

29-K-1

300 Fore St.
Custom Hse. Sq.
Olympic Equity

logged

Attachment 22.1

From: John Peverada
To: Carrie Marsh; Eric Labelle; Marge Schmuckal; Terrico@wilbursmith.com; William Needelman
Date: 2/17/2006 5:35:21 PM
Subject: Re: 300 Fore Street review, reminder

Bill, just a minor comment on the Bangor Savings Building, it is my understanding that the developer leased 163 spaces and provided an additional 32 spaces on site for a total of 195 spaces.

Concerning this building it is my opinion that the highest demand for the parking for the two newly proposed restaurants will be after 5:00PM, and most likely their lunch time clientele will be walking since it is assumed that they will be employees in the area or existing customers of neighboring businesses, therefore I do not see a reason for them to be required to provide parking for this use with the exception for their employee parking needs.

The existing City zoning ordinance would require 214 parking spaces for this project, however based on my reasons outlined above, and the fact that I believe the office component of this project should factor in at least three spaces per thousand, I recommend that the developer supply 175 parking spaces for this project. I think that we will be setting a bad precedent if we base the parking requirement on a proposed user of a space that currently has a unique employee mix that could change at any time in the future.

>>> William Needelman 2/17/2006 4:33:33 PM >>>
To all:

Thank you in advance for providing your review memos on 300 Fore Street while I am out.

Some of you may not have anything to say (Marge, if nothing has changed for you, I have already included your old memo. John P, at your discretion. Eric, please coordinate with T.Errico).

Others, Tom E, Carrie, and Dan, definitely need to weigh in.

Please email comment/memos to both Jennifer Dorr and Sarah Hopkins.

I have included the draft of my memo for your use (or disposal).

Again, Thanks.

Bill

CC: Alex Jaegerman ; Jennifer Dorr; Sarah Hopkins



DeLUCA-HOFFMAN ASSOCIATES, INC.
CONSULTING ENGINEERS

778 MAIN STREET
SUITE 8
SOUTH PORTLAND, MAINE 04106
TEL. 207 775 1121
FAX 207 879 0896

- SITE PLANNING AND DESIGN
- ROADWAY DESIGN
- ENVIRONMENTAL ENGINEERING
- PERMITTING
- AIRPORT ENGINEERING
- CONSTRUCTION ADMINISTRATION
- TRAFFIC STUDIES AND MANAGEMENT

March 9, 2006

Dear Neighbor:

Please join us for a neighborhood meeting to discuss plans for a multi-story office complex totaling approximately 68,836 square feet located at the corner of Fore Street and Custom House Street in Portland, Maine.

Meeting Location: Hilton Garden Inn, 65 Commercial Street, Portland
In the Board Room

Meeting Date: Monday, March 20, 2006

Meeting Time: 7:00 p.m.

The City of Portland Code requires that property owners within 500 feet of the proposed development and residents on an "interested parties list" be invited to participate in a neighborhood meeting prior to the Planning Board public hearing on the proposal. A sign-in sheet will be circulated and minutes of the neighborhood meeting will be taken. Both the sign-in sheet and minutes will be submitted to the Planning Board.

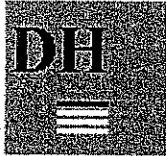
If you have any questions, please call me at 775-1121, ext. 107.

Sincerely,

DeLUCA-HOFFMAN ASSOCIATES, INC.

Christopher J. Osterrieder, P.E.
Senior Engineer

CJO/sq/JN2581/NeighborhoodMeeting



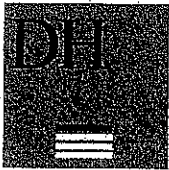
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PROPOSED CUSTOM HOUSE SQUARE OFFICE BUILDING NEIGHBORHOOD MEETING – SIGN-IN SHEET

Date: March 20, 2006
 Location: Hilton Garden Inn – Board Room 2ND Floor
 Time: 7:00 PM

Name	Address	Phone	Firm/Group
Chris Osterrieder	778 Main Street Suite 8 South Portland, Maine 04106	207-775-1121	DeLuca-Hoffman Associates, Inc.
JIM BRADY	280 FORE ST.	879-1190	OET IVB
TIM LEVINE	280 FORE ST.	879-9990	OET IVB
MARKOS Miller	17 Atlantic 04101	807 2681	MHWD



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MINUTES
CUSTOM HOUSE SQUARE
NEIGHBORHOOD MEETING
MARCH 20, 2006

Attendees: Jim Brady, OEI IV-B
 Tim Levine, OEI IV-B
 Markos Miller, Munjoy Hill Neighborhood Organization
 Chris Osterrieder, P.E., DeLuca-Hoffman Associates, Inc.

The meeting began at approximately 7:20 p.m. on Monday, March 20, 2006 at the second floor conference room of the Hilton Garden Inn on Commercial Street, Portland.

Christopher Osterrieder presented the site plan and building elevations.

Markos Miller indicated he was familiar with plan and its location; however he was interested in where the retail spaces would be located. Jim Brady described two possible locations within the first floor of the building and the approximate space designations available for each.

Markos Miller questioned whether they would both be accessed from the lobby. Jim Brady indicated there is some possibility for future entrance onto the Fore Street sidewalk. This plan has been modified from its original version per the request of the Historic Preservation Board such that the floor plate has been lowered to closer match the Fore Street elevation and provide retail opportunities.

Tim Levine described the limit of sidewalk improvements along Fore Street, which will extend from the 280 Fore Street building up Fore Street to Custom House Street. Markos Miller inquired whether the sidewalk would be located on the OEI property. Chris Osterrieder indicated that a portion of the sidewalk will be situated on the OEI IV property and a pedestrian easement will be conveyed for this purpose.

Jim Brady described how he and a former city traffic engineer evaluated the existing width of Fore Street and possible lane assignments to provide for continued on-street parking and maintenance of existing travel patterns. This scenario prompts the placement of the building to be slightly further away from the 5-foot build-to line required within this zone.

HH 23.4

Markos Miller asked how the sidewalk improvements will be paid for. Jim Brady responded that OEI IV-B will be responsible for this work as part of the project.

Markos Miller asked about façade trim. Jim Brady described the elevations of the building and that it will be similar to the W. L. Blake building addition performed in 2000. He noted the varying degrees of fenestration allowed by the building code and how the plan had been prepared in response to these requirements.

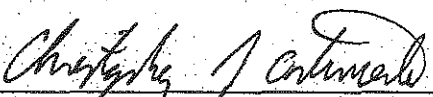
Markos Miller said his biggest concern was the ability to have street-level retail. He indicated that he liked the fact that this may be part of a possible future plan. Jim Brady indicated this was done in response to concerns from the Historic Preservation Board. Markos Miller wants to create activity on the street.

Jim Brady discussed how power will be buried.

Jim Brady indicated that the OEI IV-B has commitments to occupy five sixths of the building.

Markos Miller – felt the project looked good and seems to have addressed any questions he had.

CJO handed out a City of Portland Neighborhood Meeting Letter that described the process.



Prepared by: Christopher J. Osterrieder, P.E.

Distribution: Bill Needelman, City of Portland
Tim Levine, OEI IV-B
Jim Brady, OEI IV-B

Neighborhood Meeting Certification

I, Christopher Osterrieder, P.E., hereby certify that a neighborhood meeting was held on Monday, March 20, 2006 at the second floor conference room of the Hilton Garden Inn, Commercial Street, Portland, Maine. The meeting began at approximately 7:20 p.m.

I also certify that on March 9, 2006 invitations were mailed to all addresses on the mailing list provided by the Planning Division, including property owners within 500 feet of the proposed development and the residents on the "interested parties" list.

Signed,

Christopher J. Osterrieder

3/23/06 (date)

Attached to this certification are:

1. Copy of the invitation sent
2. Sign-in sheet
3. Meeting minutes

CITY OF PORTLAND, MAINE
PLANNING BOARD

Mty Notes 7/27/06

Kevin Beal, Chair
Michael Patterson, Vice Chair
John Anton
Lee Lowry III
Shalom Odokara
David Silk
Janice E. Tevanian

April 18, 2006

Mr. Tim Levine
Olympia Equity Investors, IVB
280 Fore Street
Portland, Maine 04101

RE: 300 Fore Street, Custom House Square Office and Retail Project

Dear Mr. Levine:

On March 28, 2006, the Portland Planning Board acted upon Olympia Investors IV-B's applications for site plan and subdivision approval, traffic movement permit, and B-3 maximum setback waiver as follows:

A. B-3 Maximum Setback Waiver

In accordance with Site Plan standard 14-526, 16 (b) 2 – *Standards for increasing setback beyond street build-to line in the B-3 zone*, the Planning Board found that the introduction of increased building setbacks at the street level:

- (a) Provides substantial and viable publicly accessible open space,
- (b) Does not substantially detract from the prevailing street wall character,
- (c) Does not detract from existing publicly accessible open space, and
- (d) The area of setback is of high quality and character of design and is attractive to pedestrian activity,

and on that basis granted the B-3 maximum setback waiver as depicted on the applicant's site plan. (6 to 0, Patterson absent)

B. Traffic Movement Permit

The Planning Board found that the project is in conformance with the standards for granting a Traffic Movement Permit, subject to the following conditions of approval:

- i. That the applicant contributes \$15,000 to the implementation of future improvements (including, but not limited to, signalization) at the Middle Street and India Street intersection. The monetary contribution shall be placed in an escrow account and if not used within ten years of the escrow agreement date, shall be returned to the applicant; needed
Paid
w/4/06
- ii. That any change of the location of parking associated with 300 Fore Street from the site of the proposed Riverwalk, LLC parking garage, at the northwesterly corner of the intersection of Fore and Hancock Streets shall be communicated to the Planning Department, together with a revised and updated Traffic Study, and shall prompt review of the Traffic Movement permit by the Public Works Department and the Planning Authority; and ✓
- iii. That any change of the use or occupancy of the building proposed to be constructed at 300 Fore Street, which would require a change to the number of parking spaces utilized by the subject project, shall be communicated to the Planning Department, together with a revised and update Traffic Study, and shall prompt a review of the traffic movement permit by the Public Works Department and the Planning Authority. ✓

(6-0, Patterson absent)

C. Site Plan

That the plan is in conformance with the Site Plan Standards of the Land Use Code, subject to the following conditions of approval:

- i. That any additional or changed, proposed lighting and/or signage on the site be communicated to the Planning Department for Planning Authority, Zoning and/or Historic Preservation staff review and approval, as applicable; Pending
- ✓ ii. That a revised design for the alignment of curbing at the Custom House and Fore Streets intersection be submitted for Planning Authority and Public Works review and approval prior to the issuance of a building permit. Meet between
J. Gormley
S. C. Ostrick
T. Lewis
- iii. That the applicant provide the following documents for the review and approval of City of Portland Corporation Counsel prior to the issuance of a building permit:

- a. Pedestrian easement granting public access to and use of the privately owned sidewalk located between the Fore Street right-of-way and the building; Dick Orntic
- ✓ b. Final proposed condominium association documents for the development; pending
OK
10/4/06
and

License for work in City R.O.W



c. Cross easements between the subject property and 85 Commercial Street for emergency and utility access and maintenance.

OK
Bruce Prandice
panel 15
10/4/06

iv. That site plan approval of the location and minimum amount of vehicular parking required for the development (a minimum of 123 spaces) is directly linked to the specific occupants identified by the applicant at the March 28, 2006, public hearing of the Planning Board (namely CIEE, Inc, for office use of floors 2, 3, 4, 5 and the basement, and OEI IV-B, LLC, for restaurant/retail use of floor 1). If at any time (a) either occupant changes, (b) any portion of the building is sold, subleased, or further divided, or (c) there is any intensification of any use of the building, such change shall, within 60 days, be communicated by or on behalf of the applicant or its successor in interest to the Planning Authority and shall prompt and require an amendment of the parking component of the site plan approval;

standing

v. The Site Plan is approved for a minimum of 123 spaces to be located on the property owned by Riverwalk, LLC either within the Longfellow Garage or surface spaces in the vicinity of India Street, Middle Street, Hancock Street and Fore Street. No occupancy permits for the subject project shall be issued prior to the applicant's exercising its rights to lease a minimum of 123 parking spaces owned by Riverwalk LLC. at this location. It is also required that the applicant make a specific documentation identifying the parking property lease, and the applicant shall provide an inventory of parking spaces on the Riverwalk site and their current use and availability.

Check
Prior to
CO



In the event spaces within or at the site of the Longfellow Garage are not yet available as of the completion of the subject project, the applicant shall provide proof of alternative temporary parking arrangements (not to exceed one year) for the review and approval of the Planning Authority at such time.

standing



vi. That the applicant makes a financial contribution for improvements to the southerly sidewalk along Fore Street between India Street and Franklin Arterial. The amount of the contribution shall cover 25% of the cost of improvements up to \$15,000. The contribution shall be held in escrow and returned to the applicant if not used within 10 years. If the location of the project parking changes from the site of the Longfellow Garage, the need for the contribution shall be reassessed by the Public Works Department and the Planning Authority if the project parking location changes prior to spending funds on the Fore Street sidewalk.

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10/4/06

CO? 954
Alex

(5 to 1, Silk opposed, Patterson absent)

The approval is based upon and limited to the site plan and information relating to the City of Portland site plan, subdivision, and related standards set forth in Planning Report #20-06 (copy

enclosed), and/or introduced into the record at the March 28, 2006, public hearing.

Please note the following provisions and requirements for all site plan approvals:

1. Where submission drawings are available in electronic form, the applicant shall submit any available electronic Autocad files (*.dwg), release 14 or greater, with seven (7) sets of the final plans. To whom - Delivered to Building Inspectors
2. A performance guarantee covering the site improvements as well as an inspection fee payment of 2.0% of the guarantee amount and 7 final sets of plans must be submitted to and approved by the Planning Division and Public Works prior to the release of the building permit. If you need to make any modifications to the approved site plan, you must submit a revised site plan for staff review and approval. *in process # approved*
3. The site plan approval will be deemed to have expired unless work in the development has commenced within one (1) year of the approval or within a time period agreed upon in writing by the City and the applicant. Requests to extend approvals must be received before the expiration date. ✓
4. A defect guarantee, consisting of 10% of the performance guarantee, must be posted before the performance guarantee will be released. ✓
5. Prior to construction, a pre-construction meeting shall be held at the project site with the contractor, development review coordinator, Public Work's representative and owner to review the construction schedule and critical aspects of the site work. At that time, the site/building contractor shall provide three (3) copies of a detailed construction schedule to the attending City representatives. It shall be the contractor's responsibility to arrange a mutually agreeable time for the pre-construction meeting. *To be set up*
6. If work will occur within the public right-of-way such as utilities, curb, sidewalk and driveway construction, a street opening permit(s) is required for your site. Please contact Carol Merritt at 874-8300, ext. 8828. (Only excavators licensed by the City of Portland are eligible.)

The Development Review Coordinator must be notified five (5) working days prior to date required for final site inspection. The Development Review Coordinator can be reached at the Planning Division at 874-8632. Please make allowances for completion of site plan requirements determined to be incomplete or defective during the inspection. This is essential as all site plan requirements must be completed and approved by the Development Review Coordinator prior to issuance of a Certificate of Occupancy. Please schedule any property closing with these requirements in mind.

If there are any questions, please contact Bill Needelman, Senior Planner, at 874-8722.

Sincerely,



Kevin Beal, Chair
Portland Planning Board

cc: Lee D. Urban, Planning and Development Department Director
Alexander Jaegerman, Planning Division Director
Sarah Hopkins, Development Review Services Manager
Bill Needelman, Senior Planner
Jay Reynolds, Development Review Coordinator
Marge Schmuckal, Zoning Administrator
Inspections Division
Michael Bobinsky, Public Works Director
Traffic Division
Eric Labelle, City Engineer
Jeff Tarling, City Arborist
Penny Littell, Associate Corporation Counsel
Greg Cass, Fire Prevention
Assessor's Office
Approval Letter File

Infrastructure Financial Contribution Form

Obtain an Account Number from Paul Colpitts, Chief Acct.,
(ext. 8665) prior to the distribution of this form.

Amount \$ 15,000.00

City Account Number: 710-0000-236-54-00

Project Name:

Custom House Square Office + Retail Project

Project Job Number:
(from Site Plan Application Form)

2005-0247

Project Location:

300 Fore St.

Project Description:

Office + Retail Project

Funds intended for:

Improvements at Middle + India Streets

Applicant's Name:

OEI, ICB

Applicant's Address:

280 Fore Street

Expiration:



If funds are not expended or encumbered for the intended purpose by

9-29-16

, funds, or any balance of remaining funds, shall be returned to contributor within six months of said date.



Funds shall be permanently retained by the City.



Other (describe in detail) _____

Form of Contribution:



Escrow Account



Cash Contribution

Interest Disbursement: Interest on funds to be paid to contributor only if project is not commenced.

Terms of Draw Down of Funds: The City shall periodically draw down the funds via a payment requisition from Public Works, which form shall specify use of City Account # shown above.

Date of Form: 9-29-06

Planner: WAB

Person Completing Form: [Signature]

- Attach the approval letter, condition of approval or other documentation of the required contribution.
- The original form, copy of the check, copy of report of receipts and all attachments shall be given to Debbie Marquis.
- The original check, copy of this form, and all attachments shall be filed by the Planning Division Office Manager.
- A copy of all of the above documents shall be given to the following people:

Peggy Axelson (Finance), Michael Bobinsky (Public Works), Eric Labelle (Public Works), Penny Littell (Corporation Counsel), Alexander Jaegerman (Planning), Planner for project, Applicant

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April 18, 2006

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Olympia Equity Investors, IVB
280 Fore Street
Portland, Maine 04101

RE: 300 Fore Street, Custom House Square Office and Retail Project

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- (c) Does not detract from existing publicly accessible open space, and
- (d) The area of setback is of high quality and character of design and is attractive to pedestrian activity,

and on that basis granted the B-3 maximum setback waiver as depicted on the applicant's site plan. (6 to 0, Patterson absent)

B. Traffic Movement Permit

The Planning Board found that the project is in conformance with the standards for granting a Traffic Movement Permit, subject to the following conditions of approval:

- c. *Cross easements between the subject property and 85 Commercial Street for emergency and utility access and maintenance.*
- iv. *That site plan approval of the location and minimum amount of vehicular parking required for the development (a minimum of 123 spaces) is directly linked to the specific occupants identified by the applicant at the March 28, 2006, public hearing of the Planning Board (namely CIEE, Inc, for office use of floors 2, 3, 4, 5 and the basement, and OEI IV-B, LLC, for restaurant/retail use of floor 1). If at any time (a) either occupant changes, (b) any portion of the building is sold, subleased, or further divided, or (c) there is any intensification of any use of the building, such change shall, within 60 days, be communicated by or on behalf of the applicant or its successor in interest to the Planning Authority and shall prompt and require an amendment of the parking component of the site plan approval;*
- v. *The Site Plan is approved for a minimum of 123 spaces to be located on the property owned by Riverwalk, LLC either within the Longfellow Garage or surface spaces in the vicinity of India Street, Middle Street, Hancock Street and Fore Street. No occupancy permits for the subject project shall be issued prior to the applicant's exercising its rights to lease a minimum of 123 parking spaces owned by Riverwalk, LLC. at this location. It is also required that the applicant make a specific documentation identifying the parking property lease, and the applicant shall provide an inventory of parking spaces on the Riverwalk site and their current use and availability.*


In the event spaces within or at the site of the Longfellow Garage are not yet available as of the completion of the subject project, the applicant shall provide proof of alternative temporary parking arrangements (not to exceed one year) for the review and approval of the Planning Authority at such time.

- vi. *That the applicant makes a financial contribution for improvements to the southerly sidewalk along Fore Street between India Street and Franklin Arterial. The amount of the contribution shall cover 25% of the cost of improvements up to \$15,000. The contribution shall be held in escrow and returned to the applicant if not used within 10 years. If the location of the project parking changes from the site of the Longfellow Garage, the need for the contribution shall be reassessed by the Public Works Department and the Planning Authority if the project parking location changes prior to spending funds on the Fore Street sidewalk.*

(5 to 1, Silk opposed, Patterson absent)

The approval is based upon and limited to the site plan and information relating to the City of Portland site plan, subdivision, and related standards set forth in Planning Report #20-06 (copy

Sincerely,



Kevin Beal, Chair
Portland Planning Board

cc: Lee D. Urban, Planning and Development Department Director
Alexander Jaegerman, Planning Division Director
Sarah Hopkins, Development Review Services Manager
Bill Needelman, Senior Planner
Jay Reynolds, Development Review Coordinator
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Traffic Division
Eric Labelle, City Engineer
Jeff Tarling, City Arborist
Penny Littell, Associate Corporation Counsel
Greg Cass, Fire Prevention
Assessor's Office
~~Approval Letter File~~

TD BANKNORTH
MAINE
52-7445-2112

OEI IV-B
280 FORE ST.
PORTLAND, ME 04101

CHECK DATE CONTROL NO. CHECK AMOUNT
9-27-06 1126 \$*****30,000.00

Pay: *****Thirty thousand dollars and no cents

TO THE
ORDER
OF

City of Portland
Department of Planning/Urban Dev.
389 Congress Street
Portland, ME 04101

MP

⑈001126⑈ ⑆211274450⑆ 0242002119⑈

Details on back
Security Features Included.

REPORT OF RECEIPTS



To the Director of Finance, City of Portland, Maine

From the Department of Planning Date 10/3/06

68873

Source of Receipts _____ For The Period of _____

HTE Description - up to 19 characters (_____)	Amount	Revenue /Expenditure Code Project #
CEI-WB - cl. 1126 (invoiced)		
# 2005-0247 - Infrastructure	15000.00	110-0000-226-54-00
accounts	15000.00	110-0000-226-55-00
Grand Use Connect - cl. 2148		
(invoiced) # 2004-0078 - Eng fee	343.84	04
Indep Jordan - cl. 1070 (receipt 364)	500.00	K2
# 2006-0138 - Amend Jordan		
Totals		
Notes/Wire Transfer \$		
Total Credit Card Receipts \$		
Total Direct Deposits \$		
Total Checks \$		
Total Cash \$		
	21043.84	

PAID
 PORTLAND
 2006 OCT -3 A 10:52
 MAY 15 10U

The undersigned certifies that this is a true, complete report of all collections made since the date of their last report.

Received This Day

Authorized Agent [Signature] Phone # 8791

Forward all copies to the Treasury Department where they will be receipted and returned.

Infrastructure Financial Contribution Form

Obtain an Account Number from Paul Colpitts, Chief Acct.,
(ext. 8665) prior to the distribution of this form.

Amount \$ 15,000.00

City Account Number: 710-0000-236- 55 -00

Project Name:

Custom House Square Office + Retail Project

Project Job Number:
(from Site Plan Application Form)

2005-0247

Project Location:

300 Fore St.

Project Description:

Office + Retail Project

Funds intended for:

Improvements to the southerly sidewalk along Fore St.

Applicant's Name:

OEI, IV B

Applicant's Address:

280 Fore St.

Expiration:

If funds are not expended or encumbered for the intended purpose by 9-29-16, funds, or any balance of remaining funds, shall be returned to contributor within six months of said date.

Funds shall be permanently retained by the City.

Other (describe in detail) _____

Form of Contribution:

Escrow Account

Cash Contribution

Interest Disbursement: Interest on funds to be paid to contributor only if project is not commenced.

Terms of Draw Down of Funds: The City shall periodically draw down the funds via a payment requisition from Public Works, which form shall specify use of City Account # shown above.

Date of Form: 9-29-06

Planner: W.B.N.

Person Completing Form: py Reynolds

- Attach the approval letter, condition of approval or other documentation of the required contribution.
- The original form, copy of the check, copy of report of receipts and all attachments shall be given to Debbie Marquis.
- The original check, copy of this form, and all attachments shall be filed by the Planning Division Office Manager.
- A copy of all of the above documents shall be given to the following people:

Peggy Axelson (Finance), Michael Bobinsky (Public Works), Eric Labelle (Public Works), Penny Littell (Corporation Counsel), Alexander Jaegerman (Planning), Planner for project, Applicant

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April 18, 2006

Mr. Tim Levine
Olympia Equity Investors, IVB
280 Fore Street
Portland, Maine 04101

RE: 300 Fore Street, Custom House Square Office and Retail Project

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and on that basis granted the B-3 maximum setback waiver as depicted on the applicant's site plan. **(6 to 0, Patterson absent)**

B. Traffic Movement Permit

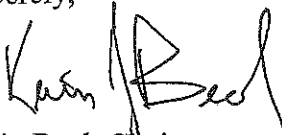
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- c. *Cross easements between the subject property and 85 Commercial Street for emergency and utility access and maintenance.*
- iv. *That site plan approval of the location and minimum amount of vehicular parking required for the development (a minimum of 123 spaces) is directly linked to the specific occupants identified by the applicant at the March 28, 2006, public hearing of the Planning Board (namely CIEE, Inc, for office use of floors 2, 3, 4, 5 and the basement, and OEI IV-B, LLC, for restaurant/retail use of floor 1). If at any time (a) either occupant changes, (b) any portion of the building is sold, subleased, or further divided, or (c) there is any intensification of any use of the building, such change shall, within 60 days, be communicated by or on behalf of the applicant or its successor in interest to the Planning Authority and shall prompt and require an amendment of the parking component of the site plan approval;*
- v. *The Site Plan is approved for a minimum of 123 spaces to be located on the property owned by Riverwalk, LLC either within the Longfellow Garage or surface spaces in the vicinity of India Street, Middle Street, Hancock Street and Fore Street. No occupancy permits for the subject project shall be issued prior to the applicant's exercising its rights to lease a minimum of 123 parking spaces owned by Riverwalk, LLC. at this location. It is also required that the applicant make a specific documentation identifying the parking property lease, and the applicant shall provide an inventory of parking spaces on the Riverwalk site and their current use and availability.*
- In the event spaces within or at the site of the Longfellow Garage are not yet available as of the completion of the subject project, the applicant shall provide proof of alternative temporary parking arrangements (not to exceed one year) for the review and approval of the Planning Authority at such time.*
- vi. *That the applicant makes a financial contribution for improvements to the southerly sidewalk along Fore Street between India Street and Franklin Arterial. The amount of the contribution shall cover 25% of the cost of improvements up to \$15,000. The contribution shall be held in escrow and returned to the applicant if not used within 10 years. If the location of the project parking changes from the site of the Longfellow Garage, the need for the contribution shall be reassessed by the Public Works Department and the Planning Authority if the project parking location changes prior to spending funds on the Fore Street sidewalk.*

(5 to 1, Silk opposed, Patterson absent)

The approval is based upon and limited to the site plan and information relating to the City of Portland site plan, subdivision, and related standards set forth in Planning Report #20-06 (copy

Sincerely,



Kevin Beal, Chair
Portland Planning Board

cc: Lee D. Urban, Planning and Development Department Director
Alexander Jaegerman, Planning Division Director
Sarah Hopkins, Development Review Services Manager
Bill Needelman, Senior Planner
Jay Reynolds, Development Review Coordinator
Marge Schmuckal, Zoning Administrator
Inspections Division
Michael Bobinsky, Public Works Director
Traffic Division
Eric Labelle, City Engineer
Jeff Tarling, City Arborist
Penny Littell, Associate Corporation Counsel
Greg Cass, Fire Prevention
Assessor's Office
~~Approval Letter File~~

TD BANKNORTH
MAINE
52-7445-2112

OEI IV-B
280 FORE ST
PORTLAND, ME 04101

CHECK DATE CONTROL NO. CHECK AMOUNT
9-27-06 1126 \$*****30,000.00

Pay: *****Thirty thousand dollars and no cents

THE
ORDER
OF

City of Portland
Department of Planning/Urban Dev.
389 Congress Street
Portland, ME 04101

MP

⑈001126⑈ ⑆211274450⑆ 0242002119⑈

Details on back
Security Features Included



4 Center Street, P.O. Box 318
Machias, Maine 04654
TELEPHONE: 1-800-537-7860 / 207-255-9300
FAX: 207-255-9343

FAX COVER LETTER

Date: 8/9/06

Number of Pages: 4
(Including the cover sheet)

FAX NUMBER: 256-8217

TO: Lee Urbane

FROM: Tabitha Griffin

TIME SENT: 1:15

If you do not receive all of the pages, please call back as soon as possible.

ADDITIONAL COMMENTS:

Olympia Equity - Original to follow by mail.

Thank You
Tabitha

CONFIDENTIALITY NOTE: The documents accompanying this fax message contain information belonging to Machias Savings Bank, which may be either confidential and/or legally privileged. The information is intended only for the use of the individual or entity named above. If you are not the intended recipient, you are hereby notified that any disclosure, copying, distribution, or taking of any action to contents of the documents is strictly prohibited. If you have received this fax in error, please immediately notify us by telephone (800-339-3347) to arrange for return of the original document to us. Thank you.



PERFORMANCE GUARANTEE
LETTER OF CREDIT
3010406105

August 8, 2006

Lee Urban
Director of Planning and Development
City of Portland
389 Congress Street
Portland, Maine 04101

Re: Olympia Equity Investors IVB, LLC
300 Fore Street, Portland, Maine

Machias Savings Bank hereby issues its Irrevocable Letter of Credit for the account of Olympia Equity Investors IV-B, LLC, (hereinafter referred to as "Developer"), held for the exclusive benefit of the City of Portland, in the aggregate amount of \$265,961.00. These funds represent the estimated cost of installing site improvements as depicted on the Site Plan by Deluca Hoffman dated November 2005 as amended for permit dated May 9, 2006, approved on April 18, 2006 and as required under Portland Code of Ordinances Chapter 14 §§499, 499.5, 525 and Chapter 25 §§46 through 65.

This Letter of Credit is required under Portland Code of Ordinances Chapter 14 §§499, 499.5, 525 and Chapter 25 §§46 through 65 and is intended to satisfy the Developer's obligation, under Portland Code of Ordinances Chapter 14 §§501, 502 and 525, to post a performance guarantee for the above referenced development.

The City, through its Director of Planning and Development and in his sole discretion, may draw on this Letter of Credit by presentation of a sight draft and the Letter of Credit and all amendments thereto, at Machias Savings Bank's offices located at P.O. Box 318 Machias, Maine, 04654 up to thirty (30) days before or sixty (60) days after its expiration, stating any one of the following:

1. the Developer has failed to satisfactorily complete the work on the improvements contained within the Site Plan by Deluca Hoffman dated November 2005 as amended for permit dated May 9, 2006 approval, dated April 18, 2006; or
2. the Developer has failed to deliver to the City a deed containing the metes and bounds description of any streets, easements or other improvements required to be deeded to the City; or

3. the Developer has failed to notify the City for inspections.

In the event of the Machias Savings Bank's dishonor of the City of Portland's sight draft, the Machias Savings Bank shall inform the City of Portland in writing of the reason or reasons thereof within three (3) working days of the dishonor.

After all underground work has been completed and inspected to the satisfaction of the Department of Public Works and Planning, including but not limited to sanitary sewers, storm drains, catch basins, manholes, electrical conduits, and other required improvements constructed chiefly below grade, the City of Portland Director of Planning and Development or its Director of Finance as provided in Chapter 14 §501 of the Portland Code of Ordinances, may authorize the Machias Savings Bank, by written certification, to reduce the available amount of this Letter of Credit by a specified amount according to the terms contained within City Code §14-501.

It is a condition of this Letter of Credit that it is deemed to be automatically extended without amendment for period(s) of one year each from the current expiration date hereof, or any future expiration date, unless within fifteen (15) days prior to any expiration, the Machias Savings Bank notifies the City by certified mail (restricted delivery to Duane Kline, Director of Finance, City of Portland, 389 Congress Street, Portland, Maine 04101) that the Machias Savings Bank elects not to consider this Letter of Credit renewed for any such additional period.

In the event of such notice, the City, in its sole discretion, may draw hereunder by presentation of a sight draft drawn on the Bank, accompanied by this Letter of Credit and all amendments thereto, and a statement purportedly signed by the Director of Planning and Development, at Machias Savings Bank's offices located at P.O. Box 318 Machias, ME 04654 stating that:

this drawing results from notification that the Machias Savings Bank has elected not to renew its Letter of Credit No. 387.

This Letter of Credit will automatically expire upon the earlier of October 8, 2007 or the date when the City determines that all improvements guaranteed by this Letter of Credit are satisfactorily completed. At such time, this Letter of Credit shall be reduced by the City to ten (10) percent of its original amount and shall automatically convert to an Irrevocable Defect Letter of Credit. Written notice of such reduction shall be forwarded by the City to the Machias Savings Bank. The Defect Letter of Credit shall expire one (1) year from the date of its creation and shall ensure the workmanship and durability of all materials used in the construction of the Site Plan by **Delluca Hoffman** dated

November 2005 as amended for permit dated May 9, 2006 approval, dated April 18, 2006 as required by City Code §14-501, 525.

The City, through its Director of Planning and Development and in his sole discretion, may draw on the Defect Letter of Credit by presentation of a sight draft and this Letter of Credit and all amendments thereto, at Machias Savings Bank's offices located at P.O. Box 318 Machias, ME 04654, up to thirty (30) days before or sixty (60) after its expiration, stating any one of the following:

1. the Developer has failed to complete any unfinished improvements; or
2. the Developer has failed to correct any defects in workmanship; or
3. the Developer has failed to use durable materials in the construction and installation of improvements contained within the Site Plan by Delluca Hoffman dated November 2005 as amended for permit dated May 9, 2006.

Very truly yours,

Machias Savings Bank

Date: August 9, 2006

By: *Donald E. Reynolds*
Its Executive Vice President
Donald E. Reynolds

Seen and Agreed to: Olympia Equity Investors IVB, LLC

By: *Kevin Mahaney*
Kevin Mahaney, Member

Memorandum
Department of Planning and Development
Planning Division



To: Chair Lowry and Members of the Portland Planning Board

From: Bill Needelman, Senior Planner

Date: April 22, 2005

Re: **April 26, 2005 Planning Board Workshop**
Fore Street and Custom House Street Office Building
Olympia Equity Investors IV-B, Applicant
David Lloyd, Archetype PA, Architect

Introduction

Olympia Equity Investors are requesting workshop review for a 64,000 sq ft office building to be located at the corner of Fore Street and Custom House Street. The new building is proposed to be visually and functionally contiguous with the recent addition to the "Blake Building" located at the corner of Commercial Street and Custom House Street.

This is the first workshop on this proposal and serves to introduce the Board to the project and provide opportunity to receive direction from the Board as to zoning options for the applicant. As designed, the project needs a revision to the B-3 zone text to accommodate the proposed footprint.

After the zoning issues have been resolved, the plan will be reviewed for compliance with the Site Plan section of the land use code. The exterior design of the project is being simultaneously reviewed by the Board of Historic Preservation for compliance with the Historic Preservation Ordinance.

Project Description

Existing Conditions:

In April of 2000, Olympia Equity Investors was approved to construct an addition to the historic Thomas Mayhew Block (a.k.a., Blake Building) at 83 Commercial Street. The addition was the +/-25,000 square foot, 5-story office and retail structure at the corner of Custom House Street and Commercial Street. Using copper, glass, precast concrete, and

concrete panel, the addition provided a contemporary counterpoint to the existing Greek revival brick and granite Blake warehouse.

The rear of the Blake Building is comprised of a connected series of brick and block warehouse ells that were not part of the year 2000 renovation. These utilitarian structures extend to the Fore Street right of way and are currently vacant.

Proposed New Structure:

The proposed 64,000 square foot structure would replace the rear warehouse ells with a five to six story office building. The new building would share the Custom House Street lobby of the year 2000 Blake Building addition and would extend the design approach of the addition all the way up Custom House Street and along the entire Fore Street property frontage.

Custom House Street rises approximately nine feet from Commercial Street to Fore Street and the new structure is proposed to rise with it. The proposal shows a five-story façade along Fore Street, though the building would be six stories tall if measured from Commercial Street. Please see the zoning discussion below to understand how this relates to building height requirements.

The primary entrance to both the year 2000 addition and the new structure is proposed through the existing lobby at Custom House Street. The Fore Street façade would have an additional primary entrance for the “second” floor (first from Fore Street). Please note that the finished floor at Fore Street is elevated 3.5 feet above the Fore Street sidewalk due to the need to achieve a full floor separation from Commercial Street. While the current proposal anticipates office use for this floor, this change in elevation may complicate future retail use of the Fore Street facing space. The Fore Street frontage is shown as a “pedestrian encouragement” area on the Pedestrian Activities District map and buildings with such designation should be designed to accommodate future retail use. The Board may ask the applicant to describe how pedestrian activities would be accommodated along Fore Street in the future.

Circulation

As stated above, the primary pedestrian entrance to the building is proposed from the Custom House Street lobby. This lobby accesses a service core that currently serves both the historic structure and the addition to the Blake Building.

Sidewalks currently exist along both street frontages, but in very different conditions. The year 2000 building addition included a major street circulation change making Custom House Street one way and allowing the construction of an improved and widened brick sidewalk for its entire length. Fore Street, on the other hand, has a narrow bituminous sidewalk that is interrupted by utility poles, parking meters and street signs that make the sidewalk uncomfortable in summer and impassible in winter. The applicants are working with City staff and their traffic engineer to determine how much of the Fore Street right of way could be redistributed from vehicle lanes to sidewalk. The

Board will be asked consider this change to the Fore Street right of way during later workshops when additional information is available.

Currently, there is a truck loading bay at the rear of the Blake Building that is proposed to be eliminated requiring that all deliveries, trash pick up, and service for the combined complex of buildings would occur across the sidewalks from adjacent streets.

No vehicle parking is proposed on site. The applicants anticipate utilizing existing or future garages in the area to satisfy the parking needs of the building.

Footprint

The building is shown directly adjacent to the Custom House Street right of way and at an angle to the Fore Street right of way. The Fore Street setback angle allows the building to align with the face of the nearby Custom House building, providing better visibility of the historic granite landmark structure. This alignment has been suggested by members of the Board of Historic Preservation as currently being reviewed. As shown, the building starts at the easterly corner within one foot of Fore Street, setting back from Fore Street as the building moves west toward Custom House Street. At its widest, the setback is less than 10 feet. The footprint setback at Fore Street requires a change to the B-3 text for approval. Please see below.

Zoning Issues:

As stated in the introduction, given the lack of parking and design specificity, this workshop is limited to the zone changes requested to construct the building. Pending a formal zoning determination on certain aspects of the building, the only zone change needed is an edit to the B-3 Maximum Building Setback requirement.

In the B-3 Zone, street wall development is encouraged by the requirement that buildings be placed close to the street right of way. As originally drafted, the zone states a maximum front yard setback of five feet. As a companion to the maximum setback, the site plan standards contained a provision that allowed the Planning Board to waive the setback maximum, subject to certain criteria. The Maine Supreme Judicial Court has since found that Planning Boards are not allowed to waive zoning requirements, therefore negating the B-3 waiver clause. The five-foot maximum street setback is now an inflexible requirement – contrary to the original intent of the zone language.

Staff and the applicants request that the Board consider edits to the B-3 to allow greater design flexibility in the B-3, as originally intended for the Downtown. If the Board is comfortable pursuing such an edit, Staff will provide specific language at the next workshop. Below are examples of how street wall development has been approached in other Portland zones.

When evaluating street wall development in other urban business zones, the Board and the City Council have recently reviewed the following examples from the B-6 and the B-5 revisions.

B-6 Zone Example

The following language is currently in place for the B-6 Zone.

2. Maximum building setback from street line except for parking garages, public transportation facilities and provided in 3. below (*not applicable to the B-3*): 10 feet.
 - a. For lots fronting on more than one street, the setback can be increased more than ten (10) feet if all of the following conditions are met:
 - i. The increased setback occurs at the intersection of the streets;
 - ii. The increased setback area is the primary pedestrian entrance to the building;
 - iii. Seventy-five (75) percent of the total building wall length facing the abutting streets shall be setback no greater than ten (10) feet; and
 - iv. All building wall segments, which make up the increased setback shall be included in the calculation of the total building wall length noted in subsection iii above.

In addition, for any new construction on a lot abutting three or more streets, the maximum setback shall apply only to the two most major streets. (For purposes of this section, major street shall mean that street with the highest traffic volume or the greatest street width in comparison with the remaining streets).

B-5 Revisions

The following language is currently under consideration for portions of the B-5 zone:

Maximum street setback: In the B-5 zoning district located between Forest Avenue and Franklin Street the following street setbacks shall apply:

a. Ten (10) feet except for parking structures, public transportation facilities and secondary building components such as truck loading docks, mechanical equipment enclosures and refrigeration units. The setback can be increased more than ten (10) feet if all of the conditions are met below:

i. Seventy-five (75) percent of the total building wall length facing the abutting streets shall be setback no greater than ten (10) feet.

ii. The increased setback area includes a functional public pedestrian entrance into the building that faces the street.

iii. The increased setback is not used for surface parking.

For any new construction on a lot abutting three (3) or more streets, the maximum setback shall apply only to two (2) streets.

Lots having frontage on streets in which the curve of the street frontage precludes a rectangular shaped building along the street line, for purposes of calculating the setback, the average setback of the building from the street line may be used, but in no event shall the average setback along the length of the building edge exceed an average setback of fifteen (15) feet nor shall the maximum setback exceed twenty (20) feet. The increased setback shall not be used for surface parking, vehicular loading or vehicular circulation.

Additions to and relocations of designated historic structures or structures determined to

be eligible by the Historic Preservation Committee shall be exempt from this provision.

Staff and the applicant request that the Board consider the above language examples and provide direction for how staff should proceed for a potential revision to the B-3 setback maximum provision.

Sequence of Review:

Obviously, the formal site plan review of this project will need to wait until there is resolution of the parking issues. Likewise, the final design of the building will largely be determined through the Historic Preservation review, but the building footprint needed to achieve that design is dependent on a change to the B-3 zone minimum set back requirements.

The applicants and the Planning Staff request that the Board work through the zoning issues described above while (1) the applicants determine a parking approach for the development and (2) resolve final architectural design parameters with the Board of Historic Preservation. With determination of the zoning and of the above two items, the applicants would then be poised to finalize their site plan review with the Board.

Attachments:

1. Downtown Vision Excerpts
2. Site Plan Application
3. Plan Set

Introduction

For the Downtown to evolve and respond to economic and social forces, its physical environment must undergo change and the community must balance that change with preserving and enhancing the existing qualities that make Downtown unique.

Downtown Portland is a walkable City, reflecting its 19th and early 20th century development. Its dense and historic fabric of mixed uses, small scaled, highly-textured and ornamented buildings, and public open spaces all combine to keep the Downtown alive with people.

The following section offers a design framework for encouraging economic growth and development compatible with the rich urban fabric of the Downtown.

Physical Evolution of the Downtown

1. Natural Environment and Topography. The Downtown has a unique natural setting - a strong sense of place created by Casco Bay and its islands, the tidal Back Cove, the Fore River, and the peninsula with its promenades and views to the White Mountains. The origins of this deepwater port city are always before us.

The topography of the Downtown peninsula is an important element of the natural setting. Munjoy Hill and the West End form the highest points on the peninsula, with Congress Street serving as their spine. The overall landform drops between these high points down from the high spine to the Harbor on one side and Back Cove on the other. The low point of the spine at Franklin Street Arterial, an area referred to as the "saddle area" because of its contours, is where development of the City began. Both the relatively steep topography and the Harbor's closeness have

determined where development occurred. Today, these features - topography and water - play significant roles in the city's image, defining major gateways to the Downtown, creating views and providing a strong sense of place.

Location and design decisions for prominent buildings and structures must respect this natural context.

2. Street Pattern. The existing street pattern throughout the Downtown has been pushed and pulled by topographic changes, by need for access to the waterfront, and by the shape of the peninsula. This pattern is influenced as well by building location and land use decisions made decades ago. Much travelled routes to the waterfront, which long ago were vital to commerce, continue to serve as both access and as view corridors and the diversity of block sizes and shapes has resulted in a variety of building massing and form. As a result, the pattern of streets and development Downtown today is characterized by an irregular grid, relatively small blocks, with various wedges and triangles formed by diagonal adjustments of fitting a rectangular grid onto an irregular land form. These triangles are or have potential to be prominent focal meeting points. Examples include Monument Square and One City Center, the intersections of Free and Congress Street, Portland and Preble Streets, and Gorham's Corner.

3. Urban Form. In addition to responding to the natural environment and historic street pattern, the urban form in the Downtown reflects the changing functional needs of the area's commerce, industry and institutions. Rising above the skyline and dominating many streetscape views are such structures as City Hall, the County and Federal Courthouses, Custom House, and several churches. In neighborhoods near Downtown,

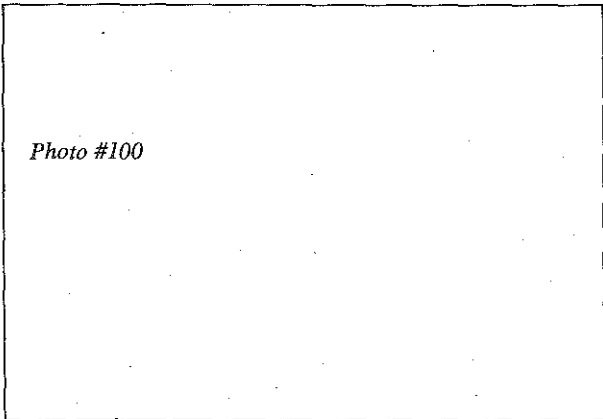


Photo #100

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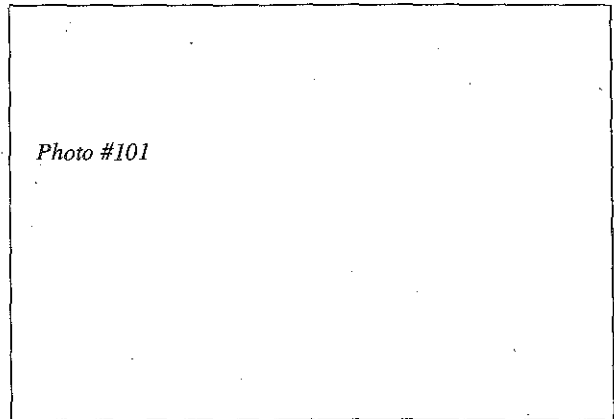


Photo #101

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civic structures such as the Observatory, public schools, and other churches are visible and prominent from the Downtown. The design and placement of these structures convey the importance of civic and spiritual values to the community.

Portland shares with many other cities a relatively new urban landmark, the corporate office building. The development of the Fidelity Trust Company and the Chapman/Monument Square buildings in the 1910's and 1920's introduced over 10-story building construction. Additional new corporate office buildings of similar height did not appear in Portland again until the construction of the Casco Bank Building in the early 1970's. Through the 1970's and 1980's at least eight other large office buildings reshaped the City skyline and Downtown environment.

4. **Building Character.** Portland's Downtown building character is richly diverse in architectural style, reflecting an awareness of pedestrian scale and interest at the lower levels of every building. Traditional building composition incorporated a strong "tripartite" pattern of identifiable base, middle and top elements. The base portion of buildings traditionally were comprised of storefronts with frequent building entrances and large window areas revealing the activities and merchandise held within. The upper stories of buildings have traditionally been more extensively ornamented, framing the repetitive form of the mid-section and providing a distinctive terminus to the vertical facade. Buildings of less than six or eight stories were generally conceived of as background buildings in the context of Downtown while taller buildings such as the Fidelity Building and key elements of buildings such as the church spires were developed with very distinctive form and/or with particularly strong architectural character serving as landmarks on the skyline.

Vertical scale of a building is expressed through the placement of cornices, special articulation of the base (particularly in the storefronts and at building entrances) and tops of buildings, by the rhythm of window openings from floor to floor, overall building height, and ornamentation visible from pedestrian levels. Buildings have traditionally demonstrated a horizontal rhythm marching along the street, with frequent building entrances, regular window and bay spacing, and facade proportions reflecting the incremental development of the Downtown's commercial streets. Prior to the

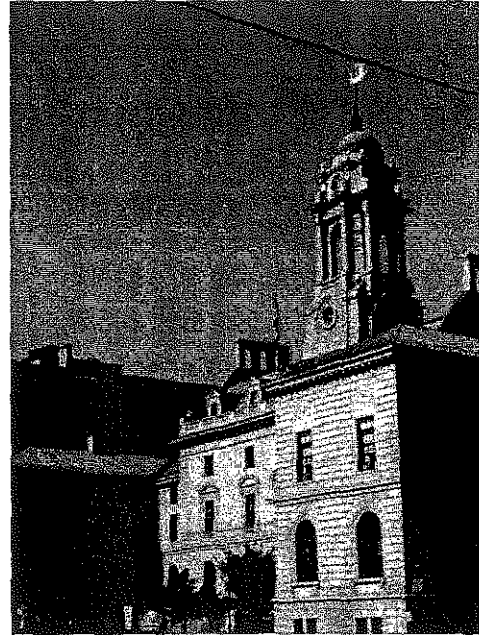


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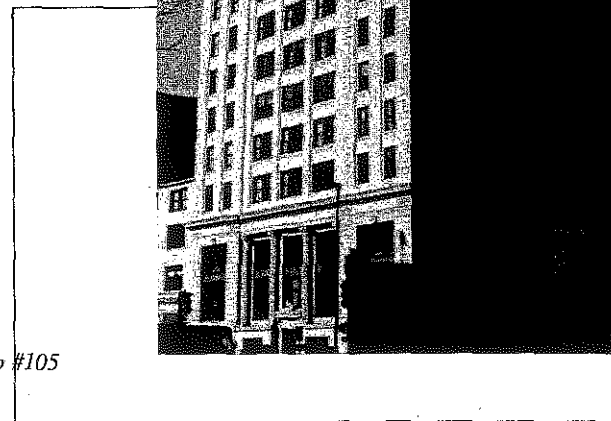


Photo #105

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Figure ____:

1960's office development, this pattern applied to both large buildings and small.

During the 1960's and 1970's, trends of contemporary architecture often neglected these patterns. More recently, architects have been rediscovering the value of tripartite building composition and pedestrian oriented features at the base of buildings as a technique to blend new with old, encourage greater pedestrian activity at street levels, and to distinguish between background buildings and landmarks on the City skyline. Articulating the building form helps to provide scale and proportion both from the pedestrian perspective and from distant views.

A Design Framework for Future Growth

1. Designing in the Public Realm: Creating a Rich Urban Fabric. Portland's built environment is so livable, for one, because of its fine grained development pattern - the small block structure created by a grid street network and the joining by party walls of a collection of separate buildings on individual lots. This building collage is bound by period architecture and common building scale. Rehabilitation and redevelopment must respect the existing built environment Downtown as well as recognize the differences between such areas as Congress Street, the Old Port and Commercial Street to preserve Portland's sense of place and its livability.

Modern building technology and market conditions suggest land assembly to accommodate large scale buildings. Where buildings are proposed to cover entire blocks or combined blocks, special care and attention is needed to ensure that Portland's unique urban character as a fine grained City is preserved.

Design in the public realm amounts to what can be seen and experienced at pedestrian levels from public sidewalks and open spaces. New development must

enrich the urban fabric, providing a positive character and texture at pedestrian levels. This focus includes the design of public streets and sidewalks, of amenities such as benches, lighting and other street furniture, and landscaping. (See Open Space, page). It also includes the design of those aspects of private development including building facades, building massing, and open space which impact the use and character of public space.

- a. Building character: The tripartite form is generally recommended, with special attention to the design and detailing of the base as experienced at close quarters by pedestrians. The relationship of base, middle and top give form and balance to the scale and proportion of buildings. It is the architect's art to ensure that the building makes a positive and comprehensible visual statement, balancing contrast with context to become an integral part of the urban fabric.
- b. Contextual relationship: Each element of the city, whether building or landscape, is seen beside its immediate neighbors and against the backdrop of the city as a whole. Compatibility is judged through comparisons which include scale, color, height, massing, use and materials. Any new development should reflect and reinforce in its design the recurring characteristics of its immediate context. When the immediate area has no particular character with which to relate, the new design should look to the larger context of the city. Portland is known for its buildings of red brick and light colored masonry, with individual windows punctuating their facades. Structures maintain consistent street faces and commonly have expressive roof lines.

Development which has occurred incrementally over time throughout the Downtown has generally been responsive to the character and use of existing

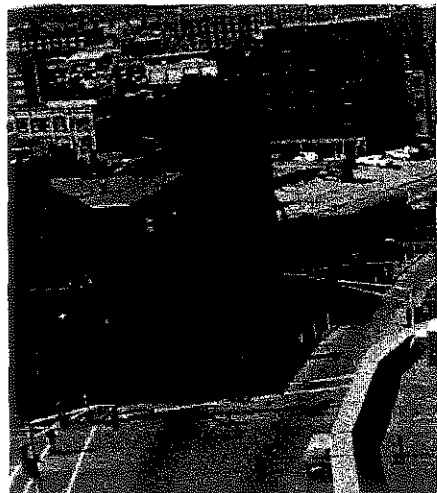


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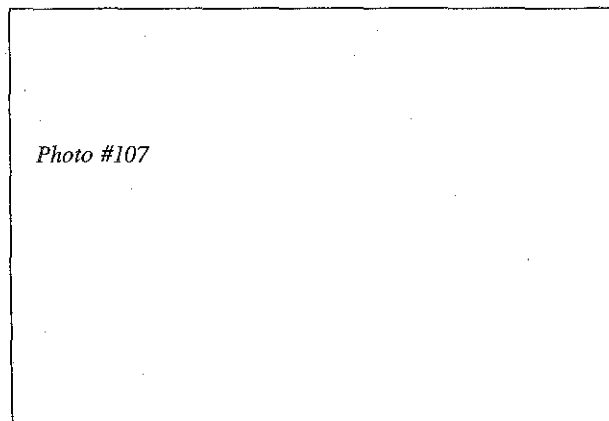


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buildings and open spaces. Innumerable buildings, while not remarkable as individual structures, combine to create a distinctive scale and character. Contrasting buildings, such as the Custom House, City Hall, and the Fidelity Building each were sited and designed with both the surrounding building environment and their individual place within this setting in mind. All new development and redevelopment Downtown should respond to the built environment in its relationship to the natural topography, to visual landmarks and important view corridors, to existing historic and non-historic buildings, and to existing and proposed open spaces.

- c. Orientation to the street: One of the failures of modern architecture mirrored in some contemporary buildings is the repudiation of the street. Design in defense against the city with fortress-like walls, little ornamentation and few openings except for vehicular or loading dock entries, do not communicate with surrounding streets.

Yet, the street is the public's link to a building. Every new building must be designed with recognition of its relationship to the public street.

The building should face and greet the street, not turn its back. More than one front face may be required if several streets bound the property. The building should be punctuated by frequent inviting entry points, with one or more formal main entrances. A traditional pattern of bay spacing, ample windows and, where appropriate, storefronts are positive features. Careful detailing, ornamentation, and choice of materials at the base of the building (at least the first two floors) are critical to creating a positive pedestrian relationship to the building.

- d. Sidewalks, open spaces, and pedestrian amenities: New development and City investment should contribute to the quality of the urban streetscape. Brick sidewalks, or a combination of brick with granite or concrete sections are the standard for Downtown. Ornamental pedestrian lighting should be introduced throughout the downtown, with a thematic pedestrian lighting fixture to provide a sense of security, elegance, and vitality into the evening hours. A limited number of lighting standards should be established to provide continuity and identity for gradual distribution throughout the Downtown. Attractive street



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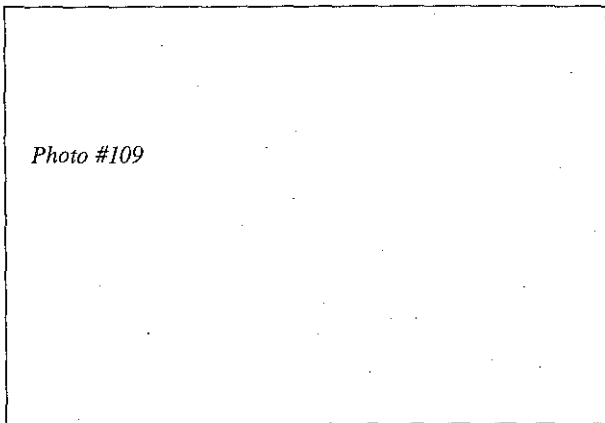


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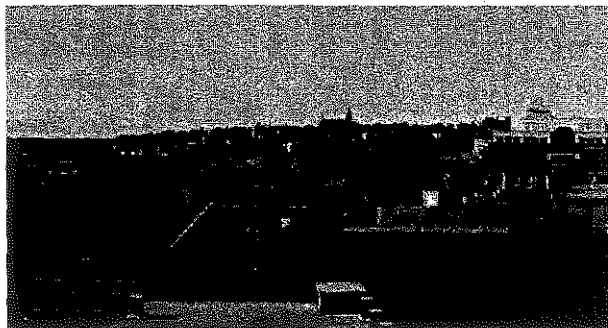


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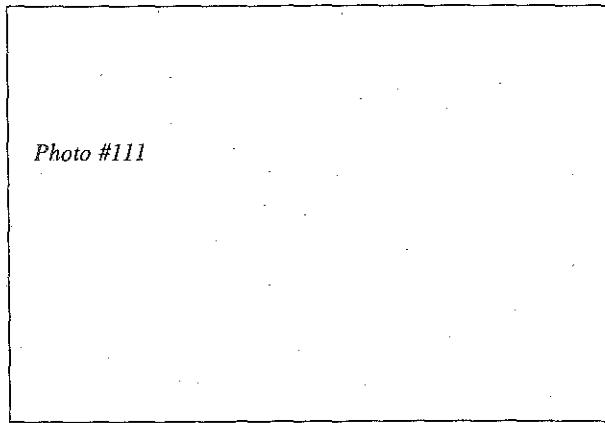


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furniture including benches, bollards, planters and trash receptacles should be installed and maintained. The cylindrical trash receptacle has proved to be an acceptable standard, with the recently introduced "Ironsites" fixture a desirable option where resources permit. Street trees with guards and grates are a valuable contribution to the sidewalk environment. Plazas and pocket parks should be integrated within larger scale development. The location and design of such spaces should promote public use and tie into the Downtown open space network. Care should be taken not to disrupt significant streetwalls with plazas, where continuity of sidewalk, possibly widened, is more appropriate.

2. Urban form and the Skyline. Portland is the State's largest City and should be home to many of its largest corporations. As the City evolves, a bold urban statement can be made with larger-scaled buildings representing a strong business climate. While large buildings can stand out prominently, designs must respect the context of the surrounding built environment. Historic districts must be protected and civic landmarks not dwarfed or trivialized by an overwhelming scale of new development. Height, volume, form, massing, placement and quality of design are factors that will collectively establish urban form and shape the City's skyline and streetscape.

The Downtown Height Study prepared by consultants Carr, Lynch, Hack and Sandell provides a foundation for this discussion and presents key findings that are incorporated within this Downtown Vision.

a. Height policy: The views of Portland's skyline are one of the unique characteristics of this City. The skyline has a great deal of importance to local residents as it is seen by most residents each day commuting from the surrounding neighborhoods and communities along the main approaches. Especially important are the views of the skyline from Portland Harbor, South Portland, Munjoy Hill, the Back Cove area, along Interstate 295 and from the International Jetport. The desire is to maintain a varied skyline, which reinforces the profile of the peninsula, with buildings stepping down in height as they move closer to the Harbor and Back Cove. The variation of building forms and heights that currently exists should continue to be encouraged. This includes slender elements which pierce the skyline as well as blockier background elements, providing a rhythm of light and building.

The dominance of the Congress Street spine should be reflected on the skyline, with concentration of the

tallest buildings midblock between Congress and Cumberland to reinforce the historic form of the City and provide a sense of orientation for Downtown.

The pattern of building heights in Downtown Portland is complex and requires a distribution of height regulations to graduate height limits from the spine to the waterfront. The height policy directs and encourages the most intensive growth in the core of the Downtown where it can be best accommodated. Building height should be moderated in the historic area and near the waterfront where the impacts of large scale new development would be detrimental.

b. Street walls: The street is public domain and serves more than simply a transportation function. The street is the counterpoint to the built environment, and can be perceived as rooms and corridors in the fabric of the City. Buildings give spatial definition to the street, and the street provides relief in the form of light, air, and a viewing vantage for the buildings.

Street faces which are relatively uniform in height, such as Exchange Street, provide the sense of a coherent district. While variety in overall building height is acceptable, abrupt changes - such as more than 50 percent differences in height - tend to make a district seem less cohesive. The variation of heights along upper Congress Street is within the acceptable variation.

While buildings in Downtown Portland vary considerably in height, the most cohesive areas tend to have one of three typical maximum street wall heights: 45-foot heights in the waterfront area; 65-foot heights in the Old Port area; and 85 to 90-foot heights along Congress Street. Exceptions, relatively infrequent, of course exist.

A continuous street wall gives emphasis and meaning to open plazas and squares. Street walls assist in reinforcing the unique and irregular street pattern, maintaining the density of the urban fabric, and through contrast, enhancing the significance of open spaces. The most obvious examples are Congress and Exchange Streets.

The height and proportions of buildings, together with their setbacks and step-backs, determine how massive they seem in relation to their surroundings. The critical dimension is the relationship to pedestrians on the street - whether they can relate to a structure or feel overwhelmed, and whether the street seems comfortable or canyon-like.

The most comfortable pedestrian street wall to street width ratio, as a rule of thumb, is between 1:1 and 1.5:1. Streets with such proportions tend to feel enclosed, but not canyon-like.

- c. Tower massing: Buildings taller than the current 125-foot height limit are more easily accommodated in the form of slender towers, stepped back from the street face, so as to cast fewer shadows on the street and be less visible to pedestrians passing by on major routes. Such a massing scheme also minimizes pedestrian winds by creating a shelf to deflect down-draft.

The interest of the skyline is enhanced when the massing of structures is not completely uniform and when the buildings have distinct profiles. Prominent and distinctive structures serve as landmarks in themselves and do not require logos or identification signs that can be read from a distance.

- d. Civic area: The area surrounding Lincoln Park is of special significance, housing many important public buildings. It is also a visually cohesive area, the result of limestone, marble, and other light-colored masonry structures, all of similar height and scale. Requiring a base street wall height of 50 feet will reflect the scale of the existing civic structures such as City Hall, the Federal Building, Fire Station, and Courthouse. In addition, lower portions of buildings should be light in color, preferably of materials similar to those which now exist in the area.

- e. Visual landmarks: Landmark buildings in Downtown Portland help give areas their identity and are important for orientation. They are important symbols of the City and its institutions. The most recognizable landmarks are:

- Portland City Hall
- Munjoy Hill Observatory

- Custom House
- First Parish Church
- Cathedral of the Immaculate Conception

Presently the distinctive profile of each of these landmarks can be seen against the sky from important streets and squares. This quality contributes to their visual prominence. Typically, they are surrounded by structures of similar or lower height, so they seem an integral part of the areas in which they are located. When landmark buildings are dwarfed by structures of considerably larger scale, they appear as remnants of some bygone era. Thus, two policies are important for landmarks: that they be read against the sky from important streets, and that they be surrounded by structures of similar scale.

The heights of neighboring buildings also should be limited to avoid blocking the view of landmarks against the sky. While a restrictive policy, it should be carefully applied to selected views. As an example, the views of City Hall tower when approaching along Park Avenue/Portland Street, Congress Street and Exchange Street should be preserved where possible for orientation. Frequent (though not continuous) views of City Hall from I-295 and Baxter Boulevard, too, give people a sense of orientation to the Downtown and of the central importance of this public building. These views have special meaning in the City, and it may be necessary on individual sites to limit building heights, set development back, or step back street walls an adequate distance to ensure that landmark structures can be seen.

The spirit of this policy could be extended to a variety of other important buildings in the peninsula area. Elements such as church spires, towers on schools and fire stations, and unique architectural roof features should be respected and viewed against

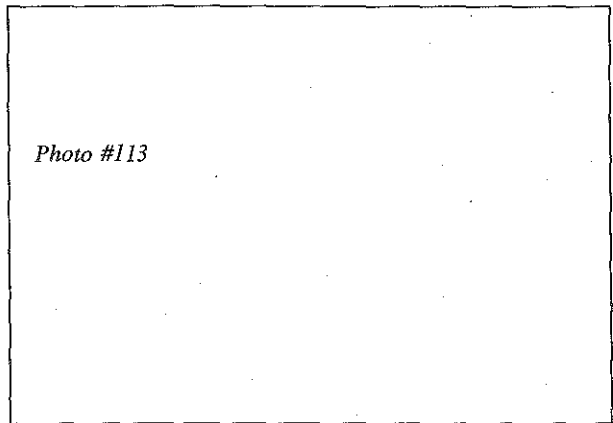


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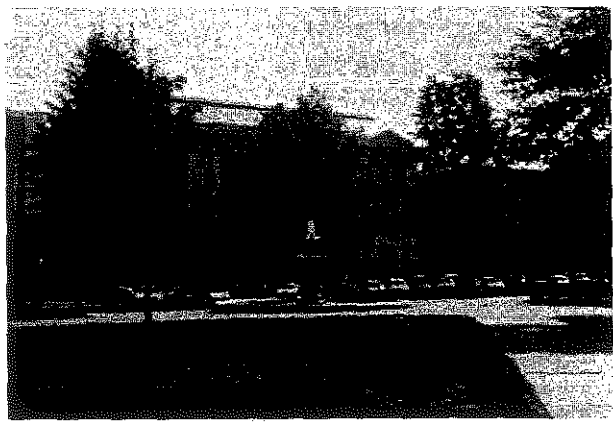


Figure ____:

the sky. In most situations, the area height limits will provide for this. However, views towards landmarks need to be evaluated on a case-by-case basis.

- f. View corridors: View corridors play a large part in determining the City's visual character by revealing destinations and assisting pedestrians and motorists to orient themselves to the layout of streets and to the Downtown. Distant views provide visual and psychological connections to the world surrounding the City. Views may also make connections to the past by juxtaposing the old and the new.

Establishing view corridors preserves significant vistas within the downtown area. Figure ___ illustrates the critical long distance view corridors in the Downtown area of Portland. Many shorter views, especially from Commercial Street to the Harbor, have been documented in the Portland Waterfront: Public Access Design Project and should, where possible, be maintained.

Portland has important links to the water. It was founded as a port city and maintains an active harbor. View corridors to the harbor help recall the City's history, and re-assert the contemporary presence of the harbor. Views can be to the opposite shoreline, middle of the water basin, or to the near shore, but in each case they offer a glimpse of the water and occasionally of passing boats. Views to the water in the Back Cove area are equally important to the visual structure of Downtown. When looking at the Cove one realizes the geography of the peninsula. View corridors frequently extend across private property and, in these areas, the heights of structures should be limited where possible so as to avoid blocking the object of attention.

- g. Key Open Spaces: Portland is fortunate to have a number of high quality public open spaces, located

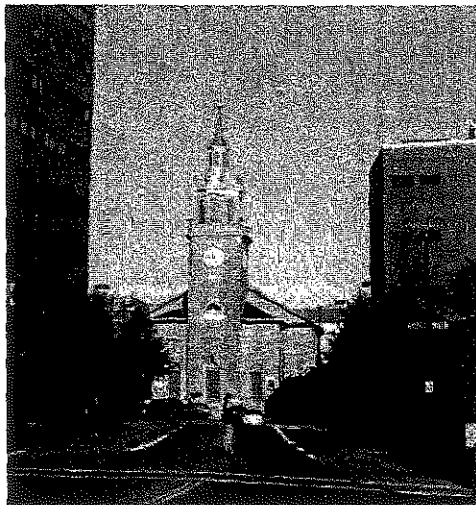


Figure ___:

throughout the peninsula. These spaces provide relief from the congestion of buildings, and create places to gather, stroll, rest, eat and be entertained. The most important public and private open spaces on the peninsula are indicated on Figure ___.

The success of these spaces depends greatly on the amount of direct sunlight that reaches them, since Portland outdoors during certain seasons can be uncomfortably cold in the shade. The heights of adjacent development should be regulated so that key open spaces receive sunlight during the critical hours when each is actively used. By assuring sunlight, the period of use of the spaces can be extended several weeks in Spring and Fall, even during warm days in the Winter.

For most spaces in the Downtown, the critical period of use is usually the lunch hour and several hours before and after (approximately 10 a.m. to 2 p.m.). They are often active at other times, but during early mornings and late afternoons in Winter, virtually the entire Downtown is in shadow. Hence, there is little merit in attempting to regulate shadows for these hours.

- h. Gateways: The 1983 Gateways to Portland report outlined the importance and opportunities presented by many entrances to Downtown in creating first impressions, providing a clear orientation, and giving identity to frequently-traveled routes by which residents and commuters observe and relate to the City. While each entry is unique, opportunities exist to enhance them by preserving view corridors and skyline vista, improving the scale and character of buildings along those routes, and encouraging public and private development and infrastructure work which reinforce the qualities of each Gateway. See Figure ___ for a map depicting Downtown Gateways.

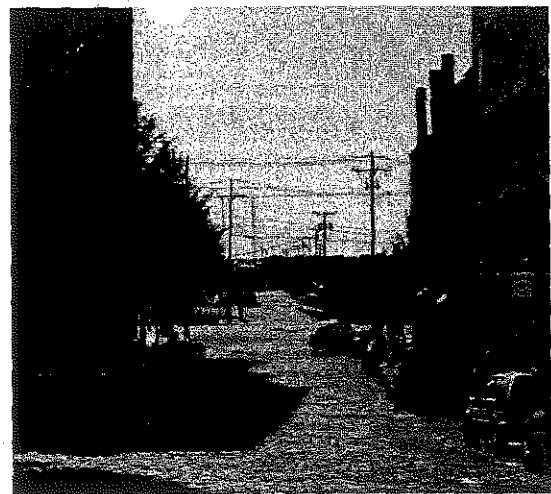


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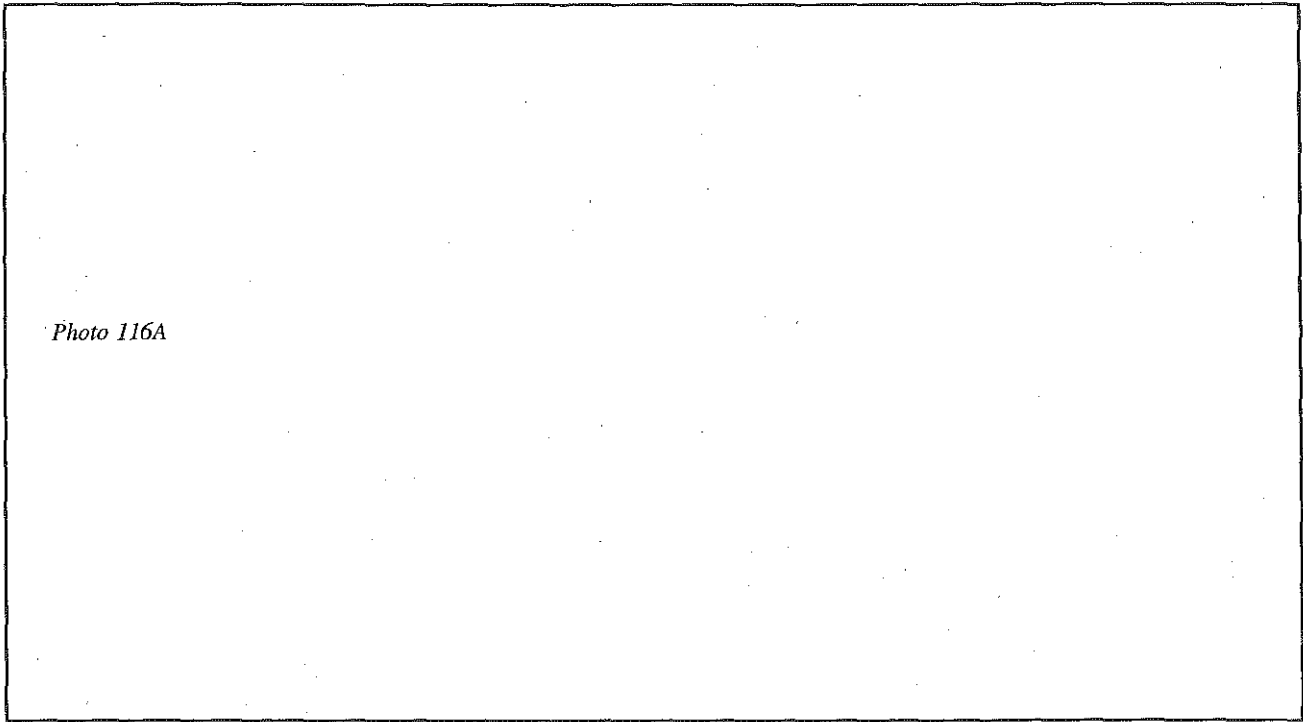


Photo 116A

Figure ____: View Corridor Protection Map

3. Preserving the Past: One of Downtown Portland's most valuable resources is the extensive historic architecture which has been assembled since the mid-19th century. The City is fortunate to have retained so much of a physical fabric which provides a much-admired character, style, tradition, and history to the Downtown. These older buildings, combined with historic parks and monuments, are a cultural resource for the residents of the City, and are invaluable in support of economic development for the entire community. With proper stewardship including maintenance, rehabilitation and restoration of our historic structures and parks, those resources will continue to enrich the City's sense of place in history. Historic resources have been shown to

be major contributors to economic growth in the community in terms of continuing and increasing property tax revenues, renewing and increasing activity Downtown, and as a valuable draw for tourism.

Over the last 20 years, much historic restoration and rehabilitation has occurred throughout the Downtown. In support of further rehabilitation, and in order to prevent the loss of important resources while the City encourages new growth in the Downtown, an important balance must be established. The City has recently adopted an historic preservation ordinance which provides for the designation of historic structures, districts, and landscapes, and provides for review of

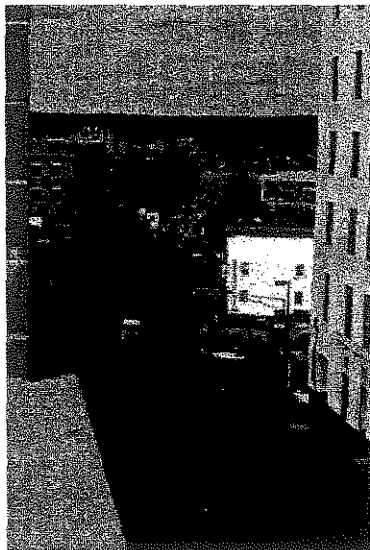


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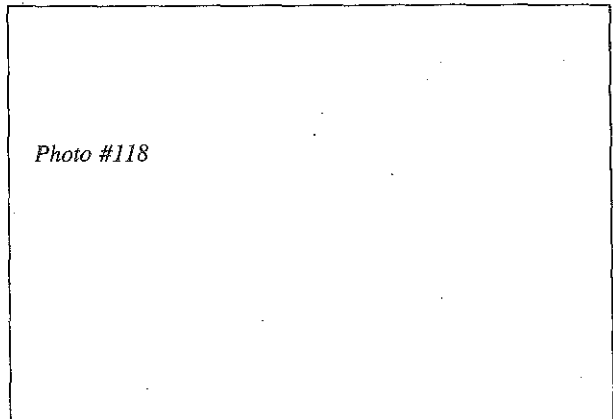


Photo #118

Figure ____:

new construction, alterations and demolitions affecting those resources. Several districts and properties are located within the Downtown and are covered by the protections and standards of the ordinance. The Waterfront (Old Port) Historic District lies entirely within the Downtown. The How Houses, a cluster of three Federal style early 19th century residences, located between Danforth and Pleasant Streets, also lie within the Downtown area. Portions of the Spring Street and Deering Street Historic Districts lie within or directly abut the Downtown, and a number of individual structures, including such historic landmarks as Portland City Hall, Portland High School, First Parish Church, Customs House, Longfellow House, and the Clapp and

J.B. Brown blocks all sit within and add to the character of the Downtown. Lincoln Park, within the Downtown area, and Deering Oaks, lying at the perimeter of the Downtown, are included on the National Register as historic sites and are local historic districts with protections and standards under the local ordinance. See Figure ___ for a map depicting the location of Downtown historic resources.

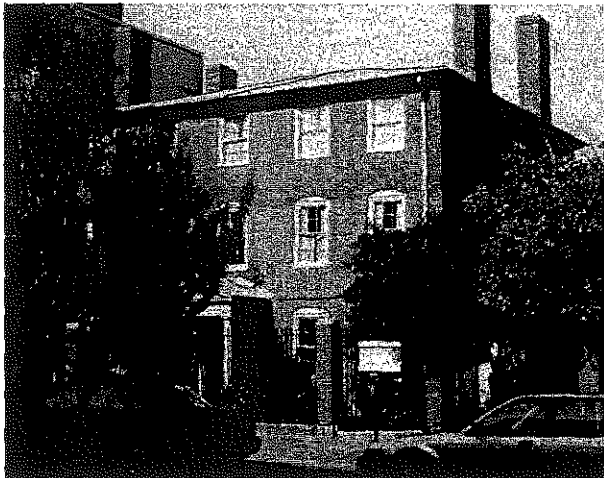


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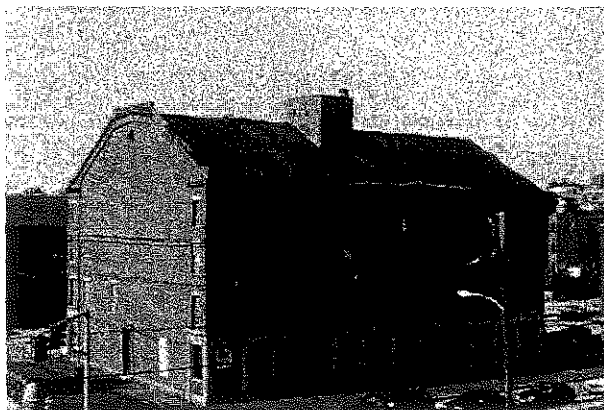


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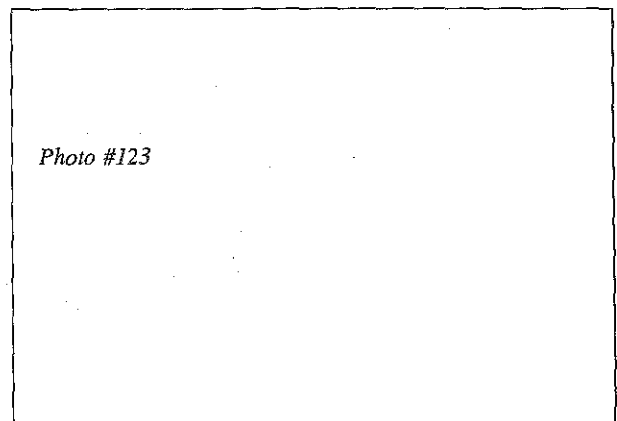


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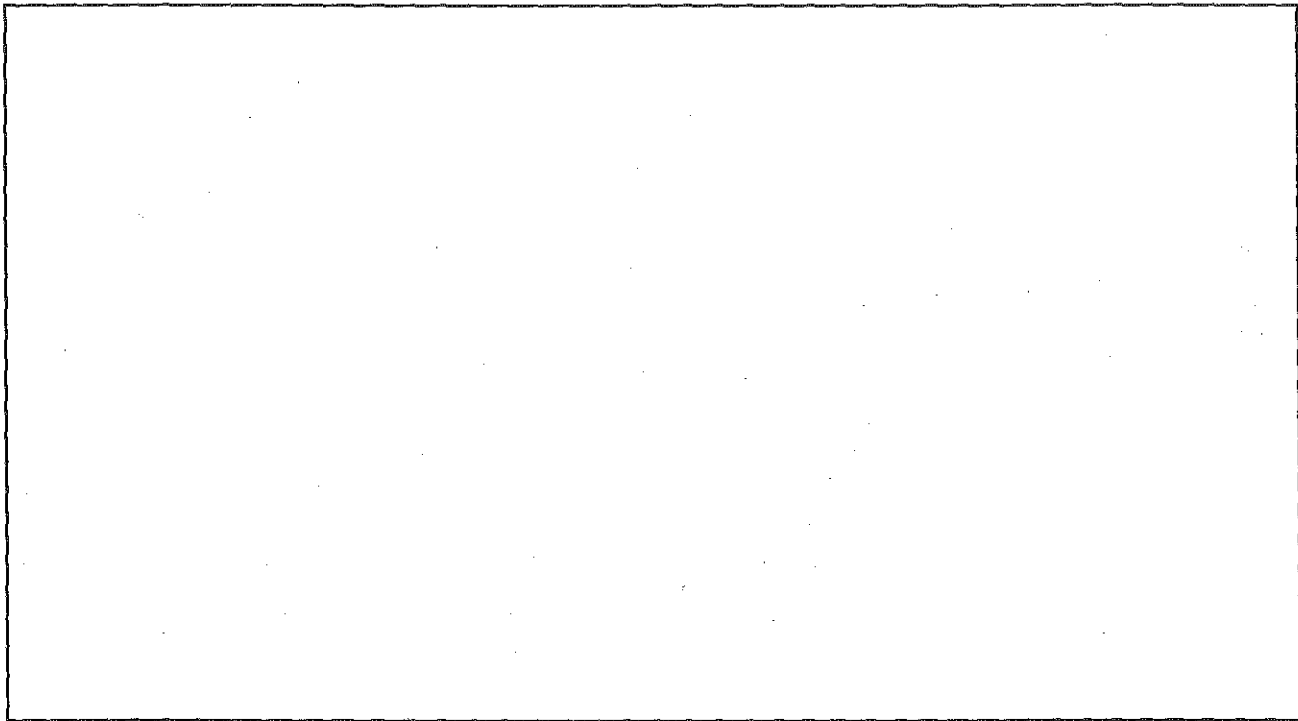


Figure __: Downtown Historic Resources

DESIGN FRAMEWORKS POLICIES

Goals

1. Encourage excellence in urban design and a sensitivity to pedestrian scale and interest throughout the Downtown in the construction, renovation, and rehabilitation of buildings, streets, pedestrian ways and open space.
2. Preserve and promote the positive qualities and attributes which comprise the Downtown's unique identity, historic fabric, and sense of place through the re-use of existing structures and the development of new construction respectful of the built and natural surroundings.
3. Develop an open spaces system throughout the Downtown which provides the highest quality parks, plazas, and pedestrian environment. Pedestrian improvements and amenities should utilize the best materials and be carefully designed to provide a comfortable, durable, accessible and aesthetically pleasing environment. Buildings fronting on pedestrian open space should be of high quality materials, of significant detail and interest to enhance the walking environment, and readily accessible from the pedestrian way.

Policies

DF 1 Height limits. The following maximum height limits support additional Downtown development while respecting the scale and character of existing buildings. Figure ___ depicts these heights.

- a. High Spine - 210 feet plus 40 feet architectural cap. To reinforce the spine of development along Congress Street by making it advantageous for new large projects to be located nearby. This height zone is carefully located in midblock areas from Congress to Cumberland (between Elm and High, Franklin and Pearl), to avoid too severe a change in scale along the two streets.
- b. Downtown Core - 150 feet plus 40 feet architectural cap. To provide incentive for compact growth in the area bounded by Cumberland, High, Spring, and Franklin Streets, excluding the Old Port and Civic areas.
- c. Old Port - 65 feet. To maintain the current character of this historic district.

- d. Transition - 85 and 125 feet. To provide for gradual reduction of heights from the Downtown core to the water's edge, 85 feet between Cumberland Avenue and Lancaster Street; and 125 feet below Spring Street stepping down to 85 feet along the northerly side of Fore and Pleasant Streets.
- e. Civic Area - 65 feet. To preserve the character and scale of this historic area.
- f. Perimeter Areas - Gorham's Corner and India Street. Heights in these areas should be established at 65 feet. Changes in the West Bayside area and more specific revisions in both the Gorham's Corner and India Street areas (outside of the B-3 zoning district) should be developed pursuant to a comprehensive redevelopment use and design plan for each area to be undertaken by the City.
- g. Waterfront - 45 feet. To preserve the character of this area and avoid excessive heights blocking views to the water.

DF2 Street Walls. The height of the street wall is in many ways the most critical dimension affecting the scale of the City and the experience of pedestrians and motorists. One's awareness of the environment diminishes above a height of 40 to 50 feet, and the sense of scale within that street wall height is critical. Figure ___ depicts the maximum street wall heights and minimum setbacks described as follows.

- a. Downtown Core - 90 feet height with a 15 foot setback above that height. For streets in excess of 60 feet in width, such as Congress Street, that setback should be increased to 30 feet.
- b. Old Port and Transition - 65 feet, with no step back required for buildings less than 90 feet in height. Above 90 feet, provisions of (a.) above shall apply.
- c. Civic Area - Properties fronting on the Civic Area shall be constructed to a height of 50 feet at the street wall, with any additional height setback at least 15 feet from the street.

DF3 Tower Massing. Careful attention to the massing of taller buildings will contribute substantially to the character of the skyline as well as preserve sunlight and

Figure __: Downtown Height Overlay Map

diminish wind impacts at street level. The objectives of the following provisions are to achieve more slender tower forms and mitigate street impacts of taller buildings.

- a. Limit the floor plate of structures above 125 feet in height to no more than 25 percent of the site area. However, on sites smaller than 40,000 square feet, this may prove impractical, so floor plates should not be restricted to less than 10,000 square feet. Maximum floor plates for floors above 125 feet in height should be limited to 15,000 square feet.
- b. Require towers to generally be located within the cone created by a 1.5:1 vertical to horizontal plane. Some flexibility will be needed in administering this guideline, to cope with small and irregularly-shaped sites. However, a step back as identified in policy UF2 (above) should be required at a height up to the maximum street wall elevation.
- c. Encourage architectural tops on tall structures that will be prominent on the skyline as a way of emphasizing their height, vertical character, and landmark status.
- d. Roof-top appurtenances should be fully enclosed in a manner compatible with the principal building.

DF4 Visual Landmarks and View Corridors. Portland's landmark buildings and relationship to the water

are an important part of its unique character. Key views to the harbor, Back Cove and landmark buildings are a community resource to be preserved and protected. They create the sense of place which defines Downtown Portland as well as providing orientation to public moving about Downtown.

- a. Key view corridors as mapped in Figure __ are important to the community and should be preserved. Site plan review regulations should prevent structures from significantly blocking or diminishing these views.
- b. Landmark buildings should be viewed against the sky from key vantage points, and should be surrounded by structures of similar scale. Heights within a one block radius of key landmarks should be no more than 50 percent higher than the landmark and should not detract from the prominence of the landmark by virtue of location or design.

DF5 Key Open Space Protection. Sunlight and wind protection are valuable attributes to open spaces, and development should not be allowed to unreasonably reduce the amount of sunlight or increase wind velocities detrimentally during the times when open spaces are heavily used by the public.

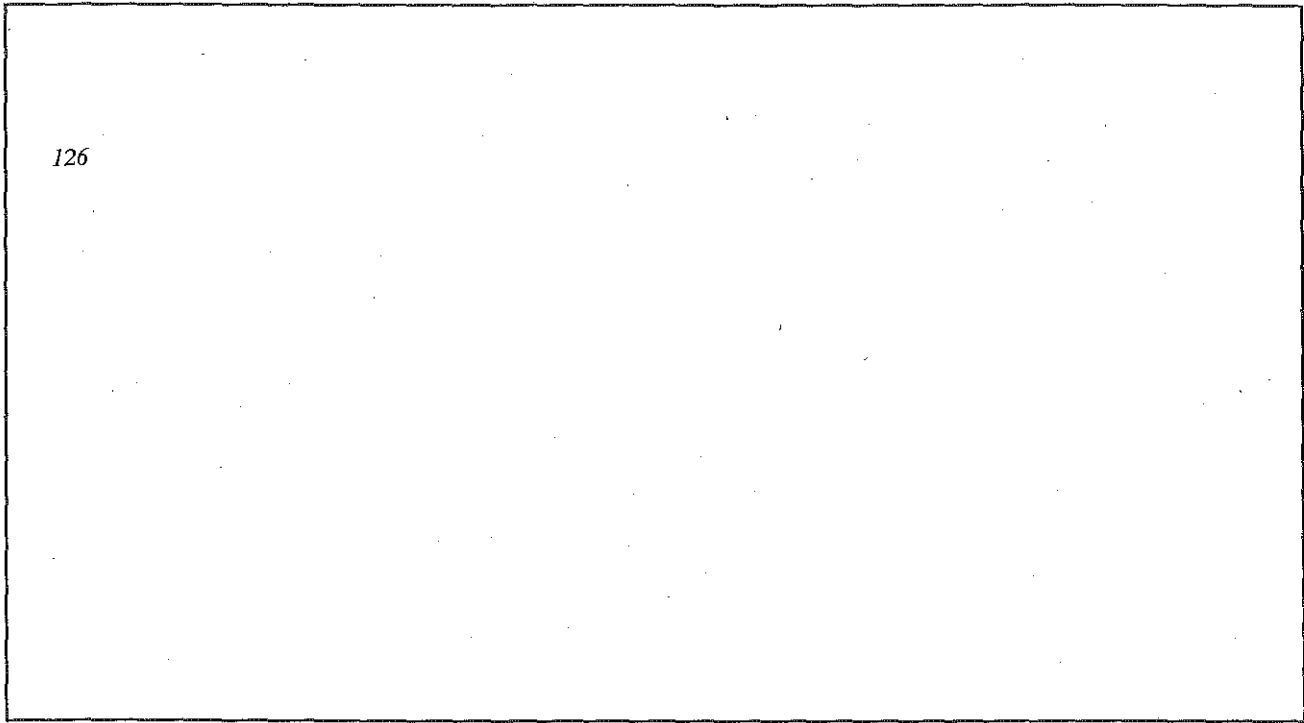


Figure __: Maximum Street Wall Height and Minimum Stepback Map

a. Substantial shadow impacts on public open space caused by new buildings in excess of 65 feet in height shall be avoided during periods of significant use. As a general reference, from March 21 to September 21, new development should not increase the area in shadow by more than 10 percent in any of the following open spaces during the critical use hours listed below:

- Longfellow Square: 9AM to 3PM
- Congress Square: 10AM to 3PM
- Monument Square: 10AM to 3PM
- Lincoln Park: 10AM to 2PM
- Lobsterman Plaza: 9AM to 2PM
- City Hall Plaza: 10AM to 2PM
- Tommy's Park: 10AM to 2PM
- Post Office Park: 10AM to 2PM

b. Key pedestrian streets which run along the length of the peninsula enjoy sunlight on the north side for much of their length. Design and massing efforts should minimize any shadow impacts on these sidewalks resulting from new development.

c. Adverse wind impacts on open space and pedestrian areas caused by new construction or building rehabilitation shall be avoided.

DF6 Gateway Enhancement. Major gateway routes and views should provide a positive entry experience and image of the City. Streetscape, skyline, signage, public facilities and other aspects of the built environment should be designed to enhance the gateway views and experience to create the best possible first impression and image of Downtown Portland. See Figure __ for significant Gateways.

DF7 Signage and Storefronts. Adopt signage and storefront design standards throughout the downtown.

DF8 Urban Design Guidelines. Many of these urban form policies can be addressed through zoning and site plan controls. Many require the careful analysis of the impacts of new development on a case-by-case basis. With clear standards and guidelines, the least restrictive programs and regulations can achieve the policy objectives with some flexibility and responsiveness to unique development conditions and constraints.

Addendum __ contains Downtown Urban Design Guidelines which provide direction and establish a level of expectation for public officials, the private sector development community, and for the citizens of Portland in assuring a high quality, livable and distinctive physical environment. These guidelines address the following issues:

- Scale and form
- Architectural character
- Building to sidewalk relationships
- Pedestrian environment
- Streetscape guidelines
- View corridors and gateways
- Signage, awnings and canopies
- Lighting
- Storefront Design
- Micro-Climate
- Merchandising and display
- Security
- Maintenance

DF9 Historic Resources. Pursue a program of integrating the City's concern for preservation and creative re-use of our historic resources with comprehensive planning and management of the Downtown.

In order to prevent the loss of historic resources within the Downtown, and to encourage the creative re-use and rehabilitation of those resources, the following steps are recommended:

- examine existing buildings throughout the Downtown to evaluate the appropriateness of designating additional buildings or districts for coverage under the historic preservation ordinance;
- examine existing boundaries of National Register Historic Districts to evaluate, through possible boundary adjustments, the opportunity for making additional properties eligible for federal tax incentives for the rehabilitation of historic structures;
- undertake a study to examine the potential use of financial incentives at the local state and federal levels and zoning mechanisms at the local level which could provide incentive or assistance in the rehabilitation of historically-significant resources; and
- include preservation planning and related public education as a component of comprehensive planning for the Downtown.

Recommendation	Timing			How		Implementing Body
	Adopt with Plan	Next 3 Years	3 to 10 Years	Ordinance	Program	
DF1 Height Limits	x			x		City
DF2 Street Walls	x			x		City
DF3 Tower Massing	x			x		City
DF4 Visual Landmarks/View Corridors	x			x		City
DF5 Key Open Space Protection	x			x		City
DF6 Gateway Enhancement	x	x	x	x	x	City/Private
DF7 Signage and Storefront Standards	x			x		City
DF8 Urban Design Standards and Guidelines	x			x		City
DF9 Historic Resources	x	x		x	x	City

AREA DEVELOPMENT CONCEPTS

Areas within the Downtown

1. Old Port
2. Civic Area
3. Congress Street: Central District
 - a. Monument Square
 - b. Congress Square
 - c. Upper Congress

Perimeter Growth Areas

4. Bayside
5. India Street
6. Gorham's Corner

Downtown Vision treats all the major factors comprising and influencing City life. In the following passages, the Downtown is treated as a composite of smaller neighborhoods, each combining the factors in a unique way to create distinctive patterns and character of form and function. If the plan and policies tend to dissect the City by treating with a magnified view of varied issues, this section attempts to step back and look at each sub area to see how those myriad pieces fit back together. A vision of the future must bridge from the micro view of details to the macro view of the whole. In doing so, some prognostication and license is taken to suggest the form and direction of change. More to be taken as example than as a literal prescription, the views presented offer a glimpse of the Downtown's future according to plan.



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Figure ____: Downtown Sub-Areas

AREAS WITHIN THE DOWNTOWN

Old Port Exchange

The Old Port is as vibrant and valuable a part of Downtown today as when it was a center of commerce and shipping. Twice destroyed by fire, by British Captain Mowat in 1775 and again during the Great Fire of 1866, the Old Port exemplifies the resiliency of Portland suggested by the City motto - Resurgam. The area encompasses some 35 acres or 20-25 blocks oriented around the axes of Exchange Street and Commercial Street. Its historic quality has long been recognized as a National Register Historic District, and recently as a locally protected historic district.

Exchange Street from City Hall at Congress Street to Fore Street functions much the same today as it did in the turn of the century. Most of its buildings were constructed in the economic boom years after the 1866 fire. Retail, office, banking, and residences all blend together to create a lively urban environment. Many visitors come to Portland especially to walk up and down Exchange and neighboring streets, to shop, eat, and relax at a sidewalk cafe, and to enjoy its nightlife. The festive atmosphere created by visitors diminishes between Labor Day and Memorial Day, during which time the Old Port plays host more to its year-round population of residents and workers.

Commercial Street was largely spared by the fire of 1866, and therefore has a somewhat older building stock. A most impressive view of the bold street wall facing the waterfront can be experienced from Market Street facing west. In few places can one find finer examples of the New England seaport city heritage than these trade, commerce and warehouse blocks built at the turn of the century.

On the land side of Commercial Street today, however, the use has changed dramatically from its historic roots. No longer is rail and ocean shipping the primary distribution system. The warehouse and distribution activities have gradually made their inevitable moves to more modern and spacious industrial park sites on the City's outskirts - where highway access is of primary importance. Acknowledging this reality, the tracks connecting the Canadian and U.S. rail systems have been pulled from Commercial Street. For better or worse, we no longer have the old world experience of the rail cars shuttling down the middle of the street. Even the view of tractor-trailer trucks backed up to loading docks obstructing most of the wide street are becoming more rare.

In place of the warehouse distribution function, fine buildings have been converted into the Old Port mix of retail, office, and residential uses. This transformation is not yet complete, with a few redevelopment and infill opportunities still available.

While Exchange and Commercial Streets retain most of their historic building fabric, as do several other prominent streets such as Middle, Fore and Market Streets, the blocks to the east near Franklin Street, and portions of Fore Street toward Gorham's Corner have undergone more substantial changes. Canal Plaza and 100 Middle Street reflect larger-scale office developments, whose forms and predominantly single-purpose uses deviate from the historic building fabric.

As more infill development takes place on the blocks bounded by Franklin, Middle, Pearl, and Commercial Street, and by Union, Spring, Center, and Commercial Streets, it will be very important to weave the new building fabric to blend with the old. Especially, on Fore Street, a strong consumer-oriented retail focus must be created to link the Old Port with Gorham's Corner and with the expansion of the Downtown east of the Arterial near the waterfront.

Other important form and functions of new buildings relate to height, massing, and orientation to the street. In contrast to the spine of Congress Street and areas above Spring Street, the areas below Spring Street to the water and the historic district around Exchange Street are programmed for modest building heights. The principles of reducing heights of buildings as the peninsula land form slopes to the water, as well as of compatibility with the intact historic building fabric, call out for lower building heights in this neighborhood. Street orientation demands retail street frontages, with multiple entries and windows and with uses attractive to pedestrians. Cafes, clothing stores, restaurants, night clubs and other retail uses are desirable. Retail goods and services for city residents such as personal services, convenience groceries, hardware, and other necessities might find a ready market here. Upper stories could accommodate additional new office, residential, and hotel uses. A healthy mix of uses will contribute to the diversity and strength of the Downtown, maintaining and enhancing its cosmopolitan, urban flavor.

The Old Port is a special resource to the city and region. Its energy and charisma can support new development that will contribute positively to its atmosphere. Open spaces such as Lobsterman Plaza, Tommy's, the proposed Post Office Park, and historic Boothby Square could become a more prominent focus to its surrounding buildings, with additional landscaping and possibly restoring its water fountain. The adjacent waterfront provides recreational opportunities, waterfront walks, boat rides, as well as a glimpse of the activities of the working waterfront.

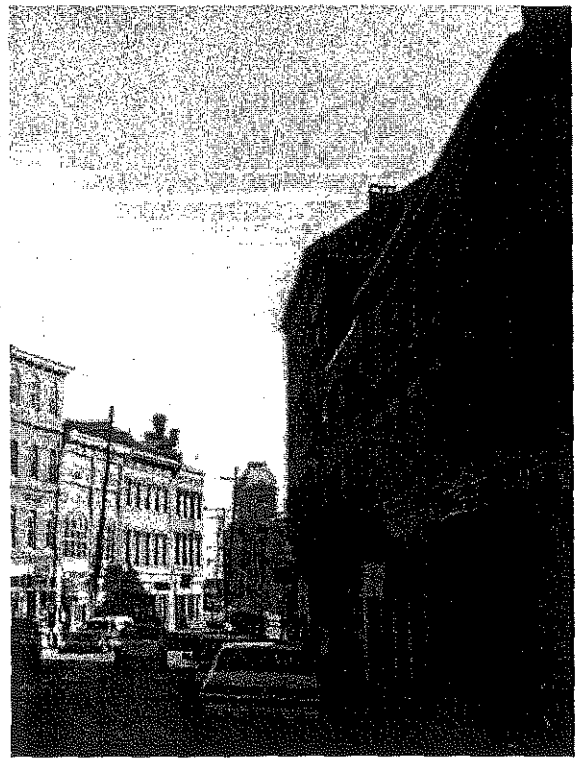


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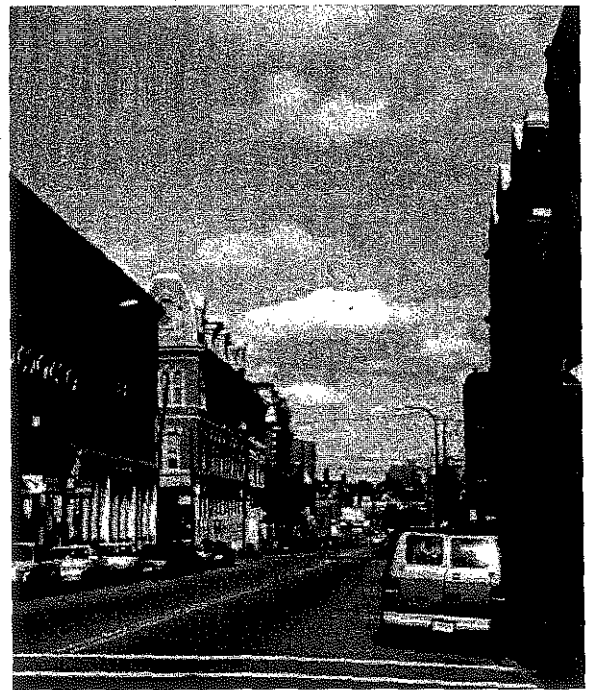


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**CITY OF PORTLAND, MAINE
DEVELOPMENT REVIEW APPLICATION
PLANNING DEPARTMENT PROCESSING FORM
DRC Copy**

442.1

2005-0040
Application I. D. Number
3/3/2005
Application Date
Office Building
Project Name/Description

Equity Investors IV-B
Agent
Fore Street, Portland, ME 04101
Applicant's Mailing Address

Consultant/Agent
Applicant Ph: (207) 874-9990 Agent Fax:
Applicant or Agent Daytime Telephone, Fax

296 - 304 Fore Street, Portland, Maine
Address of Proposed Site
029 K001001
Assessor's Reference: Chart-Block-Lot

Proposed Development (check all that apply): New Building Building Addition Change Of Use Residential Office Retail
 Manufacturing Warehouse/Distribution Parking Lot Other (specify) _____

64286 s.f. Proposed Building square Feet or # of Units Acreage of Site B3 Zoning

Check Review Required:

Site Plan (major/minor) Subdivision # of lots _____ PAD Review 14-403 Streets Review
 Flood Hazard Shoreland Historic Preservation DEP Local Certification
 Zoning Conditional Use (ZBA/PB) Zoning Variance Other _____

Fees Paid: Site Pla \$1,000.00 Subdivision _____ Engineer Review _____ Date 3/7/2005

DRC Approval Status:

Approved Approved w/Conditions See Attached Denied Reviewer _____
Approval Date _____ Approval Expiration _____ Extension to _____ Additional Sheets Attached
 Condition Compliance _____ signature _____ date _____

Performance Guarantee Required* Not Required

* No building permit may be issued until a performance guarantee has been submitted as indicated below

<input type="checkbox"/> Performance Guarantee Accepted	_____ date _____	_____ amount _____	_____ expiration date _____
<input type="checkbox"/> Inspection Fee Paid	_____ date _____	_____ amount _____	
<input type="checkbox"/> Building Permit Issue	_____ date _____		
<input type="checkbox"/> Performance Guarantee Reduced	_____ date _____	_____ remaining balance _____	_____ signature _____
<input type="checkbox"/> Temporary Certificate of Occupancy	_____ date _____	<input type="checkbox"/> Conditions (See Attached)	_____ expiration date _____
<input type="checkbox"/> Final Inspection	_____ date _____	_____ signature _____	
<input type="checkbox"/> Certificate Of Occupancy	_____ date _____		
<input type="checkbox"/> Performance Guarantee Released	_____ date _____	_____ signature _____	
<input type="checkbox"/> Defect Guarantee Submitted	_____ submitted date _____	_____ amount _____	_____ expiration date _____
<input type="checkbox"/> Defect Guarantee Released	_____ date _____	_____ signature _____	

March 3, 2005

Alex Jaegerman
Division Director
Portland City Hall
389 Congress Street
Portland, Maine 04101

RE: Proposed Office Building – Corner of Fore St. & Custom St.

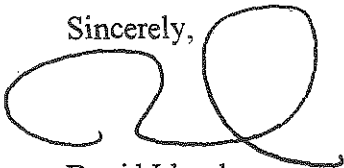
Dear Alex,

We are submitting our schematic drawings for review. The building has been designed with the following concepts in mind.

1. The height does not exceed the 65 feet limitation in this zone.
2. We have purposely set back a portion of the building along Fore Street both for aesthetic and practical reasons. We appreciate the desire to avoid setbacks, which end up being voids in the street scape. We thus proposed a raised landing, which would continue on the line of the sidewalk, breaking down the mass into smaller elements, and providing access through exterior stairs to the second floor. While we believe this meets the intent of the current zoning regarding 5 ft. setback, we would seek a text change if this was not seen in the same light by Marge Schmuckal.
3. The architectural cladding of the building is a continuation of the copper, glass and cement board of the first Blake Block addition. We have carried over the curved roof of the attached Blake Building, which is then reflected in the curve of the corner.
4. The raised landing on Fore Street may accommodate up to three entry doors. (Only one is shown at this time as we anticipate the current 2nd floor tenant taking the complete floor.)
5. All trash and loading is proposed off Custom St. An overhead door is provided with dumpsters inside.
6. Owner will provide documentation for all parking off site.

Thank you for your consideration of this project and please call with any questions

Sincerely,



David Lloyd
Architect



AA 2.3

City of Portland Site Plan Application

If you or the property owner owes real estate or personal property taxes or user charges on any property within the City, payment arrangements must be made before permits of any kind are accepted.

Address of Proposed Development: 296-304 Fore St.		Zone: B-3
Total Square Footage of Proposed Structure: 64,286 sq. ft.		Square Footage of Lot: 23,528.43 Acres
Tax Assessor's Chart, Block & Lot: Chart# 029 Block# K Lot# 1	Property owner's mailing address: Olympia Equity Investors, IV -B 280 Fore St. Portland, ME 04101	Telephone #: (207) 874-9990
Consultant/Agent, mailing address, phone # & contact person: David Lloyd Archetype, P.A. 48 Union Wharf Portland, ME 04101 (207) 772-6022	Applicant's name, mailing address, telephone #/Fax#/Pager#: David Lloyd Archetype, P.A. 48 Union Wharf Portland, ME 04101 Tel: (207) 772-6022 Fax: (207) 772-4056	Project name: Office Building, Corner of Fore St. and Custom St.
<p>Proposed Development (check all that apply)</p> <p><input checked="" type="checkbox"/> New Building <input type="checkbox"/> Building Addition <input type="checkbox"/> Change of Use <input type="checkbox"/> Residential <input type="checkbox"/> Office <input type="checkbox"/> Retail <input type="checkbox"/> Manufacturing</p> <p><input type="checkbox"/> Warehouse/Distribution <input type="checkbox"/> Parking lot</p> <p><input type="checkbox"/> Subdivision (\$500.00) + amount of lots _____ (\$25.00 per lot) \$ _____</p> <p><input type="checkbox"/> Site Location of Development (\$3,000.00) (except for residential projects which shall be \$200.00 per lot _____)</p> <p><input type="checkbox"/> Traffic Movement (\$1,000.00) <input type="checkbox"/> Stormwater Quality (\$250.00)</p> <p><input type="checkbox"/> Section 14-403 Review (\$400.00 + \$25.00 per lot)</p> <p><input type="checkbox"/> Other _____</p> <p>Major Development (more than 10,000 sq. ft.)</p> <p><input type="checkbox"/> Under 50,000 sq. ft. (\$500.00)</p> <p><input checked="" type="checkbox"/> 50,000 - 100,000 sq. ft. (\$1,000.00)</p> <p><input type="checkbox"/> Parking Lots over 100 spaces (\$1,000.00)</p> <p><input type="checkbox"/> 100,000 - 200,000 sq. ft. (\$2,000.00)</p> <p><input type="checkbox"/> 200,000 - 300,000 sq. ft. (\$3,000.00)</p> <p><input type="checkbox"/> Over 300,000 sq. ft. (\$5,000.00)</p> <p><input type="checkbox"/> After-the-fact Review (\$1,000.00 + applicable application fee)</p> <p>Minor Site Plan Review</p> <p><input type="checkbox"/> Less than 10,000 sq. ft. (\$400.00)</p> <p><input type="checkbox"/> After-the-fact Review (\$1,000.00 + applicable application fee)</p> <p>Plan Amendments</p> <p><input type="checkbox"/> Planning Staff Review (\$250.00)</p> <p><input type="checkbox"/> Planning Board Review (\$500.00)</p>		
- Please see next page -		

Who billing will be sent to: (Company, Contact Person, Address, Phone #) Tim Levine
Olympia Equity Investors, IV -B
280 Fore St.
Portland, ME 04101 (207) 874-9990

- Submittals shall include (9) separate folded packets of the following:
- a. copy of application
 - b. cover letter stating the nature of the project
 - c. site plan containing the information found in the attached sample plans check list

Amendment to Plans: Amendment applications should include 6 separate packets of the above (a, b, & c)
ALL PLANS MUST BE FOLDED NEATLY AND IN PACKET FORM

Section 14-522 of the Zoning Ordinance outlines the process; copies are available at the counter at .50 per page (8.5 x11) you may also visit the web site: ci.portland.me.us chapter 14

I hereby certify that I am the Owner of record of the named property, or that the owner of record authorizes the proposed work and that I have been authorized by the owner to make this application as his/her authorized agent. I agree to conform to all applicable laws of this jurisdiction. In addition, if a permit for work described in this application is issued, I certify that the Code Official's authorized representative shall have the authority to enter all areas covered by this permit at any reasonable hour to enforce the provisions of the codes applicable to this permit.

Signature of applicant:  Date: 3/3/05

This application is for site review ONLY, a building Permit application and associated fees will be required prior to construction.

Development in Portland

The City of Portland has instituted the following fees to recover the costs of reviewing development proposals under the Site Plan and Subdivision ordinances: application fee; engineering fee; and inspection fee. Performance and defect guarantees are also required by ordinance to cover all site work proposed.

The Application Fee covers general planning and administrative processing costs, and is paid at the time of application.

The Planning Division is required to send notices to neighbors upon receipt of an application and prior to public meetings. The applicant will be billed for mailing and advertisement costs. Applicants for development will be charged an Engineering Review Fee. This fee is charged by the Planning Division for review of on-site improvements of a civil engineering nature, such as storm water management as well as the engineering analysis of related improvements within the public right-of-way, such as public streets and utility connections, as assessed by the Department of Public Works. The Engineering Review fee must be paid before a building permit can be issued. Monthly invoices are sent out by the Planning Division on a monthly basis to cover engineering costs.

A Performance Guarantee will be required following approval of development plans. This guarantee covers all required improvements within the public right-of-way, plus certain site improvements such as landscaping, paving, and drainage improvements. The Planning Division will provide a cost estimate form for figuring the amount of the performance guarantee, as well as sample form letters to be filled out by a financial institution.

An Inspection Fee must also be submitted to cover inspections to ensure that sites are developed in accordance with the approved plan. The inspection fee is 2.0% of the performance guarantee amount, or as assessed by the planning or public works engineer. The minimum inspection fee is \$300 for development, unless no site improvements are proposed. Public Works inspects work within the City right-of-way and Planning inspects work within the site including pipe-laying and connections. (The contractor must work with inspectors to coordinate timely inspections, and should provide adequate notice before inspections, especially in the case of final inspection.)

Upon completion of a development project, the performance guarantee is released, and a Defect Guarantee in the amount of 10% of the performance guarantee must be provided. The Defect Guarantee will be released after a year.

Other reimbursements to the City include actual or apportioned costs for advertising and mailed notices. All fees shall be paid prior to the issuance of any building permit.

For more information on the fees or review process, please call the Planning Division at 874-8719 or 874-8721.

From: John Peverada
To: Carrie Marsh; Eric Labelle; Marge Schmuckal; Terrico@wilbursmith.com; William Needelman
Date: 02/17/2006 5:35:21 PM
Subject: Re: 300 Fore Street review, reminder

Bill, just a minor comment on the Bangor Savings Building, it is my understanding that the developer leased 163 spaces and provided an additional 32 spaces on site for a total of 195 spaces.

Concerning this building it is my opinion that the highest demand for the parking for the two newly proposed restaurants will be after 5:00PM, and most likely their lunch time clientele will be walking since it is assumed that they will be employees in the area or existing customers of neighboring businesses, therefore I do not see a reason for them to be required to provide parking for this use with the exception for their employee parking needs.

The existing City zoning ordinance would require 214 parking spaces for this project, however based on my reasons outlined above, and the fact that I believe the office component of this project should factor in at least three spaces per thousand, I recommend that the developer supply 175 parking spaces for this project. I think that we will be setting a bad precedent if we base the parking requirement on a proposed user of a space that currently has a unique employee mix that could change at any time in the future.

>>> William Needelman 2/17/2006 4:33:33 PM >>>
To all:

Thank you in advance for providing your review memos on 300 Fore Street while I am out.

Some of you may not have anything to say (Marge, if nothing has changed for you, I have already included your old memo. John P, at your discretion. Eric, please coordinate with T.Errico).

Others, Tom E, Carrie, and Dan, definitely need to weigh in.

Please email comment/memos to both Jennifer Dorr and Sarah Hopkins.

I have included the draft of my memo for your use (or disposal).

Again, Thanks.

Bill

CC: Alex Jaegerman ; Jennifer Dorr; Sarah Hopkins

From: William Needelman
To: Carrie Marsh; dgoyette@woodardcurran.com; Eric Labelle; John Peverada ; Marge Schmuckal; Terrico@wilbursmith.com
Date: 2/17/2006 4:33:52 PM
Subject: 300 Fore Street review, reminder

To all:

Thank you in advance for providing your review memos on 300 Fore Street while I am out.

Some of you may not have anything to say (Marge, if nothing has changed for you, I have already included your old memo. John P, at your discretion. Eric, please coordinate with T.Errico).

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Please email comment/memos to both Jennifer Dorr and Sarah Hopkins.

I have included the draft of my memo for your use (or disposal).

Again, Thanks.

Bill

CC: Alex Jaegerman ; Jennifer Dorr; Sarah Hopkins

Memorandum
Department of Planning and Development
Planning Division



To: Chair Beal and Members of the Portland Planning Board

From: Bill Needelman, Senior Planner

Date: February 16, 2006

Re: **February 28, 2006 Planning Board Workshop**
Fore Street and Custom House Street Office Building
Olympia Equity Investors IV-B, Applicant

Introduction

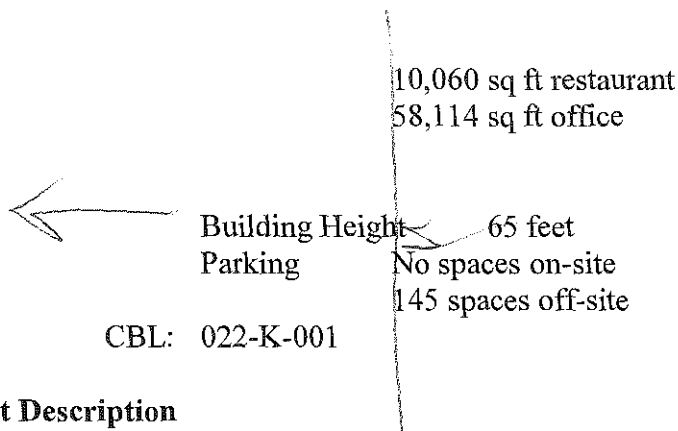
Olympia Equity Investors are requesting a third workshop review for a 68,000 sq ft office and retail building to be located at the corner of Fore Street and Custom House Street. The new building is proposed to be visually contiguous with the recent addition to the "Blake Building" located at the corner of Commercial Street and Custom House Street. This proposal received its last workshop review in December and the applicant hopes to schedule a Public Hearing following this workshop.

The plan is being reviewed for compliance with the Site Plan section of the land use code and a MDOT traffic movement permit under delegated authority. The project is also asking for a waiver of the 5-foot maximum street line setback requirement of the B-3 zone.

The project has already received a conditional approval from the Board of Historic Preservation for compliance with the Historic Preservation Ordinance. A final review of building design details and changes is scheduled for March with the Historic Preservation Board.

Project Summary

Zoning : B-3
Districts: Historic Preservation District
Pedestrian Activities District (encouragement zone on Fore Street)
Project Size: Parcel area 23,887 sq ft
Building area 68,836 sq ft



Project Description

Existing Conditions:

In April of 2000, Olympia Equity Investors was approved to construct an addition to the historic Thomas Mayhew Block (a.k.a., Blake Building) at 83 Commercial Street. The addition was the +/-25,000 square foot, 5-story office and retail structure at the corner of Custom House Street and Commercial Street. Using copper, glass, precast concrete, and concrete panel, the addition provided a contemporary counterpoint to the existing Greek revival brick and granite Blake warehouse.

The current site is the westerly abutter of the Fore Street restaurant parcel at the southeast corner of Fore Street and Custom House Street. The site is located across Fore Street from the Custom House Garage to the north, and across Custom House Street from the historic Italianate styled Custom House building to the west. The Custom House is an individually designated historic landmark and the subject site is part of the Portland Waterfront Historic District.

The rear of the Blake Building is currently comprised of a connected series of brick and block warehouse ells that were not part of the year 2000 renovation. These utilitarian structures extend to the Fore Street right of way and are currently vacant.

The previous addition also provided a truck-loading zone from Custom House Street providing access to the rear service core of the building addition and access to the warehouse ells.

Proposed New Structure:

The proposed 68,836 square foot structure is designed to replace the rear warehouse ells with a five to six story office building. The building site is a portion of the Blake Building parent property to be occupied under a 99-year land lease. While the new building is closely integrated with the existing structure, the entire complex is to be held under condominium ownership with the development designed to be a separate building from a zoning perspective.

While the new and existing buildings will share some facilities in the area of the Custom House Street lobby, the main entrance to the new structure will be established from Fore Street. The main entrance to the existing building, along with secondary circulation, loading and trash removal for the entire complex will locate along Custom House Street.

The truck entrance and loading area are to be closed and replaced with an on-street vehicle loading area on Custom House Street.

Custom House Street rises approximately nine feet from Commercial Street to Fore Street and the new structure is proposed to rise with it. The proposal shows a five-story façade along Fore Street, though the building would be six stories tall if measured from Commercial Street. Please see the zoning discussion below to understand how this relates to building height requirements.

The footprint of the building almost completely fills the available land with two exceptions. The building sets back from the easterly abutter (Fore Street Restaurant) by 3 feet. The Board should note that the existing restaurant building sets back an additional +/-15 feet to the east (in the area of pedestrian stairs running from Fore Street to the Standard Bakery parking area) providing a total of 18 feet of separation between the restaurant building and the proposed building.

Along the Fore Street right of way line, the proposed building sets askew from the property line to allow a view corridor along Fore Street looking west to the landmark Custom House building. The maximum setback between the building and the front property line occurs at the Fore and Custom House Street corner and is approximately 8 feet. Front setbacks of more than 5 feet require a waiver from the Board. Please see the Zoning section below and the B-3 zone site plan standards section for a discussion of street setbacks in the B-3. This alignment was previously encouraged and approved by the Historic Preservation Board to ensure the new development's compatibility with the Custom House building.

The Fore Street frontage is shown as a "pedestrian encouragement" area on the Pedestrian Activities District map. The design proposes approximately 10,000 feet of retail use at the Fore Street level, currently assumed to be restaurant space. The design and utilization of the Fore Street level for retail uses is a highly desirable outcome for this building.

Zoning Issues:

Building Footprint

The building is shown directly adjacent to the Custom House Street right of way and at an angle to the Fore Street right of way. The Fore Street setback angle allows the building to align with the face of the nearby Custom House building, providing better visibility of the historic granite landmark structure. This alignment was approved by the Board of Historic Preservation as a means to achieve compatibility with the landmark Custom House building while preserving a sense of a continuous urban street wall. As shown, the building starts at the easterly corner within one foot of Fore Street, setting back from Fore Street as the building moves west toward Custom House Street. At its widest, the setback is less than 10 feet. The footprint setback at Fore Street requires a waiver of the B3 zone 5-foot maximum street line set back. Such a waiver is provided in the B-3 zone site plan standards are provided below (Staff comments are provided in

italics.) The wider sidewalk and street wall considerations described above would appear to satisfy the conditions below.

14-526, 16 (b) 2. *Standards for increasing setback beyond street build-to line:* A proposed development may exceed maximum setbacks as required in section 14-220(c) only where the applicant demonstrates to the planning board that the introduction of increased building setbacks at the street level:

- (a) Provides substantial and viable publicly accessible open space or other amenity at the street level that supports and reinforces pedestrian activity and interest. Such amenities may include without limitation plazas, outdoor eating spaces and cafes, or wider sidewalk circulation areas in locations of substantial pedestrian congestion;

The proposal provides wider pedestrian circulation areas in the vicinity of the primary entrance to the new building.

- (b) Does not substantially detract from the prevailing street wall character by introducing such additional setback at critical building locations such as prominent form-defining corners, or create a sense of discontinuity in particularly consistent or continuous settings;

The proposed setback is designed to enhance street wall development in consideration of the location of the landmark Custom House building.

- (c) Does not detract from existing publicly accessible open space by creating an excessive amount of open space in one (1) area or by diminishing the viability or liveliness of that existing open space;

The closest public open space is Boothby Square located one block to the west. The proposal will not detract from the viability or liveliness of that space.

- (d) The area of setback is of high quality and character of design and of acceptable orientation to solar access and wind impacts as to be attractive to pedestrian activity.

The space is a simple extension of the adjacent brick sidewalk and will be attractive to pedestrian activity.

Building Height



The zoning administrator has determined that the new construction is to be considered a new building and using the average grade of the site as a basis the building conforms to the 65-foot building height maximum for the subject site.

Site Plan Review

(1) (2) Circulation and Parking

Pedestrian Circulation

As stated above, there are two pedestrian entrances proposed to the new structure: a primary entrance from Fore Street, and a shared entrance at the Custom House Street lobby of the existing building. This lobby accesses a service core that currently serves both the historic structure and the addition to the Blake Building. An existing ATM will be relocated into the Custom House Street lobby and an additional service door will also be provided.

Sidewalks currently exist along both street frontages, but in very different conditions. The year 2000 building addition included a major street circulation change making Custom House Street one way and allowing the construction of an improved and widened brick sidewalk for its entire length. Fore Street, on the other hand, has a narrow bituminous sidewalk that is interrupted by utility poles, parking meters and street signs that make the sidewalk uncomfortable in summer and impassible in winter.

The applicants have coordinate with City staff and their traffic engineer to determine that some of the Fore Street right of way can be redistributed from vehicle lanes to sidewalk. The current plans show an expanded brick sidewalk with a corresponding realignment of the Fore Street travel lanes. Please see the traffic discussion below.

Parking for the new structure to be provided in the proposed "Longfellow Garage" to be located between Middle and Fore Streets East of India Street. As the Board knows, the Longfellow project is currently being reviewed for its own site plan permits. Following a walking route from the subject property along Fore Street to the south westerly pedestrian entrance of the proposed garage, the subject project is located approximately 750 feet from the parking. Currently, Fore Street has sidewalks along its entire length, though the southerly sidewalk across from the proposed Westin Hotel site is in poor condition.

Vehicle Circulation

Currently, there is a truck loading bay at the rear of the Blake Building that is proposed to be eliminated requiring that all deliveries, trash pick up, and service for the combined complex of buildings would occur across the sidewalks from adjacent streets. The plans show an overhead utility door located northerly from the main entrance on Custom House for deliveries and trash removal. The previously provided curb cut is to be closed and the applicant requests a commercial loading designation for the street parking in this location. Given the closure of the curb cut, the Board may want to explore whether the design of the service doors could be brought into a more pedestrian scale recognizing the

fact that trucks will not be backing into the building. Design issues are more thoroughly discussed below and in a memo from the Urban Designer as attached.

The expanded sidewalk described above will require revised lane and parking striping of Fore Street. Public Works is currently reviewing the revised street layout plan.

Traffic Permit

As noted above, the primary vehicular destination for traffic generated by the project is proposed for the Longfellow garage. Attachment 18, a Traffic Impact Study produced by Gorrill Palmer Engineers, provides an explanation of anticipated impacts and street system function in the area. Consulting traffic engineer, Tom Errico will provide a review of the impact study and his recommendations to the Board as related to meeting the standards of the Traffic Movement Permit. Mr. Errico's comments are included in attachment 19.

In summary, the project is presumed to generate 112 am peak hour trips and 162 pm peak hour trips. The Gorrill Palmer report suggests that the only roadway improvement needed is a left turn lane added to Franklin Arterial onto Middle Street (heading toward the Longfellow project.) This improvement is part of the approved Traffic Permit requirements for the Westin project.

Parking

No vehicle parking is proposed on site. As noted above, the applicants propose to utilize the future Longfellow garage. The applicants have provided an unsigned draft of their option letter to lease these spaces. In conversations with the Longfellow team, staff has confirmed that both parties have signed the option letter and a copy will be provided for Board review.

Gorrill Palmer Engineers have provided a parking demand analysis for the Board's review (attachment 7.) In summary, the report assumes a parking demand of 145 spaces. This number is lower than would normally be expected for a project of this size. For comparison, the recent office project at 280 Fore Street (by the same developer) provided 168 spaces for a 59,000 square foot project. The Gorrill Palmer report uses the presumed low parking demand of the primary tenant as a justification for the lower number. Additionally, the parking demand is assumed to be further reduced by the offsetting times of use between the restaurant and the office uses.

As a project of over 50,000 square feet, the Planning Board is responsible for determining the required parking for the project. Mr. Errico will provide an opinion of the parking assumptions. If the Board agrees with the assumptions regarding the low amount of parking needed for the primary tenant, a conditional approval could be structured that any change of ownership or tenancy that requires additional parking would need to return to the Planning Board for review. The Board will need to further condition approval and/or occupancy of the building upon a certificate of occupancy of the proposed Longfellow garage.

(3)(4) Bulk height of proposed buildings

As stated above, the proposed building is designed along a party wall with the abutting Blake building, which is under ownership of a related LLC under control of the applicant. Also as noted above, the abutting Fore Street restaurant building is located 18 feet from the proposed building. While no adverse impacts are anticipated, staff has asked that the applicant provide a statement and explanatory narrative in support of this assumption.

(5) Sewers, stormwater, and utilities.

Sanitary flow is proposed from a new line to be connected into the existing 15-inch combined sewer in Fore Street. A sewer capacity letter has been provided from DPW.

Stormwater currently flows into an existing catch basin located near the center of the site. This structure was utilized as part of the previous addition to the Blake building for the transfer of stormwater from this part of the parcel into the City system (presumed to be Commercial Street, but this needs confirmation.) The applicants propose to connect all roof drains from the new structure into this existing line. The City's reviewing engineer, Dan Goyette, has asked for additional information regarding stormwater. Mr. Goyette will provide a review memo (attachment 21.)

The project is otherwise proposing underground utilities. Previously there was a question if overhead utilities were needed, but the current proposal removes the existing overhead lines with underground conduit as well as a series of three sidewalk vaults for transformers.

(6)(7) Landscaping

With virtually no site other than buildings and some sidewalk, the applicant is not proposing any landscaping.

(8) Stormwater

Please see above.

(9) Exterior lighting

Pedestrian scaled streetlights in the "Old Port" style are proposed along Fore Street. No other lighting is proposed.

(10) Fire Safety

Review pending.

(11) Off-premises infrastructure

Pending review of the traffic considerations listed above, the project is consistent with related infrastructure in the area.

(12) NA

(13) NA

(14) NA

(15) NA

(16) Development located within the B-3 zone

Urban Designer, Carrie Marsh had provide a memo on the project's adherence to the B-3 Design Standards. Please see attachment 20. Board members should note that as the project is simultaneously reviewed by under the Historic Preservation Standards, planning staff will coordinate review with Historic Preservation to ensure that the applicant does not receive conflicting design direction.

(17) Complete Application

The applicant will need to submitted all information required by this article prior to public hearing. This includes signed copies of the parking option and an easement for public use of the sidewalk on the private property.

(18) Projects within one hundred (100) feet of a Historic Landmark

As noted, the project is currently under review for approval as development within the Portland Waterfront Historic District by the Historic Preservation Board.

(19) View corridors

No designated view corridors are impacted. The Custom House is a designated landmark and view focal point and the project is designed to allow continued views of the Custom House.

(20)(21) Natural Resources Impacts

No natural resource impacts are anticipated. The site is located at the presumed location of the historic shoreline (the southerly edge of Fore Street), but previous development of the site has presumably disturbed whatever archeological remains may have previously existed.

(22, 23) Signs

Neighborhood Meeting Certification

I, Christopher Osterrieder, P.E., hereby certify that a neighborhood meeting was held on Monday, March 20, 2006 at the second floor conference room of the Hilton Garden Inn, Commercial Street, Portland, Maine. The meeting began at approximately 7:20 p.m.

I also certify that on March 9, 2006 invitations were mailed to all addresses on the mailing list provided by the Planning Division, including property owners within 500 feet of the proposed development and the residents on the "interested parties" list.

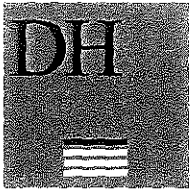
Signed,

Christopher J. Osterrieder

3/23/06 (date)

Attached to this certification are:

1. Copy of the invitation sent
2. Sign-in sheet
3. Meeting minutes



DeLUCA-HOFFMAN ASSOCIATES, INC.
CONSULTING ENGINEERS

778 MAIN STREET
SUITE 8
SOUTH PORTLAND, MAINE 04106
TEL. 207 775 1121
FAX 207 879 0896

- SITE PLANNING AND DESIGN
- ROADWAY DESIGN
- ENVIRONMENTAL ENGINEERING
- PERMITTING
- AIRPORT ENGINEERING
- CONSTRUCTION ADMINISTRATION
- TRAFFIC STUDIES AND MANAGEMENT

March 9, 2006

Dear Neighbor:

Please join us for a neighborhood meeting to discuss plans for a multi-story office complex totaling approximately 68,836 square feet located at the corner of Fore Street and Custom House Street in Portland, Maine.

Meeting Location: Hilton Garden Inn, 65 Commercial Street, Portland
In the Board Room

Meeting Date: Monday, March 20, 2006

Meeting Time: 7:00 p.m.

The City of Portland Code requires that property owners within 500 feet of the proposed development and residents on an "interested parties list" be invited to participate in a neighborhood meeting prior to the Planning Board public hearing on the proposal. A sign-in sheet will be circulated and minutes of the neighborhood meeting will be taken. Both the sign-in sheet and minutes will be submitted to the Planning Board.

If you have any questions, please call me at 775-1121, ext. 107.

Sincerely,

DeLUCA-HOFFMAN ASSOCIATES, INC.

Christopher J. Osterrieder, P.E.
Senior Engineer

CJO/sq/JN2581/NeighborhoodMeeting



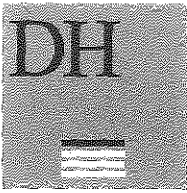
DeLUCA-HOFFMAN ASSOCIATES, INC.
 CONSULTING ENGINEERS
 778 MAIN STREET
 SUITE 8
 SOUTH PORTLAND, MAINE 04106
 TEL. 207 775 1121
 FAX 207 879 0896

- SITE PLANNING AND DESIGN
- ROADWAY DESIGN
- ENVIRONMENTAL ENGINEERING
- PERMITTING
- AIRPORT ENGINEERING
- CONSTRUCTION ADMINISTRATION
- TRAFFIC STUDIES AND MANAGEMENT

PROPOSED CUSTOM HOUSE SQUARE OFFICE BUILDING NEIGHBORHOOD MEETING – SIGN-IN SHEET

Date: March 20, 2006
 Location: Hilton Garden Inn – Board Room 2ND Floor
 Time: 7:00 PM

Name	Address	Phone	Firm/Group
Chris Osterrieder	778 Main Street Suite 8 South Portland, Maine 04106	207-775-1121	DeLuca-Hoffman Associates, Inc.
JIM BRADY	280 FORE ST.	879-1190	OEI IVB
TIM LEVINE	280 FORE ST.	879-9990	OEI IVB
MARKOS Miller	17 Atlantic 04101	807 2681	MHW0



MINUTES
CUSTOM HOUSE SQUARE
NEIGHBORHOOD MEETING
MARCH 20, 2006

Attendees: Jim Brady, OEI IV-B
Tim Levine, OEI IV-B
Markos Miller, Munjoy Hill Neighborhood Organization
Chris Osterrieder, P.E., DeLuca-Hoffman Associates, Inc.

The meeting began at approximately 7:20 p.m. on Monday, March 20, 2006 at the second floor conference room of the Hilton Garden Inn on Commercial Street, Portland.

Christopher Osterrieder presented the site plan and building elevations.

Markos Miller indicated he was familiar with plan and its location; however he was interested in where the retail spaces would be located. Jim Brady described two possible locations within the first floor of the building and the approximate space designations available for each.

Markos Miller questioned whether they would both be accessed from the lobby. Jim Brady indicated there is some possibility for future entrance onto the Fore Street sidewalk. This plan has been modified from its original version per the request of the Historic Preservation Board such that the floor plate has been lowered to closer match the Fore Street elevation and provide retail opportunities.

Tim Levine described the limit of sidewalk improvements along Fore Street, which will extend from the 280 Fore Street building up Fore Street to Custom House Street. Markos Miller inquired whether the sidewalk would be located on the OEI property. Chris Osterrieder indicated that a portion of the sidewalk will be situated on the OEI IV property and a pedestrian easement will be conveyed for this purpose.

Jim Brady described how he and a former city traffic engineer evaluated the existing width of Fore Street and possible lane assignments to provide for continued on-street parking and maintenance of existing travel patterns. This scenario prompts the placement of the building to be slightly further away from the 5-foot build-to line required within this zone.

Markos Miller asked how the sidewalk improvements will be paid for. Jim Brady responded that OEI IV-B will be responsible for this work as part of the project.

Markos Miller asked about façade trim. Jim Brady described the elevations of the building and that it will be similar to the W. L. Blake building addition performed in 2000. He noted the varying degrees of fenestration allowed by the building code and how the plan had been prepared in response to these requirements.

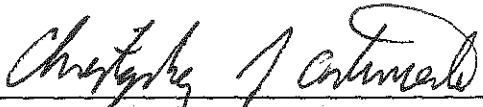
Markos Miller said his biggest concern was the ability to have street-level retail. He indicated that he liked the fact that this may be part of a possible future plan. Jim Brady indicated this was done in response to concerns from the Historic Preservation Board. Markos Miller wants to create activity on the street.

Jim Brady discussed how power will be buried.

Jim Brady indicated that the OEI IV-B has commitments to occupy five sixths of the building.

Markos Miller – felt the project looked good and seems to have addressed any questions he had.

CJO handed out a City of Portland Neighborhood Meeting Letter that described the process.



Prepared by: Christopher J. Osterrieder, P.E.

Distribution: Bill Needelman, City of Portland
Tim Levine, OEI IV-B
Jim Brady, OEI IV-B

FAX COVER SHEET

TO: Bill Weeden

COMPANY: City of Portland

FROM: David Hays

DATE: 1-18-05 FAX NUMBER: 754 8258

PROJECT: _____

NUMBER OF PAGES (Including Cover Page): 2

MESSAGE: Please call

IF YOU HAVE ANY PROBLEMS RECEIVING THIS FAX,
PLEASE CALL THE PERSON SENDING IT AS SOON AS POSSIBLE.
THANK YOU.

NATHAN H. SMITH (MAYOR)(3)
WILLIAM R. GORHAM (1)
KAREN A. GERAGHTY (2)
CHERYL A. LEEMAN (4)
JAMES I. COHEN (5)

CITY OF PORTLAND
IN THE CITY COUNCIL

PETER E. O'DONNELL (A/L)
JAMES F. CLOUTIER(A/L)
JILL C. DUSON (A/L)
NICHOLAS M. MAVODONES (A/L)

AMENDMENT TO ZONING MAP
RE: REZONING FROM WPD, WSU, B-5 and B-2b to B-6
(Waterfront Port Development, Waterfront Special Use,
Business – 5 and B-2b to Business – 6)
And
FROM WSUZ to ROS
And
ADOPTION OF ZONING TEXT CHANGE
VICINITY: EASTERN WATERFRONT

**BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF PORTLAND,
MAINE IN CITY COUNCIL ASSEMBLED AS FOLLOWS:**

That the Zoning Map of the City of Portland, dated December 2000, as amended and on file in the Department of Planning and Urban Development, and incorporated by reference into the Zoning Ordinance by §14-49, be and hereby is amended by adopting the following map change:

INSERT MAP

BE IT FURTHER ORDERED, that Chapter 14, Division 16 of the Land Use Code be enacted to read as follows:

Sec. 14-268 Purpose.

The purpose of the B-6, Eastern Waterfront Mixed Zone is to establish a zoning district for the upland portion of the Eastern Waterfront area. The B-6 zone encourages this district to acquire a distinctly urban form through development that emphasizes a quality pedestrian experience, promotes public transit, and demonstrates exemplary urban design. The zone promotes a range of uses to achieve twenty-four hour urban vitality and shared use of parking infrastructure as recommended in the Eastern Waterfront Master Plan for Redevelopment.

The zone language established herein provides the regulatory framework to promote the mixed-use development pattern envisioned for urban land on Portland's peninsula. Specific development criteria, including building height overlays and design standards, may be established for this district to supplement the provisions of this section. District-specific Design Standards and Overlay Maps can be found at the City Planning and Development Office.

Sec. 14-269 Permitted uses:

The following uses are permitted in the B-6 Zone:

(a) *Commercial:*

1. Professional, business and general offices;
2. Restaurants and other eating and drinking establishments;
3. Hotels and inns limited to no more than 150 rooms;
4. Craft and specialty shops, including the on-premises production of handcrafted goods;
5. Retail and retail service establishments, excluding those with gas pumps;
6. Theaters;
7. Banking services, excluding vehicular drive-up services;

Editor's Note: Drive-up banking facilities located in the interior of parking structures are allowed as a conditional use subject to the criteria outlined below in the Conditional Use provisions of this section.

8. Cabinet and carpentry shops;
9. Personal services;
10. Business services;
11. Offices of business trades people;
12. Miscellaneous repair services, excluding all types of automotive repair except for automobile repair and service establishments.
13. Telecommunication and broadcast and receiving facilities, except as prohibited in section 14-xxx (prohibited uses);

In addition, building mounted telecommunications antennas, discs, transmitting and receiving equipment and the like shall adhere to the following criteria. Such roof-mounted equipment shall be:

- a. No taller than 15 feet above the highest structural steel of the building roof; and ,
- b. Set back no less than 15 feet from the building perimeter; and,

- c. Integrated into the architecture of the building in placement, form, color, and material so as to screen or camouflage such equipment from public view
 - 14. Brew pubs and microbreweries without associated bottling facilities; and brewpubs and microbreweries with associated bottling facilities limited to 5,000 bottles per year output.
 - 15. Electronic data storage;
 - 16. Marine products wholesaling and retailing;
 - 17. Harbor and marine supplies and services, chandlery and ship supply;
 - 18. Bakeries, coffee roasters, and commercial kitchens with building footprints limited to fifteen thousand (15,000) square feet of contiguous building space.
 - 19. Printing establishments
- b) *Residential:*
- 1. Attached dwellings including row houses, two-family and multifamily dwellings;
 - 2. Handicapped family units;
 - 3. Combined living/working spaces, including but not limited to artist residences with studio space;
 - 4. Mixed use residential and commercial structures.
- (c) *Public:*
- 1. Utility substations, including sewage collection and pumping stations, water pumping stations, transformer stations, telephone electronic equipment enclosures and other similar structures;
 - 2. Landscaped pedestrian parks, plazas and other similar outdoor pedestrian spaces;
 - 3. Pedestrian and multi-use trails;
- (d) *Other:*

1. Studios for artists, photographers and craftspeople including but not limited to, painters, sculptors, dancers, graphic artists and musicians;
2. Accessory uses customarily incidental and subordinate to the location, function and operation of permitted uses, except that parking lots shall not be considered a permitted accessory use and such parking is subject to the conditional use section of the B-6 zone.
3. Health clubs, martial arts and meditation facilities.
4. Intermodal transportation facilities.

Sec. 14-270 Conditional uses.

The following uses shall be permitted as conditional uses in the B-6 Zone as provided in section 14-474 (conditional uses), provided that, notwithstanding section 14-474(a) or any other provision of this Code, the planning board shall be substituted for the board of appeals as the reviewing authority:

(a) *Commercial:*

1. Meeting and exhibition facilities limited to a total of 20,000 gross square feet of interior floor area.
2. Wholesaling, providing that the wholesale operation is associated with an onsite retail establishment and that the wholesaling component of the facility occupies a building footprint of less than 15,000 square feet.
3. Drive-up banking facilities located in the interior of parking structures, subject to the following criteria:
 - a. All drive-up features, such as automated teller machines and service windows, shall not extend nearer than twenty-five (25) feet to the street line;
 - b. The site must have adequate stacking capacity for vehicles waiting to use these service features without impeding vehicular or pedestrian circulation or creating hazards to vehicular or pedestrian circulation on adjoining streets;
 - c. Drive-up vehicle circulation shall not create an impediment for retail or mixed-use development for the first floor of the subject garages along any adjacent public streets.

(b). Parking

1. All surface parking lots shall meet the applicable conditions outlined below.

Editor's Note: These conditions promote parking development in a manner that creates an urban street form with streetscapes dominated by buildings, not surface parking. This code recognizes that many parcels will develop incrementally over time and a phased approach may be needed to fully achieve the goals of this provision.

- a. No surface parking lot shall be encumbered by lease or other use commitment exceeding a twenty-four month term.
 - b. Any such parking shall in its lease stipulate that developer/owner reserves the right to relocate said parking (to a parking structure) or convert surface parking to structured parking as long as the replacement parking is located a reasonable distance from the associated use.
 - c. Surface lots shall be laid out in a manner conducive to development of future buildings, and/or structured parking.
2. All structured parking, including multi-level parking garages shall meet the applicable conditions outlined below.
 - a. Parking garages shall incorporate first floor retail space or other mixed use (an active use other than parking) along all street frontages unless the applicant requests from the Planning Board a waiver of this provision subject to the following criteria:
 - b. Waivers: The Planning Board may waive the requirement for first floor mixed use upon demonstration that the project meets one or more of the criteria listed under provisions i, ii, and iii below.

Where the Board allows a waiver of first floor mixed use, garages shall display architecture that enhances the pedestrian experience and disguises the parking use to the extent possible.

Editors Note: Use of traditional storefront design concepts and traditional building materials is encouraged. Developers should look to the Eastern Waterfront Design Guidelines for additional direction in meeting these standards:

Standards for waiving first floor mixed use:

- i. That the applicant demonstrates that steepness of grade or the character of the adjacent street will not support retail or first-floor mixed use in the foreseeable future.
- ii. That the first floor of the garage is set back a minimum of *35 feet* from the street right of way and its design does not provide an impediment for development of such space for mixed use in the future. Such space (between the garage and the street) shall, in the interim, not be used for surface parking.
- iii. Where the applicant can demonstrate to the satisfaction of the Planning Board that a market for first floor mixed uses currently does not exist, the Planning Board may grant a waiver of this condition, provided that the structure of the garage is designed to accommodate retail and or mixed uses in the future.

The Planning Board will need to find that on the street level deck of a proposed parking garage a minimum of twenty (20) feet horizontal distance of depth from the street and nine (9) feet finished floor to finished ceiling clearance could in future house retail and or mixed use. The applicant will further need to demonstrate that the garage design anticipates the future development of utilities and circulation necessary for non-parking uses.

Where a parking garage fronts on more than one public street and where there is a existing change in grade elevation of over 5% across the footprint of the garage, the nine foot floor to ceiling requirement of this section only applies to the primary (higher traffic volume) street.

Sec. 14-271. Prohibited uses.

Uses, which are not enumerated as permitted or conditional uses in the B-6 zone are prohibited. Those uses that are prohibited shall include, without limitation:

- (a) Ground-mounted telecommunication towers, antennas, discs, transmitting and receiving equipment and the like;
- (b) Waste, scrap, and/or byproduct storage and processing facilities;

- (c) Major or minor auto service stations including all types of automotive repair;
- (d) Drive-up facilities, except banking drive-up services in the interior of parking structures, as allowed in the conditional use section 14-xxx.

Sec. 14-272 Dimensional Requirements.

In addition to the provisions of article III, division 25 of this Code, lots in the B-6 Eastern Waterfront Business Zone shall meet the following requirements:

- (a) *Minimum lot size:* None.
- (b) *Minimum frontage:* None.
- (c) *Yard dimensions:*
 - 1. Minimum yards in the B-6 zone:
 - Front setback: None required except as provided in 3. below:
 - Side setback: None required.
 - Rear setback: None required.
 - 2. Maximum building setback from street line except for parking garages, public transportation facilities and provided in 3. below: 10 feet.
 - a. For lots fronting on more than one street, the setback can be increased more than ten (10) feet if all of the following conditions are met:
 - i. The increased setback occurs at the intersection of the streets;
 - ii. The increased setback area is the primary pedestrian entrance to the building;
 - iii. Seventy-five (75) percent of the total building wall length facing the abutting streets shall be setback no greater than ten (10) feet; and
 - iv. All building wall segments, which make up the increased setback shall be included in the calculation of the total building wall length noted in subsection iii above.

In addition, for any new construction on a lot abutting three or more streets, the maximum setback shall apply only to the two most major streets. (For purposes of this section, major street shall mean that street with the highest traffic volume or the greatest street width in comparison with the remaining streets).

3. View Corridors and Key Street Wall Development

Notwithstanding sections 1. and 2. above, new structures located in the blocks located south of Fore Street and north of Commercial Street and its extension, shall build to the key building envelopes shown on the *Eastern Waterfront Building Height Overlay Map*. Parking structures and the buildings for public transportation facilities may, however, set back beyond the key building envelopes (toward the interior of blocks), but may not occupy the land between the key building envelope and the street right of way.

- (d) *Minimum length of building wall required to be located along street frontage of lot.*
 - i. 70% of lot street frontage; or
 - ii. 25% of building perimeter,
 - iii. For buildings fronting on two or more streets, the minimum building wall on one street may be decreased so long as the frontage is proportionally increased on other streets in so far that the building wall on the secondary street is not reduced to less than 25 feet.
- (e) *Maximum lot coverage:* One hundred (100) percent.
- (f) *Maximum building height:* 65 feet, or as otherwise governed by a Building Height Overlay map (for example, in the Eastern Waterfront). Building Height Overlay maps are found in the Planning and Development Department Office.
- (g) *Minimum building height:* No new construction of any building shall have less than three (3) floors of habitable space above the average adjacent grade within twenty five (25) feet of any public street.

This provision shall not apply to:

- i. Parking attendant booths,

- ii. Information kiosks and ticketing booths,
- iii. Parking garages,
- iv. Public transportation facilities,
- v. Additions to buildings existing as of (enactment date) provided that the cumulative additions since (enactment date) does not exceed 25% of the building footprint on (enactment date) except that such restriction shall not apply to those portions of the building addition that are constructed closer to the street line than the building footprint existing as of (enactment date),
- vi. Buildings or building additions of less than 2,000 square feet footprint, on lots or available building sites of less than 2,000 square feet,
- vii. Utility substations, including sewage collection and pumping stations, water pumping stations, transformer stations, telephone electronic equipment enclosures and other similar structures, and
- viii. Additions to and/or relocations of designated historic structures.

Sec. 14-273 Performance standards.

All new development in the B-6 Eastern Waterfront Business Zone shall comply with the following standards:

- (a) *Storage:* Any storage of new materials, finished products, or related equipment must be suitably screened from the public way and from abutting properties by a solid fence at least five (6) feet in height. All waste shall be stored in covered containers that do not leak or otherwise permit liquids or solids to escape from the container. All food processing waste shall be stored within a completely enclosed structure and if not refrigerated shall be removed from the site in an enclosed container within forty-eight (48) hours of its generation. All enclosed and exterior areas shall be cleaned and sanitized on a regular basis. Outdoor storage of refuse or debris shall be in an appropriate container or located within a designated, screened area.
- (b) *Noise:*
 - 1. *Definitions:*

- a. Tonal sounds are defined as sound waves usually perceived as a hum or whine because their instantaneous sound pressure varies essentially as a simple sinusoidal function of time.
 - b. Impulse sounds are defined as sound events characterized by brief excursions of sound pressure, each with duration of less than one (1) second.
2. *Measurement:* Sound levels shall be measured with a sound level meter with a frequency weighting network manufactured according to standards prescribed by the American National Standards Institute (ANSI) or its successor body. Measurements shall be made at all major lot lines of the site, at a height of at least four (4) feet above the ground surface. In measuring sound levels under this section, sounds with a continuous duration of less than sixty (60) seconds shall be measured by the maximum reading on a sound level meter set to the A weighted scale and the fast meter response (L maxfast). Sounds with a continuous duration of sixty (60) seconds or more shall be measured on the basis of the energy average sound level over a period of sixty (60) seconds (LEQ_t).
3. *Maximum permissible sound levels:* The maximum permissible sound level of any continuous, regular or frequent source of sound produced by an activity shall be as follows:
- a. Sixty (60) dBA between the hours of 7:00 a.m. and 10:00 p.m.
 - b. Fifty (50) dBA between the hours of 10:00 p.m. and 7:00 a.m., as measured at or within the boundaries of any residential zone.

In addition to the sound level standards established above, all uses located within this zone shall employ best practicable sound abatement techniques to prevent tonal sounds and impulse sounds or, if such tonal and impulse sounds cannot be prevented, to minimize the impact of such sounds in residential zones.

4. *Exemptions:*
- a. Noises created by construction and maintenance activities between 7:00 a.m. and 10:00 p.m. are exempt from the maximum permissible sound levels set forth in subsection (a)3 of this section. Construction activities on a site abutting any residential use between the hours of 10:00 p.m. of one (1) day and 7:00 a.m. of the following day shall not exceed fifty (50) dBA.

- b. The following uses and activities shall also be exempt from the requirements of subsection (a)3 of this section:
 - i. The noises of safety signals, warning devices, emergency pressure relief valves, and any other emergency devices.
 - ii. Traffic noise on public roads or noise created by airplanes and railroads.
 - iii. Noise created by refuse and solid waste collection, provided that the activity is conducted between 6:00 a.m. and 7:00 p.m.
 - iv. Emergency construction or repair work by public utilities, at any hour.
 - v. Noise created by any recreational activities which are permitted by law and for which a license or permit has been granted by the city, including but not limited to parades, sporting events, and fireworks displays.
- (c) *Vibration:* Vibration inherently and recurrently generated shall be imperceptible without instruments at lot boundaries.
- (d) *Federal and state environmental regulations:* All uses shall comply with federal and state environmental statutes and regulations regarding emissions into the air, except where provisions of this Code are more stringent.
- (e) *Storage of vehicles:* Outdoor storage of any unregistered automotive vehicle on the premises for more than ten (10) days, and outdoor storage of any used automotive tires on the premises shall not be permitted.
- (f) *Off-street parking and loading:* Off street parking and loading, for all projects regardless of size, shall be governed by 14-526a(2)b in the Site Plan Standards of this article and Division 20 and Division 21 of this article shall not apply.
- (g) *Shoreland and flood plain management regulations:* Any lot or portion of a lot located in a shoreland zone as identified on the city shoreland zoning map or in a flood hazard zone shall be subject to the requirements of division 26 and/or division 26.5.
- (h) *Glare, radiation or fumes:* Glare, radiation or fumes shall not be emitted to an obnoxious or dangerous degree beyond lot boundaries.

- (i) *Enclosure of uses:* All uses shall be operated within a fully enclosed structure, except for those customarily operated in open air.
- (j) *Materials or wastes:* Any permitted outdoor storage of materials shall be done in such a manner as to prevent the breeding and harboring of insects or vermin, to prevent the transfer of such materials from the site by natural causes or forces and to contain fumes, dust, or other materials which constitute a fire hazard. This storage shall be accomplished within enclosed containers or by one (1) or more of the following methods: raising materials above ground, separating materials, preventing stagnant water, or by some other means. Any areas used for permitted outdoor storage of materials shall be screened from view of any adjoining properties and public rights-of-way. No outdoor storage shall be permitted between the front of any building on the site and the street.
- (k) *Odor:* Uses in the B-6 zone shall adhere to the odor regulations of the IL zone.
- (l) *Smoke:* Discharges of smoke shall not exceed opacity percentage of forty (40) percent or number 2 on the Ringelman chart.
- (m) *Discharge into sewers:* No discharge shall be permitted at any point into any private sewage disposal system, or surface drain, or into the ground, of any materials in such a way or of such nature or temperature as to contaminate any water supply, or the harbor, or otherwise cause the emission of dangerous or objectionable elements, except in accordance with standards approved by the health authority or by the public works authority.
- (n) *Lighting:* All lighting shall be designed and installed with cut-off fixtures to direct illumination onto the site and to prevent illumination from such fixtures on neighboring properties and as otherwise governed by the Site Lighting Standards of the Technical Design Standards and Guidelines.

Memorandum
Department of Planning and Development
Planning Division



To: Chair Beal and Members of the Portland Planning Board
From: Bill Needelman, Senior Planner
Date: February 16, 2006
Re: February 28, 2006 Planning Board Workshop
Fore Street and Custom House Street Office Building
Olympia Equity Investors IV-B, Applicant

Presentations, PAJ
Applicant C. Osterlander
T. Gorrill
D.S. Conditional use approval
to be part of condo
documents
S.S.D. almost 50% reduction
in parking - needs to be
specific
L.V. CFE, when come
to light
M.P. How many full time employees
T.S. 150 employees (20 students)
facilities for bike racks & showers
15% anticipated to live
on per person
15% 'in field' - less than 100
applied to us
used 120.
70 10,000
45 extra anticipated
- Reduced by
20 for shared
vs

Introduction

Olympia Equity Investors are requesting a third workshop review for a 68,000 sq ft office and retail building to be located at the corner of Fore Street and Custom House Street. The new building is proposed to be visually contiguous with the recent addition to the "Blake Building" located at the corner of Commercial Street and Custom House Street. This proposal received its last workshop review in December and the applicant hopes to schedule a Public Hearing following this workshop.

The plan is being reviewed for compliance with the Site Plan section of the land use code and a MDOT traffic movement permit under delegated authority. The project is also asking for a waiver of the 5-foot maximum street line setback requirement of the B-3 zone.

The project has already received a conditional approval from the Board of Historic Preservation for compliance with the Historic Preservation Ordinance. A final review of building design details and changes is scheduled for March with the Historic Preservation Board.

↳ L.V. downward sq footage CFE in - cost? how stable is CFE in their need, how can
IG. Clarified parking
ERRICO - conduct Analysis on Applicant's assumptions
need X easements
cont on Beer

Project Summary

Zoning:	B-3
Districts:	Historic Preservation District Pedestrian Activities District (encouragement zone on Fore Street)
Project Size:	Parcel area 23,887 sq. ft. Building area 68,836 sq. ft. 10,060 sq. ft. restaurant 58,114 sq. ft. office
Building Height	65 feet
Parking	No spaces on-site 145 spaces off-site

CBL: 022-K-001

Project Description

Existing Conditions:

In April of 2000, Olympia Equity Investors was approved to construct an addition to the historic Thomas Mayhew Block (a.k.a., Blake Building) at 83 Commercial Street. The addition was the +/-25,000 square foot, 5-story office and retail structure at the corner of Custom House Street and Commercial Street. Using copper, glass, precast concrete, and concrete panel, the addition provided a contemporary counterpoint to the existing Greek revival brick and granite Blake warehouse.

The current site is the westerly abutter of the Fore Street restaurant parcel at the southeast corner of Fore Street and Custom House Street. The site is located across Fore Street from the Custom House Garage to the north, and across Custom House Street from the historic Italianate styled Custom House building to the west. The Custom House is an individually designated historic landmark and the subject site is part of the Portland Waterfront Historic District.

The rear of the Blake Building is currently comprised of a connected series of brick and block warehouse ells that were not part of the year 2000 renovation. These utilitarian structures extend to the Fore Street right of way and are currently vacant.

The previous addition also provided a truck-loading zone from Custom House Street providing access to the rear service core of the building addition and access to the warehouse ells.

Proposed New Structure:

The proposed 68,836 square foot structure is designed to replace the rear warehouse ells with a five to six story office building. The building site is a portion of the Blake Building parent property to be occupied under a 99-year land lease. While the new building is closely integrated with the existing structure, the entire complex is to be held under condominium ownership with the development designed to be a separate building from a zoning perspective.

While the new and existing buildings will share some facilities in the area of the Custom House Street lobby, the main entrance to the new structure will be established from Fore Street. The main entrance to the existing building, along with secondary circulation, loading and trash removal for the entire complex will locate along Custom House Street. The truck entrance and loading area are to be closed and replaced with an on-street vehicle loading area on Custom House Street.

Custom House Street rises approximately nine feet from Commercial Street to Fore Street and the new structure is proposed to rise with it. The proposal shows a five-story façade along Fore Street, though the building would be six stories tall if measured from Commercial Street. Please see the zoning discussion below to understand how this relates to building height requirements.

The footprint of the building almost completely fills the available land with two exceptions. The building sets back from the easterly abutter (Fore Street Restaurant) by 3 feet. The Board should note that the existing restaurant building sets back an additional +/-15 feet to the east (in the area of pedestrian stairs running from Fore Street to the Standard Bakery parking area) providing a total of 18 feet of separation between the restaurant building and the proposed building.

Along the Fore Street right of way line, the proposed building sets askew from the property line to allow a view corridor along Fore Street looking west to the landmark Custom House building. The maximum setback between the building and the front property line occurs at the Fore and Custom House Street corner and is approximately 8 feet. Front setbacks of more than 5 feet require a waiver from the Board. Please see the Zoning section below and the B-3 zone site plan standards section for a discussion of street setbacks in the B-3. This alignment was previously encouraged and approved by the Historic Preservation Board to ensure the new development's compatibility with the Custom House building.

The Fore Street frontage is shown as a "pedestrian encouragement" area on the Pedestrian Activities District map. The design proposes approximately 10,000 feet of retail use at the Fore Street level, currently assumed to be restaurant space. The design and utilization of the Fore Street level for retail uses is a highly desirable outcome for this building.

Zoning Issues:

Building Footprint

The building is shown directly adjacent to the Custom House Street right of way and at an angle to the Fore Street right of way. The Fore Street setback angle allows the building to align with the face of the nearby Custom House building, providing better visibility of the historic granite landmark structure. This alignment was approved by the Board of Historic Preservation as a means to achieve compatibility with the landmark Custom House building while preserving a sense of a continuous urban street wall. As shown, the building starts at the easterly corner within one foot of Fore Street, setting back from Fore Street as the building moves west toward Custom House Street. At its widest, the setback is less than 10 feet. The footprint setback at Fore Street requires a waiver of the B3 zone 5-foot maximum street line set back. Such a waiver is provided in the B-3 zone site plan standards are provided below (Staff comments are provided in *italics*.) The wider sidewalk and street wall considerations described above would appear to satisfy the conditions below.

14-526, 16 (b) 2. *Standards for increasing setback beyond street build-to line:* A proposed development may exceed maximum setbacks as required in section 14-220(c) only where the applicant demonstrates to the planning board that the introduction of increased building setbacks at the street level:

- (a) Provides substantial and viable publicly accessible open space or other amenity at the street level that supports and reinforces pedestrian activity and interest. Such amenities may include without limitation plazas, outdoor eating spaces and cafes, or wider sidewalk circulation areas in locations of substantial pedestrian congestion;

The proposal provides wider pedestrian circulation areas in the vicinity of the primary entrance to the new building.

- (b) Does not substantially detract from the prevailing street wall character by introducing such additional setback at critical building locations such as prominent form-defining corners, or create a sense of discontinuity in particularly consistent or continuous settings;

The proposed setback is designed to enhance street wall development in consideration of the location of the landmark Custom House building.

- (c) Does not detract from existing publicly accessible open space by creating an excessive amount of open space in one (1) area or by diminishing the viability or liveliness of that existing open space;

The closest public open space is Boothby Square located one block to the west. The proposal will not detract from the viability or liveliness of that space.

- (d) The area of setback is of high quality and character of design and of acceptable orientation to solar access and wind impacts as to be attractive to pedestrian activity.

The space is a simple extension of the adjacent brick sidewalk and will be attractive to pedestrian activity.

Building Height

The zoning administrator has determined that the new construction is to be considered a new building and using the average grade of the site as a basis the building conforms to the 65-foot building height maximum for the subject site.

Site Plan Review

(1/2) Circulation and Parking

Pedestrian Circulation

As stated above, there are two pedestrian entrances proposed to the new structure: a primary entrance from Fore Street, and a shared entrance at the Custom House Street lobby of the existing building. This lobby accesses a service core that currently serves both the historic structure and the addition to the Blake Building. An existing ATM will be relocated into the Custom House Street lobby and an additional service door will also be provided.

Sidewalks currently exist along both street frontages, but in very different conditions. The year 2000 building addition included a major street circulation change making Custom House Street one way and allowing the construction of an improved and widened brick sidewalk for its entire length. Fore Street, on the other hand, has a narrow bituminous sidewalk that is interrupted by utility poles, parking meters and street signs that make the sidewalk uncomfortable in summer and impassible in winter.

The applicants have coordinate with City staff and their traffic engineer to determine that some of the Fore Street right of way can be redistributed from vehicle lanes to sidewalk. The current plans show an expanded brick sidewalk with a corresponding realignment of the Fore Street travel lanes. Please see the traffic discussion below.

Parking for the new structure to be provided in the proposed "Longfellow Garage" to be located between Middle and Fore Streets East of India Street. As the Board knows, the Longfellow project is currently being reviewed for its own site plan permits. Following a walking route from the subject property along Fore Street to the south westerly pedestrian entrance of the proposed garage, the subject project is located approximately 750 feet from the parking. Currently, Fore Street has sidewalks along its entire length, though the southerly sidewalk across from the proposed Westin Hotel site is in poor condition.

Vehicle Circulation

Currently, there is a truck loading bay at the rear of the Blake Building that is proposed to be eliminated requiring that all deliveries, trash pick up, and service for the combined complex of buildings would occur across the sidewalks from adjacent streets. The plans show an overhead utility door located northerly from the main entrance on Custom House for deliveries and trash removal. The previously provided curb cut is to be closed and the applicant requests a commercial loading designation for the street parking in this location. Given the closure of the curb cut, the Board may want to explore whether the design of the service doors could be brought into a more pedestrian scale recognizing the fact that trucks will not be backing into the building. Design issues are more thoroughly discussed below and in a memo from the Urban Designer as attached.

The expanded sidewalk described above will require revised lane and parking striping of Fore Street. Public Works is currently reviewing the revised street layout plan.

Traffic Permit

As noted above, the primary vehicular destination for traffic generated by the project is proposed for the Longfellow garage. Attachment 18, a Traffic Impact Study produced by Gorrill Palmer Engineers, provides an explanation of anticipated impacts and street system function in the area. Consulting traffic engineer, Tom Errico will provide a review of the impact study and his recommendations to the Board as related to meeting the standards of the Traffic Movement Permit. Mr. Errico's comments are included in attachment 19.

In summary, the project is presumed to generate 112 am peak hour trips and 162 pm peak hour trips. The Gorrill Palmer report suggests that the only roadway improvement needed is a left turn lane added to Franklin Arterial onto Middle Street (heading toward the Longfellow project.) This improvement is part of the approved Traffic Permit requirements for the Westin project.

Parking

No vehicle parking is proposed on site. As noted above, the applicants propose to utilize the future Longfellow garage. The applicants have provided an unsigned draft of their option letter to lease these spaces. In conversations with the Longfellow team, staff has confirmed that both parties have signed the option letter and a copy will be provided for Board review.

Gorrill Palmer Engineers have provided a parking demand analysis for the Board's review (attachment 7.) In summary, the report assumes a parking demand of 145 spaces. This number is lower than would normally be expected for a project of this size. For comparison, the recent office project at 280 Fore Street (by the same developer) provided 168 spaces for a 59,000 square foot project. The Gorrill Palmer report uses the presumed low parking demand of the primary tenant as a justification for the lower number. Additionally, the parking demand is assumed to be further reduced by the offsetting times of use between the restaurant and the office uses.

As a project of over 50,000 square feet, the Planning Board is responsible for determining the required parking for the project. Mr. Errico will provide an opinion of the parking assumptions. If the Board agrees with the assumptions regarding the low amount of parking needed for the primary tenant, a conditional approval could be structured that any change of ownership or tenancy that requires additional parking would need to return to the Planning Board for review. The Board will need to further condition approval and/or occupancy of the building upon a certificate of occupancy of the proposed Longfellow garage.

(3)(4) Bulk height of proposed buildings

As stated above, the proposed building is designed along a party wall with the abutting Blake building, which is under ownership of a related LLC under control of the applicant. Also as noted above, the abutting Fore Street restaurant building is located 18 feet from the proposed building. While no adverse impacts are anticipated, staff has asked that the applicant provide a statement and explanatory narrative in support of this assumption.

(5) Sewers, stormwater, and utilities.

Sanitary flow is proposed from a new line to be connected into the existing 15-inch combined sewer in Fore Street. A sewer capacity letter has been provided from DPW.

Stormwater currently flows into an existing catch basin located near the center of the site. This structure was utilized as part of the previous addition to the Blake building for the transfer of stormwater from this part of the parcel into the City system (presumed to be Commercial Street, but this needs confirmation.) The applicants propose to connect all roof drains from the new structure into this existing line. The City's reviewing engineer,

Dan Goyette, has asked for additional information regarding stormwater. Mr. Goyette will provide a review memo (attachment 21.)

The project is otherwise proposing underground utilities. Previously there was a question if overhead utilities were needed, but the current proposal removes the existing overhead lines with underground conduit as well as a series of three sidewalk vaults for transformers.

and replaces w/

(6/7) Landscaping

With virtually no site other than buildings and some sidewalk, the applicant is not proposing any landscaping.

(8) Stormwater

Please see above.

(9) Exterior lighting

Pedestrian scaled streetlights in the "Old Port" style are proposed along Fore Street. No other lighting is proposed.

(10) Fire Safety

Review pending.

(11) Off-premises infrastructure

Pending review of the traffic considerations listed above, the project is consistent with related infrastructure in the area.

(12) NA

(13) NA

(14) NA

(15) NA

(16) Development located within the B-3 zone

Urban Designer, Carrie Marsh ⁷ had ^d provide a memo on the project's adherence to the B-3 Design Standards. Please see attachment 20. Board members should note that as the project is simultaneously reviewed by under the Historic Preservation Standards, planning staff will coordinate review with Historic Preservation to ensure that the applicant does not receive conflicting design direction.

(17) Complete Application

The applicant will need to submitted all information required by this article prior to public hearing. This includes signed copies of the parking option and an easement for public use of the sidewalk on the private property.

(18) Projects within one hundred (100) feet of a Historic Landmark

As noted, the project is currently under review for approval as development within the Portland Waterfront Historic District by the Historic Preservation Board.

(19) View corridors

No designated view corridors are impacted. The Custom House is a designated landmark and view focal point and the project is designed to allow continued views of the Custom House.

(20/21) Natural Resources Impacts

No natural resource impacts are anticipated. The site is located at the presumed location of the historic shoreline (the southerly edge of Fore Street), but previous development of the site has presumably disturbed whatever archeological remains may have previously existed.

(22/23) Signs

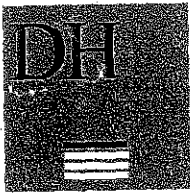
No signage plans have been provided

Attachments:

1. Written statements and project narratives
2. Right title and interest
- 3, 4. Financial and technical capacity
5. Unusual, natural areas
6. Site Plan Standards narrative
7. Parking narrative
8. Utility Capacity (Water and Sewer)
9. Historic Preservation approval letter
10. Geotechnical report (narrative only)
11. Parking – letter of intent to lease
12. Zoning memo
13. Solid Waste
14. Stormwater narrative
15. Erosion and sedimentation control
16. Landscaping statement
17. Maps, vicinity, zoning, tax map
18. Traffic Impact Study (calculations omitted)

19. Traffic Review memo
20. Urban Designer memo
21. Engineering Review memo
22. Parking Manager memo

A. Plan Set



DeLUCA-HOFFMAN ASSOCIATES, INC.
CONSULTING ENGINEERS

778 MAIN STREET
SUITE 8
SOUTH PORTLAND, MAINE 04106
TEL. 207 775 1121
FAX 207 879 0896

- SITE PLANNING AND DESIGN
- ROADWAY DESIGN
- ENVIRONMENTAL ENGINEERING
- PERMITTING
- AIRPORT ENGINEERING
- CONSTRUCTION ADMINISTRATION
- TRAFFIC STUDIES AND MANAGEMENT

February 14, 2006

Mr. Bill Needelman
Planning Department
City of Portland
389 Congress Street, 4th Floor
Portland, Maine 04101

**Subject: Proposed Custom House Square Office Building – 300 Fore Street
Major Site Plan Application - Updated**

Dear Bill:

Per our discussion, attached to this letter are seven (7) updated full size sets of the plans for this project and one (1) 11 x 17 set of the updated plans for this project, along with seven (7) complete updated copies of the application with the parking management plan included in Attachment A of Exhibit 6. These should replace the prior submittals since they contain all of the complete data. We have updated the entire application since updating the revised building square footage.

DeLuca-Hoffman Associates, Inc. has prepared this application on behalf of Olympia Equity Investors IVB, LLC, the developer of this project. The proposed building will be sited on a portion of a 23,887 square foot lot identified as Lot 1 of Block K on Chart 29 of the City of Portland's Assessor's Maps. The proposed building will have a gross floor area of 68,836 square feet. This proposed development is located in the B-3 Zoning District, has received conditional approval from the Historic Preservation Committee, and was introduced to the Planning Board on December 13, 2005. A final meeting with Historical Preservation is scheduled for March 8, 2006.

The proposed building will adhere to the basic dimensional requirements with respect to lot coverage and building height, with the exception of the front corner along Custom House Street and Fore Street, where the building will not be located within 5 feet of the property line.

We appreciate your efforts in review of this project and look forward to presenting it to the Portland Planning Board at the February 28, 2006 workshop.

Sincerely,

DeLUCA-HOFFMAN ASSOCIATES, INC.

Christopher J. Osterrieder, P.E.
Senior Engineer

CJO/sq/JN2581/Needelman-2-14-06

Enclosures – stated

c: Tim Levine, Olympia Equity Investors, IVB, LLC – with enclosures
Matt Wirth, PCI Architecture – with enclosures
Gorrill-Palmer Consulting Engineers – with enclosures

EXHIBIT 1

DEVELOPMENT DESCRIPTION

1.0 Overview

Olympia Equity Investors IV-B, LLC ("OEI IV-B") is intending to develop a multi-story office complex totaling approximately 68,836 square feet at the corner of Fore Street and Custom House Street. Currently the site consists of a loading area, an external ATM and a single and two-story concrete block structure. The concrete block building will be razed; the existing ATM and electrical transformer will be relocated to the new building and underground respectively. However, this project will not involve major resetting of the stone or doing any rebuild work on Custom House Street beyond infill of the proposed closed curb cut.

This proposed building is adjacent to the Fore Street restaurant/Standard Baking Company building from the west and will be situated east of the U.S. Customs House. The proposed building will adjoin with the W.L. Blake building. The proposed building will be located on the site identified as Chart 29, Block K, and Lot 1 on the City of Portland Assessor's maps. This lot is located in the B-3 Downtown Business Zone for which office buildings are a permitted use.

The proposed building use will primarily be for offices on the upper floors, though the basement level and first floor are likely to consist of limited Assembly and Mercantile and retail space. The proposed building will be less than 100,000 square feet and therefore no loading bay will be required. The dimensional requirements of the B-3 zone do not burden the development; there is no minimum lot size, no minimum yard dimensions and lot coverage of up to 100% is allowable. The proposed development will conform to the dimensional requirements of the B-3 zone.

A portion of the proposed building, along the Fore Street and Custom House Street intersection, will not be within 5 feet of the property line as required. The reason for this is further discussed in Section 6.16. City Staff have indicated that this provision should not hinder the proposed development, as the Planning Board may grant a waiver of this provision. It is the intent of the applicant to develop the building as depicted on the proposed site plans and request a waiver from the 5 foot property line provision.

1.1 Existing and Proposed Easements/Rights-of-Way

Refer to executive summary prepared by Pierce Atwood, included in Attachment A of this Exhibit. Certain pedestrian easements will be conveyed to the City of Portland in areas where the proposed sidewalk will extend onto the adjacent property owned by Olympia Equity Investors IV, LLC ("OEI IV").

1.2 Natural Resources

There are no known natural resource areas that would be affected by the proposed development within the project vicinity. No setbacks regulated under the Natural Resources Protection Act (NRPA) are applicable to this proposed development.

1.3 Subsurface Conditions

Subsurface conditions are being extensively evaluated as part of a Geotechnical boring program conducted by S.W. Cole Engineering. It is anticipated that the proposed building will be founded on a "pile" support system, similar to the renovation of the W.L. Blake building, which will adjoin this structure.

An intensive testing and monitoring program will be implemented during the pile driving and foundation phases of construction. A copy of the Geotechnical Report prepared by S. W. Cole Engineering, Inc. is contained in Attachment E of Exhibit 6.

1.4 Infrastructure

The existing 15-inch combined sewer in Fore Street will provide sanitary sewer service to the proposed building, while an existing 6-inch water main in Fore Street will provide water for domestic use and fire protection. Proposed electrical service to the building will be provided via an underground feed from a subsurface transformer. Final transformer location will be coordinated with Central Maine Power. The proposed development will include the following infrastructure modifications, as shown on the accompanying plan set:

- Construction of new brick sidewalks and granite curbing along Fore Street.
- Closure of an existing 24-foot ingress/egress access drive onto Custom House Street.
- Construction of a new building totaling approximately **68,836** square feet.
- Construction of several new sidewalks that will interconnect the parking and building spaces.

1.5 Construction Plan

Table 1.1 - The proposed schedule developed for this project is as follows:

Item	Site Work	Buildings
Local Site Plan	December 2005	November 2005
Start Construction	May 2006	May 2006
Complete Site Work	September 2006	---
Complete Building	---	May 2007
Building Occupancy	---	May 2007

1.6 Figures, Plates and Drawings

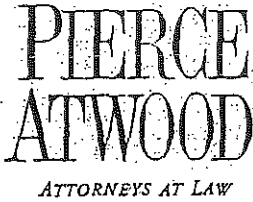
Figure	Description
1	USGS Location Map
2	Zoning Map
3	Tax Assessor's Map

Plan Sheets	Description
1	Cover Sheet
2	General Notes, Index and Legend
3	Existing Conditions Plan
4	Site Layout Plan
5	Utility Plan
6	Grading & Drainage Plan
7	Miscellaneous Details
8	Boundary Survey

ATTACHMENT A

Executive Summary

Prepared by Pierce Atwood



MEMORANDUM

TO: James Brady & Timothy Levine
Olympia Equity Investors
FROM: DCKeeler
RE: Custom House Square Condominium
DATE: November 10, 2005

The purpose of this Memorandum is to set forth the general structure for a condominium regime to be created in connection with the Custom House Square development. The current state of affairs is that Olympia Equity Investors IV LLC owns the parcel bounded on three sides by Fore Street, Custom House Street and Commercial Street. There are existing buildings on the Commercial Street side of the property, commonly referred to as the Blake Building. The Fore Street side of the property is currently occupied by storage buildings and a garage. The proposal is to remove the storage buildings and garage and construct a new office and retail building on the portion of the parcel fronting on Fore Street. The new structure would be known as Custom House Square. Custom House Square would be structured as a condominium, which would allow the sale of portions of the building. The owner of the Custom House Square building would be different from the owner of the Blake Building, both initially and ultimately through resale.

It is currently contemplated that the Custom House Square would be what is commonly referred to as a "leasehold condominium." This would be set up such that the ownership of the ground underlying Custom House Square and the Blake Building would be in the same entity, although the owner of the Custom House Square building and the Blake Building would be different. The owner of the ground will lease that portion of the parcel on which Custom House Square is to be constructed to Olympia Equity Investors IV-B LLC. The Ground Lease will be for an extended term (99 years), with the possibility of future extensions. Olympia Equity Investors IV-B LLC, as the tenant under the Ground Lease, will be the declarant of the Custom House Square Condominium and initially will be the owner of the Units created thereby. The Landlord under the Ground Lease, as well as any lenders having an interest in the property, would join in the Declaration as required by the statute. The tenant's interest created by the Ground Lease would be part of the condominium. The Maine Condominium Act permits leasehold condominiums.

One Monument Square
Portland, Maine 04101-1110
VOICE 207.791.1100
FAX 207.791.1350
E-MAIL info@pierceatwood.com
WEB SITE www.pierceatwood.com

There are examples and precedents for leasehold condominiums in the City of Portland, such as the Casco Bay Garage on Commercial Street.

Custom House Square would consist of separate condominium units. The number and configuration of the units still need to be determined based on end user requirements and market conditions. Under the Maine Condominium Act, a Condominium Association would be formed. Although the Association does not own any of the real property, it is charged under the Statute and under the Condominium Declaration for maintaining all of the common areas and enforcing any of the restrictions imposed under the Declaration. Each of the unit owners at Custom House Square would be a member of the Association. The Association would have enforcement rights, including the right to lien a unit, if any unit owner does not pay its share of expenses. A Condominium Association is a standard non-profit corporation and would be set up under Title 13-B of the Maine Corporation Act.

EXHIBIT 2TITLE, RIGHT AND INTEREST**2.0 Overview**

OEI IV owns the proposed development parcel. OEI IV-B will lease the proposed development parcel from OEI IV. A copy of the warranty deed for the OEI IV parcel is included as Attachment A of this Exhibit. A copy of the Agreement to Lease between OEI IV and OEI IV-B with respect to the proposed development parcel is attached as Attachment B of this Exhibit.

ATTACHMENT A

Copy of Warranty Deed

11.2.3

0021643

8K85495PG127

WARRANTY DEED
(Maine Statutory Short Form)

KNOW ALL PERSONS BY THESE PRESENTS, that WLB HOLDING COMPANY, a Maine corporation, with a place of business in Portland, County of Cumberland and State of Maine, for consideration paid, grants to OLYMPIA EQUITY INVESTORS IV, LLC, a Maine limited liability company, whose mailing address is 300 Main Street, Bangor, Maine, with WARRANTY COVENANTS, the land located in Portland, County of Cumberland and State of Maine, described as follows:

A certain lot or parcel of land situated on the northwesterly side of Commercial Street in Portland in Cumberland County, State of Maine bounded and described as follows:

Beginning at a capped 3/4 inch rebar, numbered 492, set in the ground at the intersection of the northwesterly line of Commercial Street, so called, with the northeasterly line of Custom House Street, so called, thence;

North 49° 34' 54" West along the northeasterly line of said Custom House Street, a distance of 173.94 feet to a railroad spike set in the ground in the southeasterly line of Fore Street, so called, thence;

North 28° 09' 02" East along the southeasterly line of said Fore Street, a distance of 21.27 feet to a railroad spike set in the ground at an angle in said street, thence;

North 18° 36' 32" East along the southeasterly line of said Fore Street, a distance of 109.82 feet to a capped 3/4 inch rebar, numbered 492, set in the ground at the westerly corner of land conveyed to East Brown Cow Limited by Cumberland Oil Company by deed dated March 1, 1995 and recorded in the Registry of Deeds for Cumberland County in Book 11835, Page 088, thence;

South 50° 11' 54" East along the southwesterly line of said East Brown Cow Limited's land, a distance of 139.00 feet to the corner of the brick building on said parcel and at an angle in said line, thence;

South 49° 54' 24" East along the southwesterly line of said East Brown Cow Limited's land, a distance of 67.55 feet to the northwesterly line of said Commercial Street and at easterly corner of the granite column of foundation of said building, thence;

South 32° 53' 06" West along the northwesterly line of said Commercial Street, a distance of 75.62 feet to the southerly corner of the granite column of foundation of said building, thence;

South 37° 11' 06" West along the northwesterly line of said Commercial Street, a distance of 49.73 feet to the point of beginning.

Containing 23,528.43 square feet.

MAINE REAL ESTATE TAX PAID

Att. 29

DE 5495 PG 122

Bearings are True North.

Being all of the same parcel of land conveyed to William L. Blake and George M. Blake by Elias Thomas by deed dated October 19, 1901 and recorded in the Registry of Deeds for Cumberland County in Book 832, Page 33. The Grantor changed its name from W.L. Blake & Co, on December 3, 1998.

IN WITNESS WHEREOF, it, the said WLD HOLDING COMPANY, has caused this instrument to be signed and sealed in its corporate name by Joyce O. Poulin, its Vice President, thereto duly authorized, this 25th day of May, 2000.

WITNESS:

Walter E. Webber

WLD HOLDING COMPANY

By: Joyce O. Poulin
Joyce O. Poulin
its Vice President

STATE OF MAINE
COUNTY OF CUMBERLAND, ss.

May 25, 2000

Then personally appeared the above named Joyce O. Poulin, Vice President of said Corporation, as aforesaid, and acknowledged the foregoing instrument to be her free act and deed in her said capacity and the free act and deed of said Corporation.

Before me,

Walter E. Webber
Attorney-at-Law
Walter E. Webber

RECEIVED
RECORDED REGISTRY OF DEEDS

2000 MAY 26 PM 3: 53

CUMBERLAND COUNTY

John B. O'Brien

ATTACHMENT B

Copy of Agreement to Lease

AGREEMENT TO LEASE

THIS AGREEMENT TO LEASE (this "Agreement"), made as of November 8, 2005 (the "Effective Date"), is by and between OLYMPIA EQUITY INVESTORS IV, LLC, a Maine limited liability company with a place of business in Portland, Maine ("Landlord") and OLYMPIA EQUITY INVESTORS IV-B, LLC, a Maine limited liability company with a place of business in said Portland ("Tenant"), WHO AGREE AS FOLLOWS:

1. PRELIMINARY RECITALS. Landlord is the owner of a certain parcel of land situated in Portland, Cumberland County, Maine, as more particularly described in that certain deed to Landlord dated March 1, 1995 and recorded in the Cumberland County Registry of Deeds in Book 11905, Page 088 (the "Property"). Upon the satisfaction of certain conditions as more particularly set forth herein, Tenant desires to ground lease a portion of the Property identified on the plan attached hereto as SCHEDULE A and designated thereon as the "Premises". Tenant intends to construct upon the Premises a multi-story office/retail complex totaling approximately 66,000 square feet (the "Project").

2. AGREEMENT TO LEASE. In consideration of Tenant's undertakings and for other good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, Landlord and Tenant hereby agree to enter into a Ground Lease for the Premises. The parties shall use their reasonable good faith and diligent efforts to agree upon a form of lease within ninety (90) days after the date hereof. The Lease shall include (i) the terms and conditions set forth on SCHEDULE B attached hereto and incorporated herein (the "Basic Terms"), (ii) such other terms and conditions, not inconsistent with the Basic Terms, as are customarily included in a commercial ground lease for a in-town office/retail building, subject, however, to the terms and conditions set forth in this Agreement.

3. TENANT'S LEASE CONDITIONS. This Agreement and the obligations of Landlord and Tenant hereunder are contingent upon satisfaction of the conditions described in Subsections (a) through (c) of this Section 3 (the "Lease Conditions").

(a) Environmental and Engineering Condition. During the sixty (60) day period following the execution of this Agreement (the "Inspection Period"), Tenant shall have the right, at its expense, to obtain such engineering studies, subsurface tests, test borings, geotechnical studies, water surveys, percolation tests, topographical surveys, utility surveys, sewage disposal surveys, drainage determinations, building inspections and testing, utility surveys, tests for Hazardous Materials, including asbestos tests, test pits and ground water sampling and/or monitoring wells if Tenant shall so desire, and such other tests and assessments as Tenant shall desire (collectively, "Engineering Studies") to determine whether the Premises are suitable for the construction and operation of the Project at a reasonable cost. The results of all Engineering Studies must be acceptable to Tenant, in Tenant's sole discretion. Any Engineering Studies that Tenant shall elect to undertake shall be performed at Tenant's expense. From and after the date of execution of this Agreement, Tenant, its agents, servants and authorized independent contractors shall have a right of entry onto the Premises in order to perform the Engineering Studies, provided that Tenant agrees to restore any material damage caused by such entry.

(b) Title Condition. Tenant, at its expense, shall have the right to obtain a commitment of leasehold title insurance from a title insurance company acceptable to Tenant with respect to the Premises. Tenant's obligations under this Agreement shall be contingent upon Tenant being satisfied, in its good faith judgment, that there are no liens, restrictions, encumbrances or defects in Landlord's title to the Premises. The condition set forth in this paragraph shall be deemed satisfied when Tenant shall have given Landlord written notice that Tenant has received a satisfactory title insurance commitment; provided, however, that (i) if after satisfaction of the Title Condition set forth in this subsection, Tenant shall discover any lien, restriction, defect or other encumbrance arising after the date of Tenant's title insurance commitment or not appearing in such commitment, Tenant shall be permitted to withdraw such notice and the Lease Condition set forth in this subsection shall not be deemed satisfied, and (ii) neither Tenant's obtaining such title insurance commitment nor Tenant's giving such notice shall result in a waiver by Tenant of any of Landlord's obligations, warranties, covenants or agreements under this Agreement or the Lease. If the Premises are subject to any mortgage, deed of trust or other instruments creating a lien upon the Premises that was granted or assumed by Landlord and affecting the Premises (a "Mortgage"), then promptly following the execution of this Agreement, Landlord shall commence and thereafter diligently pursue reasonable efforts to obtain a discharge or release of such Mortgage.

(c) Project Approvals Condition. Tenant's obligations under this Agreement shall be contingent upon Tenant having obtained the Project Approvals as described in Section 4 below. The condition set forth in this paragraph shall be deemed satisfied when Tenant shall have given Landlord written notice that Tenant has obtained the Project Approvals. Tenant shall be deemed to have "obtained" the Project Approvals only (i) after Tenant has obtained all necessary Project Approvals, they are not subject to any challenge or appeal and all periods within which any such challenge or appeal may be made have expired, and (ii) if said Approvals contain no conditions or requirements unacceptable to Tenant.

4. PERMITTING CONDITION. Tenant shall have a period of twelve (12) months following the date of this Agreement (the "Permitting Period") to obtain, at its sole cost and expense, all zoning changes and variances, environmental and land use permits, and all other governmental licenses, permits and approvals that shall be necessary for the construction and operation of the Project (collectively, the "Project Approvals"); provided, however, that if Tenant shall be pursuing the Project Approvals with reasonable diligence at the end of the Permitting Period, Tenant shall have the right to extend the Permitting Period for an additional period (not to exceed six (6) months) as necessary to obtain the Project Approvals. Landlord and Tenant shall use their best efforts to cooperate in any and all applications, proceedings and appeals relating to the Project Approvals.

5. CLOSING. The consummation of the transaction contemplated hereunder (the "Closing") shall take place at the office of Tenant or Tenant's counsel or in escrow through the offices of Tenant's title agent or other mutually acceptable escrow agent. The Closing shall take place on the first business day (the "Closing Date") that is at least thirty (30) days after the date Tenant obtains all of the Project Approvals as provided in Section 4, provided that all Lease

Conditions shall have been fully satisfied (or waived by Tenant in writing). On the Closing Date, Landlord shall deliver exclusive possession of the Premises to the Tenant free and clear of all liens, encumbrances, and title defects, and Landlord and Tenant shall execute and deliver the following:

- (a) Landlord and Tenant shall execute and deliver the Lease in two original counterparts.
- (b) Landlord and Tenant shall execute and deliver a Memorandum of Lease in recordable form.
- (c) Landlord and Tenant shall each deliver to the other such evidence of its existence and due authority to execute and deliver the Lease, as the other may reasonably request.
- (d) Landlord and Tenant shall each deliver such transfer tax forms, affidavits and other documents as may be customary and reasonably necessary.

6. **NOTICE.** All notices to be given hereunder shall be sent by registered or certified mail, return receipt requested, with postage prepaid, or by a national overnight carrier requesting acknowledgment of receipt, to the parties at the notice addresses set forth in the Lease (or to such other or additional addresses as the parties may hereafter designate by like notice similarly sent). Any notice given hereunder shall be deemed given on the date and at the time received or, if delivery is refused, the notice will be deemed given on the date, of such refusal. The parties' attorneys may give notice on behalf of their clients.

7. **DEFAULT.** In the event either party fails or refuses to consummate the Closing in accordance with the provisions of this Agreement for any reason other than those reasons specified in this Agreement as giving rise to a right of such party to terminate this Agreement, and the other party shall have performed all of its obligations under this Agreement, then such other party may bring an action for specific performance of this Agreement and/or seek whatever other remedies may be available at law or in equity.

8. **BROKERS.** Tenant and Landlord each represents and warrants to the other that it has not had any dealings with any broker or finder in connection with this transaction. Each party agrees to indemnify, defend and save the other harmless from and against any and all other claims, demands or causes of action or other liability, damage, cost or expense (including, without limitation, reasonable attorneys, fees) resulting from claims by any broker or other person in connection with this transaction made by or through the indemnifying party. The provisions of this Section shall survive the Closing and/or the termination of this Agreement.

9. **MISCELLANEOUS.**

(a) This Agreement and the Schedules attached hereto embody the entire agreement between the parties in connection with this lease transaction and there are no oral agreements, representations or inducements existing between the parties relating to this transaction. This

Agreement may not be modified, except by a written agreement signed by all of the parties. Upon request of Tenant, Landlord agrees to execute a memorandum of this Agreement for recording in the public records.

(b) This Agreement shall be binding upon and inure to the benefit of the parties hereto, their respective heirs, legal representatives, administrators, successors, successors in interest and assigns.

(c) No written waiver by any party at any time of any breach of any provision of this Agreement shall be deemed a waiver of a breach of any other provision herein or a consent to any subsequent breach of the same or any other provisions. If any action by any party shall require the consent or approval of another party, such consent or approval of such action on any occasion shall not be deemed a consent to or approval of such action on any subsequent occasion or a consent to or approval of any other action on the same or any subsequent occasion.

(d) This Agreement shall be governed by and interpreted in accordance with the laws of the State of Maine.

(e) This Agreement may be executed in any number of original counterparts, all of which evidence only one agreement and only one of which need be produced for any purpose.

IN WITNESS WHEREOF, the Landlord and Tenant have executed this Agreement as of the day and year first above set forth.

WITNESS:

Susan J. Deane
WITNESS:

WITNESS:

Susan J. Deane

LANDLORD:

OLYMPIA EQUITY INVESTORS IV,
LLC, a Maine limited liability company

By: Kevin Mahaney
Print Name: Kevin Mahaney
Its: CEO

TENANT:

OLYMPIA EQUITY INVESTORS IV-B,
LLC, a Maine limited liability company

By: Kevin Mahaney
Print Name: Kevin Mahaney
Its: CEO

SCHEDULE A
PLAN OF PREMISES

[See Attached]

SCHEDULE B

BASIC LEASE TERMS

1. **Purpose:** For any lawful purpose, including the development, construction, installation, operation, maintenance, repair and removal of a commercial building.

2. **Term:** The initial term of the Lease shall be ninety-nine (99) years. Tenant shall have the right to renew the Lease upon its expiration, for up to three (3) extension terms of ninety-nine (99) years each. In addition, Tenant shall have the right to terminate this Lease upon six (6) months prior written notice.

3. **Rent:** The base rent for the initial term shall be Five Hundred Thousand Dollars, which amount shall be paid in full upon the rent commencement date of the lease. Base Rent for each extension term shall be fair market value of the ground, unimproved and unencumbered by this Lease. Tenant shall be responsible for all costs associated with or arising out of the Leased Premises, including taxes and insurance.

4. **Assignment:** (a) Subject to the provisions of subsection (b) below, Tenant shall have the right to assign the Lease, provided that any such assignment shall be subject to Owner's consent, which consent shall not be unreasonably withheld, conditioned or delayed. The foregoing notwithstanding, no such consent shall be required in order for Tenant to assign this Lease to any investor or lender as collateral security or to any future assignment by such investor or lender, or any of their respective successors and assigns. Such lease shall contain standard leasehold mortgagee protection provisions.

(b) The parties acknowledge that Tenant intends to construct a building on the premises and to subject the building to a condominium regime. In connection therewith, Tenant will subject its leasehold interest in the Lease to the Condominium, whereupon it will become part of the common interest of the condominium and owned in common by the unit owners of the condominium. Upon the sale of any condominium unit, a proportionate interest in the leasehold estate shall be conveyed as an appurtenance to the unit. Landlord consents to such condominium regime and agrees to execute the condominium declaration evidencing such consent, whereupon there shall be no restrictions upon the assignability of the Lease.

5. **Default and Remedies:** The Lease shall contain agreed upon default provisions. Notwithstanding such provisions, or any default by Tenant or the condominium owners, the Lease shall not be terminable. Landlord's only remedy in the event of default shall be to sue for specific performance, or to exercise self help, as set forth more fully in the Lease.

EXHIBIT 3

FINANCIAL CAPACITY

3.0 Overview

TDBanknorth has prepared a letter of the applicant's ability to finance the project. A copy of the bank letter is included in Attachment A of this Exhibit.

ATTACHMENT A

Letter from TD Banknorth



Banknorth

Att. 33

TD Banknorth, N.A.
One Portland Square
P.O.Box 9540
Portland, ME 04112-9540
T: 207 761-8500
Toll Free: 800 462-3666
TDBanknorth.com

October 6, 2005

Lee Lowry
Planning Board
City of Portland
c/o Olympia Equity Investors
280 Fore Street, Suite 202
Portland, ME 04101

Re: Kevin Mahaney/Olympia Equity Investors IV B/Custom House Square

To Whom It May Concern:

This letter will confirm that, based on our preliminary due diligence and subject to our standard underwriting requirements, Kevin Mahaney/Olympia Equity Investors IV B/Custom House Square, will have the financial capacity to complete the proposed development of a class A office building and the accompanying parking at 300 Fore Street, Portland, Maine. Please call me at 207-761-8783, should you have any questions.

Very truly yours,

Lawrence A. Wold
Senior Vice President

EXHIBIT 4

TECHNICAL ABILITY

4.0 Overview

The applicant has contracted the site development design work to DeLuca-Hoffman Associates, Inc., a civil engineering firm located in South Portland, Maine. DeLuca-Hoffman Associates, Inc. was founded in 1986 and has provided engineering services to private, industrial, commercial, municipal and governmental clients for the past 19 years.

PCI Architecture has been retained to complete the architectural designs; a final Contractor for the building construction has not yet been determined.

OEI IV-B, the developer of the project, is affiliated with the Olympia Development Company and the family of Olympia Companies, which have been recognized for successfully completing similar projects of this nature in the City of Portland. Examples of the projects include:

W.L. Blake Building Historic Renovation

42,000 Square Foot Renovation & 25,000 Square Foot Expansion

280 Fore Street

115,000 Square Foot Office Building

Hilton Garden Inn

Downtown 120-room Hotel

50 Sewall Street Medical Office Building

40,000 Square Foot Medical Office Building

Att 5

EXHIBIT 5

UNUSUAL NATURAL AREAS, WILDLIFE AND FISHERIES
HABITATS OR ARCHAEOLOGICAL SITES

5.0 Overview

The existing project site is currently completely developed and due to its current configuration and urban setting is devoid of any unusual natural areas, wildlife habitats or archaeological features.

Att. 6.1

EXHIBIT 6

REVIEW CRITERIA

**City of Portland, Maine Standards
Requirements for Site Approval**

6.1 Provisions for Traffic and Pedestrian Circulation Both On and Off The Site

The development proposal includes the construction of a new building and extensive sidewalk reconstruction along Fore Street. Pedestrian circulation will be addressed by new brick sidewalks along the building edges.

A Traffic Movement Permit will be required as part of the associated development. A formal submittal will be provided under separate cover and is anticipated to be acted upon in a concurrent timeline as the site plan review. Refer to the Traffic Movement Permit Application which accompanies this application.

6.2 Construction of New Structures and Parking Requirements

The proposed building construction will total approximately 68,836 square feet. OEI IV-B intends to procure necessary parking through leasing spaces. Attachment F of this exhibit includes an option to lease the necessary parking spaces.

6.3 Impact of Bulk, Location or Height of Proposed Buildings and Structures on the Neighbors

The building will be located along the corner of Fore Street and Custom House Street. Surrounding development includes the US Custom House, the renovated W.L. Blake building and the Fore Street restaurant. The Zoning Administrator has performed a review of the proposed project, which is included in Attachment G. The proposed building façade has been reviewed with and endorsed by the Historic Preservation Board (see Attachment D).

6.4 Impact on Value of Neighboring Property Due to Proposed Buildings

The proposed building will be similar in character to the abutting structure and should not negatively affect the values of adjacent structures. The proposed project is located in the B-3 zone in which office buildings are a permitted use. The proposed building is directly adjacent to the W. L. Blake Building expansion and will have distinctly similar façade and fenestration. The next adjacent building is the Fore Street restaurant. The restaurant is set back approximately 18 feet from the proposed building. The value of abutting properties will be enhanced by the sidewalk, curbing and street lighting improvements between 280 – 300 Fore Street.

6.5 Effect of Proposed Project on Public Utilities

The proposed project will not adversely affect the public utilities of the City of Portland. The proposed project will not substantially introduce additional flows to the sewer and storm drain systems. A request for an "Ability to Serve" letter was sent to the City of Portland Department of Public Works for the increased flows due to the building construction. Copies of this letter of request and the response from Portland Public Works are included in Attachment B of this Exhibit.

A request for an "Ability to Serve" letter was sent to the Portland Water District for the increased flows due to the building construction. A response has been received, a copy of which is included as part of Attachment C of this Exhibit.

It is anticipated that all other utilities to the site will not be adversely affected by the proposed project. Central Maine Power is currently reviewing various options for potential relocation of electrical service and has indicated it has adequate facilities to accommodate the proposed development.

6.6 On-site Landscaping To Provide A Buffer With Neighboring Uses

Given the density of development and highly urbanized zoning, no landscaping is proposed to buffer the neighboring uses. Further discussion with CMP has identified the presence of a 16-way concrete-encased duct bank along the proposed curblin, which would preclude planting of street trees. In addition, the Fore Street side of the building is along the north side of the building and not ideal for planting of street trees. Placement of street trees further away from the concrete-encased duct bank would interrupt sidewalk plowing operations and encroach upon pedestrian movement within the Pedestrian Activities District.

6.7 The Site Plan Minimizes, To The Extent Feasible, Any Disturbance or Destruction of Significant Vegetation

This provision is not applicable, as the site does not contain any significant vegetation.

6.8 Site Plan Does Not Create Any Significant Soil or Drainage Problems

The existing site is currently completely impervious and will remain so upon completion of the development, though certain areas of asphalt will be transformed to building. This will not create any significant soil or drainage problems.

6.9 Provision of Appropriate Exterior Lighting

The planned additional exterior lighting will not be hazardous to motorists traveling on adjacent streets, due to the setback of the development from these streets. The lighting proposed will be limited to pedestrian level street lighting along Fore Street only.

6.10 The Development Will Not Create Fire or Other Safety Hazards and Provides Adequate Access to the Site and to the Buildings on the Site for Emergency Vehicles

Although the horizontal alignment of Fore Street will be shifted slightly to accommodate the widened sidewalks, the vehicular access along the roadway network will not be altered and therefore, will not create any fire or safety hazards. Since the building envelope will encompass the entire site and the building will be proximately located to Fore Street and Custom House Street, adequate access will not be an issue.

6.11 The Proposed Development is Designed So As To Be Consistent with Off-Premises Infrastructure, Existing or Planned by the City of Portland

The project will not generate any increases to stormwater runoff and therefore will not impact the capacity of the City of Portland combined sewer system.

6.12 Pertaining to Industrial Development

N/A

6.13 Pertaining to Development in R-P Zone

N/A

6.14 Pertaining to Planned Unit Developments

N/A

6.15 Pertaining to Multi-Family Developments

N/A

6.16 Pertaining to Development in B-3 Zone

The proposed development is consistent with the zoning identified in the B-3 zone and does not conflict with the Bulk & Space or dimensional requirements of this zone, with the exception of the street build-to line provision. The proposed building will be sited approximately 8.35 feet at its further point along the intersection of Custom House Street and Fore Street. This does not meet the street build-to limitation, though this occurs for a very isolated portion of the site and is due to an irregularity in the geometry of the Fore Street right-of-way.

Section 14-220(c) provides a standard for 5-foot maximum setback for the street build-to line, although the Planning Board has the ability to waive this standard in lieu of an alternate dimension provided the requirements of Article V – Site Plan, Standards, Section 14-526 16(a) are met. This proposed development meets the provisions of paragraph 16 of Section 526. Further, subsection 2 of paragraph 16 provides the following:

“2. Standards for increasing setback beyond street build-to line: A proposed development may exceed maximum setbacks as required in section 14-220(c) only where the applicant demonstrates to the Planning Board that the introduction of increased building setbacks at the street level:

- (a) Provides substantial and viable publicly accessible open space or other amenity at the street level that supports and reinforces pedestrian activity and interest. Such amenities may include without limitation plazas, outdoor eating spaces and cafes, or wider sidewalk circulation areas in locations of substantial pedestrian congestion;*

(b) Does not substantially detract from the prevailing street wall character by introducing such additional setback at critical building locations such as prominent form-defining corners, or create a sense of discontinuity in particularly consistent or continuous settings;

(c) Does not detract from existing publicly accessible open space by creating an excessive amount of open space in one (1) area or by diminishing the viability or liveliness of that existing open space; and

(d) The area of setback is of high quality and character of design and of acceptable orientation to solar access and wind impacts as to be attractive to pedestrian activity."

The proposed development as designed will meet the criteria of a-d. The location of the 3.35-foot extension of the setback is at a street corner where pedestrian traffic is likely to both turn the corner from Fore Street onto Custom House Street as well as cross Custom House Street. While the building location is more driven by the spatial dimension of the parcel, the irregularity of the Fore Street right-of-way in the location allows for the construction of a wider sidewalk, which will promote safe pedestrian access and avoid congestion, per the request of the Board. Additionally, the Historic Preservation Committee had requested the building be set back so as to not interfere with the view of the Custom House Building.

6.17 The Applicant Has Submitted All Information Required By This Article and the Development Complies with all Applicable Provisions of this Code

The application compiled, addresses all provisions noted in this code to the best of our knowledge.

6.18 Proximity To Any Landmark, Historic District or Historic Landscape District

The proposed structure is a direct abutter the US Custom House, though no development restrictions adjacent to this landmark are in place. The proposed building has been reviewed and endorsed by the Historic Preservation Committee.

6.19 Pertaining to View Corridors

The building is set back from Fore Street in such a way as to not obstruct the view of the Custom House building, as requested by the Historic Preservation Committee.

6.20 No Adverse Effect on Existing Natural Resources

No adverse effect on existing natural resources is anticipated from the proposed development.

6.21 Pertaining to Discharge to a Significant Groundwater Aquifer

According to the Portland quadrangle map of the Maine Geological Survey, there is no significant aquifer in the vicinity of the project location.

6.22 Pertaining to Signs

Signage is proposed for the new development. All provisions in regards to signage have been addressed according to the City code. The building occupant will be applying for a sign permit separate from this application.

6.23 Pertaining to Denial of Sign Under Exhibit 14-369.5

N/A

6.24 Pertaining to Major or Minor Businesses

N/A

6.25 Pertaining to Development in Industrial Zones

N/A

6.26 Pertaining to Development in B-5 and B-5b Zones

N/A

ATTACHMENT A

**Parking Management Plan
Memorandum from Gorrill-Palmer**

Memorandum

To: Tim Levine
Olympia Equity Investors IVB, LLC

Project: Proposed Office/Restaurant – Custom House Square – Portland, ME
Shared Parking Generation

From: Thomas L. Gorrill, P.E., PTOE, Gorrill-Palmer Consulting Engineers, Inc.

Project Number: 1317

Date: January 5, 2006

Our office completed a parking evaluation for the proposed commercial building on the corner of Fore Street and Custom House Street in Portland, Maine. The site is proposed to contain a 68,174 s.f. building, consisting of 58,114 s.f. of office space and two 5,030 s.f. restaurants. The City of Portland has zoning requirements for parking spaces for various types of uses. According to these zoning requirements, the proposed commercial building is required to provide 214 off-street parking spaces, as summarized below.

<u>Land Use</u>	<u>Zoning Requirement</u>	<u>Parking Spaces Required</u>
10,060 s.f. Restaurant	P = 1 per 150 s.f.	68 spaces
58,114 s.f. Office	P = 1 per 400 s.f.	146 spaces
Total		214 spaces

It is our understanding that the Council On International Education Exchange (CIEE) will own all but the ground floor of the project. Our office obtained employee information from CIEE, which suggests the parking demand for the proposed building will be much lower than that required by the ordinance. During the summer months, CIEE has approximately 150 employees. Of these, at least 20 employees are J-1 visa students who work in the U.S. for 4 months during summer holidays. These students will live in the East and West End, and will walk or use transit. None of these students are anticipated to own a vehicle. Therefore, no more than 130 employees are anticipated to own a vehicle. An additional 15% of the employees are anticipated to live in Portland and may also walk to work on fair weather days. Therefore, approximately 111 employees are anticipated to drive to work on a daily basis. Additionally, approximately 15% of CIEE's employees travel as part of their job, which results in 10-15 employees being out of the office and on the road on a daily basis. To be conservative, our office assumed 120 parking spaces would be required to accommodate employees of CIEE. This would reduce the total parking requirement for the site to 178 parking spaces.

The City does allow determination of "shared parking" in recognition of daily, hourly and seasonal variation in parking demand for the different types of uses. The ITE publication *Parking Generation*,

3rd Edition provides a table depicting the percentage of the peak hour parking demand generated each hour of the day for several land uses as shown in the attached Table 1. This information was used to prepare an estimate of the hourly demand for each use and the hourly demand for the entire site as shown in the attached Table 2. As shown in Table 1, restaurants experience the heaviest parking demand in the evening when the office would be closed. However, retail experiences its peak demand in the middle of the day. Therefore, our office performed an analysis of the parking demand using retail and restaurant for the two proposed restaurants. The results of the analyses are included in the table below.

Parking Generation Summary

Use	Portland Zoning Parking Requirement		Mid-day Parking Demand (2-3 PM)
	Ordinance	Spaces	
Office	Based on CIEE employee info.	120 spaces	116 spaces
Retail	P = 1 space per 200 s.f.	51 spaces	49 spaces
Restaurant	P = 1 space per 150 s.f.	68 spaces	41 spaces

As shown in the table above, the mid-day parking demand for retail is higher than the mid-day demand for a restaurant. Therefore, our office assumed the two restaurants would be a retail use in order to be conservative. As shown in Table 2 attached, a peak parking demand of 165 spaces is forecast to be experienced by the proposed development and is anticipated to occur from 2-3 PM based on published data. However, given that the restaurants will be complimentary uses to the office, drawing tenants and their visitors and clients, and is located adjacent to the Old Port, our office anticipates the majority of the retail traffic will be drawn from these areas and will not generate a demand for new parking. Thus, for the purpose of this analysis, we have assumed the retail uses will generate sixty percent of the published estimate, reducing the demand to 145 spaces. After 5:00 PM, when the office is closed, the parking demand will be reduced to 104 parking spaces. The parking demand for the office space is not anticipated to experience a significant seasonal fluctuation component. Therefore, the peak parking demand of the entire site would occur in the summer time when the restaurant experiences its highest demand.

In summary, our office recommends a total of 145 parking spaces be provided for the proposed commercial building. It is our understanding that should CIEE sell or lease the building or any portion thereof, the applicant will be required to return to the planning board for approval of parking supply.

Please contact us with any questions.

ATTACHMENT F

Parking Intent

(Fully executed document to follow)

PARKING OPTION AGREEMENT

V7824
AH, 7.5

THIS PARKING OPTION AGREEMENT (this "Agreement"), made as of February 13, 2006, by and between RIVERWALK, LLC ("Riverwalk"), and/or affiliated assigns, a Maine limited liability company, having an address at 2 Market Street, Suite 500, Portland, Maine 04101, and OLYMPIA EQUITY INVESTORS IV, LLC ("OEI"), and/or affiliated assigns, a Maine limited liability company, having an address at 280 Fore Street, Suite 202, Portland, Maine 04101.

WITNESSETH:

WHEREAS, Riverwalk owns various parking lots in or about India Street in Portland, Maine and desires to construct a structured parking facility thereon (said lots and said potential future parking facility being collectively referred to as the "Parking Lots"); and

WHEREAS, OEI owns property in Portland, Maine, which is identified on the official tax map for the City of Portland as Chart 29, Block K, Lot 1, and which is commonly known as 7 Custom House Street; and

WHEREAS, OEI desires to construct a commercial condominium building and other related improvements on a portion of said property (said building and other related improvements being hereinafter collectively referred to as the "Project"); and

WHEREAS, In connection with the Project, OEI desires to obtain an option from Riverwalk to license no less than one hundred and twenty five spaces (125) and up to one hundred forty-five (145) parking spaces on the Parking Lots for use by the owners/tenants of the Project; and

WHEREAS, Riverwalk desires to grant to OEI an option to license said parking spaces from Riverwalk on the terms and conditions set forth in this Option;

NOW, THEREFORE, in consideration for the sum of One Thousand Dollars (\$1,000.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged by Riverwalk, Riverwalk and OEI agree as follows:

1. Riverwalk hereby grants to OEI, and to its successors and assigns, an option to license no less than one hundred and twenty five spaces (125) and up to one hundred forty-five (145) parking spaces on the Parking Lots on the terms and conditions set forth in this Agreement (the "Option").

2. The term of this Agreement shall commence on the date of this Agreement (the "Effective Date") and shall expire on October 31, 2007, subject to the provisions of the next succeeding sentence. OEI shall have the right to extend the original term of this Agreement by two additional months to December 31, 2007 by notice given to Riverwalk on or before October 31, 2007. For the purposes of this Agreement, the original term, as the same may be extended, is hereinafter referred to as the "Option Term."

3. (a) (i) OEI shall have the right, at its sole discretion, to exercise the Option by notice given to Riverwalk at any time during the Option Term; said notice shall state that OEI has elected to exercise the Option and shall designate the number of parking spaces (not to be less than 125 nor exceed 145) that OEI desires to license. Upon the giving of such notice,

Riverwalk agrees to license to OEI the number of designated parking spaces on the terms set forth in Paragraph 4 below.

(ii) If the number of parking spaces designated in OEI's notice is less than one hundred forty-five (145), then OEI shall have the right, at its sole discretion, to license all or any portion of the Remaining Spaces (as herein defined) from time to time by notice given to Riverwalk at any time prior to expiration of the Parking Term (as defined in Paragraph 4(a)) on the same terms and conditions as set forth in Paragraph 4, except that the term of any such license or licenses shall expire as of the expiration of the Parking Term.

(iii) For the purposes of this Agreement, the term "Designated Spaces" shall mean the parking spaces designated by OEI in the notice given pursuant to clause (i) of this Paragraph 3(a), plus the parking spaces designated by OEI in any subsequent notice or notices given pursuant to clause (ii) of this Paragraph 3(a), and the term "Remaining Spaces" shall mean the parking spaces available to license from time to time after deducting the aggregate Designated Spaces from the original one hundred forty-five (145) parking spaces.

(b) Notwithstanding anything to the contrary contained in this Agreement, OEI shall have the right to terminate this Option Agreement at any time during the Option Term for any reason or for no reason by notice given to Riverwalk. In such event, this Option Agreement shall be deemed terminated and of no further force or effect as of the date on which Riverwalk receives said termination notice, and neither party shall have any further obligations or liabilities under this Agreement.

4. (a) If OEI exercises the Option, OEI shall have the right to license the Designated Spaces for five (5) years, commencing on the later to occur of (i) the first (1st) business day after Riverwalk's receipt of OEI's notice under clause (i) of Paragraph 3(a) or (ii) the date on which the first closing of a condominium unit in the Project occurs (such later date being hereinafter referred to as the "Commencement Date"), and expiring on the last day of the calendar month in which the fifth (5th) anniversary of the Commencement Date occurs (the "Parking Term").

(b) The monthly license fee during the Parking Term for the Designated Spaces shall be equal to the product of (i) the number of Designated Spaces licensed to OEI from time to time, multiplied by (ii) an amount which is equal to the Average Monthly Parking Rate of the Parking Lots, Custom House Parking Garage and Casco Bay Ferry Terminal Parking Garage. OEI shall pay said fee to Riverwalk on or before the fifth (5th) day of each calendar month, subject, however, to the provisions of Paragraph 4(c). The Average Monthly Parking Rate shall be set at the commencement of the Parking Term and shall be reset on July 1st of each year of the Parking Term.

(c) OEI shall have the right to allocate the Designated Spaces among the various condominium units of the Project. In such event, OEI shall have the right to request that Riverwalk enter into direct license agreements with the condominium unit owners and/or the tenants of such condominium units for their respective share of the Designated Spaces; said direct license agreements shall be for the balance of the Parking Term and shall be for the same Average Monthly Parking Rate per Designated Space. From and after the execution of said direct license agreements, Riverwalk acknowledges and agrees that OEI shall have no further obligations with respect to the Designated Spaces covered by the direct license agreements, and Riverwalk shall look solely to said condominium owners and/or tenants for payment of the monthly license fees with respect to their respective Designated Spaces.

Att. 2.7

5. All notices and other communications required or permitted under this Agreement shall be in writing and shall be given by certified mail, return receipt requested, or by nationally recognized overnight delivery service. Any such notice shall be deemed to be delivered upon (i) the date of actual receipt or (ii) if actual receipt is denied, the date on which receipt is denied. Any notice shall be addressed as follows: if to Riverwalk, to 2 Market Street, Suite 500, Portland Me 04101, to the attention of Drew Swenson; and if to OEI, to 280 Fore Street, Suite 202, Portland, Maine 04101 to the attention of Kevin Mahaney. Any party may change the address to which its future notices shall be sent by notice given as above, provided that change shall be effective only upon receipt.

6. This Agreement shall be binding upon and shall inure to the benefit of Riverwalk and OEI and their respective successors and assigns.

7. This Agreement shall be governed by the laws of the State of Maine.

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the Effective Date.

RIVERWALK, LLC

OLYMPIA EQUITY INVESTORS, IV, LLC

By: _____
Name:
Title:

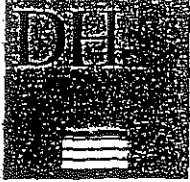
By: *Kevin Mahaney*

By: OEI Mgt Corp
Name: Kevin P Mahaney
Title: President

ATTACHMENT B

**Letter Requesting Ability to Serve
Sent to Portland Public Works**

Letter from Portland Public Works



AH.8.2

- SITE PLANNING AND DESIGN
- ROADWAY DESIGN
- ENVIRONMENTAL ENGINEERING
- PERMITTING
- AIRPORT ENGINEERING
- CONSTRUCTION ADMINISTRATION
- TRAFFIC STUDIES AND MANAGEMENT

October 26, 2005

Mr. Frank Brancely
City of Portland
55 Portland Street
Portland, Maine 04101

**Subject: Proposed Office Building
Fore Street, Portland, Maine
Letter of Ability to Serve**

Dear Frank:

DeLuca-Hoffman Associates, Inc. has been retained to prepare plans and permit applications/submissions for a proposed 65,000 square foot office building. As required by the reviewing authorities, we are writing to request a letter indicating the ability of the City of Portland to provide sanitary sewer capacity for the project.

Project Overview

The project will be located at the corner of Fore Street and Custom House Street.

Sanitary Sewer Service

Sanitary service for the project is proposed to be provided by connection to the existing sewer main in Fore Street. An 8-inch sewer line from that main will serve the proposed building.

Water Consumption

The proposed building is intended to be leased as office space, though tenant occupancy has yet to be finalized. Multiple tenants are anticipated and the exact water consumption that will occur is uncertain. It is anticipated between 150 and 200 employees may work in the office. Assuming a water usage rate of fifteen gallons per day per employee, this equates to approximately 2,250 to 3,000 gallons per day of sanitary sewerage from the proposed development. It is expected that the sanitary sewer component will be equivalent to the water usage and no water will be recycled.

Mr. Frank Brancely
October 26, 2005
Page 2

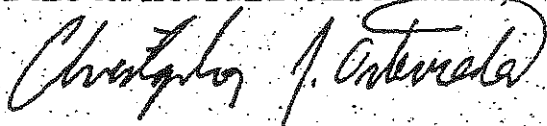
Letter of Ability to Serve

DeLuca-Hoffman Associates, Inc. is presently preparing design review submissions for City of Portland Site Plan Approval. Accordingly, we are requesting a letter from the City of Portland indicating the adequacy of the existing sanitary sewer infrastructure to serve this project.

Please contact our office with any questions you may have concerning this letter and request for ability to serve. We would like to include your letter of ability to serve with this submission. We appreciate your assistance in this matter and look forward to your response.

Sincerely,

DeLUCA-HOFFMAN ASSOCIATES, INC.



Christopher J. Osterrieder, P.E.
Senior Engineer

CJO/sq/JN2581/Brancely-10-26-05

Enclosure

c: Matt Wirth, PCI Architecture
Tim Levine, Olympia Equity Investors, Inc.



PORTLAND MAINE

Strengthening a Remarkable City, Building a Community for Life® www.portlandmaine.gov

Public Works Department
Michael J. Bobinsky, Director

23 November 2005

Mr. Christopher J. Osterrieder, P.E.
DeLuca-Hoffman Associates
77 Main Street, Suite 8,
South Portland, Maine 04106.

**RE: The Capacity to Handle an Anticipated Increase in Wastewater Flows,
from the Proposed Custom House Square Office Building, at 300 Fore Street, Portland, Maine.**

Dear Mr. Osterrieder:

The existing fifteen inch diameter, vitrified clay sanitary sewer pipe, located in Fore Street has adequate capacity to **transport**, while The Portland Water District sewage treatment facilities, located off Marginal Way, have adequate capacity to **treat** the anticipated wastewater flows of **4,875 GPD**, from your proposed Office Building.

<u>Anticipated Wastewater Flows from the Proposed Office Building:</u>	
One Proposed 65,000 S.F. Office Building / 1000 x 5 x 15	= <u>4,875 GPD</u>
Total Proposed Increase in Wastewater Flows for this Project	= 4,875 GPD

The City combined sewer overflow (C.S.O.) abatement consent agreement, with the U.S.E.P.A. and the Maine D.E.P., requires C.S.O. abatement, as well as storm water mitigation, in order to offset any increase in sanitary flows, from all projects.

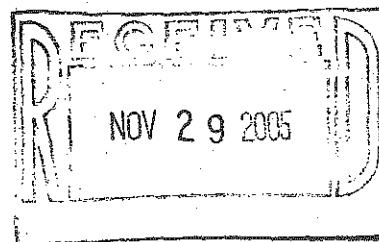
If The City can be of further assistance, please call 874-8832.

Sincerely,
CITY OF PORTLAND

Frank Brancely
Frank J. Brancely, B.A. M.A.
Senior Engineering Technician

FJB/cmm

cc: Alexander Q. Jaegerman, Acting Co-Director, Department of Planning, and Urban Development, City of Portland
William B. Needleman, Planner, Department of Planning, and Urban Development, City of Portland
Eric Labelle, P.E., City Engineer, City of Portland
Bradley A. Roland, P.E., Environmental Projects Engineer, City of Portland
Stephen K. Harris, Assistant Engineer, City of Portland
Jane Ward, Administrative Assistant, City of Portland
Desk file



O:\Engshare\FJB\Ccapacity Letters\Fore Street 300
C:\Frank\A\Ccapacity Letters\Fore Street 300

ATTACHMENT C

**Letter Requesting Ability to Serve
Sent to Portland Water District**

Letter from Portland Water District



DeLUCA-HOFFMAN ASSOCIATES, INC.
CONSULTING ENGINEERS

778 MAIN STREET
SUITE 8
SOUTH PORTLAND, MAINE 04106
TEL 207 775 1121
FAX 207 879 0896

- 17-11-0-0
- SITE PLANNING AND DESIGN
 - ROADWAY DESIGN
 - ENVIRONMENTAL ENGINEERING
 - PERMITTING
 - AIRPORT ENGINEERING
 - CONSTRUCTION ADMINISTRATION
 - TRAFFIC STUDIES AND MANAGEMENT

October 26, 2005

Mr. Dave Coffin
Portland Water District
225 Douglass Street
P.O. Box 3553
Portland, Maine 04104-3553

**Subject: Proposed Office Building
300 Fore Street, Portland, Maine
Letter of Ability to Serve**

Dear Dave:

DeLuca-Hoffman Associates, Inc. has been retained to prepare plans and permit applications/submissions for a proposed 65,000 square foot office building. As required by the reviewing authorities, we are writing to request a letter indicating the ability of the Portland Water District to serve the project.

Project Overview

The project will be located at the corner of Fore Street and Custom House Street.

Water Supply Service

Water supply service for the project is proposed to be provided by connection to the existing main in Fore Street.

Water Consumption

The proposed building is intended to be leased as office space, though tenant occupancy has yet to be finalized. Multiple tenants are anticipated and it is uncertain as to the exact water consumption that will occur. It is anticipated that between 150 and 200 employees may work in the office. Assuming a water usage rate of fifteen gallons per day per employee, this equates to approximately 2,250 to 3,000 gallons per day for the proposed development.

Mr. Dave Coffin
October 26, 2005
Page 2

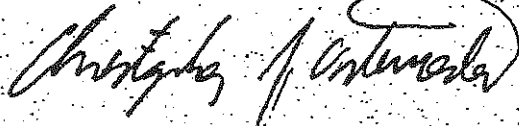
Letter of Ability to Serve

DeLuca-Hoffman Associates, Inc. is presently preparing design review submissions for City of Portland Site Plan Approval. Accordingly, we are requesting a letter from the District indicating the adequacy of the existing off-site water supply infrastructure to serve this project, and a copy of any new construction specifications that the District requires.

Please contact our office with any questions you may have concerning this letter and request for ability to serve. We would like to include your letter of ability to serve with this submission. We appreciate your assistance in this matter and look forward to your response.

Sincerely,

DeLUCA-HOFFMAN ASSOCIATES, INC.



Christopher J. Osterrieder, P.E.
Senior Engineer

CJO/sq/JN2581/Coffin-10-26-05

Enclosure

c: Matt Wirth, PCI Architecture
Tim Levine, Olympia Equity Investors, Inc.



Att. O. B. 43

Portland Water District
FROM SEBAGO LAKE TO CASCO BAY

October 27, 2005

Mr. Christopher J. Osterrieder, P.E.
DeLuca-Hoffman Assoc., Inc.
778 Main Street
So. Portland, Maine 04106

Re: 300 Fore St, Portland

Dear Sir:

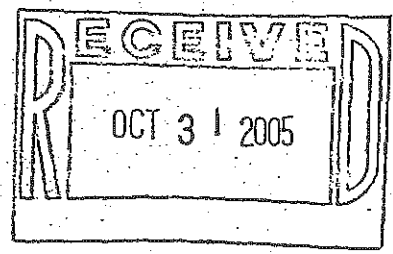
The Portland Water District has a 6" water main in Fore Street and an 8" water main in Custom House Street, Portland, near the proposed site. The water main connects to Franklin Street, runs down Fore Street dead ending at Custom House Street then proceeds down Custom House Street to Commercial Street. A test on a nearby hydrant produced the following results: static pressure 89 psi; pito pressure 47 psi; with a flow of 1150 gpm. With these results in mind, the District feels we have sufficient capacity available to serve this proposed project and meet all normal fire protection and domestic water service demands. **Please notify your plumber of these results so that they can design your system to best fit the available pressure.**

The Districts policy is to have separate fire and domestic services from the water main to the street line and a second valve on the fire service if the water main in the street is over 50 years old (Fore and Custom House are older than 50 years). With certification by the developer that all required permits have been received, we look forward to serving this project.

Sincerely,

PORTLAND WATER DISTRICT

David W. Coffin, PLS
Engineering Supervisor



CITY OF PORTLAND, MAINE
HISTORIC PRESERVATION BOARD

119

Cordelia Pitman, Chair
John Turk, Vice Chair
Marc Belanger
Kimberley Geyer
Edward Hobler
Steve Sewall
Susan Wroth

June 15, 2005

Jim Brady
Olympia Equity Investors Inc.
50 Monument Square
Portland, Maine 04101

Re: Proposed Addition to Blake Block Complex—corner of Fore and Custom House Streets

Dear Mr. Brady:

On June 1, 2005, the City of Portland's Historic Preservation Board voted 6-0 (Pitman absent) to approve your application for a Certificate of Appropriateness for a building addition to the existing Blake Block complex, to be located at the corner of Fore and Custom House Streets.

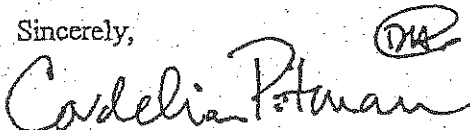
Board approval was made subject to the following condition:

- Final plans and specifications for HVAC equipment, lighting and building and/or tenant signage to be submitted to staff for review and approval. At staff's discretion, these items may be forwarded to the Board for review.

All improvements shall be carried out as shown on the plans and specifications submitted for the 6/1/05 public hearing and/or as described above. Changes to the approved plans and specifications and any additional work that may be undertaken must be reviewed and approved by this office prior to construction, alteration, or demolition. If, during the course of completing the approved work, conditions are encountered which prevent completing the approved work, or which require additional or alternative work, you must apply for and receive a Certificate of Appropriateness or Non-Applicability PRIOR to undertaking additional or alternative work.

This Certificate is granted upon condition that the work authorized herein is commenced within twelve (12) months after the date of issuance. If the work authorized by this Certificate is not commenced within twelve (12) months after the date of issuance or if such work is suspended in significant part for a period of one year after the time the work is commenced, such Certificate shall expire and be of no further effect; provided that, for cause, one or more extensions of time for periods not exceeding ninety (90) days each may be allowed in writing by the Department.

Sincerely,



Cordelia Pitman, Chair
Historic Preservation Board

cc: Tim Levine, Olympia Equity ✓
David Lloyd, Archetype

111. 10 11

ATTACHMENT E

Geotechnical Report by S. W. Cole Engineering, Inc.

1711. 10. 2

**GEOTECHNICAL ENGINEERING SERVICES
PROPOSED CUSTOM HOUSE SQUARE BUILDING
(W. L. BLAKE ADDITION #2)
CUSTOM HOUSE AND FORE STREETS
PORTLAND, MAINE**

05-0079 February 1, 2006

Prepared for:
OEI IVb, LLC
Olympia Equity Investors
Attn: Mr. Tim Levine
280 Fore Street, Suite 202
Portland, Maine 04101

Prepared by:



286 Portland Road
Gray, Maine 04039

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Attachment A	Limitations
Sheet 1	Exploration Location Plan
Sheets 2 through 6	Boring Logs
Sheets 7 and 8	Rock Core Logs
Sheet 9	Key to Notes and Symbols used on Logs
Appendix A	Previous Test Boring (2000)

AH. 10.4

05-0079

February 1, 2006

OEI IVb, LLC
Olympia Equity Investors
Attention: Mr. Tim Levine
280 Fore Street, Suite 202
Portland, Maine 04101

Subject: Geotechnical Engineering Services
Proposed Custom House Square Building
(W.L. Blake Building Addition #2)
Custom House and Fore Streets
Portland, Maine

Dear Mr. Levine:

In accordance with our Proposal dated January 28, 2005, we have made a subsurface investigation and geotechnical evaluation at the above referenced site. We received authorization to proceed on September 12, 2005. A draft report was provided for your review and comment on November 4, 2005. This report summarizes our findings and geotechnical recommendations and its contents are subject to the limitations set forth in Attachment A.

1.0 INTRODUCTION

1.1 Scope of Work

The purpose of our work was to obtain subsurface information in order to develop geotechnical recommendations for foundations associated with the proposed construction. Our scope included interior and exterior test boring explorations, a review of subsurface information obtained during a previous building addition, a geotechnical evaluation of the subsurface findings relative to the proposed construction and preparation of this report.

1.2 Proposed Construction

As discussed, we understand development plans call for construction of a new five-story office building on the site. We understand the building will be steel-framed with a

basement floor elevation 11.5 feet (project datum). As discussed, we anticipate the building will be founded on pile-supported foundations. Detailed structural loading information is not available at the time of this report.

2.0 EXPLORATION AND TESTING

2.1 Exploration

Five test borings (B-201 through B-205) were made at the site on October 25 and 26, 2005. The test borings were made by Northern Test Boring of Gorham, Maine working under subcontract to S. W. COLE ENGINEERING, INC. The exploration locations were selected and established by S. W. COLE ENGINEERING, INC. based upon site access limitations, underground utility constraints and our understanding of the proposed construction. The approximate exploration locations are shown on the "Exploration Location Plan" attached as Sheet 1. Logs of explorations are attached at Sheets 2 through 6. Rock cores were obtained at test borings B-201 and B-202. Rock core logs are attached as Sheets 7 and 8. A key to the notes and symbols used on the logs is attached as Sheet 9.

Five test borings (B-1 through B-5) were made by S. W. COLE ENGINEERING, INC. for the first addition to the Blake Building in February 2000. A plan showing the locations of these test boring, as well as the logs of these test borings, are attached as Appendix A.

2.2 Testing

The soils were sampled using a split spoon sampler and Standard Penetration Test (SPT) methods. SPT results are shown on the logs. Soil samples obtained from the test borings were returned to our laboratory for further visual classification.

3.0 SITE AND SUBSURFACE CONDITIONS

3.1 Site Conditions

The site is bounded by Fore Street (at about elevation 22) to the west, Custom House Street (elevation varies adjacent to the proposed construction from about 22 feet to 18 feet) to the south, the W.L.Blake Building to the east and the Fore Street Restaurant and a paved parking lot (at about elevation 13) to the north. Elevations are based on the project datum, as shown on the boundary and topographic survey prepared by Owen Haskell Inc.

The area proposed for the new office building is currently occupied by a one and two story masonry structure and paved loading ramp. The masonry structure has visible signs of step-cracking associated with structural distress caused by foundation settlement. The existing interior concrete slab is uneven, in relatively poor condition and shows signs of settlement related distress. The existing concrete floor is at an elevation of about 13 feet. The west wall of the existing masonry structure along Fore Street is a massive concrete retaining wall about 9 feet high.

3.2 Subsurface Conditions

Borings B-201 through B-203 were conducted adjacent to the large retaining wall at the edge of Fore Street. Below about 5 inches of concrete, these borings encountered 6 to 8 feet of loose dark brown to black silty sand with various amounts of brick and gravel (fill) overlying dense brown gravelly sand with some silt (native) overlying probable bedrock surfaces at about 9 to 9 ½ feet below the existing ground surface. It should be noted that an approximate 6-inch void was encountered directly below the concrete slab in boring B-202. Rock cores were obtained at borings B-201 and B-202. The rock cores indicate that the upper 3 feet of the bedrock is highly weathered and fractured with an RQD of 0%. An approximate 8-inch void was encountered within the upper 3-foot weathered zone of the bedrock at boring B-201. Below the 3-foot weathered zone, the bedrock core encountered gray Carbonaceous Pelite with an RQD of 91%.

Borings B-204 and B-205 were conducted between proposed column lines D and E (see Sheet 1), about 50 and 70 feet from the edge of Fore Street, respectively. Boring B-204 was conducted in an existing paved access drive area and B-205 was conducted inside the existing building adjacent to the northerly wall line. Boring B-204 encountered about 4.5 inches of asphalt overlying about 3 feet of medium dense base gravel overlying 2 feet of medium dense subbase gravel overlying loose dark brown to black silt and fine sand with varying amounts of brick and gravel. Boring B-205 encountered about 6 inches of concrete overlying the loose dark brown to black silty sand (fill) soils. Underlying the dark brown to black silty sand (fill), at depths of about 9 feet from the ground surface, borings B-204 and B-205 encountered very loose black silt and wood to depths of about 22 and 16 feet from the ground surface, respectively. Several buried wooden logs were encountered in these test borings with diameters estimated to range from 12 and 18 inches. The buried wood may be relic wood cribbing

or relic timber piles. The layer of buried wood and silt overlies light brown gravelly silt and sand (likely native soils) overlying refusal surfaces at depths of about 21 to 25 feet.

S. W. COLE ENGINEERING, INC. performed geotechnical explorations for the recent building addition on easterly side of the proposed construction. Borings B-3 through B-5 encountered similar conditions as B-204 and B-205. These borings encountered loose to very loose dark brown to black silty fill soils with wood and bricks to depths of 14 to 19 feet below the ground surface overlying medium dense to dense native brown silty sand with some gravel overlying refusal surfaces at depths of about 23 to 31 feet below the ground surface. Buried wood was also encountered at boring B-4.

Refer to the boring and rock core logs, attached as Sheets 2 through 8 and in Appendix A for more detailed descriptions of the subsurface findings at the exploration locations.

3.3 Groundwater Conditions

At the time of drilling, groundwater was observed at depths of about 9 feet below the ground surface. After removing the casing from the explorations, the holes generally caved at about 5 to 6 feet from the ground surface with no free water within the hole. It should be noted that groundwater levels likely fluctuate in response to nearby tidal water levels.

3.4 Seismic and Frost Conditions

According to IBC 2003, we interpret the subsurface conditions to correspond to a Seismic Site Class E. The design freezing index for the Portland, Maine area is approximately 1250 Fahrenheit-Degree-Days, which corresponds to a frost penetration on the order of 4.5 feet.

4.0 EVALUATION AND RECOMMENDATIONS

4.1 General Findings

Based on the findings at the exploration locations and our understanding of the proposed project, it is our opinion the proposed construction appears feasible from a geotechnical standpoint provided the proposed building addition is founded on pile-supported foundations. As discussed, it may be feasible to support the foundations along Fore Street on spread footing bearing on clean, sound intact bedrock provided excavations can be successfully completed to fully penetrate the upper 3-foot

weathered zone of bedrock. As discussed, the top 3 feet of bedrock encountered adjacent to Fore Street is very poor quality and voids were encountered within the bedrock. The rock in this area will need to be improved by either 1) pressure grouting (pile supported foundations) or 2) excavation and removal of unsuitable rock (spread footing foundations). Alternatively, a drilled pipe pile set at least 5 feet into the rock and filled with high strength concrete could be used to support the foundations adjacent to Fore Street.

It should be noted that the spoils generated from excavation of existing soils will not be suitable for reuse on site with the exception of the gravels found beneath the existing paved loading dock ramp area. In addition, based on our experience in the area and the results from our recent and previous exploration work, the excavated soils may have some level of contamination requiring special disposal at an approved disposal facility.

4.2 Foundations

4.2.1 Pile Foundations

Considering the subsurface conditions encountered and our understanding of the proposed construction, we recommend foundation support of the proposed building be derived from steel H-Piles with cast driving tips driven to end-bearing on bedrock. Grade beams, pile caps and foundations exposed to freezing temperatures should extend at least 4.5 feet below exterior finished grade for frost protection or be insulated with foundation insulation to provide adequate frost protection. Since large wooden obstructions were observed in the test borings, piles must be designed to withstand the driving forces. Additionally, it should be anticipated that some piles will shift laterally during driving or may need to be relocated to overcome below grade obstructions.

Considering the voids encountered within upper 3 feet of the bedrock adjacent to Fore Street, the bedrock in this area will need to be improved if driven piles are utilized. In general, a grout subcontractor could place a high strength epoxy grout within the top 3 feet of bedrock at proposed pile cap locations adjacent to Fore Street to fill any voids or fractures that may exist. The grout should have a minimum compressive strength of 10,000 psi. In general, placing epoxy grout to improve subsurface bedrock is costly; therefore, we recommend that consideration be given to installing concrete filled steel pipe pile adjacent to Fore Street, drilled at least 5 feet into bedrock.

Based on our understanding of the project, we offer the following pile sections and allowable axial compressive capacities for design consideration. The allowable axial capacities have been reduced to allow for 1/8-inch corrosion of the pile section.

PILE SECTION ASTM A572 Grade 50	ALLOWABLE AXIAL COMPRESSIVE PILE CAPACITY (1/8" Corrosion Allowance)
HP10 x 57	80 kips
HP12 x 53	80 kips
5-inch diameter concrete filled pipe pile	40 kips
NOTE 1: Axial capacity based up 1/8" corrosion reduction in steel and working stress not exceeding 16.7 ksi. NOTE 2: Pipe piles should be filled with concrete with a minimum compressive strength of 5,000 psi.	

Post-construction settlement of piles driven to practical refusal on sound bedrock or drilled and socketed into sound bedrock should not exceed 1/2-inch; elastic shortening of the pile should be evaluated on a pile cap by pile cap basis, as deemed necessary by the structural engineer. Considering the depth to bedrock, our experience on the site and a bottom of pile cap elevation of 4.5 feet below exterior grades, we anticipate pile lengths could likely vary from about 5 to 35 feet. Piles should be spaced a minimum of two pile diameters, center-to-center, but not less than 24 inches. We recommend that pile caps and grade beams be underlain with 8 inches of compacted crushed stone to help provide a stable working surface during construction.

For pile caps backfilled with properly compacted Structural Fill (clean, free-draining sand and gravel), we recommend a passive earth pressure of 325 pcf (equivalent fluid) for design consideration. Additional lateral resistance can be provided by grade beams between the pile caps, as deemed necessary by the structural engineer.

The pile-driving contractor should submit information on the pile driving equipment and proposed 'set' or stop driving criteria to S. W. COLE ENGINEERING, INC. prior to the start of pile driving activities. S. W. COLE ENGINEERING, INC. should be on-site during the driving of piles to maintain pile-driving records and to monitor vibrations due to driving.

Vibrations from pile driving activities can adversely affect adjacent structures. We recommend that a pre-driving survey be done on structures adjacent to the proposed project. The pre-driving survey should include photographs and the installation of crack monitors as appropriate to establish a baseline prior to the start of pile driving activities.

The IBC 2003 requires that pile load tests be performed on piles with design capacities over 40 tons (80 kips). Considering the recommended pile capacities are 80 kips or less, pile load testing will not be required. However, based on our experience in the City of Portland, we recommend that a pile driving summary plan and letter, stamped by a Maine Professional Engineer, stating that the piles were installed according to the recommendations in the geotechnical report, be prepared to meet the Special Inspections requirements of the City.

4.2.2 Spread Footing Foundations

Based on the subsurface findings and our understanding of the proposed construction, spread footing foundations bearing on sound bedrock may be considered adjacent to the existing retaining wall supporting Fore Street. As discussed, excavation of the existing soils has certain limitations including: possible undermining of the existing Fore Street retaining wall foundation, unearthing potentially contaminated soils and excavating below the groundwater table. If this option is considered, we recommend the contractor conduct several test pit exploration adjacent to the existing retaining wall to assess subsurface and foundation conditions after the existing building has been demolished.

If spread footings are utilized, excavation of all soils and weathered bedrock to expose clean, sound, intact bedrock will be required (likely about 12 feet below existing grade). The excavations will likely need shoring and the existing retaining wall may need bracing or require underpinning. For spread footing foundations bearing on clean, sound, intact bedrock, we recommend a net allowable bearing capacity of 10 ksf. S. W. COLE ENGINEERING, INC. should be retained to observe subgrades prior to placing new concrete or fill.

4.3 Excavation Work

An erosion control system should be instituted prior to any construction activity at the site to help protect adjacent drainage ways.

Wet to saturated soil conditions will likely be encountered in the foundation excavations. In our opinion, ditching with sump and pump dewatering techniques should be adequate to control groundwater in excavations less than about 6 feet deep. We recommend placing at least 8 inches of crushed stone at the base of pile cap and grade beam excavations to act as a drainage media and working mat.

Deeper excavations, such as for utilities or for spread footing foundations (if utilized), will likely require braced sheeting for groundwater cutoff and excavation stability. A crushed stone working mat will likely also be needed at the base of utility excavations to provide a stable working surface. A geotextile fabric should be used below the crushed stone to help separate the stone and subgrade soils and help stabilize the subgrade.

In any case, all excavations must be properly shored and/or sloped in accordance with OSHA trenching regulations to prevent sloughing and caving of the sidewalls during construction. Excavations adjacent to existing buildings must be properly shored and underpinned as necessary to prevent undermining of the existing structures.

4.4 Foundation Drainage

We recommend that a perimeter foundation drainage system be provided near pile cap subgrade around the exterior side of the proposed building. The underdrain pipe may consist of 4-inch diameter perforated foundation drain with a filter sock bedded in free-draining sand meeting the requirements of MDOT 703.22 Type B Underdrain Sand. The underdrain must be placed at least 4.5 feet below exterior finish grades to provide frost protection and have a positive gravity outlet protected from freezing temperatures and backflow.

4.5 Slab-On-Grade Floors

Based on our observations of the existing concrete floor, the presence of voids below the slab and our understanding of the proposed construction, we recommend that the existing floor be completely removed. The underlying soils are not suitable for direct support of slab-on-grade floors, therefore we recommend that the existing soils be overexcavated to a depth of least 18 inches below proposed floor slabs and replaced with compacted Structural Fill overlying a woven geotextile fabric, such as Mirafi 500X, placed on exposed subgrades. It should be noted that the subsurface soils have a high organic content and may continue to settle after construction is complete resulting in unlevel floors and possibly voids below the slab. If post construction settlement of the

on-grade floor slabs is not tolerable, we recommend the on-grade floor slabs be pile supported.

We recommend that a 15-mil vapor retarder be placed directly below concrete slab-on-grade floors. The vapor retarder should have a permeance that is less than the floor covering being applied on the slab and should be installed according to the manufacturer's recommended methods including taping all joints and wall connections. Flooring suppliers should be consulted relative to acceptable vapor barrier systems for use with their products. The vapor barrier must have sufficient durability to withstand direct contact with the subslab fill and construction activity.

We recommend that control joints be installed within slabs-on-grade to accommodate shrinkage in the concrete as it cures. In general, control joints are usually installed at 10 to 15 foot spacing; however, the actual spacing of control joints should be determined by the structural engineer. We recommend that all slabs be wet-cured for a period of at least 7 days after casting as a measure to reduce the potential for curling of the concrete and excessive drying/shrinkage. We further recommend that consideration be given to using a curing paper or curing compound after the wet-cure period to improve the quality of the completed floor.

4.6 Backfill and Compaction

The existing fill soils are unsuitable for backfill against foundations or for reuse below slab and paved areas. The existing pavement gravels may be reused as compacted fills below on-grade floor slabs to form a casting bed for construction of the floor slabs and as backfill for interior foundations not exposed to freezing temperatures.

Crushed stone placed as a working mat below pile caps, grade beams at utility trenches should be clean, washed $\frac{3}{4}$ -inch minus Crushed Stone Drainage Aggregate meeting the gradation requirements for MDOT 703.23 Underdrain Type C.

We recommend backfill of foundation exposed to freezing, interior foundation backfill and fill below on-grade floor slabs consist of clean, free-draining, sand and gravel meeting the gradation requirements for Structural Fill, as given below:

Structural Fill	
Sieve Size	Percent Finer by Weight
4 inch	100
3 inch	90 to 100
¼ inch	25 to 90
No. 40	0 to 30
No. 200	0 to 5

Fill should be placed in horizontal lifts and be compacted. Lift thickness should be generally limited to between 6 to 12 inches, as appropriate for the compaction equipment being used, such that the desired density is achieved throughout the lift thickness with 3 to 5 passes of the compaction equipment. Foundation backfill and fills placed beneath slabs, paved areas and walkways should be compacted to at least 95 percent of its maximum dry density as determined by ASTM D-1557 (Modified Proctor). Crushed stone below pile-supported foundations should be compacted to provide stable access for foundation construction crews and stable subgrades for concrete placement.

4.7 Entrance Slabs

Entrance slabs at door openings should be designed to reduce the effects of differential frost action. We recommend that exterior entrance slabs be underlain with a minimum of 4.5 feet of Structural Fill extending beneath the entire width and length of entrance slab. The thickness of Structural Fill below the entrance slab should transition up to adjacent pavement subbase at a 3H:1V slope or flatter. This is to help avoid abrupt, differential heaving. All adjacent paved and grassed areas should be sloped to promote drainage away from the building periphery.

4.8 Weather Considerations

If foundation construction takes place during cold weather, subgrades, foundations, and concrete must be protected during freezing conditions. Concrete must not be placed on frozen soil and once placed, the soil and concrete must be protected from freezing. Further, the on-site fills are moisture sensitive and as such exposed soil surfaces will be susceptible to disturbance during wet conditions. Consequently, sitework and construction activities should take appropriate measures to protect exposed soils, particularly when wet.

4.9 Construction Testing

S. W. COLE ENGINEERING, INC. should be retained to provide testing and observation services during the excavation, pile driving and foundation phases of construction. This is to observe compliance with the design recommendations, drawings and specifications and to allow design changes in the event that subsurface conditions are found to differ from those anticipated prior to the start of construction.

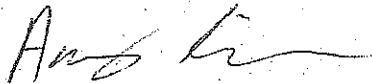
S. W. COLE ENGINEERING, INC. is available to assist in conducting a pre-pile driving survey, provide pile driving vibration monitoring, observe pile installation, and to test soil, concrete, asphalt, steel, spray-applied fireproofing and masonry construction materials.

5.0 CLOSURE

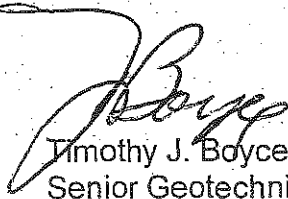
S. W. COLE ENGINEERING, INC. should be engaged to review the sitework and foundation design drawings to confirm that our recommendations have been appropriately interpreted and implemented. We look forward to working with you as the design progresses and during the construction phase.

Sincerely,

S. W. COLE ENGINEERING, INC.

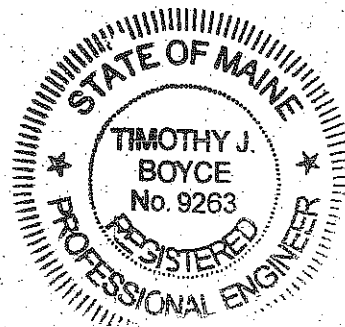


Andrew R. Simmons, P.E.
Geotechnical Engineer



Timothy J. Boyce, P.E.
Senior Geotechnical Engineer

ARS-TJB:tjb/pfb



Att. 12

Sue Quinlan

From: Chris Osterrieder
Sent: Monday, February 13, 2006 10:52 AM
To: Sue Quinlan (SQuinlan@DelucaHoffman.com)
Subject: 2581 - Exhibit 6 Attachment E

-----Original Message-----

From: Marge Schmuckal [mailto:MES@portlandmaine.gov]
Sent: Thursday, January 26, 2006 11:02 AM
To: WBN@portlandmaine.gov
Subject: 300 Fore Street

Bill,
I have reviewed the information submitted with this site plan application #2005-0247. This property is located within the B-3 Business Zone, a Historic District and a PAD Encouragement area.

The B-3 Zone under section 14-220(c) states that the streetwall build-to line shall be located within 5 feet of the property line or the planning board may approve more of a setback under 14-526(a)(16). The plans are showing maximum setback of 8.35 feet at the corner of Custom House and Fore Streets. The planning board is required to approve the additional setback as stated.

A maximum height of 65 feet is required in this area. Based on the information supplied by A. Matthew Wirth, project manager for PCI Architecture, the maximum height from average grade will be 64' 10". The final submitted building plans shall reflect the same before final sign off. I am sure code enforcement shall require independent in-field verification of this height.

This building will be approximately 68,836 square feet. Under section 14-332(t) the planning board is empowered to assess the parking requirements on this project.

All other B-3 zoning requirements are being met.

Marge Schmuckal
Zoning Administrator

EXHIBIT 7SOLID WASTE**7.0 Overview**

This Exhibit provides the estimates, the use of recycling, the transport and disposal of solid waste which will be generated by the construction and operation of the proposed development.

7.1 Solid Wastes Generated During Construction of the Site Work

Minimal solid wastes are anticipated during construction of the proposed building renovations and additions.

The contractor will be provided the following options for waste disposal:

- Transport to Riverside Transfer Station in Portland, Maine or another licensed facility.

7.2 Solid Wastes Generated from the Operation of the Development

Cardboard from packaging will be compressed and privately hauled off. A trash room will be provided for miscellaneous office wastes and will be maintained by a private waste hauler on a regular basis. The development is expected to generate less than 3 cubic yards of solid waste per week.

EXHIBIT 8

SURFACE DRAINAGE AND RUNOFF

8.0 Introduction

DeLuca-Hoffman Associates, Inc. has completed a rudimentary summary of stormwater runoff and its impacts as a result of the proposed improvements. The development includes the construction of a new building in place of areas of existing pavement. Currently, a catch basin structure exists within the paved area of the project site. This will be removed as a result of the building construction, though the proposed roof drain system will likely utilize the existing drainage network. This proposed development should result in no impact to the volume of runoff leaving the site. As a result, no specific measures for quantity control are offered in the current proposal.

No water quality measures are proposed as part of this project since no parking will be provided and runoff from rooftop surfaces is generally not considered to be a significant source of stormwater pollution.

8.1 Existing Conditions

The site is located at the intersection of Fore Street and the easterly side of Custom House Street in Portland, Maine and consists of a concrete block structures, an access driveway, and existing pavement at the rear of the existing W.L. Blake building. All of the runoff from the site drains to a catch basin which enters a closed storm drain system on the adjacent property to the east.

The site is 100% impervious so any hydrological characteristics of the surficial soils would not factor into the runoff potential of the site.

Based on the National Wetlands Inventory for Portland, Maine (north) region, there are no mapped wetlands shown in this area.

8.2 Proposed Conditions

The proposed project consists of the construction of new building which will occupy the balance of the available land of the OEI IV parcel. The proposed building development not will result any new impervious surface. Reconstruction of the adjacent sidewalks will not affect the existing drainage patterns.

8.3 Conclusion

The proposed development will not increase the volume of runoff from the site and therefore will not impact stormwater quantity or adjacent facilities. No new parking will be created and the existing paved surface will be replaced by building rooftop, which will not have impacts on stormwater quality. The proposed development will not have any impacts on surface drainage or runoff.

AA 15.

EXHIBIT 9

TEMPORARY AND PERMANENT EROSION AND SEDIMENTATION CONTROL

9.0 Overview

In general the only necessary temporary erosion control measure necessary will be the limited use of a Dirtbag™ for construction dewatering. The existing site is impervious and will predominantly remain so through construction. The potential for erosion and sedimentation from the project site will not be a factor, given the density and limited potential for exposure of denude surfaces.

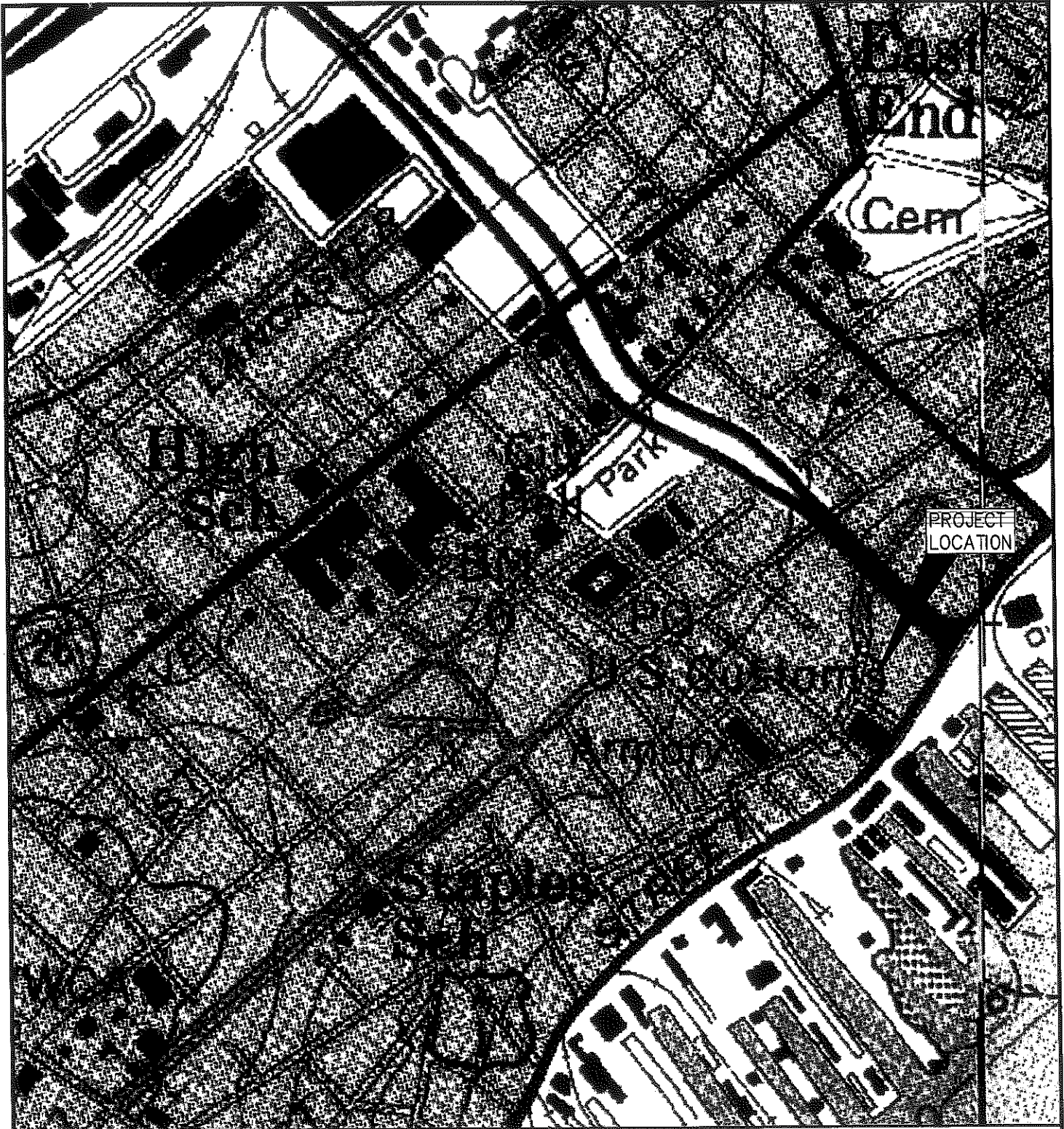
AH 16

EXHIBIT 10

LANDSCAPE PLAN

10.0 Overview

Given the proposed intensity of the development, no formal landscaping is proposed for this project. Given the location of the existing concrete-encased duct bank and the need to offset proposed street lighting, there is insufficient room to provide street trees and associated landscaping while maintaining a viable pedestrian accessible route, which is a targeted goal of the Pedestrian Activities District.



**CUSTOM HOUSE SQUARE
OFFICE BUILDING**

USGS LOCATION MAP

DH



DeLuca-Hoffman Associates, Inc.

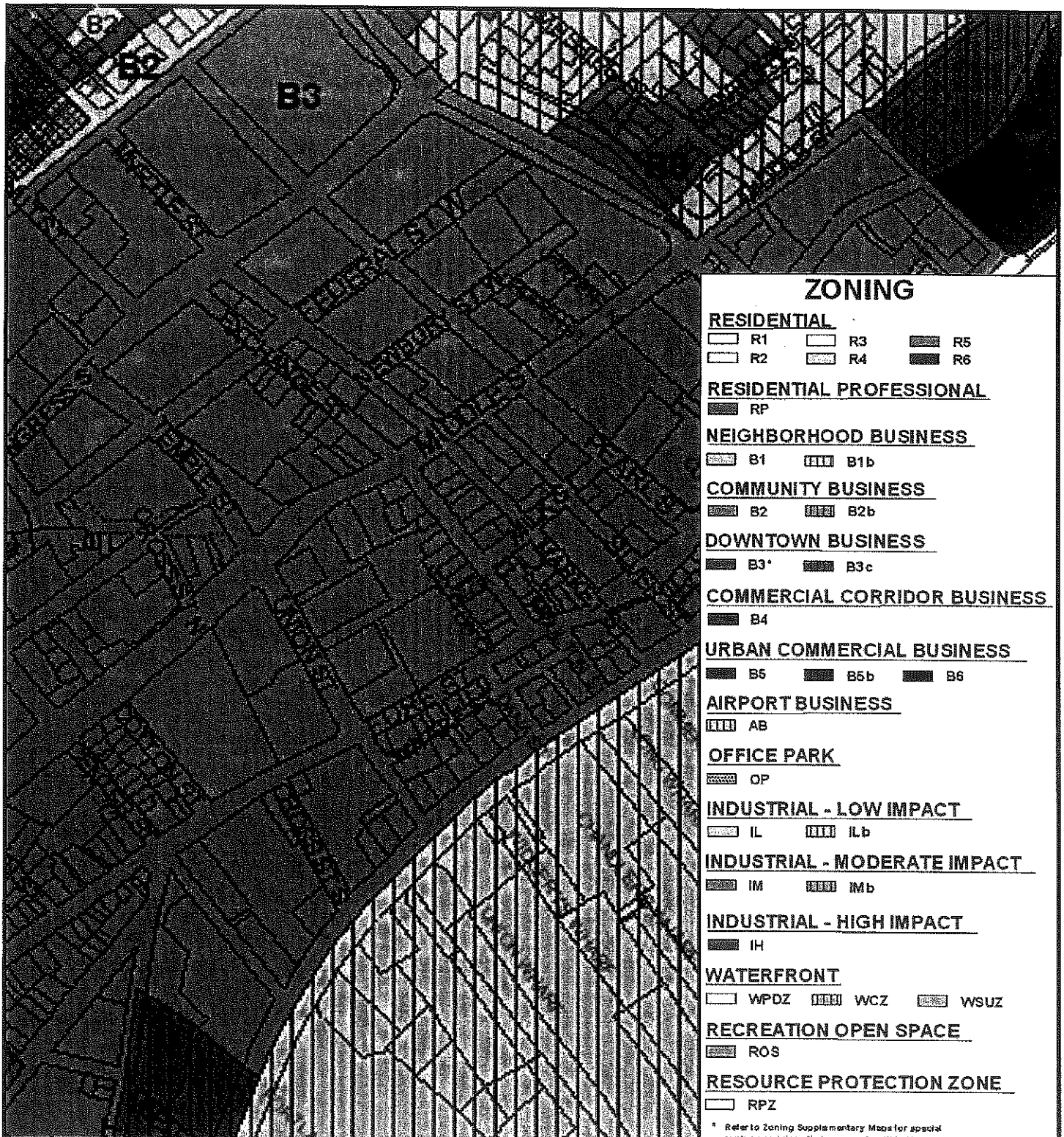
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DRAWN:	LECJ	DATE:	11.03.05
DESIGNED:	CJO	SCALE:	1"=500'
CHECKED:	CJO	JOB NO.	2581
FILE NAME:	2581-USGS		

FIGURE

1

AH.17.2



ZONING

RESIDENTIAL		
R1	R3	R5
R2	R4	R6
RESIDENTIAL PROFESSIONAL		
RP		
NEIGHBORHOOD BUSINESS		
B1	B1b	
COMMUNITY BUSINESS		
B2	B2b	
DOWNTOWN BUSINESS		
B3*	B3c	
COMMERCIAL CORRIDOR BUSINESS		
B4		
URBAN COMMERCIAL BUSINESS		
B5	B5b	B6
AIRPORT BUSINESS		
AB		
OFFICE PARK		
OP		
INDUSTRIAL - LOW IMPACT		
IL	ILb	
INDUSTRIAL - MODERATE IMPACT		
IM	IMb	
INDUSTRIAL - HIGH IMPACT		
IH		
WATERFRONT		
WPDZ	WCZ	WSUZ
RECREATION OPEN SPACE		
ROS		
RESOURCE PROTECTION ZONE		
RPZ		

* Refer to Zoning Supplementary Maps for special zoning provisions that may apply within the zone.

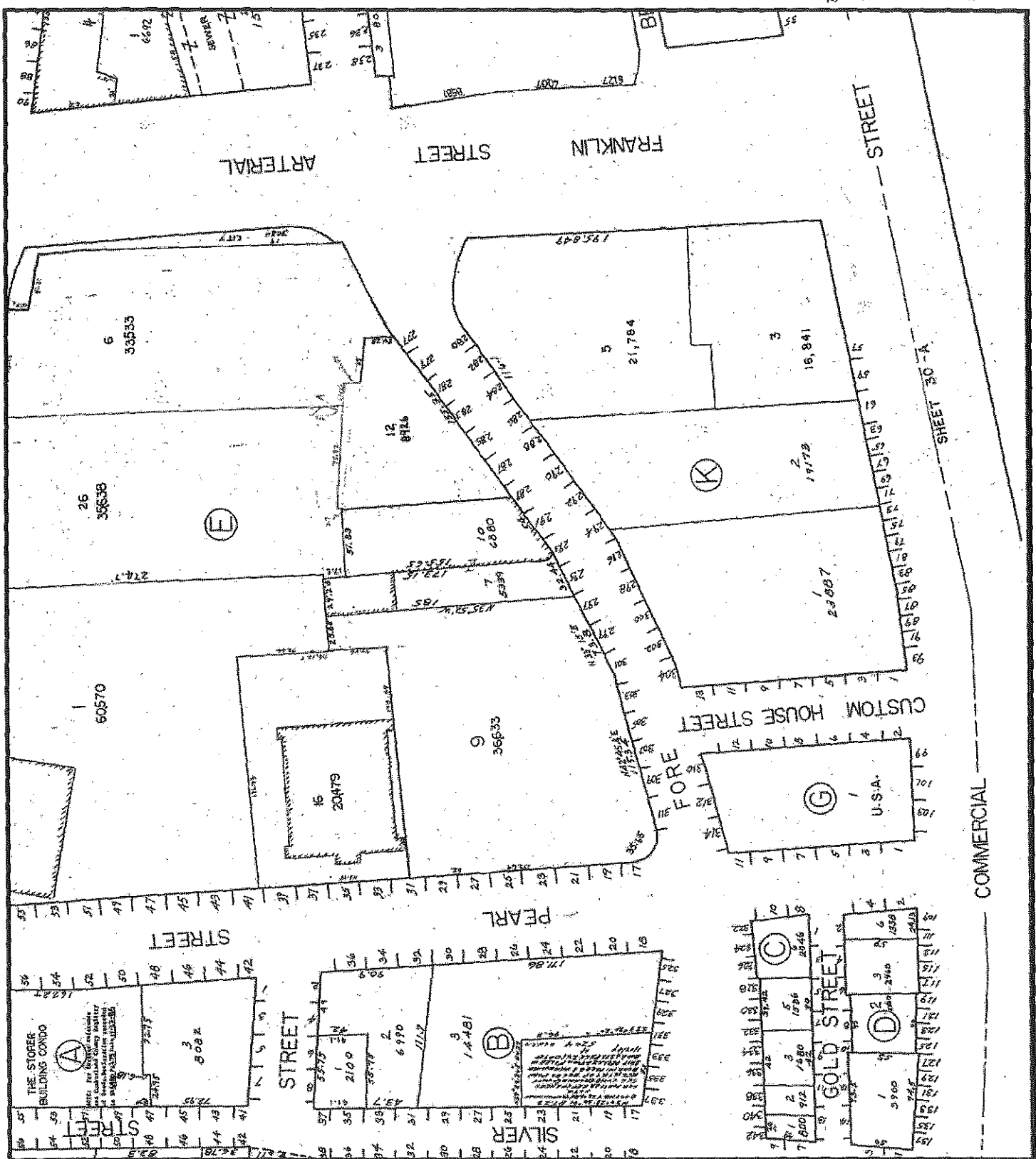
**CUSTOM HOUSE SQUARE
OFFICE BUILDING**

ZONING MAP

	DeLuca-Hoffman Associates, Inc. 778 MAIN STREET, SUITE 8 SOUTH PORTLAND, ME 04106 207.775.1121 WWW.DELUCAHOFFMAN.COM
	DRAWN: LECJ DATE: 11.07.05 DESIGNED: CJO SCALE: N.T.S. CHECKED: CJO JOB NO. 2581 FILE NAME: 2581-ZONING

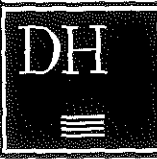
FIGURE 2

44.17.3



**CUSTOM HOUSE SQUARE
OFFICE BUILDING**

ASSESSOR'S MAP



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CHECKED:	CJO	JOB NO.	2581
FILE NAME:	2581-ASSESSOR		

FIGURE
3

A# 18.1

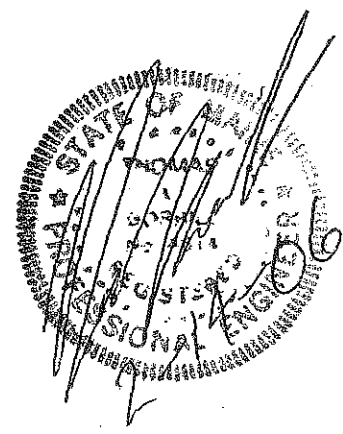
**Traffic Impact Study
Proposed Commercial Building
Portland, Maine**

Prepared for:

**Olympia Equity Investors IVB, LLC
280 Fore Street
Suite 202
Portland, Maine 04101**

February 2006

Prepared by:



GP **Gorrill-Palmer Consulting Engineers, Inc.**

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Traffic Impact Study
Fore Street Office Building
Portland, Maine

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Appendix A

Site Location Map

Turning Movement Diagrams

Appendix B

Capacity and Queuing Analyses Results

Appendix C

MDOT Crash Data

Trip Generation Calculations

MaineDOT Historic Count Data

Executive Summary

The following Executive Summary is prepared for the reader's convenience, but is not intended to be a substitute for reading the full report.

Gorrill-Palmer Consulting Engineers, Inc. was retained by Olympia Equity Investors IVB, LLC to prepare a traffic impact study for proposed office building in Portland, Maine. The proposed site is located at the intersection of Fore Street and Custom House Street and is currently occupied by a single-story and two-story concrete block structure. Proposed for the area would be a five-floor, 64,554 s.f. commercial building. Parking for the uses within the building would be provided at proposed Longfellow at Ocean Gateway parking garage on Middle Street. The two-five story structures on Commercial Street will remain.

Based on the findings of the traffic impact study, our office reached the following conclusions:

1. The proposed development is forecast to generate 112 and 162 trip ends for the weekday AM peak hour and PM peak hour, respectively. (Note: A trip end is either a trip in or out of the site. Therefore a round trip would equal two trip ends).
2. The level of service analyses shows the site traffic can be accommodated by the existing street system with the construction of an exclusive left turn lane for the southbound Franklin Street approach at Middle Street as proposed in conjunction with the redevelopment of the former Jordan's site.
3. Based on the published history by MaineDOT, the intersection of Franklin Street Arterial at Middle Street is considered a High Crash Location. This location was analyzed by Eaton Traffic Engineering as part of the traffic impact study for the redevelopment of the Jordan's site. Most incidents at this location were angle collisions attributable to left turning traffic not yielding to oncoming through traffic. Of the four approaches, this crash type most often occurred for southbound left turns from Franklin Street Arterial colliding with northbound through traffic. As part of the Jordan's project, a 200-foot southbound left-turn lane is being constructed to improve visibility on this movement and reduce the incidence of this crash type.
4. Gorrill-Palmer Consulting Engineers, Inc. recommends that all plantings, which will be located within the right-of-way, not exceed three feet in height and be maintained at or below that height. Signage should not interfere with sight lines. In addition, we recommend that during construction, when heavy equipment is entering and exiting into the site, that appropriate measures, such as signage and flag persons, be utilized in accordance with the Manual on Uniform Traffic Control Devices.

Based on these findings, it is the opinion of Gorrill-Palmer Consulting Engineers, Inc. that the local street system with the recommended improvements can accommodate the traffic generated by the site.

I. *Existing and Proposed Site*

The proposed site is located on Custom House Street, and therefore has frontage on Fore Street and Commercial Street. The site is identified on Portland Tax Map 29, Block K, Lot 1. The development area currently consists of several structures, including the following:

- A single-story concrete block structure along Fore Street.
- A two-story concrete block structure facing the parking lot for Fore Street restaurant.

Proposed for the area would be a five-floor, 64,554 s.f. commercial building. Parking for the uses within the building would be provided at the Longfellow at Ocean Gateway parking garage on Middle Street. The two-five story structures on Commercial Street will remain.

II. *Background Traffic Conditions*

Gorrill-Palmer Consulting Engineers, Inc. based the study on the following information:

- A site plan prepared by DeLuca Hoffman Associates dated October, 2005.
- High Crash Listings for 2002-2004 provided by the Maine Department of Transportation.
- Turning movement volumes collected by Gorrill-Palmer Consulting Engineers, Inc. during the weekday AM and PM peak hours in October and November of 2005 and January of 2006 at the following intersections:
 - Franklin Street Arterial at Commercial Street
 - Franklin Street Arterial at Fore Street
 - Franklin Street Arterial at Middle Street
 - Pearl Street at Fore Street
 - Pearl Street at Middle Street
 - Middle Street at India Street (PM provided by ETE, based on summer data)

The raw volumes are shown on Figures 2 and 3 for the AM and PM peak hours, respectively.

Predevelopment Traffic Volumes

Seasonal Adjustment

MaineDOT utilizes highway classifications of I, II, or III for state and local roadways. Type I roadways are defined as urban roadways, or those roads that typically see commuter traffic and experience little fluctuation from week to week throughout the year. Type II roadways, or arterial roadways are those that see a combination of commuter and recreational traffic and therefore experience moderate fluctuations during the year. Type