



CPED STAFF REPORT

Prepared for the City Planning Commission

CPC Agenda Item #7
July 14, 2014
BZZ-6616

LAND USE APPLICATION SUMMARY

Property Location: 300 South 2nd Street
Project Name: Mill City Quarter Phase I
Prepared By: [Janelle Widmeier](#), Senior City Planner, (612) 673-3156
Applicant: Mill City Quarter LLC
Project Contact: Gretchen Camp, BKV Group Inc.
Request: To allow a new 6-story, mixed use building with ground floor retail and 150 dwelling units.

Required Applications:

Site Plan Review	For a new 6-story, mixed use building with ground floor retail and 150 dwelling units.
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SITE DATA

Existing Zoning	C3A Community Activity Center District DH Downtown Height Overlay District MR Mississippi River Critical Area Overlay District DP Downtown Parking Overlay District
Lot Area	49,782 square feet / 1.14 acres
Ward(s)	3
Neighborhood(s)	Downtown Minneapolis Neighborhood Association
Designated Future Land Use	Mixed Use
Land Use Features	Activity Center (Mill District) Growth Center (Downtown)
Small Area Plan(s)	Historic Mills District Master Plan and Update

Date Application Deemed Complete	June 17, 2014	Date Extension Letter Sent	Not applicable
End of 60-Day Decision Period	August 16, 2014	End of 120-Day Decision Period	Not applicable

BACKGROUND

SURROUNDING PROPERTIES AND NEIGHBORHOOD. The site is located in a mixed use area. It is adjacent to an office building, Mill Place, located at the property of 101 3rd Avenue South. Other nearby surrounding uses include high-rise residential buildings, a hotel, offices, and a coffee shop.

SITE DESCRIPTION AND PRESENT USE. The site is located at the northeast corner of 3rd Avenue South and 2nd Street South. A principal parking facility (surface lot) is currently located on the site. The public sidewalk width along 3rd Avenue is 8 feet. The site and surrounding properties north of 2nd Street South are located in the [St. Anthony Falls Historic District](#).

PROJECT DESCRIPTION. The proposal is for a new 6-story, mixed use building with ground floor retail and 150 dwelling units. It would also include a 20-space surface parking lot and two levels of below-grade parking. A loading area will also be provided at-grade. The parking will be accessed from the adjacent Mill Place property, which has vehicle access from 2nd Street. Vehicles also have the option to exit to 3rd Avenue, but will be restricted to only right turns. A bus shelter is proposed at the northwest corner of the building.¹

This project is part of a two phase development. The second phase will be a 5-story assisted living facility located at the property of 428 2nd Street South. The woonerf proposal, which includes parking lot, pedestrian and bicycle improvements, would be located on the Mill Place parcel separating the developments (it is under separate ownership).

RELATED APPROVALS. Certificate of appropriateness applications for the first phase (BZH-27892) and the woonerf (BZH-27893) were [approved](#) at the [November 19, 2013, meeting](#) of the Heritage Preservation Commission (HPC). The public alley located between the subject property and 101 3rd Avenue South is in the process of being vacated. On June 9, 2014, the City Planning Commission recommended that the City Council approve the vacation.

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

¹ Route service along 3rd Avenue is not currently provided at this location. According to the applicant, the bus shelter was offered to the Met Council as part of their grant application because bus service to downtown is being reevaluated. If 3rd Avenue is used to provide route service to Central Avenue, the proposed bus stop could be used to facilitate that service. According to the attached Preliminary Development Review report, Metro Transit is not aware of nor advocating a bus reroute that would accommodate this proposed bus stop. A transit stop at this location is fully subject to the review and approval of both the Public Works Department and Metro Transit.

ANALYSIS

SITE PLAN REVIEW

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

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

Building Placement and Design – *Requires alternative compliance*

- The building placement will reinforce the street wall along 3rd Avenue and 2nd Street, maximize natural surveillance and visibility with an abundant amount of windows, and facilitate pedestrian access and circulation with entrances provided adjacent to each street.
- The first floor of the building would not be located more than 8 feet from the lot line adjacent to 3rd Avenue. The first floor of the building would be within 8 feet of the lot line adjacent to 2nd Street, except at the southeast corner of the building. Alternative compliance is requested along 2nd Street. Because there is the 3rd Avenue sidewalk is only 8 feet wide with no street trees, staff encourages the applicant to increase the setback of the first floor building wall and explore ways to improve the pedestrian environment.
- Where the building would not abut the lot lines along the adjacent streets, walkways would be provided. At the southeast corner of the building, stairs and an accessible ramp will provide access to the main residential entrance.
- Principal entrances will face both adjacent streets. Each commercial tenant space will have a street facing entrance. The main residential entrance would be perpendicular to 2nd Street, but directly adjacent.
- On-site accessory parking would be located at the interior of the site and below grade.
- The building would contain architectural elements, including recesses and projections, windows, and change of materials to divide the building into smaller identifiable sections.
- Blank, uninterrupted walls that do not include windows, entries, recesses or projections, or other architectural elements would not exceed 25 feet in length.
- Exterior materials would be durable and include cast stone, concrete masonry unit block (CMU), fiber cement, metal panel and glass. The amount of fiber cement would not exceed 30 percent on any elevation. The CMU is proposed in lieu of cast stone on interior facing walls where it is less visible from the public streets. On the plans that were reviewed by the HPC, cast stone was proposed on the north first floor wall between the housing entry and bus shelter. The plans currently show CMU in that location. Because this wall will be visible from 3rd Avenue, the cast stone will need to be provided as approved by the HPC.
- All sides of the building would be compatible with and similar to each other.
- No plain face concrete block is proposed as an exterior material.
- The principal entrances would be sheltered by canopies or building overhangs and surrounded by windows to emphasize their importance.
- The proposed residential windows would greatly exceed the minimum requirements (see Table-I below). These windows would be vertical in proportion and distributed in a more or less even manner.
- The proposed nonresidential windows included in the calculations for the table below would be located between 2 and 10 feet above the adjacent grade, vertical in proportion with the bottom of each window also located not more than 4 feet above the adjacent grade. The plans do not indicate if the windows will be blocked by fixtures in the area between 4 and 7 feet above the adjacent grade. The visible light transmittance of the windows and tinting, if any, has not been indicated. The windows will need to comply with these requirements. Each individual tenant space will comply

with the minimum window requirements on the walls facing the street. However, a service hallway will separate two of the tenant spaces from the parking lot. Windows from a service hallway do not meet the intent of the ordinance. Alternative compliance is requested for the window requirements on the elevations facing the parking lot.

- Storage and mechanical spaces would not exceed 30 percent of the linear building frontage adjacent to either street.
- A flat roof is proposed. Most buildings in the immediate area also have flat roofs.

Table I. Percentage of Windows Required for Elevations Facing a Public Street, Sidewalk, Pathway, or On-Site Parking

Location	Floor	Code Requirement		Proposed	
2nd St (south)	1	30% minimum	492 sq. ft.	60%	978 sq. ft.
	1	20% minimum	184 sq. ft.	79%	728 sq. ft.
	2-6	10% minimum	363 sq. ft.	39%	1,408 sq. ft.
3 rd Ave (west)	1	30% minimum	346 sq. ft.	63%	728 sq. ft.
	2-6	10% minimum	151 sq. ft.	38%	568 sq. ft.
Parking lot (east)	1	30% minimum	187 sq. ft.	17.5%	109 sq. ft.
	2-6	10% minimum	82 sq. ft.	29%	240 sq. ft.
Parking lot (north)	1	30% minimum	278 sq. ft.	47%	440 sq. ft.
	2-6	10% minimum	122 sq. ft.	39%	480 sq. ft.

Access and Circulation – Meets requirements

- Well-lit walkways more than 4 feet in width will connect the building entrances to the adjacent public sidewalks and on-site parking.
- The proposed transit shelter would be well lit, protected from the elements, and in a highly visible location. The design of the shelter is also subject to review and approval by the Public Works Department and Metro Transit.
- Vehicle access and circulation is designed to have minimal conflicts with pedestrians and residential uses. The parking will be accessed from the adjacent Mill Place property (101 3rd Avenue South), which has vehicle access from 2nd Street. Vehicles also have the option to exit to 3rd Avenue, but will be restricted to only right turns.
- Upon approval of the pending alley vacation application, the site will not be adjacent to an alley. The site is not adjacent to a residential property.
- An excessive amount of impervious surfaces are not proposed. As proposed, the site will exceed the minimum general landscaping requirements. Further, 860 square feet of pervious paving is proposed.

Landscaping and Screening – Requires alternative compliance

- The proposed overall composition and location of landscaped areas complement scale of the development and its historic surroundings.
- The general landscaping requirements are included in the table below. As proposed, the site will exceed the minimum general landscaping requirements.
- The parking area is not adjacent to any streets, residential uses or residential or office residential zoning districts.
- All areas of the parking lot unavailable for parking or maneuvering will be landscaped.
- The proposed tree island would be 9 feet wide. However, not all parking spaces will be within 50 feet of an on-site deciduous tree. Alternative compliance is requested.
- All other areas not occupied by the building, walkways, common areas, and parking/loading areas will be covered by shrubs, trees, perennials, and native grasses. The applicant is also proposing to install 13 trees in the boulevard between the subject site and 2nd Street. The placement of

landscaped areas and plantings are intended to be less formal and reflect a volunteer growth pattern which is appropriate for this location in the historic district.

- Information is not provided on the landscape plan regarding the installation and maintenance of all landscape materials. Installation and maintenance will need to comply with section 530.210 of the zoning code.

Table 2. Landscaping and Screening Requirements

	Code Requirement	Proposed
Lot Area	--	49,782 sq. ft.
Building footprint (including the parking garage)	--	40,370 sq. ft.
Remaining Lot Area	--	9,412 sq. ft.
Landscaping Area	1,882 sq. ft.	2,720 sq. ft.
Canopy Trees (1: 500 sq. ft.)	4 trees	6 on-site trees
Shrubs (1: 100 sq. ft.)	19 shrubs	64 on-site shrubs

Additional Standards – Meets requirements

- With the location of the parking lot over the parking garage, on-site retention and filtration of parking lot stormwater is not feasible. The parking area and driveways will be defined by continuous 6-inch by 6-inch curbing.
- The proposed building would not impede views of important elements of the city, and would be located and arranged to minimize shadowing on public spaces and adjacent properties and to minimize the generation of wind currents at the ground level.
- The development includes environmental design elements to prevent crime. An abundant amount of windows that will promote natural observation and allow views into and out of the building at eye level would be provided on all sides of the building. Where the building is inset along 2nd Street to provide relief and additional articulation to the long building façade, windows will be provided on both sides of this area at ground level to allow observation from the adjacent residential and commercial spaces. A complete lighting plan has not been submitted as part of the application. The site plan indicates that light fixtures will be provided on all sides of the building. A lighting plan will need to be submitted as part of the final plans. Landscaping, walkways and fencing would be used to distinguish between public and private spaces and to guide pedestrian movement through the site.
- The site is located in the St. Anthony Falls Historic District. No buildings exist on the site.

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

The proposed uses, a multiple family dwelling and general retail sales and services uses, are *permitted* in the C3A District.

Off-street Parking and Loading – Meets requirements

- In the DP overlay district, the minimum parking requirement for residential uses is equal to 90 percent of the spaces generally required. This reduces the minimum requirement to 0.9 spaces per dwelling unit. In addition, visitor parking is required at a minimum ratio of 1 space per 50 dwelling units. The maximum parking requirement is 1.7 spaces per dwelling unit. A total of 150 dwelling units are proposed.
- For nonresidential uses, no parking is required in the DP overlay district in the C3A district along the central riverfront. The maximum requirement is equal to 1 space per 200 square feet of gross floor area, but not less than 4 spaces per use. The total commercial area proposed is equal to 14,515 square feet.

- Accessible parking is required in the below-grade garage (at least 5) and the surface parking area (at least one). The number of accessible spaces will be provided as required.
- Thirty-six of the proposed spaces, or 14 percent, would be compact.
- Bicycle parking and loading is required for the residential and nonresidential uses as noted in Table 4 below.

Table 3. Vehicle Parking Requirements Per Use (Chapter 541)

	Minimum Parking Requirement	Applicable Reductions	Total Minimum Requirement	Maximum Parking Allowed	Proposed
General retail sales and services	0	--	0	73	250
Multiple family dwelling	138	--	138	255	
Total		--	138	328	

Table 4. Bicycle Parking and Loading Requirements (Chapter 541)

	Minimum Bicycle Parking	Minimum Short-Term	Minimum Long-Term	Proposed	Loading Requirement	Proposed
General retail sales and services	3	Not less than 50%	--	18 short-term and 150 long-term	On-site service drive or open space	2 small spaces
Multiple family dwelling	75	--	Not less than 90%		One small space	

Building Bulk and Height – Meets requirements

- The DH overlay district allows increased height and bulk in this area than generally allowed in the C3A district.

Table 5. Building Bulk and Height Requirements

	Code Requirement	Proposed
Lot Area	--	49,782 sq. ft.
Gross Floor Area (GFA)	--	152,050 sq. ft.
Maximum Floor Area Ratio (GFA/Lot Area)	4.0	3.05
Maximum Commercial Floor Area (GFA)	8,000 sq. ft.	2,735 sq. ft. to 7,555 sq. ft.
Maximum Building Height	6 stories or 84 feet, whichever is less	72 ft. as measured from 2nd St S

Residential Lot Requirements – Not applicable

Table 6. Residential Lot Summary

	Code Requirement	Proposed
Dwelling Units (DU)	--	150 DUs
Density (DU/acre)	--	131.2 DU/acre
Minimum Lot Area	--	332 sq. ft. per DU

Yard Requirements – Meets requirements

- The site is not adjacent to residential properties or a residence or office residence district.
- Where walls with residential windows face a side or rear lot line, the minimum yard requirement is 5 + 2x feet, where x is equal to the number of stories above the first floor, provided that a yard greater than 15 feet is not required. Therefore, the minimum yard requirement is equal to 15 feet for a 6-story building. The building would comply with these requirements.

Signs – Meets requirements

- Signs are subject to Chapter [543](#) of the Zoning Code. Separate permits are required from the Zoning Office for any proposed signage.
- At this time, the applicant is proposing two signs: one wall sign and a projecting sign. Future signage for the individual retail tenants is also indicated on the building elevations. The proposed wall sign would be 102 square feet in area, the top of which would be located 17 feet above the adjacent grade. The projecting sign would be 36 square feet in area, the top of which would be located 25 feet above grade. Type of illumination, if any, was not indicated for either sign. Signage is allowed on the walls facing a street or on-site accessory parking area. As indicated on the plans, the proposed amount of signage for each building elevation would comply with the allotted sign area. Individual wall signs are allowed to be up to 180 square feet in area, while projecting signs up to 48 square feet in area are allowed. There is no height limit for these signs. It appears that the signs will comply with the applicable requirements.

Dumpster Screening – Meets requirements

- Refuse and recycling storage containers are required to be enclosed on all four sides by screening compatible with the principal structure not less than two feet higher than the refuse container or must be otherwise effectively screened from the street, adjacent residential uses located in a residence or office residence district and adjacent permitted or conditional residential uses. The containers will be stored in the building.

Screening of Mechanical Equipment – Meets requirements

- All mechanical equipment is required to be arranged so as to minimize visual impact by using screening and must comply with Chapter [535](#) and district requirements. Small roof top units will be centrally located to minimize visibility. Six-foot tall, solid wood fencing is proposed to screen the transformers adjacent to the woonerf. This screening is different than the green screen proposed around the residential courtyard. To create continuity in the screen wall adjacent to the woonerf, staff encourages the applicant to use the same screen design as for the transformer screening.

Lighting – Lighting plan required

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

Impervious Surface Area –*Not applicable*

Specific Development Standards – *Not applicable*

MR Overlay District Standards – *Not applicable*

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

DP Overlay District Standards – *Meets requirements*

- See the Off-street Parking and Loading section above for applicable requirements.

DH Overlay District Standards – *Meets requirements*

- See the Building Height and Bulk section above for applicable requirements.

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

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

Land Use Policy 1.12: Support Activity Centers by preserving the mix and intensity of land uses and by enhancing the design features that give each center its unique urban character.

- 1.12.1 Encourage a variety of commercial and residential uses that generate activity all day long and into the evening.
- 1.12.2 Encourage mixed use buildings, with commercial uses located on the ground floor and secure entrances for residential uses.
- 1.12.3 Encourage active uses on the ground floor of buildings in Activity Centers.
- 1.12.5 Encourage a height of at least two stories for new buildings in Activity Centers, in keeping with neighborhood character.
- 1.12.6 Encourage the development of high- to very-high density housing within the boundaries of Activity Centers.
- 1.12.9 Encourage architectural design, building massing and site plans to create or improve public and semi-public spaces in Activity Centers.

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

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

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

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

Urban Design Policy 10.1: Promote building designs and heights that enhance and complement the image and form of the Downtown skyline, provide transition to the edges of Downtown and protect the scale and quality in areas of distinctive physical or historical character.

10.1.2 Building placement should preserve and enhance public view corridors that focus attention on natural or built features, such as landmark buildings, significant open spaces or water bodies.

Urban Design Policy 10.2: Integrate pedestrian scale design features into Downtown site and building designs and infrastructure improvements.

10.2.1 The ground floor of buildings should be occupied by active uses with direct connections to the sidewalk.

10.2.2 The street level of buildings should have windows to allow for clear views into and out of the building.

10.2.3 Ensure that buildings incorporate design elements that eliminate long stretches of blank, inactive building walls such as windows, green walls, architectural details, and murals.

10.2.4 Integrate components in building designs that offer protection to pedestrians, such as awnings and canopies, as a means to encourage pedestrian activity along the street.

10.2.5 Locate access to and egress from parking ramps mid-block and at right angles to minimize disruptions to pedestrian flow at the street level.

10.2.6 Arrange buildings within a site in order to minimize the generation of wind currents at ground level.

10.2.7 Locate buildings so that shadowing on public spaces and adjacent properties is minimized.

10.2.8 Coordinate site designs and public right-of-way improvements to provide adequate sidewalk space for pedestrian movement, street trees, landscaping, street furniture, sidewalk cafes and other elements of active pedestrian areas.

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

10.14.3 Encourage the creation of new parks and plazas.

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

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

10.18.3 Locate parking lots to the rear or interior of the site.

Urban Design Policy 10.19: Landscaping is encouraged in order to complement the scale of the site and its surroundings, enhance the built environment, create and define public and private spaces, buffer and screen, incorporate crime prevention principles, and provide shade, aesthetic appeal, and environmental benefits.

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

The subject site is located within the boundaries of the *Historic Mills District Master Plan*, which was adopted in 1999. In 2001, an update to the plan was adopted. The boundaries of the plan extend along 2nd Street South between 3rd Avenue South and 9th Avenue South as well as extending south of 2nd Street South, outside of the St. Anthony Falls Historic District boundaries. This plan played an

important role in the revitalization and redevelopment of the Historic Mills District into what it is today. The plan calls for 4 to 5-story (up to 63 feet) residential development on the 2nd Street side of the block, but with open space retained in the general location of the historic rail corridor. On this site, the plan also calls for ground floor commercial fronting 3rd Avenue South. A sizable corner park/plaza located between the new building and 3rd Avenue was also envisioned. The plan also contains the following specific site and building design guidelines:

Building placement

- Buildings should be oriented to front city streets and should be set back from the street right-of-way no further than 10 feet for more than 50% of the width of the parcel.

Building configuration and pedestrian Friendly Streets

- Building frontage along streets should be lined with pedestrian oriented uses on the ground floor, and the upper floors should have a regular pattern of windows to create 'eyes on the street.'
- Parking should be located underground or in the middle of the block, behind the buildings.

Building heights

- Building heights should be a minimum of four stories.
- Building massing should be planned to take advantage of sunlight and views.
- Tall buildings should be positioned along north/south avenues to allow sunlight to penetrate into the street spaces and courtyards and to block northwest winds.
- Tall buildings positioned along the north/south avenues on the riverfront will also maximize views of the river basin.
- The heights of the tallest buildings should be compatible with existing commercial buildings in the Historic Mills District.

Massing

- Buildings should be simple, well-proportioned volumes.
- Building walls facing public streets and parks shall be terminated at the top with a cornice or attic expression.
- Flat roofs shall be enclosed by parapets no less than 42 inches high or as required to conceal equipment.
- Cantilevered mansard roofs could be considered if they have historical precedence.

Façade Treatment: Windows, Doors, Storefronts, Awnings

- Windows (other than ground-level storefront windows) shall be vertical in proportion, 1.5 to 2.5 times as tall as they are wide.
- The glazed area of a façade (excluding the ground-level storefront) shall not exceed 35% of the total façade area.
- Doors and windows should be set back a minimum of three inches from the façade.
- Doors shall be vertical in proportion.
- Sliding glass doors are not permitted.
- Windows and doors should appear in a consistent and repeated pattern across the principal facades.
- Ground-floor commercial uses shall have storefronts with glazed areas equal to at least 65% of the ground-level portion of the façade.

Materials

- Exterior Wall Finish: The exterior wall finish on all facades shall be limited to brick, stone or cast stone designed to resemble stone masonry construction.

- **Exterior Color:**
 - The masonry colors of buildings can range between creamy buff colors to deep terracotta.
 - Trim colors should be earth tones that complement the masonry.
 - Doors, shopfronts, window frames, shutters, balcony rails and awnings shall be any color, any saturation.
 - Glass shall be clear or lightly tinted only. Balcony railings and porch structures shall be metal, stone or cast concrete.

The plan also contains streetscape design guidelines. The plan envisions 2nd Street as the central pedestrian spine of the district. The plan identifies specific street improvements. The street has not been built to those specifications; however, the proposed changes to the right-of-way are consistent with the improved pedestrian environment goals.

Staff comment: The proposal would not be consistent with 5 aspects of the above guidelines:

- *Building height:* The proposed building height is 6 stories, 72 feet to the top of the parapet, which exceeds the 4-5 stories (63 feet) recommended by the plan. The height limits have been implemented consistently within the boundaries of the plan.
- *Location of plaza:* The plaza would not be located at the corner of 3rd Avenue and 2nd Street. However, the proposal includes retail at the corner which the plan also supports. Therefore the proposed plaza and retail use locations meet the intent of what was envisioned by the plan.
- *Parapet/cornice:* The building walls facing the streets would not be terminated at the top with a cornice or attic expression and the parapet would be 30 inches tall instead of 42 inches. It does not appear that all new construction projects within the boundaries of this plan have been held to this standard. The applicant is proposing 3-sided canopies on several sides of the building, which could be considered a contemporary cap. A taller parapet is not needed to screen the rooftop mechanical equipment.
- *Doors and windows:* Sliding glass doors are proposed to provide access to some of the balconies. They are consistent with the window patterns and sizes proposed on the rest of the building and should not be discernible from street level. The HPC did not find that the sliding glass doors are inappropriate in the historic district. Details provided by the applicant show that the proposed windows will not be inset from the façade walls. Again, the windows as proposed were approved by the HPC.
- *Materials:* The majority of the non-fenestration materials of each façade is not brick, stone or cast stone. Proposed materials include cast stone, concrete masonry unit block (CMU), fiber cement, metal panel and glass. As currently shown on the plans, the proposed use of cast stone is limited to the first floor elevations on the east, west and south elevations. On the plans that were reviewed by the HPC, cast stone was proposed on the north first floor wall between the housing entry and bus shelter. The plans currently show CMU in that location. Because this wall will be visible from 3rd Avenue, the cast stone will need to be provided as approved by the HPC. With this one exception, the proposed materials have been reviewed and approved by the HPC, who found that the proposed materials were appropriate for new construction at this location in the historic district. Recently constructed projects have been allowed to deviate from this requirement although the primary material has still been brick with the exception of the MacPhail Center for Music (outside of the historic district) and the Guthrie, both of which are nonresidential structures.

5. Alternative compliance.

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

- **Building Placement.** The first floor of the building would not be located more than 8 feet from the lot line adjacent to 3rd Avenue. The first floor of the building would be within 8 feet of the lot line adjacent to 2nd Street, except at the southeast corner of the building. The grade of the site along 2nd Street changes approximately 5 feet. The applicant has stepped the first floor elevations somewhat to follow the grade change. Changing the first floor elevations affects the below-grade parking clearances and matching existing grades elsewhere on the site. As part of addressing the grade change issues, the applicant has inset the first floor of the building 15 feet at the southeast corner to accommodate stairs and an accessible ramp to provide access to the main residential entry. The upper floors of the building will extend to the lot line adjacent to the street and columns supporting those floors will help to reinforce the street wall. Staff is recommending that the Planning Commission grant alternative compliance.
- **Window Requirements.** Alternative compliance is requested for the window requirements on the first floor east and north building elevations facing the parking lot. These walls are subject to the nonresidential window requirements. On the east elevation, 17.5 percent of the wall would be windows where the bottom of said windows is within 4 feet of the adjacent grade. On the north elevation, 47 percent of the wall would be windows. However, a service hallway will separate two of the tenant spaces from the parking lot. Windows from a service hallway do not meet the intent of the ordinance. As a result, only 19 percent of the windows proposed on these walls look directly into a commercial tenant space. Recognizing that service areas are necessary for commercial tenants, locating them adjacent to the parking area is reasonable. Although the majority of the proposed storefront windows facing the parking lot do not meet the intent of the ordinance, they provide the opportunity for flexibility in the layout of the tenant spaces. Above the first floor, 29 to 39 percent of the walls would be windows, which greatly exceeds the minimum residential window requirements. These additional windows should provide an additional security measure. For these reasons, staff is recommending that the Planning Commission grant alternative compliance.
- **Distance to Trees.** Not all parking spaces are within 50 feet of an on-site deciduous tree. Two spaces, in the southwest corner of the parking lot, would not meet this requirement. The surface parking lot is located at the interior of the site over the below-grade garage. It would also be sheltered and shaded by the building most of the day. For these reasons, staff is recommending that the planning commission grant alternative compliance.

RECOMMENDATIONS

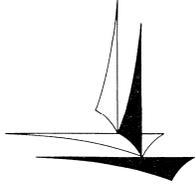
Recommendation of the Department of Community Planning and Economic Development for the Site Plan Review:

The Department of Community Planning and Economic Development recommends that the City Planning Commission adopt the above findings and **approve** the site plan review application to allow a new 6-story, mixed use building with ground floor retail and 150 dwelling units for the property located at 300 2nd Street South, subject to the following conditions:

1. Along 3rd Avenue, the applicant is encouraged to increase the setback of the first floor building wall and explore other ways to improve the pedestrian environment.
2. The applicant shall provide additional cast stone on the north elevation, consistent with the approvals granted by the Heritage Preservation Commission.
3. Required nonresidential windows shall not be blocked by fixtures in the area between 4 and 7 feet above the adjacent grade and the visible light transmittance of the windows shall be 0.6 or greater as required by section 530.120 of the zoning code.
4. To create continuity in the screen wall adjacent to the woonerf, staff encourages the applicant to use the same green screen design for the transformer screening.
5. Department of Community Planning and Economic Development staff review and approval of the final building elevations, floor, site, lighting and landscape plans.
6. Site improvements required by Chapter 530 or by the City Planning Commission shall be completed by July 14, 2016, unless extended by the Zoning Administrator, or the permit may be revoked for non-compliance.

ATTACHMENTS

1. Preliminary Development Review report
2. Written description and findings submitted by applicant
3. Zoning map
4. Site survey
5. Site plan
6. Floor plans
7. Building elevations
8. Color renderings
9. Photos
10. Correspondence



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

Preliminary Development Review Report

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

Status *
RESUBMISSION REQUIRED

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

Purpose

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

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

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

Project Scope

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

Review Findings (by Discipline)

Water

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

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

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

□ Zoning - Planning

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

□ Addressing

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

□ Parks - Forestry

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

❑ Right of Way

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

❑ Street Design

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

❑ Sidewalk

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

❑ Fire Safety

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

❑ Business Licensing

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

❑ Construction Code Services

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

□ Traffic and Parking

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

□ Environmental Health

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

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

❑ Sewer Design

Groundwater:

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

Utility Connections:

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

Utility:

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

Erosion Control:

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

END OF REPORT

Project Overview

The project site for the Mill City Quarter development is bounded by 2nd Street to the south, 3rd Avenue to the west, 5th Avenue to the east and the River West high-rise complex and Mill Place building to the north. The site is currently occupied by a large surface parking lot. The proposed project is an urban infill, dense mixed-use development, consistent with the C3A zoning, and the City's RFP goals from 2008. This transit-oriented development will occur in two phases and will provide a primary public access point from the Mill District neighborhood to the Park Board's River Road/Grand Rounds system.

Third-Party owner Mill Place, Inc. owns the rail spur "swoop" of land which divides the two city parcels along a SE to NW axis, leading from Second Street to the 1st Street Bridge. Mill Place ownership has been actively engaged in the four year project planning and the Development Team has reached a Memorandum of Understanding with Mill Place that guides the development of the project to permit a unique pedestrian/bike/river connection through collaboration and easements. Cross easements between Mill Quarter and Mill Place's land permit creation of a Dutch 'Woonerf' where bikes/cars pedestrians and public spaces all co-exist, and speeds are reduced for cars.

Phase 1 of the development will consist of a six-story building that will include 150 rental housing units (100% affordable at 50% and 60% MMI) and up to 14,000 sq ft of destination retail space. This will add a desirable mixture of housing choices that are currently needed and underrepresented in the downtown core. Approximately 230 parking stalls will be provided below and above ground for the development of Phase 1. Access to the parking facility will be from 2nd Street across the Mill Place property. Bicycle parking will be provided to meet a ratio of 1 bike space per dwelling unit.

The building edge connects to the 'woonerf' in such a way that emphasis is placed on the pedestrian experience. We create a pedestrian-friendly, green streetscape connecting to the West River Parkway, while also emphasizing our Third Avenue frontage connection to the Met Council transit network with an integrated bus transit shelter. Because of the cultural and recreational opportunities abundant in the Mill District area along Second Street, we anticipate the entire block will be a destination for and a part of the Park Board designated trail network.

Trees and native perennials and grasses line the Woonerf in a volunteer fashion. This project team is committed to demonstrating a number of best management practices (BMP) for stormwater management and Low-Impact Development (LID). Some of the concepts and techniques being proposed include rainwater harvesting, vegetated walls, pervious paving, pixilated parking and underground detention.

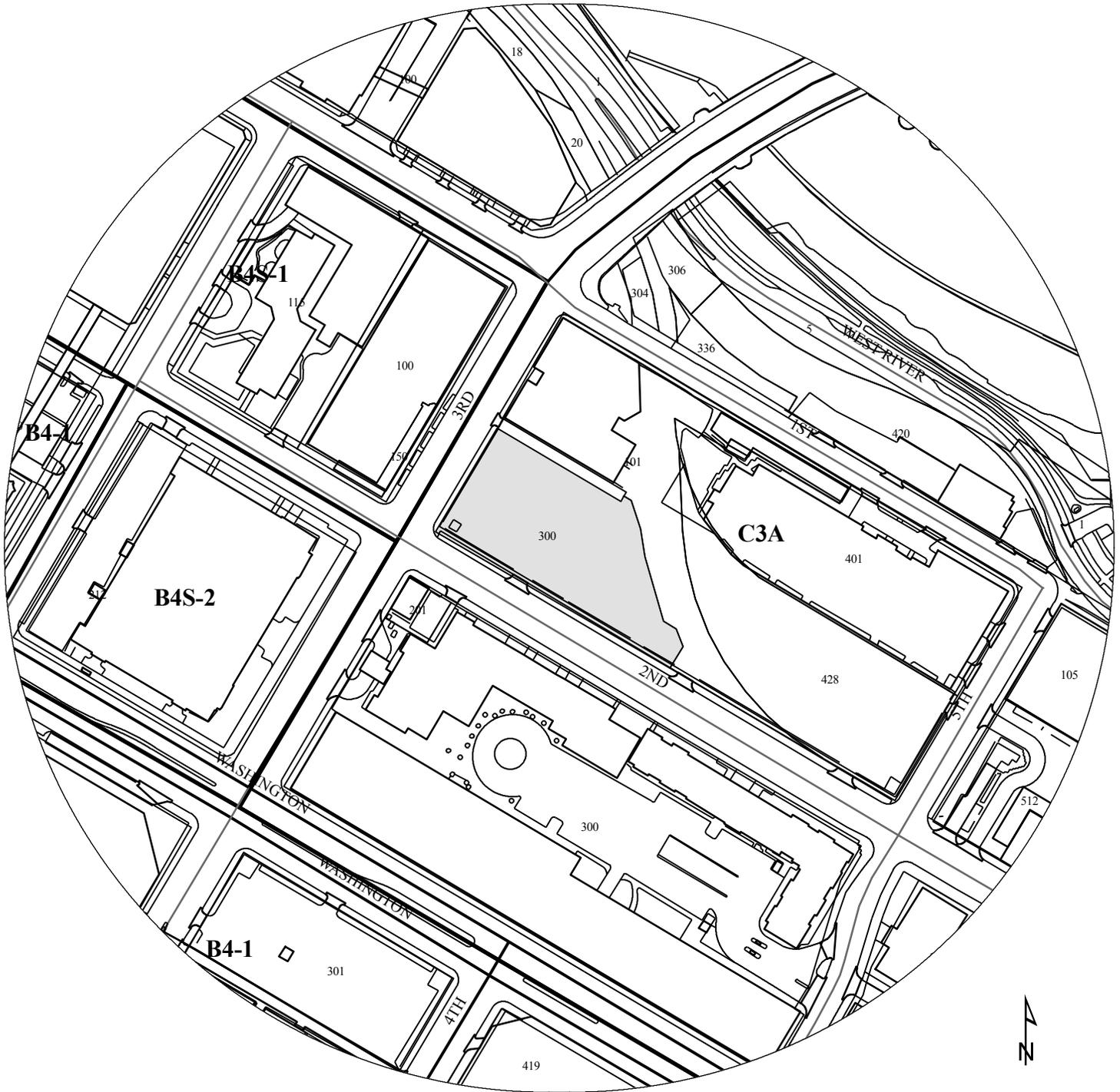
Using historical site photos as inspiration, the site design concept is to use rails, rail replicas, and/or paving materials to abstract the pattern of a rail yard. We envision this "woonerf" concept will be curbless, defining vehicular travel lanes via bollards and changes in paving surface type/color. A woonerf is designed for very slow speeds, (10 mph) similar to those typically found in parking lots. It allows the pedestrian to become the focus of the space and the vehicle is seen as the "visitor".

The historic buildings in the district are typically comprised of larger monolithic structures reflecting a singular purpose and look. The proposed building massing draws from the original long and linear maintenance shed (circa 1912) in essentially the same location and orientation. Along 3rd Avenue, the rhythm and size of buildings vary with narrower facades that are more rhythmic and collectively create an aggregate of buildings. The building is segmented into two masses at this street edge to reflect this building rhythm and scale. The building wall is set back only about one foot from the property line along 3rd Avenue, maintaining the constant historic street edge by aligning with the existing Mill Place building to the north and the placement of other buildings along 3rd Avenue to the south. At the first floor there are recesses provided for the retail entrance and the bus stop. These areas are set back 5'-8" from the primary building wall.

The first floor has a masonry base (cast stone) with punched openings and is capped with a steel channel beam, along 2nd Street and at the north building segment along 3rd Avenue. This base projects out slightly beyond the building façade above, thus carrying the floors above it. It is important to note that the design of this building reflects the structural character of this building with today's technologies much in the same way the historic buildings reflected their structure of brick bearing walls or concrete frames. The new building is constructed of

precast concrete up to the 2nd floor line and then switches to wood frame for 5 floors above, carried by the precast. The facades reflect this change.

Cement board siding is used primarily as an infill panel and in spandrel situations. The siding color is charcoal (and silver in a few key areas). The metal panels are proposed to be a light tan/bronze color with exposed fasteners. Details of projecting canopies and openings reflect a more 'industrial' character compatible to the district. The materials are distributed in an even fashion around the building so that the rear facades appear similar to those that face the streets. Balconies along the primary street facades will be recessed so that the railing is in line with the elevation.



PROPERTY ADDRESS
300 2nd St S

FILE NUMBER
BZZ-6616

LEGAL DESCRIPTION

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

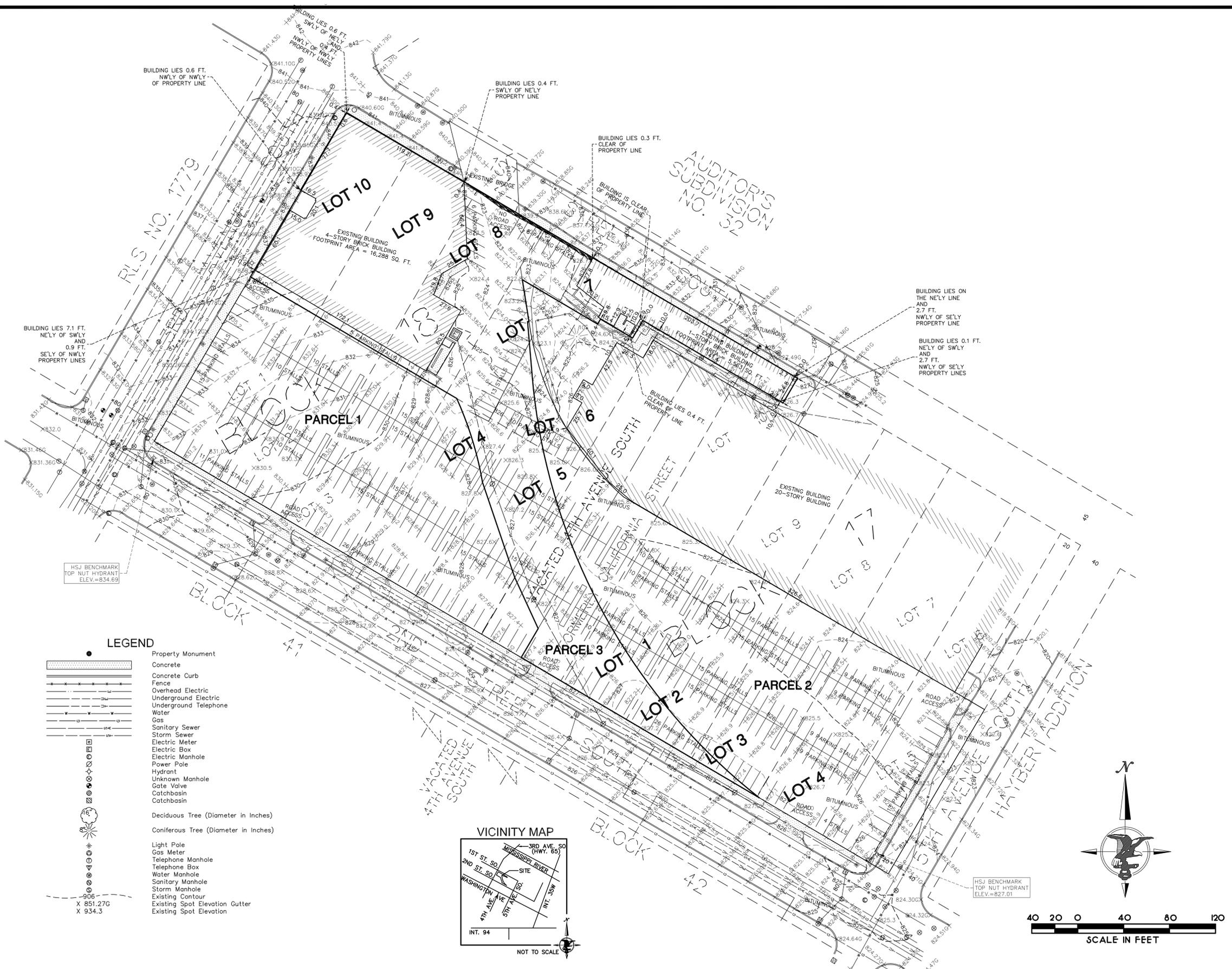
Beginning at the intersection of the southwesterly line of Block 17, said plat, and its northwesterly extension, with the centerline of said vacated 4th Avenue South; thence North 30 degrees 27 minutes 30 seconds East, assumed bearing, along said centerline a distance of 29.13 feet; thence North 24 degrees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

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

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

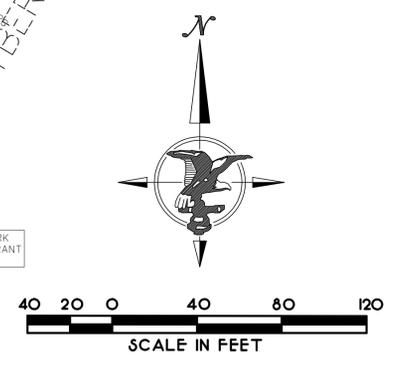
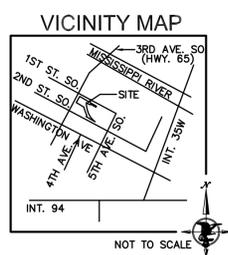
GENERAL NOTES:

- The bearing system used is assumed.
- The location of the underground utilities shown herein, if any, are approximate only. PURSUANT TO MSA 21B0 CONTACT GOPHER STATE ONE CALL AT (612) 454-0002 PRIOR TO ANY EXCAVATION.
- Subject property is identified as being in "Zone X, Other Areas" on Flood Insurance Rate Map No., 27053C035E, effective date September 2, 2004.
- Site area Parcel 3 = 65,297 square feet = 1.499 acres.
 Site area Parcel 1 = 49,782 square feet = 1.143 acres.
 Site area Parcel 2 = 57,100 square feet = 1.311 acres.
- All field measurements matched recorded dimensions within the precision requirements of ALTA/ACSM specifications.
- This survey was made on the ground.
- No current title work was furnished for the preparation of this survey, legal description, recorded or unrecorded easements and encumbrances are subject to revision upon receipt of current title work.
- Elevation datum is based on NAVD 88 data.
 HS-Benchmark is located Top Nut Hydrant (AS SHOWN ON SURVEY)
 Elevation = 834.63



LEGEND

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



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

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

Date: November 12, 2012 Registration No. 23677

Date:	REVISIONS

HARRY S. JOHNSON CO., INC.
LAND SURVEYORS

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

BOUNDARY & TOPOGRAPHICAL SURVEY

For:
 LUPE DEVELOPMENT

SITE:
 MILL PLACE

101 3RD AVENUE SOUTH
 MINNEAPOLIS, MINNESOTA

HENNEPIN COUNTY

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

NOT FOR
CONSTRUCTION

Mill City Quarter

LAND USE
SUBMITTAL

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

BRADY HALVERSON Date

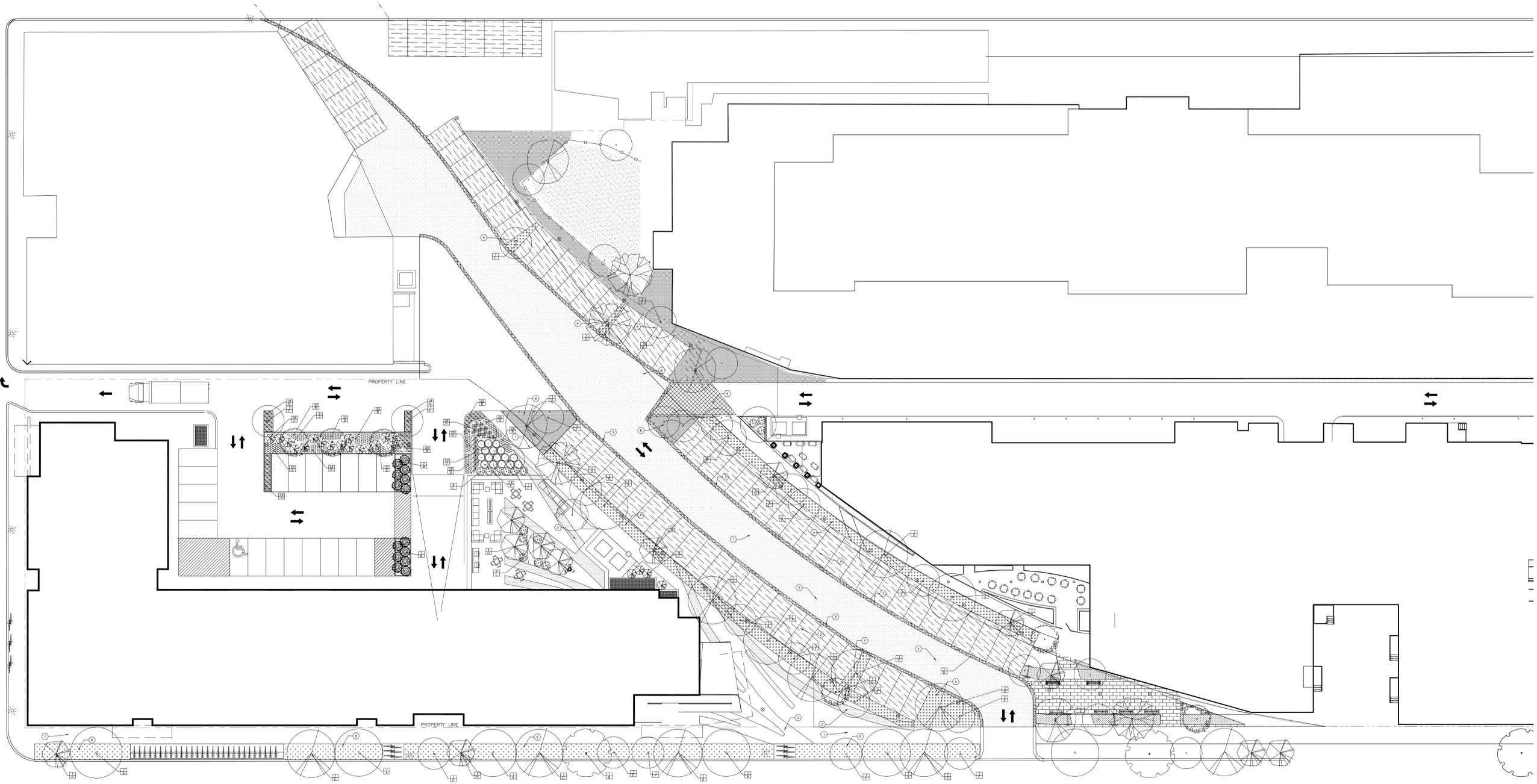
#41727 License Number

REVISIONS	No.	DATE

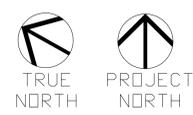
DATE 06-04-14
DRAWN BY BH
CHECKED BY BH
COMMISSION NO. 161507

LANDSCAPE
PLAN

L101



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

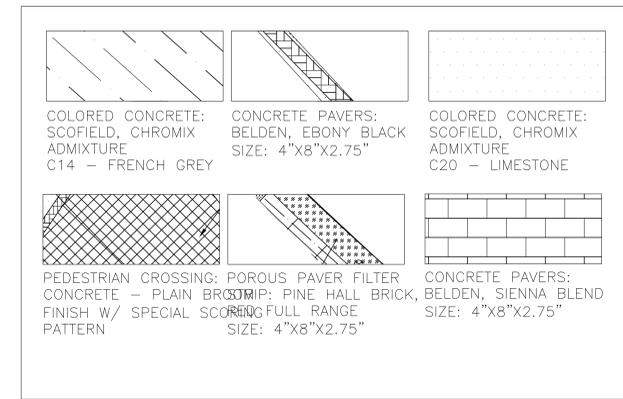


PLANTING SCHEDULE

PROPOSED PLANT SCHEDULE

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

HARDSCAPE SCHEDULE



KEY NOTES

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

NOT FOR
CONSTRUCTION

Mill City Quarter

LAND USE
SUBMITTAL

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

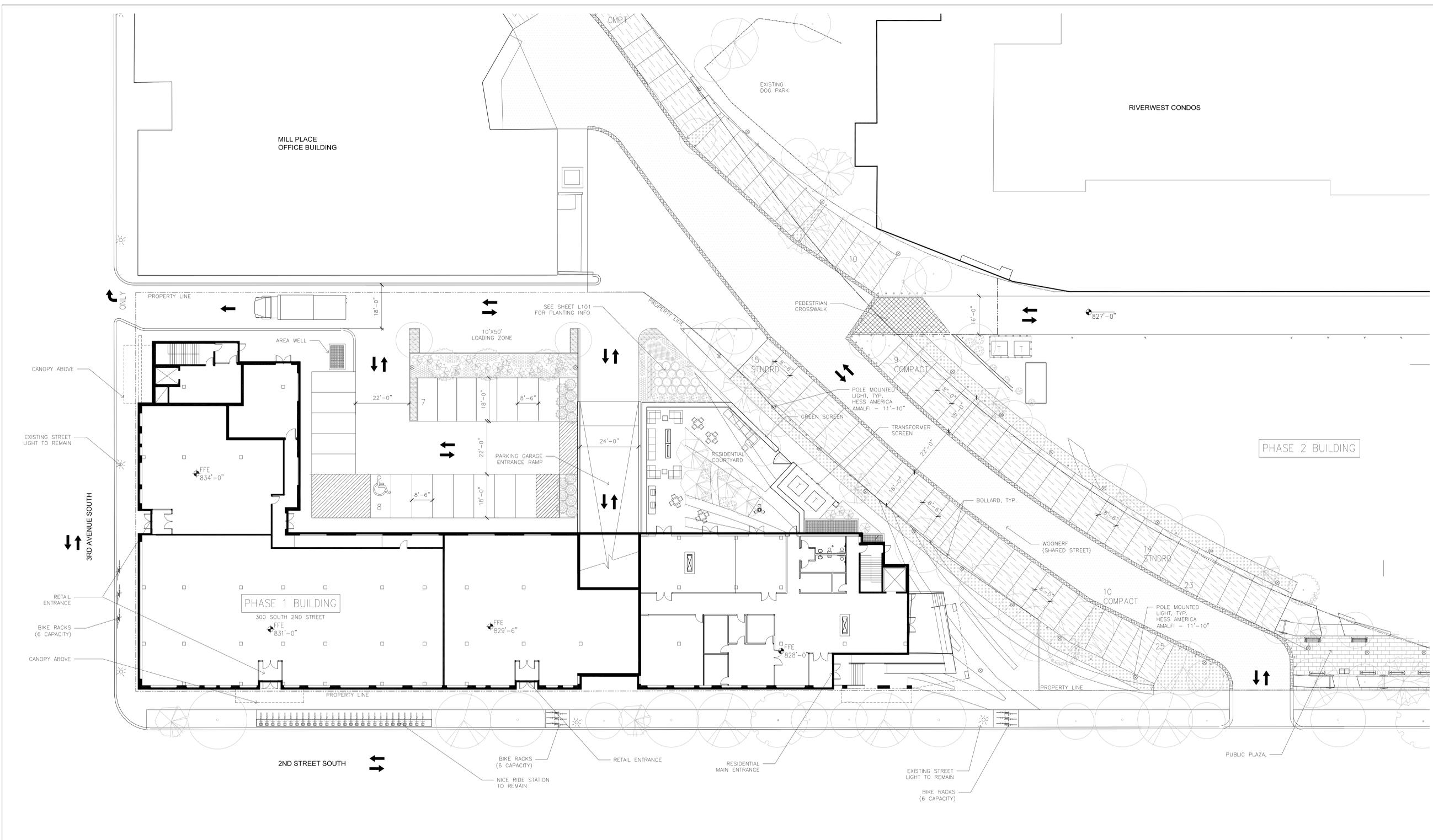
MICHAEL J. KRYCH Date
#XXXXX
License Number

REVISIONS	No.	DATE

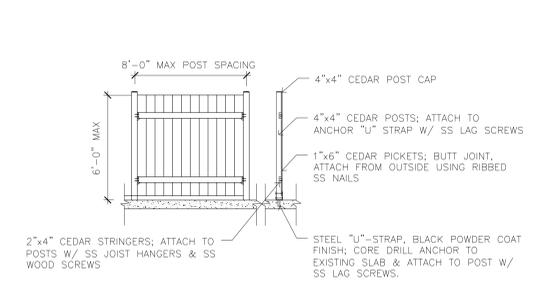
DATE	06-04-14
DRAWN BY	GMC
CHECKED BY	MJK
COMMISSION NO.	161507

SITE PLAN

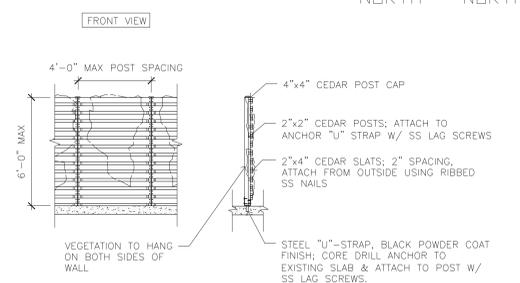
A010



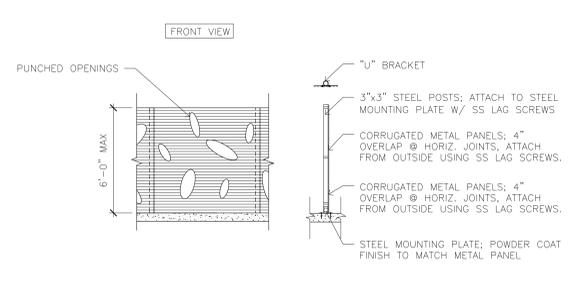
1 SITE PLAN
A010 1/16"=1'-0"



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



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



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

SITE PLAN NOTES:

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

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

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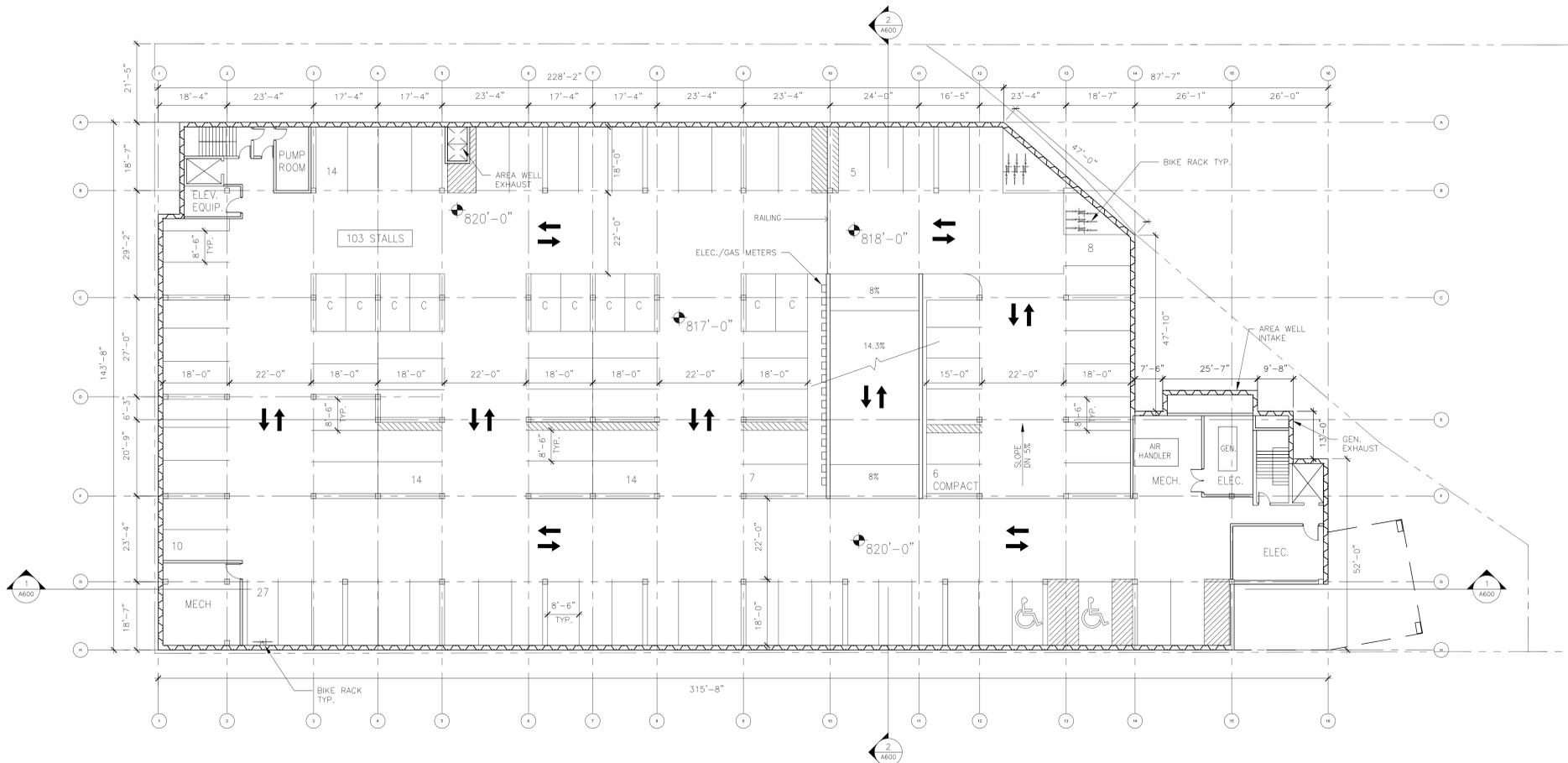
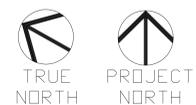
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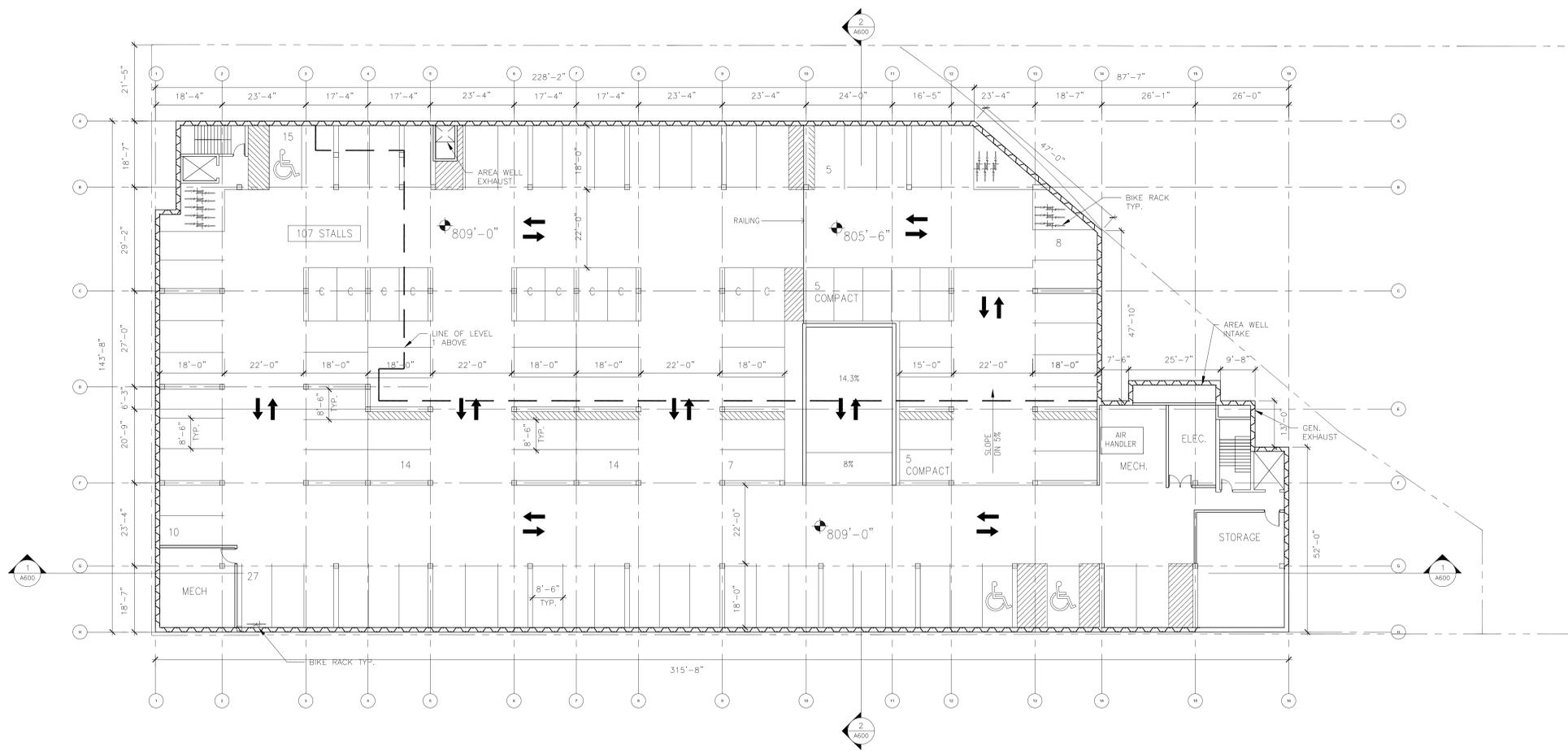
DATE	06-04-14
DRAWN BY	GMC
CHECKED BY	GMC
COMMISSION NO.	161507

PARKING LEVEL
PLANS

A100



1 PARKING LEVEL P1
1/16"=1'-0"



2 PARKING LEVEL P2
1/16"=1'-0"

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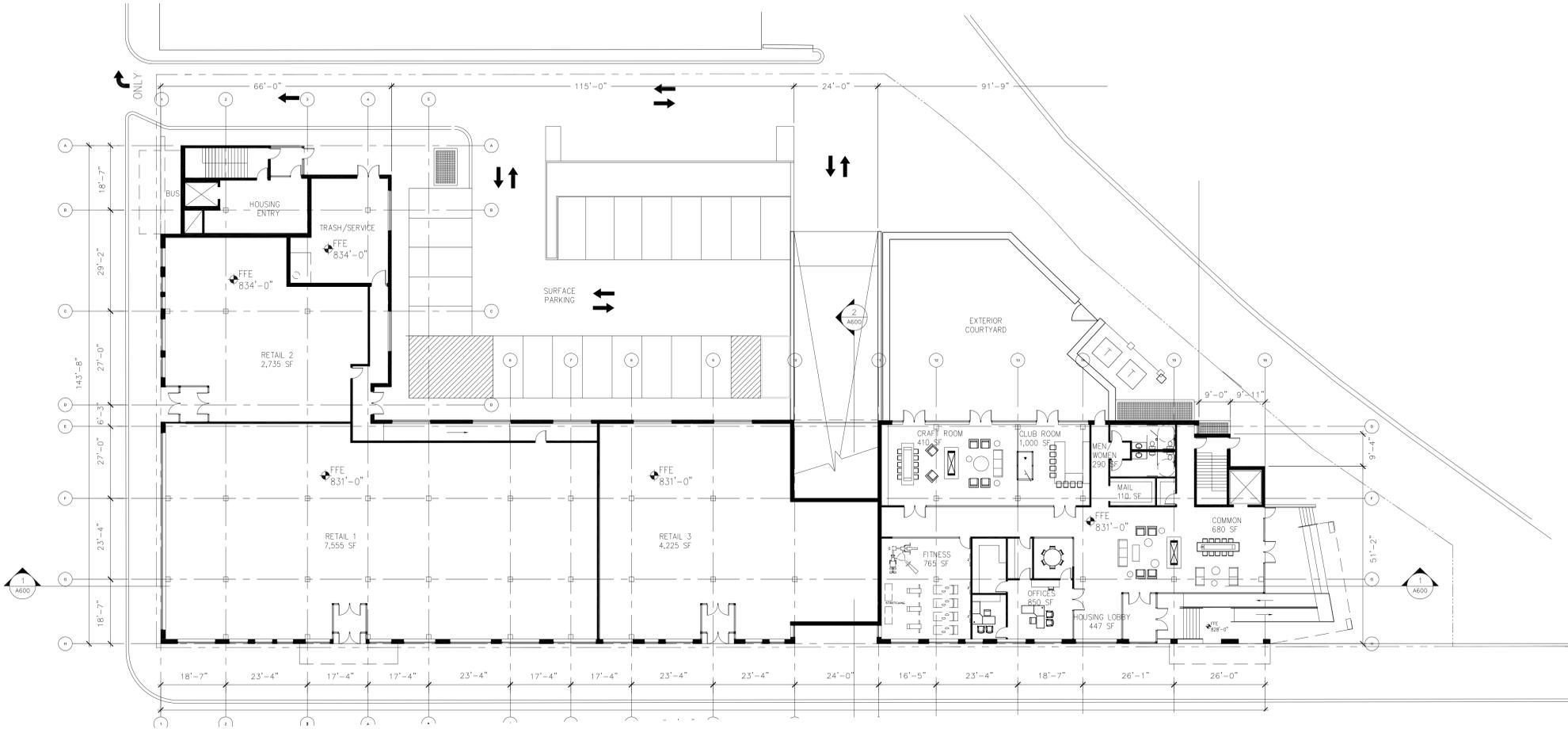
#XXXXX License Number

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COMMISSION NO.	161507

FIRST FLOOR PLAN

A101



1 FIRST FLOOR PLAN
1/16"=1'-0"



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MICHAEL J. KRYCH Date

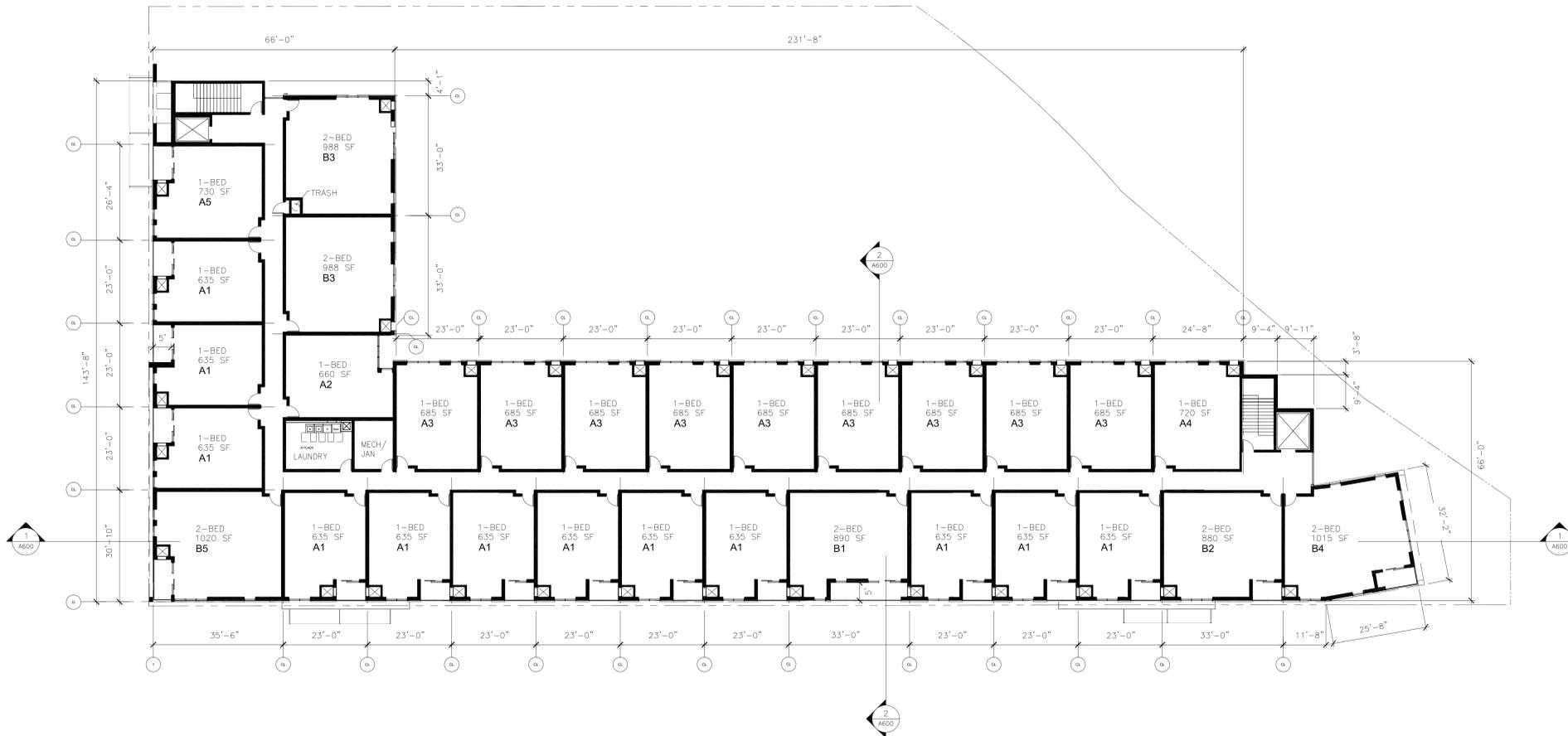
#XXXXX License Number

REVISIONS	No.	DATE

DATE	06-01-14
DRAWN BY	JH
CHECKED BY	GMC
COMMISSION NO.	161507

FLOOR PLANS
2 - 6

A102



1 FLOOR PLANS TWO - SIX
A102 1/16"=1'-0"



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MICHAEL J. KRYCH Date

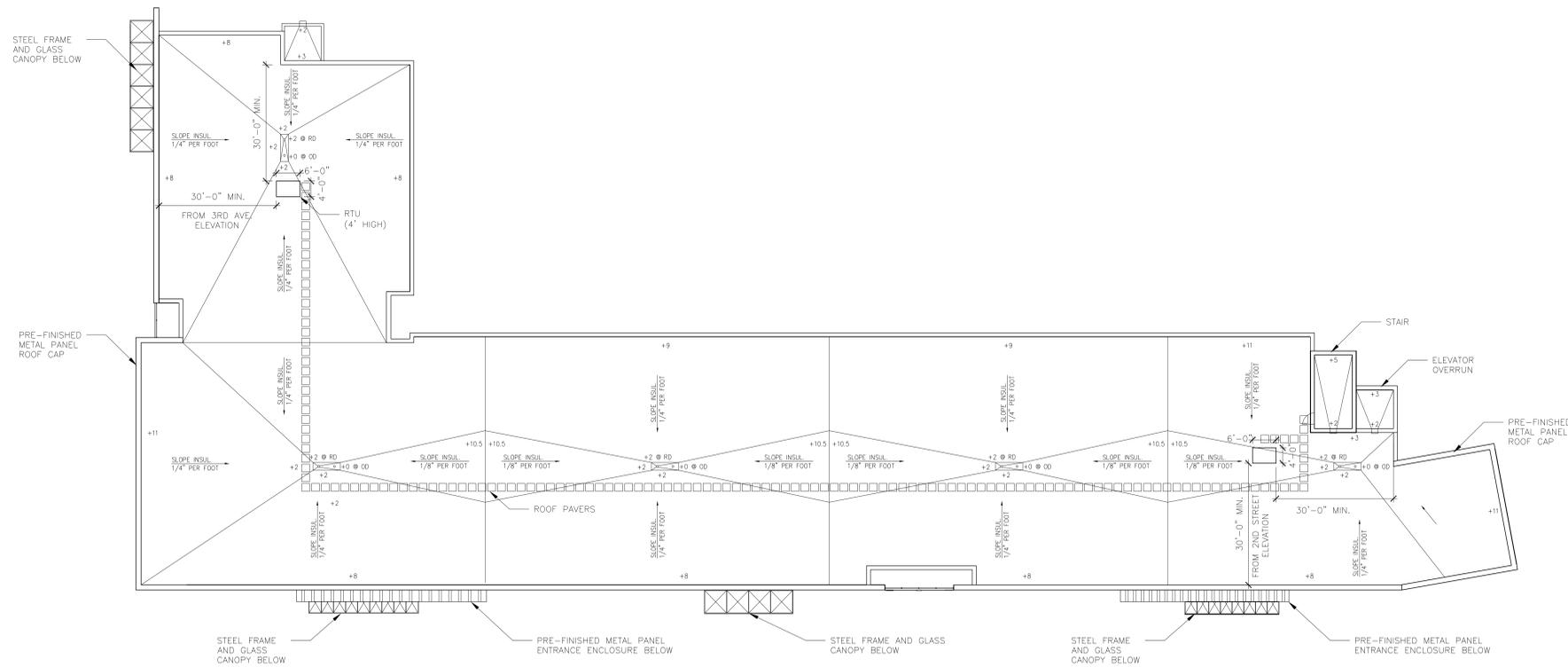
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REVISIONS	No.	DATE

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

ROOF PLAN

A107

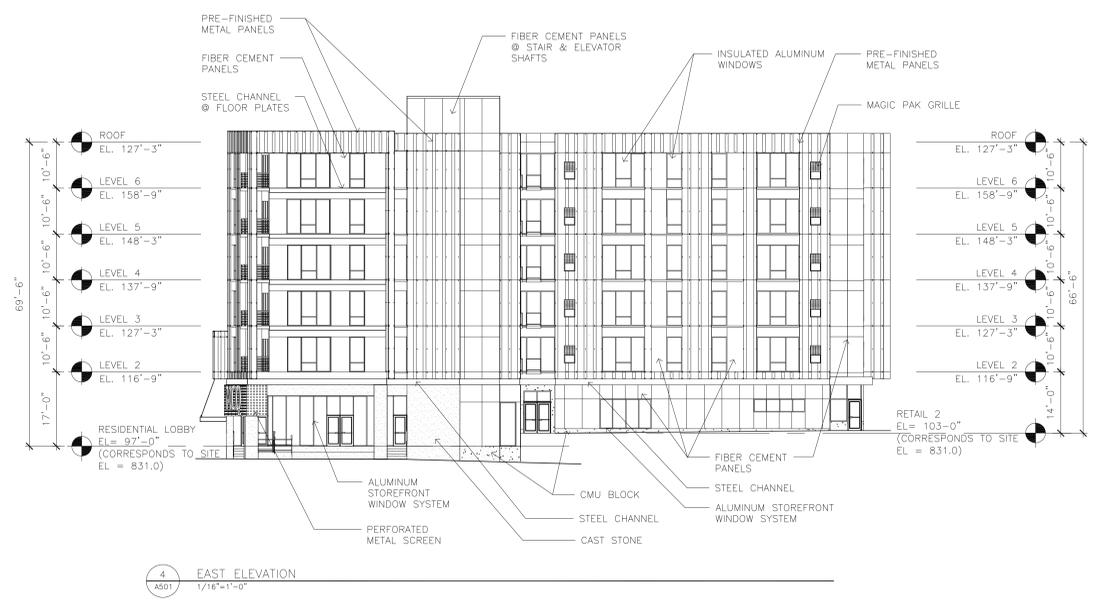
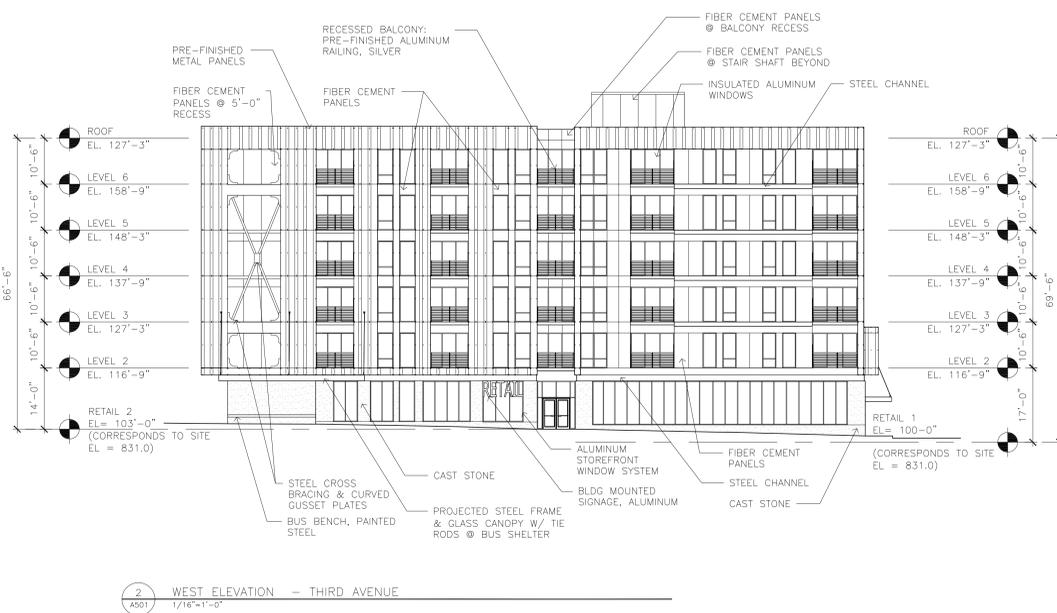
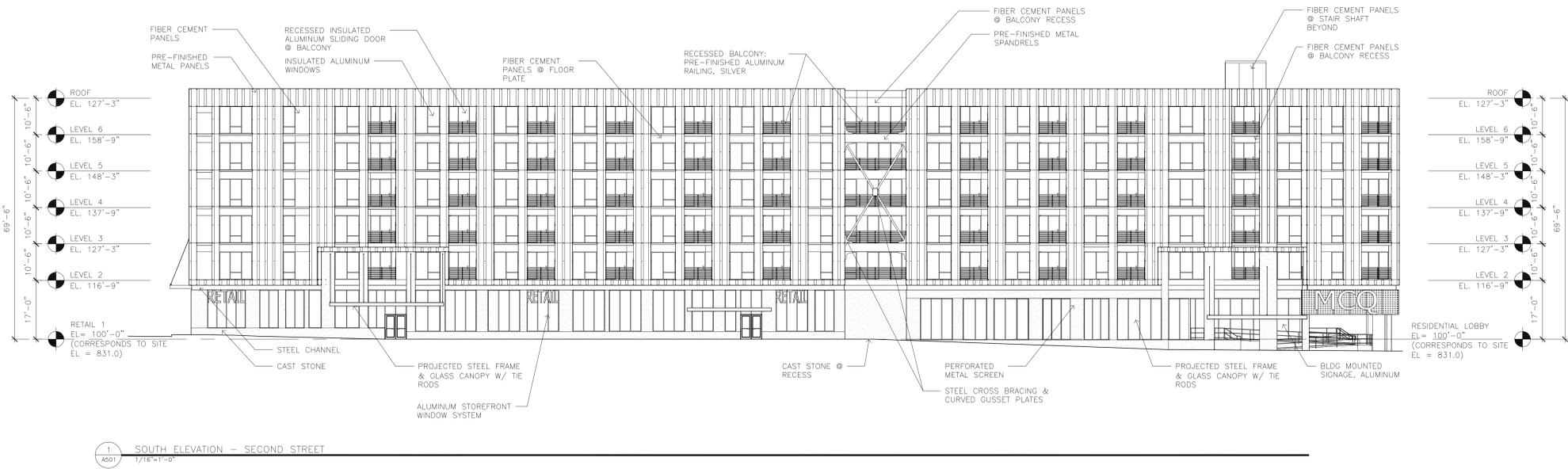


1 ROOF PLAN
A107 1/16"=1'-0"



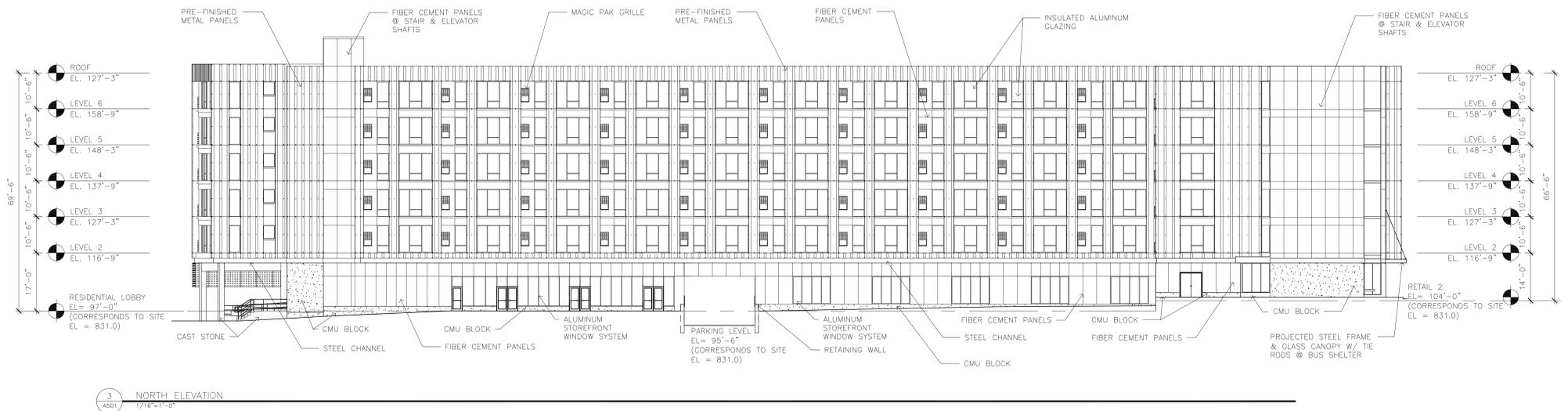
EXTERIOR ELEVATION MATERIAL SUMMARY (%):

ELEVATION	MATERIAL					
	CAST-STONE	CMU BLOCK	FIBER CEMENT	METAL PANEL	GLAZING	MISC. METAL
NORTH	2%	7%	29%	32%	28%	2%
SOUTH	12%	0%	21%	32%	31%	4%
EAST	5%	4%	27%	32%	28%	4%
WEST	5%	0%	25%	26%	39%	5%



2 WEST ELEVATION - THIRD AVENUE
1/16"=1'-0"

4 EAST ELEVATION
1/16"=1'-0"



3 NORTH ELEVATION
1/16"=1'-0"

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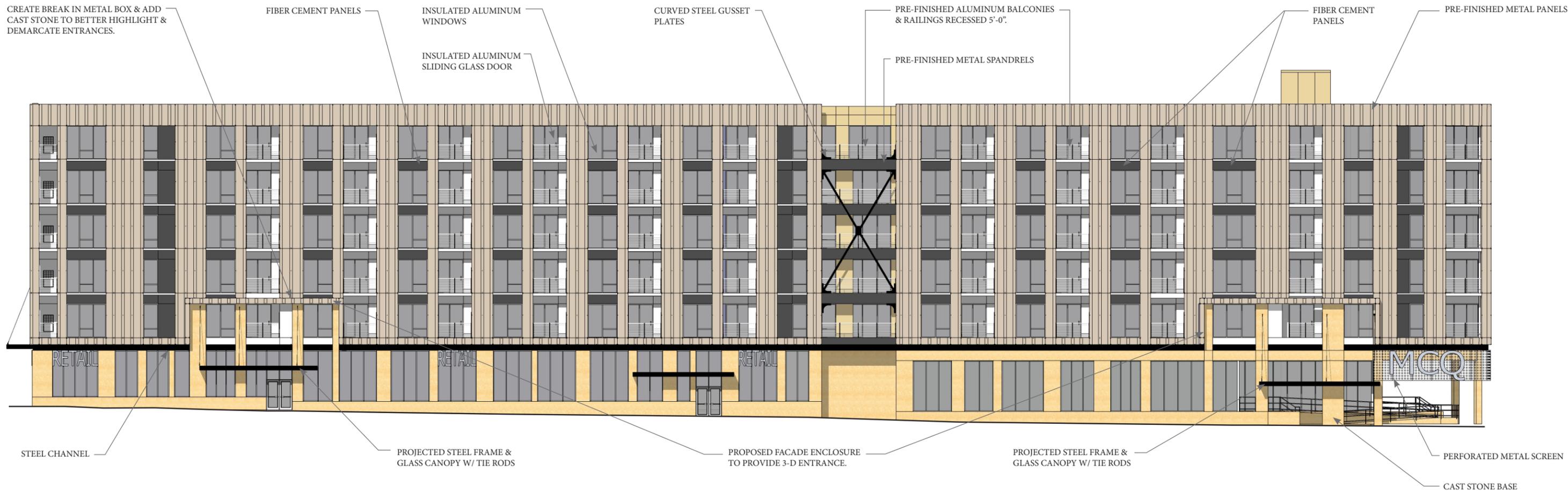
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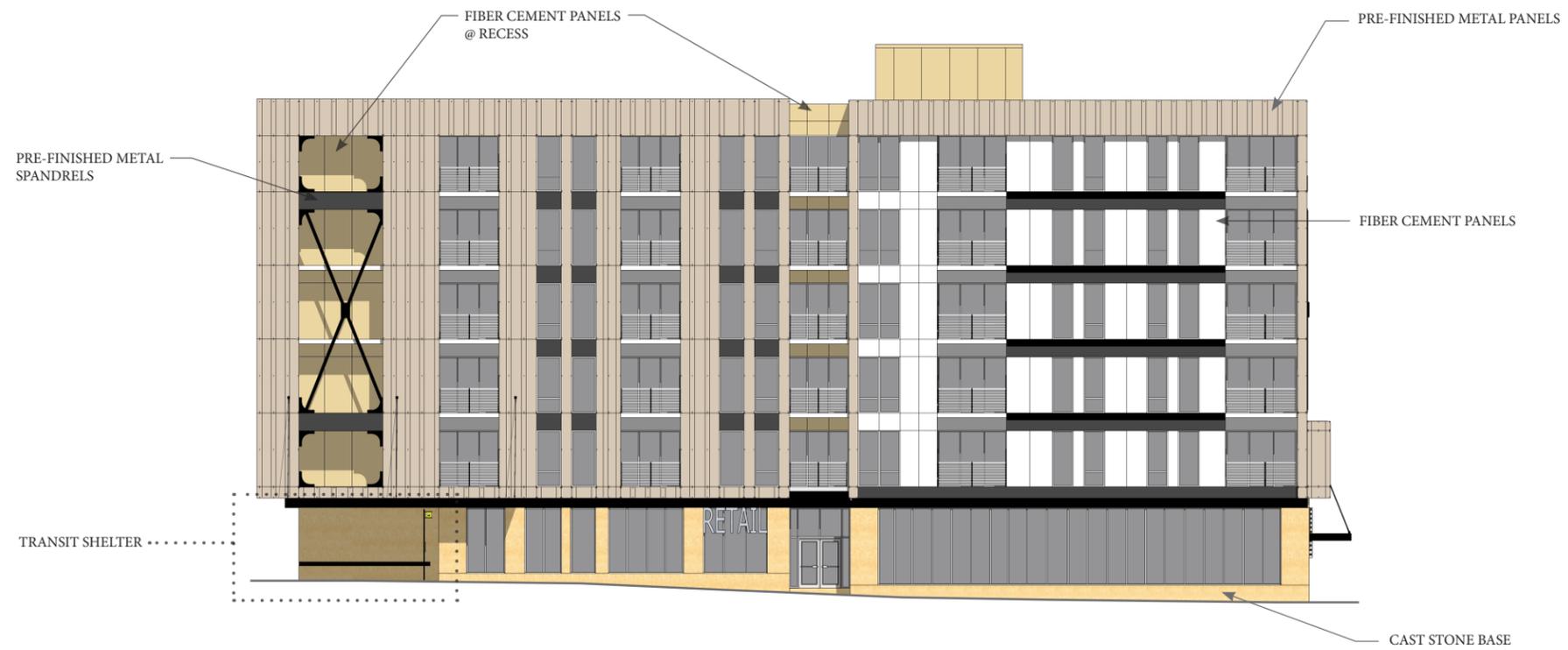
REVISIONS	No.	DATE

DATE 06-04-14
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COMMISSION NO. 161507

EXTERIOR
ELEVATIONS

A501











MILL CITY QUARTER

View Along 2nd Street @ Woonerf Entrance

Eagle Iron Partners
A JOINT VENTURE

BKV
GROUP



MILL CITY QUARTER

View at 2nd Street & 3rd Avenue Intersection

Eagle Iron Partners
A JOINT VENTURE
BKV
GROUP



MILL CITY QUARTER

Aerial View from River West

Eagle Iron Partners
A JOINT VENTURE

BKV
GROUP



Phase 1

Woonerf

Phase 2

Aerial view, looking north



3rd Avenue frontage



2nd Street, looking east



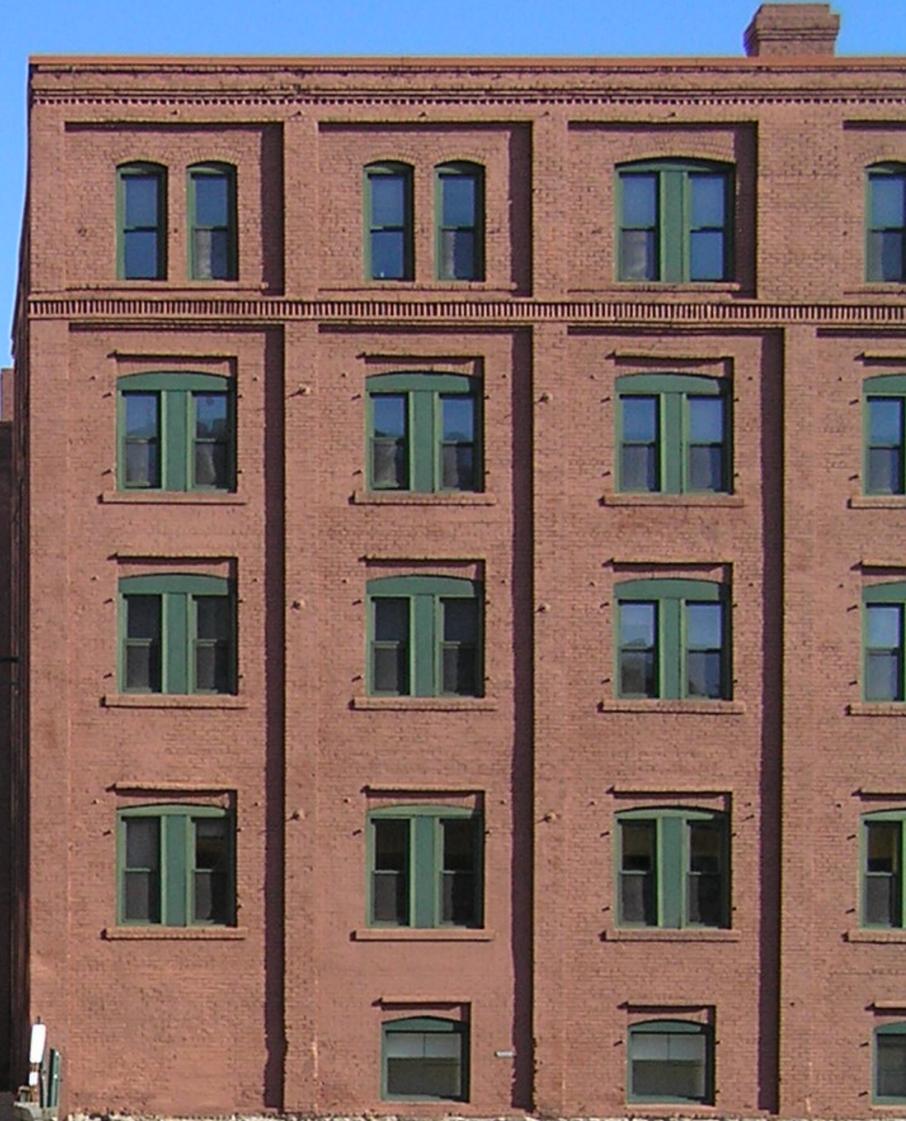
2nd Street and 5th Avenue

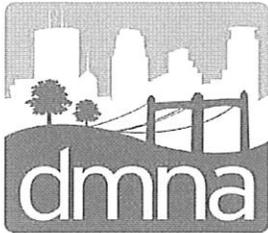


Mid-block view, looking down proposed path of Woonerf



View down service drive,
looking west toward 3rd Ave





**DOWNTOWN
MINNEAPOLIS
NEIGHBORHOOD
ASSOCIATION**

September 12, 2013

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

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

Dear Janelle:

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

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

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

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

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

Sincerely,

Christie Rock
DMNA Neighborhood Coordinator

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

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



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

June 28, 2013

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

Dear Janelle,

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

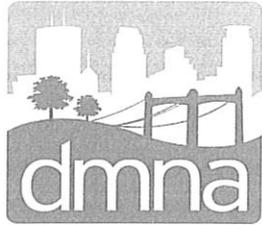
On November 19, 2012 BKV Group and Eagle Iron Partners presented the site plan and HPC certificate of appropriateness to our members and participated in an in-depth question and answer session with community members.

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

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

Sincerely,

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



**DOWNTOWN
MINNEAPOLIS
NEIGHBORHOOD
ASSOCIATION**

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

February 16, 2013

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

Re: Eagle Iron Partners – Mill City Quarter Project - 300 2nd St S & 428 2nd St S

Dear Janelle:

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

The DMNA Board of Directors heard presentations from BKV Group and Eagle Iron Partners on November 13, 2012, January 8, 2013, and February 12, 2013. BKV presented the site plan, the HPC Certificate of Appropriateness application, as well as the variance request to allow Eagle Iron Partners to increase the maximum floor area of retail use from 8,000 to 15,000 square feet.

After meeting with Eagle Iron Partners and BKV Group on several occasions, the DMNA Board passed a motion at its February 12, 2013, board meeting in support of the site plan for the Mill City Quarter project, along with the Certificate of Appropriateness and variance request. The DMNA Board believes this project will be an excellent addition to the Downtown community.

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

Sincerely,

Christie Rock
DMNA Neighborhood Coordinator

Cc: Carrie Flack, City of Minneapolis CPED
Gretchen Camp, BKV Group
Gerry Ewald, DMNA Board Chair
Andy Hauer, DMNA Land Use Committee Chair
Ward 7 Council Member Lisa Goodman