thence southeasterly along the northeasterly lines of Lots 1, 2, 3, and 4, said Block 17, to the most easterly corner of said Lot 4 and said line there terminating.
 "Line 2"
 Beginning at the most northerly corner of Lot 7, said Block 18; thence on an assumed bearing of South 30 degrees 28 minutes 20 seconds West, along the northwesterly line of said Lot 7 a distance of 38.89 feet; thence South 09 degrees 01 minutes 33 seconds East 47.74 feet; thence South 80 degrees 18 minutes 36 seconds West 1.22 feet; thence South 4 degrees 54 minutes 36 seconds East 47.37 feet; thence southerly a distance of 427.65 feet along a non-tangential curve, concave to the northeast, having a radius of 521.44 feet and a central angle 46 degrees 59 minutes 24 seconds, the chord of said curve bears South 28 degrees 23 minutes 56 seconds East, to a point on the southwesterly line of Block 17, said point being 130.30 feet northwesterly, more or less, from the most southerly corner of Block 17 and there terminating.

PARCEL 3:
 All of Lots 8, 9 and 10, and that part of Lots 4, 5, 6 and 7, Block 18, that part of Lots 1, 2, 3, 4 and 10, Block 17 and that part of vacated Fourth Avenue South lying between said Blocks 17 and 18, all in Town of Minneapolis, Hennepin County, Minnesota described as follows:
 Commencing at the southeasterly corner of Lot 5, Block 18; thence North 30 degrees 27 minutes 30 seconds East assumed bearing along the easterly line of said Lot 5 a distance of 57 feet to the point of beginning; thence North 18 degrees 48 minutes 42 seconds West 87.27 feet to a point on the westerly line of Lot 5 distant 114 feet Northerly of the Southwesterly corner of Lot 5; thence northwesterly 76.23 feet along a non-tangential curve, concave to the west, having a radius of 297.00 feet, central angle 14 degrees 42 minutes 22 seconds and the chord of said curve bears North 17 degrees 10 minutes 36 seconds West to a point on the northeasterly line of Lot 4, Block 18, said point being 10.00 feet southwesterly of most northerly corner of said Lot 4; thence North 59 degrees 34 minutes 57 seconds West, not tangent to said curve, along the southwesterly line of Lots 7, 8, 9 and 10, a distance of 208.33 feet, more or less, to the northwesterly line of Block 18; thence North 30 degrees 28 minutes 00 seconds East along said northwesterly line a distance of 165.25 feet to the northwesterly line of Block 18; thence South 59 degrees 35 minutes 24 seconds along said northwesterly line 198.25 feet to the most northerly corner of Lot 7, said corner hereinafter referred to as point "A"; thence continuing South 59 degrees 35 minutes 24 seconds along the southeasterly extension of said Block 18 and along the northeasterly line of Block 17 a distance of 257.00 feet; thence South 30 degrees 23 minutes 39 seconds West 24.80 feet; thence North 59 degrees 36 minutes 21 seconds West 141.50 feet; thence South 30 degrees 23 minutes 39 seconds West 17.70 feet; thence North 59 degrees 36 minutes 21 seconds West 32.40 feet; thence South 30 degrees 23 minutes 39 seconds West 5.00 feet; thence North 59 degrees 36 minutes 21 seconds West 75.99 feet to intersection with a line that bears South 9 degrees 01 minutes 33 seconds East and a length of 11.24 feet from a point on the northwesterly line of Lot 7, Block 18 distant 38.89 feet southwesterly of point A; thence South 9 degrees 01 minutes 33 seconds East 36.50 feet; thence South 80 degrees 18 minutes 36 seconds West 1.22 feet; thence South 4 degrees 54 minutes 36 seconds East 47.37 feet; thence southeasterly along a non-tangential curve, concave to the northeast, having a radius of 521.44 feet, central angle 46 degrees 59 minutes 24 seconds, a distance of 427.65 feet to a point on the southwesterly line of Block 17, said point being 130.30 feet northwesterly, more or less, from the most southerly corner of Block 17; thence North 59 degrees 35 minutes 42 seconds West along said southwesterly line of Block 17 a distance of 240.34 feet to the centerline of vacated Fourth Avenue South; thence North 30 degrees 27 minutes 30 seconds East along said centerline 29.13 feet; thence North 24 degrees 42 minutes 38 seconds West 48.73 feet to the point of beginning.

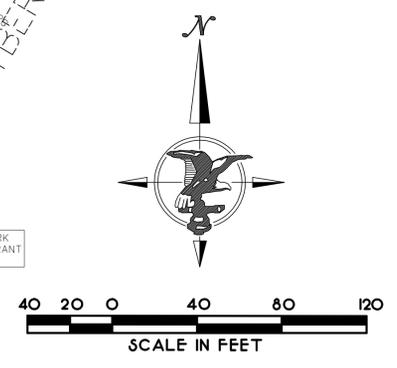
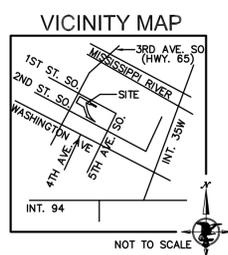
GENERAL NOTES:

- The bearing system used is assumed.
- The location of the underground utilities shown herein, if any, are approximate only. PURSUANT TO MSA 216D CONTACT GOPHER STATE ONE CALL AT (612) 454-0002 PRIOR TO ANY EXCAVATION.
- Subject property is identified as being in "Zone X, Other Areas" on Flood Insurance Rate Map No., 27053C035E, effective date September 2, 2004.
- Site area Parcel 3 = 65,297 square feet = 1.499 acres.
 Site area Parcel 1 = 49,782 square feet = 1.143 acres.
 Site area Parcel 2 = 57,100 square feet = 1.311 acres.
- All field measurements matched recorded dimensions within the precision requirements of ALTA/ACSM specifications.
- This survey was made on the ground.
- No current title work was furnished for the preparation of this survey, legal description, recorded or unrecorded easements and encumbrances are subject to revision upon receipt of current title work.
- Elevation datum is based on NAVD 88 data.
 HS-Benchmark is located Top Nut Hydrant (AS SHOWN ON SURVEY)
 Elevation = 834.63



LEGEND

	Property Monument
	Concrete
	Concrete Curb
	Fence
	Overhead Electric
	Underground Electric
	Underground Telephone
	Water
	Gas
	Sanitary Sewer
	Storm Sewer
	Electric Meter
	Electric Box
	Electric Manhole
	Power Pole
	Hydrant
	Unknown Manhole
	Gate Valve
	Catchbasin
	Catchbasin
	Deciduous Tree (Diameter in Inches)
	Coniferous Tree (Diameter in Inches)
	Light Pole
	Gas Meter
	Telephone Manhole
	Telephone Box
	Water Manhole
	Sanitary Manhole
	Storm Manhole
	Existing Contour
	Existing Spot Elevation Gutter
	Existing Spot Elevation



I hereby certify that this plan was prepared by me or under my direct supervision and that I am a duly registered land surveyor under the laws of the State of Minnesota.

Thomas E. Hodorff
 THOMAS E. HODORFF, L. S.

Date: November 12, 2012 Registration No. 23677

Date: _____

REVISIONS

HARRY S. JOHNSON CO., INC.
LAND SURVEYORS

9063 Lyndale Avenue South
 Bloomington, MN. 55437
 Tele. 952-884-5341 Fax 952-884-5344

BOUNDARY & TOPOGRAPHICAL SURVEY

For:
 LUPE DEVELOPMENT

SITE:
 MILL PLACE

101 3RD AVENUE SOUTH
 MINNEAPOLIS, MINNESOTA

HENNEPIN COUNTY

SHEET	1 OF 2
Book 627	File No. 1-3-7894T
Page 75	W.O. Number
CAD Technician CT	2012439

NOT FOR
CONSTRUCTION

Mill City Quarter

LAND USE
SUBMITTAL

CERTIFICATION
I hereby certify that this plan, specification or report was prepared by me or under my direct supervision and that I am a duly Licensed Professional Landscape Architect under the laws of the State of Minnesota.

BRADY HALVERSON Date

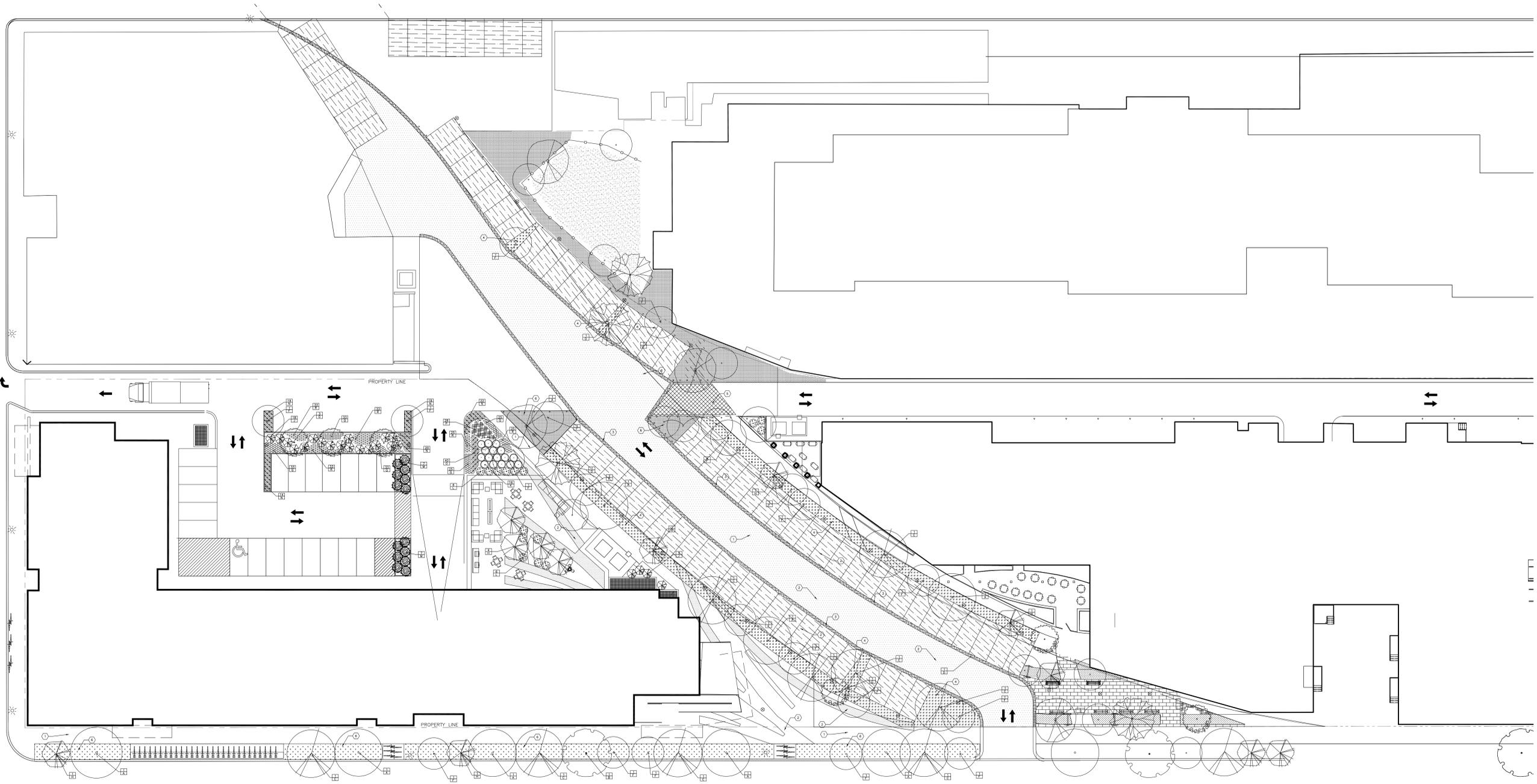
#41727
License Number

REVISIONS	No.	DATE

DATE 06-04-14
DRAWN BY BH
CHECKED BY BH
COMMISSION NO. 161507

LANDSCAPE
PLAN

L101



1 LANDSCAPE PLAN
1/20"=1'-0"

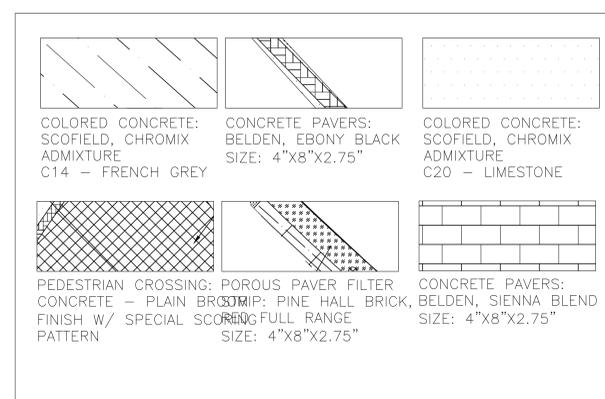


PLANTING SCHEDULE

PROPOSED PLANT SCHEDULE

QTY.	SYM	COMMON NAME	SCIENTIFIC NAME	SIZE	TYPE	SPACING
CANOPY TREES						
8	A	PRINCETON ELM	<i>Ulmus americana</i> 'Princeton'	2.5' CAL.	B&B	PLANT PER PLAN
1	B	SWAMP WHITE OAK	<i>Quercus bicolor</i>	2.5' CAL.	B&B	PLANT PER PLAN
10	C	NORTHERN ACCLAIM HONEYLOCUST	<i>Gleditsia triacanthos</i> var. <i>inermis</i> 'Herve'	2.5' CAL.	B&B	PLANT PER PLAN
2	D	RIVER BIRCH	<i>Betula nigra</i>	2.5' CAL.	B&B	PLANT PER PLAN
2	E	MATADOR MAPLE	<i>Acer x freemanii</i> 'Bairston'	2.5' CAL.	B&B	PLANT PER PLAN
ORNAMENTAL TREES						
25	F	PINK SPIRES CRAB	<i>Malus</i> 'Pink Spires'	1.5' CAL.	B&B	PLANT PER PLAN
4	G	THORNLESS HAWTHORN	<i>Crataegus crus-galli</i> var. <i>inermis</i>	1.5' CAL.	B&B	PLANT PER PLAN
10	H	BEIJING GOLD LILAC	<i>Syringa pekinensis</i> 'Zhang Zhiming'	1.5' CAL.	B&B	PLANT PER PLAN
SHRUBS						
7	I	GRO LOW SUMAC	<i>Rhus aromatica</i> 'Gro Low'	#5	CONT.	PLANT PER PLAN
21	J	BUTTERFLY BUSH HONEYSUCKLE	<i>Diervilla sessifolia</i> 'Butterfly'	#5	CONT.	PLANT PER PLAN
16	K	LACE SHRUB	<i>Stephanandra incisa</i> 'Crispa'	#5	CONT.	PLANT PER PLAN
6	L	SEM FALSESPIREA	<i>Sorbaria sorbifolia</i> 'Sem'	#5	CONT.	PLANT PER PLAN
14	M	BABY BLUE CHAMEACYPARIS	<i>Chamaecyparis pisifera</i> 'Baby Blue'	#5	CONT.	PLANT PER PLAN
PERENNIALS / GRASSES / GROUNDCOVERS						
94	N	PRAIRIE DROPSEED	<i>Sporobolus heterolepis</i>	#1	CONT.	18" O.C.
40	M	LITTLE BLUESTEM	<i>Schizochyrium scoparium</i>	#1	CONT.	18" O.C.
28	P	CORAL BELLS LIME MARMELADE	<i>Heuchera</i> 'Lime Marmelade'	#1	CONT.	18" O.C.
150	Q	DAYLILY JOAN SENIOR	<i>Heimerocallis</i> 'Joan Senior'	#1	CONT.	12" O.C.
150	R	DAYLILY APRICOT SPARKLES	<i>Heimerocallis</i> 'Apricot Sparkles'	#1	CONT.	12" O.C.

HARDSCAPE SCHEDULE



KEY NOTES

- PLAIN CONCRETE WALK/DRIVE; BROOM FINISH
- COLORED CONCRETE. SEE SCHEDULE.
- CONCRETE PAVERS
- PERVIOUS CONCRETE PAVERS
- CONCRETE WITH SPECIAL SCORING, TEXTURE
- TURF AREAS
- AREAS TO BE LANDSCAPED IN FUTURE

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Mill City Quarter

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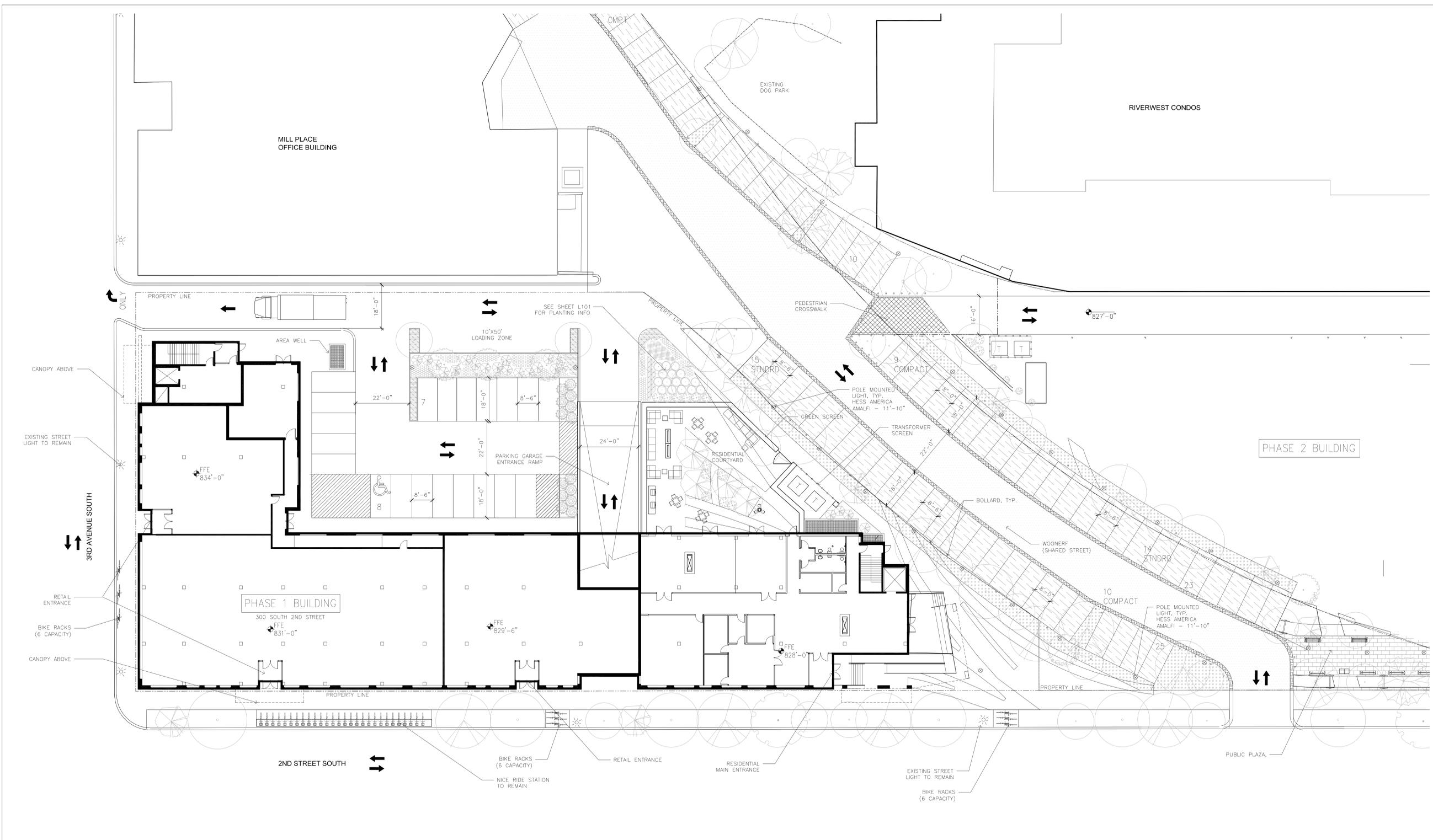
MICHAEL J. KRYCH Date
#XXXXX
License Number

REVISIONS	No.	DATE

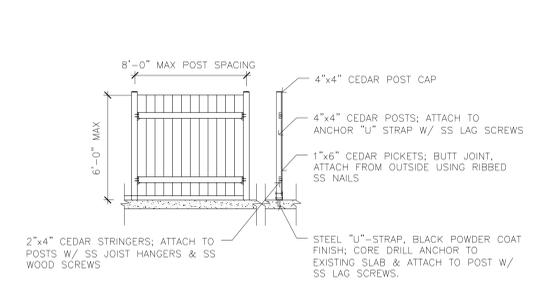
DATE	06-04-14
DRAWN BY	GMC
CHECKED BY	MJK
COMMISSION NO.	161507

SITE PLAN

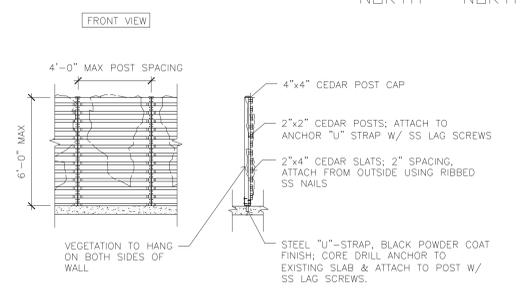
A010



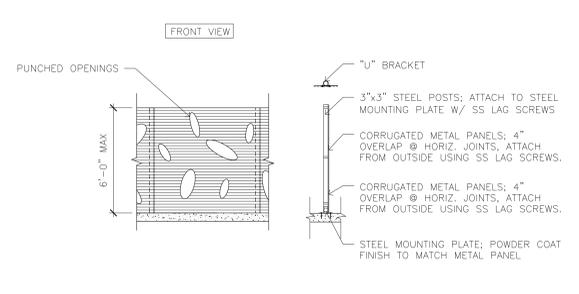
1 SITE PLAN
A010 1/16"=1'-0"



2 TRANSFORMER SCREENING - ELEVATION
A010 1/4"=1'-0"



3 GREEN SCREEN - ELEVATION
A010 1/4"=1'-0"



4 PRIVACY FENCE - ELEVATION
A010 1/4"=1'-0"

SITE PLAN NOTES:

- SEE ELEVATIONS FOR INFORMATION ON BUILDING SIGNAGE.
- TRASH/RECYCLING WILL BE COLLECTED IN THE TRASH ROOM ON THE NORTHWEST SIDE OF THE BUILDING. VENDORS CAN PULL THROUGH THE SERVICE DRIVE AND COLLECT TRASH AND RECYCLABLES FROM THE CURB ADJACENT TO THE SERVICE DRIVE.
- SNOW REMOVAL WILL BE REQUIRED FOR THE PROJECT.

PROJECT SUMMARY (PHASE 1):
LOT SIZE: 49,782 SF OR 1.143 ACRES
BUILDING AREA (W/ PKG): 231,270 sf
BUILDING FOOTPRINT: 24,100 sf
(TOTAL LOT AREA) - (TOTAL BLDG. FOOTPRINT) = 25,682 sf
20% LANDSCAPE REQ.: 5,136 sf
TOTAL PERVIOUS AREA: 3,580 sf
HOUSING BIKE PARKING SPACES: 150 RACKS
RETAIL BIKE SPACES: 9 RACKS (18 CAPACITY)



Existing Conditions





Phase I

Phase 2

Stormwater System



Phase 1

Woonerf

Phase 2

Aerial view, looking north



2nd Street & 3rd Avenue



2nd Street, looking east



Mid-block view, looking down proposed path of Woonerf



View down service drive,
looking west toward 3rd Ave



Rear of Mill Place Bldg ,
looking toward 1st St bridge



1st St bridge - proposed bike/ped entrance to Park Board land



WTJ
763-893-1100







MILL PLACE
NO PARKING
EXCEPT AS NOTED

BTCA





Mill District Neighborhood Association
215 10th Avenue South, Suite 518
Minneapolis, MN 55415

June 28, 2013

Ms. Janelle Widmeier, Senior Planner
City of Minneapolis
250 South Fourth Street, Room 300
Minneapolis, MN 55415

Dear Janelle,

I am writing to you on behalf of the Mill District Neighborhood Association (MDNA) membership regarding the Mill City Quarter project proposed for 300 2nd St S & 428 2nd St S.

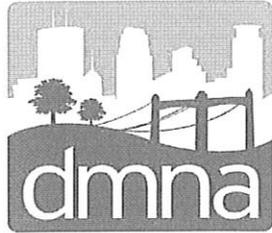
On November 19, 2012 BKV Group and Eagle Iron Partners presented the site plan and HPC certificate of appropriateness to our members and participated in an in-depth question and answer session with community members.

On February 18, 2013 BKV Group and Eagle Iron Partners presented an updated site plan and participated in an in-depth question and answer session with community members.

At the conclusion of the February 18 presentation our members voted overwhelmingly to support this project. Please feel free to call or email me with any questions.

Sincerely,

David Tinjum
Chair, Mill District Neighborhood Association
612-321-8020
dave@millcitymedia.org



**DOWNTOWN
MINNEAPOLIS
NEIGHBORHOOD
ASSOCIATION**

September 12, 2013

Ms. Janelle Widmeier, City Planner
City of Minneapolis
250 South Fourth Street, Room 300
Minneapolis, MN 55415

Re: Mill City Quarter Project - 300 2nd St S & 428 2nd St S

Dear Janelle:

I am writing to you on behalf of the Downtown Minneapolis Neighborhood Association (DMNA) Board of Directors regarding the Mill City Quarter project proposed for 300 2nd St S & 428 2nd St S.

The DMNA Board of Directors received an update on the project from Gretchen Camp with BKV Group and John Wall from Wall Companies at its board meeting this past Tuesday, September 10. Camp presented the revised site plan and architectural renderings for the Phase I project. She indicated that the changes are a result of the State Historic Preservation Office's Section 106 review process. Camp highlighted the following:

- The landscaping planting pattern is now more irregular so as to keep with the period of significance.
- The front and rear (RiverWest side) of the building façade now mirror each other.
- The exterior building materials have a more neutral color pallet. There is also less hardie board in the construction than in the previously reviewed design.
- The building now has a stone base, which eliminates the appearance that it is floating.

After hearing the presentation and asking a few questions, the board passed a motion in support of the changes to the Mill City Quarter Project. The DMNA Board continues to believe that this project will be an excellent addition to the Downtown community.

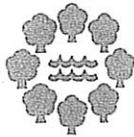
If you have any questions about this letter, please feel free to contact me at christie@hantge.com, or 320-583-4573. You may also contact the DMNA Land Use Committee Chair, Andy Hauer, at andyhauer@yahoo.com, or DMNA Board Chair, Gerry Ewald, at gerrye@g2group-mn.com.

Sincerely,

Christie Rock
DMNA Neighborhood Coordinator

Cc: Gretchen Camp, BKV Group
Gerry Ewald, DMNA Board Chair
Andy Hauer, DMNA Land Use Committee Chair
Ward 7 Council Member Lisa Goodman

40 S. 7th Street
Suite 212, PMB 172
Minneapolis, MN 55402
Phone: (612) 659-1279
Online: www.thedmna.org



**Minneapolis
Park & Recreation Board**

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2117 West River Road
Minneapolis, MN 55411-2227

Operations Center
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Minneapolis, MN 55409-1000

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M. Annie Young

Superintendent
Jayne Miller

Secretary to the Board
Pamela French

June 6, 2014

Steve Minn, Principal
Eagle Iron Partners, LLC
1701 Madison Street NE; Suite 111
Minneapolis, MN 55413

Re: letter of intent – park dedication for the Mill City Quarter project.

Dear Mr. Minn:

This letter expresses the Minneapolis Park & Recreation Board's (MPRB) intent to draft a Memorandum of Understanding (MOU) with Eagle Iron Partners, LLC regarding park dedication requirements by the Mill City Quarter project.

As you know, the Minneapolis park dedication ordinance went into effect January 1, 2014. The ordinance offers the MPRB three dedication options – land, fee or privately owned public space. In the case of Mill City Quarter, MPRB staff recommends applying the privately owned public space option to the historic rail corridor extending through the development site in lieu of the dedication of land or fee. This option is being considered with the Mill City Quarter project because of important park access and facilities that can be secured for public use through the project. In general, terms of the MOU will include:

1. MPRB will be granted a public access easement over the historic rail corridor through the development site from 1st Street to 2nd Street.
2. The MPRB intends to designate the corridor as a public, pedestrian/bicycle route.
3. The rail corridor will be constructed and maintained by the developer as an amenity-rich, plaza-street (Dutch-style woonerf) that accommodates pedestrian/bicycle travel and vehicle parking.
4. Vehicle parking in the woonerf will be made available as public parking on weekday evenings and weekends.

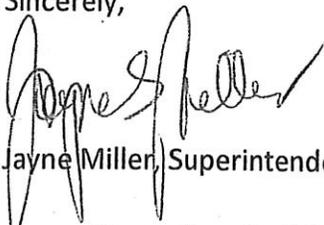
In addition to the above terms, this letter also acknowledges our discussion about installing rainwater infiltration gardens on MPRB property adjacent to the woonerf that would serve stormwater from

the development site as well as provide a landscape amenity for parkland.

While this letter of intent expresses my prerogative as MPRB Superintendent to make park dedication decisions, all agreements of this nature must be approved by the MPRB Board of Commissioners. The MOU being drafted will be brought to the Board within 60 days.

I look forward to continued progress in our discussions. If you have any questions, please do not hesitate to contact Bruce Chamberlain on my staff at 612.230.6467 or bchamberlain@minneapolisparcs.org.

Sincerely,



Jayne Miller, Superintendent

cc: Bruce Chamberlain, MPRB Assistant Superintendent for Planning
Justin Long, MPRB Assistant Superintendent for Environmental Stewardship
Jennifer Ringold, MPRB Director of Strategic Planning
Renay Leone, MPRB Real Estate Planner
MPRB Board of Commissioners
✓ Doug Kress, City of Minneapolis CPED
Matt Goldstein, City of Minneapolis CPED