

A# 11

Packard Development

5/18/04 Neighborhood Meeting
6-8pm at Deering High School

Elaine Walsh introduced herself as facilitator of the meeting

- Ground Rules
- Elaine introduces Paul Cincotta of Packard Development

Paul Cincotta introduced himself and discusses status of Morrill's Corner.

- Recently named Morrill's Crossing
- Our second formal neighborhood meeting that satisfies the planning board process
- Here to present a new redevelopment plan
- Scheduled for two more workshops with the Planning Board—May 25 NOT on schedule, but June 8 & possibly June 22. Formal public hearing either first or second meeting in July.
- New development plan incorporates many elements that Packard was asked to incorporate from the Planning Board
- 3 different zones on this property, predominantly industrial, little residential, little business land.
- City council ultimately decides on the redevelopment plan
- Right now seeking recommendations from Planning Board
- Specific issues Planning Board asked us to incorporate
 - More pedestrian oriented plan
 - Residential aspect
 - Mix of uses
 - Coming from master plan for the city
- Andy Hyland of Port City Architecture is a specific addition to the team to help us rework this plan and help us with this new design
- New elements to the plan
 - No longer just a shopping center, but a community center with a multitude of uses
 - 3 different residential components
 - Live/work studio type apartments about retail space
 - For sale town homes (18-24)
 - Market rate apartment rentals
 - Total about 50 units
 - Increased walking space almost a mile & 3/4
 - Commercial space reduced 25% in 3 main areas
 - Grocery by about 10k feet
 - Other retail another 10k sq. ft.
 - Boxing/bingo facility reduced 30k sq. ft

- We've enhance pedestrian connections
- Extensive amount of green space, twice what the city requires
- Introduced 2 bus stops
- Brunos/Portland Boxing remain part of the project. Bingo no longer.

Summary: Plan is very different than original proposal. This proposal provides an opportunity in Morrill's Corner. This is a centrally located piece of land. We feel the kind of uses we're bringing provides a lot of community focus for this neighborhood. It's a site that has been neglected for some time and doesn't serve the neighbors as immediate abutters.

Paul introduces Andy Hyland of Port City Architecture

Presentation by Andy Hyland, Port City Architecture

- Local firm based in Portland
- Specialize in retail projects that are vernacular, rooted in New England
- Falmouth Village is one of our projects
- We aim for more livable environments, more community centered
- This is a neglected site and we see it as an opportunity
- This is a site of transitions/ residential, commercial, industrial

Storyboards of where things would be located

- One of the concepts with livable communities is bring stores closer to the road
- Brick piers close to road
- Having something in the center/ a food market/community center
- Stop-n-shop very green/energy efficient/skylights/nice places to be in

Virtual Tour

Questions & Comments from the Public:

Jim Duran 105 Harris Ave, publishes Neighbors Newspaper distr. To homes in area

- *Traffic capacity question: if x amount of vehicles going through Morrill's Corner on an avg. day, what are projections now with Supermarket and retail stores, can you give us a percentage or actual unit #'s that will increase because of this project?*

Paul Cincotta answ: A lot has happened since we performed counts on existing traffic data and we've actually recounted and updated to the planning board. They're in line with what all of the projections would have them for 2004 data keeping in mind the first time we collected was 2001. We've also recounted all of the trips generated by this program. It's changed as a result of the decrease in commercial space. A 7% decrease is noted. Traffic study will be reissued and presented in workshop format before the board. Through the heart of MC where the roads come together there's 40k vehicles that travel through there in the course of a day. Looking to the future we look at 2 conditions:

If nothing happens at this site traffic grows, the second condition look at that same point in future with the project. Look at it with the million dollars or so improvements that come with the project.

- Without the project it grows to 42k vehicles 1 ½ % per year
- With project and improvements it deals with all the traffic and it brings down the amount of time and brings down the congestion

Jim Duran: I think you've answered it, it sounds to me the impact doesn't seem to be a lot and I'm comfortable with that.

David Small: resident of Portland, Family business is Nelson & Small

I think this is the third or fourth meeting I've attended where you've presented various iterations, I happen to think this is a very good project. I was a little concerned with the amount of opposition for the residential neighbors. I want to congratulate you as a group you've gone a long ways in hearing them and coming up with an improved plan. Your commitment to address the traffic in the area is a big key. Whether you're there or not, it can't get much worse and the state has not been able to throw enough money at the problem. I'm hoping with yours on top of theirs I'm hoping it will improve it. It's not often you see developers being able to be as responsive as you've been and I hope the neighbors will appreciate...

Mike Pizzo, 80 Christie Rd off of Auburn St. member of the North Deering Assoc.

One thing I didn't see up there, you had planned originally that there will be a stoplight at the entrance. It is going to be there.

Paul: absolutely

Mike: Allen's corner is presently under construction change so more traffic is going to go through there and I think I heard that you're going to crank that into your study.

Paul: Yes, that's correct. The orig. traffic study was based on earlier design plans. In modifying study is to incorp. Specific improvements and refine our analysis. There were some concerns by city engineer about whether or not cities improvements were adequate.

Tamzon Green: 32 Sawyer St.

While we're addressing traffic, I'd like to ask the question about the people who will be using the parking lot. I'm sure Stop&Shop has done studies about how many people they'd like to see shopping there...could you share info with us. You've designed a parking lot for how many?

Paul: 675/700 spaces. On devel. That exceeds more than 50k sq feet in size. Planning board and staff requires that it be reviewed by city engineer. Encourage pedestrian, and arrive at appropriate shared # of spaces. We are comfortable with the # of spaces.

Green: *will this compliment Boxing arena's needs?*

Paul: The boxing arena is 500/1000 seats. Clearly they can't be accommodated so we're working w/ boxing arena for the 4-6 events and have off-site parking to deal with the demand.

Green: *Has there been any concern about the emissions released into the air from all these vehicles?*

Paul: there hasn't been a specific study, but what is commonly looked at is the reduction of congestion, by reducing stops/starts/idling/travel time, we're certainly going in the right direction in terms of the environment. Honestly, never been a study req. to understand quantitatively what comes with the project.

Green: *I attended the 5/11 meeting and while the developer and architects were advocating support of maintaining good relations w/ neighbors I was somewhat alarmed to find that some of Planning Board seemed concerned about scope/size and need to open some of avenues out from neighborhoods and it seemed upsetting.*

Paul: Last planning board meeting some members expressed interest in opening up residential streets. We certainly expressed from day one that we have no interest in bringing any vehicular traffic from project into neighborhood and we intend to continue on that path.

Ellie Mann: *Woodlawn Ave We're talking about stop/start traffic. Still only have one entrance, how many trips per day do you envision on this one access road?*

Paul: Our access drive, there's a single point of public access to the project; we've talked about emergency access locations. There's one adjacent to Bruno's, some city thinks we should consider crash gates at end of Morrill's or Cambridge st. In terms of # of trips in/out of site on daily basis we look at peak hour conditions. The peak hour during week late afternoon 5pm and second midday on Saturday, lunchtime. Total trips you would say in an entire day/weekday is 8200. That # is similar to # in prior traffic study. In terms of peak hour in afternoon rush hour would be 750 trips in that hour. 375 in, 375 out on the driveway. Half a dozen vehicles every minute. Of 750 trips in/out driveway, because many are already driving by site anyway, so we talk about new trips is about 1/2 of that.

Ellie: *what about Saturday?*

Paul: Sat volumes on most street networks is down simply because there's no rush hour, more people do shopping on Sat. so total # in/out in a 24 hour period would be 11,000. Keep in mind 40k plus cars moving through MC on daily basis so large % almost 50% during peak hour actually come into site.

Ellie: *So the figure for peak hour Sat midday how many would that be? It does have an impact on Allen ave.*

Paul: New trips that aren't already there are 770 trips. The peak hour volume if there are 11k in course of day, somewhere around 900 total. 40% already there, 60% new.

Ellie: One more Quest. Your access road is about 200ft and level of service on Woodlawn is predicted to go to "F" if this is built any plans to address the problems created by that...

Paul: I believe that level of service at Woodlawn today, level of service is measured in terms of how much time does it take to make a left turn or seconds of delay. I believe Woodlawn today is at a level of service "F". And we talked about the signal provides the break in traffic. A lot of questions have been asked if you have one public access point to this devel. Can it serve this level of devel? We've taken orig. traffic study/new traffic study and taken a close look at that. How many vehicles stack up at signal? We look at how long a throat do we create for that site driveway and how does that compare to lineup at busiest traffic times. We provide quite a bit more than the worst conditions (9 lined up before release). The priority is given to Allen. The level of service doesn't suffer as a result of trying to allow the release from our driveway center.

Bill Green: 32 Sawyer St.

Making a left turn onto Allen from Woodlawn, I've had to wait anywhere from 30seconds to 5 minutes. I guess my question—the impact from traffic from Washington toward Forest, it backs up ¼ mi, what do you project it to be backing up toward Wash. Ave. with the traffic light? With light in place it seems it'll be more difficult for people in their driveways to get out.

Paul: The lights create the opportunities for lefts to be able to be made from side streets.

Green: The difficulty now without the light, with traffic backing up, it's diff. Now, I'm concerned it'll be more with the light.

John Hession: The design is such to maintain the cues. It will never back up beyond the new signal at the site drive. Today it's a free flow of traffic, North/South on Allen. One of the benefits is the primary green time is given to Allen Ave. At times when signal turns red, that will also give Woodlawn gaps for people who want to make a left.

Green: From an environmental perspective, the amount of impervious area on site as compared to now and what have studies shown the impact to groundwater, pollutants from leaking autos etc. from impervious areas into detention basins? Where is overflow & where does it egress?

John: Quite a bit of site is impervious from its previous industrial uses. 40% of site is open space/green space. 20 acres, 8 acres out of 20 is pervious. We've created preliminary drainage study. One key diff. is today there are no controls on storm water. This project will incorp. State of the art catch basins to trap sediments and will include water quality elements and water quantity elements. Some above ground/some below

ground. This will insure water leaving site in future will be cleaner than it is today. Packard will make a contribution to Fallbrook.

Green: Will there be any follow-up on water quality etc.?

John: We're early in the process, I'm not aware a formal monitoring program will be required.

Green: The DEP or federal agencies haven't made any requirements or recommendations as far as environmental impacts are concerned?

John: no, not yet. We're not at that stage yet.

Ann Sawyer: I own single family home on Cornell st. Right now part of site is fenced off with Do Not Enter signs. Is this development going to do anything to monitor. You're looking to put an apartment complex in there any improvements on this site to decontaminate any more than what EPA already did before it was closed off to neighborhood?

Paul: The city has asked us to incorp. into devel. The Burt Chip man. Property as part of city owned land. It's becoming dedicated open & recreational space. We intend to finish the clean up process. To leave it as open space. Yes, we'll do further cleanup. We don't intend to build on it.

Sawyer: I wonder about low-income people renting an apartment knowing that was contaminated.

Paul: It has to be deemed appropriate for market rate apartments.

Mike Kerry: Just purchased 15 University St.

Groundwater: Is it going to be better or worse? You're saying 40% open space...how much is there now?

John: in the future there will be 40% open space; it will create more impervious area than exists on property today. I can get you those #.

Kerry: Will it be equal to/less than better than it is now?

John: Drainage will be better

Kerry: from a groundwater perspective?

John: hard to say whether it will have any change on your situation. As our design advances we'll know more. All of our water will be directed toward Milliken brook which is away from you.

Kerry: Packard Devel. Will you also be the leaser? The lease to Stop & Shop how long is it planned?

Paul: long term, it contemplates tens of years.

Kerry: Seems like a pilot project for Stop&Shop, there's not one for hundreds of miles?

Paul: They're the largest operator in New England. Approaching 400 stores. Recently entered New Hampshire market 3 or 4 stores. The first two stores being pursued in Maine are Kennebunk & Portland. Certainly not a pilot project as they have many stores in urban locations.

Kerry: What happens to boxing club if they don't last?

Paul: they have a long-term lease, though we can't predict the future, but one likely use by way of demolition or reconstruction is a continued health care kind of facility.

Kerry: from a time line perspective, what is it?

Paul: Anticipated, in July move from Planning Board, end of summer zoning in place, then a detailed design review. We hope to be complete with that process and have permits in place late this year or early '05. Improvements would generally happen in a 15 mo. Window beginning middle of winter '05. Raze all the buildings; once spring comes you're ready to start general construction activities. Opening date somewhere around Spring/Summer '06 open date. We'll partner with a local residential constructor on residential components. Landscape buffering needs to be in place before we open.

Kerry: What's formula/ratio used for developing trips or retail square footage vs. how many parking spaces is needed per?

Paul: Shopping centers such as this can range. Whether they're suburban or urban in nature, tend to be in the 3-5 spaces for every 1000 sq. ft.

John Leavitt: Hemlock Rd.

Has there been a study on property taxes and revenue if job is completed?

Paul: the prop. Today generates 40-45k per year in revenue. We feel comfortable new taxes on the order of a few hundred thousand dollars.

Leavitt: Revenue?

Paul: Estimated that the project has a value on the order of 15-20 million when you look at everything from land costs through construction and improvement costs. Annual revenue probably on the order of 50-100 million.

Leavitt: How many jobs?

Paul: about 300+ Stop & Shop tend to be more employee oriented

Elaine Walsh announces time for comments

***Bud Quinn: I live off Allen Ave. I'm very active in the neighborhood
We're not backing any business or use of particular project, but Portland Trails highly
endorses pedestrian traffic through the corner.***

Paul: We've attended several meetings with Portland Trails to determine where existing trails are today and where disconnects are and certainly Morrill's Corner is a big disconnect. With the traffic improvements come a lot of safety and pedestrian accommodations tied into signals and railroad crossing. Portland Trails is excited about the opportunity of creating a destination location in the 3 ½ acres in the rear. We're working with RTP that follows along the Metro. Possibly moving bus stop to our entrance where there's a signal.

***Lori Cail: I live at the end of Cambridge st.
Your group has been very progressive; it has come out with new ideas to please people.
The orig. meetings all residents were adamant not to let traffic through our
neighborhood. If they came from neighborhood they could get out at that light. You're
talking about apartments basically in my back yard. You didn't show any drawings on
those... is that something still in planning? There's not much green space between those
and my porch. Is it going to have access through Cambridge St.? There's going to be
extra lights/doors slamming/people talking. I'm concerned about those apartments. I like
the project and that we'll revitalize the neighborhood, I think go for it. A win win. Keep
me up on that, I don't want to be there when those apartments go in.***

Paul: We hear you loud and clear. It is preliminary. Technically everything on here is preliminary until we get the read as a result of Planning Board views this plan. Our intent is to have it be market rate so it doesn't impact immediate abutters. We appreciate your anxiety in not knowing what it is, but I can't tell you for certain what it is.

Tamzon Green: 32 Sawyer St.

***If buses are going to be used at certain times, for boxing arena or employees commuting
as opposed to driving, I request the buses not be allowed to idle, not allowed to stay in
the parking lot. Stop & Shop has a plan to allow trucks into the bldg to offload...when
you're in construction mode your hours be reasonable for the caravan.***

Paul: Hours of operation, lighting, construction, delivery all of those elements are nailed down through site review process. Those will all be conditions of permit fully enforceable by city. Idling vehicles is regulated by federal guidelines. Specifically the loading dock, they have no external activities. The trucks back up to a sealed dock. All trash aspects are all loaded from inside bldg. It keeps the trash down. There's no external unloading of vehicles. A lot of talk about lighting in terms of abutting. Portland has aggressive lighting standard, we are doing better. Shorter poles, our lighting plan is

darker than city requires. Night lighting we work through that with Planning Board. We find a few is an appropriate balance.

Alan Parks: 19 Farmhouse ln.

I'm President North Deering Neighborhood Assoc. (approx. 120 families & businesses in North Deering neighborhood). No matter how hard Portland Press Herald is trying to make this a controversial project having followed this, I can tell you any contro. Is slowly fading if not gone. I think the # 1 issue is traffic. Having seen and heard of your traffic mitigation, I think it will go a long way. Having seen dozens of businesses and families in past 4-5 mo. I've heard very few complaints. I've heard more that it'll be a boon for our neighborhood. The North Deering Assoc. has not taken a formal vote, but I think there's so little controversy. In the first go around a lot of comments were made by people who were not neighbors. The improvements you've made are very welcome. The improvements you'll make to traffic are very welcome. In a straw poll very informal of 17 member board of trustees, 75% have no issue as long as traffic is addressed. This is the first time anyone from this assoc. has spoken to you. We thought it was time to add our voice to the folks who think this'll be a great project for the city.

Michelle Hedrick: I live on Maine Ave.

A few comments: I'm pleased you used a local architectural firm that understands architecture of the area and like how it ties in with U New England's pillars & columns. To make neighborhood cohesive architecturally. Second, I'm pleased we'll put something on this site to generate taxes, increased tax revenue, our schools need it. We have a critical need. I'm pleased to see this blighted area improved. Third, pedestrians. A lot of students along Stevens Ave. I'm pleased to see we'll have good pedestrian access as a result of this project. We'll appreciate the traffic improvements that come along with this project.

Callie Green: 15 University

I just hope that you'll cont. to give meaning to the word community. It will stay at the forefront of you project.

Ann Sawyer: Cornell st.

I've attended different meetings where drawings were totally different. I'd like to add my concern to adding apartment complex to back of plan. Where is access going to be to that? You're looking at a community in that corner neighborhood of all dead end streets. We have a project coming off of Harvard St. that will connect to University increasing traffic. The last pamphlet said a possible access onto Cambridge St. How much that's going to impact the people that live in that corner trying to raise a family on quiet streets vs. buying into a community that already has an apartment complex there.

Paul: It's an issue to be flushed out as we work through planning board. It's been made clear to us by all of our abutters on day one and we'd like to try to keep vehicular access strictly from project side and not through the neighborhood. We'll cont. to work with the planning board on that.

Paul's final thank you and workshop agenda. June 8 before planning board to talk about traffic.

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Arthur	Best	880 Forest Avenue		
Paul	White	50 Allen Avenue		
William	Best	880 Forest Avenue		
Frances	Hilton	1280 Forest Avenue		
Scot	Gurney	33 Bishop Street		
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Jim	Cohen	City Council		
David	Small	133 Clifton Street		
Dan	Sullivan	Princeton Street		
Joan	Kennedy	University Street		

**MARKET RESEARCH ON
PROPOSED REDEVELOPMENT
PROJECT AT MORRILL'S CORNER,
PORTLAND**

**REPORT TO
PACKARD DEVELOPMENT INC**

**PREPARED BY
STRATEGIC MARKETING SERVICES
A Division of Pan Atlantic Consultants**

November 2003

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I. STUDY HIGHLIGHTS

- Telephone interviews were conducted with a randomly-selected sample of 400 adults in the target market area by the in-house interviewing team at Strategic Marketing Services between November 7th and 11th, 2003. The total results of the study command statistical validity to the 95 percent confidence interval with a margin of error of plus or minus 4.87 percent.
- A vast majority of the survey respondents (74.0%) are aware of the proposal to redevelop the Morrill's Corner site.
- Fifty-four percent (54.3%) of respondents who are aware of the proposed redevelopment of Morrill's Corner support it.
- Over eighty percent (83.9%) of respondents travel through the Morrill's Corner area daily or weekly.
- More than six out of every ten respondents (62.0%) believe that the traffic flow through the Morrill's Corner area is better as a result of the recent roadway improvements.
- When informed that the project would include significant traffic improvements to the Morrill's Corner site at no expense to the taxpayer, overall approval for the project increased to 70.5% of respondents.
- When given a choice of redevelopment options for the Morrill's Corner site, the highest percentage of respondents chose a neighborhood shopping center as their first choice.
- By a majority of 2:1, residents of the area indicated that they would like to see another supermarket chain in the area.
- More than one-half of the individuals polled (52.0%) indicated that they would be "very" or "somewhat likely" to shop at a new supermarket located at Morrill's Corner.

II. STUDY SUMMARY AND ANALYSIS OF KEY FINDINGS

Proposal for Redevelopment

The vast majority of respondents are aware of the designated site next to Bruno's Restaurant on Allen Avenue, and are also aware of a proposal for the redevelopment of this site. Of those who are aware of a proposal, two-thirds said that they "read about it in local papers".

- Of the 296 respondents who are aware of a proposal for redevelopment, 54.3% either "strongly favor" (23.6%) or "somewhat favor" (30.7%) redevelopment of this site, while 29.7% either "somewhat oppose" (10.1%) or "strongly oppose" (19.6%) redevelopment of this site.
- Therefore, there is a 24.6 percentage point margin in favor of redeveloping this site.

More respondents favor redeveloping this site than oppose it. In addition, for those who oppose this redevelopment proposal, when told it would include significant traffic improvements to the area at no expense to the taxpayer, nearly one-half of these respondents said that they would be more inclined to favor the proposal. Of those who still oppose the proposal, their opposition is based more on concerns of increased traffic in the Morrill's Corner area than in opposition of redeveloping this site.

- Initially, 44.1% of respondents were in favor of this proposal, 36.0% were opposed, and a further 14.5% were neutral on this idea.
- Of the 224 respondents who either opposed, neither favored nor opposed, or didn't know how they felt about this proposal, close to one-half (47.3%) indicated that they would be more inclined to support this project if it included significant traffic improvements to the Morrill's Corner area at no expense to the taxpayer.
- Thus, a total of 70.5% of respondents were either in favor of the proposal initially, or were more inclined to favor the proposal when told about the potential traffic improvements to the area.
- However, for the 118 respondents who are not in favor of the proposal, the major reason (62.7%) why they oppose it is because they are concerned it will cause "traffic problems" or it will make the area "too congested".

When given potential ideas for the redevelopment of this site, the highest percentage of respondents indicated that they would prefer a neighborhood shopping center over multi-dwelling housing or light industrial buildings. In addition, of those respondents who indicated that the shopping center with a full-service supermarket is their first choice, nearly one-half chose this option because "we need more competition/more options".

II. STUDY SUMMARY AND ANALYSIS OF KEY FINDINGS

- When given three ideas for the redevelopment of the Allen Avenue/Morrill's Corner site, the highest percentage of respondents indicated that they would prefer a neighborhood shopping center (42.0%) over multi-dwelling housing (30.8%) or light industrial buildings (8.8%) as their **first** choice. Light industrial buildings (38.8%) was chosen by the highest percentage of respondents as their **second** choice, followed by multi-dwelling housing (21.0%) and a shopping center (19.0%). When the top two choices are combined, a shopping center (61.0%) was at the top of the list followed by multi-dwelling housing (51.8%) and light industrial buildings (47.6%).
- Of the 168 respondents who chose the shopping center with a full service supermarket as their first choice, nearly one-half (48.2%) said that the reason they chose this option is because "we need more competition/more options". An additional 25.0% said that they chose the supermarket shopping center because it is "convenient/close".

After having been given a variety of information on the proposed neighborhood shopping center development proposal, respondents were again asked if they favor or oppose the proposal. The majority of respondents indicated that they favor this proposal.

- The majority (53.8%) of respondents either "strongly favor" (20.0%) or "somewhat favor" (33.8%) this proposal, while 31.3% either "somewhat oppose" (14.5%) or "strongly oppose" (16.8%) it. Thirteen percent (13.0%) "neither favor nor oppose this proposal".

There is close to a 2:1 margin in favor of the proposed new supermarket shopping center at Morrill's Corner.

When asked how likely it is that they will shop at a new supermarket located on this site, the majority of respondents said that they would likely shop there.

- The majority of respondents (52.0%) said that they would be "very" (22.5%) or "somewhat" likely (29.5%) to shop there, while 36.1% indicated that it is "very" (25.8%) or "somewhat" unlikely (10.3%).

Traffic Improvements at Morrill's Corner

The majority of respondents travel through the Morrill's Corner area either "daily" or "a couple of times a week". Overall, respondents think that the recent traffic improvements made in the Morrill's Corner area have helped the flow of traffic.

- When asked about the current traffic flow in Morrill's Corner, the majority of respondents (62.0%) indicated that it is "somewhat better" (46.0%) or "much better" (16.0%) than it was before the improvements were made to the area. Only 4.3% indicated that it is "somewhat worse" (3.5%) or "much worse" (0.8%).

II. STUDY SUMMARY AND ANALYSIS OF KEY FINDINGS

Current Grocery Shopping Options

By a majority of 2:1, residents of the Morrill's Corner area indicated that they would "like to see another supermarket chain in the area". Moreover, many respondents are not completely satisfied with their grocery shopping options, and there is a 32.1 percentage point margin in favor of having more competition in the area.

- Of the 352 respondents who indicated that their level of grocery shopping options is either "average", "good", "excellent", or they "don't know", close to fifty percent (49.4%) would favor having another supermarket in the area, and only 17.3% of these respondents are opposed to this idea.

Overall, respondents think that there is a difference in what competing supermarkets offer in terms of their range and quality of products, as well as their product pricing.

- Of the 216 respondents who indicated that there is a difference in what competing stores offer in terms of their range and quality of products, 24.1% said that difference is "big", 51.9% said that there is "some difference", and 23.6% indicated that the difference is "small".
- Of the 244 respondents who indicated that there is a difference in what competing stores offer in terms of their product pricing, 10.7% said that difference is "big", 37.7% think that there is "some difference", and the 51.6% said that the difference is "small".

III. METHODOLOGY

In order to meet the stated objective of this market research project, a telephone survey was conducted with individuals in the target market area, which includes residents within a two-mile radius of the designated site. Telephone-interviews were conducted with a randomly-selected sample of 400 adults by the in-house interviewing team at Strategic Marketing Services.

Respondents did not qualify for participation in the survey if the respondent or any member of their household works for a market research or advertising company, or for a grocery store. In addition, respondents had to be at least eighteen years of age and be the primary person responsible for doing the grocery shopping in their household. Surveys were conducted between November 7th and 11th, 2003.

The final survey instrument used (see Appendix A) was pre-approved by Packard Development Inc prior to being fielded. Results were tabulated and analyzed using standard statistical methods. The total results of this study command statistical validity to the 95 percent confidence interval level with a margin of error of plus or minus 4.87 percent. In other words, if the study were to be replicated, 95 times out of 100 the results would be within 4.87 percentage points of the results achieved for the current survey. The margins of error for specific sub-samples are significantly higher.

Nine census tracts (as defined by the U.S. Census Bureau) were included in this survey. For reporting purposes, these tracts were grouped into five different neighborhoods of interest. A total of 400 surveys were conducted and these were distributed to reflect the population of each of the neighborhoods: 106 in North Deering, 36 in East Deering, 52 in Riverton, 131 in the Deering Center/Rosemont/Nason's Corner neighborhood, and 75 in the Ocean Avenue/Oakdale neighborhood. Results were tabulated and analyzed so that those recorded for residents in different neighborhoods could be compared with one another.

Neighborhood	% Population	Census Tract	% of Population	# of Surveys
North Deering	26.5%	21.01	8.8%	35
		22.00	17.7%	71
East Deering	8.9%	23.00	8.9%	36
Riverton	13.1%	21.02	13.1%	52
Deering Center	32.8%	19.00	10.9%	44
Rosemont		17.00	10.9%	44
Nason's Corner		20.01	10.9%	43
Ocean Avenue	18.7%	18.00	9.4%	38
Oakdale		15.00	9.4%	37
TOTAL	100.0%	N/A	100.0%	400

III. METHODOLOGY

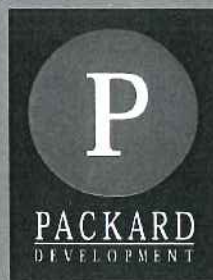
A map of the relevant polled neighborhoods is attached in Appendix B.

The following report presents an analysis of the survey findings. Detailed statistical cross tabulations are bound in a separate volume.

Please note that all figures may not add up to 100.0% due to the rounding of decimals.

Morrill's Crossing

Proposed Mixed Use Development



Portland City Council
November 2004

PACKARD DEVELOPMENT

November 4, 2004

Honorable Nathan Smith, Mayor
Portland City Council
389 Congress Street
Portland, ME 04101

Dear Mayor Smith and City Council Members:

We are pleased to present to the Council what we believe to be one of the most unique and innovative development projects in the City of Portland. This 20 acre Morrill's Crossing site has been mostly vacant for the last two decades and will now become the focus of a vibrant mixed-use development project. It incorporates housing, restaurants, retail and commercial space, open space, recreational fields and Portland Boxing in a creatively designed plan. The site will use private funds to improve nearby infrastructure, clean up an existing contaminated City-owned parcel, and create jobs and housing opportunities for Portland residents. The plan has been shared with and reviewed by the public and City officials in over 20 public meetings and we have incorporated many of the ideas from these meetings and discussions.

When the Morrill's Crossing development is complete it will offer the following:

MORRILL'S CROSSING

Bruno's Restaurant
10 Apartments
20 Townhomes
Retail Shops Totaling 62,300 Square Feet
Stop & Shop Supermarket
Expanded Portland Boxing Facility
3.5 Acres of Recreation/Open Space

Along Allen Avenue, the project incorporates landscape and streetscape elements that bring the project a street presence while creating a pedestrian friendly environment. We have located mixed-use buildings near the entrance to the property, with first floor retail and 10 second story apartments. Bruno's restaurant will remain on the site, and additional retail shops will be added nearby. The site integrates 20 townhomes adjacent to the residential neighborhood creating a transitional buffer from the single-family homes on Princeton Street. The focus of the development is a state of the art, 65,000 square foot Stop & Shop supermarket, which incorporates many "green design" elements. The project also provides a new facility for the Portland Boxing Club. In addition, Packard proposes to incorporate the City-owned parcel, known as the Burt property, as a recreation and open space area with walking trails and a multi-

use field for public recreation. This area will provide over 3.5 acres of additional buffer between the existing industrial uses and the neighborhood. Public access to this area will be through the project site, but there will be pedestrian access from the neighborhood through the use of Morrill Street and Cambridge Street.

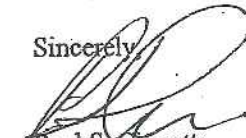
As we have been aware since the start of this project, traffic is a major concern for City officials as well as those who live near or travel through the Morrill's Corner area. We are pleased that we have been able to develop a traffic mitigation program that meets all of the Maine Department of Transportation and City of Portland traffic standards and that will address future traffic growth in the Morrill's Corner area at no cost to the taxpayer.

We strongly believe that the Morrill's Crossing project will be beneficial for the Morrill's Corner neighborhood and for the City of Portland as a whole. The site will provide a neighborhood focus for the Morrill's Corner area. It will take an unsightly and unsafe property and develop it in a way that is aesthetically and architecturally sensitive to the surrounding uses. When completed, the project will generate approximately \$350,000 in property tax revenue for the City, which would place Packard within the top 10 business property taxpayers in the City.

Packard proposes to purchase two City owned properties, Magnolia Street and Cambridge Street, and to incorporate the properties into the development. Packard is offering \$530,000 for both parcels. This offer is \$113,000 over the appraised value. Environmental contamination exists on the Cambridge Street parcel. Because the extent of the contamination and the costs associated with cleanup has not yet been determined, we propose to offset the purchase price by the cost of cleanup. However, in the case that the cleanup cost exceeds the purchase price (\$355,000 for the Cambridge Street parcel), Packard will pay any additional cleanup costs. We believe that this is a reasonable offer when the value of the property and the public improvements Packard will provide are balanced against the risks associated with ownership and cleanup of the City-owned land.

Thank you for your consideration of our request for a conditional rezone and for the purchase of City-owned land. We appreciate the time and energy that you have devoted to this project. We look forward to making Morrill's Crossing a reality.

Sincerely,



Paul S. Cincotta

MEMO

To: Portland City Council
From: O. E. Delogu, Chm., Portland Planning Board
Date: September 3, 2004
Subject: Packard Development Corp.'s Contract Rezoning Proposal

Introductory Note: On August 24, 2004 at a regularly scheduled meeting of the Portland Planning Board, and after public hearing on the matter, the Board on a divided 3-3 vote has forwarded the Packard Development Corp.'s Contract Rezoning Proposal in the vicinity of Morrill's corner to the City Council for its disposition of this matter. Chairman Delogu, Mr. Silk, and Mr. Patterson voted to recommend Council approval of the contract rezoning and as part of that undertaking, sale of the City owned parcels within the project site. Ms. Tevanian, Mr. Beal, and Mr. Anton voted in the negative; for reasons that varied slightly among them, they would not recommend approval of the contract rezoning or sale of the City owned land to facilitate the proposed Packard Corp. development.

This memo speaks only for myself, although I believe it is fair to say that many (though perhaps not all) of the views expressed in this memo are shared by Mr. Silk, and Mr. Patterson who also voted to recommend that the Council approve the proposed contract rezoning. It must be assumed that most of the views expressed in this memo (and certainly the affirmative recommendation) are not shared by those Board members who voted in the negative. All members of the Board, however, understand that if the Council approves the contract rezoning and sells the city owned land within the project site to Packard, that the developer (Packard) will still have to meet all of the City's ordinances and standards relative to Site Plan Approval. The outcome of the Site approval process obviously cannot be predicted at this point. What can be stated is that these Board proceedings will be undertaken in the same open, comprehensive, and thorough manner that characterized the Board's handling of the contract rezoning proposal.

Factors Suggesting Approval of Packard's Contract Rezoning Proposal:

1. The approximately 20 acre project site is presently blighted by almost any definition; it is bisected by three different and inconsistent zoning designations; and, most importantly, it has remained largely unused for almost 20 years. Packard's development proposal, admittedly driven by profit motives, and the desire to put a first, a flagship "Stop and Shop" facility in Maine's largest city, would dramatically alter and improve the present deplorable conditions.
2. The developer after numerous public meetings in the neighborhood, planning board workshops, discussions with staff, and internal debate has moved from a more singular development proposal that featured a large grocery store (with some supporting shops), to a more well-designed mixed use development proposal that features a smaller major grocery facility, many smaller shops, office uses, townhouse residential development, and the retention of two long-time existing uses. The present development proposal is connected to adjacent neighborhoods at many points; it is pedestrian and bicycle friendly; it affords on-site bus and RTS connections; and retains over 40% of the project site in green space, park, playground, and trail uses.

3. The recently completed \$1 million dollar Department of Transportation improvements to traffic flow in the Morrill's corner area have for the most part worked—traffic flow is better today than it was. This demonstration that capital investments can improve traffic movement in even difficult locations should not be ignored. **But there is no more DOT money, and little likelihood that City money can be provided for further improvements.** Packard, as part of its proposal, is prepared to invest in excess of \$1 million additional dollars (private money) to address both the increment in traffic its development will give rise to, and to further improve the overall flow of traffic at Morrill's corner and surrounding intersections.

4. **The Planning Board's own traffic expert (consultant Tom Erico) has indicated that with this additional capital investment his calculations indicate that this development will not exacerbate traffic problems in the Morrill's corner area; that DOT "level of service" requirements can be met; that only relatively minor, "fine-tuning" adjustments (which are usually part of the site review process) remain to be dealt with.**

5. **Packard's present development proposal is overall, in compliance with the City's Comprehensive Plan, and furthers many of the stated goals and objectives of that plan.** Though there may well be language in the Plan, that if read literally, or in isolation, would seem to preclude this development, there are many more references in various sections and sub-sections of the plan that suggest the appropriateness of this development. For example, in volume 1 of the City's Comprehensive Plan:

on pg. 17, in discussing the need to rehabilitate areas, the Plan suggests "...developing new buildings that respect the scale and character of traditional development patterns....pedestrian oriented and accessible." That is the case here.

on pg. 28, in discussing commercial development, the Plan suggests that we "accommodate the City's commercial activity within a range of functionally and physically defined commercial centers." This proposal is part of that range, and is certainly physically defined.

on pg. 29, in discussing capital improvements, the Plan suggests that we "explore and develop alternative capital improvement funding sources other than the property tax." That is happening here—Packard is not asking the City to make infrastructure improvements; they are not seeking a TIF, and they are putting in place \$1 million in traffic improvements that neither the City or DOT is prepared to fund.

on pg. 37, in discussing economic development, the Plan suggests that we "recognize that jobs and prosperity improve the standard of living for residents...[and] reduce tax burden[s] on residential property owners." The Packard proposal will produce several hundred jobs and will provide over \$350,000 annually in property tax revenue.

on pg. 38, in discussing economic development, the Plan suggests that we "recognize that a well managed industry is [or at least, can be] a good neighbor." Nothing in the Packard proposal suggests that will not be possible here.

on pg. 41, in discussing neighborhood economic development, the Plan suggests that we "...provide several major locations for a variety of retail, service and office uses." That is the case here.

on pg. 41, again, in discussing neighborhood economic development, the Plan suggests that we may need to "Restructure the City's zoning ordinances to accurately reflect the [a] hierarchy of commercial centers. That is precisely what Packard's contract

rezoning proposes.

Other examples of Comprehensive Plan language, particularly in the recently adopted housing component of the Plan, supporting some aspect of Packard's integrated proposal could be presented, but the above examples seem sufficient. They lead me to conclude that in an imperfect world where few things (certainly not larger scale development projects) are either black or white, the Packard proposal is more in accordance with the City's Comprehensive Plan (by a fairly wide margin) than not. These factors individually and taken together bear out the conclusion stated at the outset of this paragraph.

6. Though implied or noted briefly in preceding paragraphs, it should be stated clearly that Packard's development proposal represents an approximately \$20 million dollar investment in the city; hundred's of jobs (many well-paying and with benefits) will be created; based on present property tax rates, something on the order of \$350,000 will be realized annually when the project is completed; and (beyond the open space and traffic improvement already commitments) an existing "brown fields" area in an abandoned industrial portion of the site will be remediated by the developer (the costs of this remediation will not be small).

7. The hearings held to date have not surfaced any irremediable factors or conditions that would/ should bar Parckard's contract rezoning proposal at this stage of Council action. All of the city's site approval ordinances and technical standards dealing with sewerage, water, storm water, lighting, noise, traffic, etc. will, of course, have to be met. That is the purpose of the Site Plan Approval process. But nothing to date suggests that these ordinances/standards can not be met, or that Packard is not prepared to do what is necessary to meet them.

8. Finally, it was suggested during the course of Board debate that state statutes bar this contract rezoning, and that "public purpose" requirements, needed to justify highway widening, are not met. In my view neither of these assertions is correct. The statutes require that: "...rezoned areas [be] consistent with the existing and permitted uses within the original zones." That requirement is met; all of the uses contemplated in the present Packard development proposal are permitted in one or more of the existing zoning districts that bifurcate these twenty acres; in addition, the uses being proposed are similar to uses that exist in immediately adjacent areas. In short, whether one looks at what exists nearby, or what is permitted by the underlying zoning (or both)—a contract rezoning is not barred. As for the "public purpose" requirement: Maine case law makes clear that blight removal, job creation, inducing private capital investment that in turn increases municipal property tax revenues all meet "public purpose" requirements of the law.

Conclusion: The Packard Development Corporation proposal that is before the City Council today is vastly improved over what was on the drawing board a year or so ago. What is before the Council is a well-designed, mixed use development. Packard has shown considerable flexibility and imagination. They have listened to many people including their own technical and design team. The public review process engaged in to date has worked—it has contributed significantly to these improvements. For the reasons noted above in paragraphs 1-8, I would urge the Council's passage of the contract zoning amendment, and the sale to Packard of the city owned parcels within the project site. Then the Site Plan Approval process can be unfolded. If Packard successfully completes that phase of the approval process then both it, and the City will be significantly benefitted in the many ways noted above, and for many years to come.

Morrill's Crossing Shopping Center Comparison

Name	City	Grocery Store	Total Building (SF)	Ground Level (SF)	Grocery Store (SF)	Acres Less Wetlands (AC)	Ground Level (%)
Morrill's Crossing	Portland	<i>Stop & Shop</i>	210,227	161,943	63,329	18.70	19.88%
Westbrook Crossing	Westbrook	<i>Shaw's</i>	218,741	197,635	63,943	15.42	29.42%
Shaw's Millcreek Plaza	S. Portland	<i>Shaw's</i>	92,392	92,392	54,013	7.91	26.81%
Mill Creek Shopping Plaza	S. Portland	<i>N/A</i>	83,446	83,446	<i>N/A</i>	7.15	26.79%
Hannaford Store	S. Portland	<i>Hanniford</i>	43,530	43,530	42,379	4.08	24.49%
Shop N' Save Plaza	Portland	<i>Hanniford</i>	92,122	79,142	70,502	7.82	23.24%
Pine Tree Shopping Center (Existing)	Portland	<i>Shaw's</i>	255,282	255,282	40,947	28.90	20.28%
Pine Tree Shopping Center (Proposed)	Portland	<i>N/A</i>	299,081	299,081	<i>N/A</i>	28.90	23.76%
North Gate Shopping Center	Portland	<i>Shaw's</i>	108,962	108,962	63,155	12.10	20.68%
West Falmouth Crossing	Falmouth	<i>Hanniford</i>	70,372	70,372	48,201	8.06	20.04%
Shaw's Plaza	Auburn	<i>Shaw's</i>	121,117	120,909	70,338	14.00	19.83%
Westgate Shopping Plaza	Portland	<i>Shaw's</i>	85,702	85,702	38,774	10.13	19.42%
Oakhill Plaza	Scarborough	<i>Shaw's</i>	57,544	57,544	46,600	7.11	18.58%
Kennebunk Marketplace	Kennebunk	<i>Stop & Shop</i>	89,867	83,976	61,191	10.66	18.08%
Falmouth Shopping Center	Falmouth	<i>Shaw's</i>	241,254	219,054	54,335	32.15	15.64%

Morrill's Crossing: Innovative Development for Portland



Benefits of the Project

The *Morrill's Crossing* mixed use project will benefit those who live directly within the project area as well as those who live in surrounding neighborhoods:

- *Morrill's Crossing* is a mixed use project which will create new local businesses, jobs, tax revenues, and housing for the City
- Creates a buffer between the industrial and residential uses and provides a residential connection to the neighborhoods
- Adds \$1 million worth of roadway improvements including additional safety features, pedestrian crossings, additional turn lanes, upgraded traffic signals, rail crossings, and pedestrian walkways
- Increases property tax revenue (over \$350,000 annually) and diversifies the property tax base of the City
- Creates 30 residential units
- Job creation – a typical Stop & Shop store creates more than 250 full and part time jobs with an annual payroll of more than \$3.5 million in addition to construction jobs and other new jobs created by the shopping center and professional business services
- Supports and improves the Portland Boxing Club
- Preserves the City owned land for recreational use
- Provides a connection to the Portland Trails System
- Provides Metro Bus service within the site



Components of the Project

The proposed *Morrill's Crossing* project offers redevelopment of a 20-acre industrial parcel next to Bruno's Restaurant into a vibrant mixed use development. A progressive design to enhance this part of the City, the project will offer:

- \$1 Million Improvements to the Morrill's Corner Intersection
- Upgrading of the Rail Crossing and Turn Lanes to Morrill's Corner
- Multi-Modal Transportation Access:
 - Metro Bus
 - Pedestrian
 - Bicycle
 - Vehicular
- Metro Bus Service within the Site
- Private Partnership with RTP that will Benefit Seniors and Disabled Persons
- Restaurants (including Bruno's)
- Full Service Stop & Shop Supermarket
- 20 Town Homes
- 10 Apartments
- Boxing Club (improved facility)
- Community Meeting Area
- Recreation Area
- Over 40% Green Space (3 acres of which is recreational / open space)
- Pedestrian Walking Trail (1.7 miles) With Connection to the Portland Trails System
- Pedestrian Connections to the Neighborhoods
- Seating Areas
- Bicycle Racks
- Significant Landscaping Treatments
- Extensive Buffering for the Residential Neighborhood

Packard Development continues its commitment to work with the neighborhood and City in an effort to incorporate their ideas, answer questions of concern, and maintain regular communication so that everyone understands the improvements planned for this special part of Portland.

Traffic Improvements

Morrill's Crossing will provide major roadway improvements with an additional lane on Forest and Allen Avenues to increase capacity; upgrades to the existing traffic signals and railroad crossings; and designated pedestrian access throughout Morrill's Corner, all within existing roadway right of way.

The Developer retained *Vanasse Hangen Brustlin, Inc. (VHB)* to conduct a traffic impact and access study for the proposed project and has been reviewed by the City of Portland and MDOT. The traffic plan calls for the following:

Upgrades existing traffic signal equipment and coordinates the 3 existing signalized intersections within Morrill's Corner

Upgrades and/or replaces current railroad crossing equipment along Forest and Allen Avenues to minimize gridlock when trains travel through the area

Installation of new sidewalks in the Morrill's Corner area including pedestrian crosswalks;

Installation of a new signal at the entrance to Morrill's Crossing to be coordinated with the three existing signals

Provides pedestrian amenities: additional crosswalks, sidewalks (both on the proposed project's site and along Allen Avenue), and a signalized intersection for pedestrians to cross Allen Avenue

With all of these combined traffic improvements, the traffic flow and operations through Morrill's Corner will improve.

Stop & Shop Supermarket

The Stop & Shop store will be a state of the art facility offering customers thousands of offerings in more than 27 specialty departments. In addition, Stop & Shop brings the following benefits to the project:

The Stop & Shop supermarket will provide hundreds of both full and part-time union jobs with competitive wages and benefits.

Sensitivity to environmental issues including the development and execution of innovative recycling efforts, energy conservation, noise reduction and other initiatives.

Specially designed self contained loading and delivery areas as well as concealed and sealed refuse areas to reduce noise and trash.

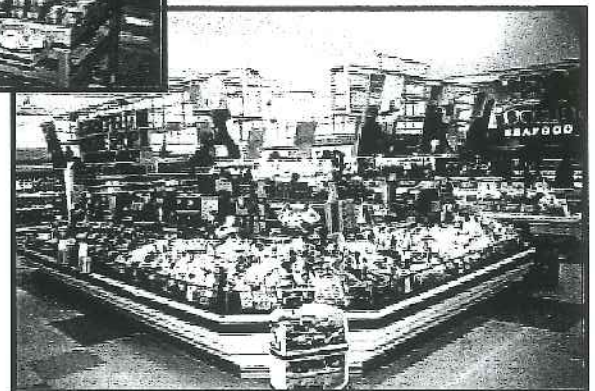
Special "shoe box" type lighting fixtures are utilized which eliminate light spillover to adjacent properties while preserving proper lighting for security purposes.

Proudly partners with the community to provide support for local organizations.

Charitable giving program includes a long-standing commitment to supporting hunger relief efforts and cancer research and treatment.



All the ingredients™



About Packard Development

Packard Development has an excellent reputation and proven track record with regard to commercial development. The developer is enthusiastic about being part of the Portland Community and supporting various causes around the state of Maine.

Packard was the developer of commercial land adjacent to the Maine Mall (The Target & Old Navy Shopping Center), and is working in the cities of Augusta and Biddeford. Packard's plans include additional projects and the revitalization of aging shopping centers in other parts of the state.

Contact Names

Paul Cincotta, Project Manager, Packard Development: (617) 965-1966

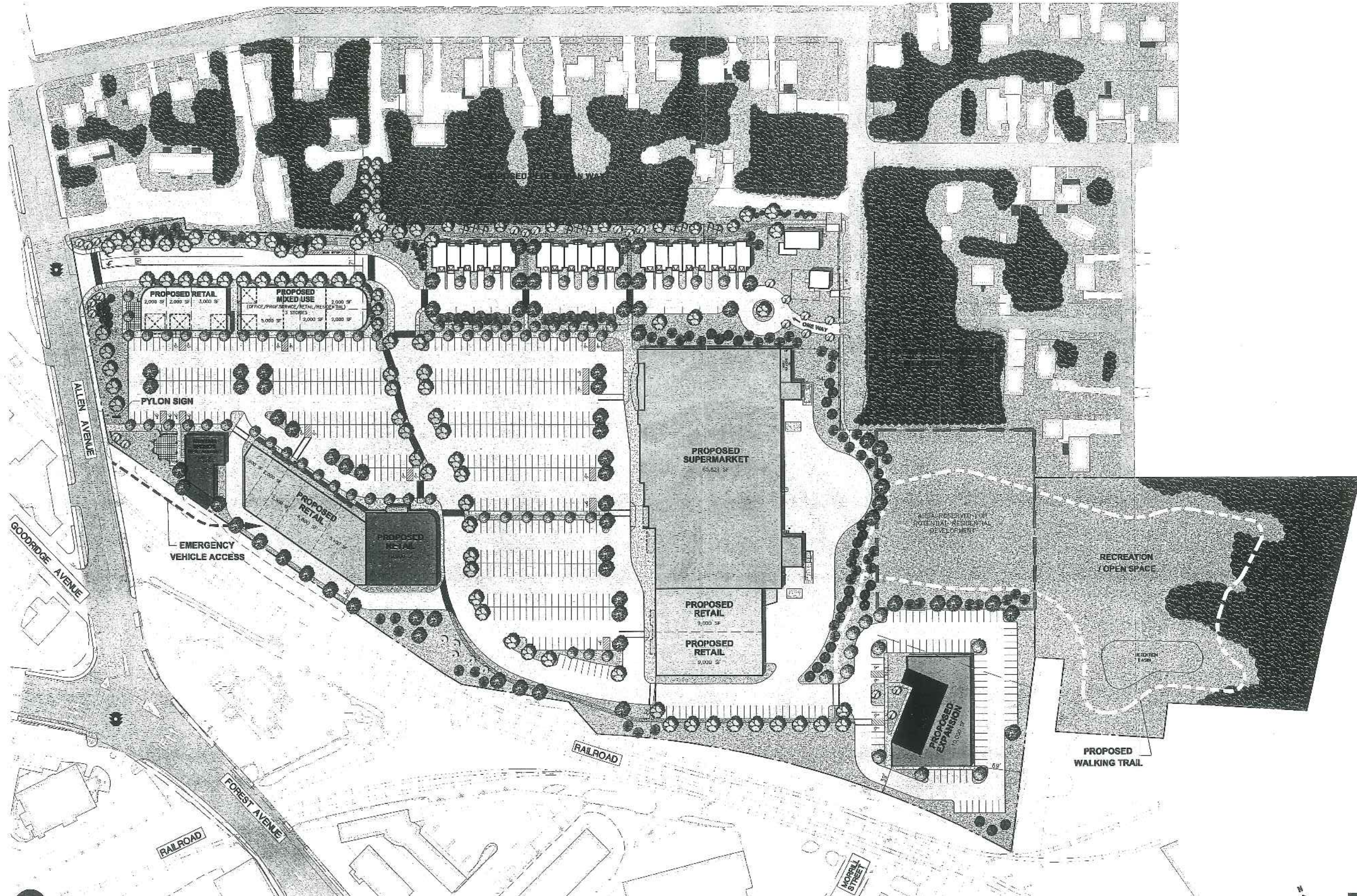
Connie Gemmer, Local Community Relations: (207) 774-2458 ext. 102

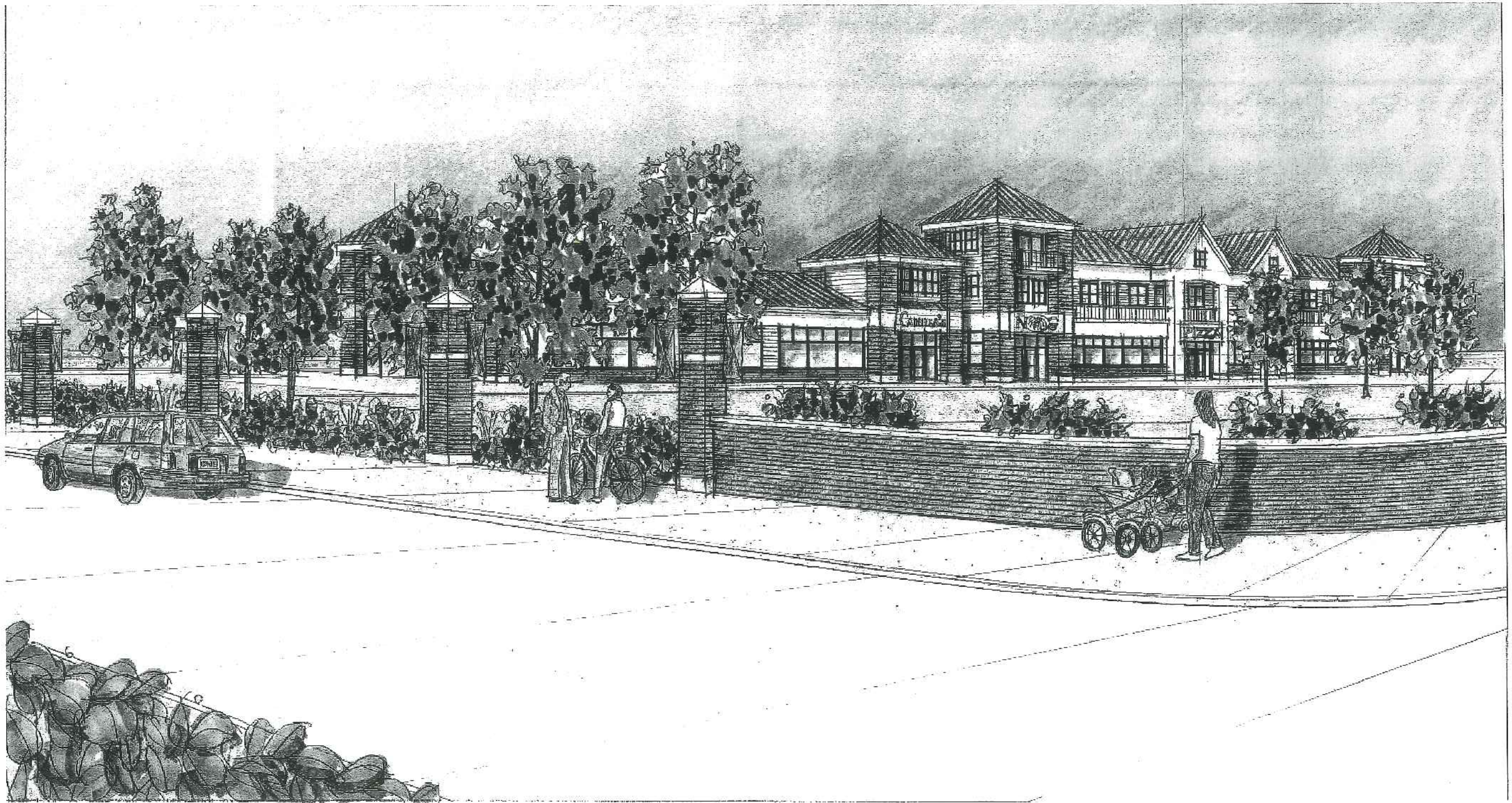
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PACKARD
DEVELOPMENT

Morrill's Crossing Portland, Maine

Site Plan Exhibit





MORRILL'S CROSSING



ALLEN AVE. PERSPECTIVE



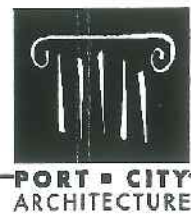
MORRILL'S CROSSING



ALLEN AVE. PERSPECTIVE



MORRILL'S CROSSING



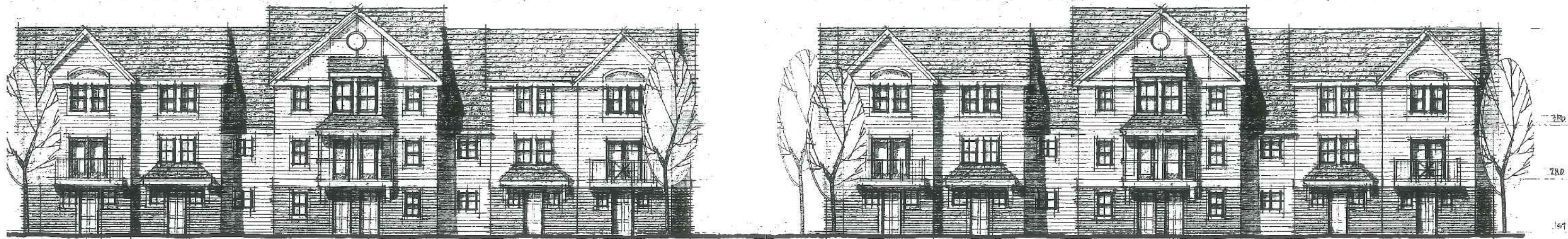
CONDO PERSPECTIVE



MORRILL'S CROSSING



PORT CITY
ARCHITECTURE



TOWN HOMES FRONT ELEVATION



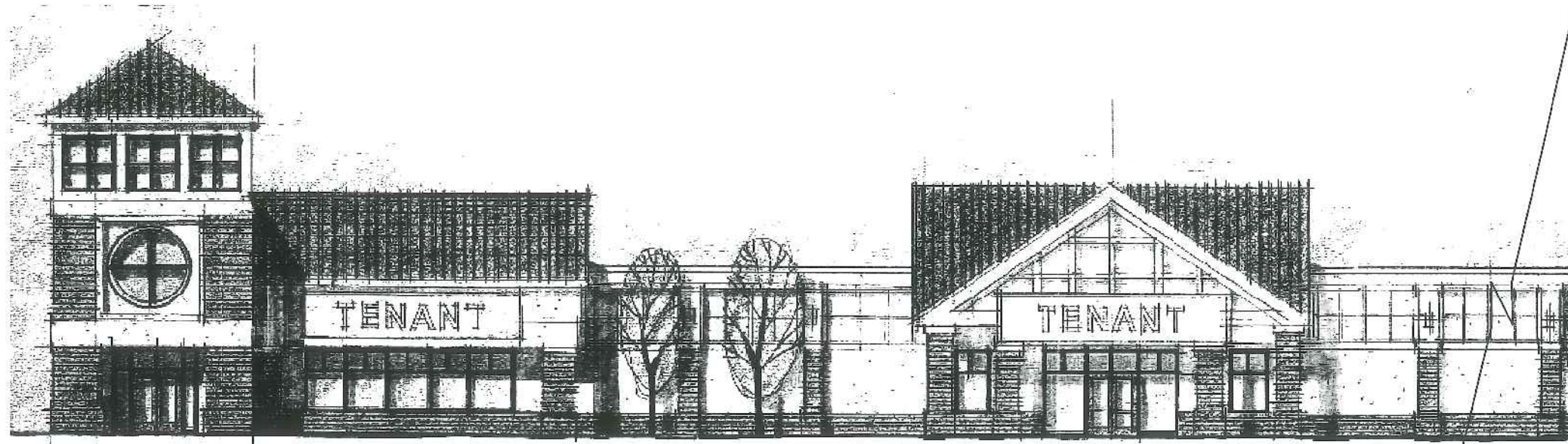
BRICK PIERS @ ALLEN AVE.
SCALE 1/4"

BRICK PIER DETAIL @ ALLEN AVE

MORRILL'S CROSSING



TOWN HOMES



RETAIL MAIN ELEVATION

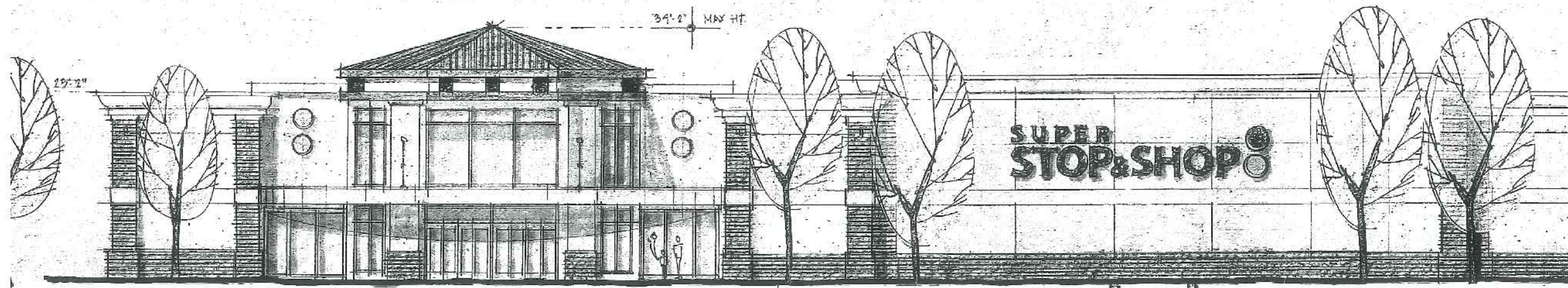


RETAIL REAR ELEVATION

MORRILL'S CROSSING



RETAIL C



MORRILL'S CROSSING



ANALYSIS OF THE MORRILL'S CROSSING PROJECT'S CONSISTENCY WITH THE CITY OF PORTLAND COMPREHENSIVE PLAN

I. EXECUTIVE SUMMARY

The proposed redevelopment at Morrill's Crossing is consistent with the policies and goals of the City's comprehensive plan. Specifically:

The integration of commercial, office, residential and open space/recreational uses on a single site is unlike any other development in Portland. It is a bold and innovative plan for redevelopment of the Morrill's Corner property.

The design and layout of Packard's redevelopment plan creates a transition between the commercial/industrial areas of Morrill's Corner and the residential neighborhood areas, thereby respecting the traditional development patterns of the area.

The inclusion of diverse housing options on site supports the City's goal to create quality housing for all.

The private funding of \$1M in traffic improvements and Packard's contributions to stormwater system improvements and public open space/recreational opportunities help to provide high quality infrastructure.

The redevelopment project provides substantial increases in property tax revenue and diversification of Portland's property tax base, which improves the economic sustainability of Portland.

The project creates hundreds of new jobs and new business opportunities, helping to promote a positive economic climate in Portland.

The proposed traffic improvements will result in improved traffic flow and pedestrian safety in Morrill's Corner over existing conditions, facilitating the safe and efficient movement of traffic in the Forest Avenue/Allen Avenue transportation corridor.

Pedestrian and bicycle access and improved access to public transportation promotes interconnectivity with the existing residential neighborhood, while not adding vehicular traffic to neighborhood side streets.

The inclusion of 8 acres of green space, 3.5 acres of which is dedicated recreational and open space linked with the Portland Trails system, helps to connect and extend the public's range of open space opportunities.

II. PROJECT OVERVIEW

The Morrill's Corner site is located in an area where a number of different land use types come together. The Morrill's Corner neighborhood is identified in the City's Comprehensive Plan as being part of the "inner ring neighborhoods", which are considered to be suburban in nature, Comp. Plan, p. 9. The Comprehensive Plan also specifically recognizes that, at the same time, the Morrill's Corner area "is intensively developed with commercial and industrial uses", Comp. Plan, p. EX-6, and its land use is only 51% residential, compared to other inner ring neighborhoods, where the residential land use averages 80%, Comp. Plan, p. EX-5. The Packard project site is the cornerstone site for the commercial and industrial development areas located along and adjacent to Forest Avenue. Also, as identified in the Comprehensive Plan, the Forest Avenue/Allen Avenue area is a major transportation corridor into and through Portland. Comp. Plan, p. 28. It is also located next to the start of what becomes a more residential area of Stevens Avenue and its side street network. Finally, the Packard site is among the largest parcels of land available for development within the City, which the Comprehensive Plan recognizes is in limited supply, Comp. Plan, p. EX-13.

The site's unique position as a transitional area between existing commercial and industrial development and the existing Morrill's Corner residential neighborhood makes the redevelopment of this site both a challenge and an opportunity. Packard believes that its revised redevelopment plan for the Morrill's Corner site, known as Morrill's Crossing, rises to that challenge. By proposing a mixed use development that includes retail, commercial, office, residential and open space/recreational uses, Packard's redevelopment plan creates the opportunity to bring together the juxtaposing land use areas in a way that provides needed services to the neighborhood, additional housing and new open space and recreational opportunities. As discussed below, this proposed mixed-use development proposed for Morrill's Crossing is consistent with the goals and principles of Portland's Comprehensive Plan.

III. CONSISTENCY WITH THE COMMUNITY VISION/FUTURE DIRECTIONS FOR PORTLAND

The introductory portion of the Comprehensive Plan sets out the vision for what Portland can become in the future. Packard strongly believes that its proposed mixed-use development is consistent with that future vision.

A. Build a Vibrant Small City.

1. Development of new buildings that respect the scale and character of traditional development patterns.

The Comprehensive Plan calls for the development of new buildings that respect the scale and character of traditional development patterns, Comp. Plan, p. 16. The traditional development pattern of the Morrill's Corner area is a mixture of large-scale

the site will improve water quality over existing site conditions. In addition, the improvements proposed for the City parcel at the rear of the project will result in improvements to the quality of the stream located on the property.

ICPAC specifically recognizes the need to implement watershed management programs for the Fall Brook watershed (in which the project site is located), including selective sewer separation and stormwater management. Packard has agreed to contribute toward the installation of selective sewer separation in the Fall Brook watershed.

F. To Protect the State's Other Critical Natural Resources, including, without limitation, Wetlands, Wildlife and Fisheries Habitat, Sand Dunes, Shorelands, Scenic Vistas and Unique Natural Areas.

None of these critical natural resources exist on the project site. However, the project's increased green space and the cleanup of the City owned parcel to provide open space area will likely result in increased wildlife habitat.

G. To Preserve the State's Historic and Archaeological Resources.

The project site is not located within the City's historic district and none of the existing buildings are listed by the City as individual landmarks.

H. To Promote and Protect the Availability of Outdoor Recreation Opportunities For All Maine Citizens, Including Access to Surface Waters.

The Comprehensive Plan recognizes that open space and recreational opportunities are important assets to the City of Portland, and ones that need to be enhanced. Packard agrees, and therefore has incorporated open space and a trail system within the project, both for the use of the residents within the project area, as well as the adjacent neighborhood and the community as a whole. In fact, 40% of the overall project site is designed as open space, which is twice the required amount in the B-2 Zone. The project's consistency with the City's Open Space Plan is discussed in greater detail, in Section VII, below.

V. CONSISTENCY WITH THE GOALS AND CONCEPTS OF THE PORTLAND TRANSPORTATION PLAN

The Portland Transportation Plan, originally developed in 1993, sets forth a number of goals and action items for addressing Portland's future transportation needs and the interplay between development and those transportation needs.

A. Proposed Pilot Projects for Transportation.

The plan specifically identifies the Forest Avenue corridor from Woodfords Corner to Morrill's Corner as a place in which a pilot project should be explored to address high

density residential and mixed-use development within the transit corridor. Transportation Plan, pp. 9,70. Listed in the elements of this pilot project are the following:

- encourage the redevelopment and mixed use of marginal properties along this segment of Forest Avenue

- consider contract zoning as a tool to negotiate design features, mixed use and off-street parking.

The Packard redevelopment project is located in the area identified for pilot project consideration. The plan as presented involves high density mixed-use development, including residential, office, commercial, transportation and recreation. The use of the contract zone is appropriate and necessary to achieve this mixed-use development opportunity.

The plan also identifies the Morrill's Corner location as a desired location for a local transport center. Transportation Plan, Figure V-6, p. 30. The proposed development will include a bus shelter linked to the adjoining residential neighborhood through pedestrian access and an additional bus stop location in front of the supermarket area. It will also provide a taxi dropoff and waiting area in front of the supermarket. The development has integrated pedestrian and bicycle access from the neighborhoods and within the project, and will provide bike racks for bicycle storage.

B. To Achieve a Transportation System Appropriately Structured and Designed to Safely and Effectively Move Goods and People.

1. Create A Neighborhood Street System Characterized By A Network Of Interconnected Streets That Minimizes Through Traffic In Residential Neighborhoods.

Packard has taken this policy goal into strong consideration in designing its project and the access points from the nearby neighborhood. It has also listened to the thoughts and concerns of the neighbors in that residential area, who have clearly indicated that they do not want the neighborhood side streets to be used for vehicular access to the project site. The project as designed directs its traffic onto Allen Avenue to avoid through traffic onto residential side streets. The project does, however, create numerous connections for bicycle and pedestrian access to provide connectivity between the existing residential neighborhood and the project. At the same time, Packard also wanted to provide an opportunity for the surrounding neighborhood to access the site without going on to Allen Avenue. The propose plan creates a one way access from Morrill Street into the project area, to allow neighborhood vehicle access. It has been located and designed to discourage use of the access as an alternative primary access point, in order to limit potential traffic through the neighborhood.

2. Appropriately Scale And Design Streets And Highways And Other Transportation Infrastructure To Serve Local Traffic, Destination Traffic And Through Traffic.

The Transportation Plan recognizes that certain areas within the city are transportation corridors that include all three types of traffic, and that transportation through these corridors must be allowed to move through the area in the shortest time possible during peak periods. Transportation Plan, p. 38. The plan does state that emphasis should be on traffic movement improvements that make efficient use of the existing road area, not necessarily widening roadways. The proposed development and the associated traffic improvements do take this goal into consideration and address efficient traffic movement using the existing roadway. To the extent possible, traffic movement is improved through the use of improved signalization and timing of lights and rail crossings. While the project does call for additional lanes in certain locations, it does so within the existing right of way of the roads, making efficient use of the existing roadway area and not requiring any expansion.

The City itself recognizes that lane additions within the right of way will be required to address future traffic growth in the Morrill's Corner area and to complete the capacity enhancements that have already been installed in Morrill's Corner. They have recently applied to PACTS for funding to construct lane improvements to Forest Avenue between Stevens Avenue to Bell Street by adding an additional inbound lane, to provide two outbound and two inbound lanes at this section. The application indicates that such lane addition "will allow for "improved operations at Morrill's Corner", PACTS Form for Intersection Proposal-City of Portland ("PACTS Proposal"), p. 1 (a copy of which has been provided in Packard's traffic update information). In response to a request from the City and its traffic consultant, Packard has reviewed the option of tying its improvements to the proposed Forest Avenue improvements by going to a two lane inbound and outbound arrangement. Packard has done this redesign and has found that, along with the improved signalization and timing improvements, the lane reconfiguration will improve traffic in Morrill's Corner. This will improve both the livability of the surrounding neighborhoods and will benefit area businesses and industries, points specifically recognized by the City in its PACTS application. See PACTS Proposal, pp. 3,7 ("By further improving mobility through the extremely busy Morrill's Corner intersection all surrounding businesses and industries will benefit"; "Traffic congestion is a major issue for neighborhood livability. The restriping for additional lanes will address this issue.")

While the Transportation Plan does set as a major policy goal the reduction in fostering of automobile dependency, it also recognizes that people do depend upon cars to undertake certain activities and that certain major transportation routes will continue to be impacted. The City's PACT application makes clear that "Morrill's Corner is "a crucial link between Portland, Westbrook and the Rte 302 region to the north and west of Portland", PACTS Proposal, p. 4. The Transportation Plan also specifically recognizes that for certain types of activities, such as grocery shopping, motor vehicle usage is important, Transportation Plan, p. 24. As specified in the traffic study provided by VHB, the majority of the expected trips into the project site are from vehicles that are already

passing through the Forest Avenue/Stevens Avenue transportation corridor, and therefore the project is not encouraging use of the automobile by these customers; it is simply drawing in existing traffic. In addition, the inclusion of residential housing in the project and the inclusion of pedestrian access points throughout the project will promote pedestrian access of the project site by the residents and nearby neighbors.

C. Neighborhood Issues in the Transportation Plan

1. Promote Improved Access To Routine Daily Services Within Walking Distance.

The Transportation Plan contains substantial discussion of neighborhood issues associated with transportation planning. One issue identified is that some neighborhoods lack routine daily services within walking distance, Transportation Plan, p. 13. This is true for the Morrill's Corner neighborhood; although services are available on Forest Avenue, they are spread out and are not readily accessible by foot or by bicycle. The Morrill's Crossing project will provide nearby access to a number of daily services, including groceries, pharmacy, banking, professional offices and other retail and service businesses that will locate to the project. The project has been designed to facilitate pedestrian use of the site and the project provides numerous pedestrian and bicycle access points into the project area. The traffic improvements and sidewalk upgrades will also result in improved pedestrian use of surrounding streets, which will allow better pedestrian access to businesses on Forest, Stevens and Allen Avenues.

2. Interconnection of Neighborhood Streets So That There are Multiple Paths of Travel to Get to Destinations By Foot and By Bicycle.

The Transportation Plan also recognizes the need for pedestrian and bicycle access to destination points in and around neighborhoods, Transportation Plan, p. 16. In addition to the numerous pedestrian and bicycle access points from the adjacent neighborhood, as well as from the proposed residential components of the project, Packard is also proposing upgrades of the sidewalk areas on Allen and Forest Avenue to help facilitate pedestrian access to the site.

VI. CONSISTENCY WITH THE CITY'S HOUSING PLAN.

The City's housing plan, titled *Housing: Sustaining Portland's Future* ("Housing Plan"), sets forth strong goals and policies to increase and improve the development of housing within the City. The proposed development's inclusion of residential development in several forms is consistent with the goals and policies of the Housing Plan.

The Morrill's Corner site is neither an attractive nor a financially feasible location for high-density residential development as the primary use of the site, due to the proximity of the railroad tracks and the costs associated with the property development (land pricing, traffic improvements, potential environmental remediation of the City owned parcel. Packard has worked hard, however, to incorporate housing in the project areas

within the development where housing is appropriate, and within these areas, the proposed housing would be considered high-density under the Housing Plan.

A. Ensure an Adequate and Diverse Supply of Housing for All.

The inclusion of housing in the Morrill's Corner project as proposed meets the policy objective of ensuring an adequate and diverse supply of housing for all. Specifically, this Housing Plan policy calls for combining housing with mixed use developments and for ensuring a diverse mix of housing types that offer a continuum of options across all income levels, both renter and owner occupied. Housing Plan, p. 29. It also calls for the City to assist businesses in creating housing for new employees, Housing Plan p. 33. The inclusion of condominiums and rental housing units within a commercial development clearly meets this goal.

B. No Net Loss of Housing for All Property Development.

The Housing Plan also includes a policy calling for the preservation of quality housing stock, with a specific recommendation of having no net loss of housing for all property development, Housing Plan, p. 39. As stated in the contract zone language, Packard is seeking the ability to develop up to 50 housing units. The development as proposed will result in the loss of no more than 7 housing units, so the project as proposed will result in a substantial net increase in housing.

C. Maintain and Enhance the Livability of Portland's Neighborhoods.

Another goal of the Housing Plan is to maintain and enhance the livability of Portland's neighborhoods, Housing Plan, p. 43. Packard has been extremely sensitive to this issue, and has specifically considered the impact of the proposed project on the surrounding residential neighborhood. The inclusion of the condominium development in the project, as well as landscaped buffering, provides a buffer between the existing neighborhood and the commercial aspects of the proposed development while providing a compatible residential project immediately adjacent to the neighborhood. At the same time, the project provides connectivity to the neighborhood through pedestrian and bicycle access to allow the neighborhood to avail itself of the businesses and services located in the commercial part of the development. The availability of community meeting space within the supermarket, where neighborhood meetings and functions can be held, also allows integration of the neighborhood with the commercial development. This is consistent with the Housing Plan's stated policy goal of having well-planned developments that enhances compatibility between residential and non-residential uses, as well as the goal of promoting mixed uses within walking distances of existing neighborhoods, Housing Plan, p. 43. In addition, the proposed walking trail and recreational/opens space area in the project is consistent with the goal's objective of encouraging new housing development in proximity to neighborhood assets, Housing Plan, p. 44. Finally, the development of the Morrill's Corner project will result in a clear improvement over the current state of the property, with its existing public safety concerns (crime, environmental contamination) and appearance.

VII. CONSISTENCY WITH THE CITY'S OPEN SPACE AND RECREATION PLAN.

In 1995, the City developed a plan titled "Green Spaces, Blue Edges: An Open Space and Recreation Plan for the City of Portland"; this Plan was updated in 2001 ("Open Space Plan"). The plan calls for the creation of a "cohesive, unified, interconnected open space system that builds upon the historic legacy of our parks, our existing open space studies, the best knowledge of our day and the informed will of its residents", Open Space Plan at p. 5.

It should be pointed out that the Open Space Plan does not identify the Morrill's Corner area as an area of priority for establishment of additional open space or for the preservation of particularly important or sensitive natural areas. There are currently two major open space areas adjacent to the Morrill's Corner, the Evergreen Cemetery and PATHS and an additional trail system exists at nearby University Park, all of which are part of the Portland Trails open space trail system.

However, the Open Space Plan also sets as a goal the extension of the "public's range of open space opportunities and the ability to pursue its choice of use without social or economic constraint, elaborate planning or community intervention," Open Space Plan, p. 6. Packard's inclusion of open space and recreational resources within its plan helps the Morrill's Corner area achieve this goal in several ways. First, it provides a pedestrian walking path throughout the development, which is linked to the adjacent neighborhood at several locations through a series of pedestrian and bicycle access points. Packard also proposes to convert the existing 3.5 acre City owned parcel at the rear of the project from an abandoned industrial site to an open space and recreational area that will be available to the public, and will also be an amenity for the adjacent housing proposed by Packard. This will provide the neighborhood with enhanced recreational and open space opportunity and relieve the City of the financial responsibility of cleaning up the site, thereby eliminating economic constraints that the City might otherwise have for development of that site.

The pedestrian walkway and improved sidewalk area along Allen Avenue also provides opportunity for linkage with the existing Portland Trails system, consistent with the goal of interconnected open space opportunity. Packard is working with Portland Trails to integrate the open space/recreation area into the existing trail system, as well as to improve access to and from existing trail areas.

CONDITIONAL ZONE AGREEMENT

PACKARD DEVELOPMENT, LLC

AGREEMENT made this ___ day of _____, 2004 by **PACKARD DEVELOPMENT, LLC** a Delaware limited liability company with a mailing address of One Wells Avenue, Newton, Massachusetts 02159, and its successors and assigns (hereinafter "**PACKARD**").

WITNESSETH

WHEREAS, PACKARD seeks to develop property located at and in the vicinity of 33 Allen Avenue in the City of Portland and identified on the City of Portland on the Assessor's maps at Map 435, Block G, Lots 10-12, 21, 22, and 26; Map 151A, Block A, Lots 12 and 13; Map 152, Block C, Lots 2 and 5; and Map 435, Block D, Lots 15, 16, 17 and 18 (hereinafter referred to as the "**PROPERTY**") (See Exhibit A); and

WHEREAS, PACKARD proposes to develop the **PROPERTY** as a mixed use development, including residential units, a community shopping center with a grocery store, other retail uses, restaurants, offices, and a boxing club/ gym facility; and

WHEREAS, the PROPERTY is currently located in three different zoning districts, R-5, B-2 and I-L; and

WHEREAS, the purpose of this contract rezoning is to provide for a mixed use development, including a community shopping center, residential units, offices and a boxing and fitness facility; and

WHEREAS, substantial public improvements will be required to support any redevelopment of the PROPERTY, including but not limited to traffic improvements in the Morrills Corner area; and

WHEREAS, PACKARD has developed a traffic improvement plan, which plan has been reviewed by the **CITY**; and

WHEREAS, the Planning Board of the City of Portland, pursuant to 30-A M.R.S.A. § 4352(8) and Portland City Code §§ 14-60 to 14-62, and after notice and hearing and due deliberation thereon, recommended the rezoning of the PROPERTY, subject, however, to certain conditions; and

WHEREAS, the CITY by and through its City Council has determined that said rezoning would be and is pursuant to and consistent with the **CITY'S** comprehensive land use plan and will establish uses that are consistent with the uses in the original zones and the surrounding areas; and

WHEREAS, the **CITY** has determined that the proposed development will be designed and operated so that it will prevent undue adverse environmental impacts, substantial diminution of the value or utility of neighboring structures, or significant hazards to the health or safety of neighboring residents by controlling noise levels, emissions, traffic, lighting, odors, and any other potential negative impacts of the proposal through the design and implementation of significant public traffic improvements, stormwater drainage improvements, landscaping and buffering; and

WHEREAS, the **CITY** has determined that because of the unusual nature and unique location of the proposed development and the need for significant public improvements it is necessary and appropriate to have imposed the following conditions and restrictions in order to ensure that the rezoning is consistent with the **CITY'S** comprehensive land use plan; and

WHEREAS, on _____, 2004, the **CITY** authorized amendment to its Zoning Map based upon the terms and conditions contained within this Agreement, which terms and conditions become part of the **CITY'S** zoning requirements; and

NOW, THEREFORE, in consideration of the rezoning, **PACKARD** covenants and agrees as follows:

1. Effective thirty days from the affirmative vote of the City Council on rezoning the **PROPERTY**, by Council Order No. _____, the City amends 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 of the Portland City Code, by adopting the map change amendment for the **PROPERTY** shown herein.

Exhibit B: Site plan and signage plan

Exhibit C: Minimum off site traffic improvements

Exhibit D: Architectural renderings

Exhibit E: Phasing plan

Exhibit F: Potential lot divisions/long term leases

3. The **PROPERTY** shall be developed substantially in accordance with the Site Plan shown on Exhibit B (including the layout of the buildings, pedestrian and vehicular circulation plan, open space, drainage, and landscaping) and the architectural renderings shown on Exhibit D, provided, however, that each Phase, whether classified as a major or minor development, shall be subject to site plan review by the Planning Board, and if applicable, subdivision review by the Planning Board. Any site plan review applications shall fully comply with the Site Plan attached as Exhibit B, and the architectural renderings shown on Exhibit D, and the application requirements contained in article V (site plan) of the Land Use Code. The Planning Board may permit minor deviations from the Site Plan, as long as the deviations are consistent with the purposes of this Agreement. The structure labeled "Existing Boxing/Proposed Expansion" in the northeasterly corner of Exhibit B shall be built with architecture similar to and compatible with that in Exhibit D for the other structures associated with this project.

4. The **CITY** shall not issue **PACKARD** any building permits for the project until **PACKARD** has 1) acquired the **PROPERTY** in accordance with the requirements of Section 1 of this Agreement and 2) has received all necessary federal, state and **CITY** permits.

5. *Permitted Uses.* **PACKARD** shall be authorized to establish and maintain the following uses on the **PROPERTY**:

- a. Retail establishments, business services and personal services, all as defined by Portland City Code § 14-47.
- b. Professional and business offices occupying no more than 25,000 square feet.
- c. Day care facilities and adult day care facilities.
- d. Exercise and fitness centers, and health clubs, including but not limited to a boxing and fitness facility. Any boxing facility shall comply with the following restrictions:

1. Any event at a boxing club located on the **PROPERTY** with ticket sales or attendance numbers in excess of three hundred (300) hundred shall be limited to twelve (12) times per year; and
2. the days of the week such events may be held may be limited by the City, in its discretion, based on concerns of traffic conditions, other events around the City or any other reason deemed to negatively impact public health, welfare or safety; and
3. **PACKARD** shall notify the **CITY'S** parking division four (4) weeks in advance of such event.
4. **PACKARD** shall provide an annual parking management plan to handle the requirements for parking at said events.

The initial plan shall be submitted for review as part of the site plan review for the boxing facility. The plan must include provisions for off site parking and shuttle bus transportation to the **PROPERTY**. Thereafter, the parking management plan shall be updated annually and shall be reviewed on an annual basis by the City's Planning Authority and Parking Division, in its discretion. In any case, parking for daily use and for normal boxing club events shall be met on site.

e. Dwellings, as specified herein:

1. There shall be no fewer than ten (10) apartments (which may be combined live/work spaces) located in the building delineated on the Site Plan as "Proposed Mixed Use: Office/Prof. Service/ Retail/ Residential and "Proposed Retail"). The same shall be built in Phase I of the project. These units may serve as the replacement units for housing units to be displaced by construction of Phase I of the development in accordance with the requirements of the City's Preservation and Replacement of Housing Units Ordinance, § 14-483 et seq. if approved by the City during site plan review. Replacement units shall be available for occupancy before a certificate of occupancy may be issued for the new construction on the original site.
2. There shall be no fewer than 18 or more than 24 townhouses located adjacent to Princeton Street and shown on Exhibit E as Phase II. No temporary or permanent certificate of occupancy shall be granted for the grocery store building until all municipal approvals have been obtained for the Phase II townhouse development and a building permit has been issued for the first townhouse units. Building permits for at least 18 townhouses shall be obtained within 2 years of the commencement of construction of Phase II. **PACKARD** shall post a performance guarantee in the amount of \$50,000.00 per dwelling unit for the 18 townhouses required under this condition (hereinafter referred to as the "Housing Guarantee"), in a form acceptable to the **CITY**. The Housing Guarantee shall be reduced in amount for every six (6)

townhouses built and certificates of occupancy issued for such units. In the event that **PACKARD** fails to complete any or all of the 18 required townhouses, the **CITY** shall have the right to all funds remaining in the Housing Guarantee at the time of default. The **CITY** may utilize the funds in the Housing Guarantee for any housing project or housing-related purpose that it deems appropriate. Notwithstanding any contrary provision of this Agreement, **PACKARD's** completion of the 18 townhouse unit development or the **CITY'S** call of the Housing Guarantee for any or all of the 18 required units shall satisfy **PACKARD's** obligations under this subsection to provide 18 dwelling units in Phase II. The Housing Guarantee shall be separate from the performance guarantee required for site improvements on the townhouse site.

3. **PACKARD** may also construct up to 24 additional units in the area designated on Exhibit B, as "Area Reserved for Potential Residential Development" subject to prior subdivision and site plan review. In the event that **PACKARD** elects to construct these additional units, they must otherwise comply with the requirements established for the R-5 zoning district. Prior to construction of residential units, this area may be utilized for overflow parking for the boxing facility in the amount of no more than fifty (50) parking spaces, with the location of the parking spaces to be determined during site plan review. Should **PACKARD** wish to so use this area for parking, it must obtain site plan review and it must grant to the City an easement over the area for use by the public engaged in the use of the recreation/ open space when the parking is not needed for boxing club events.

The Area Reserved for Potential Residential Development shall be loaned and seeded as part of Phase I of the development of the site as required by Section 5 unless a parking lot is proposed for this area in which case the parking lot proposal shall be subject to site plan approval during Phase I.

f. Accessory uses, including, but not limited to, public trails, parking facilities and structures, utility services, stormwater management systems, community meeting center, and site amenities. The uses listed in this subparagraph f shall be functionally related, physically oriented, and complementary to the principal uses of the site.

6. The uses on the **PROPERTY** will be within multiple buildings, which may be constructed in phases as specifically set forth on Exhibit E. All sections of Phase I and Phase II are required to be developed. Phase II shall be constructed in accordance with the schedule requirements set forth in Paragraph 4.

The following improvements must be constructed during Phase I: no fewer than 10 housing units in compliance with Portland City Code § 14-483 et seq., minimum off-site traffic improvements as shown on Exhibit C, the trail network shown on Exhibit B and E (except for that area labeled "Proposed Pedestrian Way in Princeton Street Right of

Way" which shall be constructed as part of Phase II), the construction of the multi-purpose field and the Area Reserved for Residential Development shall be loamed and seeded. No certificate of occupancy at this site will be issued for any purpose, unless and until such improvements are completed.

If the **PROPERTY** is constructed in Phases, in addition to the requirements contained in the Portland City Code, **PACKARD** nonetheless will be required at the outset to post a performance guarantee to cover all of the following improvements regardless of the Phase:

- Landscaping for approved portions of the plan and any temporary landscaping or screening determined necessary by the Planning Authority, in its discretion, to buffer the adjacent residential zone
- At minimum, the traffic improvements as shown on Exhibit C
- Trail amenities
- Stormwater system

7. *Development Standards.* All site plans in conformance with Exhibit B and Exhibit D (architectural renderings) may be approved by the Planning Board only if, in addition to the dimensional requirements of paragraph 9 and the applicable provisions of article IV (subdivisions) and article V (site plan), the development meets the following additional development standards:

a. *Landscaping:* Development proposals shall include a landscape program that is consistent with the landscaping plan shown on Exhibit B. All land areas not covered by structures, parking areas, bus facilities or circulation facilities shall be landscaped and maintained. In order to soften the visual impact of large expanses of pavement in parking lots, vegetation shall be planted or retained in islands or planting strips as shown on Exhibit B. Development proposals shall include appropriate fencing and/or berming and planting treatment of a dense and continuous nature in order to buffer parking lot visibility from adjacent properties.

b. *Vehicular access.* Vehicular access to the Phase I portion of the site shall be from the signalized access as shown on Exhibit B and shall be coordinated with other minimum off-site traffic improvements as shown on Exhibit C. A gated emergency access shall be provided at the terminus of Morrill Street as shown on Exhibit B. Vehicular access to Phase II shall be as shown on Exhibit B, with the location of the access to the Area Reserved for Potential Residential Development to be established during site plan and subdivision review of such development.

c. *Signs:* Development proposals shall identify all proposed signage. Building signage shall be designed in proportion and character with the building facades. A pylon sign including tenant signage shall be located as depicted on Exhibit B. All signs shall be constructed of permanent materials and shall be

coordinated with the building and landscaping design through the use of appropriate materials and finishes. Signage for the development shall meet the standards established in Section 14-369 for multi-tenant lots in the B-2 zoning district, except as otherwise approved pursuant to Section 14-526(a)(23).

d. Traffic improvements: **PACKARD** shall be responsible for the design and installation of, at minimum, the off-site traffic improvements shown on Exhibit C, which improvements shall be made at **PACKARD'S** sole expense, following review and approval by the **CITY**. Such traffic improvements shall include, but not be limited to roadway widening, resignalization, road area for bicycles uninterrupted bike lanes, bus stops, esplanades with street trees, and sidewalks.

e. Open space improvements: In addition to the trail and other open space amenities delineated on Exhibit B, **PACKARD** shall be responsible for improving the parcel currently owned by the **CITY** and located in the vicinity of Cambridge Street (Tax Map 151A-A-13). **PACKARD** shall be responsible for the remediation of the site and for grading a level surface, installation of loam and seed or sod, creation of appropriate drainage and installation of irrigation equipment appropriate to create a multi-purpose field. **PACKARD** shall also be responsible for providing those funds necessary to purchase the playground and similar equipment necessary to improve the multi-purpose field to similar condition as the **CITY'S** Fox Street multipurpose field as it exists as of June 8, 2004. **PACKARD** shall work with the **CITY'S** Department of Parks and Recreation in determining the design and construction standards for the multipurpose field. In the event that ownership of this parcel will remain with the **CITY** or will be reconveyed to the **CITY** after the completion of improvements **PACKARD** shall be granted or shall retain an easement for its stormwater facilities, which shall be located and incorporated on this site in a manner as to allow the construction and use of the multi-purpose field. The open space in this area shall remain accessible to the users of the **PROPERTY**, as well as the general public, by use of the walking trails and any other available access.

PACKARD shall deed to the **CITY** a public recreational easement on and over the "Recreation/Open Space" area, the "Proposed Walking Trail," the sidewalk traversing the site, as well as the "Proposed Pedestrian Way in Princeton Street Right of Way" as delineated on Exhibit B. **PACKARD** shall be responsible for installing the "Proposed Walking Trail" as part of Phase I, as shown on Exhibit B and E, of the development. **PACKARD** shall grant a public recreational easement to the **CITY** for the trail. **PACKARD** shall also be responsible for construction of the multi-purpose field as set forth above in Phase I unless, after **PACKARD** has expended all reasonable efforts, permitting by the Maine DEP is held up or delayed for any reason beyond the control of **PACKARD**. In such case, **PACKARD** shall have an additional one (1) year from the issuance of required DEP permits in which to install the multipurpose field.

8. *Phasing:* **PACKARD** shall be authorized to develop the **PROPERTY** in multiple phases. These phases shall occur in accordance with the phasing plan attached hereto as Exhibit E. As specified in paragraphs 4 and 5, all sections of Phase I and Phase

It are required to be developed. The Area Reserved for Future Residential Development shall be loamed and seeded or constructed for parking/green space as otherwise approved during site plan review.

9. *CSO contribution:* **PACKARD** shall be required to contribute up to \$100,000.00 to the **CITY'S** Fall Brook Combined Sewer Overflow project.

10. *Dimensional Requirements.* The dimensional standards established in Section 14-185 for the B-2 zoning district, as further modified by this Agreement or by Exhibit B, shall apply to the **PROPERTY** as a whole, and not additionally to individual lots (if any) within the **PROPERTY**. For purposes of front yard setbacks, the front yard for each office or retail building developed on the **PROPERTY** shall have as the front yard the area between the building and Allen Avenue. The potential lot divisions for residential development and areas to be subject to long-term ground leases are delineated on Exhibit F. These locations may be changed as part of the subdivision review process. Amendments to these locations, once approved, may occur after Planning Board review and approval of the proposed amendments.

11. **PACKARD**, and its successors and assigns shall maintain the **PROPERTY** and the perimeter of the **PROPERTY** in order to ensure litter and other garbage is not spread/ blown to adjacent properties/neighborhood. **PACKARD** shall provide to the **CITY** a Maintenance Agreement which, in the event **PACKARD** or its successor fails to maintain the **PROPERTY**, would give the **CITY** the right to enter the property for purposes of cleaning up litter and debris, and charge **PACKARD** for its costs. The Property Maintenance Agreement shall include a retrieval program for shopping carts that have been removed from the **PROPERTY**.

The provisions of this Agreement, including the permitted uses listed in paragraph 2, are intended to replace the uses and requirements of the existing R-5 and I-L zones and to limit and supplement the requirements of the existing B-2 zone as set forth in this Agreement, except that the conditional uses included within Portland City Code § 14-483 are specifically excluded.

The above stated restrictions, provisions, and conditions, including all Exhibits to this Agreement, are an essential part of the rezoning, shall run with the **PROPERTY**, shall bind and benefit **PACKARD**, any entity affiliated with **PACKARD** that takes title to the **PROPERTY**, their successors and assigns, and any party in possession or occupancy of said **PROPERTY** or any part thereof, and shall inure to the benefit of and be enforceable by the **CITY**, by and through its duly authorized representatives. **PACKARD** shall record a copy of this Agreement in the Cumberland County Registry of Deeds, along with a reference to the Book and Page locations of the deeds for the **PROPERTY**.

If any of the restrictions, provisions, conditions, or portions thereof set forth herein is for any reason held invalid or unconstitutional by any court of competent jurisdiction, such portion shall be deemed as a separate, distinct, and independent

provision and such determination shall not affect the validity of the remaining portions hereof.

Except as expressly modified herein, the development, use, and occupancy of the subject premises shall be governed by and comply with the provisions of the Land Use Code of the City of Portland and any applicable amendments thereto or replacement thereof.

In the case of any issue related to the **PROPERTY** which is governed by this section, neither **PACKARD** nor its successors or assigns may seek relief which might otherwise be available to them from Portland's Board of Appeals by means of a variance, practical difficulty variance, interpretation appeal, miscellaneous appeal or any other relief which the Board would have jurisdiction to grant. Nothing herein, however, shall bar the issuance of stop work orders.

This conditional rezoning agreement shall be enforced pursuant to the land use enforcement provisions of state law (including 30-A M.R.S.A. § 4452) and City Ordinance. Following any determination of a zoning violation by the Court or the Zoning Administrator, the City Council, after recommendation of the Planning Board, may amend, modify or rescind its conditional rezoning of the site.

WITNESS:

PACKARD DEVELOPMENT, LLC

_____ By _____

Its: _____

COMMONWEALTH OF MASSACHUSETTS

MIDDLESEX, ss. _____, 2004

Personally appeared before me the above-named _____, in his/her capacity as _____, and acknowledged the foregoing instrument to be his/her free act and deed in his/her said capacity and the free act and deed of Packard Development, LLC.

Before me,

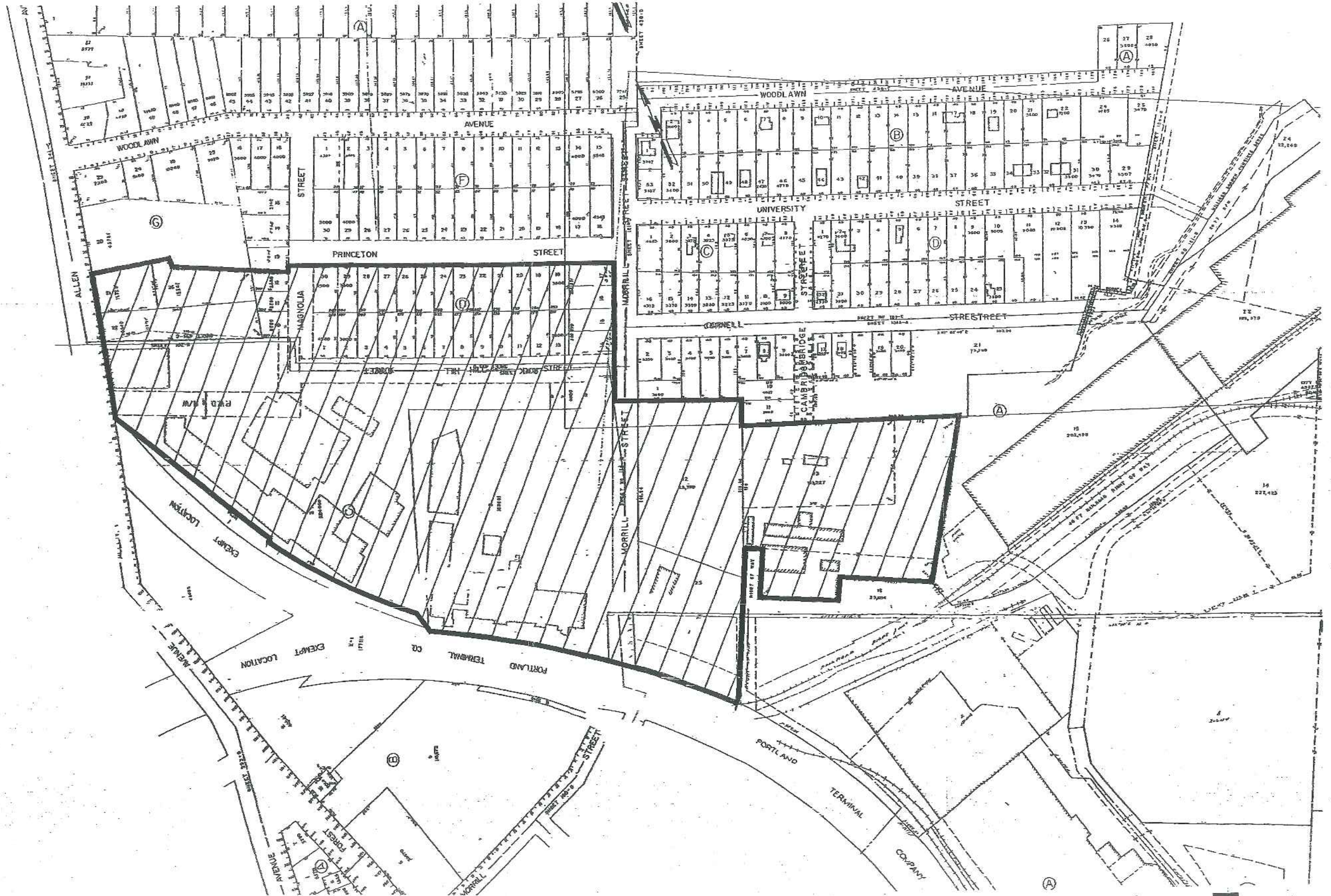
Notary Public/Attorney at Law

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PACKARD
PLANNING

Morrill's Crossing Portland, Maine

Exhibit A
Tax Map

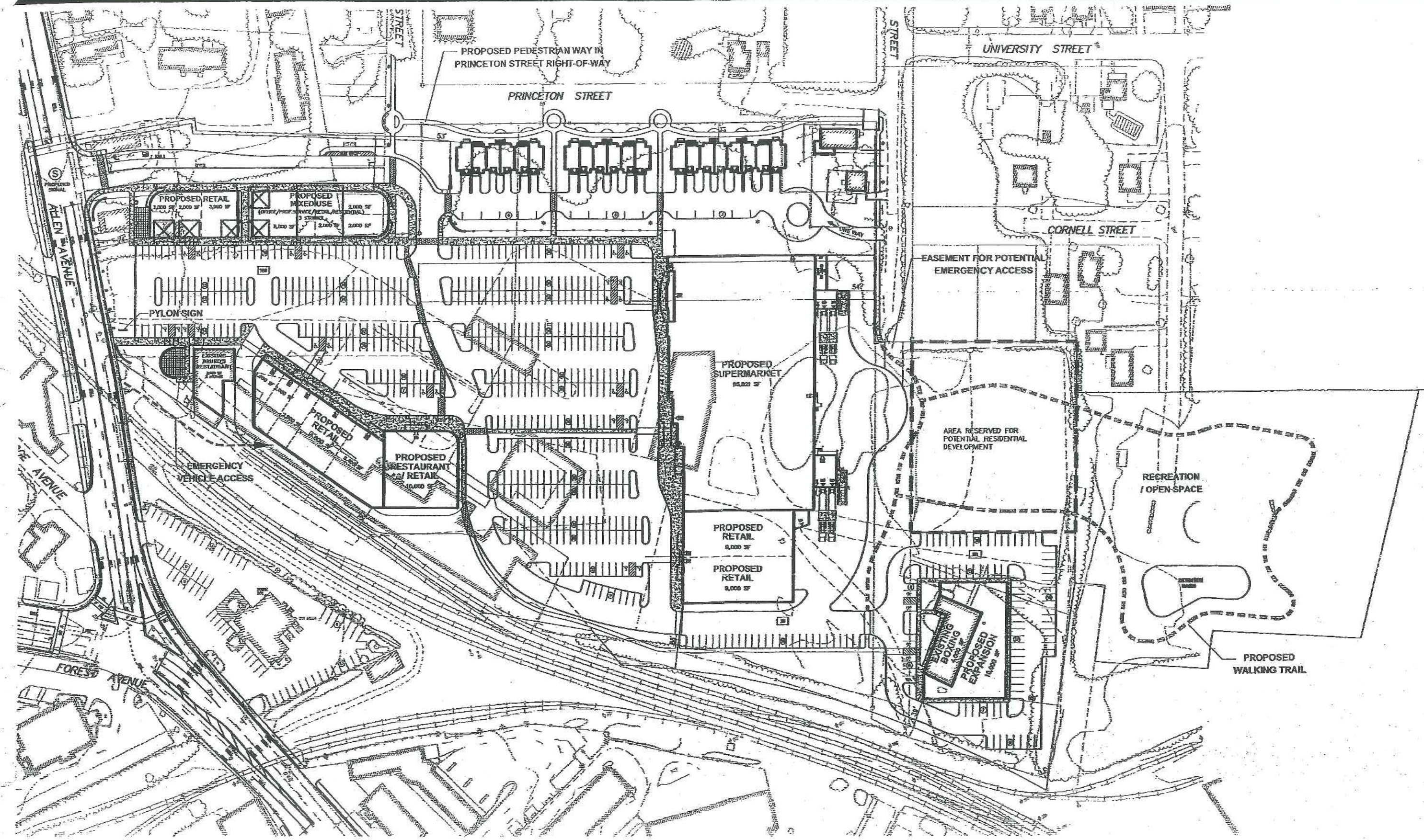


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ACKARD
CONSULTANTS

Morrill's Crossing Portland, Maine

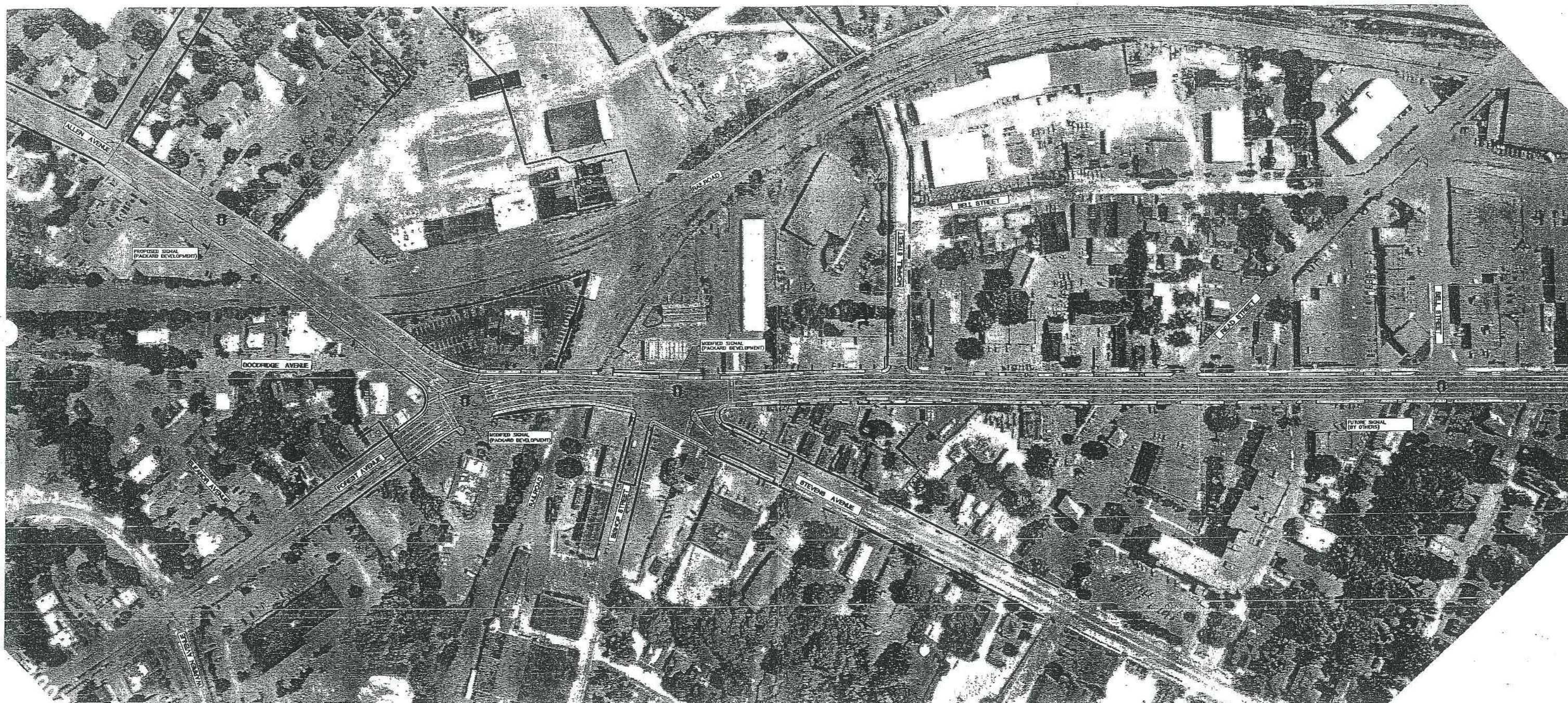
Exhibit B Site Plan Exhibit



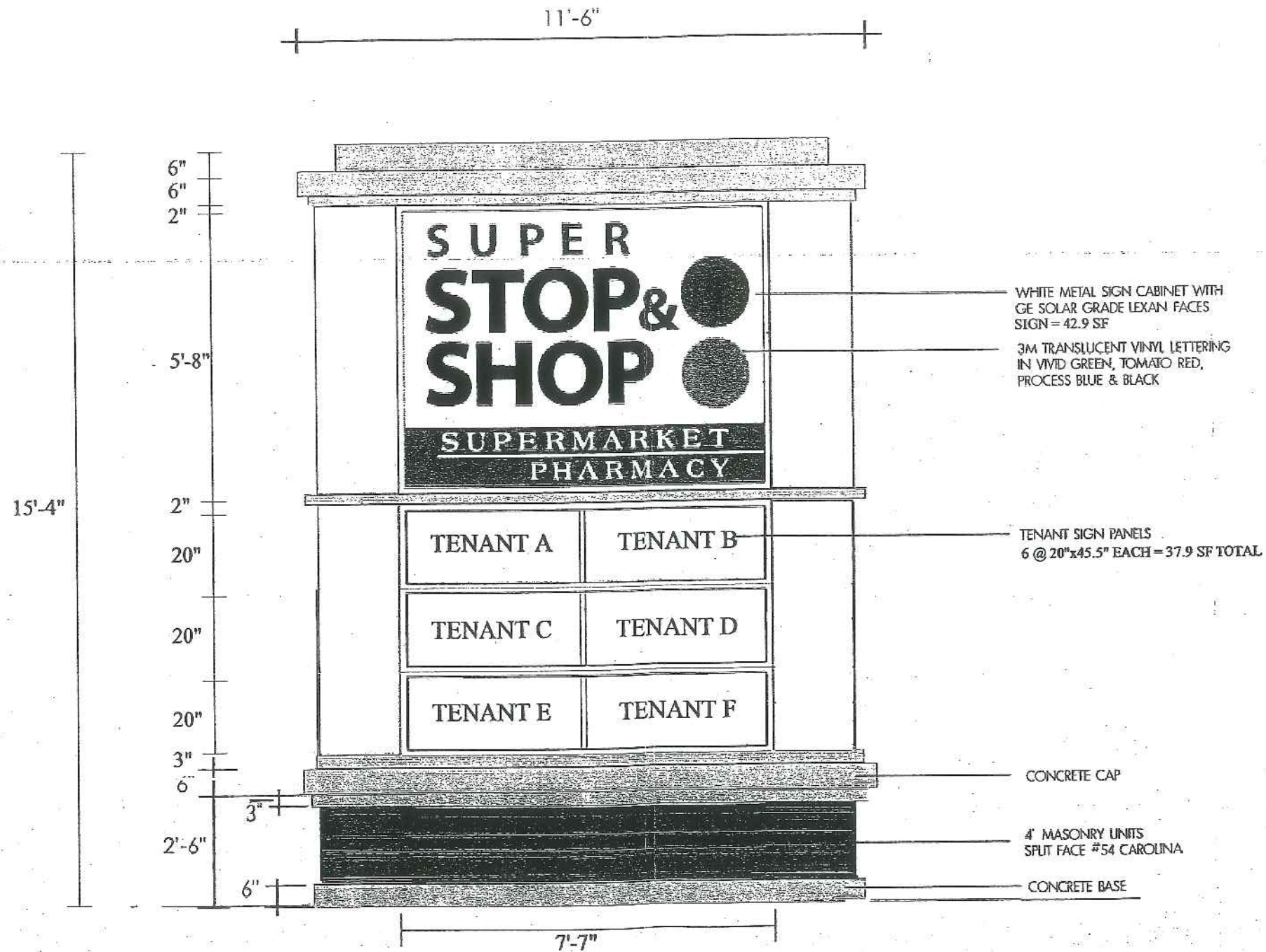


Morrill's Crossing Portland, Maine

Exhibit C Off-Site Improvements



SIGN SUMMARY	
STOP & SHOP SIGN	42.9 SF
TENANT SIGN PANELS	37.9 SF
TOTAL SIGN AREA	80.8 SF

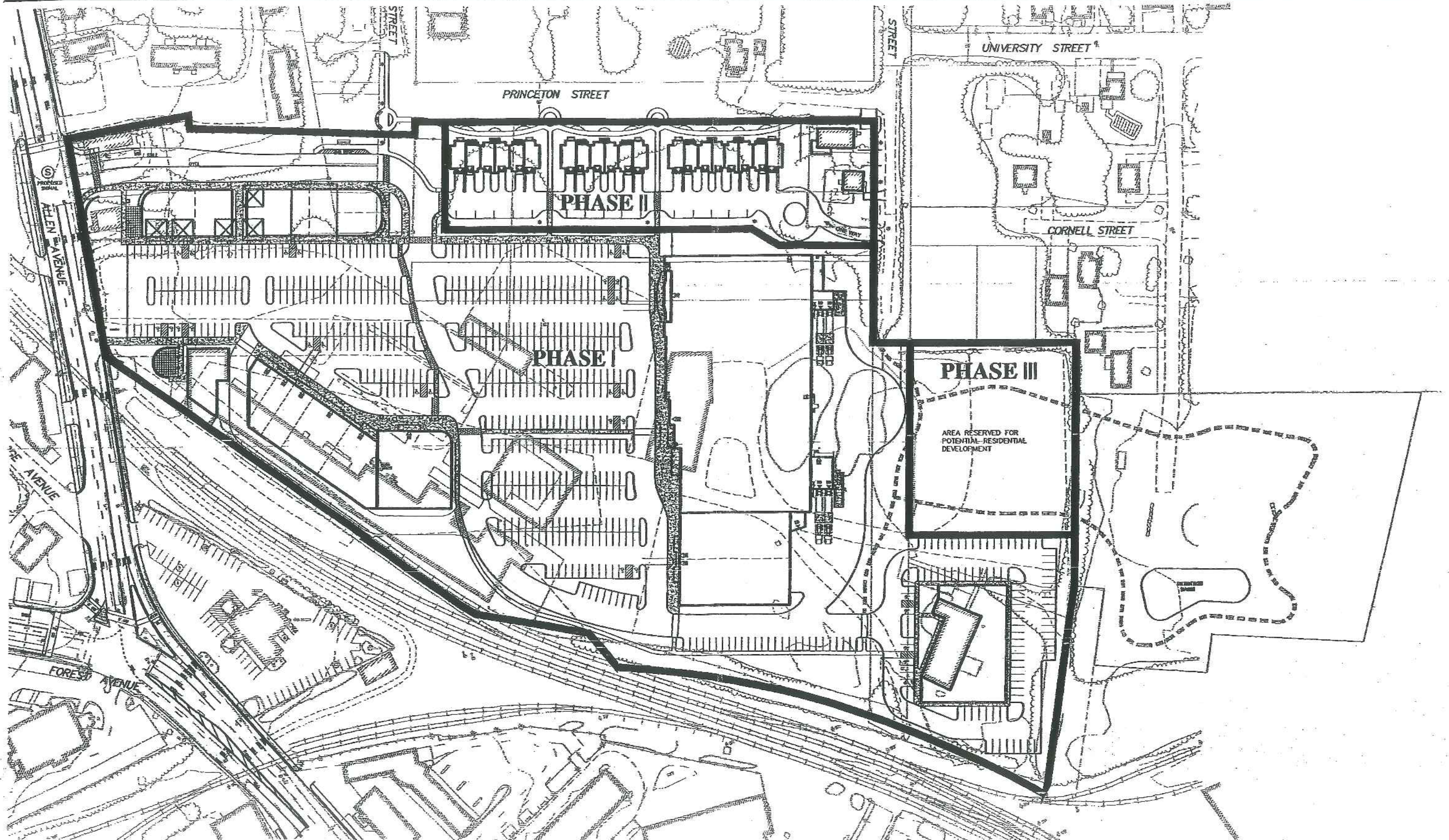


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PACKARD
PLANNING

Morrill's Crossing Portland, Maine

Exhibit E Phasing Plan



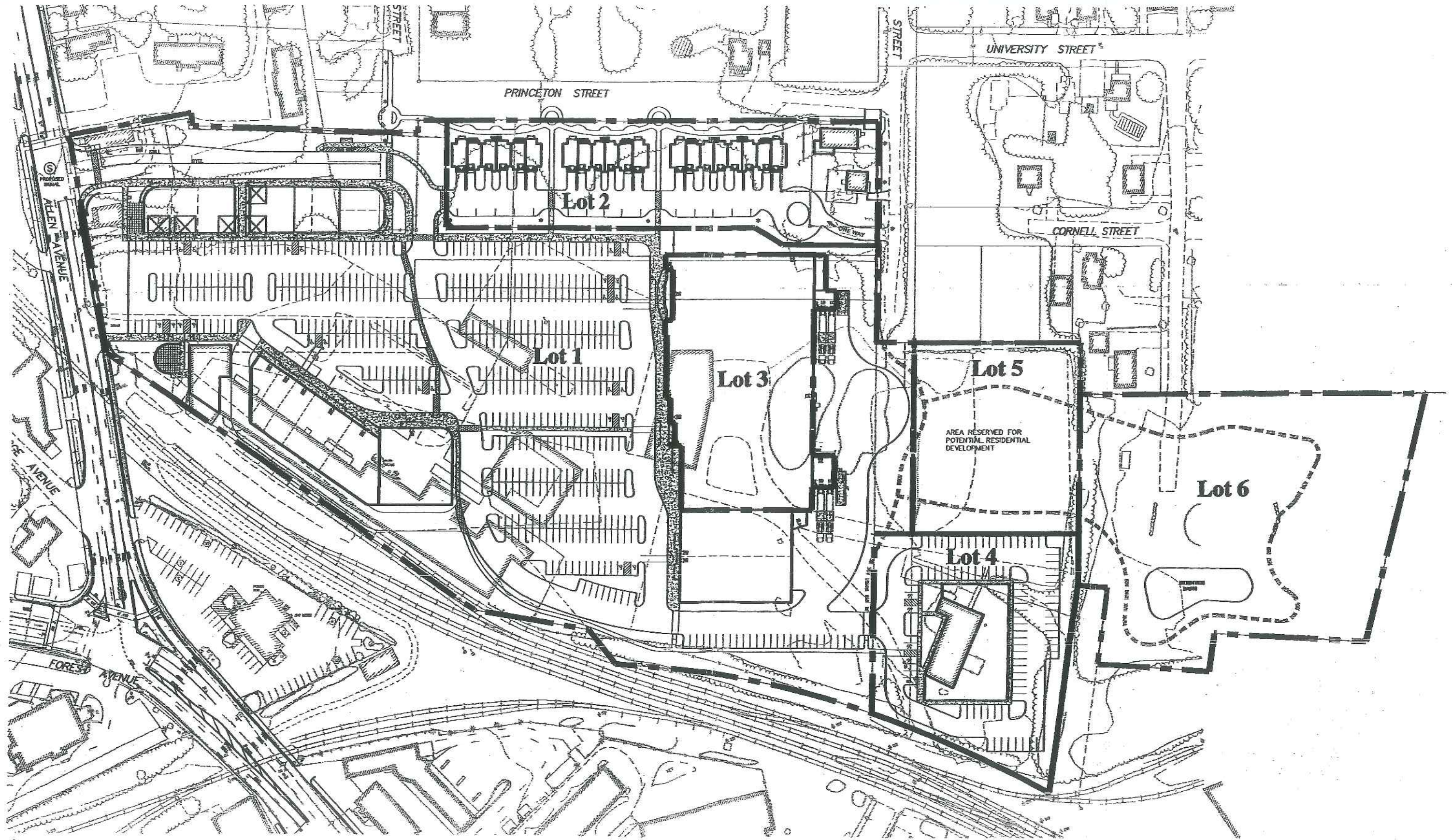
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PACKARD
DEVELOPMENT

Morrill's Crossing

Portland, Maine

Exhibit F Subdivision Concept



PURCHASE AND SALE AGREEMENT

AGREEMENT made as of the _____ day of _____, 2004, by and between the **CITY OF PORTLAND**, a body politic and corporate, with a place of business at 389 Congress Street, Portland, Maine (hereinafter "**CITY**") and **PACKARD DEVELOPMENT, LLC** a Delaware Limited Liability Company, with a mailing address of One Wells Avenue, Newton, Massachusetts 02159 (hereinafter "**DEVELOPER**").

WHEREAS, DEVELOPER seeks to develop an area at or near Morrill's Corner in said Portland, including a portion of **CITY**'s property, as a mixed use development, including residential units, retail space, offices and improved recreation space, among other uses, and has requested a conditional rezoning for the project;

WHEREAS, DEVELOPER responded to a **CITY** Request for Proposals for the sale of City-owned property located in the vicinity of Magnolia Street (hereinafter the "**RFP**"), which is adjacent to property in which **DEVELOPER** has acquired right, title or interest; and

WHEREAS, the parties have agreed to terms of the sale of the Magnolia Street parcel and the associated so-called "Burt" property on Cambridge Street, as further described below;

NOW, THEREFORE, in consideration of the mutual promises herein, **CITY** and **DEVELOPER** agree as follows:

1. **PROPERTY.**

CITY agrees to sell the property delineated on Tax Maps and Lots as 151A-A-13 (Cambridge Street property), 435-G-10, 11, 12, and 26 (Magnolia Street property), more particularly described in Exhibit A attached hereto and incorporated herein by reference, (hereinafter "**PROPERTY**") to **DEVELOPER**; and **DEVELOPER** agrees to purchase the **PROPERTY** in accordance with the provisions hereof.

2. **USE.**

The **PROPERTY** shall be used by **DEVELOPER** for development in accordance with the provisions of the Conditional Rezoning Agreement between **CITY** and **DEVELOPER** (hereinafter "Development").

3. **CONSIDERATION.**

The purchase price for the **PROPERTY** shall be as follows:

a. **DEVELOPER** shall pay to **CITY** the total sum of One Hundred Thousand Seventy-Five Thousand Dollars (\$175,000.00) for parcels 435-G-10, 11, 12 and 26. The deposit amount of One Thousand Dollars (\$1,000.00), previously submitted with **DEVELOPER's** RFP response, shall be credited toward this amount. The remainder due shall be paid in full at closing.

b. **DEVELOPER** shall pay to **CITY** Three Hundred Fifty-Five Thousand Dollars (\$355,000.00) for parcel 151A-A-13. The consideration for parcel 151A-A-13 shall be placed in escrow fund that may be drawn down by **DEVELOPER** solely for the purpose of remediation of the environmental contamination existing upon lot 151A-A-13, after confirmation by **CITY**, through the Engineering Division of the Department of Public Works, or at the discretion of **CITY**, such other environmental consultant as may be needed, that such amounts are attributable to the cleanup of this parcel. In the event that the costs of remediation of the site exceed \$355,000.00, then **DEVELOPER** shall be solely responsible for costs in excess of that amount required to complete sufficient remediation to allow the installation of the multi-purpose recreational field required by the terms of the Conditional Rezoning Agreement between **DEVELOPER** and **CITY** (hereinafter the "required remediation"). In the event that the cost of the required remediation is less than \$355,000.00, then the remainder of the escrow funds shall be paid to **CITY** at the completion of the required remediation.

4. **TITLE.**

Title to the **PROPERTY** shall be conveyed by Municipal Quitclaim deed without covenant, insurable by a title insurance policy available at standard rates. **DEVELOPER** shall conduct a title search within ninety (90) days of the execution of this **AGREEMENT** and may, at its discretion, terminate this **AGREEMENT** if title is found uninsurable at standard rates within ten (10) days after the ninety (90) day period by written notice to **CITY**. Failure to do so shall waive **DEVELOPER's** right to terminate this **AGREEMENT** for any title defects which were in existence as of the date of this **AGREEMENT**.

In the event that a boundary plan and survey is performed on behalf of **DEVELOPER** and is unacceptable to **DEVELOPER** due to defects which affect **DEVELOPER's** use of the **PROPERTY**, **CITY** shall have the right but not the obligation to cure said defects within one hundred eighty (180) days after receipt of written notice from **DEVELOPER** of such defect. In the event that the City can not cure the defect within said time period, or chooses not to do so, **DEVELOPER** shall be entitled to a full refund of its deposit paid under the terms of this Agreement, this Agreement shall be terminated and the parties shall be relieved of all other obligations under this Agreement.

5. **POSSESSION.**

Full possession of the **PROPERTY** will be given to **DEVELOPER** at the time of transfer of title.

6. **RISK OF LOSS.**

The risk of loss or damage to the **PROPERTY** by fire or otherwise, until transfer of title hereunder, is assumed by **CITY**. The **PROPERTY** shall be delivered to **DEVELOPER** in substantially the same condition as of the date of this **AGREEMENT**.

7. **CLOSING.**

Closing on the sale of the **PROPERTY** shall occur when all permits have been acquired and all appeal periods have expired, but in no event later than September 1, 2005, at the offices of **CITY**, subject to the conditions set forth in this **AGREEMENT**. The time period for closing may be extended by the City Manager by written notice, provided that **DEVELOPER** is working to satisfy conditions of this **AGREEMENT** or that the delays are caused by events that are beyond the control of the **DEVELOPER**.

8. **CONDITIONS TO CLOSING.**

a. **DEVELOPER** may enter the **PROPERTY** to inspect, survey and conduct tests in order to develop plans and obtain permits necessary to construct and operate Development. **DEVELOPER** shall not conduct testing of any kind without prior written approval of **CITY**. **DEVELOPER** shall restore the **PROPERTY** to its original state after testing is completed. **DEVELOPER**'s obligation to close is contingent on receipt of satisfactory test results showing the **PROPERTY** can be used following appropriate environmental remediation for the purpose for which **DEVELOPER** intends. In the event that **DEVELOPER** does not complete the purchase of the **PROPERTY**, it shall provide copies to **CITY** free of charge, of all test results obtained. All testing shall be conducted within ninety (90) days of the execution of this **AGREEMENT**.

b. **DEVELOPER** has obtained all required municipal, state and federal approvals required for construction of the Development;

c. **DEVELOPER** has obtained approval of a conditional rezoning for the Development from the City Council. **DEVELOPER** understands that approval of this Agreement does not insure that the City Council will approve of a conditional rezoning for the Development.

d. No litigation or legislative or legal action exists or is pending at time of closing that would bar the sale or the intended use of the **PROPERTY** by **DEVELOPER**.

9. **CONDITIONS WHICH SURVIVE CLOSING.**

DEVELOPER shall substantially begin construction of the Development within twelve (12) months after closing.

10. **TERMINATION.**

This **AGREEMENT** may be terminated by **DEVELOPER** for the following reasons:

- a. Inability of **CITY** to convey title insurable at standard rates, as described in paragraph 4 of this **AGREEMENT**;
- b. Acquisition of a boundary plan and survey unacceptable to **DEVELOPER** which defects have not been cured by **CITY**;
- c. **DEVELOPER** can not develop the **PROPERTY** due to environmental or geotechnical conditions after the **DEVELOPER** has expended all reasonable efforts to obtain the required permits from the Maine Department of Environmental Protection;
- d. Necessary approvals from Maine Department of Transportation and other permitting authorities including but not limited to the Portland Planning Board are not received within nine (9) months of this **AGREEMENT**;
- e. Litigation or other action exists or is pending at time of closing that precludes **DEVELOPER**'s ability to use the **PROPERTY** for the Development.

In the event of such termination, the parties shall have no further obligation to the other and shall be relieved of all obligations hereunder.

11. **ACCEPTANCE OF CONDITIONS OF SITE.**

DEVELOPER agrees to accept the condition of the **PROPERTY** as is, where is, with no warranties or representations by **CITY** as to its condition. **CITY** will share with **DEVELOPER** any information, including environmental information, it has about the **PROPERTY**.

12. **REPURCHASE OPTION.**

In the event **DEVELOPER** fails to substantially begin construction of the Development within twelve (12) months after closing, **CITY** shall have the right but not the obligation to repurchase the **PROPERTY** by giving a ninety (90) day written notice of its intent to repurchase. **CITY** shall have one hundred eighty (180) days to tender payment to **DEVELOPER** for the purchase. **DEVELOPER** may, at its option, transfer the **PROPERTY** to **CITY** prior to payment should **DEVELOPER** deem it advisable to do so. If transfer of the **PROPERTY** is to occur prior to payment by **CITY**, payment arrangements shall be negotiated by **DEVELOPER** and **CITY** at time of transfer.

In the event that **CITY** exercises its right to repurchase the property, it shall repay to **DEVELOPER** the purchase price paid by **DEVELOPER** to **CITY** for the **PROPERTY**.

13. **BINDING EFFECT/ ASSIGNABILITY.**

This **AGREEMENT** shall be binding upon and inure to the benefit of the parties hereto and their respective successors and assigns. This **AGREEMENT** is not assignable by either party, except that **DEVELOPER** may assign rights under this agreement to a related entity established for the purpose of ownership of the real estate that is subject to the Conditional Rezoning Agreement.

14. **ENTIRE AGREEMENT.**

This **AGREEMENT** represents the entire and complete agreement and understanding between the parties and supersedes any prior agreement or understanding, written or oral, between the parties with respect to the acquisition or exchange of the **PROPERTY**.

15. **HEADINGS AND CAPTIONS.**

The headings and captions appearing herein are for the convenience of reference only and shall not in any way affect the substantive provisions hereof.

16. **GOVERNING LAW.**

This **AGREEMENT** shall be governed by and construed and enforced in accordance with the laws of the State of Maine.

17. **NOTICE.**

Any notice required or permitted under this **AGREEMENT** shall be deemed sufficient if mailed with first class postage affixed or delivered in person to:

For the CITY :	City of Portland Attn: City Manager 389 Congress Street Portland, ME 04101
With a copy to:	Portland Corporation Counsel
For the BUYER :	Packard Development Paul S. Cincotta One Wells Avenue Newton, MA 02459

With a copy to:

Natalie Burns, Esq.
Jensen Baird Gardner & Henry
P.O. Box 4510
Portland, ME 04112-4510

19. **DEPOSIT.**

DEVELOPER has paid to **CITY** the sum of One Thousand Dollars (\$1,000) as a deposit on the **PROPERTY**. This amount shall be credited toward the final purchase price. In the event that **DEVELOPER** does not complete the purchase within thirty (30) days of the completion of the requirements described in Paragraph 8 of this **AGREEMENT** including any extensions thereof, the deposit shall be retained by **CITY** as liquidated damages unless **DEVELOPER** terminates under paragraph 10 of this **AGREEMENT**, in which event such deposit shall be returned to **DEVELOPER**.

IN WITNESS WHEREOF, the parties have hereunto caused this instrument to be signed and sealed in their respective names and capacities as of the day and year first above written.

CITY OF PORTLAND

By: _____
Joseph E. Gray, Jr.
Its City Manager

PACKARD DEVELOPMENT, LLC

By: _____
Printed name: _____
Its: _____

WITNESS

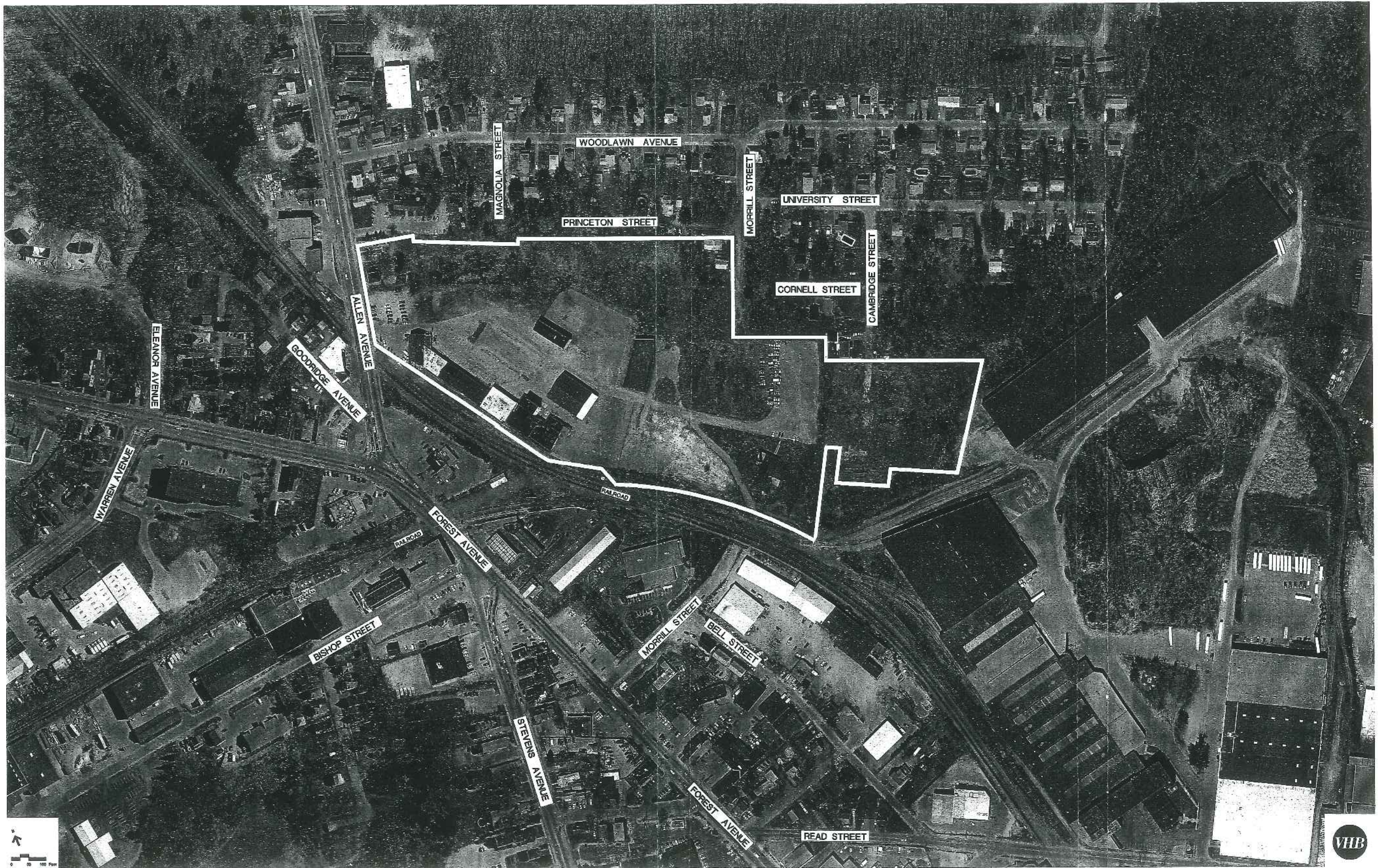
WITNESS

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PACKARD
DEVELOPMENT

Morrill's Corner Portland, Maine

Aerial Photograph

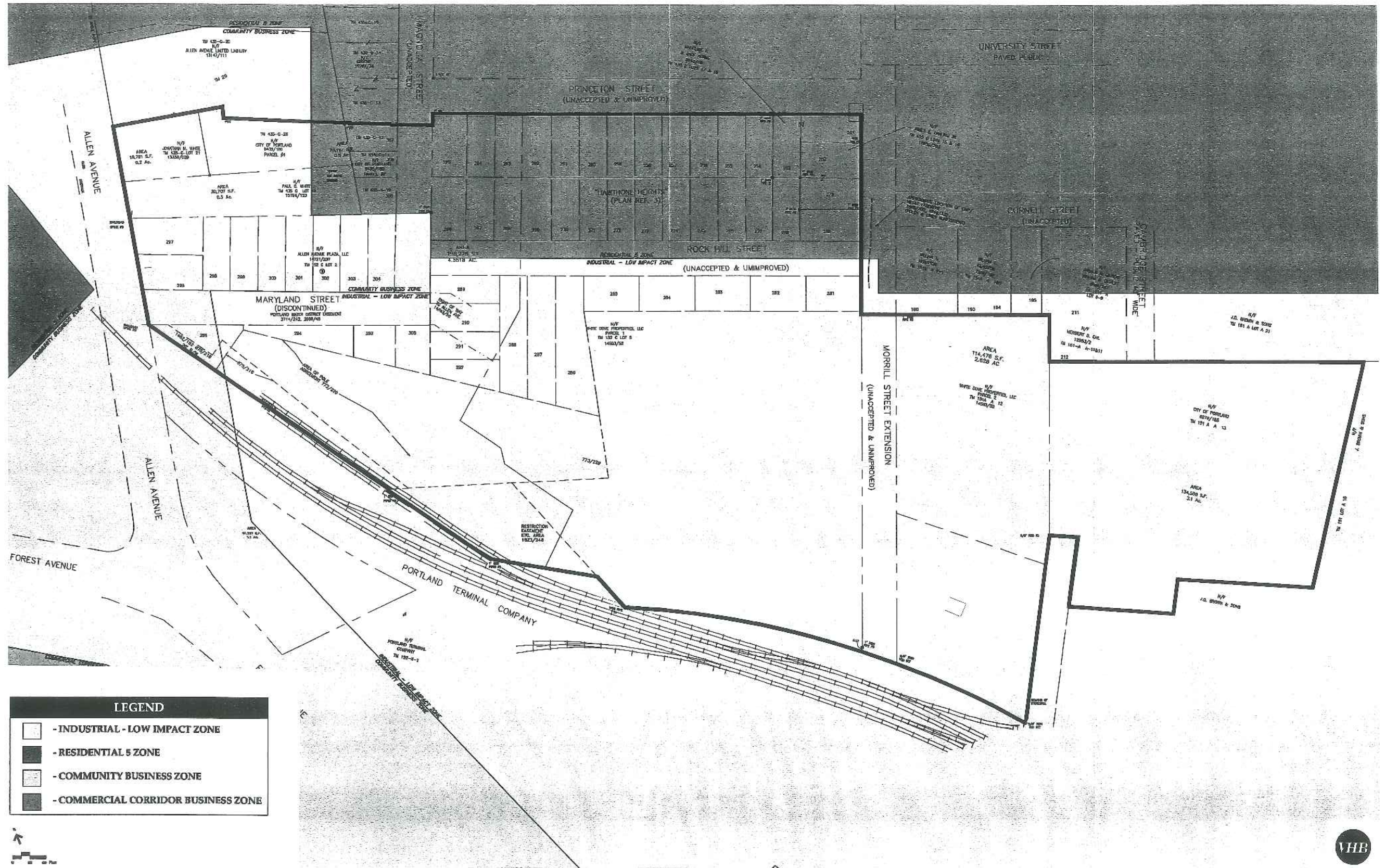


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PACKARD
ENVIRONMENTAL

Morrill's Corner Portland, Maine

Zoning District Exhibit A



LEGEND

- INDUSTRIAL - LOW IMPACT ZONE
- RESIDENTIAL 5 ZONE
- COMMUNITY BUSINESS ZONE
- COMMERCIAL CORRIDOR BUSINESS ZONE

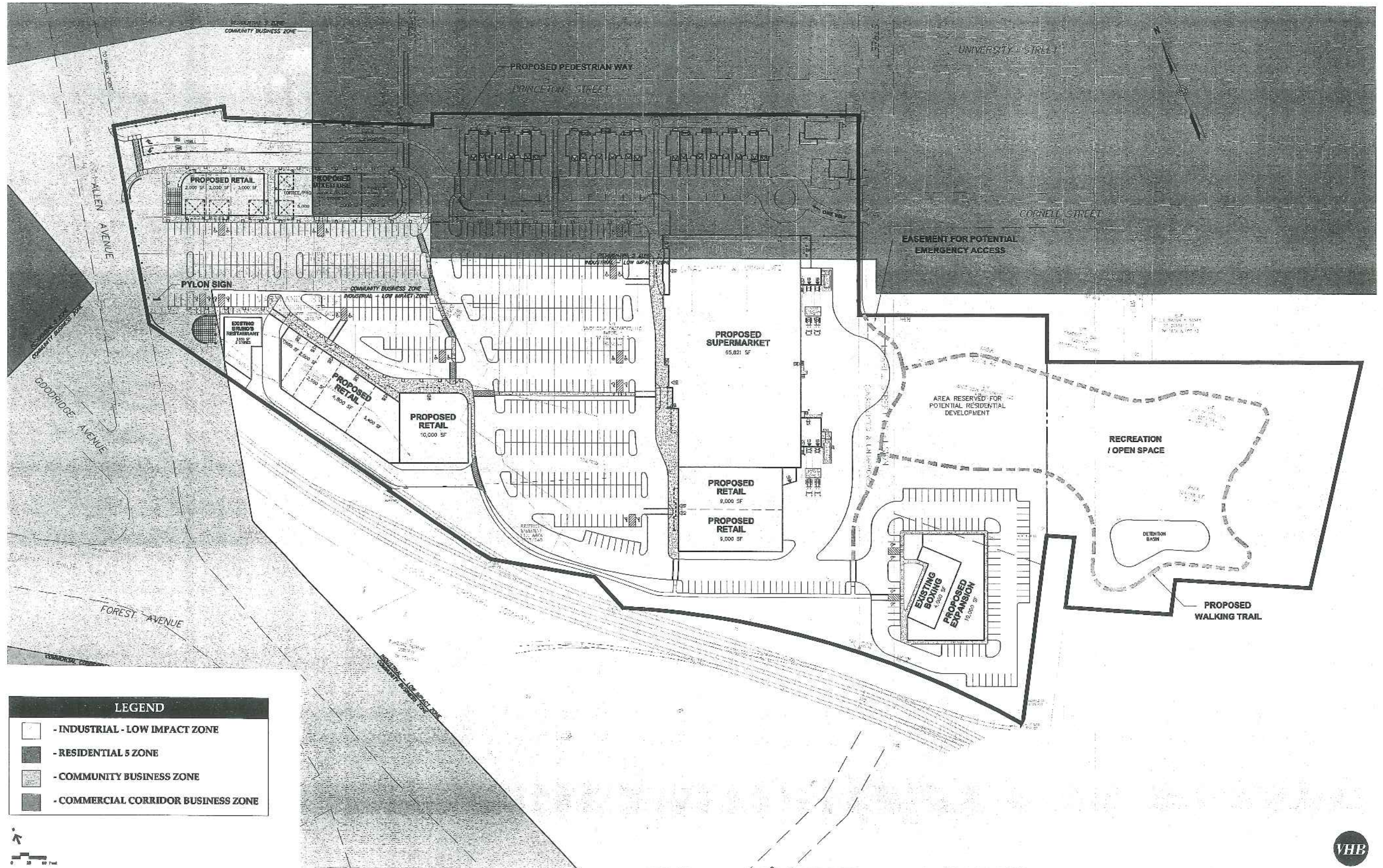


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PACKARD
ENTERPRISES

Morrill's Corner Portland, Maine

Site Plan Exhibit (with Existing Zoning Districts)



Traffic Summary

Vanasse Hangen Brustlin, Inc. (VHB) has prepared a traffic impact and access study (submitted separately in two volumes; 'Traffic Impact and Access Study' and 'Traffic Technical Appendix' both dated October 2004) for the proposed construction of 128,121 square feet (sf) of new retail and supermarket shopping space; 10 apartments; 20 town homes; and an expanded boxing facility in Portland, Maine. The 20.2-acre site, located on Allen Avenue near Morrill's Corner in Portland currently is home to Bruno's Restaurant, Bingo Time, and the Portland Boxing Club along with several abandoned buildings.

VHB has evaluated the existing traffic operations in the vicinity of the project site, assessed the short-term and long-term impacts of the proposed development program, and has identified specific roadway improvements in the area necessary to address current traffic congestion and safety deficiencies and accommodate future traffic growth.

In addition to these specific roadway improvements, several bicycle and pedestrian enhancements, along with new METRO bus stops within the site, are also identified in an effort to maximize the use of alternative forms of travel modes and minimize the impact of automobile traffic in the vicinity of the project.

The traffic impact study was prepared in accordance with the Maine Department of Transportation's (Maine DOT) Traffic Movement Permit regulations and in conjunction with the City of Portland's Department of Public Works & Traffic Engineering staff and the Maine DOT.

■ Site Access

Primary vehicular access to the site is proposed through a signalized intersection located along Allen Avenue approximately 625 feet north of Forest Avenue. This signalized access is designed to operate in a safe and efficient manner while supporting the operations of the entire site development. A secondary one-way access from the Woodlawn Avenue neighborhood into the project site will provide neighbors the ability to access the site or the signalized site driveway intersection along Allen Avenue without having to worry about traffic exiting the site directly into the neighborhood. Various other points of pedestrian-only access are provided along the site's frontage with the Woodlawn Avenue

neighborhood. Emergency access will be provided via an access point along Allen Avenue and Morrill Street.

■ Site-Generated Traffic

Site-generated trips were based on data contained in the Institute of Transportation Engineer's publication *Trip Generation, 6th Edition*. Traffic volumes include those drivers visiting the retail, residential, office, boxing, and other ancillary uses on the site. The traffic generation for the site is expected to range between 445 new weekday evening peak hour trips and 525 new Saturday midday peak hour trips.

These trips will be spread out along both Allen Avenue to the north of the site and along Forest Avenue and Stevens Avenue to the south as they arrive and depart from the site. The traffic mitigation proposed for this development is intended to not only off-set the impact of this additional traffic, but will also serve to address pre-existing traffic conditions in the Morrill's Corner area.

Traffic Mitigation

As a result of the study area intersection assessments, a series of recommended measures were developed intended to address project-related traffic impacts at the site access, at impacted off-site intersections, and also recommends potential improvements at deficient locations which are currently operating at constrained levels independent of the proposed project. These proposed improvements not only will mitigate the project's impacts on area roadways, but will also address several long-standing operational issues in the vicinity of the area – particularly the Morrill's Corner intersections (Forest Avenue, Stevens Avenue, and Allen Avenue).

In sum, these roadway improvements will total approximately \$1.0-1.5 million in transportation infrastructure improvements to the City of Portland, to be funded entirely by the proponent. These improvements are graphically shown in the attached figure. The implementation of these improvements along with the recently constructed Maine DOT improvements will improve traffic operations at all intersections within the Morrill's Corner area and will upgrade the pedestrian and bicycle environment as well throughout the area.

Conclusion

Implementation of the recommended off-site roadway improvements will not only mitigate the expected project impacts, but will provide a net benefit to the traffic flow through the congested Morrill's Corner area and improve pedestrian and driver safety in the area.

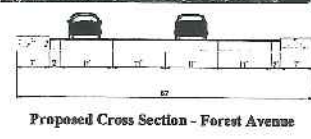
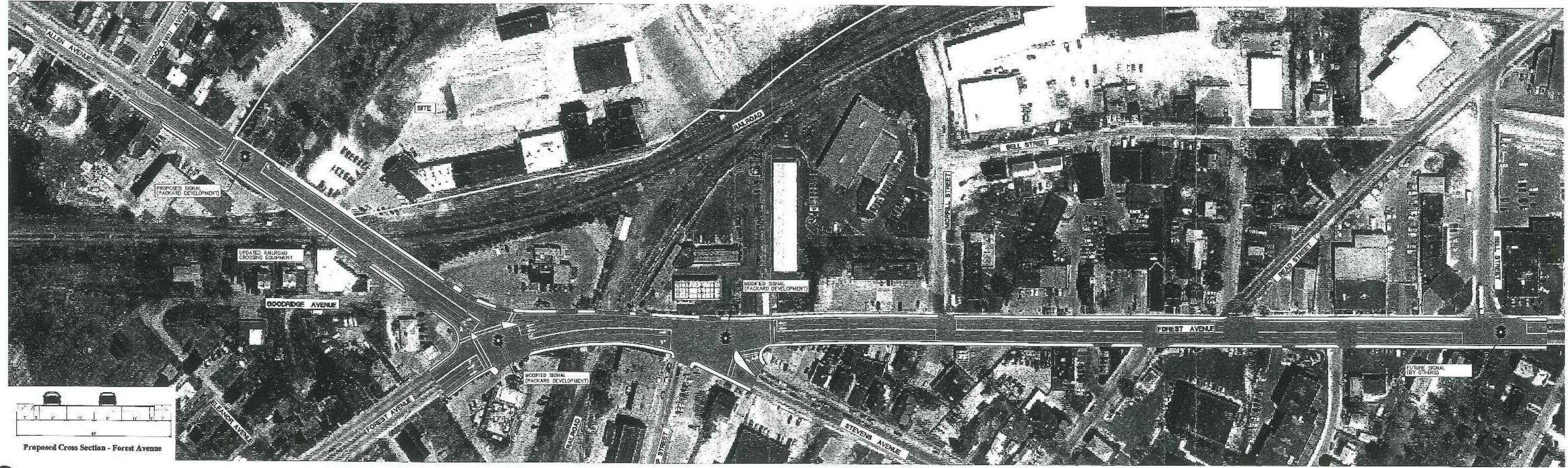
The proponent is committed to these previously outlined project commitments that are expected to:

- Total approximately \$1.0-1.5 million worth of off-site transportation and pedestrian improvements to the area roadways including a number of land takings and roadway capacity improvements.
- Provide upgraded pedestrian amenities throughout the Morrill's Corner area including both off-site improvements to sidewalks and pedestrian crossings as well as on-site amenities such as 1.7 miles of walking paths through the site.
- Improve or maintain the intersection and all approach levels of service (LOS) within the Morrill's Corner intersections to acceptable levels during the peak commuter hours.
- Upgrade outdated railroad crossings and improve traffic operations during those time periods when trains do cross through the area.
- Provide transit options for shoppers whereas these options are not readily available at other supermarkets in the region.

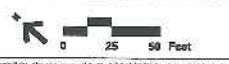
With these improvements in place, the traffic environment in the Morrill's Corner area will improve during all periods of the day. These improvements will not only be designed to accommodate the development-related traffic, but will also be effective in reducing the vehicle delays such that the traffic operations at Morrill's Corner will improve beyond the current conditions – even with the project-related traffic on the area roadways.

P Morrill's Crossing
Portland, Maine

Forest Avenue and Allen Avenue Improvements



VHB Vanasse Hangen Brustlin, Inc.
Signalized Crossing Study
 2006-2007-2008



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Transportation
Land Development
Environmental
Services



imagination | innovation | energy Creating results for our clients and benefits for our communities

Vanasse Hangen Brustlin,

Mr. George Thayer
Chief Engineer
Design and Construction
Guilford Rail System
Iron Horse Park
North Billerica, MA 01862-6973

Re: Morrill's Corner Development
Portland, Maine

Dear Mr. Thayer:

Thank you for taking the time to meet with me and John Hession on Friday, October 29, 2004. We appreciate the time that you and others from your group spent with us to review the potential development project at Morrill's Corner in Portland, Maine.

We now have a better understanding of the railroad operations in the vicinity of the Allen Avenue and Forest Avenue highway-railroad at-grade crossings. As you indicated, your current operations in the vicinity of Morrill's Corner can vary in number and in schedule on any given day. The mainline, which uses the Allen Avenue crossing, currently sees between six and eight trains per day. The Forest Avenue crossing is a manually operated crossing and serves businesses located off of Bishop Street. Additionally, the potential expansion of passenger rail service to Rockland is an important consideration in the growth of train service through this area. As you noted, the schedules for the movements of these trains can vary in time and can not be limited to specific hours of delivery. Therefore, it is our understanding that there will be no limitation to the hours in which you would operate through the crossings.

As we discussed, the current conditions of the grade crossings are generally good. However, potential improvements to the roadway may have an impact on the railroad's crossings, switches and signal equipment. Additionally, special consideration will need to be made to the interconnection between the railroad crossings and the traffic signals, and to the preemption time for the grade crossings. We also understand that due to safety concerns, it would not be acceptable to construct a new at-grade crossing at Morrill Street to access the development parcel from another location.

We appreciate your willingness to discuss the potential development in this area. It will be important to continue coordination of the development of this project with you as this project progresses. As we indicated, the zoning change for this parcel will be heard by the City Council on November 15, 2004. Once the Council acts on this matter, we will be in touch with you to inform you of the outcome and to discuss how to proceed with this project's coordination.

Sincerely,

Kristine Wickham
VHB, Transit & Rail

cc: R. Nagi/ J. Hession
Packard Development

38 Chauncy Street
Suite 200
Boston, Massachusetts 02111-2301
617.728.7777 • FAX 617.728.7782
email: info@vhb.com
www.vhb.com

SMS

Strategic Marketing Services

September 29, 2004

Mr. Paul Cincotta
Site Development Manager
Packard Development, Inc.
One Wells Avenue
Newton, MA 02459

A DIVISION OF

PAN ATLANTIC
CONSULTANTS

Dear Mr. Cincotta,

Enclosed please find a copy of our report relating to the quantitative market research project recently completed regarding citizen opinion of the proposed Packard Development project at Morrill's Corner, Portland.

The telephone survey conducted used a stratified random sampling procedure. All eligible residential numbers within a two mile radius of the proposed development site were included in the overall sampling plan. Thus, all households had an equal opportunity of being included in the sample and the potential error factors associated with other survey methodologies such as bipolar responses, self-selection, etc. were avoided.

The sample size of $n = 400$ has statistical significance at the 95% confidence level with a margin of error of $\pm 4.87\%$. This sample size is the generally accepted sampling margin of error for surveys of this nature.

In terms of the margin of error, in layman's terms, if the study were replicated, 95 times out of 100 the results would be within 4.87 percentage points of the results achieved for the current survey. In our opinion, the survey represents a very scientific approach to correct measurement of public opinion on the issues included in the survey instrument.

You should also note that all census tracts and neighborhoods within the target market area are represented as a proportion of their percentage of the total population of all of the census tracts/neighborhoods in question. Correct stratification of the survey area is essential for purposes of accuracy.

It has been a pleasure working with you on this project and if you have any questions please do not hesitate to contact me.

Yours sincerely,



Patrick O. Murphy
President

POM/dla

Public Opinion Research, Feasibility Studies, Product/Concept Studies, Consumer Analysis

5 Milk Street, Portland, Maine 04101, USA

Tel: (207) 774 6738 FAX: (207) 772 4842

Website: www.panatlantic.net

SMS

Strategic Marketing Services

A DIVISION OF

PAN ATLANTIC
CONSULTANTS

**MARKET RESEARCH ON
PROPOSED REDEVELOPMENT
PROJECT AT
MORRILL'S CORNER
PORTLAND, MAINE**

**REPORT TO
PACKARD DEVELOPMENT INC.**

**PREPARED BY
STRATEGIC MARKETING SERVICES**
A Division of Pan Atlantic Consultants

September 2004

Public Opinion Research, Feasibility Studies, Product/Concept Studies, Consumer Analysis

5 Milk Street, Portland, Maine 04101, USA
Tel: (207) 774 6738 FAX: (207) 772 4842
Website: www.panatlantic.net

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I. STUDY HIGHLIGHTS

- Telephone interviews were conducted with a randomly-selected sample of 400 adults in the target market area by the in-house interviewing team at Strategic Marketing Services between September 13-16, 2004. The total results of the study command statistical validity to the 95 percent confidence interval with a margin of error of plus or minus 4.87 percent.
- A strong majority of the survey respondents (73.3%) are aware of the proposal to redevelop the Morrill's Corner site.
- Close to six in ten respondents (57.3%) favor the proposed mixed use redevelopment plan at Morrill's Corner while only 28.0% oppose it (margin in favor is 2:1).
- Almost eighty percent (79.3%) of respondents travel through the Morrill's Corner area daily or weekly.
- More than six out of every ten respondents (60.5%) believe that traffic flow through the Morrill's Corner area is better as a result of the recent roadway improvements.
- Of those who are concerned about traffic flow at Morrill's Corner, almost two-thirds are more inclined to support the project when (1) made aware of the proposed traffic improvements, and (2) made aware that traffic improvements would be paid for by private funds.
- When provided information on various benefits of the project, including (1) new jobs provided, (2) new taxes for the City of Portland, (3) new pedestrian and bike trails, and (4) clean-up of contaminated City owned land on the proposed site, approximately three quarters of respondents are more supportive of the project.
- In the final analysis (when provided further specifics of the proposed project) by a 3:1 factor, residents are in favor of this project (66.8% favor, 22.3% oppose, and 11.1% are neutral on "don't know").

This margin is up significantly from that recorded in our November 2003 survey of area residents when support for the proposed neighborhood shopping center recorded a 2:1 margin in favor.

II. STUDY SUMMARY AND ANALYSIS OF KEY FINDINGS

KEY FINDINGS

Travel Patterns and Traffic Flow

- A strong majority of respondents (63.8%) travel through the Morrill's Corner area either daily (30.5%) or a couple of times a week (33.3%).
 - Riverton residents are the most likely to travel through the area daily (67.3%), followed by residents of North Deering (43.6%).
- Six in ten respondents (60.5%) feel that traffic flow has improved as a result of the improvements made over the past year in the Morrill's Corner area. Another 27.8% feel that traffic flow is neither better nor worse. Only 5.3% feel that the flow has worsened.

Awareness of the Project

- Nearly all those surveyed (92.3%) are familiar with the proposed redevelopment site. Only 7.5% of respondents are not familiar with it.
- Nearly three-quarters (73.3%) of all respondents are aware of a redevelopment proposal for the site on Allen Avenue near Morrill's Corner. Approximately one-fourth (26.3%) are not aware of any such proposal.
 - Of those who are aware of a proposal, 76.8% have read about it in local papers or have seen it on television. Another 16.7% of respondents indicated that they have only heard about it.
 - Of those who are aware of a proposal for the Morrill's Corner site, more than half (54.6%) are also aware that the redevelopment proposal has been recently amended for review by the Portland Planning Board, while 44.7% are not.
 - **Of those who are aware of a redevelopment proposal, nearly half (47.4%) favor redevelopment of this site.** Close to one-fifth of all respondents (19.5%) said that they neither oppose nor favor redevelopment, while only 29.7% are opposed to the project.

Support for the Proposed Plan

- After being informed that the redevelopment proposal is for a mixed-use development including housing units, office space, and a supermarket, 57.3% of all respondents said that they favor the proposal. Only 28.1% of respondents said that they oppose the plan. **Thus, initially there is a 2:1 majority in favor in the proposed mixed use development plan.**

II. STUDY SUMMARY AND ANALYSIS OF KEY FINDINGS

- A majority of respondents (62.0%) reported that they are concerned about the potential increased traffic flow through the Morrill's Corner area as the result of this redevelopment project. Only 1.5% of respondents are neutral on this issue, while 35.3% indicated that they are not very concerned (20.0%) or not at all concerned (15.3%).
 - Residents of Riverton (84.6%) are more likely to be concerned about this issue than are residents of other areas.
- Those who did not know how concerned they are regarding the traffic flow, those who are neutral on the issue, and those who are somewhat or very concerned were asked to indicate how traffic improvements would affect their levels of support for the project. After being told that the redevelopment proposal would include significant traffic improvements, 65.2% of respondents indicated that they are more inclined to support the plan. Only 15.4% said that this information makes them less inclined to support the project, while 13.9% indicated that this information makes them neither more nor less inclined to support the redevelopment.

Thus, a total of 77.5% of those surveyed are either (1) not concerned about the traffic flow issue, or (2) are "much" or "somewhat more" inclined to support the redevelopment plan when informed that it includes significant traffic improvements.

- When told that these improvements would be paid for with private funds and come at no cost to the taxpayer, 64.1% of these respondents indicated that they would be more inclined to support the project. For 17.4% of respondents, this additional does not make them more or less inclined to support the plan, while 15.1% said that knowing this makes them less inclined to support the proposal.
- Respondents were then read a series of statements, and asked to report on whether each statement made them more supportive, less supportive, or neither of the proposed project.
 - **When informed that the proposal would result in between 200 and 300 new full and part-time jobs, a strong majority of respondents (78.1%) said that this information makes them more supportive of the proposal.** For 12.3% of respondents, knowing this makes no difference in their level of support, and only 7.8% of respondents indicated that this information makes them less supportive of the plan.
 - **When told that the redevelopment project would result in an estimated \$350,000 in additional tax revenue for the City of Portland, 78.0% of respondents indicated that knowing this makes them more supportive of the plan.** For 12.5% of respondents, this information makes no difference, and only 8.5% stated that knowing this makes them less supportive of the redevelopment proposal.

II. STUDY SUMMARY AND ANALYSIS OF KEY FINDINGS

- When informed that the project's developers have agreed to work with Portland Trails in creating nearly 2 miles of new pedestrian and bicycling trails, about three-fourths (75.3%) of those surveyed indicated that this makes them more supportive of the plan. For 17.8% of respondents, this information makes no difference, and only 6.0% said that knowing this makes them less supportive of the proposal.
- When informed that the amended project plan included a 15% reduction in the size of the planned supermarket to 70,000 square feet, 46.3% of all respondents said that that this change makes them more supportive of the project. More than one-third (38.8%) of those surveyed said that this information makes no difference to their level of support, and only 13.0% said that knowing this makes them less supportive of the proposal.
- Respondents were informed that under the terms of the redevelopment plan, the developers would purchase nearly 4 acres of the 20-acre site from the City of Portland. Packard would then be responsible for cleaning up 3.5 acres of the land purchased which is currently contaminated as a result of previous industrial use. **After hearing this information, nearly three-fourths (73.8%) of all respondents said that knowing this makes them more supportive of the proposal.** For 15.0% of respondents, this information makes them neither more nor less supportive of the plan. Only 9.8% of those surveyed said that knowing this makes them less supportive of the redevelopment proposal.

Summary of Support Levels for the Morrill's Corner Project Based on Hearing Various Information Points.

Information Point	Much or Somewhat More Supportive of the Project - %
● Project will create 200-300 new jobs (full and part-time)	78.3%
● Will provide an additional \$350,000 in taxes to the City	78.1%
● Will provide close to 2 miles of new pedestrian and bike trails	75.3%
● The developers will clean-up 3½ acres of contaminated land currently owned by the City of Portland	73.8%
● Size of supermarket has been reduced in the amended plan	46.3%

II. STUDY SUMMARY AND ANALYSIS OF KEY FINDINGS

Final Levels on Support / Opposition to the Plan

- After hearing all of these pieces of information, respondents were again asked if they favor or oppose the redevelopment plan for the site near Morrill's Corner. **Close to seven in ten (66.8%) respondents indicated that they now favor the proposal.** Another 8.5% of respondents are still neutral, and only 22.3% of those surveyed are opposed to the plan. **This represents a margin of 3:1 in favor of the proposed redevelopment plan.**

Demographics

- Of those surveyed, most (59.8%) have resided in their current communities for either between 11 and 20 years (19.5%) or for more than 20 years (40.3%).
- Only 4.0% of respondents reported that they are between the ages of 18 and 24, while 16.5% are between the ages of 25 and 34. About one-fifth (20.8%) said that they are between the ages of 35 and 44, and 17.5% are between 45 and 54 years of age. Another 16.0% of respondents are between the ages of 55 and 64, and 23.5% are 65 or older.
- Only 2.5% of respondents reported being less than a high school graduate, while 26.8% characterize themselves as high school graduates or equivalent. A small number (3.3%) stated that they are graduates of a vocational or trade school. About one-fifth of all respondents (20.8%) identified themselves as having some college experience or having earned a 2-year college degree. Almost one-third (31.8%) said that they are 4-year college graduates, and 14.5% reported having completed some post-graduate work.
- A total of 18.5% of those surveyed said that they had an annual household income of less than \$15,000 (9.5%) or between \$15,000 and \$24,999 (9.0%) in 2003. Approximately another fifth (23.0%) of respondents indicated that they had an annual household income of either \$25,000 to \$34,999 (11.0%) or \$35,000 to \$44,999 (12.0%). Only 11.3% reported a 2003 household income of \$45,000 to \$54,999, and 6.8% said that their households earned between \$55,000 and \$64,999 in 2003. Another 5.3% reported 2003 household earnings of between \$65,000 and \$74,999, and 18.8% of respondents indicated that their annual household income was \$75,000 or more.
- The sample population was comprised of 51.7% females and 48.3% males.

III. BACKGROUND AND OBJECTIVES

Strategic Marketing Services (SMS), a full-service market research and consulting firm located in Portland, ME, was commissioned by Packard Development, Inc. to conduct quantitative market research with a representative sample of adult citizens in areas contiguous to Morrill's Corner in Portland. The primary objective of this research is to assess public opinion relating to the proposed redevelopment project at Morrill's Corner. In order to reach this objective, the survey conducted focused on the key issues of:

- Travel habits through the Morrill's Corner area and opinions and concerns regarding current traffic flow;
- Awareness levels and understanding of the proposed redevelopment plan and amendments thereto;
- Attitudes toward the redevelopment project when citizens are made aware of various project features and benefits of the redevelopment plan;
- Overall support levels for the proposed redevelopment plan.

This current survey is the second of two surveys conducted with area residents for Packard Development by SMS regarding this project. The previous survey was conducted in November 2003.

IV. METHODOLOGY

In order to meet the stated objective of this market research project, a telephone survey was conducted with adult citizens in the target market area, which includes residents within a two-mile radius of the designated site. Telephone-interviews were conducted with a randomly-selected stratified sample of 400 adults by the in-house interviewing team at Strategic Marketing Services.

Respondents did not qualify for participation in the survey if they or any member of their households work for a market research or advertising company, the media, or for a grocery store. In addition, respondents had to be at least eighteen years of age. Surveys were conducted between September 13th and 16th, 2004.

The final survey instrument used (see Appendix A) was pre-approved by Packard Development, Inc. prior to being fielded. Standard analyses yielded results that command statistical validity to the 95 percent confidence interval level, with a margin of error of plus or minus 4.87 percent. In other words, if the study were to be replicated, 95 times out of 100 the results would be within 4.87 percentage points of the results achieved for the current survey. The margins of error for specific sub-samples are significantly higher.

Nine census tracts (as defined by the U.S. Census Bureau) were included in this survey. For reporting purposes, these tracts were grouped into five different neighborhoods of interest. A total of 400 surveys were conducted and these were distributed to reflect the population of each of the neighborhoods: 106 in North Deering, 36 in East Deering, 52 in Riverton, 131 in the Deering Center/Rosemont/Nason's Corner neighborhood, and 75 in the Ocean Avenue/Oakdale neighborhood. Results were tabulated and analyzed so that those recorded for residents in different neighborhoods could be compared with one another.

Neighborhood	% Population	Census Tract	% of Population	# of Surveys
North Deering	26.5%	21.01	8.8%	35
		22.00	17.7%	71
East Deering	8.9%	23.00	8.9%	36
Riverton	13.1%	21.02	13.1%	52
Deering Center	32.8%	19.00	10.9%	44
Rosemont		17.00	10.9%	44
Nason's Corner		20.01	10.9%	43
Ocean Avenue	18.7%	18.00	9.4%	38
Oakdale		15.00	9.4%	37
TOTAL	100.0%	N/A	100.0%	400

IV. METHODOLOGY

A map of the relevant polled neighborhoods is attached in Appendix B.

The following report presents an analysis of the survey findings. Detailed statistical cross tabulations are also provided in this report.

Please note that all figures may not always add up to 100.0% due to the rounding of decimals.

October 10, 1904

Dear Community Development Committee,

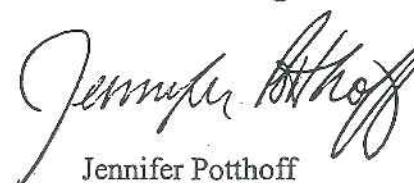
I am a resident in the Deering neighborhood here in Portland and my husband and I own a business on Warren Avenue. I am writing in regards to the "Morrill's Crossing" development proposal made by Packard. After having reviewed the site plan and CD, and invited neighbors to my house to discuss the proposal, I felt good about supporting Packard' mission. Next I attended the public meeting held September 22nd and listened to the public input. I still felt confident about supporting the Packard proposal, although I wanted to speak out on the record in favor I felt a responsibility to read the Traffic Impact and Access Study, and Memorandum from the Planning Division and visit the site myself to make an informed decision.

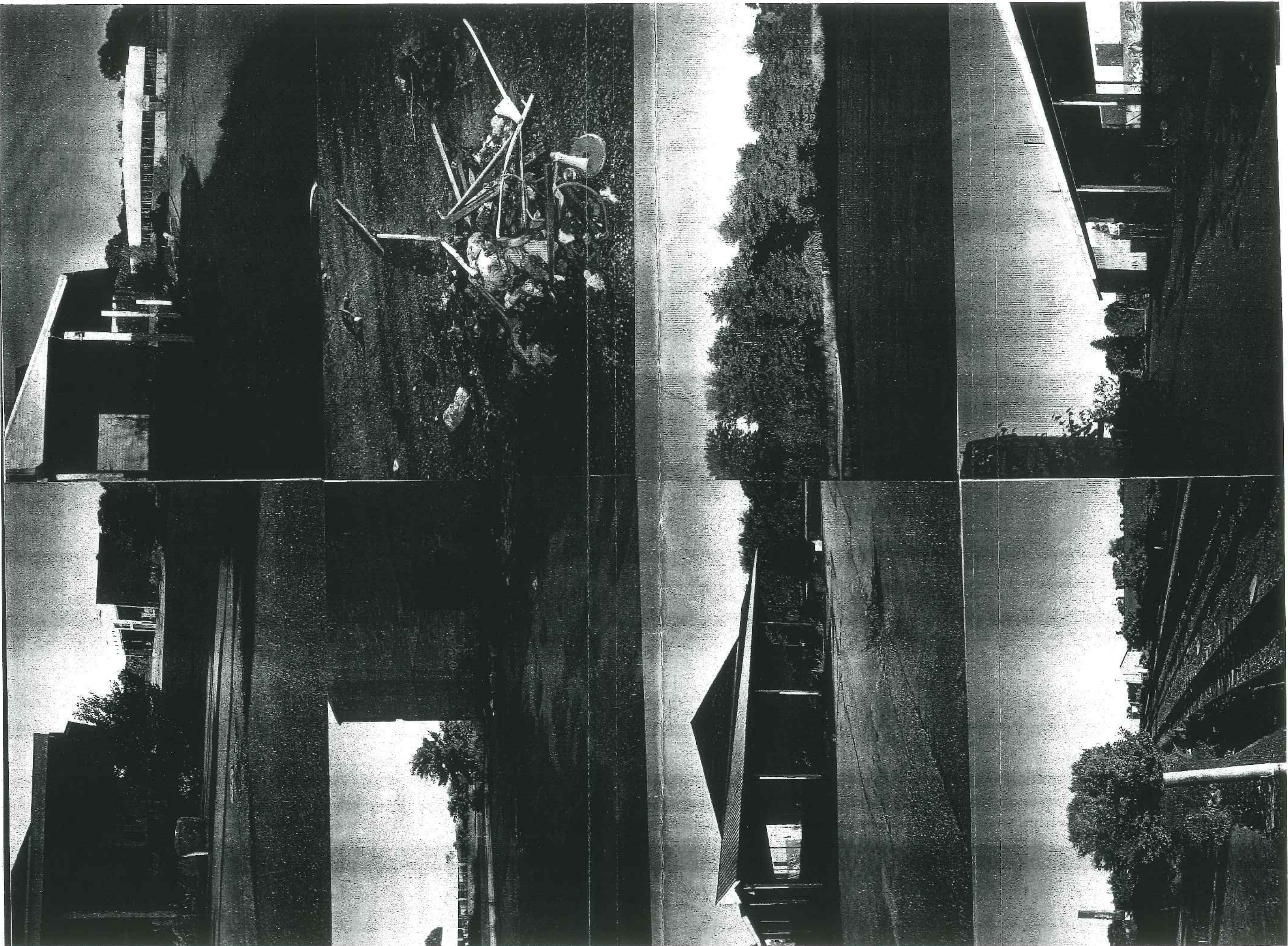
Yesterday around 5 p.m. I visited the site and spent time looking at what is there now and envisioning what Packard would like to build. Now not only I am still confident that Packard's Development Proposal should be accepted, I feel the city should not turn down an opportunity to turn a dangerous, degenerating property into a safe, attractive and thriving property. If more people in surrounding neighborhoods saw decayed, vandalized buildings, the remnants of human refuge and trash, the potential for children, teenagers, and homeless to congregate and harbor illegal activities or be hurt themselves, the minimal safe green space and how massive the task would be to change the property without a private venture with substantial, stable resources, it hit home why the city should work in cooperation with Packard to develop the property.

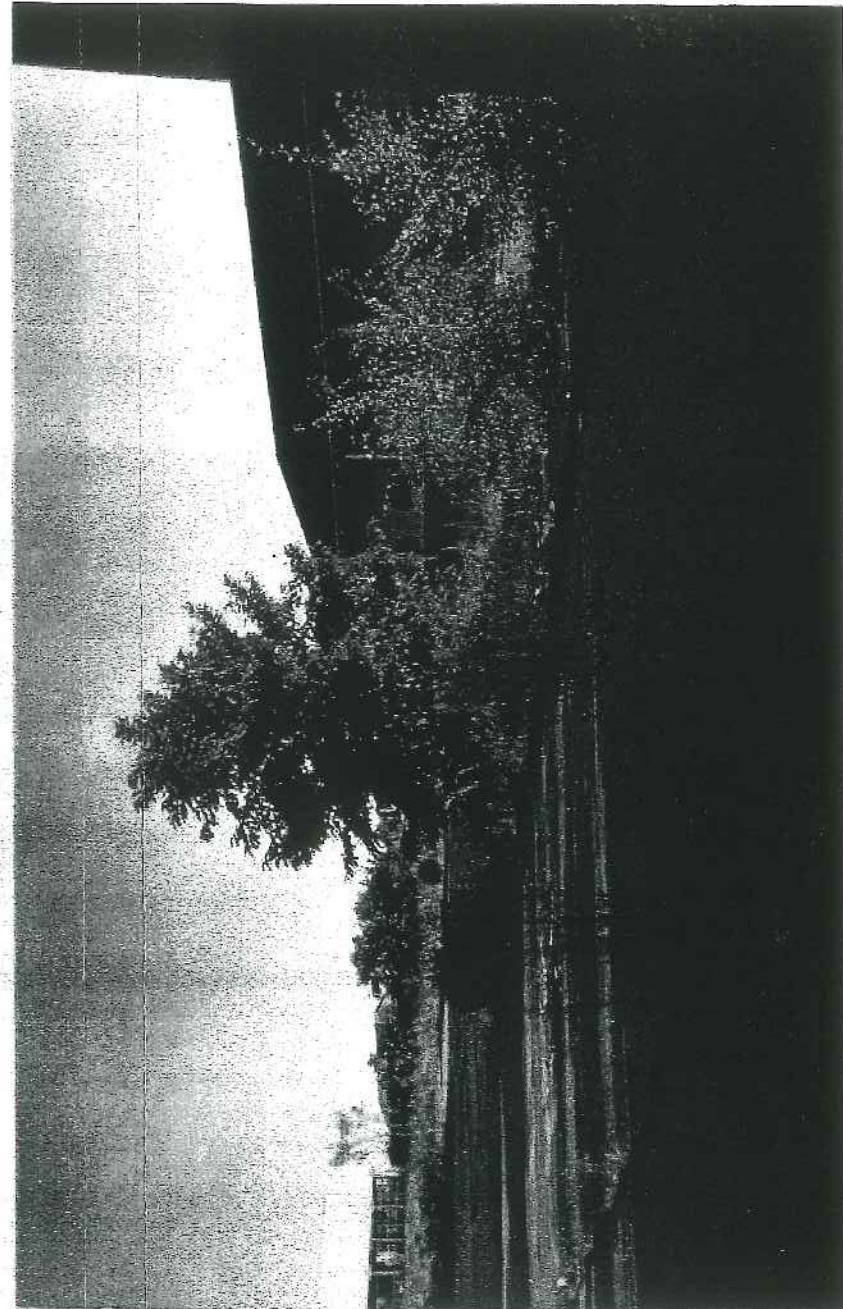
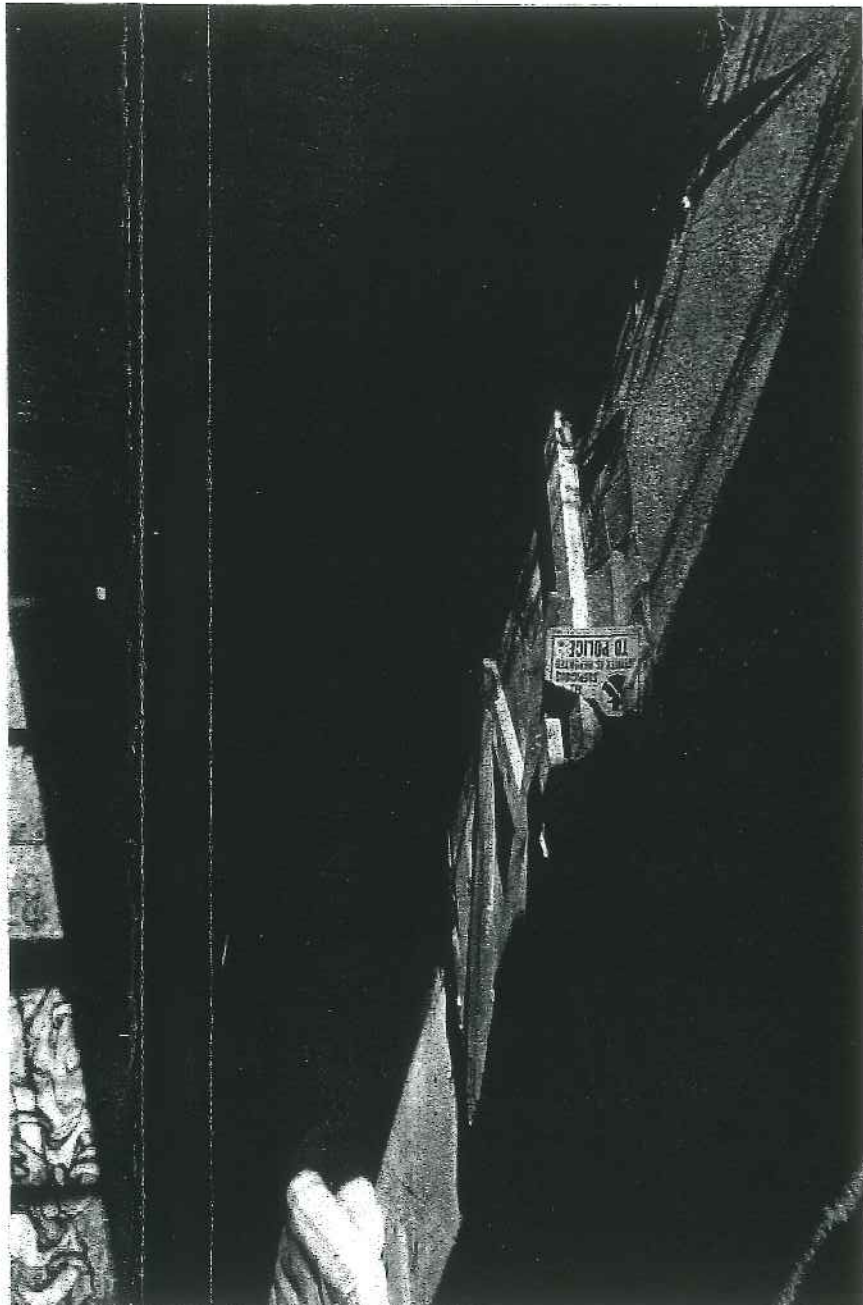
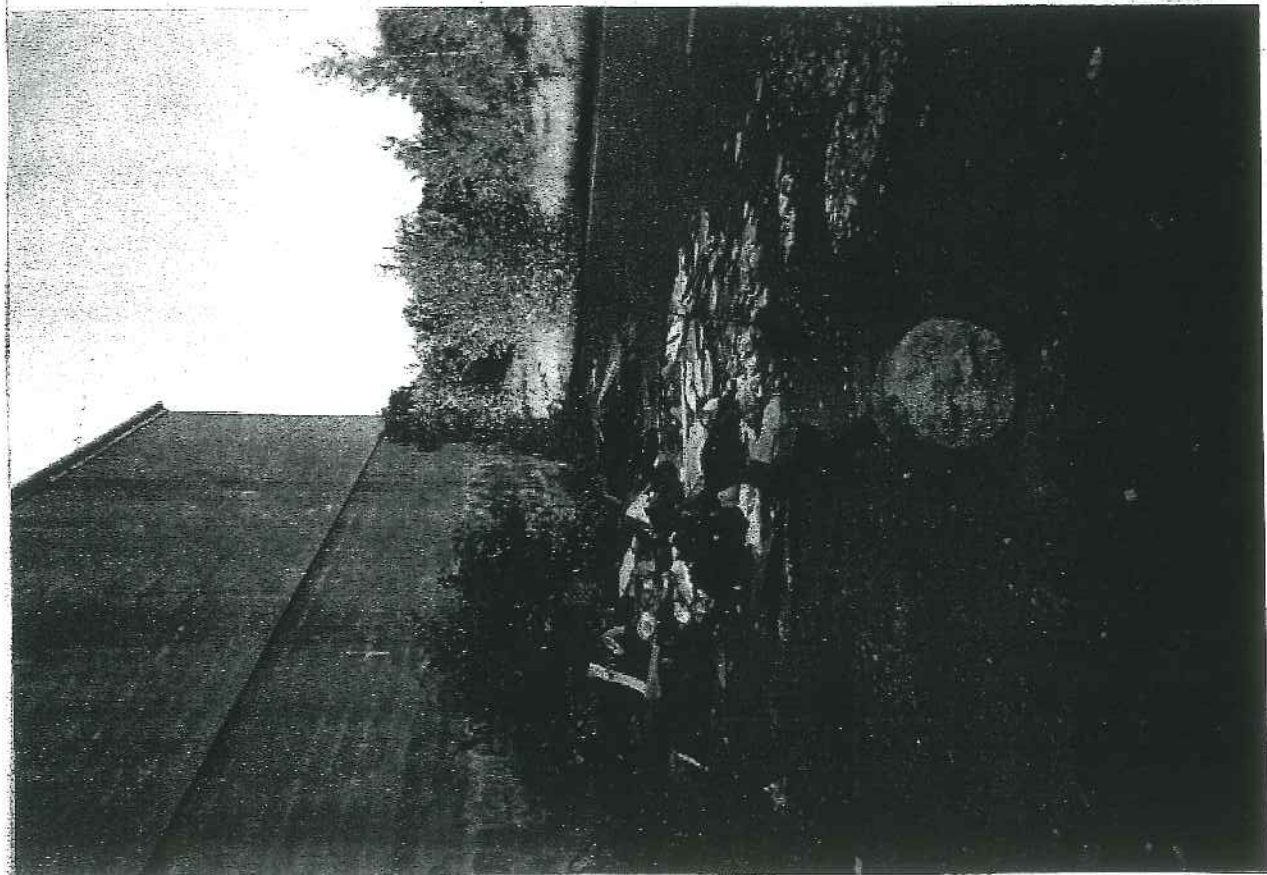
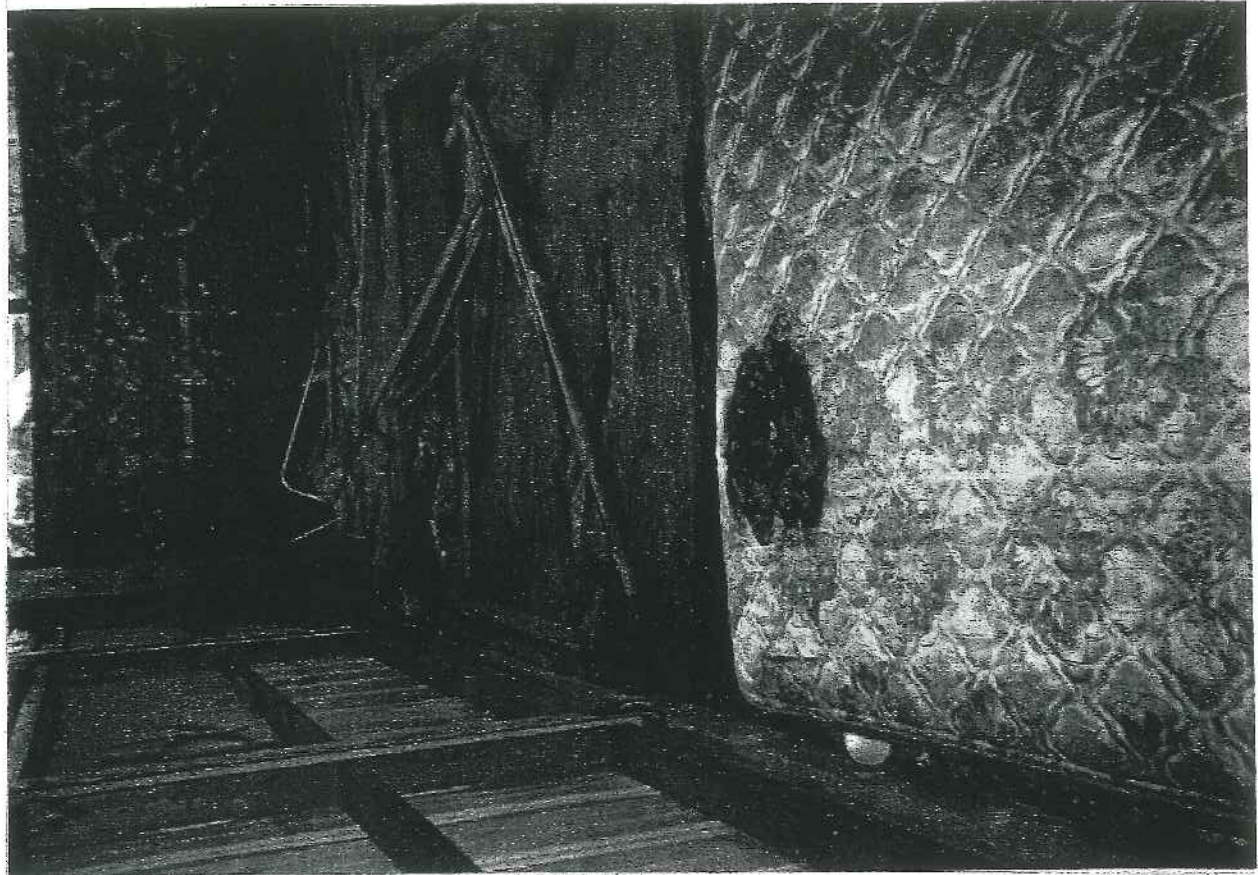
Dreams of a donated beautiful park or several low-impact, attractive, industrial developments who have the luxury of putting city and neighborhood needs over their profit margin needs, are very unrealistic dreams and keep the city from moving forward with a realistic, good choice. Packard Development has exhibited patience, commitment, and dedication in working with the city. It is unfair to put on Packard the burden of fixing every urban planning flaw or dilemma created over many years in difficult intersection/area. Packard has gone above and beyond civic responsibility in meeting the city needs and they deserve the opportunity to develop this property.

I hope the "Morrill's Crossing" proposal is approved, and the decision is made before the November elections. City councilors showing sound due process procedures, thorough research and public feedback, and following with a commitment to a decision, are respected for their leadership. Thank you for all your hard work and dedication as you lead this great city.

I apologize for all the run-on sentences and lazy grammar. I am one of those exhausted working mothers you see driving through Morrill's Corners. Sometimes a long light at Morrill's Corner is the most relaxing moment of my day!


Jennifer Potthoff






September 20, 2004

Portland City Councilors
Portland City Hall
Portland, ME 04101

Dear City Officials:

I live at Park Danforth and have been hearing about the proposed development in Morrill's Corner. I cannot come to the evening meeting at Deering High School this week, but I want you to know I support the revitalization of the area, the efforts to provide transportation to the site for those of us who live at Park Danforth, and the many other benefits the project offers.

Sincerely,


Ciro Russo
The Park Danforth
777 Stevens Ave
Portland, ME 04103

Date: Mon, 20 Sep 2004 20:25:51 -0700 (PDT)

From: Neal Allen

Subject: Morrill's Corner Project

To: jcohen@verrilldana.com, Mainelegal@aol.com, nmm@ci.portland.me.us

Good evening, gentlemen. I am writing as a Portland resident and taxpayer in support of the proposed Morrill's Corner project. Portland's future as a desirable community requires that we encourage and support development that offers a healthy mix of housing, accessibility to shopping and amenities, preservation of open space and strengthening of our local economy and municipal revenue base. The proposed project at Morrill's Corner fulfills all of these objectives and if implemented will greatly enhance the productivity of the site; a site that in my judgment is woefully underutilized. While there are always legitimate impact issues to be evaluated in a project of this magnitude, the Morrill's Corner site plan has undergone a long and rigorous process involving input from citizens, area residents, and other interested parties. As a result of that process my understanding is that the final design of the project has been scaled to better reflect the complex development characteristics of the Morrill's Corner area. The design appears to now take better advantage of the recent modifications of the Morrill's corner intersection; modifications which I believe have resulted in improved traffic flow. Arguably, a significant factor impacting the intersection from both a historical and future perspective are the poor site plans that have been approved over the years for the many vehicular oriented commercial enterprises dominating the area. Failure to approve the Morrill's Corner project will likely discourage other similar initiatives and as such will represent a serious setback to the principles of sound growth management. I appreciate your consideration of this important proposal and encourage your support. Thank you. Neal Allen.



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September 20, 2004

Portland City Councilors
Portland Planning Board
Portland City Manager

Dear City Leaders:

It is with great interest and concern that I write this letter regarding the Packard Development project at Morrill's Crossing. I have attended several public hearings on this vital proposal, and I want to again outline the many reasons Councilors should support Morrill's Crossing.

The parcel of land at issue is currently under-utilized and unsightly. Over the years, there have been other proposals for this piece of land near Morrill's Corner. Nothing compares to the tremendous project that has been brought forward by Packard Development. This group has gone beyond the call of duty, constantly refining the project as the Councilors have requested, and, as the neighbors and abutters have suggested, Packard Development has presented a plan that not only beautifies the area, but brings much needed jobs, retail space, and town homes to an important area of our City.

Regarding the traffic around Morrill's Corner, I believe this new development will only help the situation, since Packard Development is willing to put in \$1 million in infrastructure improvements. These improvements should, as a net result, only help the traffic flow along this corridor of the City, as confirmed by the extensive traffic studies that have been conducted.

Finally, the plan to clean up a waste site and develop trails through Morrill's Crossing is important to all who work and live in Portland. Packard Development has brought together a plan that addresses beautification, revitalization, and renewal. I sincerely hope that the City Council will support this substantial and very beneficial undertaking.

Thank you.

David L. Small
Chief Operating Officer/Treasurer



Philip M. O'Hearn, Member, MDRT, LUTCF, MBA
President/Agent
O'Hearn Insurance Agency & Associates
Nationwide Insurance and Financial Services

September 20, 2004

Portland City Councilors
Portland Planning Board
Portland City Manager

Dear City Leaders:

I am a business owner on Forest Avenue and have been watching, with much interest, the plans put forward by Packard Development for the Morrill's Corner area. Considering the current state of the property, it's my belief that the city must move forward with the Morrill's Crossing project for the good of Portland and for the other businesses in that area.

My office is at 1087 Forest Avenue. My company will benefit greatly from the infrastructure improvements proposed by Packard Development. The construction of Stop & Shop, and the additional retail and housing units, will include \$1 million dollars in needed infrastructure improvements. Those road and sidewalk changes will improve the traffic and pedestrian flow considerably through Morrill's Corner.

Also, it's my belief that the parcel of land currently under consideration has been underutilized and ignored for too long. Portland City Councilors need to take the important steps needed to make certain that the Packard Development plan becomes a reality in our great city.

Thank you.

A handwritten signature in black ink, appearing to read "Philip O'Hearn".

Sept 19, 2004

Portland City Hall
Portland, ME 04101

Dear Portland City Council:

I am a lifelong resident and business owner in Portland, and support the plan to develop 20 acres of land behind Bruno's Restaurant in Morrill's Corner. My children are in the Portland schools and my family is committed to ensuring that Portland is a vibrant city.

I have attended some of the public meetings and while I may not be able to attend the next neighborhood meeting on September 22nd at Deering High School, I want to express my support for the project.

I think our city needs projects like this and our officials must provide the leadership on seeing that progress in Portland is not turned down. Allowing a project like this to Morrill's Corner will bring many benefits. Not only will the development serve to make Morrill's Corner much more productive, it will become an attractive area of Portland where people are proud to live and work.

Our business base needs expanding. The tax revenues and jobs the project will bring are important. The site has been unproductive for years and now we have an opportunity to do something productive.

There appears quite a bit of support for this plan throughout Morrill's Corner, and other neighborhoods. I urge you to allow this project to go forward.

Sincerely,

Joe Piccone
Piccone & Company Realty, LLC
174 Prospect St.
Portland ME 04103
Tel: 207-772-1337
Fax: 207-772-6763
Email: piccone@maine.rr.com
Web: www.picconerealty.com

PORTLAND
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28 Allen Avenue
Portland, Maine 04103
207-878-3830
www.portlanddrycleaners.com

September 15, 2004

Joe Gray, City Manager
City Hall
389 Congress St.
Portland, Maine 04101

Dear Mr. Gray,

While I'm sure you have heard several views on the Morrills Crossing project proposed by Packard Development, I think traffic has been at the heart of the matter and I am taking this opportunity to express my view.

It may be true the people that have most to gain are the businesses in this area and I believe all of the businesses in fact support the project. I'm sure we business owners would not be in support of this project if it were a detriment to the neighborhood. After all, our customers are what make our business and we see this project as bringing more customers to our door. That being said, I do not think more customers would come to our door if traffic was such an issue. When the State completed their improvements to the Morrills Corner intersection most, including myself, never thought those improvements would be even noticed. Well, I can attest that it has improved the flow of traffic considerably. I am now more convinced the additional improvements that Packard plans for the intersection will only continue to improve traffic flow. Keep in mind, traffic is coming with or without this project.

Besides the improved traffic flow to this area, should the project be completed, the other benefits are so obvious it's difficult to understand why the project has not yet begun. Tax revenue, more jobs, additional housing, green space, safer pedestrian walkways, and the basic clean-up this property so desperately needs. I believe this project warrants the support of all our city leaders.

We all know there is no pleasing some people, and this project has brought out the best of them. Their voice has been heard, their concerns addressed, and the issues corrected. With all due respect, I think it's time to move forward and get this project started.

Respectfully;

David Roy

6074
c: Lee Urban

Sept 14, 2004

Portland City Councilors
Portland City Hall
Congress St
Portland, ME 04101

Dear City Leaders:

I own a Portland Collision, a business in Morrill's Corner. I have been following the Packard Development proposal for about 2 years. It's a good plan which will bring many benefits to the city of Portland.

I urge you to support this project. We could really use the added business base, the clean up of this part of the city, the tax revenues, jobs and road improvements Packard will fund.

Now that the project is in your hands, having been in the hands of the Planning Board for the better part of 2 years, I hope you'll act swiftly to allow Packard to move forward.

Sincerely,



Rick Baietti, Owner
Portland Collision
1109 Forest Ave
Portland, ME 04103

September, 2004

To Portland City Officials

Bruno's Restaurant is in the heart of Morrill's Corner, and I urge you to support the plan to revitalize this part of the city. My business, my patrons, my neighbors and my employees will all benefit from the proposed plan to develop the 20 acres of land, on which I work everyday.

The plan put forth by Packard is a good one and includes everything the city has asked for. The developer has gone out of their way to work with neighbors, business people and city officials, and the process has gone on and on.

The benefits to the city are numerous, and we need the boost in Morrill's Corner this project will offer. Not too many organizations are willing to do this kind of project, nor would they be willing to withstand the lengthy and costly process of permitting.

Portland is a great city, but it needs to look for additional business interests to bring jobs and tax revenue. Thank you.

Bob Napolitano
Bruno's Restaurant



September 9, 2004

Portland City Councilors
Portland City Hall
369 Congress St
Portland, ME 04101

Dear City Councilors:

I am a member of the North Deering Neighborhood Association Board of Directors, and was present for the vote to support the Packard Development proposal to revitalize Morrill's Corner. We voted to support this project for a number of reasons which included: cleaning up a badly scarred area of Portland, encouraging a first class project, sending a signal to potential businesses that Portland is willing to work with them to bring jobs to our great city, and of course the potential tax dollars that would be derived by this development.

There is no doubt you have heard these points raised by now. Everyone is in agreement that Packard's latest proposal goes far beyond giving this site a facelift, so I doubt this is an area of contention. But the quality of the facelift is important in this case, because with a positive vote of the council, the end result will be to show others interested in bringing investment and tax dollars to Portland a road map for their plans to succeed. It goes without saying that what the Packard group has on the table at this time is unlike any other development we have seen in Portland, or in Maine for that matter. That is a great signal to others planning to propose their projects in Portland – make it look as attractive as the Morrill's Corner project, include input from the Neighborhood groups and make sure organizations like Portland Trails have an opportunity to comment and you too may succeed in Portland. If in the next ten years we are able to attract 3 or 4 other projects that resemble what Packard has on the table, we will have improved the beauty of our city immensely.

Traffic has been a constant point of contention on this project and is a matter that is often discussed at NDNA meetings. We are all an impatient lot, sometimes arguing about a two or three minute delay in traffic. However, in this instance, the positives far outweigh potential delays in traffic that may or may not be attributable to the Packard project. In fact it may be inappropriate and unfair to hang this project up about traffic with a new grocery store going in at outer Forest Avenue, and a Super WalMart slated for nearby Westbrook, a few short miles away.

The citizens and taxpayers of Portland need to look for ways to say yes to quality projects like this one, and not reasons to delay or deny them. The message our city sends to those who wish to do business here has hurt us in the past. We need a positive vote on this project after having countless public meetings, design retrofits and more meetings. To not approve the project after all of this would send the most chilling message to others looking to transform a parcel of land in such a manner that it benefits workers, taxpayers and the beauty of the city.

As a resident of Portland, and an active member of the NDNA, I ask our city leaders to approve this project and send out a positive message about our great City. Feel free to contact me on 878-2500 or via email daniel.breton7@verizon.net

Sincerely,

Dan Breton
51 Olde Birch Lane
Portland, ME 04103

August 16, 2004

Sarah Hopkins
Development Review Services Manager
Planning Division
City of Portland
389 Congress Street
Portland, ME 04101

Dear Sarah,

I am writing on behalf of Portland Trails to express our thoughts to the Portland Planning Board about Packard Development's plans for the "Morrill's Crossing" development at Morrill's Corner.

The Packard Development team has met with Portland Trails to discuss with us their plans to improve pedestrian access in the Morrill's Corner area. This intersection has been notoriously difficult to navigate on foot or bike. We believe that the crossings they have included in their plan will help ameliorate the problems there.

As a trails organization we were also pleased to see the trails and sidewalks that will be incorporated into the development itself. These neighborhood connections will make excellent recreational paths for the local community and allow pedestrians to access the retail stores within Morrill's Crossing and along Forest Avenue with ease.

Just recently, J.B. Brown & Sons has offered to work with Portland Trails to provide trail connections through their property to University Park. This link opens the possibility of integrating the Morrill's Crossing trails with the greater trail network in Portland.

Portland Trails looks forward to continuing to work on trail connections with the Packard Development team. We are hopeful that their combination of retail, housing, open space, and improved pedestrian access will be an amenity to the City of Portland.

Sincerely yours,

Nan Cumming
Executive Director

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Executive Director

Nan Cumming



August 12, 2004

Portland City Councilors
Portland Planning Board
Portland City Manager
Portland City Hall
Congress St.
Portland, ME 04101

Dear City Leaders:

I have met with Packard Development regarding their proposal to redevelop Morrill's Corner. While I am unable to come to the hearing on August 24th to express my support, I believe the proposed plan would benefit the city, the residents around Morrill's Corner and the business community.

Portland is faced with an opportunity to see a revitalization to this area with elements that address the city's housing ordinance, housing supply goals, the Portland Trails system, positive economic development activity, improvements to the traffic flow, and useful neighborhood services.

Stop & Shop has a long history of outstanding corporate citizenship. They are generous and active participants in helping to strengthen their host communities. And their presence will provide a viable competitive alternative to consumers. This is good for Portland residents.

Packard Development is not a client of our firm nor are we involved in this project in any way whatsoever. However, in our capacity as a financing agent that annually channels millions of dollars of out of state investment dollars into the local economy, I simply believe this is an excellent opportunity for the City of Portland. I hope they are welcomed for the investment and the many employment and improved housing opportunities they bring to the City.

I look forward to welcoming Packard and Stop & Shop into the business community in Portland and encourage you to do the same.

Sincerely,

Peter G. Moore
Managing Director
Rockwater Capital Management, LLC

Rockwater Capital Management, LLC
22 Monument Square, Suite 504, Portland, ME 04101
P: 207-772-2221 F: 207-772-2227 E: pmoore@rockwatercapital.com

To Portland City Council

Subject: Morrill's Corner Development

In my capacity as GM of METRO I asked the METRO Board if it was all right if I spoke at the hearings about support for this project when it was proposed almost 2 years ago. The METRO Board gave me the OK. I have made three appearances at these meetings, the latest at a recent Planning Board meeting. Packard has demonstrated over the years this project has been going on to be very tuned in to making it transit friendly as well as changing the make up of the complex to be mixed use so as to help relive the shortage of housing in Portland.

I was especially pleased when VHB (Packard's traffic consultant) met with me and agreed with METRO's requested reroute of the bus so as to stay out of the parking lots of the complex. The offer of two upgraded shelters, one as the bus comes in, and the other at the Stop and Shop is very much appreciated. The shelter at the Stop and Shop will have a shopping cart pick up and drop of space in it when it is built. Also, having the bus turn around at the end of the road just after the town Houses in a cull de sac is great. It keeps buses out of the parking lot with all the cars, trucks, SUVs, people and food carts to slow service and be potential safety hazards. Packard Development agreed to make this turn around larger so as to allow our buses to use it. It also gets the bus close to the town homes/apartments for those people to use. Since this is a transit friendly development we will be looking to see if we could operate some of our #2 FAST buses into the complex since they come very close to the entrance while on Forest Ave.

I sincerely believe Packard has made a good faith effort to make traffic work for the complex

A new mixed use complex with a host of amenities to include in addition to being transit friendly, walking trails, town homes and apartments, along with a large percent of "green space" seems like a win to me. In an era of shrinking tax bases and an era that may see that shrink even more if the tax cap passes it makes sense to me that having this currently blighted area being developed would be a win for the greater Portland area.

Thank you for the opportunity to comment.

Peter Hefler, General Manger, METRO
and resident of the Portland area (Westbrook).

To: Portland City Council

The Morrill's Crossing project is one of the most thoughtful, well design projects proposed for Portland in recent memory. I support it wholeheartedly.

Jobs, tax revenues, shopping convenience, housing, traffic improvements, pedestrian crossings, plenty of landscaping, an improved boxing facility, Metro Bus service within the site. What's there not to like?

I hope you approve this project. It's for the good of the area and Portland at large.

Sincerely,

Anne McRae

Portland

01 Mel Baum *SL*

Dear City Councilors,

I live in Portland, and I am strongly in favor of the Morrill's Crossing project. It makes sense for a number of reasons.

First, it's a dramatic improvement to the site. Also, it will provide young families in the area with shopping convenience, create jobs, bring in more tax dollars and provide traffic improvements to the area.

I ask that you approve this project. It's the right project at the right time. The benefits are in all our best interests.

Thank you very much.



Brian Braasch

90 Summit St.

Portland, Me. 04103

Please Approve Morrill's Crossing

Dear City Councilors,

The mixed-use Morrill's Crossing proposal before you is a project that will bring many benefits to the area. I live in Portland and think the project it needed for the jobs it will create, the tax revenue it will generate, the traffic improvements to the area and the much needed convenient retail and supermarket shopping.

Many young families live in the area. Both parents are working hard and anything we can do to make their lives more convenient is a tremendous benefit.

Morrill's Crossing passes the test in every way. It should be approved.

Hope you agree.

James A. Ball
166 Murray St.
Portland, Maine

Honorable Councilors,

Please accept this note of support for the proposed Morrill's Crossing. As a resident of Woodford's Corner and a business owner in Portland, I feel this project will add to our part of the City. Not only does it help with the housing plan developed by the City of Portland, but it also adds up to 300 new jobs.

At a public meeting last week on the proposed B-8 zone, a 19 year old woman expressed her wish that she could not only work in Portland but be able to live here too. This project will help with both.

Let's help everyone by supporting this project!

Thank you,

Robert T. Greenlaw
61 Mayland Street
Portland, ME
207-828-0851