

Report of the Ad Hoc Downtown Development Committee

OCTOBER 15, 2021

COMMITTEE MEMBERS:

Travis Kennedy | Chair
Kimberly Bridgham | Resident
Art Dillon | Resident
Sarah Leighton | Resident
Thomas Madden | Resident
Basha Mohammad | Resident
Kimberly Rand | Resident
Bryan Shumway | Resident
Bruce Zivic | Resident
Rocco Risbara | Developer Representative
Dan Bacon | Developer Representative

LIAISONS:

Thomas Hall | Town Manager
John Cloutier | Town Council Representative
Jonathan Anderson | Town Council Representative

Report of the Ad Hoc Downtown Development Committee

Overview

The Scarborough Town Council appointed a diverse group of residents to an ad hoc committee charged with exploring the potential for a downtown area within The Downs project that would serve the larger community of Scarborough.

Specifically, the Council directed members of this new committee to draw upon their collective skills and expertise to provide guidance on the elements of a community-based downtown to both the Council and to the developers of The Downs (Crossroads Holdings). The Council charge requested that the new committee deliver a schematic design & conceptual layout for the downtown and an estimate of likely costs for desired amenities. Appendix A contains the full Council charge to the Committee.

The need for the guidance was established in a credit enhancement agreement between the Town and Crossroads Holdings, which was negotiated at the outset of the creation of Scarborough's Downtown Tax Increment Financing District in 2018.

Known as the Ad-Hoc Downtown Development Committee, this nine-member Committee, along with two representatives from Crossroads Holdings, the developer for The Downs, and two Town Council liaisons met from January through September 2021 in public meetings. Through this report, the Committee outlines a foundation for decision making around potential investments and continued partnerships for both the Town and Crossroads Holdings regarding a Downtown area within the Downs.

The Committee Process and Public Participation

The Committee met every two weeks either totally by Zoom or in a hybrid fashion. The zoom meetings were published on the Town's website so that the public could view or comment during the meetings. Hybrid meetings offered the public an option to be in the room with the committee or view on Zoom. The meeting videos are archived on the Town's website for viewing at

<https://www.scarboroughmaine.org/government/boards-and-committees/ad-hoc-downtown-development-committee/>

The Committee's documentation of their process, including meeting summaries, presentations and subcommittee reports is also available on the Town's website at the above link. Meeting summaries are included in Appendix K.

In addition to their in-person meeting process, the Committee also reviewed public comments pertinent to Scarborough's downtown from the Comprehensive Plan's public process. Comments on the downtown came

In this initial presentation Crossroads Holdings identified the following areas as potential topics for collaboration between the Town and the developer:

- Public space design, programming, and amenities
- Main Street design, amenities, and operational elements
- Parking design, regulations, and allowances
- Civic buildings and destinations
- Re-use of the Grandstand
- Marketing, recruitment, and advocacy
- General brainstorming on ideas for the downtown.

The Committee also heard from Town staff regarding “A Downtown for Scarborough”, a report adopted by the Council as part of the formation of the Downtown Tax Increment Financing District (TIF). This TIF district was established by the Town in 2018 and includes The Downs, the municipal campus, a section of Route 1 and a section of Oak Hill encompassing the primary business areas. This TIF District provided the town with the authority to enter into a Credit Enhancement Agreement with Crossroads to fund a portion of the major infrastructure required to serve the project. This agreement also outlined the need for a Downtown Committee to plan that section of the project in collaboration with Crossroads Holdings.

This presentation (Appendix C) provided a brief orientation to the Downtown TIF and the associated planning document “A Downtown for Scarborough.” The Downtown Plan focused on transportation, walkability and connectivity within the broader TIF District.

This presentation also identified some of the key elements of a vibrant downtown:

- Pedestrian and bicycle friendly
- Mix of uses - including residential
- Quality outdoor spaces
- Municipal and economic anchors
- Culture and Entertainment
- Public/Private Partnerships
- Well-defined and branded elements
- Historic resources preserved
- Clean and safe

What Is a Town Center?

A town center is an enduring, walkable, and integrated open-air, multiuse development that is organized around a clearly identifiable and energized public realm where citizens can gather and strengthen their community bonds. It is anchored by retail, dining, and leisure uses, as well as by vertical or horizontal residential uses. At least one other type of development is included in a town center, such as office, hospitality, civic, and cultural uses. Over time, a town center should evolve into the densest, most compact, and most diverse part of a community, with strong connections to its surroundings.

Source: Principles for Developing Successful Town Centers, Urban Land Institute

The presentation also identified the public focused amenities that could be part of a contemporary downtown for The Downs:

- Town Commons
- Main street for shopping, dining, entertainment, jobs, and residences
- Repurposed Grandstand as a landmark building
- Public Recreation
- Civic Space
- Walkable
- Designed to complement Oak Hill, not replace it.

Committee Research

With these two foundational presentations in mind, the Committee focused their efforts on researching and assessing examples of relevant developments in other parts of the country. The Committee performed this work in a series of subcommittees, which met independently of the larger committee, but provided reports on their deliberations and recommendations.

The Committee wanted to understand what makes a downtown successful. They also looked at the potential for an adaptive reuse of the Grandstand as an anchor for the Downtown. Two subcommittees were formed to look at these two issues.

Modeling Subcommittee

A Modeling Subcommittee developed an extensive report regarding other contemporary developments, including Mashpee Commons and Assembly Row in Massachusetts, Blue Back Square in Connecticut, and downtown Boulder in Colorado. This subcommittee evaluated use mixes, physical design and marketing materials. In some cases, they were able to talk with project participants to glean important insights about the projects. They also reviewed selected academic and professional literature about what design and programming elements contribute to successful downtowns.

This subcommittee found that successful places were more than a collection of bricks and mortar. "They are thoughtfully laid out, carefully programmed, inviting, connected and thoughtfully activated spaces that generate public interest and curiosity." A summary of their research found that:

- Making the effort to design and build a great space is not enough to create a successful downtown; you must also dedicate the thought and long-term resources to manage, program and adapt the space for it to succeed.
- Details like parking, bathrooms, waste management, and maintenance responsibility matter - a lot!
- Places with mixes of uses tend to thrive.
- Eliminating barriers to use and barriers to access is important.

- Places evolve and need a feedback mechanism to reflect the needs and desires of prospective users.
- Buffers for growth can help the area evolve organically.

The subcommittee also identified key common points between all the locations that they researched:



The existing Grandstand at Scarborough Downs was constructed in the 1950's.

- The commercial mix leans heavily to retail and dining.
- Food and Drink - Some chains, but mostly local including ethnic and thematic restaurants representative of regional tastes.
- Grocery - All locations either had or were adjacent to a grocery option.
- Retail - mostly local niche but anchors are important. Examples included: LL Bean, Pottery Barn, William Sonoma, Adidas.
- Services such as nails, hair, UPS, law offices, and co-working space were present but less frequent.
- All locations contained or were adjacent to municipal facilities such as City Hall, a public library, or police station.
- Churches were only present at 2 locations; hotels were present or nearby.
- Entertainment was present to extend life past 5 pm.
- All have their own website and a management group.
- All locations host events to attract visitors.
- All locations have a center point or featured intersection that contains architectural features and functions as a meeting place symbolic of the area
- Transportation and walkability were features of all downtowns. Sensory experiences are present throughout.

The full Modeling Subcommittee report can be found in Appendix E.

Grandstand Subcommittee

Another subcommittee reviewed the merits of the existing Grandstand as part of the Downtown within The Downs. The Grandstand was built as part of the original transformation of the property into the Scarborough Downs Racetrack back in the 1950's. According to the history of the racetrack one thousand tons of steel and 2 million feet of Maine lumber were used to build the Grandstand, barn, paddock and other buildings.

The committee found that the Grandstand does provide a tangible connection to the past for some Scarborough residents. The use of the land as a harness racing venue made this land a regional attraction while engaging and employing families from throughout Maine.

The subcommittee also recognized that this icon of the past, and its tie-in to the present-day name of the development, make it natural to want to retain the structure, if possible, for future use. Further the subcommittee found that:

"The existence of the Grandstand provides the opportunity to introduce an authentic structure that is rooted in a different time-period. This authentically roots the site to the past, adds visual interest and diversity to the development and helps to create a more authentic downtown experience for residents, visitors, and tenants of the new Downtown district. This authenticity has the potential to add to the value and long-term success of the district."

In recommending the retention of the structure, subcommittee members were "captivated by the aspirational examples of buildings we saw elsewhere that had similar form. Common features of these buildings, that were present in our visioning of the future of the Grandstand building, included large expanses of glass, large open indoor spaces, high visual connection between indoors and outdoors, retention of large structural elements of the old building in a semi-finished manner and ease of passage between the interior of the structure and the exterior of the structure."

The subcommittee concluded that the Grandstand is one of "few pieces of architectural iconography that remains at the Scarborough Downs site. With a careful, well-planned renovation, it can become the crown jewel of the downtown development, can connect the future of Scarborough with its past and can provide an element of authenticity to anchor the new development that will surround it."

The subcommittee went on to explore the potential of public uses within the Grandstand. Members did a fairly intensive study on the potential to use the structure as a new site for the Scarborough Public Library. Two things became clear from this study: 1) while several factors made this an ideal location for a new public library, there were many factors important to the end-user that the Grandstand did not address; 2) just because a public library COULD work well in this structure did not mean that the structure was the best place for the library, or that the library was the best use of the structure - it was feasible but not necessarily optimal.

The Grandstand subcommittee also recognized the importance of having multiple uses within the building, recognizing the importance of market forces, user interests and tenant needs. Careful thought was also given to the public versus private uses for the structure. Given the stature of the Grandstand and its iconic placement within the Downtown, there was reasonable consideration given for it to take on a public or civic usage in order to provide stability, reliability, longevity and access to the space. However, public and civic usage would require public funding and support and absent a compelling civic use there is a concern for the long-term viability of adequate public funding to maintain the space. Ultimately, the subcommittee concluded that they would remain agnostic regarding the public vs. private ownership and programming of the space, however, members

expressed a strong value for the space to be broadly accessible to the entire community. For this high-energy, heartbeat structure to turn into an exclusive private space would feel like a loss to the community.

The full report of the Grandstand Subcommittee can be found in Appendix F.

Key Elements of Scarborough's Future Downtown

With a solid foundation of research on the existing development, the Grandstand and on elements of successful town centers, the full committee identified key elements that could make The Downs' Downtown authentic and successful.

A summary of these elements is presented below, while the full detail of their list is included in Appendix G.

- **Authenticity**
The Committee acknowledged that Scarborough's identity as a coastal New England town is more complex than other areas of Maine. The Town is where urban meets rural. Scarborough is known for its great and diverse neighborhoods, but it's challenging to identify a central theme to unite all of Scarborough. But all agree that the Downtown needs to be a multi-purpose gathering space that provides an opportunity for people to meet for coffee, get take-out, have a beer, play frisbee, have a picnic or walk their dogs. The area also needs to be year-round.
- **Signage and Streetscape**
Cohesive signage and street furniture is important. The signage, lighting and street furniture allow people to know they have arrived in a destination with a clear identity. Such amenities also contribute to a feeling of safety. The "branding" of the area needs to relate to Scarborough, not just The Downs. The Committee strongly feels that the Downtown needs to feel like Scarborough's downtown, not just the downtown for The Downs. Walkable areas within the Downtown and surrounding areas need to engage the guests through lights, sounds, architecture and interaction between the shopping, entertaining and dining spaces. Maps and community art can help solidify the identity that street signage, street furniture and lighting provide.
- **Gathering Spaces**
Public spaces need to be intensely used. The village green space within the Downtown is not intended as a park. The space needs to be a "collision point" for people with multiple activities. There will be many reasons for being in the Downtown; the public spaces can be where neighbors run into neighbors. Visitors need to be encouraged to get out of their cars. Scarborough should have a mix of attractions for both children and adults. Sidewalk and outdoor dining should be considered for all seasons.

- **Transportation**

Walkability needs to be a key element of Scarborough's downtown. Further, there needs to be connections to other areas of the larger definition of Downtown which includes the Municipal Campus and Oak Hill. While the connectivity is important, there needs to be other paths than walking along Route One since it does not feel safe for walking. A connection to Sawgrass needs to be explored for pedestrians and cyclists. Other transportation elements including transit, bicycles, and perhaps shuttles should be examined.

- **Themes**

Several potential themes emerged through the committee's discussion. Sustainability and Maine-made products were just some of the ideas that were discussed. In addition, the role of art should play a significant role in creating identity for the Downtown. Community art can reflect Scarborough's history, it can engage the senses, and it can involve the community by focusing on local art and artists. Art can also establish iconic places to take photographs for visitors. This type of photography works to extend the brand and notoriety of the Downtown.

- **Measures of Success**

The Committee identified several measures of success. They described the successful downtown as a place that:

- Is enjoyed locally
- Is safe
- Is home to activities and businesses that interest a wide variety of people
- Provides an opportunity to take an iconic picture in all four seasons
- Piques the curiosity of visitors and locals.
- Provides activities day and evening
 - Inspires businesses to stay put since they are successful
- Identifies milestones in a phased approach to attract people to the area, as the Downtown builds out
- Uses the Grandstand for community events
- Is flexible and responds to the needs of the community with public feedback loops
- Attracts people year-round
- Understands that occasional congestion and parking problems are a sign of success
- Creates a place that inspires pride in Scarborough residents.
- Creates an area that puts Scarborough "on the map" rather than being a suburb of Portland

The Conceptual Plan

Crossroads Holdings hired the Boston-based architecture, preservation and planning firm of Goody Clancy to bring the Committee's concepts to life in a conceptual plan for the Downtown. This planning firm is known nationally as a leader in preserving and redefining the built environment and in creating sustainable communities.

Using the feedback from the committee to date, Goody Clancy presented a draft concept on June 22, 2021, using the Grandstand as the location for the workshop. The presentation, included as Appendix H, identified the following characteristics of a Downtown Vision based on the Committee's input:

Vision Themes:

- A central spot
- A local marketplace
- Portland ... but not Portland
- A unique feature
- Outdoor recreation
- Indoor public space
- A downtown for all ages

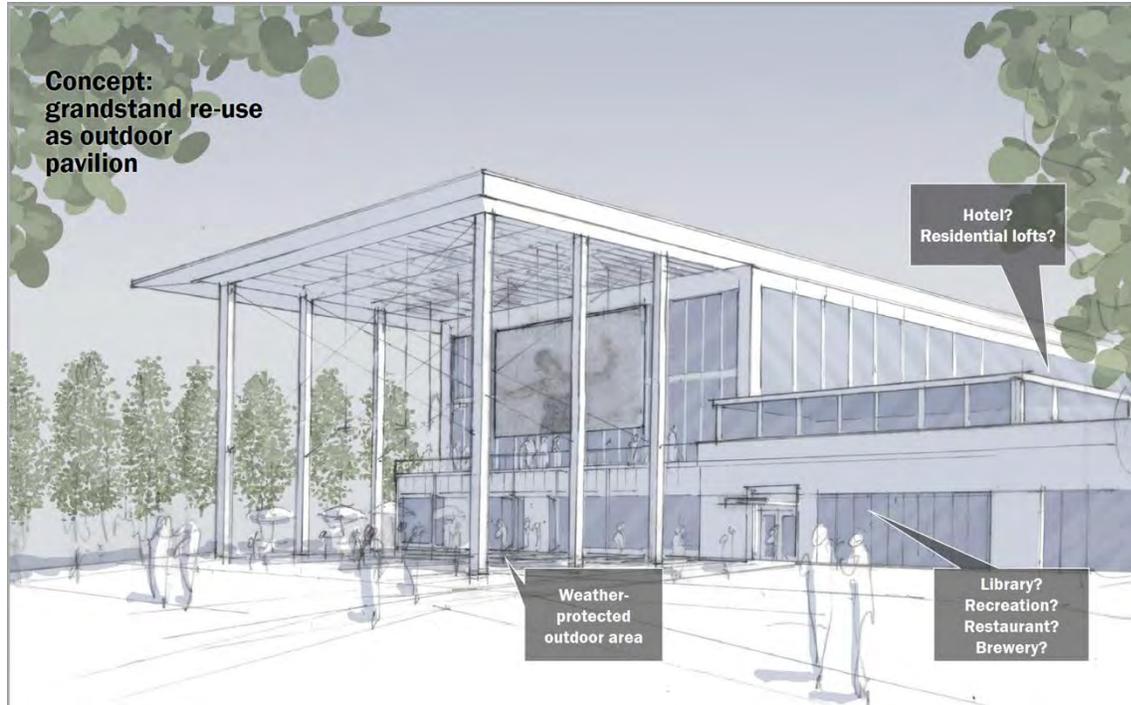
The Concept Plan for Downtown Area in The Downs



The plan also introduced a concept for the Grandstand as an outdoor pavilion. The plan envisioned using a corner of the Grandstand as opposed to the full front of the building. This focus on a section of the building helps reduce the scale of the Grandstand so that it does not overpower the village green space or surrounding architecture.

It also has more of a connection to the outdoor space than was originally conceived. The interaction between the Grandstand and the village green is much more dynamic in this concept.

Another major aspect of this plan is a representation of a smaller village green space, perhaps an acre in size. As part of the presentation, the consultants explained that the village green space needs to be easily crossed by pedestrians from one side to another. This scale promotes the casual "collisions" of visitors and residents to the center that the Committee identified in their vision. A larger village green space would reduce the connectivity between all sides of the Downtown.



The plan also includes a grocery store as an anchor tenant which is consistent with the modeling subcommittee's assessment of other successful projects.

Lastly, during the workshop the consultants and developers raised the need to concentrate residential units within walking distance of the Downtown.

Committee Response and Feedback

Following the presentation by the consultant on June 22, the Committee met to discuss reactions and potential feedback during their next meeting.

The Committee found that the consultants generally represented their articulated vision of the Downtown and included many of the elements outlined by the modeling subcommittee for successful projects. The grocery store location at the base of the Downtown was discussed as a draw to the community. It also offered parking that could easily be used for visiting other Downtown merchants.

They discussed in detail the shape and size of the proposed Village green space on the concept plan. The committee and consultant looked at other spaces in Maine, such as Bar Harbor and Lincoln Park at the Courthouse in Portland. They explored their comfort level with the size of the green space and concluded that the one-acre size made sense, as proposed in the concept plan. The village green needs to provide a space where people can see each other across the space. The Committee wanted to make the distinction that this green space is NOT a park. It has a different purpose. Memorial Park is large and can host many types of municipal activities. This space is not intended to compete with Memorial Park.

The approach to the Grandstand was another focus of Committee discussion. The reorienting of the Downtown to the southside of the Grandstand made sense to the members. The repurposing of the Grandstand to connect the village green to a side/corner addressed the one remaining aspect of concern to a few committee members, which was that the full width of the Grandstand would overwhelm the other downtown buildings. This reorientation and use of the Grandstand as an outdoor pavilion create a better connection to the village green and provides a better scale for the rest of the downtown. The Committee also acknowledged that the Grandstand is private property and that the repurposing of the Grandstand depends on the financial feasibility of the project from the Developers perspective. Crossroads Holdings will need to assess the cost of adapting the Grandstand to determine its ultimate reuse.

The Committee was concerned about the location of the village green in the intersection of two major roads. The concern is that speed on these two roads will need to be controlled through traffic calming and other measures. The consultants pointed out that the speed will naturally be slowed down by the green space itself. Committee members believed strongly that this issue should be looked at in greater detail as the master plan is refined by the consultants.

With regard to the residential development in the Downtown, the committee appreciated the general concept that housing units within walking distance to the downtown is a potential strategy that could attract and retain retailers, restaurants and personal services. The Committee also identified and flagged the potential for increased impacts on the Town's infrastructure and services from a faster rate of growth.

Crossroads Holdings clarified for the Committee that the increase in units within walking distance to the Downtown, consists of two elements. First, the overall number of units proposed during the original project presentations to the Town in 2018 do not change. The number of total units proposed for the buildout of The Downs is just under 2,000 units. Second, Crossroads Holdings identified the need to have a concentrated level of housing in the downtown area proceed sooner than originally projected. According to Crossroads Holdings, the housing is a key component of their ability to market the Downtown to both local and regional prospective tenants.

Additional information regarding the amount of housing needed to be useful for attracting downtown tenants was provided to the Committee in a presentation by Camoin & Associates, a local marketing firm. A summary of this presentation is available in Appendix I.

Lastly, the concept illustration of the Downtown as presented on June 22 relied primarily on the existing zoning. That zoning was determined to be a good fit to execute the broader concepts of the Downtown, including housing within walking distance. As the Downtown develops, refinement in some standards may be proposed by The Downs.

Committee Findings

With a concept plan completed, the Committee deliberated on a series of consensus statements as well as some unanimous voting regarding the future Downtown. These statements are based on the totality of their experience on the committee including presentations from the Crossroads Holdings, Town staff, subcommittee research, consultant recommendations, and public comments from the Comprehensive Plan. Each Committee member also drew upon their own vision for a future Downtown.

The Committee believes that their work is the first step in an ongoing collaborative relationship between the Town Council, Crossroads Holdings and the community of Scarborough. While the Committee answered many questions regarding the vision of the Downtown area within The Downs and its connections to the balance of the Downtown area within the designated Downtown district, there will be many more questions to answer as the project proceeds.

Questions regarding financial investments were not part of the Committee's findings. Additional costs assessments will be needed to develop a list of investments. However, future questions regarding investments can benefit from this Committee's research on the elements that make a vibrant Downtown and the distillation of these elements for Scarborough's Downtown.

The Committee's work could not have been completed without the collaboration of both Crossroads Holdings and the Town. Continued communication and collaboration between the Town and Crossroads Holdings are critical to achieving a Downtown that is successful in the marketplace and attractive to the residents of Scarborough.

With these general conditions outlined, the following findings represent a consensus of the Committee on the future of Scarborough's Downtown.

- 1) The Downtown area within The Downs should be one that serves the needs of the greater community of Scarborough, not just for residents and businesses within The Downs.
- 2) The Downtown concept, as presented on June 22 by the consultant, Goody Clancy, adequately depicts a reasonable starting point for the Downs portion of Scarborough's Downtown. It is anticipated that the plan will evolve over time with continued collaboration and public feedback.
- 3) The Village Green
 - The Village Green is an essential part of the Downtown concept and is intended to be an active space promoting connections between people and between different areas of the marketplace.
 - If the primary function of the Village Green is to promote connectivity, then the size of the proposed space (approximately 1 acre) is reasonable. The name of the area should be changed on the concept plan to distinguish the difference between this space and more traditional parks.
 - Having the Village Green visible from the major roads in The Downs is a good concept but slowing down traffic to ensure a safe and enjoyable pedestrian experience is vital.
 - Infrastructure surrounding the Village Green should be designed to integrate with the common space in such a manner that public space is maximized and to enable and promote public events.
- 4) The Grandstand
 - The Committee firmly believes in the adaptive re-use of the Grandstand, which has the potential to be an iconic piece of a Scarborough Downtown, forming a unique link to the history of the property. The Committee fully understands that such plans are contingent upon a financial feasibility study by the developer.
 - Incorporating a portion of the Grandstand as portrayed in the current Downtown concept plan, with potential covered public spaces is an effective use of the structure.
 - The reorientation of the Downtown to the southern side of the Grandstand provides a new perspective on the Downtown. The potential to use a portion of the Grandstand as an outdoor pavilion, uniquely and solidly connects the building to the active village

- green and focuses on a sunnier portion of the structure. This orientation to the corner of the building also better reflects the scale of the downtown structures.
- Some public uses in the Grandstand are important to the adaptive re-use of the building.
- 5) Connectivity from The Downs to the municipal campus and the balance of Oak Hill is critical to the future of a Downtown for Scarborough. More details on the trails, pedestrian ways and vehicle access are needed to ensure that there are connections to Oak Hill and the Municipal Campus.
 - 6) The zoning for crossroads provides a broad foundation for the Downtown area and the balance of the project. However, as the project develops, there may be some design elements or standards that may be needed to promote an interactive & vibrant Downtown. The Committee is supportive of innovation within the Downtown, but a list of such changes was beyond the scope of the Committee.
 - 7) Housing in the Downtown
 - Housing within walking distance of the Downtown should help the Downs recruit and retain merchants, restaurants and services.
 - To promote housing within walking distance, the Council could provide a carefully – designed exemption to Crossroads that would allow for accelerated construction of housing within the Downtown within roughly a ¼ mile radius of the center of the Village Green.
 - The Council may want to consider applying a time limit to the exemption.
 - The impacts on Town services and infrastructure from an acceleration of housing development at The Downs is important to understand and consistently monitor.
 - The Council may want to consider adjusting the distance from the Village Green to secure housing that may be just beyond the downtown, but that aligns with the Crossroads Masterplan.
 - 8) Based on the Committee's research, successful downtowns have a solid management structure with ongoing input from the public and tenants of the Downtown. The Committee recommends that the Town and Crossroads commit to a permanent collaboration on management of areas with public access including maintenance, amenities, programing and service levels.

Summary and Potential Next Steps

It is the hope of the Committee that this report will serve as a valuable resource to the Planning Board as they review and consider approval of the Master Plan for the downtown portion of the project, as well as the Town Council as they consider further partnerships with developers and possible public investments.

The Committee identified a list of wants, needs and opportunities, highlighted throughout this report, that will require further research and collaboration between Crossroads, the Town and the Community. In addition, there may be additional feasibility studies needed to advance certain concepts – like the adaptive reuse of the Grandstand.

Other questions for consideration include:

- What type of collaborative management structure will suit the management of public areas of within the Downtown?
- How will branding of the area, including signage, connect to both The Downs and the Town as a whole, and how does that branding get developed?
- How will The Downs and the Town collaborate on design and maintenance for public facilities and services?
- What Town committees and boards should be involved in developing cooperative marketing programs, coordinated public space programming, public connections points to the Municipal Campus, assessing the feasibility of alternative design standards and municipal uses of areas within the Downs portion of Scarborough's Downtown?

Appendices:

Appendix A: The Downtown Development Charge and Committee Appointments

Appendix B: Public Comments regarding the Downtown from the Comprehensive Plan Process

Appendix C: The Downs Downtown Introduction Presentation from 1-19-21

Appendix D: A Downtown for Scarborough – Staff Presentation

Appendix E: Report of the Modeling Committee

Appendix F: Report of the Grandstand Committee

Appendix G: Input from the Committee to Goody Clancy

Appendix H: June 22 Downs Town Center Presentation

Appendix I: The Critical Role of Housing in Downtowns- Camoin Associates

Appendix J: ULI Report on the Characteristics of a Vibrant Downtown

Appendix K: Meeting Summaries

APPENDIX A: Committee Members and Council Charge

Members of the Ad Hoc Downtown Development Committee

Travis Kennedy | Chair

Kimberly Bridgham | Resident

Art Dillon | Resident

Sarah Leighton | Resident

Thomas Madden | Resident

Basha Mohammad | Resident

Kimberly Rand | Resident

Bryan Shumway | Resident

Bruce Zivic | Resident

Rocco Risbara | Developer Representative

Dan Bacon | Developer Representative

Committee members are appointed by the Town Council

Thomas Hall

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John Cloutier

Town Council Representative

Jonathan Anderson

Town Council Representative

Ad-Hoc Downtown Advisory Committee
Adopted 09-16-2020 – Amended 11-18-2020

BE IT RESOLVED, by the Council of the Town of Scarborough, Maine, in Town Council assembled, that,

WHEREAS, Crossroads Holdings, LLC (the “Developer”) is in the process of executing a Planned Development with the Crossroads Planned Development District (the “CPD”), the purpose of which is to allow a mix of uses, guided by design standards and a conceptual master plan, resulting in a vibrant center for development and efficient land development patterns are intended to promote a number of community places, where people can gather, meet and cross paths; and,

WHEREAS, the intention of the CPD is to encourage a variety of development patterns and forms with the overall objective of establishing a “village center-like” atmosphere, the core of which is a central business district that provides a core of commercial and mixed- use buildings, along with civic and residential buildings and public spaces that center along a main street; and,

WHEREAS, the CPD contains Development Standards of that requires human-scale streetscape treatments and place-making that considers common spaces where people can gather, meet and cross paths, such as a community green or common; plaza; court; square or some variation of each. These “places” shall be located at the core of the pedestrian realm of a development, shall be an element of the development streetscape and overall development pattern; and shall be available and desirable for public use; and,

WHEREAS, the Developer has proposed to meet these Development Standards through the creation of a so-called “Downtown District” and the Town is desirous of being involved in the planning of these public spaces; and,

WHEREAS, the Town and the Developers have entered into a financial partnership through a Credit Enhancement Agreement (CEA) to advance this development in a mutually beneficial manner and such agreement contemplates collaboration by the Town and Developer on a Downtown Project Process and pursuant to Section 8.14 of the CEA the Town and the Developer agreed to undertake a public process to define and refine the elements and costs of a Downtown; and,

WHEREAS, the Town is interested in initiating this process in an effort to fully explore this opportunity using the resources of the community.

NOW, THEREFORE, BE IT RESOLVED, by the Scarborough Town Council in Town Council assembled, that there is hereby an Ad Hoc Downs Downtown District Advisory Committee (the “Committee”) created, and the membership, terms, offices and duties shall be as follows:

1. **Purpose.** The purpose of the Advisory Committee is to draw upon the collective skills and expertise of committee members and to work with staff and the Developer in an effort to advise the Town Council regarding the elements and costs of the Downtown District to review and revise accordingly the Master Plan and the CEA as may be necessary and mutually agreed on by the Town and the Developer. The following is a general overview of the discussion points, expectations and deliverables the Advisory Committee should consider in arriving at its recommendations:

- **Review of Current Development Plans and accepted Downtown Plan.** The Advisory Committee shall familiarize itself with the existing development activities and approved Master Plan(s), as well as the requirements of Crossroads Planned Development District and the adopted Downtown Plan.
- **Deliverables:**
 - **Schematic Design and Conceptual Layout:** Review the proposed schematic design prepared by staff and the Developer to determine the appropriateness of amenities to be included in the Downtown District. Final design and layout should maximize the attributes of a downtown walkable experience and vision as defined in the comprehensive plan. A complete understanding of the space and what amenities should be included to create a vibrant downtown shall be provided. The Committee is encouraged to offer recommendation for the entire Downtown District. Specific recommendations on design concepts and amenities will serve to inform the Master Plan that the Developer submits to the Planning Board for approval.
 - **Financial Forecasting:** Within the limitations of the Committee and the consulting resources available to it, the Committee is tasked with estimating the likely costs of the desired amenities of the Downtown District and identify phases, if any, for development; however, all discussions of funding to cover the costs shall be the responsibility of the Town Council and the Developer.
- **Public Involvement:** The Committee shall incorporate public input into the process. Input on the proposed elements and schematic design shall be solicited. Such public input will culminate in a public presentation of its findings and recommendations to the Town Council.

The Committee’s powers and duties shall not exceed those prescribed, herein or otherwise restricted by Town Council Rules, Policies and Charter.

2. **Membership.** The membership intends to provide fair representation of key stakeholders and unique expertise in the construction or development field. The Committee is expected to be an active working group, with all members actively participating and contributing to task. Given the limited and specific charge to the Committee, membership should include individuals whom possess specific expertise to the task at hand, representing professions in community development, business/financial analysis and design/construction. The Committee shall be appointed by the Town Council and shall be comprised of thirteen (13) members, only nine (9) of which are voting members as follows:

- Nine (9) Residents At-Large
 - Two (2) Developer’s Representatives*
 - Two (2) Members of the Town Council *
- *Ex-Officio, Non-voting

Although official voting membership is limited to seven (7) members, the Committee is encouraged to draw upon other resources and invite other key stakeholders to participate in their proceeding as they feel appropriate.

3. **Timeframe.** The Committee shall focus their review and recommendation and shall advise the Town Council as soon as possible with their recommendation(s), but in no event later than June 1, 2021, at the regular public meeting. In the event that the Committee is unable to complete its task by this date, the Town Council will consider a reasonable extension of time. Once the Committee has completed its work it shall cease to exist unless otherwise extended by the Town Council.
4. **Staff Resources Available.** The Town Manager will serve as support to this Committee and other Town and School resources will be made available as may be necessary for the Committee to complete its task. In particular, it is anticipated that the Committee will involve the Town Engineer, THE Planning Director, and the Sustainability Coordinator.
5. **Consulting Support.** If in the opinion of the Committee that outside consulting support is required to accomplish the task, the Committee is encouraged to advise the Town Council immediately, with specific detail of the type of support required and an approximate cost for these services. The Town Council will consider all reasonable requests for assistance.
6. **Vacancies and Removal.** Any vacancies shall be filled by the Town Council. The Town Council may remove any member of the Committee by vote of a majority of its members for misconduct or non-performance.
7. **Officers.** The Committee shall elect a Chair and Recording Secretary from among its members. The Chair shall be counted to determine a quorum and shall have the same rights as other members of the Committee, including the right to vote.
8. **Quorum and Voting.** A quorum shall consist of four (4) members. The concurrence of a majority of the members present and voting shall be necessary to decide any question before the Committee.
9. **Meeting and Records.** All meetings of the Committee shall be public meetings, with proper notice provided and the opportunity for public comment at each proceeding. The Committee shall meet often enough to complete its responsibilities within the deadline set and shall strive to meet on a consistent basis on a date and time specified by a vote of the majority of the Committee at its first organization meeting. Other meetings may be called by the Chair, provided that the Chair shall call a meeting of the Committee upon the request of at least four (4) members. The Committee shall keep minutes of its meetings and submit them to the Town Clerk's Office. The meetings shall be recorded.
10. **COVID-19 Precautions.** To the extent it is required, the Committee shall adhere to all applicable safety standards and protocols as prescribed by the Maine Center for Disease Control and Governor's Executive Orders to ensure the safety of participants in their proceedings. Town Staff will support the Committee in meeting these standards. Virtual meetings via ZOOM are encouraged.

Appendix B: Input from Comprehensive Plan Imagine the Future Meetings and Planapalooza Meetings

Imagine the Future: Scarborough Speaks A Summary of Listening Sessions from August, 2017 Comprehensive Plan 2018 Update

Below are the meeting notes from each of the four neighborhood meetings. The meetings attracted some 50 participants, representing a cross section of our population – from high school to 80+ years old, from life-long residents to those who moved here last year. One attendee is the sixth generation in her family to live here. Both seasonal residents and year-round residents shared their reasons for coming to Scarborough. And we attracted folks from all around different town neighborhoods.

While each location generated a different and unique conversation, common themes certainly emerged. We've provided a few comments common to the four area discussions, but the richness of the dialog can only be found by reading the details of each meeting. We've also included word graphs developed from these meeting notes. (Note that the more often a word was mentioned, the larger the word appears in the graph)

It will not surprise anyone that traffic was universally mentioned as something that challenges the future of Scarborough. The need for a senior and community center (with a pool) was identified as a need. Not only would the community center meet a specific need, attendees felt that it would help build a common sense of community.

And there was much discussion in the different meetings about the unique ability of Scarborough to provide opportunity for many different types of neighborhoods. You can find every style of building and neighborhood design – from traditional neighborhood layouts, to dense neighborhoods like Eastern Village to large lots of 5 and 10 acres. One person described Scarborough as place where you can find that perfect balance of “rustic and city”.

Residents also pointed out that this range of neighborhood styles can generate different view points about community needs. And while many folks were interested in this idea of a community center, it didn't mean that there wasn't respect and support for our multiple village development pattern. A seasonal resident of Higgins Beach urged us to make sure we treat existing areas with a “light touch”. The challenge is to respect and maintain the village history, but provide ways to build community across the board. One attendee described Scarborough as “Seven Villages searching for one organizing principle.”

There are certainly many other themes that should be highlighted: stewardship of our natural resources, walkability, historic preservation, housing affordability, Investment in schools, the redevelopment of Scarborough Downs and more. And there were universal reasons why people

were attracted to Scarborough – the beaches, the open areas, the farming heritage, the Marsh, proximity to Portland. But most people went beyond the physical and talked about a deep sense of community and family.

Our newest resident mentioned something else – the potential. He felt that Scarborough had great potential for the future. And, the Comprehensive Plan is the place to talk about that potential!

Imagine the Future: North Scarborough Meeting August 15, 2017

- How do we move traffic flow through our town?
- Need infrastructure to move people to towns beyond Scarborough
- Would like to see Scarborough growth continue in the town center, near turnpike, the mall area
- Attract families and young professionals
- Connect neighborhoods
- Bike lanes, sidewalks to connect neighborhoods to other neighborhoods and services
- Concern with growth ahead of necessary infrastructure
- Concern with the Route One arterial running through the center of town, high speeds, not able to walk and bike safely
- Roadway infrastructure hasn't changed in decades while development has continued to happen
- Opportunity with redevelopment of Scarborough Downs, different uses and possibilities
- Denser housing development and creating more open space
 - More affordable housing needed
 - Look closely at minimal lot sizes to avoid overdeveloping and losing attractiveness and character
- Preserve historic buildings and sites
- Relocation of historic buildings will lose historic value
- Encourage commercial development, but not retail development
- Continue to have high expectations on design in the built environment



- Create multi-use development that connects live/work spanning uses throughout the day
- Need more restaurants
- Create more opportunities for community gathering
- Need amenities close by, should growth areas be reconsidered since density has been established
- Are we considering neighboring communities Comp Plans?
- Utility companies future plans need to be considered
- Consider regional context
- Look at zoning across town lines
- Collection of neighborhoods in Scarborough, encourage mixed zoning as these neighborhoods use to be able to stand on their own
- Main commuter collectors should not become super highways
- Need upgraded utilities in town, provisions included while development and construction is happening
- Protection of aquifer – need to extend public water to North Scarborough
- Growth in neighboring communities is impacting Scarborough - they should be contributing more on a regional approach
- Time Warner Cable monopoly in Scarborough
- Broader communication
- Traditional mailings
- Mobile homes/manufactured homes park zoning is not logically located
- Multi-mode road network needed
- Maintaining shoulders after ditch maintenance

Make sure you:

- Preserve character
- Update infrastructure as population increases
- Zone and provide incentives for affordable housing (go up with amenities around it)
- Require affordable housing in residential housing projects
- Encourage diversity in uses
- Track non-developable lands – what is actually able to be developed

Be careful not to:

- Lose character
- Spot zoning
- Lose forested areas, green space, street trees
- Drive out the seniors

- We have always been coastal folks.
- I've been a part of Higgins since 1939. I came with my parents – we summered here from New York. I eventually bought here as an adult.
- No choice but to be in Scarborough – I was born on a farm on 77. Went to school in Boston then bought here in 1960
- Attracted to friends and family here – Higgins was a community, not just a beach location. People of community are fantastic
- Calm, peaceful evening atmosphere at the beach
- Scarborough is unique.

General Ideas:

- Scarborough needs to increase funding at schools to maintain quality
- We can't attract people without providing quality schools
- Look at fiscal impact of cost of schools for all
- Town needs to look at infrastructure
- Town needs to do a better job of bridging the need for quality schools to everyone in the community. I believe everyone wants good schools. We may differ on how to get there.
- Need more ways to involve more citizens in the discussions
- Schools need to reach out to the community
- We may need to change to Council districts. We are at a point where areas of town need representation, rather than just area wide representation.

Make Sure You....

- Use a light touch
- Look at what has happened to beach communities to the south. Carolinas, New Jersey, New York – overcome with development, destroying the character of the Beach towns
- Maintain the differences in the community and preserve what is unique.
- Understand the character of all the areas of Scarborough. You may not have a single set of characteristics of Scarborough – but each area has characteristics
- Preserve old homes and architecture
- Find the qualities that will unite the different areas of Scarborough. What are we all connected to – is it the Marsh? It could be multiple concepts

Make sure you don't...

- Erase the agricultural heritage of the community
- Let too much growth happen.

Imagine the Future: Pine Point August 17, 2017

Process Comments:

- A survey of the Community is needed. (Staff noted that we are looking at doing an insert into the Leader that is mailed to every household)

- My first summer was in 1948 at 3 months old. Parents had a cottage in Pine Point. Summered here every year and have a great affinity for area.
- Scarborough is unique in that there are some very identifiable neighborhoods. Trying to preserve some of what Scarborough has been is important. The access to other areas is good, but it can cause some stress between residents and others.
- Sold our cottage because we could not afford the taxes. It was very hard. There aren't many year-round residents here, so not much pressure on the schools.
- I get concerned that some family will get wiped out as they come over the bridge. Traffic and parking present a dangerous situation. My preference is to not have parking along the road because of safety concerns.
- Town should look at ways to garner revenue from parking – perhaps have resident stickers.
- Don't let the area get over utilized Pine Point is mixture of businesses and residents, I hope it will be preserved, but some of the businesses are depending on town resources for their parking. That's not equitable.
- There needs to be a careful balancing of what's happening.
- How do you get moorings?

Staff summary – Sounds like you want to make sure use of public realm balances with the residents. It's a balancing act of seasonal and year-round residents. What does this look like? Is there a role for the Town? Should the Town have a policy for the short-term rentals?

- I have a guest cottage that was grandfathered. We collect the 9% lodging tax. All the services – we are paying for everything. Particularly for visitor impact. Yet we don't get anything back from the State. If our legislators bring that up, we should support them
- I have thought a lot about Bayley's Campground. There are 750 sites that are full all summer long. Town isn't being paid anything for the visitors from the trolley. They are not on sewer. Odor problem at times. I think Town should take a hard look at whether or not the camp grounds are paying for their impact.
- Town of OOB assesses the camp grounds in the off season. People leave their trailers. They have decks and hot tubs etc. They are really permanent sites. Are they paying the full freight? If every site has 4 people, a family, there is a least 3,000 people there all season long. Noise and smoke from the camp fires is a problem
- We were drawn to Scarborough as a happy medium between urban and rural. Wonderful combination of everything. Five minutes to airport etc. From a transportation stand point it's great. I think for what we are paying for taxes, I feel like we have a full service town and excellent school system. In 20 years, I want to see more of a sense of community. Find something that unites us as a community. Maybe it's the marsh, maybe it's the community center. I'm hoping a more united community. There are situations unique to Pine Point and Higgins, but I'd like to see how we tie the great things about Scarborough together.
- There are issues that are specific to areas. Are there visions that transcend Pine Point?

- Pine Point can be a fishing community, but how many of them live in the community. Trying to create a greater sense of community is important. The boroughs have been separate communities for a long time, but we can find ways to connect.
- The trip on Route One has become a painful path. It took an hour and half to come down from Portland. How do you address this?
- People certainly don't move to Scarborough because of Route 1! You really have to think about where you are going and when you are going. What can be done about Route One?
- The improvements in traffic lights in Dunstan was well done. I come from the Boston area and it's a pleasure to drive around here.
- I think of things in the big picture. Big issues get addressed in small places. I would like to see the town unite around living and planning in a sustainable way. I'd like us to have sustainability as our vision of the future.
- It's hard to do sustainable transportation, but we can encourage electric car use. We could facilitate this by having charging stations available. It's a perfect place for electric cars. Encourage solar development, we could work on codes and ordinances that encourage solar development.
- I see development in West Scarborough with all the houses faced to the road rather than looking for optimum solar access. Solar orientation could be tremendous amount of savings. Our town could be preemptive on developing regulations.
- I don't want the Town of Scarborough to provide charging station. I don't want my tax money going toward something a private company could be doing.
- Having ordinances that encourage solar and super insulation is great.
- Would not want our town to buy all electric vehicles if it is going to cost us money. Encourage the private sector.
- I would love to see a community center – meet, take classes, promote community. I go to Cape Elizabeth for swimming and OOB for adult ED. Scarborough offerings are not that appealing. OOB and Saco work together on their programs. The programs are pay for themselves.
- Sense of community can come from building a community center.
- I would investigate solar and super insulation, but Scarborough needs to be concerned about losing a cohort of property owners if the regulations create a greater cost of housing.

(Staff) Back to balance – how do you encourage a diverse community? Diversity of housing - concerns and mixed feeling about different types of housing... What do folks think about the role of MF in the community?

- Do we have a choice in terms of growth? I'm not concerned about the types of housing. Families have changed. We don't have large families anymore. Southgate [Avesta Project] is a great development. We are not quite big enough to support certain things.

The “Y” decided not to come here because there wasn’t going to be enough fundraising capacity. Maybe we have reached a population level that would make them reconsider.

- I’m fine with the multifamily on Haigis. Scarborough – a lot of people were concerned, timing is everything, and we missed the boat on some items that we hemmed and hawed about.

Staff: So it sounds like you are saying that density in certain areas of town works.

- I admit it – I’m in favor of growth in the right places. Not at Pine Point.
- Speaking of housing – what is going to happen with Scarborough Downs. It can be a significant asset to the community.
- Not as a casino.
- Mixed use, prime piece of real estate. Access to turnpike – I view as a real asset for future development.

Councilor: As that property becomes available – should the town invest in it? (CHRIS)

- That’s a tough concept. Prefer private developer to do it and the town work with the developers.
- There are other companies that don’t want to pay the price of Portland, so there should be some opportunities for Scarborough.
- Private sector should address the site.
- Retail is nonexistent. People can work from home, the need for new development is not what it used to be. Hopefully whoever goes into Scarborough Downs, will be a good one and will attract others.
- I think that when you are thinking about these developments we really have to think about the traffic. Maybe there is a way to build a through road?
- We have an opportunity with the Public Safety building moving out to have development that would slow the traffic down and get the through traffic off the road.
- Allow people to get on the turnpike for free to get the through traffic off Route One.

Staff asked if you were giving advice to the consultants – How would you finish these statements: Make sure to... and Do no damage to.....

- I didn’t know what this was about but I am concerned about Ave 2. It’s an icon it’s the last one. It’s an icon at pine point – the last path. They are all gone.
- I hope someday that I never hear that all the rights of ways become private ways and take the public access away. These are my concerns.
- Life has changed and life is evolving, but I don’t want to see the public right of ways taken away.
- Just leave it as is – the Town does not need to make it “pretty”
- Town responsibility for cleaning the beach. What’s the schedule – this is a responsibility for the town that is ongoing.
- If OOB can keep it clean, so can Scarborough.
- Maintain our common public lands.

- Trails
- Beaches, Marsh, Open Spaces
- Lack of high density development
- Proximity to work
- Walkable, bike-friendly neighborhoods
- Library
- Retirement-friendly
- Proximity to Portland
- Rural nature but close to amenities
- Easy commute
- Eastern Trail
- Mix of characteristic types
- Family
- Affordability
- Compared to Cape Elizabeth and Falmouth
- Environmental features
- Bigger house lots
- Happy medium between rural and urban
- Safe, affordable neighborhoods
- Natural Resources
- Preservation of land

What is your vision for Scarborough in the next 20 years?

- Community has potential with all the resources we have available
- Harder to get around – Traffic issues
- Careful with development patterns
- Higher density than 30 years ago
- Many trees removed throughout town
- Originally farming community, character has changed
- Sidewalks are important even in the older neighborhoods
- Conserving natural elements of the town
- Development should be walkable, not just drivable to services and amenities
- Need more emphasis on arts in schools
- Need to protect environmentally sensitive areas
- Focus on walkability within Oak Hill area – good for both residents and businesses
- Sewer extension prompted the villages to become suburb and exploded
- Sea level rise need to be considered
- Need mixed uses in neighborhoods to promote walkability and community
- Preserve/create village schools (K-2)

- That children can walk to and from
- Complete Streets
- Including public transportation
- More sidewalks
- Safer crosswalks
- Bike facilities
- Traffic calming
- More walkable/bike community
- Connect sidewalk network within the village centers and neighborhoods
- Commit to 100% renewable energy
- Light Pollution is an issue, we should be able to see the stars at night
- Need to work on implementation tools
- Oak Hill has a brown glow over it
- Continue being proactive with growth because of the geography of the Town
- Diversity in the housing stock
- Lack of Community Center/Senior Center needs to be a focus
- Coordinated thinking – regional approach to sea level rise and other issues that cross our borders
- Accessibility concerns with town playgrounds
- Community center located in an area that is walkable to neighborhoods and in the Town center
- More involvement from the younger demographic in town
- More efficiency in terms of energy needs
- Community Town Center – how do you create that around the Oak Hill area?
- Traffic needs to be diverted
- By-pass??
- Route 1 is a divide for the Town
- Traffic-calming can be used to make the area walkable
- Community Pool is needed
- More focus on schools
- Retirement friendly, but we also need to also draw young professionals and families
- If schools are not supported, then they will lose those families
- Not enough affordable housing
- Need enough affordable housing to accommodate middle income residents
- Diversity of housing promote diversity of age groups
- Long term residents can't afford to stay
- Tax relief for long-term residents – are there tools to target seniors needing help
- Hard to envision a downtown other than Oak Hill – need to get traffic off Route 1
- Education is a center piece of a successful community to attract people to Scarborough

- Falmouth is an example of what can happen to Route 1
- Fiscal sustainability
- Government involvement with broadband access
- Most people don't need broadband access
- Needed by businesses and remote commuters

Make sure that you.....

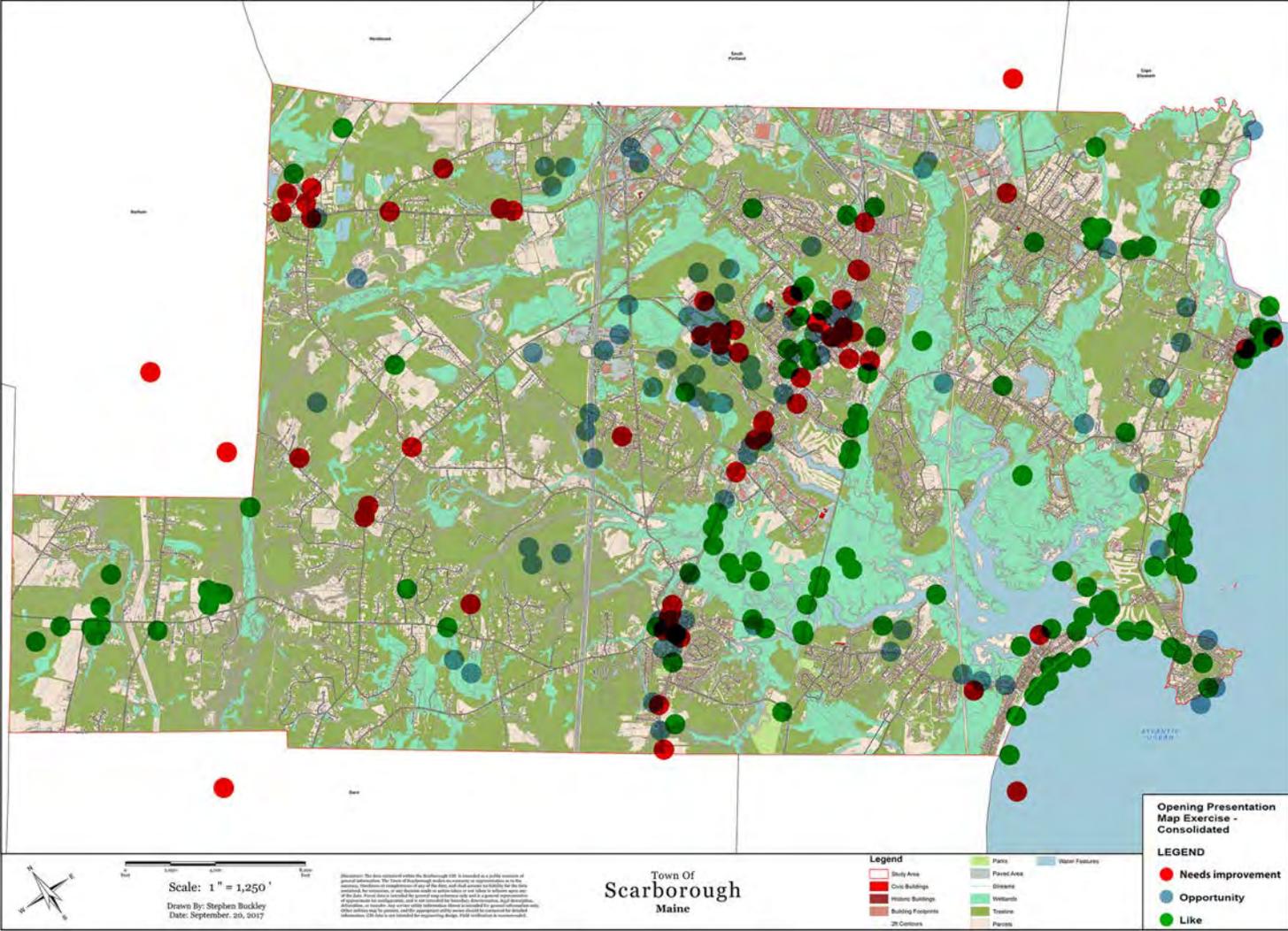
- Do a professional survey of the entire community
- Communicate all the activity around the comp plan
- Develop a plan that preserves open and historic lands
- Consider sea level rise
- Consider autonomous vehicles
- Consider natural resource areas in town

Be Careful not to....

- Allow unlimited growth
- Be biased

AREAS WITH THE MOST OPPORTUNITY

- DUNSTAN
- OAK HILL
- SCARBOROUGH DOWNS
- EIGHT CORNERS
- NORTH SCARBOROUGH



COMPOSITE MAP

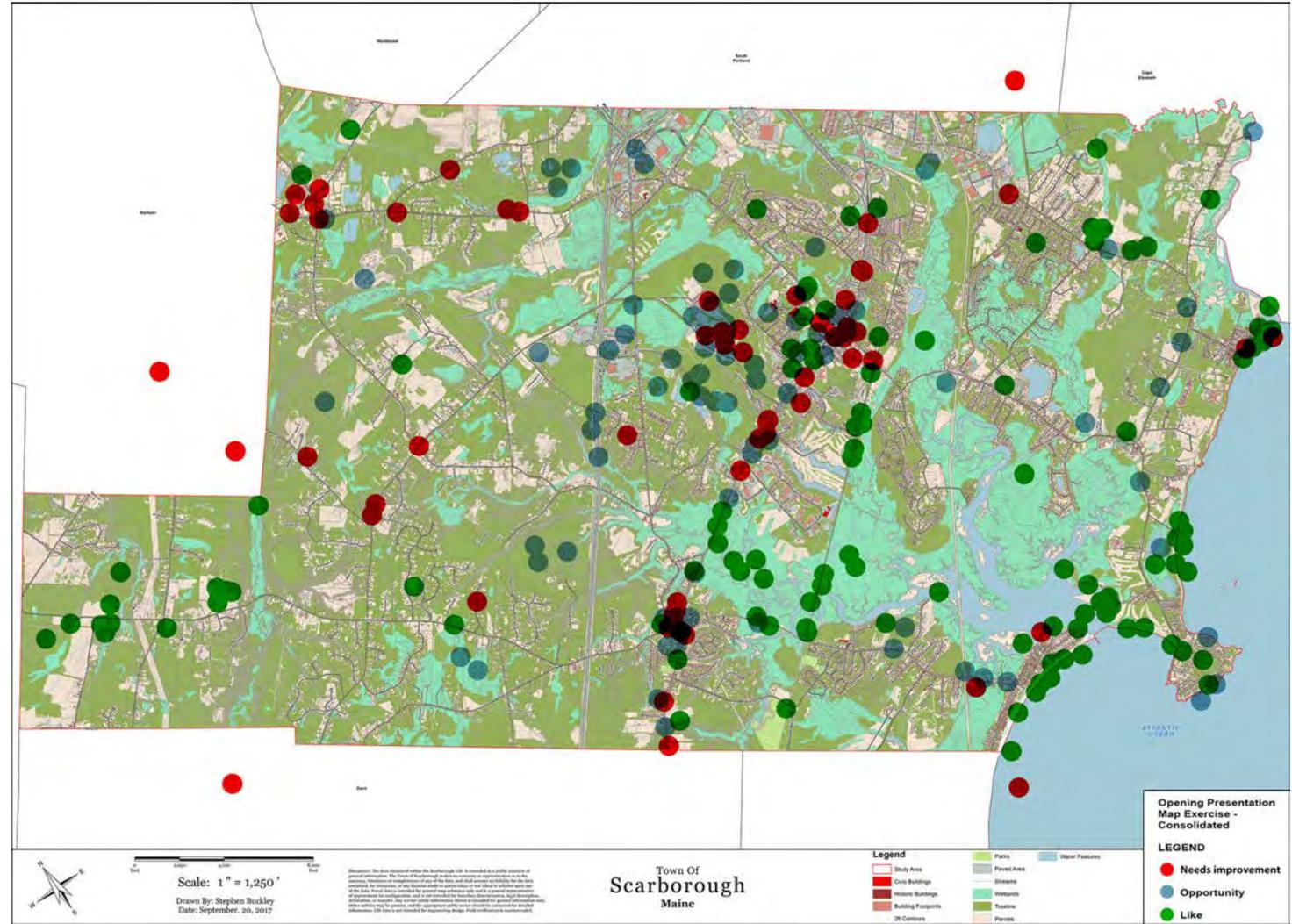
SCARBOROUGH

COMPREHENSIVE
PLAN 2018



BIG IDEAS

- PROTECT THE MARSH AND OTHER NATURAL RESOURCES
- COMMUNITY CENTER (W/ POOL)
- TAKE CONTROL OF SCARBOROUGH DOWNS
- ALLEVIATE TRAFFIC ON ROUTE ONE AND ELSEWHERE
- INCREASE ROAD NETWORK CONNECTIVITY
- PROVIDE HOUSING FOR ALL (AFFORDABILITY & TYPES)



COMPOSITE MAP

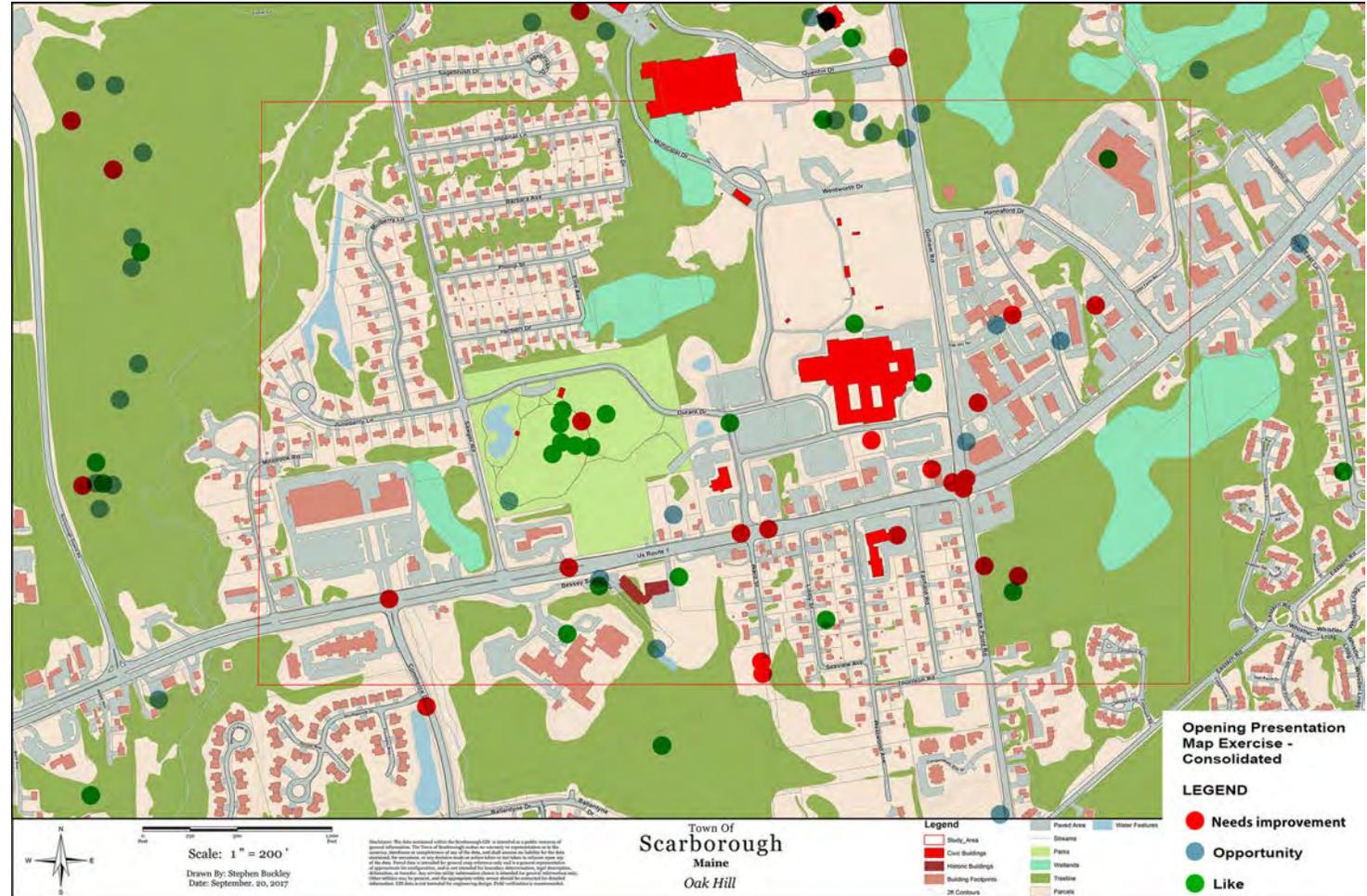
SCARBOROUGH

COMPREHENSIVE
PLAN 2018



OPPORTUNITIES

- POSSIBLE LOCATION FOR COMMUNITY CENTER
- CONNECT MUNICIPAL CAMPUS TO SCARBOROUGH DOWNS IF DEVELOPED
- IMPROVE WALKABILITY (SIDEWALKS)
- PROVIDE MORE VEHICULAR CONNECTIONS
- CONNECT NEIGHBORHOOD TO SCHOOL VIA TRAIL
- MORE MIX OF USES
- ADD DENSITY



COMPOSITE MAP – OAK HILL

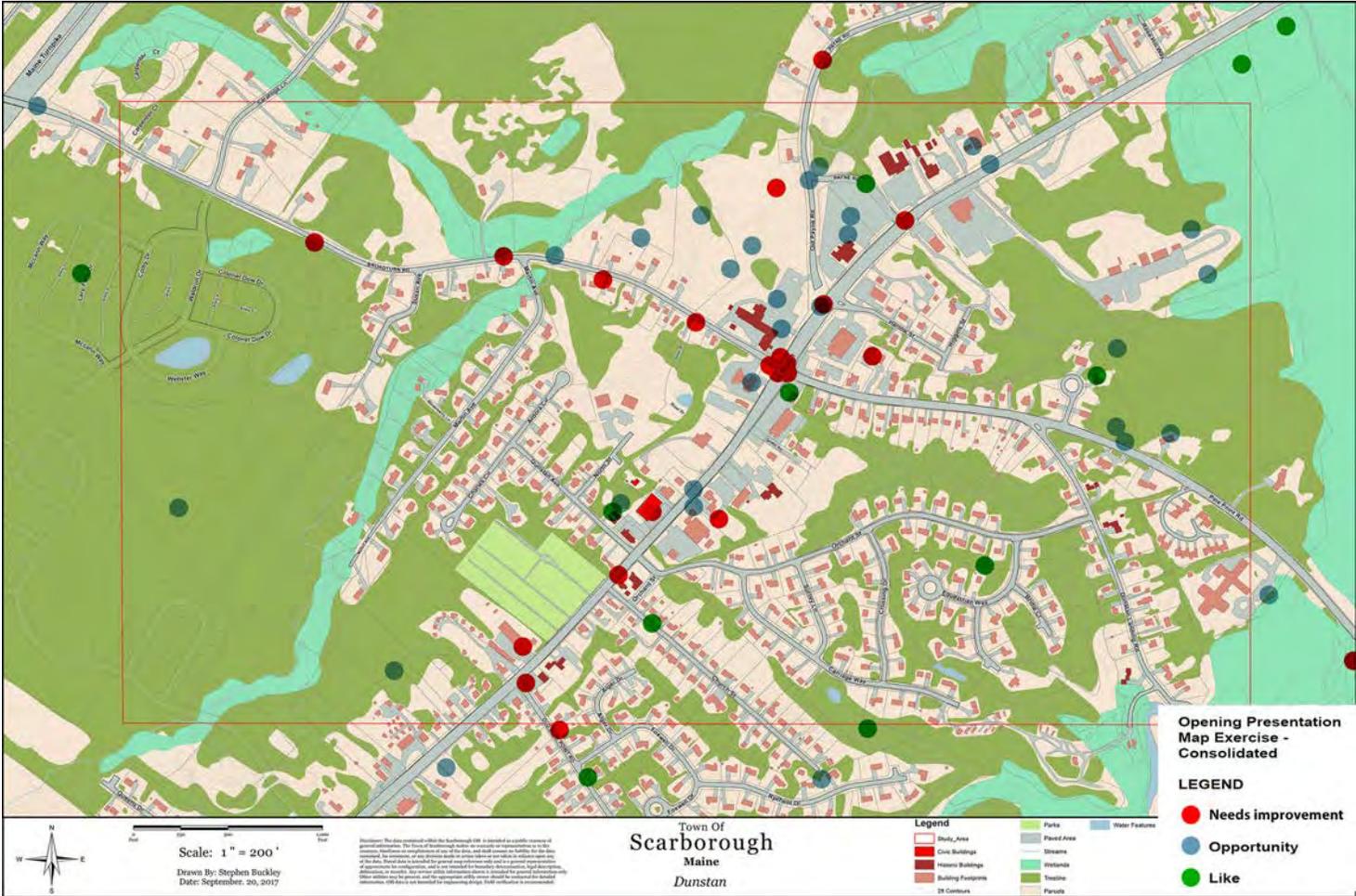
SCARBOROUGH

COMPREHENSIVE
PLAN 2018



OPPORTUNITIES

- CREATE VILLAGE CENTER
- IMPROVE INTERSECTION (ROUTE 1 & PINE POINT)
- IMPROVE STREET CONNECTIVITY
- IMPROVE WALKABILITY



COMPOSITE MAP - DUNSTAN

SCARBOROUGH

COMPREHENSIVE
PLAN 2018



Appendix C

Project Overview, Master Plan & Downtown Concepts



Presentation Agenda

- Downs Overview & Development Status
- Live. Work. Play. Community
- Town Center North - Design & Approvals
- Town Center / Downtown Key Elements
- Grandstand
- Questions/Answers/Discussion

Downs Overview & Development Status



RESIDENTIAL: LIVE

- “Surban” Community
- **Mill Village - Blend of Housing**
 - Single family 30 Units
 - Duplexes 16 Units
 - Garden Condos 32 Units
 - Apartments 48 Units
 - Assisted & Memory Care 12 Beds
 - Independent 55+ 39 Units (38 Future)
 - *52 Units (38 Future) of These = Affordable*
- **1st Phase of Town Ctr Residential - underway**



INNOVATION DISTRICT: **WORK**

- Business & Employment Hub for Light Industry, Manufacturing, Office & Services
- Up to 54 Lots on 80 Acres
- Pre-Permitted, Shovel-Ready
- 50 Acres of Open Space, Trails & Sidewalks
- In High Demand (25 out of 54 Lots Sold/Under Contract)



Town Center North
Design & Approvals

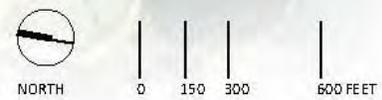
TOWN CENTER: PLAY



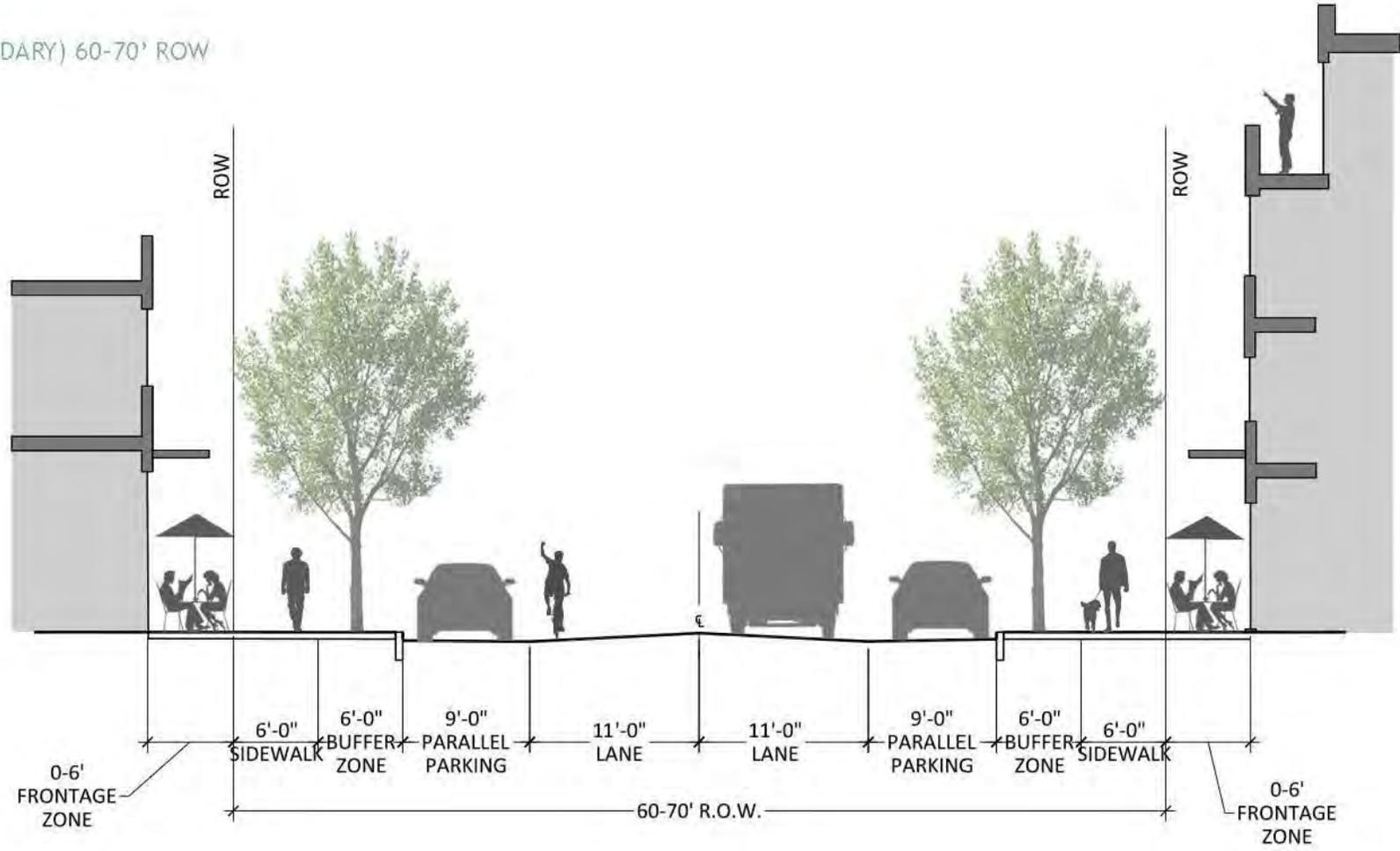


LEGEND

- HAIGIS COMMERCIAL / MIXED-USE
18-32 Du / AC RE
- TOWN CENTER MIXED-USE
COMMERCIAL OFFICE & ANCHOR
- TOWN CENTER MIXED-USE
MAIN STREET COMMERCIAL / RESIDENTIAL 18-32 Du/AC RE
- PARKS & PROMENADES
- STORMWATER MANAGEMENT
- EXISTING WOODLAND TO REMAIN/
WETLAND AREA



MAIN/MARKET STREET(S) (SECONDARY) 60-70' ROW





Approximate "Downtown" Area

FUTURE MIXED-USE TOWN CENTER

FRONTRUNNER PARK NEIGHBORHOOD (COMING SUMMER 2020)

MILL VILLAGE DISTRICT (COMPLETE 2019)

PAYNE RD. DISTRICT

80K GROCER

GAS
C-STORE
MIXED-USE

REC. FIELDS

MAIN STREET

GRANDSTANDS

DOWN'S ROAD

CENTER STREET

FUTURE OFFICE/
COMMERCIAL

HATGIS PARKWAY

FOLEY FITNESS

SALT PUMP CLIMBING CO.

CAMDEN BANK (PROPOSED)

THE RESIDENCES AT GATEWAY COMMONS

SKI & GOLF

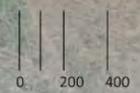
IRVING

MAINE MEDICAL

- EXISTING BUILDING
- PLANNED BUILDING
- BUILDING UNDER WAY
- 01. UPLANDS SENIOR (COMING SUMMER 2020)
- 02. THE MOORING (COMPLETE 2019)
- 03. TANDEM COURT (COMING SUMMER 2020)
- 04. FRONTRUNNER PARK HOMES (COMING FALL 2020)
- 05. HAYLOFT APARTMENTS (COMING FALL 2020)
- 06. DUCAS CONSTRUCTION (UNDER CONSTRUCTION)
- 07. SCOREBUILDERS (UNDER CONSTRUCTION)
- 08. AV TECHNIK (UNDER CONSTRUCTION)
- 09. THROTTLE CAR CLUB (COMING SUMMER 2020)
- 10. INCUBATOR SPACES (PLANNED)



MASTER PLAN | 510 Acres
SEPTEMBER 2020



THE
Downs

Town Center / Downtown Key Elements

KEY ELEMENTS FOR A SUCCESSFUL DOWNTOWN

The Elements We Seek To Collaborate & Partner On

- A Mix of Uses
- Compact, Urban Design
- Main Street and/or Central Square with Public Space
- Pedestrian Focused Design
- Adaptable to Use & Market Demand
- A Sense of Place
- Draw & Vitality



DOWNNS DOWNTOWN - URBAN FORM



DOWNNS DOWNTOWN - A CENTRAL HUB



The Grandstand

THE GRAND-STAND



F VIEW AT ENTRY



G BIRDSEYE VIEW OF TOWN SQUARE SIDE



I 3D SECTION AFTER RENOVATIONS



POTENTIAL AREAS OF COMMITTEE FOCUS & COLLABORATION

- Public Space Design, Programing & Amenities
- Main Street Design, Amenities & Operational Elements
- Parking Design, Regulations & Allowances
- Civic Buildings & Destinations
- The Grandstand
- Marketing, Recruitment & Advocacy
- Brainstorming & Collaboration



Question / Answer /
Discussion

MARCH 2, 2021

Appendix D



SEDCO

SCARBOROUGH ECONOMIC
DEVELOPMENT CORPORATION

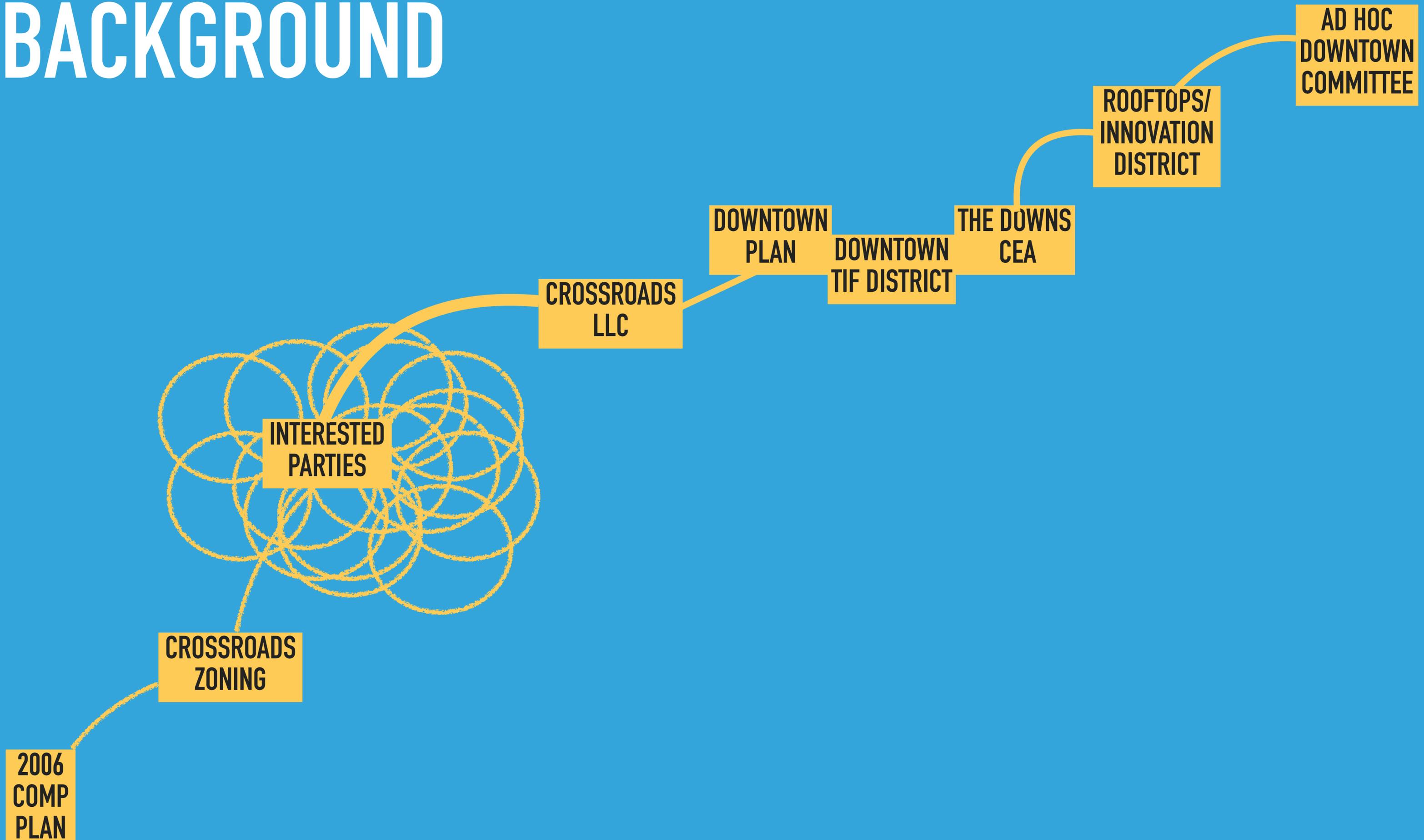
A DOWNTOWN FOR SCARBOROUGH

A THEME SONG FOR “DOWNTOWN

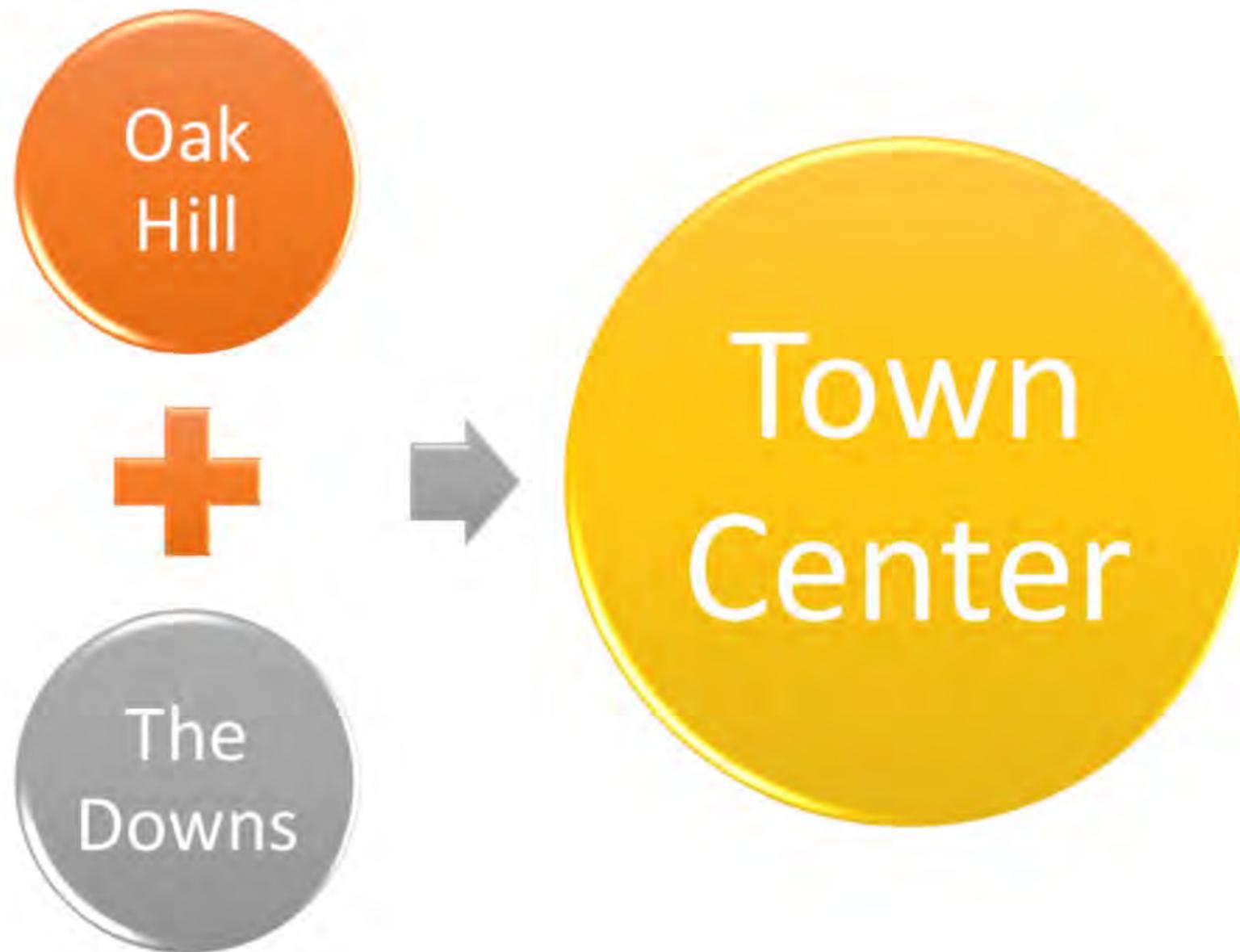
“Just listen to the music of the traffic in the city
You can forget all your troubles, forget all your cares
So go downtown
Things will be great when you’re Downtown
No finer place for sure
Everything’s waiting for you”

Lyrics to “Downtown” written by Tony Hatch

BACKGROUND



Opportunity + Strategy



*"Downtown"[town center] means the traditional central business district of a community that has served as the **center of socioeconomic interaction** in the community, characterized by a **cohesive core of commercial and mixed-use buildings**, often interspersed with civic, religious and residential buildings and **public spaces**, that are typically arranged along a main street and intersecting side streets and served by public infrastructure.*

Source: Maine Department of Economic & Community Development

THE DOWNS

GEOGRAPHIC CENTER OF TOWN

WALKABLE

WALKABLE TO MUNICIPAL CAMPUS

MIXED USE

MIXED RESIDENTIAL

TRAILS

ACCESS TO HIGHWAY

NEW BUILD

MUNICIPAL CAMPUS

OAK HILL

TRADITIONAL BUSINESS DISTRICT

WALKABLE IN DISTANCE

WALKABLE TO MUNICIPAL CAMPUS

POPULATED MOSTLY BY SMALL BUSINESSES

HANNAFORD AS AN ANCHOR

INFILL DEVELOPMENT



DOWNTOWN TIF

- ▶ 955 Acres (2.8% of total acres within the Town)
- ▶ 424 at The Downs, 143 at the Municipal Campus, 338 Acres of Oak Hill
- ▶ 50 Acres along Route 1 Corridor

DOWNTOWN PLAN

- ▶ Based on existing studies for Oak Hill & Masterplan work from The Downs
- ▶ Focused on transportation, walkability and connections
- ▶ Used Comp Plan public outreach

CHARACTERISTICS OF VIBRANT DOWNTOWNS

- ▶ Pedestrian and Bicycle Friendly
- ▶ Mix of Uses - including residential
- ▶ Quality outdoor spaces
- ▶ Municipal and Economic Anchors
- ▶ Culture and Entertainment
- ▶ Public Private Partnerships
- ▶ Well-defined and branded
- ▶ Historic resources preserved
- ▶ Clean and safe

“Main streets tell us who we are, who we were and how the past has shaped us.”

“I’m also enamored with the idea of creating a village center. When I saw the property and realized its proximity to the school district, to Route 1, to all the other infrastructure within a stone’s throw, I thought this would be a great site to create a wonderful community within the community.”

Jack Soley





A CONTEMPORARY DOWNTOWN AT THE DOWNS

Public focussed amenities:

- * Town Commons
- * Main street for shopping, dining, entertainment, jobs, and residences
- * Repurposed Grandstand as a landmark building
- * Public recreation
- * Civic space
- * Walkable

Designed to complement Oak Hill, not replace it

IMPACT OF DOWNS (2018)

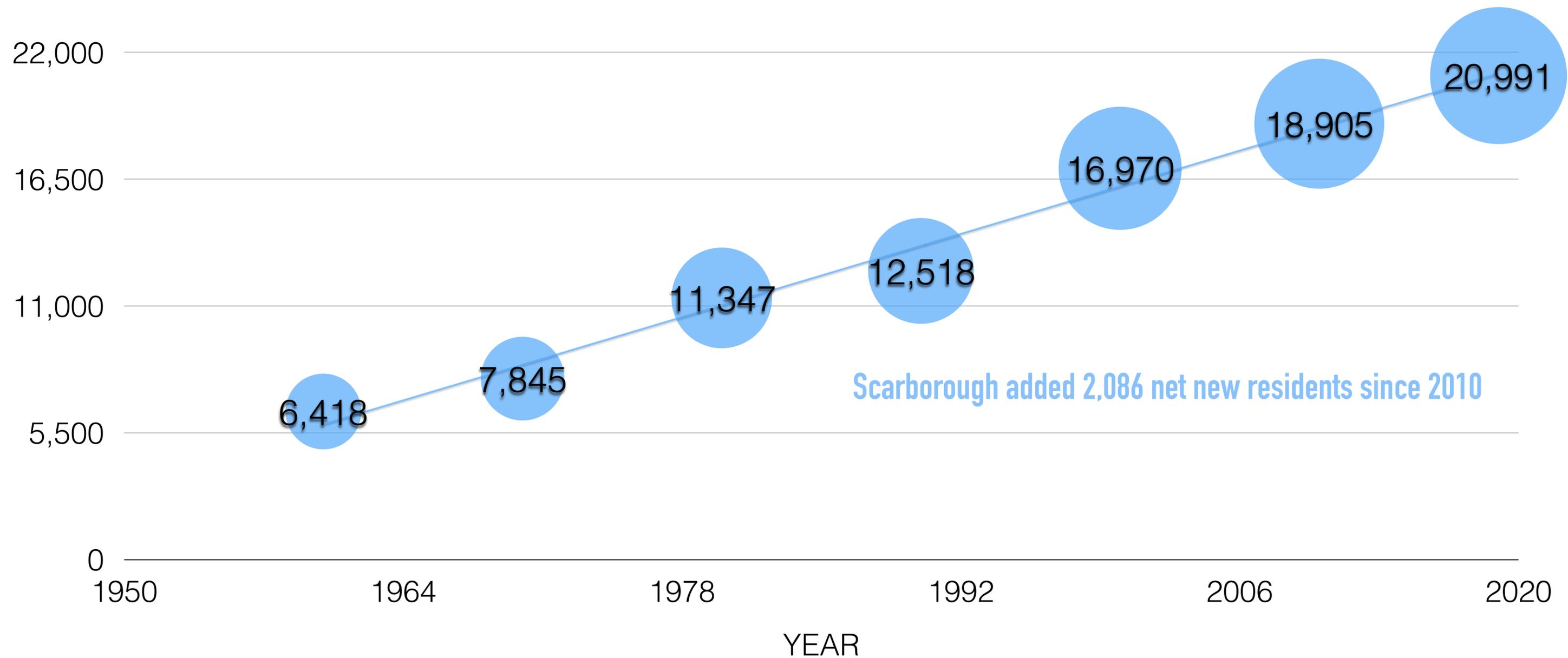
2018

The Downs at Buildout: As a Share of Scarborough



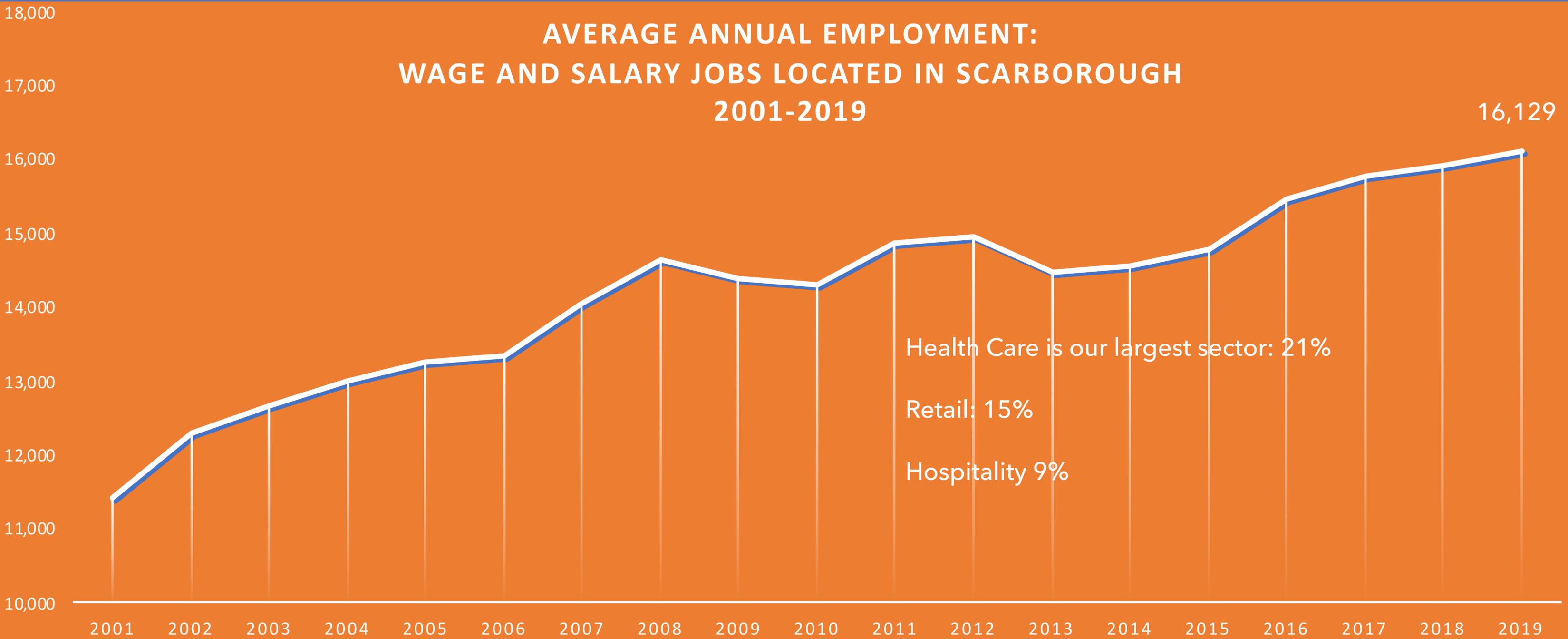
THE MARKET CONTEXT:

POPULATION IN SCARBOROUGH: 2019



THE MARKET CONTEXT: JOBS

AVERAGE ANNUAL EMPLOYMENT:
WAGE AND SALARY JOBS LOCATED IN SCARBOROUGH
2001-2019



DYNAMICS OF SCARBOROUGH'S GROWTH

- ▶ Added 2,086 new residents (11% Increase)
- ▶ Added 1,883 new wage & salary jobs (13% increase)
- ▶ 9.3% of resident workers worked from home in 2019
- ▶ 33.2% of resident workers work in Scarborough, up from 24.7% in 2010
- ▶ 42.9% of resident workers commute into Portland, down from 46.5% on 2010

THE PLAN IDENTIFIES MARKET OPPORTUNITIES: RESIDENTIAL

- ▶ Residential - buildout over time - 3,600 people
- ▶ Mix of residential units - attracting wide range of the market
- ▶ Senior Living - Youngest Baby Boomers hit 65 in 2030
- ▶ Seniors have a wide range of residential needs - from independent living to care units
- ▶ Walkability is the new desired amenity
- ▶ Short term COVID impacts driving housing prices through the roof.
- ▶ Long term COVID-Impacts unclear – will there be demand for larger units? Access to more outdoor space? Will vaccines bring us back to “normal” in housing desires?

RETAIL/SERVICES

- ▶ Both large scale retail and Downtown style retail are anticipated
- ▶ Distinctive shopping district possible - drawing local and regional customers
- ▶ Retail “apocalypse” is real, but that does not mean Scarborough won’t attract a wide variety of retail and services.
- ▶ Retail/Personal Services follow dynamic population growth
- ▶ Food - brings people out - restaurants continue to be a strong market and basis for downtown developments - with a pause for COVID

RETAIL AND COVID

- ▶ Retail took a big hit during COVID, but it's slowly gaining ground
- ▶ By September 2020, Total Retail Sales were slightly higher than 2019 for the Portland Suburban Economic Summary Area.
- ▶ Outdoor spaces became a lifeline to restaurants and retailers.
- ▶ The Downs has the opportunity to fully incorporate outdoor spaces into the Downtown area for restaurants and retailers - rather than retrofitting.
- ▶ Tradeoffs between retail spaces and warehousing spaces

HOTEL

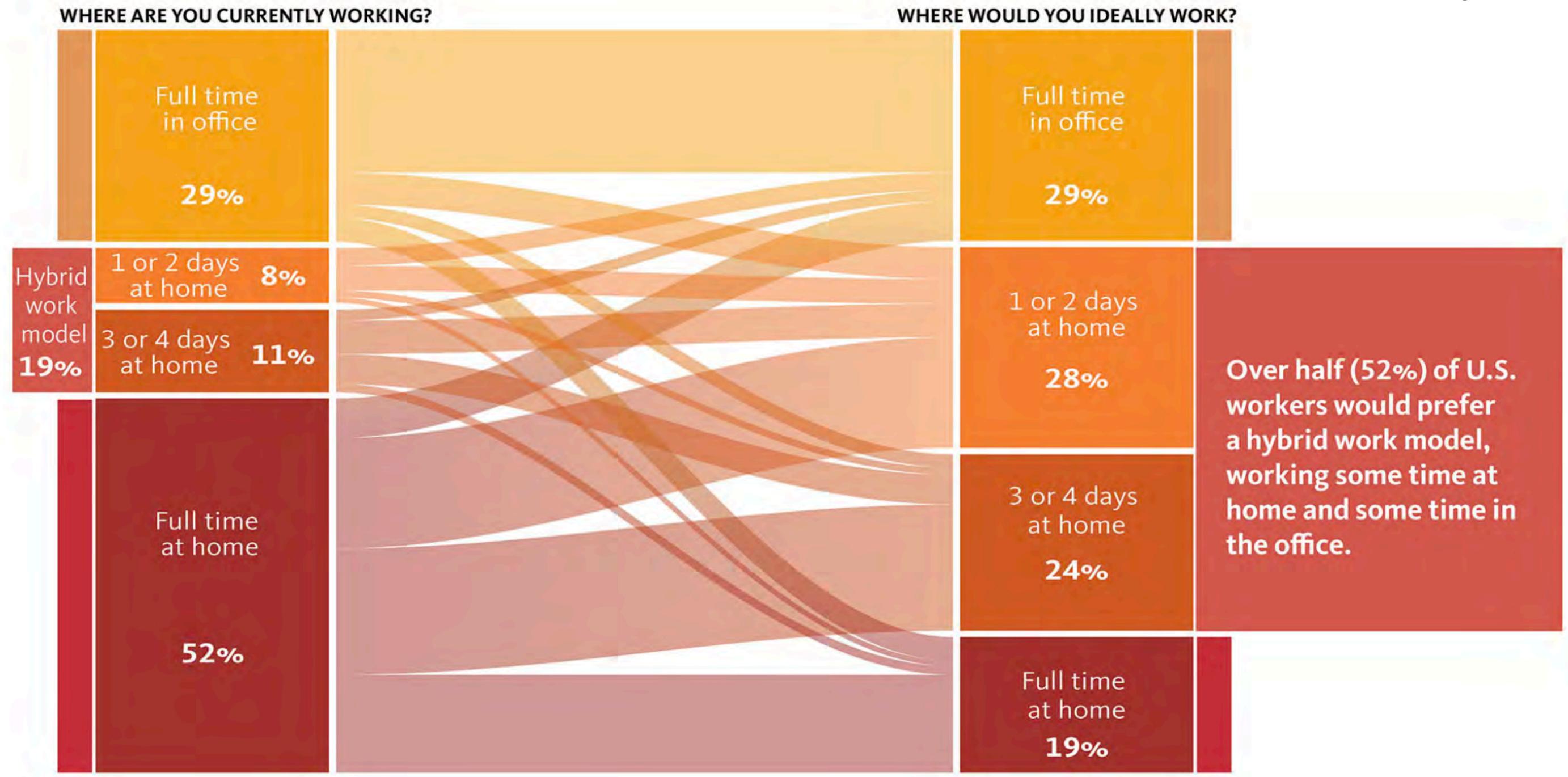
- ▶ The Downs anticipates a smaller boutique hotel (40 - 70 rooms) on the campus.
- ▶ Providing additional customers for downtown businesses
- ▶ Providing overnight accommodation for sporting events

OFFICE

- ▶ Strong office market for health care
- ▶ The Downs is competitive - WEX selection was based on The Downs presentation of a complete package of amenities - including the idea of a downtown
- ▶ But WEX may look different than originally conceived – understanding the impact of COVID and the Work from Home (WFH) movement is critical.
- ▶ Attracting workers back to the office from their homes may be the new superpower for The Downs.

“U.S. workers want to return to the workplace, while keeping the benefits of flexibility and access to privacy they’ve enjoyed while working from home.”

Survey of 2,300 + U.S. workers





WFH SCARBOROUGH IMPACTS

3,245 TO 3,894 OFFICE JOBS

\$419,222 – \$503,066 IN WEEKLY EXPENDITURES

50% OF WORKERS FOR 1 -YEAR

\$10.5 MILLION IN SALES REDIRECTED.

\$000000, WHAT NOW?

Downtown Committee

OPPORTUNITY

Define what you want from your downtown?

Is it for:

Community Building?

Generating Taxes?

a Showcase?

Fun?

Identity?

KEEP IN MIND:

- ✱ Downtown will serve residents and visitors
- ✱ Connections must be made to Oak Hill, Rt. 1 & Municipal Campus
- ✱ Pandemic impacts aside, fundamentals of local assets are strong
- ✱ Businesses will want to be a part of your plans
- ✱ Determine investment priorities with Public and Private partners

MODELING SUBCOMMITTEE

PRELIMINARY RECOMMENDATION

May 25, 2021

Modeling Subcommittee Background

The 4 person Modeling Subcommittee was formed as an outcropping of the larger Downtown Committee in order to identify elements that have led to the success of other similar large-scale downtown developments. By searching for patterns that led to success, our hope was that we could focus our input to the Downs developers and help to contribute to a successful downtown district.

Our work involved two stages: first, we began by studying specific examples of analogous developments - we called this our “world tour”. The World Tour involved a high level study of Mashpee Commons (Mashpee, MA), Blue Back Square (W. Hartford, CT), Assembly Row (Somerville, MA) and Downtown Boulder (Boulder, CO). Subcommittee members evaluated use mixes, physical design and marketing materials. In certain cases we were able to talk with project participants to glean important insights about the projects. Next, we reviewed selected academic and professional literature about what design and programming elements contribute to successful downtowns.

What our Research has Revealed

This report includes a summary of our findings from the World Tour as well as a recommendation about how to process and evaluate new ideas that come from the Committee regarding elements to include the Downtown being developed at the Downs.

The academic research that our group performed was supported by the outcomes reviewed in the four cases that we studied. While intuitively we may have thought that the important determinants of success for downtowns would be driven by aesthetics or programming mix, what we found was that success drivers were much more complex. Aesthetics matter, of course, and retail/housing/office/etc mix matter, but we learned that other factors are equally important - including: governance, long-term management, infrastructure availability and building in flexibility. Each of the cases we studied was built pre-pandemic, and the literature we reviewed was published pre-pandemic; nevertheless, its relevance held and will be applicable to the Downs development.

The successful places that were created each are more than collections of bricks and mortar. They are thoughtfully laid out, carefully programmed, inviting, connected and thoughtfully activated spaces that generate public interest and curiosity. Among the take-aways from our research are:

- Making the effort to design and build a great space is not enough to create a successful downtown, you must also dedicate the thought and long-term resources to manage, program and adapt the space in order for it to succeed.
- Details like parking, bathrooms, waste management, and maintenance responsibility matter - a lot!
- Places with mixes of uses tend to thrive.
- Eliminating barriers to use and barriers to access is important - as we saw with various parking policies and various levels of connection with transit systems
- Places evolve and need a feedback mechanism in order to reflect the needs and desires of prospective users.
- Buffers for growth can help the area evolve organically.

World Tour

The 'World Tour' was a study of development projects with similar purpose and ambition to The Downs. The examined areas are mixed-use residential/commercial downtowns that were built from scratch or underwent heavy revitalization, and are currently operating as popular regional destinations for shopping, dining, and entertainment.

Comparable downtowns identified by the committee were Mashpee Commons (Mashpee, MA), Blue Back Square (W. Hartford, CT), Assembly Row (Somerville, MA), and Pearl Street Mall (Boulder, CO).

Notes from the analysis of each location are attached in the Appendix.

Through this research, the subcommittee identified key common points between all locations:

- The commercial mix leans heavily to retail and dining.
- Food and Drink - Some chains but mostly local including ethnic and thematic. Restaurants representative of regional tastes.
- Grocery - All locations either had, or were adjacent to a grocery option. Independent grocery, Wholefoods, Trader Joe's are present at most or all locations.
- Retail - mostly local niche but anchors are important. Examples included: LL Bean, Pottery Barn, William Sonoma, Adidas.
- Services such as nails, hair, UPS, law offices, and co-working space were present but less frequent.
- All locations contained or were adjacent to municipal facilities such as City Hall, a public library, or police station.
- Churches were only present at 2 locations, hotels were present or nearby.
- Entertainment was present to extend life past 5 pm. All locations included a movie theatre, generally all include some performing arts (outside concerts, street performers), brew pubs, gathering places, bowling and miniature golf were

also popular. Indoor entertainment was present at all locations to accommodate inclement weather.

- All have their own website and a management group.
- All locations host events to attract traffic.
- All locations have a centerpoint or featured intersection that contains architectural features and functions as a meeting place symbol of the area
- Transportation and walkability were features of all downtowns. Sensory experiences are present throughout.

This research also shined light on characteristics that were not integrated into these downtown models:

- No skating rinks, sports fields, or other large areas for outdoor recreation.
- No wide open green space. Green space consumed a limited percentage of the overall land area of these projects. Green space was typically limited to the fringes or were adjacent to these projects.
- No large installations that consumed land area.

Recommendations Going Forward

Based on the subcommittee's research of model downtowns, preliminary recommendations can be made at this time. The subcommittee has chosen to be mindful of the limits of its scope and focused proposals on the inclusion of adequate public elements and elements that would support the spirit of the space that the public hopes to enjoy at the Downs.

It does not seem appropriate for this subcommittee to make specific user recommendations or evaluate the merits of the overall developer proposal - except in as much as it includes or excludes important features that support the shared public goals identified in the various public processes that have taken place.

Our initial recommendations include:

- Recommend a district management organization.
- Recommend a continual feedback loop mechanism - Ongoing listening sessions with the public.
- Recommend setting up a mechanism for event programming.
- Recommend identifying a location that can act as a gathering point and a focus for the Downs.
- Recommend revisiting this research once we receive further details from the developer on the design and aesthetics of the downtown district.
- Recommend further input from the main committee on specific considerations that can guide final recommendations for this subcommittee.

Considerations that can be made by the greater committee to help apply these models to The Downs project:

- Defining “Success”, specifically for The Downs - use the plan-a-palooza and our own exercises to create a final determination of what we, the public, would need to consider this project a ‘success’.
- Consider the impact population density and available land area will have on The Downs project and adapt the expectations for this project accordingly.
- Consider transportation limitations and opportunities.
- Consider who the target audience will be - Downs locals, Scarb locals, Maine locals, Regional travelers, etc. Also will the Downs be adult oriented (more like Assembly Row), or target families (more like Pearl Street Mall).
- Consider what will make The Downs unique and how it can represent the region.
- Consider sensory experiences that will make the Downs engaging to visitors.
- Consider enforcement needs and the impact on other public services (maintenance, waste management, etc.).
- Consider parking strategies and discuss programs if paid parking is necessary.
- Consider changing consumer habits emerging as a result of the pandemic.

Once these considerations have been discussed, the modeling subcommittee can revisit this research and apply the positive aspects of these models to the ideas put forward by the main committee, filtering the considerations through the applicable research and literature to help guide final determinations.

Conclusion

The study of these prior development projects offers a unique glimpse into the ideals and priorities of other local communities. While identifying the common features of these busy downtown areas, and applying features we believe we will value to the Downs project, we are affording ourselves an opportunity to learn from the successes of others. While the definition of ‘success’ may vary between municipalities, it is likely that within these districts exist the ingredients for a vibrant and flourishing town center that can be applied to the project before us.

Mashpee Commons // Mashpee, MA -

- Size: 278,946 square feet of retail floor space
- Local Population: 14,180
- Store mix: Dining: 20, Retail: 52, Wellness: 10, Entertainment: 6, Services: 21
- What makes it unique?
 - 77 Residential Units
 - Traditional downtown feel with single level shopping
- Anchor Retail:
 - Panera Bread, Starbucks, CVS, LL Bean, Lululemon, Pottery Barn, Stop & Shop, Williams Sonoma
- Notable Entertainment:
 - Bowling Alley, Regal Cinema, Miniature Golf
- Notable Municipal Services:
 - Chamber of Commerce, USPS. Borders the public library, elementary school, police department, 2 churches.
- Events?
 - Yes
- Parking:
 - Street parking, centralized lots.

Notes from discussion with Mashpee assistant manager, Wayne Taylor

Wayne indicated that Scarborough sounds a lot like Mashpee. Before the Commons, Mashpee they didn't have a downtown, just a commercial center similar to ours. He praised the developer in creating a quintessential New England downtown look and feel.

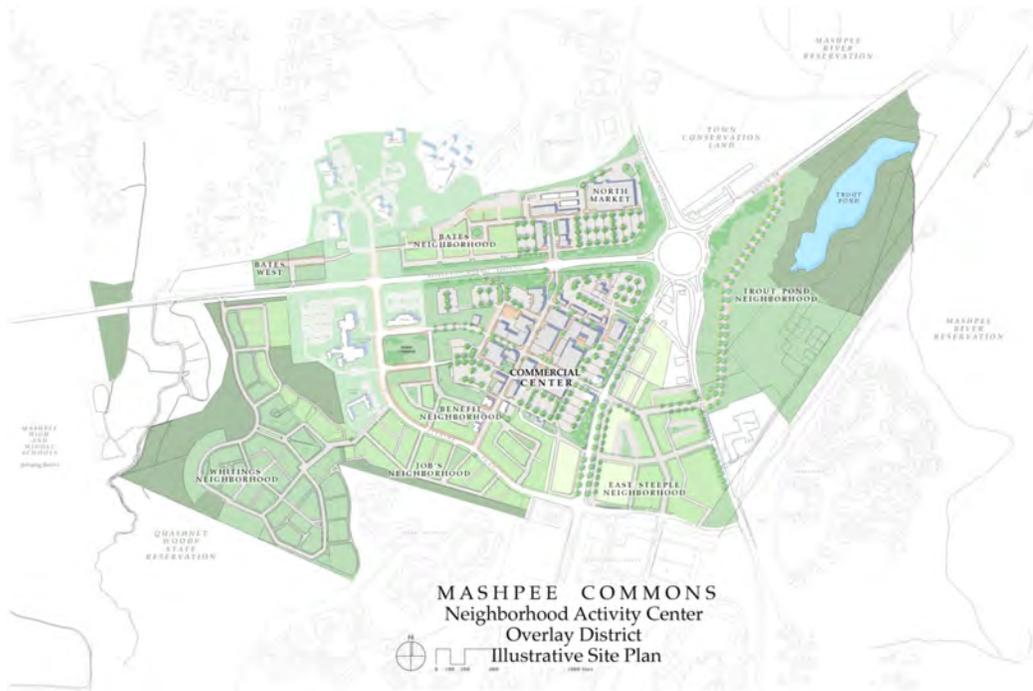
Recent struggles with retail. Lucky to have a few anchor stores, LL Bean and CVS that draw people to the downtown but most of the other retail space is local unique boutiques which is really what the town wanted-not big box stores. Although, they do have a William Sonoma and Pottery Barn.

The developer did have and continues to have Listening Sessions with the Town's people. The area is going through a bit of a redevelopment and going before the Cap Cod Commission for some changes. The developer would like more instances of retail on the first floor with the owner living above. The developer owns all the buildings and is looking to sell some to owner occupiers. The retail first floor with their home above is something I saw a lot of when I lived in Europe.

The only town building in the Mashpee Commons is the library. There was some exchange of land such that the library looks like it is part of the commons but the land and building is owned by the town. The developer pushed to have the library in the commons and this was the solution.

The town doesn't hold events in the commons but other non profits do. Non-profits and the Commons hold events like a Halloween Walk and Easter egg hunt. The town's only involvement is issuing liquor licenses if needed.

Good parking plan is essential to keep parking close to retail and restaurants. Important to hold developers accountable for preserving green space.





Mashpee Commons								
Dining	20	Retail	52	Entertainment	6			
Absolutely Juiced	Dining	Cafe	All Good	Retail	Clothing	The Cosmic Cod	Entertainment	Art
Asia Modern	Dining	Restaurant	Cape Camo	Retail	Clothing	Color Me mine	Entertainment	Art
Bleu	Dining	Restaurant	Cape Leisure	Retail	Home	Mashpee Mini Golf	Entertainment	Recreation
Bobby Byrne's	Dining	Restaurant	Chico's Chic	Retail		Regal Cinemas	Entertainment	Entertainment
Burrito Bistro	Dining	Restaurant	CVS	Retail	Medical	Riddle Escape Room	Entertainment	Entertainment
Cape Cod Coffee	Dining	Cafe	Day Off	Retail		Steeple Stree Music	Entertainment	Art
Cupcake Charlies	Dining	Food Retail	E for All	Retail	Clothing			
Estia	Dining	Restaurant	Elfstone	Retail	Jewelry	Services		21
Gheff's Candies	Dining	Food Retail	FabVilla Linen	Retail	Home	Bae's Pet Depot	Services	Pet
Panera	Dining	Cafe	Forrest Pirovano	Retail	Gallery	Caring Hearts	Services	Veterinary
Rory's Market	Dining	Food Retail	Fox & Kit Children's Boutique	Retail	Clothing	Bank of America	Services	Bank
Siens	Dining	Restaurant	Francesca's	Retail	Clothing	Bayview Optometrics	Services	Medical
Smith Family Popcom	Dining	Food Retail	Great Water	Retail	Gallery	Cape Cod 5	Services	Bank
Starbucks	Dining	Cafe	Head Over Heels	Retail	Bridal	Cape Cod Family Practices	Services	Medical
Sweet Waves Frozen Yogurt	Dining	Food Retail	Hot Diggity	Retail	Pet	Cape Space	Services	Co-Working
The Lanes Bowl and Bistro	Dining	Food Retail	Katherine Luxury	Retail	Home	Capeway Cleaners	Services	Dry Cleaning
Trevi Cafe & Wine Bar	Dining	Cafe	KM Hudson LTD	Retail	Clothing	Charles Schwab	Services	Bank
Washashore Bakery	Dining	Food Retail	LL Bean	Retail	Outdoor	Center for Family Therapy	Services	Medical
Zoe's Pizzeria	Dining	Restaurant	Liberty Liquors	Retail	Food	Common Threads	Services	Clothing
Duke's Donut Worx	Dining	Food Retail	Lilly Pulitzer Beach Style	Retail	Outdoor	FMC Dialysis	Services	Medical
			Lululemon	Retail	Clothing	Law Offices of Steven Snow	Services	Legal
Wellness	10		Market Street	Retail	Books	Mashpee Chamber of Commerce	Services	Municipal
B/Spoke Cycling Studio	Wellness	Gym	Nic and Zoe	Retail	Clothing	Mashpee Orthodontics	Services	Medical
Beyond Beauty	Wellness	Salon / Spa	Ooh Ooh Shoes	Retail	Clothing	USPS	Services	Municipal
Cape Code Nail Co.	Wellness	Salon / Spa	Paisley Boutique	Retail	Clothing	We Are Mashpee School Store	Services	Municipal
Eyebrow Threading Spa	Wellness	Salon / Spa	Port Cargo	Retail	Clothing	McNamara & Yates	Services	Legal
Great Clips	Wellness	Salon / Spa	Pottery Barn	Retail	Home	Rand Atlantic Real Estate	Services	Real Estate
Illusions	Wellness	Salon / Spa	Puritan Cape Cod	Retail		Thomas J O'Neill Architect	Services	Architecture
Innerglow Yoga	Wellness	Yoga	Purple Poppy	Retail	Clothing	LIPS	Services	Municipal
Massage Envy	Wellness	Massage	Red Balloon Toys	Retail	Toys			
Quiet Moments	Wellness	Massage	Roberto Coin Jewelry	Retail	Jewelry			
Sea Salt Luxury Spa	Wellness	Salon / Spa	Sachs Jewelers	Retail	Jewelry			
			Sea Bags	Retail				
			Sol Optics	Retail	Sunglasses			
			Southern Tide	Retail				
			Stop and Shop	Retail	Food			
			Summer Sky Swimwear	Retail	Clothing			
			T-Mobile	Retail	Technology			
			Talbots	Retail	Clothing			
			The Art Coddage	Retail	Art			
			The Black Dog	Retail	Clothing			
			The Lill Pad	Retail	Home			
			The Little Shop of Olive Oils	Retail	Food			
			The Spice and Tea Exchange	Retail	Food			
			Unique Boutique	Retail	Jewelry			
			Verde Floral Designs	Retail	Florist			
			Verizon	Retail	Technology			
			Vineyard Vines	Retail	Clothing			
			Wampanoag Trading	Retail	Gifts			
			White House Black Market	Retail	Clothing			
			Williams Sonoma	Retail	Home			
			Woodruff's Art Center Gallery	Retail	Gallery			

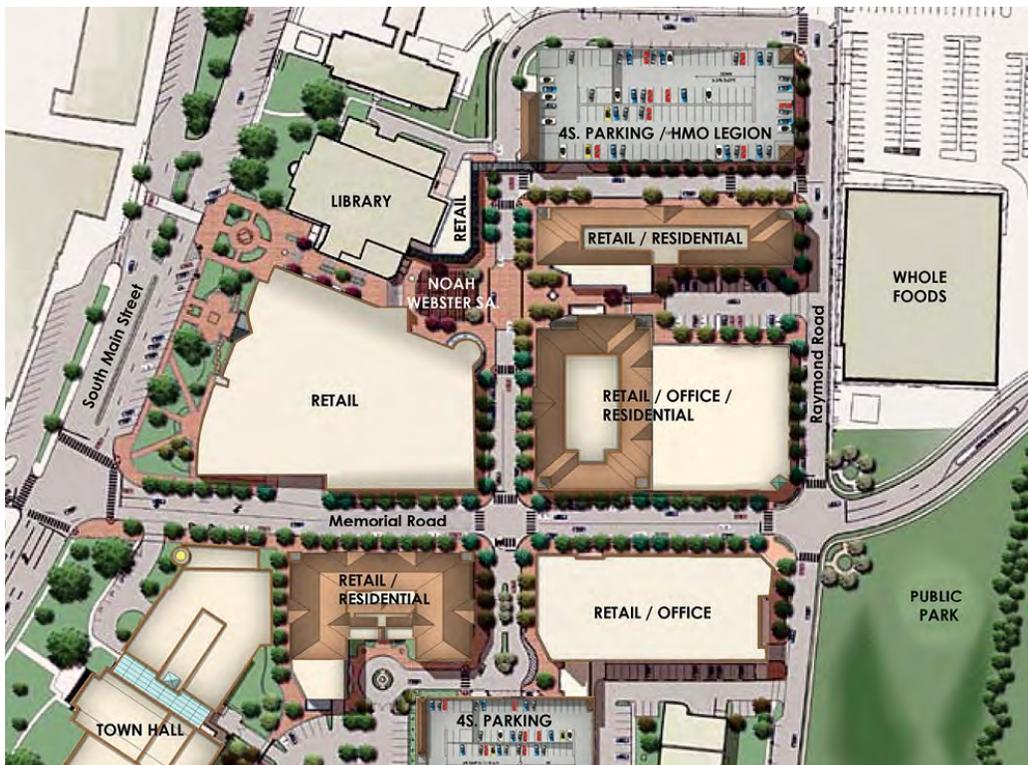
Blue Back Square // West Hartford, CT -

- Size: 250,000 square feet of retail floor space, 150,000 office floor space
- Local Population: 63,063
- Store mix: Dining: 8, Retail: 9, Wellness: 7, Entertainment: 2, Services: 2
- What makes it unique?
 - 48 Residential Units
 - Urban downtown with 5+ story buildings on narrow streets
 - Located adjacent to the municipal campus and Whole Foods
- Anchor Retail:
 - Barnes & Noble, Crate & Barrel, West Elm, Cheesecake Factory
- Notable Entertainment:
 - Cinapolis Cinemas
- Notable Municipal Services:
 - Adjacent to West Hartford municipal services: City Hall, Library, Police Station
- Aesthetics:
 - Tunnel-like streets with first floor retail floor and offices/residential above.
 - A well-designed center intersection offers a gathering place and focus point of the project
 - Lacks historical charm or charisma that reflects the region
- Events?
 - Yes
- Parking:
 - Paid on-street and garage parking

Notes from discussion with Maryann from Blue Back Square Development Committee

- **Parking allocation for fire trucks, etc needs to be considered for on-street parking.**
- **Trash service - trash handling was problematic. Affects livability of the residence. Who will handle it and who will approve the processes for waste removal?**
- **Paid parking is required to visit civic buildings which is a frustration for local residents.**
- **Buildings are tall, street stays dark, wind tunnel, which is a complaint.**
- **Parking garages can end up with carbon monoxide issues if it's closed. Luxury condos were too close in proximity. Noise issues of the HVAC, etc.**

- Office building with anchor tenants above the first floor. First floors were all retail or restaurants.
- Restaurant heavy in Blue Back
- Crate and barrel is still there.
- Because of paid parking, businesses that offer quick services are adversely affected. People tend to not pay for parking for a quick trip.
- Renee McHugh is the town liaison for blue back square events. Private and town work together on the programming.
- Very narrow parking garage was a problem. Utilities to these should be a focus.
- On street handicap parking needs some focus. Depends on the adjacent uses. How much of the street will these take up?
- Paying for Parking can be prohibitive for certain business types. Quick visits don't happen if you pay for parking.
- Sound proofing the retail/residential walls has been a battle.
- Has remained mostly dining and retail, even with Covid. Multistory buildings over restaurants have issues with grease vents out the sides. Should go through the building and out the roof.
- Consider future uses of leased spaces. As spaces were leased, they were built to accommodate the incoming tenant. As turnover happened and use changed for the space, there were problems accommodating the required utilities for the new tenant after residential units were constructed above and beside the unit.
- Retail has turned over heavily. Barnes and Noble, crate and barrel, remain. There are limited anchor tenants supported by many small businesses. Mostly upscale offerings.
- Zoning meetings were contentious, there was a lawsuit between the local mall and the developer. There is a public record for all of the planning meetings. Minutes and Google.





Blue Back Square					
Dining		8		Services	2
Fleming's	Dining	Restaurant		Spaces	Services Co-Working
Kaliubon	Dining	Restaurant		The Medspa	Services Medical
Playa Bowls	Dining	Cafe			
Rizzuto's	Dining	Restaurant		Wellness	7
Spot Coffee	Dining	Cafe		Aria Nail Spa	Wellness Salon / Spa
Cheesecake Fac	Dining	Restaurant		Blo	Wellness Salon / Spa
Vinted	Dining	Restaurant		Cyclebar	Wellness Gym
World of Beer	Dining	Restaurant		Kennedy's	Wellness Salon / Spa
				Ooh La La	Wellness Salon / Spa
Entertainment		2		Pure Barre	Wellness Gym
Cinepolis	Entertainment	Cinema		Sola	Wellness Salon / Spa
Muse	Entertainment	Art			
Retail		9			
Barnes and Nobl	Retail	Books			
Casper	Retail	Home			
Crate & Barrel	Retail	Home			
LoveSac	Retail	Home			
T Mobile	Retail	Technology			
Tempurpedic	Retail	Home			
Trollbeads	Retail	Jewelry			
West Elm	Retail	Home			
Woof Gang	Retail	Pet			

Assembly Row // Somerville, MA -

- Size: 45 acres
- Local Population: 80,906
- Store mix: Dining: 27, Retail: 5412, Wellness: 11, Entertainment: 6, Services: 6
- What makes it unique?
 - Two, 20+ story residential housing complexes with garage parking
 - Modern Urban Development located on public transit (Orange Line) with waterfront access and high density
 - The Row Hotel
 - Trader Joe's, Ruth's Chris, Bed, Bath, & Beyond, Legal Seafood, Adidas, Converse
- Anchor Retail:
 - Trader Joe's, Ruth's Chris, Bed, Bath, & Beyond, Legal Seafood, Adidas, Converse
- Notable Entertainment:
 - AMC Cinema, LEGO Land, Lucky Strike
- Notable Municipal Services:
 - Public Amphitheater, Dedicated Green Space, Mass General Hospital. Borders District Courthouse. 2 blocks from the public library.
- Aesthetics:
 - Tunnel like buildings with first floor retail, broken up by wide intersections and small segments of green space and parking on the perimeter.
 - Walkable with wide intersections and maintained landscaping
 - Lacks historical charm or charisma that reflects the region

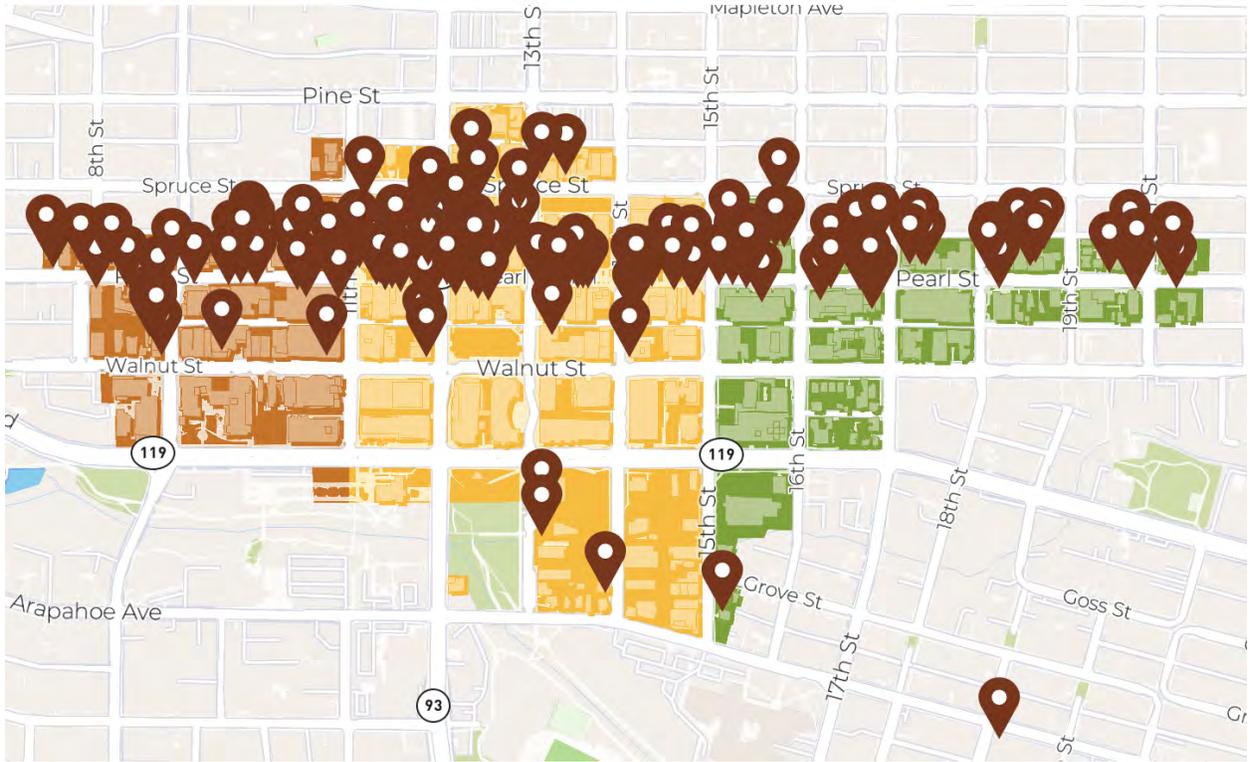
- Events?
 - Yes
- Parking:
 - 3 Hours free. 6 garages available. Public transit available.





Pearl Street Pedestrian Mall // Boulder, CO -

- Local Population: 106,392
- What makes it unique?
 - Downtown Boulder historical area. Has been developed gradually over time, not all at once.
 - Nearby to UC Boulder
 - Operates as a centerpoint to all of Boulder's amenities and attractions, instead of as a segmented section of a larger municipality.
 - Wide area, mostly 2 & 3 level buildings, with heavy focus on local and small businesses.
- Anchor Retail:
 - North Face, Urban Outfitters, Billabong, mostly local/non-anchor
- Notable Entertainment:
 - Farmer's Market, Boulder Theater, Museum of Boulder
- Notable Municipal Services:
 - Visitor information center, USPS, Chamber of Commerce, YWCA, borders the Public Library and City Council building, Chamber of Commerce, YWCA
- Aesthetics:
 - Authentic historical downtown feel with local appeal.
 - Modern western theming integrated well into the surrounding areas
 - Shops reflect the lifestyle of the region
- Events?
 - Frequent event programming - live music, face painting, festivals, street vendors
- Parking:
 - On-street parking validated by businesses. Garages available. Alternative access available (walking, biking, trails)



**THE DOWNS DEVELOPMENT TASK FORCE
GRANDSTAND SUBCOMMITTEE**

FINAL RECOMMENDATION

March 11, 2021

Introduction

On January 7th, 2021, a group of 9 citizens began meeting with Town Councilors, Town Staff and members of The Downs development team to provide citizen input that will guide a portion of the development of Scarborough Downs that will become the “Downtown” of Scarborough. The land area under consideration for development is anchored by the existing site of the Scarborough Downs race track, and the structures that race fans used to watch events. The pair of structures are collectively called “The Grandstand”. One key piece of input that Town Leaders and the Developers of The Downs were interested in was: “Does the Grandstand have sufficient local interest to merit retaining it as part of the development of the Downtown, or ought it be torn down?” A subcommittee of three Scarborough citizens (Art Dillon, Kim Rand and Bryan Shumway) met to consider this question, evaluate potential uses for the space and provide a recommendation regarding the use of The Grandstand.

Final Recommendation

The final recommendation of the Grandstand Subcommittee is to retain the existing grandstand structures, renovate them and maintain them as a focal point of the Downtown development. We make no recommendation regarding ownership, public vs. private usage, or ultimate specific use. We do, however, express a strong sentiment that the final use of the structure ought to: draw users, be high-energy, be primarily non-residential and provide an opportunity for people to gather both indoors and outdoors.

Considerations

Historical Significance

The 500 acre parcel that is being developed as “The Downs” is largely woodlands; the Grandstand site, however, is one of few areas of the site that has been developed and has historical significance. The use as a harness racing venue made this land a regional attraction, engaged and employed families from throughout Maine and became one of the things that Scarborough was known for. While not all memories that came from this building were necessarily good ones, the building provides a tangible connection to older Scarborough residents through their actual memories of the structure and provides an intangible connection to newer Scarborough residents through their nostalgia of a bygone era.

This icon of the past, and its tie-in to the present-day name of the development, make it natural to want to retain the structure if possible for future use. As one Scarborough citizen said during a recent committee meeting, “you can only tear it down once...”

Authenticity

The development of The Downs is all new. The downtown that is being created is going to be all new. New is nice, but new also creates the risk of poor stylistic aging... A campus of new

buildings that make up the “new” downtown runs the risk of feeling sterile, banal and ordinary upon completion; 25 years from now it runs the risk of looking uniformly anachronistic. The existence of the Grandstand provides the opportunity to introduce an authentic structure that is rooted in a different time period. This authentically roots the site to the past, adds visual interest and diversity to the development and helps to create a more authentic downtown experience for residents, visitors and tenants of the new Downtown district. This authenticity has the potential to add to the value and long-term success of the district.

Aesthetic Vision

In making a final determination regarding the future of the Grandstand the Committee evaluated both the existing physical characteristics of the structure as well as some aspirational examples of similar structures throughout the world. We noted that the existing large glass panes facing the infield of the racetrack were monumental, unique and hard to replicate; we also noted that they were sub-optimally sited in terms of orientation to the sun. The volume of space was also unique and unlikely to be reconstructed in a new building; this volume, of course, leads to some inefficiencies but also helps promote an air of grandeur that is fitting for an iconic structure.

In deciding to retain the structure we were captivated by the aspirational examples of buildings we saw elsewhere that had similar form. Common features of these buildings, that were present in our visioning of the future of the Grandstand building, included large expanses of glass, large open indoor spaces, high visual connection between indoors and outdoors, retention of large structural elements of the old building in a semi-finished manner and ease of passage between the interior of the structure and the exterior of the structure.

It is safe to say that without the benefit of **seeing** what similarly shaped buildings looked like elsewhere in the world, the decision to keep and renovate the Grandstand would have been more difficult.

Potential Uses

Throughout our discussions the committee was able to brainstorm several potential uses for the structure, and was supportive of several potential uses that were suggested by community members and the developer. The following list represents some of the ideas that we discussed as potential uses of the building - understanding that the structure most likely would be a multi-tenant structure:

Event space	Indoor or outdoor (cool down) water park
High-end residential	Multi-season Public Space
Brewpub	Community Center
Restaurant space	Expo Center (New Home to Red Claws!)
Coffee shop	Quick Care Clinic
Public Library	A School/Higher-Ed
Performance space	Hotel
Multi-purpose culture center	Post Office
Art gallery space	Artist Live/Work Space
Faneuil Hall-like market space	Museum

The committee did a fairly intensive study on the potential to use the structure as a new site for a Public Library. Two things became clear from this study: 1) while several factors made this an ideal location for a new public library, there were many factors we learned about that were unintuitive yet important to the end-user; 2) just because a public library COULD work well in this structure did not mean that the structure was the best place for the library, or that the library was the best use of the structure - it was feasible but not necessarily optimal. This experience was eye-opening for the committee and guided our ultimate usage recommendation.

Rather than base our recommendation on the viability of a single use, we were encouraged that multiple uses were possible and thought it best to allow market forces, user interests and tenant needs to drive the ultimate usage of the building. We felt that if we determined that the building could serve multiple uses it would be a signal that it was more worth saving and that it would have a higher likelihood of success; on the other hand, if we could only foresee a singular use for the building, we thought that keeping the structure would place too much reliance on the success of that one use and be too risky to the Town and the Developer.

Public vs. Private

After concluding that the structure merited conservation, and determining that a Committee-directed use of the structure was not in the community's or the development's best interest, we considered whether it was important for the structure to become a public asset or remain a private asset. Given the stature of the Grandstand and its iconic placement within the Downtown, there was reasonable consideration for it to take on a public or civic usage in order to provide stability, reliability, longevity and access to the space. On the other hand, public and civic usage would require public funding and support and absent a compelling civic use there is a concern for the long-term viability of adequate public funding to maintain the space. Ultimately we concluded that we would remain agnostic regarding the public vs. private ownership and programming of the space, however, we expressed a strong value for the space to be broadly accessible to the entire community. For this high-energy, heartbeat structure to turn into an exclusive private space would feel like a loss to the community.

Conclusion

The Grandstand is one of very few pieces of architectural iconography that remains at the Scarborough Downs site. With a careful, well planned renovation, it can become the crown jewel of the downtown development, can connect the future of Scarborough with its past and can provide an element of authenticity to anchor the new development that will surround it.

We appreciate the opportunity to study the value of the building and provide our recommendation to the Task Force and to the broader community.

Prep for June 22 Downtown Workshop

Below is a list of questions to help us shape our feedback to the design consultants. Questions regarding management, responsibilities between public and private sectors and services will come later. You may not have opinions on all items. The questions are just a way to get us thinking about components and themes for Scarborough's downtown.

Public Spaces, Gathering Spaces, Amenities

What should the consultant know about Scarborough? What would make Downtown authentic to Scarborough? To the region?

What attracts people to Scarborough and how will that be reflected in the Downtown?

What themes should be considered for signage and streetscapes? How should it relate to the current wayfinding signs that feature the Marsh?

What does a gathering space mean to you? How would the public space in the Downs be different than Memorial Park?

Comp Plan comments talked about areas where you would run into your neighbors – what would draw people to this space?

What would make this “the place to be” in the Summer? In the Winter?

How would you define a successful Public Space in the Downtown? What are the milestones? What are the performance measures?

How does transportation play into the Downtown plan? Is there a public transportation stop? Is there a shuttle that takes people to other areas of the Downs or Oak Hill?

Main Street Design

What does walkable mean to you?

What distinguishes this Main Street from Oak Hill?

Can you envision a Crate & Barrel type of store on this Main Street? What type of anchor would draw residents and visitors?

What does an inviting streetscape mean to you? Does signage, streetscape furniture and lighting make you willing to walk longer distances?

How does Main Street connect to the rest of the Downs and to balance of Oak Hill? Do you envision people parking downtown and then walking the various trails at the Downs?

What could be unique about our Main Street? What makes it exciting? Why would you want to go here rather than Portland? How does Main Street relate to the other villages in town? Do they connect?

Are the things that make the downtown exciting different for residents than for regional visitors or for out of state visitors?

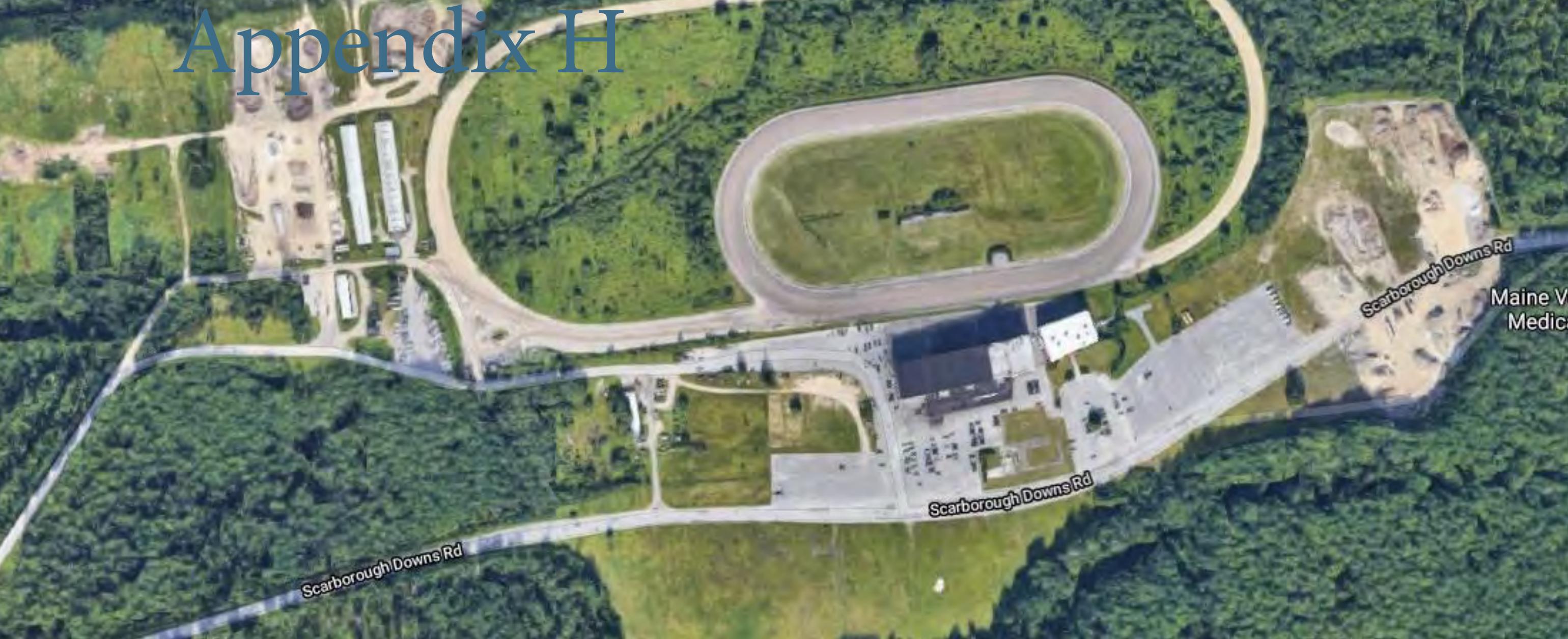
What would define the Downtown as adult friendly or kid friendly? Do you think of Portland as being oriented toward adults? Why?

How does sustainability play into a "designed from scratch" Downtown? Is sustainability a draw?

What does a post pandemic downtown look like?

What role does community art play in Main Street Design? Can it help define the Downtown as Scarborough?

Appendix H



The Downs Town Center Planning Downtown Committee Workshop June 22, 2021

GOODYCLANCY
ARCHITECTURE / PLANNING / PRESERVATION

CROSSROADS HOLDINGS LLC

Agenda

- Town Center urban design principles
- Town Center neighborhood/block structure
- Development program strategy
- The Green
- Discussion

Building on a strong foundation!

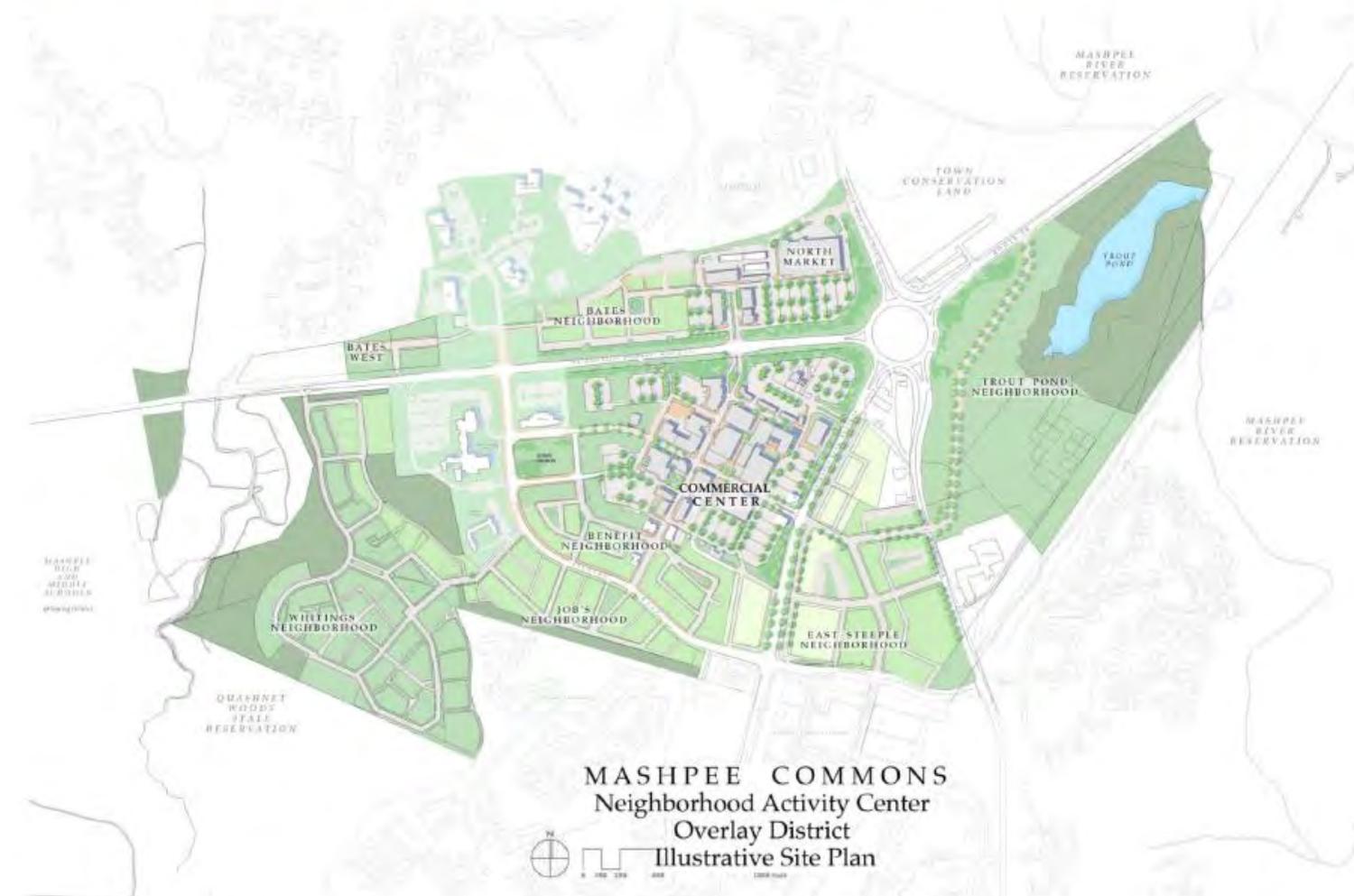
- Central location
- Community goals
 - *Downtown visioning exercise*
 - *“World Tour”*
- District zoning & financing
- Established and growing development
 - *Frontrunner Park*
 - *Innovation District*

Vision themes

- A central spot
- A local marketplace
- Portland ... but not Portland
 - A unique feature
 - Outdoor recreation
 - Indoor public space
- A downtown for all ages

Building on a strong foundation!

- Central location
- Community goals
 - *Downtown visioning exercise*
 - *“World Tour”*
- District zoning & financing
- Established and growing development
 - *Frontrunner Park*
 - *Innovation District*



Town Center principles

- Destination Green: an “outdoor room” with mix of food/drink, civic, and recreation activity; signature Grandstand re-use



Town Center principles

- Destination Green: an “outdoor room” with mix of food/drink, civic, and recreation activity; signature Grandstand re-use
- Within 1-2 blocks of Green, 500+ housing units appealing to diverse households



Town Center principles

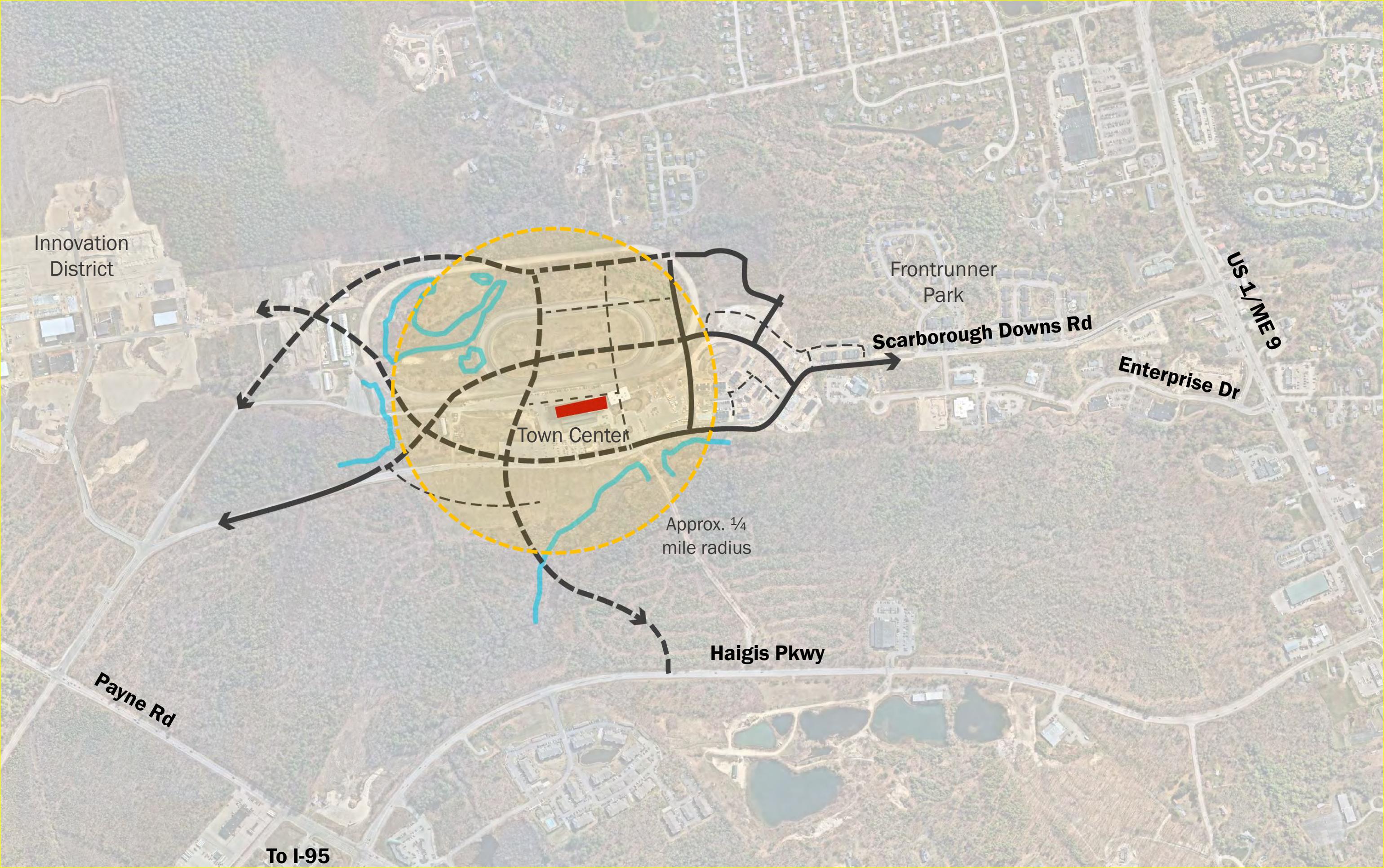
- Destination Green: an “outdoor room” with mix of food/drink, civic, and recreation activity; signature Grandstand re-use
- Within 1-2 blocks of Green, 500+ housing units appealing to diverse households
- Continuously walkable, people-oriented streets and building frontage around the Green and along neighborhood connections



Town Center principles

- Destination Green: an “outdoor room” with mix of food/drink, civic, and recreation activity; signature Grandstand re-use
- Within 1-2 blocks of Green, 500+ housing units appealing to diverse households
- Continuously walkable, people-oriented streets and building frontage around the Green and along neighborhood connections
- Larger anchors (grocery, sports facility, office) placed with pedestrian entrances toward Green, parking toward approach roads
- Street and recreational path network offering convenient route and travel mode options





Innovation District

Frontrunner Park

US 1/ME 9

Scarborough Downs Rd

Enterprise Dr

Town Center

Approx. 1/4 mile radius

Haigis Pkwy

Payne Rd

To I-95

Innovation District

Frontrunner Park

Scarborough Downs Rd

Grandstand

To Payne Rd

To Haigis Pkwy



Innovation District

Frontrunner Park

Scarborough Downs Rd

morning

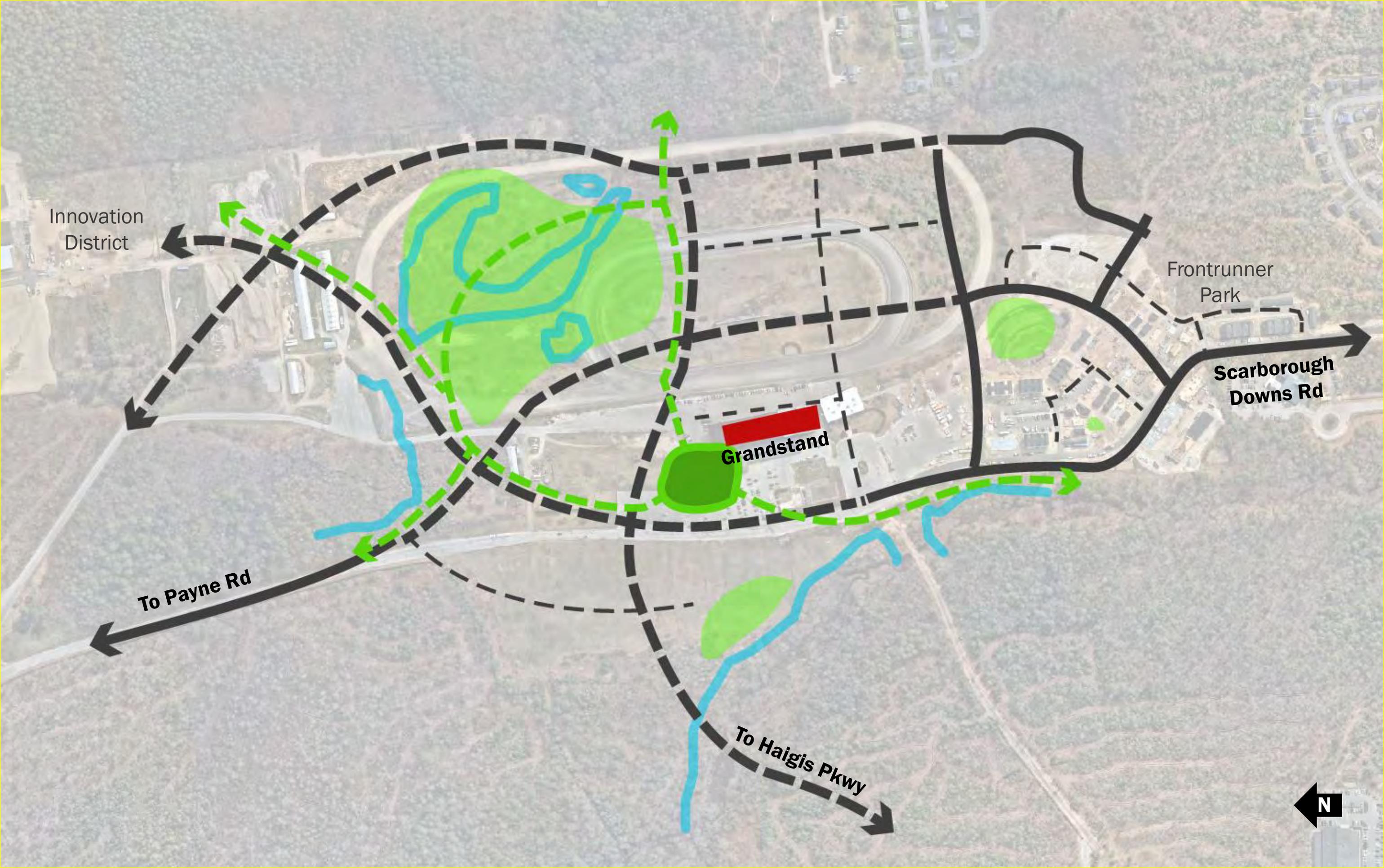
Grandstand

afternoon

To Payne Rd

To Haigis Pkwy





Innovation District

Frontrunner Park

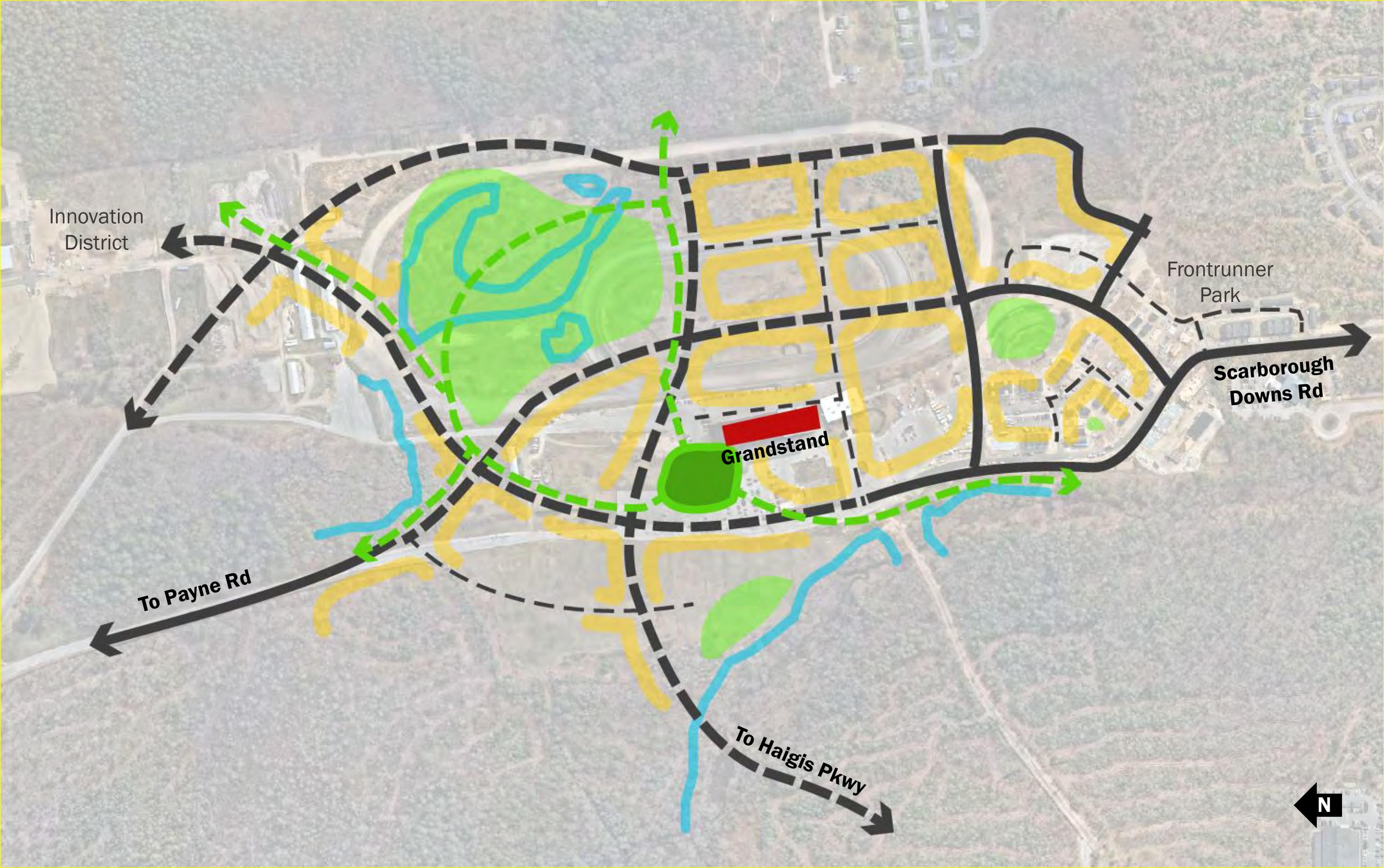
Scarborough Downs Rd

Grandstand

To Payne Rd

To Haigis Pkwy





Innovation District

Frontrunner Park

Scarborough Downs Rd

Grandstand

To Payne Rd

To Haigis Pkwy





Residential

Grandstand

Civic and/or
retail/dining

Green

Priority
retail/
dining

Sports/
recreation
anchor

Flexible
mixed-use

Residential

Office,
hospitality,
and/or
residential

Grocery
anchor

To Haigis Pkwy

To Payne Rd

Scarborough
Downs Rd





field

Residential

To
Innovation
District

Recreation
field

Sports/
recreation
anchor

Residential

Civic and/or
retail/dining

Residential

Priority
retail/
dining

Civic and/or
retail/dining

To Route 1

Green

Flexible
mixed-use

To Payne Rd

Residential

Corner
retail

Residential

Flexible
mixed-use

Office,
hospitality,
and/or
residential

To Haigis
Pkwy

Grocery
anchor



Innovation District

Residential

Public park & trail network

Recreation field

Recreation field

Sports/recreation anchor

Residential

Grandstand

Priority retail/dining

Civic and/or retail/dining

Green

Frontrunner Park

Scarborough Downs Rd

Residential

To Payne Rd

Residential

Flexible mixed-use

Residential

Office, hospitality, and/or residential

Flexible mixed-use

Grocery anchor

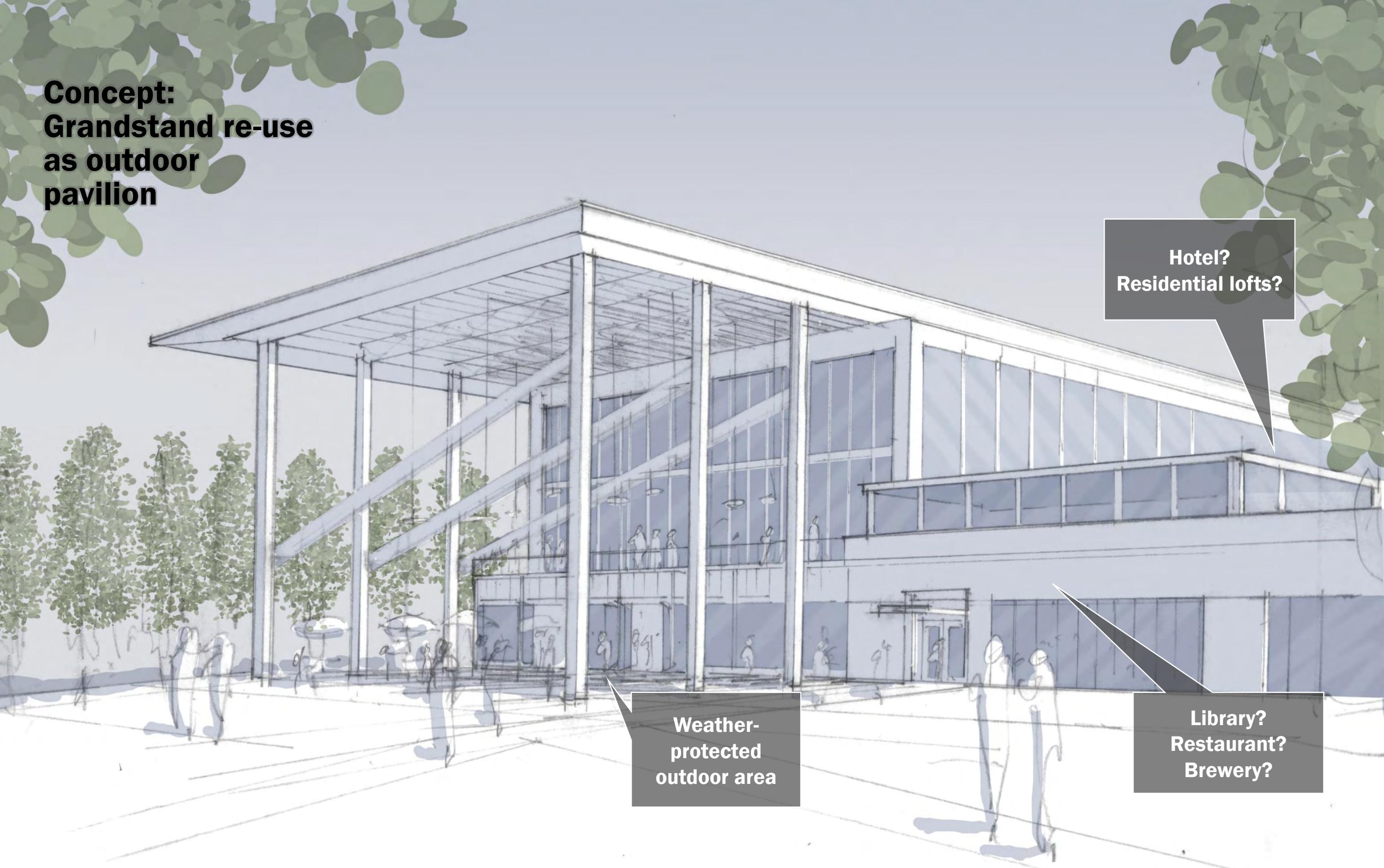
1/4 mile

To Haigis Pkwy





**Concept:
Grandstand re-use
as outdoor
pavilion**

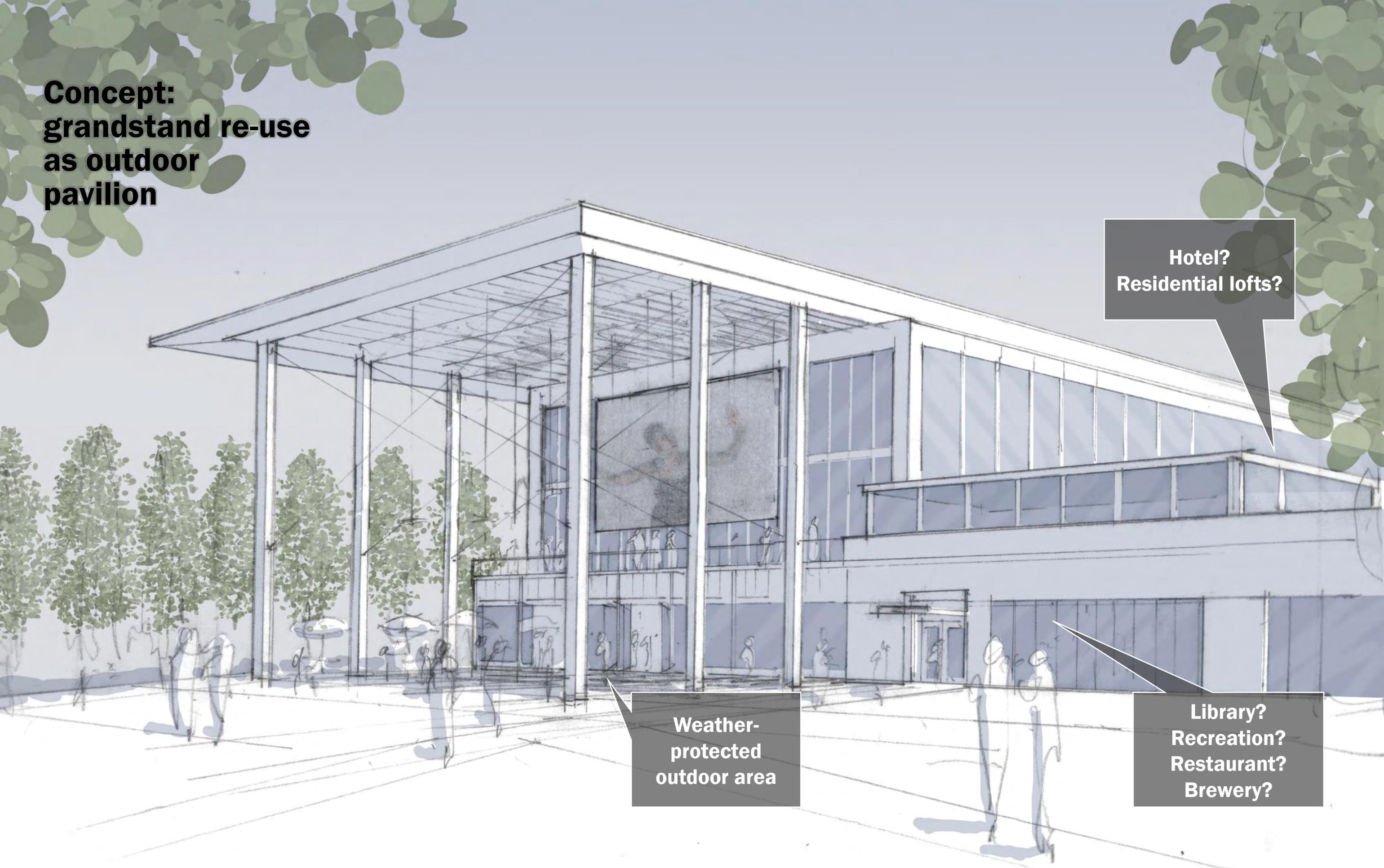


**Hotel?
Residential lofts?**

**Weather-
protected
outdoor area**

**Library?
Restaurant?
Brewery?**

**Concept:
grandstand re-use
as outdoor
pavilion**



**Hotel?
Residential lofts?**

**Weather-
protected
outdoor area**

**Library?
Recreation?
Restaurant?
Brewery?**

Concept: Green and retail street viewed from Grandstand

To Haigis Pkwy

Grocery store

Office or residential use on upper floors

Residential frontage with stoops & front gardens

Civic green

Low-speed street with parking

Outdoor dining



Concept: Green and retail street viewed from Grandstand

To Haigis Pkwy

Grocery store

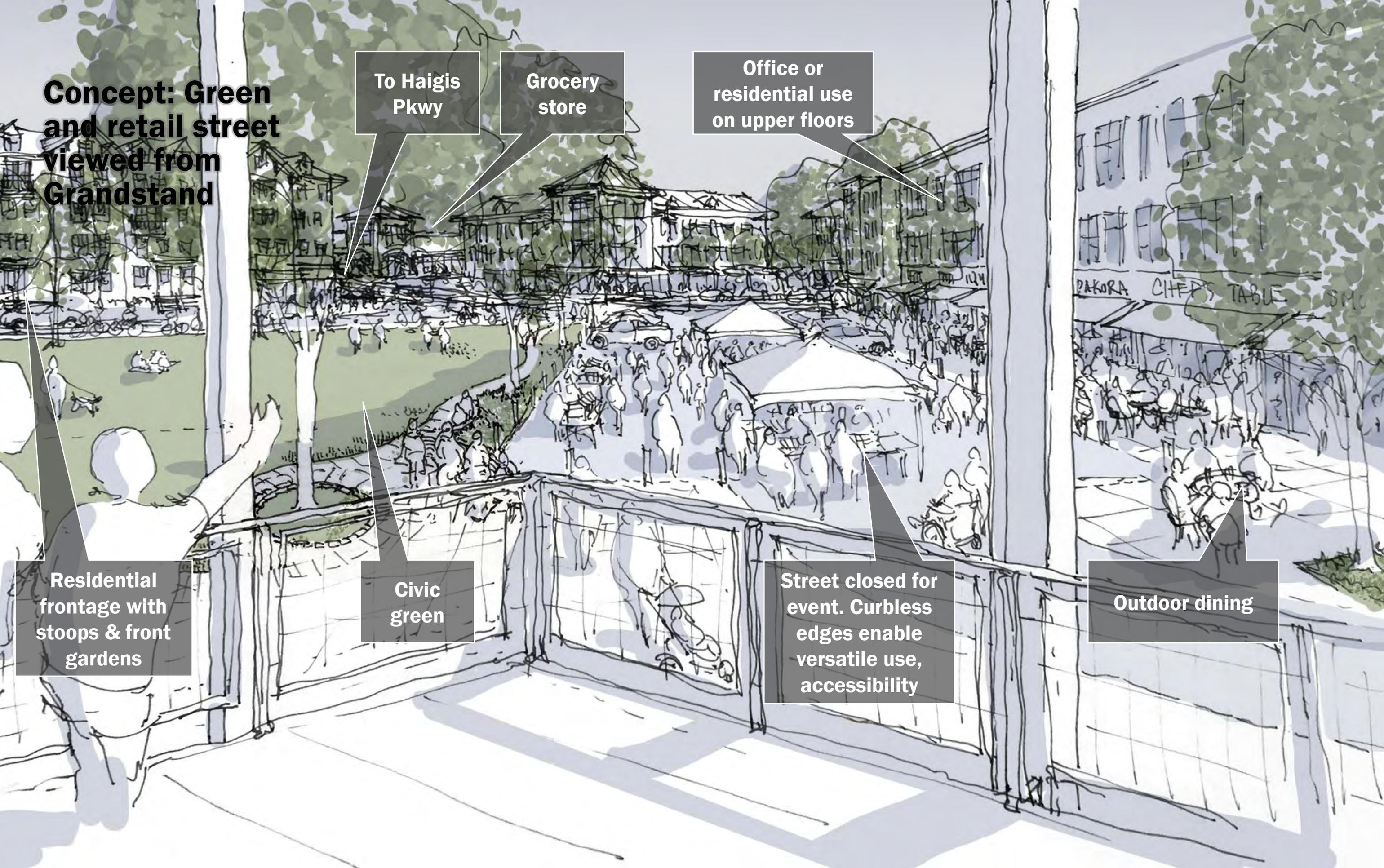
Office or residential use on upper floors

Residential frontage with stoops & front gardens

Civic green

Street closed for event. Curbless edges enable versatile use, accessibility

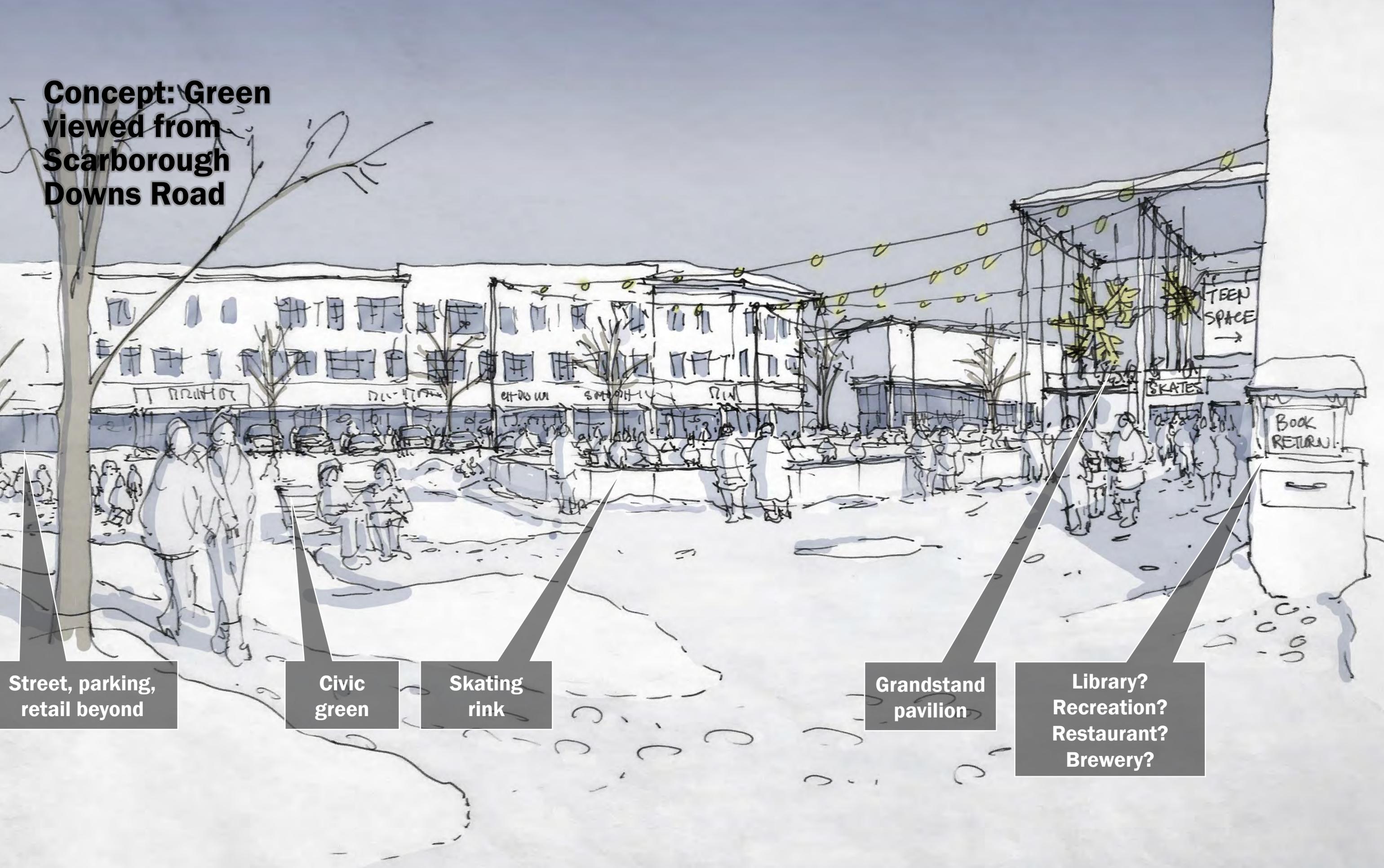
Outdoor dining



**Concept: Green
viewed from
Scarborough
Downs Road**



**Concept: Green
viewed from
Scarborough
Downs Road**



Street, parking,
retail beyond

Civic
green

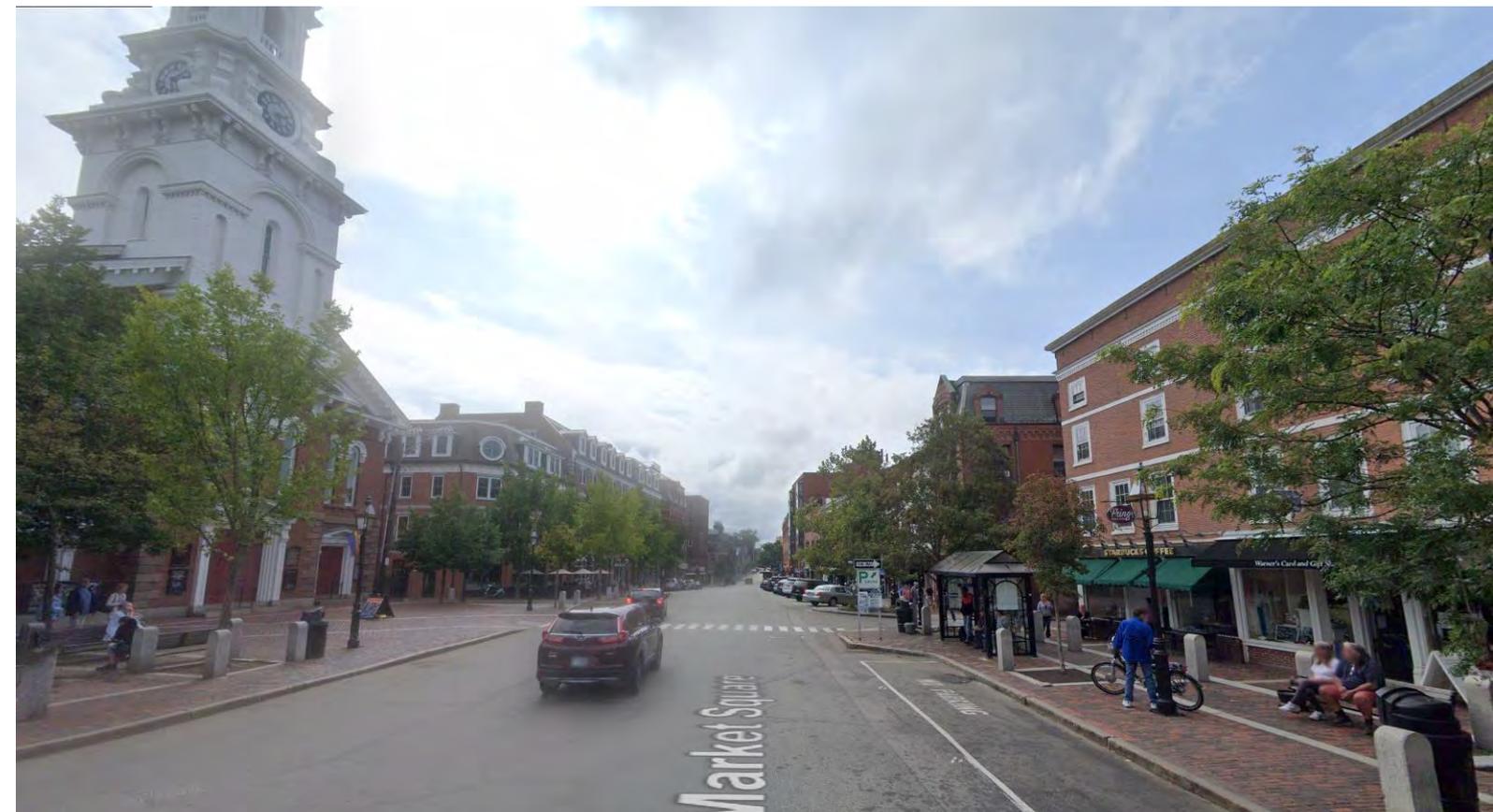
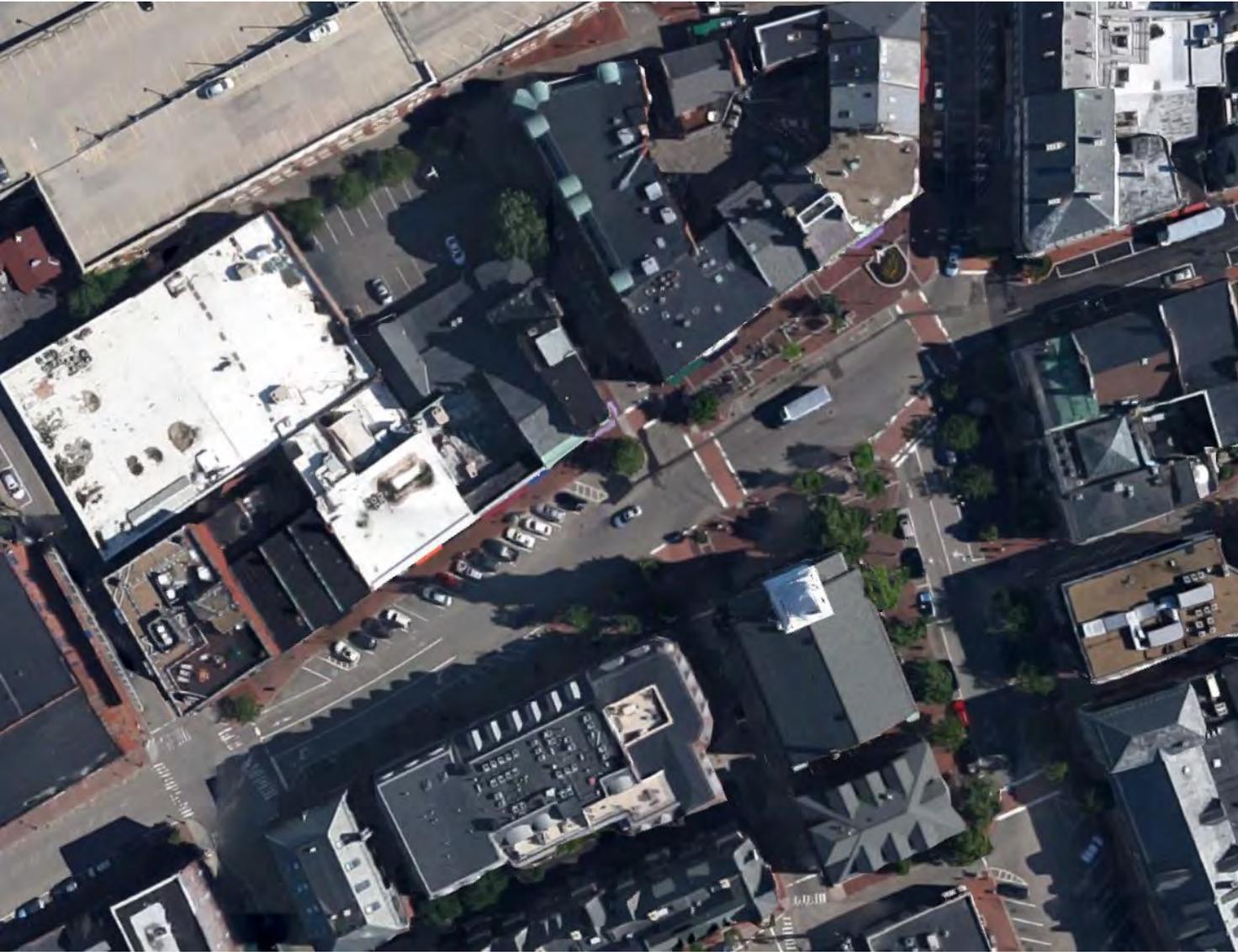
Skating
rink

Grandstand
pavilion

Library?
Recreation?
Restaurant?
Brewery?

TEEN
SPACE
→
SKATES
BOOK
RETURN

Pop-up market street: Portsmouth, NH



Pop-up market street: Greenville, SC



Curbless streets



**Town Green
examples: Bar
Harbor**



**Town Green
examples: Port
Office Square,
Portland**



Town Green examples: Brunswick



Thank you!



POTENTIAL AREAS OF COMMITTEE FOCUS & COLLABORATION

- Public Space Design, Programing & Amenities
- Main Street Design, Amenities & Operational Elements
- Parking Design, Regulations & Allowances
- Civic Buildings & Destinations
- The Grandstand
- Marketing, Recruitment & Advocacy
- Brainstorming & Collaboration



INPUT ON DELIVERABLES

- **Guidance on Desirable Public Spaces, Gathering Places & Amenities**
- **Guidance on Main Street Design Elements that would Benefit the Community**
- **Guidance & Recommendations on Civic Buildings & Uses that would be Asset to Downtown**
- **Brainstorming & Collaboration on Grandstand Reuse**
- **Review of Ordinance and/or Policy Conflicts with Downtown Needs**
- **Key Municipal Actions / Measures to Enable Successful Downtowns Based on Other Models/Examples**
- **Implementation Measures for All of the Above**

Agenda

- Welcome/introductions
- Town Center urban design principles
 - *Resonance with Downtown Committee visioning, questions, precedent tour*
- Town Center neighborhood/block structure
 - *Bubbles indicating blocks*
 - *Strategic street grid connections & alignments*
 - *Key anchors – Green, grocery, sports, potential library or other civic use*
- The Green
 - *Sketches showing Green area character & scale*
 - *Example precedents from other communities*
 - *Grandstand re-use concepts*
- Summary of potential program and how it responds to market potential
- Areas for Committee input: options, questions
- Next steps
- Discussion

Pop-up market street



Pop-up
market
street



Pop-up
market
street



Pop-up market street





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MEMORANDUM

To: Town of Scarborough Downtown Committee
From: Jim Damicis and Tom Dworetzky, Camoin Associates
Date: 8/12/2021
Re: **The Critical Role of Housing for A Successful Downtown at The Downs**

The Downs Town Center would be the first new-build downtown district development project in Maine. While Maine has many historic downtown areas across its towns and villages that have developed organically over time, this would be the first example of a master-planned downtown district being constructed from the ground up. **Whether organic or planned, successful downtowns depend on a strong housing component to achieve the mix of activity and foot traffic needed to function as a community gathering place. Whereas the old-model shopping center prioritizes convenient, in-and-out access for cars in order to maximize retail sales, the new model mixed-use district is designed to be a place where people want to gather, interact, and spend their leisure time in addition to their consumer dollars.**

Throughout the country, single-use retail shopping centers continue to grapple with increasing vacancies as e-commerce grows as a share of consumer retail spending. Retail areas that have fared best against this challenge are those that function not only as a place to make purchases, but as community gathering places. Many struggling malls and shopping centers have been given new life by integrating housing and community uses, emulating the mix of activities seen in traditional downtown centers. The old single-use retail development model is struggling; the new model is mixed use and integrated with residential.



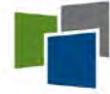
Old Model: Shopping Center	New Model: Mixed-Use District
<ul style="list-style-type: none">• Single-use - retail only or narrow mix of retail and services• Typically one story• Easy access from the highway• Disconnected from residential neighborhoods• Car-oriented - unwelcoming and/or dangerous for pedestrians• Serves a single purpose - easy-in/easy-out convenient shopping• Limited or non-existent spaces for gathering• Active only during retail business hours• Generic architecture and design found in any community• Less economically resilient - difficult to adapt retail to other uses as retail market changes	<ul style="list-style-type: none">• Mixed-use - retail mixed with residential, office, hotel, etc.• Ground-floor retail with other uses above and adjacent• Central location within the community• Integrated with residential neighborhoods• Pedestrian-oriented - people prioritized over vehicle flows and parking• Serves multiple purposes as a community destination to shop, dine, live, work, and gather• Active throughout the day and evening• Architecture and design reflects local character and history• More economically resilient - flexible mix of uses can adjust with changing market demand

A market analysis conducted by Camoin Associates for The Downs shows that the Town Center can support a full-size supermarket, as well as an additional 60,000 SF +/- of retail space, to include sit-down and quick-service restaurants, boutique and specialty retailers, hair care and other personal care services, fitness centers, yoga studios, and other retail/services businesses. This is based on the consumer spending potential of existing households and workers within a 15-minute drive of The Downs, as well as households that will live in planned housing units at The Downs.

The data shows that that there is sufficient consumer spending power throughout the local area to support considerable retail development at The Downs, but the appeal of The Downs for retailers and their customers is wholly dependent on its ability to function as a district and attract an eclectic mix of local stores and restaurants. Without a steady flow of pedestrian activity that comes from a mix of residential and commercial uses, there will be little to differentiate it from old-model, chain-dominated shopping centers.

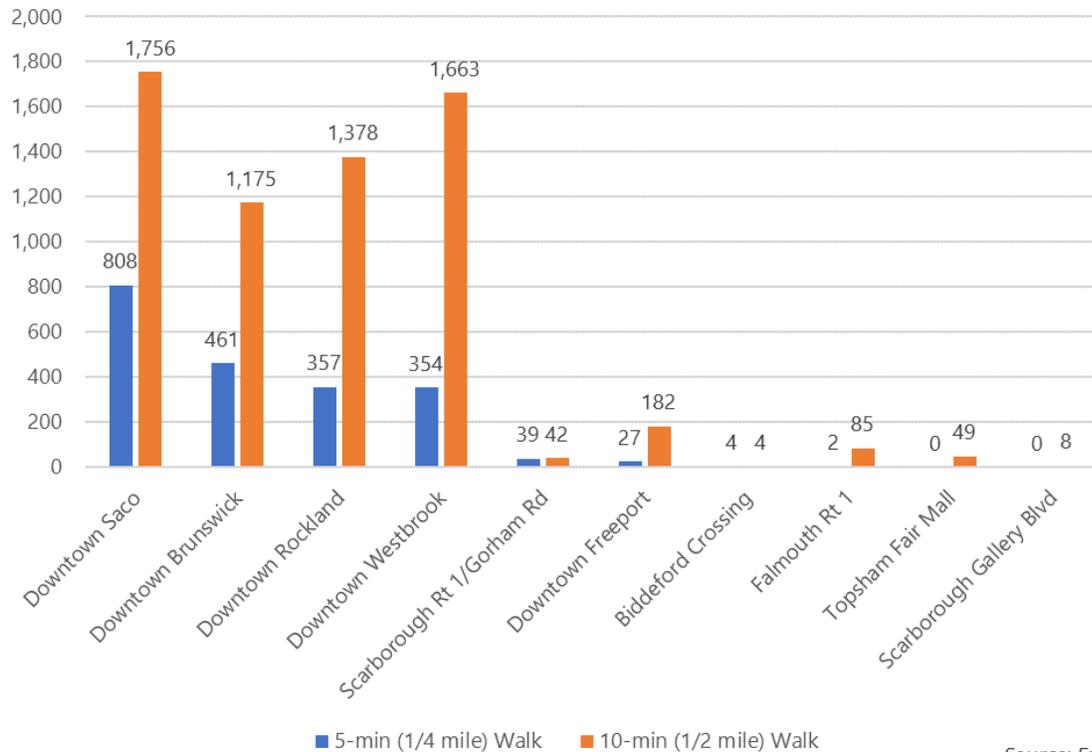
This residential-commercial mix is also critical for overcoming the disadvantage of not being located directly on a main thoroughfare. Because old-model shopping centers prioritize convenience and easy access for cars, they are almost always highly visible from a major road with high traffic volumes. By contrast, the site of the downtown at The Downs is located internal to the property and therefore will experience much lower pass-by traffic than Route 1 or Payne Road. For The Downs to compete against old-model shopping centers for customers and tenants, it will need to function as a unique mixed-use district that acts as a destination and draw in and of itself.

Thriving traditional downtown areas all have housing density in common. Downtown areas in Saco, Brunswick, Rockland, and Westbrook have between 350 and 800 housing units within a 5-minute walk of their main intersection, and 1,000 to 2,000 units within a 10-minute walk. Old-model shopping centers and other car-oriented retail corridors, by contrast, rarely have residential density within walkable proximity. Scarborough's current de facto "downtown" intersection of Route 1 and Gorham Road has



fewer than 50 residential units within walking distance. Downtown Freeport is an example of a downtown district that has a pedestrian-oriented design but has only about 30 housing units within a 5-minute walk, and therefore functions more like a shopping center with pedestrian activity limited to retail business hours.

Number of Residential Units within Walking Distance

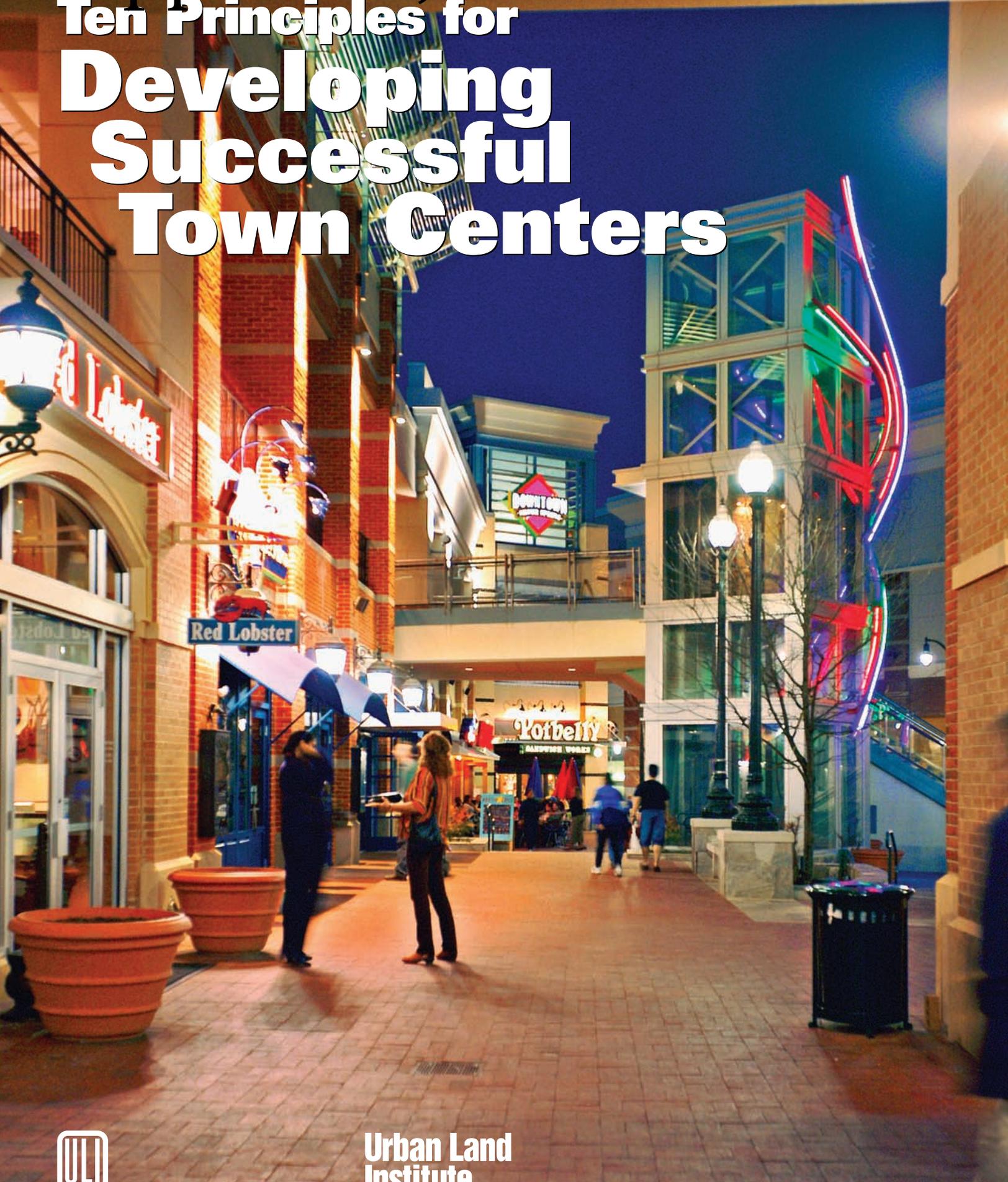


Source: Esri

Across the country, these car-oriented shopping centers and other commercial districts are seeking, and often struggling, to infuse housing, other complementary uses, and amenities into their development areas. For mixed-use traditional downtowns, though vacancies may exist and “ups and downs” with economic trends occur, they are more resilient and adaptable to community needs over the long term due to their diversity.

To achieve the level of housing density needed for the mixed-use district model to work, about 1,000 residential units are needed at The Downs within a 5-minute walk (approximately a quarter mile) from the center of the district. It should be noted that this level of residential density is somewhat higher than in the comparison downtowns discussed previously. This is because unlike The Downs, those downtowns are located on major thoroughfares with significant pass-through vehicle traffic that drives additional customers, enabling commercial businesses to be successful with fewer housing units. **A threshold of 1,000 units achieves the level of pedestrian activity needed to activate The Downs, appeal to prospective retail and restaurants tenants, and create a true downtown environment.**

Appendix J: Ten Principles for Developing Successful Town Centers



Ten Principles for Developing Successful Town Centers

Michael D. Beyard

Anita Kramer

Bruce Leonard

Michael Pawlukiewicz

Dean Schwanke

Nora Yoo

About ULI—the Urban Land Institute

The mission of the Urban Land Institute is to provide leadership in the responsible use of land and in creating and sustaining thriving communities worldwide. ULI is committed to:

- Bringing together leaders from across the fields of real estate and land use policy to exchange best practices and serve community needs;
- Fostering collaboration within and beyond ULI's membership through mentoring, dialogue, and problem solving;
- Exploring issues of urbanization, conservation, regeneration, land use, capital formation, and sustainable development;
- Advancing land use policies and design practices that respect the uniqueness of both built and natural environments;
- Sharing knowledge through education, applied research, publishing, and electronic media; and
- Sustaining a diverse global network of local practice and advisory efforts that address current and future challenges.

Established in 1936, the Institute today has more than 35,000 members from 90 countries, representing the entire spectrum of the land use and development disciplines. Professionals represented include developers, builders, property owners, investors, architects, public officials, planners, real estate brokers, appraisers, attorneys, engineers, financiers, academics, students, and librarians. ULI relies heavily on the experience of its members. It is through member involvement and information resources that ULI has been able to set standards of excellence in development practice.

The Institute has long been recognized as one of the world's most respected and widely quoted sources of objective information on urban planning, growth, and development.

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Introduction

For more than half a century, suburbanization has been the dominant force in America's metropolitan growth and development. During this period the nation's population has shifted dramatically, so that today more Americans live in suburbs than anywhere else. In fact, two suburbs—Mesa, Arizona, and Arlington, Texas—are now among the 50 largest cities in America, and the next census will likely include more.

As suburban populations have soared, along with jobs and shopping opportunities, many suburbanites have happily chosen to live independent of the older cities that form the core of their metropolitan areas. Many never visit the city except for an occasional concert, sporting event, or night on the town. At the same time, suburbanites are increasingly aware of the growing shortcomings of their own communities. They do not like monumental traffic jams, deteriorating suburban strips, obso-

Victoria Gardens in Rancho Cucamonga, California, became an instant downtown for an exurban community that needed one.





lete shopping malls, an aging monoculture of single-family homes, and environmental degradation. These problems are all evidence of the lack of a strong civic presence.

One consequence of the development patterns of the past 50 years is that there are few public places in suburbia where all segments of society can get together to interact, to celebrate, to stroll, to protest, to sit and watch the world go by, or just to enjoy day-to-day living. The reason: these types of places are typically found in and around downtowns, and downtowns were never part of the suburban dream. From the beginning, suburbs revolved around such private pleasures as backyard barbecues, football practice, country clubs, and stay-at-home moms. Downtowns were considered anachronisms at best. At worst, they were considered to be filled with crime, deterioration, poverty, and people to avoid. As a result, suburban downtowns never got built.

Shopping was also designed to be different in the suburbs. Gone were the street-front stores that were intimately connected with the life of the community in cities.

Construction began on the Reston Town Center in Reston, Virginia, in 1990. Today, it continues to grow.



WAYNE NICHOLS

Designed in 1922 and built out over years, the iconic Country Club Plaza in Kansas City, Missouri, is the forerunner of today's generation of town center developments.

That eclectic mix of new and old, mom-and-pop stores, and personalized service was replaced by more standardized, no-hassle environments with predictable chain stores, mass market appeal, and plentiful parking in an impressive array of sophisticated shopping center types, formats, and environments. Gone too were opportunities to walk to the corner store, the movies, the library, the town square, or the local café, because land uses were designed to be separate. That made sense when industrial uses dominated cities, but it does not make sense today.

Seven factors are driving a sea change in suburban attitudes toward cities and downtowns:

1. The typical suburbanite has changed. No longer is suburbia dominated by white, middle-class couples with children. Today, the suburbs are as diverse as the cities they surround, in terms of race, culture, income, age, sexuality, and lifestyle. This shift suggests that different development solutions are needed to meet contemporary needs—such as a range of housing types to accommodate all lifestyles at different life-cycle stages.
2. The problems associated in past years with downtowns, especially crime, deterioration, and visual blight, have dissipated. Today, downtowns are cool again.
3. Relentless, low-density suburban development patterns that require a car to go anywhere are unsustainable, given the projected scale of suburban growth.

4. There is a powerful desire in suburbia to recreate the sense of community and connectedness that was lost as metropolitan areas grew so quickly in the past few decades.
5. Suburbanites, like all people, harbor a simple desire for more convenience in their busy lives.
6. Smart growth movements are gaining popularity as voters begin to realize the hidden costs of current suburban development practices.
7. Although suburbanites now actively seek a downtown environment, most do not want to live downtown. But that does not mean that they do not want the amenities of a sophisticated urban lifestyle.

As suburbs age and take on many of the characteristics of cities, they need to evolve as cities have evolved for millennia: creating walkable environments, broadening housing choices, offering mobility options, mixing land uses, selectively increasing densities, enhancing their civic and cultural presence, increasing diversity, and redeveloping obsolete and underused properties to provide more cosmopolitan environments and amenities. This is already beginning to happen. Downtowns, those places that many suburbanites have avoided for decades, are among the last missing pieces of the suburban development puzzle. Now being fit in place from coast to coast, they are called town centers.

What Is a Town Center?

A town center is an enduring, walkable, and integrated open-air, multiuse development that is organized around a clearly identifiable and energized public realm where citizens can gather and strengthen their community bonds. It is anchored by retail, dining, and leisure uses, as well as by vertical or horizontal residential uses. At least one other type of development is included in a town center, such as office, hospitality, civic, and cultural uses. Over time, a town center should evolve into the densest, most compact, and most diverse part of a community, with strong connections to its surroundings.

Numerous obstacles can retard the natural evolution of suburbs into more livable and sustainable communities that include town centers with urban amenities: NIMBYism is at the forefront of actions to short-circuit suburban evolution. Assembling and developing land parcels that are suitable for town centers sometimes requires complex and sophisticated partnerships between the community and private landowners. Zoning and subdivision regulations must often be modernized. Mixing commercial, residential, civic, and cultural uses raises unusual development challenges and adds costs to the development process. And integrating contemporary,



large-format retail space and adequate parking into an urban context is difficult. But communities throughout the country are succeeding.

As part of its mission to examine cutting-edge issues and propose creative solutions for improving the quality of land use and development, the Urban Land Institute convened a smart growth workshop June 26–28, 2006, in Washington, D.C., to distill ten principles for developing successful suburban town centers. During three days of intensive study, a team of planning and development experts drawn from around the United States toured and studied three very different town centers in



Botany Town Centre in Auckland is New Zealand's largest retail development.

ALTOON & PORTER

northern Virginia: Market Common, Clarendon in Arlington; Fairfax Corner in Fairfax; and Reston Town Center in Reston.

The ULI teams were made up of leading town center developers, public planners, architects, economic consultants, and property advisers. They visited each site, reviewed information about them, and met as separate teams to set out their findings, conclusions, and recommendations. The teams then met jointly to debate, consolidate, and refine their conclusions. The lessons learned from these town centers can be applied wherever the public and private sectors are wrestling with the chal-

Mizner Park in Boca Raton, Florida, replaced a failed mall with a mix of uses surrounding a lush public park.



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allenges of creating sustainable town centers for their communities. Such town centers include those that are created from scratch on greenfield sites and those that are integrated with existing development through additions or redevelopment, regardless of whether they are under single or multiple ownership. This report presents the results of ULI's workshop, including a definition of town centers and ten principles for creating them.

Ten Principles for Developing Successful Town Centers

- 1 Create an Enduring and Memorable Public Realm**
- 2 Respect Market Realities**
- 3 Share the Risk, Share the Reward**
- 4 Plan for Development and Financial Complexity**
- 5 Integrate Multiple Uses**
- 6 Balance Flexibility with a Long-Term Vision**
- 7 Capture the Benefits That Density Offers**
- 8 Connect to the Community**
- 9 Invest for Sustainability**
- 10 Commit to Intensive On-Site Management and Programming**

1

Create an Enduring and Memorable Public Realm

Developers, urban designers, and public officials increasingly view the public realm as the single most important element in establishing the character and drawing power of a successful town center. Streets, plazas, walkways, civic buildings, and parking all play a part. A well-designed public realm functions as anchor, amenity, and defining element for a town center.

Create a Central Place for the Community

A successful public realm is one in which commerce, social interaction, and leisure time activities mix easily in an attractive, pedestrian-friendly, outdoor setting. People are drawn by the simple enjoyment of being there. If that enjoyment is to be felt, the public realm and public spaces must be well designed and programmed.

A well-conceived public realm has the following attributes:



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Mizner Park in Boca Raton, Florida, provides a dramatic public realm at night that helps extend the hours of shopping and dining.

- It is a compelling central space that people are attracted to for its placement, design, and surrounding uses. The space can be a street, a boulevard, a square, or a combination of all three with other urban design elements.
- Movement between uses is easy, and sight lines facilitate wayfinding and encourage exploration.
- Effective programs and events are used to animate the space, and the capacity of the management is adequate to ensure programming for the space.
- Open spaces are sized and shaped to allow events to be held in them. They provide stage areas and technical support where appropriate.

- The public realm is open to programs that are significant to the community, such as charity events, holiday events, and civic events. It becomes a true public place, taking on a life of its own. As a part of the community that goes beyond simple commerce or public relations, it ultimately becomes a place with a history. The public realm should allow for the integration of the people, the place, and the larger community.
- The public realm is inclusive and brings together all the different segments of the community that may wish to visit or use the public spaces.
- An experience is created and delivered that the market values and that generates premiums for the residences and offices in the town center.
- The public realm is integrated with adjacent uses that significantly enliven the public space, such as bookstores, libraries, public buildings, cultural facilities,

restaurants, and general retail. Each of these uses has its own vocabulary for meeting the street and interacting with the public space that must be carefully considered in the urban design plan.

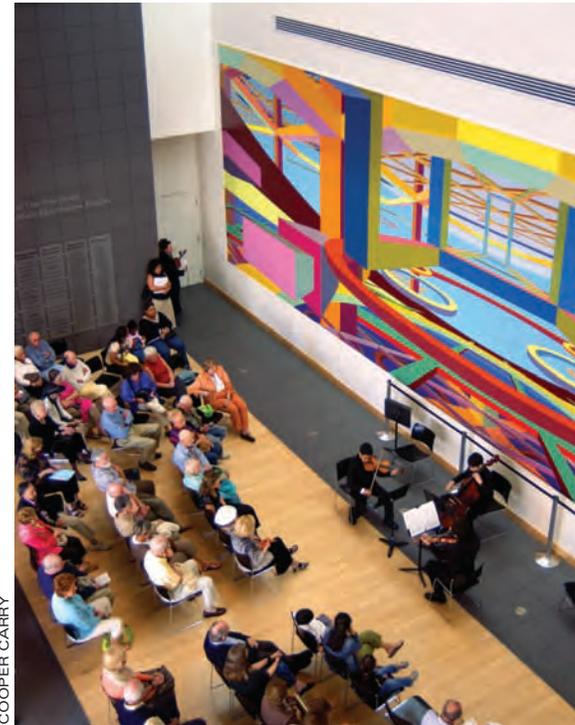
- Busy and fragmented contemporary life is balanced with comfort and convenience—the public realm is a place that restores the soul.
- Highly visible and easily accessed, the public realm is well connected to roads, transit, and parking infrastructure.
- Whether publicly or privately owned, the public realm has a strong civic identity and feels like a public space. Freedom of speech and political expression, hallmarks and traditions of historic town centers, are respected. The town center project therefore has a competitive edge over other conventional projects.
- Public and private responsibilities are clearly defined. For example, the streets might be public to the curb and include eight feet of the sidewalk; the remaining ten feet of the sidewalk might be private (where restaurants and stores can have a presence). Thus, the public sector has a role in day-to-day operations but private expression and flexibility are encouraged as well.
- The big idea is to create a place that is the place to be—to make the place as authentic as possible, a place that will have lasting identity.

Define the Public Realm with Streets, Open Space, and People Places

The key design elements for a town center are walkability, good circulation, connectivity, and parking. A good town center plan has a street framework and design that creates harmony among buildings and open space, the automobile and the pedestrian, work and leisure, and commercial and residential uses. It is critical to create a framework that elevates the pedestrian experience through great public spaces, good urban design, well-designed parking schemes, wayfinding strategies, and effective management plans.

A well-designed public realm includes several features:

- A well-conceived street and block pattern and network: A sound pattern and an effective street and open-space plan allow flexibility and adaptability that permit the public realm to evolve, change, and grow over time.
- Well-defined and arranged streets, sidewalks, plazas, squares, parks, promenades, courtyards, walkways connecting to parking facilities and surrounding areas, enclosed public spaces, public and civic buildings, cultural facilities, and parking facilities: These elements reinforce one another and work together to create gather-



Cultural activities such as this chamber ensemble concert held at Mizner Park, in Boca Raton, Florida, help create memories that bring people back.

ing spaces and sidewalk areas where retail and leisure meet. The creation of compelling “outdoor rooms” and gathering places should be a highlight of the plan.

- A hierarchy and guidelines for street spaces and uses, including the width of streets and sidewalks, the heights of buildings, and the quality and level of landscape elements: Streets should be neither too wide nor too narrow, and this scaling will vary from street to street within the town center and with the scale and nature of the project.
- Sidewalks that are sized according to their intended use and place in the overall scheme: Wide sidewalks are planned where restaurants and al fresco dining will be concentrated. Narrower sidewalks are planned on less intensively used streets. Pedestrian walkways from parking structures and surrounding areas are clearly linked to the signature space.

- A scale that is comfortable for pedestrians: The buildings engage the street through fenestration, materials, awnings, and store signage and lighting. Storefront designs avoid banality and allow for differentiation, so each store can brand itself strongly. Pedestrian-scaled signage is big enough for drive-by traffic to see but not obtrusively large.

- On-street parking animates the streets with slow-moving vehicles, provides a protective wall of cars for pedestrians, and delivers convenient parking. Two-lane streets with two-way traffic and street parking on both sides work fine. Alternatively, central parks or narrow boulevards can be used to divide traffic into one-way loop routes on either side of the

park or boulevard, with parking on one or both sides of each street, as was done at Mizner Park in Boca Raton, Florida; Market Common, Clarendon in Arlington, Virginia; Birkdale Village in Huntersville, North Carolina; Southlake Town Square in Southlake, Texas; and Santana Row in San Jose, California.

- Lighting for people, not cars: Storefront lighting is particularly effective in creating an attractive nighttime public realm, including both ground-level and upper-level windows and signage. Intense light is detrimental to an attractive atmosphere, and too little light makes the space seem unsafe.

- Landscaping and art are essential ingredients in place making. Tree canopies are important defining elements in the public realm and provide shade in outdoor shopping environments. Water features, seating, landscaping features, street furniture, and signage all play important roles in defining the public realm. Public art creates unique places.



GREGG LOGAN/RCLCO

Suwanee Town Center in Suwanee, Georgia, draws a crowd that enjoys its interactive fountain.

Urban design is coordinated so that the public realm emerges as each phase is built. For example, both sides of a street should be developed at the same time when possible, and signature public spaces should be surrounded by buildings as soon as possible. Public spaces without surrounding buildings and uses often look like vacant lots.

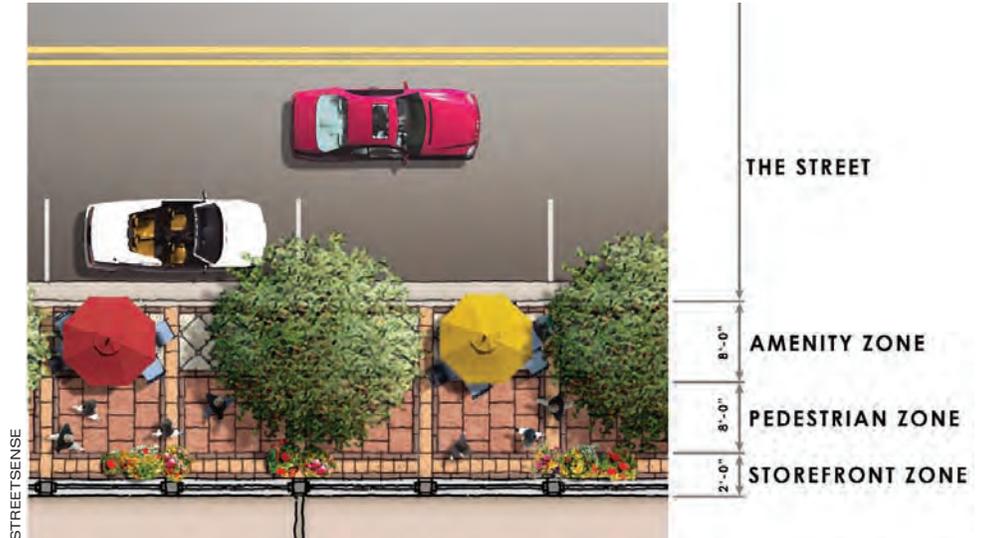
Shape and Surround the Public Realm with Fine Buildings

Although the public realm is largely the space between buildings, that realm and space is very much affected and defined by the buildings that surround and shape the space. Thus, development of the designs for these buildings should involve careful consideration of the impact on the public realm. These buildings should be fine buildings but not necessarily iconic architecture. Buildings and open space must be carefully integrated and mutually supportive.

One-story buildings, generally, do not effectively shape an attractive realm. Two-, three-, and four-story buildings are ideal because they are tall enough to define the space but not overwhelm it. Taller buildings can work as well, although higher buildings will block sunlight and this can detract from the public realm. The larger the public realm spaces, the larger the buildings that can effectively surround them.

The quality of materials and architecture visible from a public space shape and provide character to that space. Materials with lasting qualities and local appeal can establish authenticity; without such materials, the place may not be viewed as authentic or timeless. Buildings that face onto the signature public spaces must have a sense of permanence that makes a statement about the authenticity of the town center.

Historic buildings should be included where possible because they add value. The restored church at the heart of CityPlace in West Palm Beach, Florida, is a prime example. Iconic buildings can be elements in place making but are not essential. Buildings should reflect authenticity, genuineness, and honest design, and respect the local context. They can be eclectic, offer a variety of styles, provide for intimacy and serendipity, and provide an element of surprise and possibly even grandeur. Architectural variety allows the town center to look as if it has been developed over time, which greatly contributes to the feeling of a place that is authentic.



An enduring, memorable public realm is characterized by a pleasant and walkable environment where pedestrians can window-shop while others dine al fresco.

2

Respect Market Realities

A thriving town center is well tuned to the level and nature of the market that supports it. Understanding the market entails understanding not only population counts and income levels but also growth, competition, access, and aspirations. Each planned component in a town center should be evaluated separately to determine its basic strengths and the scope of its potential. But then all components must be evaluated together to determine their compatibility and the mix that works best for each component while offering an integrated, lasting environment. The goal is to provide a town center that is greater than the sum of its parts.

A merchandising plan considers the retail mix for target markets and the necessary balance of demographic and lifestyle groups.

In a mixed-use setting, retail uses drive residential and office uses. The retail component sets the tone of the general environment in two ways, through the tenant mix and through the nature of retail. First, through the tenant mix it makes a statement about the nature of the experience in the town center. Is entertainment offered through restaurants, bookstores, and cinemas? Performing arts or fine arts facilities also provide entertainment but generally do not keep people in the area if these retail components are not also present. Does the tenant mix include specialty stores? Are the tenants





Washingtonian Center, in Gaithersburg, Maryland, was one of the first town centers to mix big-box discount stores with full-price and neighborhood convenience stores in a pedestrian environment.

upscale, middle-of-the road, or discount stores? Each provides different levels of browsing appeal, convenience, and customer traffic. Is there a supermarket? Supermarkets provide a convenience for nearby existing and future neighborhoods, and the type of supermarket—upscale or mainstream—is often one of the determinants of ambiance.

Second, through the very nature of retail—trips to a variety of retail spaces by hundreds or thousands of customers per day, almost all on street level—a high level of pedestrian activity is sustained. Although office workers and residents generate additional pedestrian activity, they do not provide the ongoing volume of activity generated by the retail component. Further, proximity to stores and restaurants is a selling point for residential units and office space in town centers, whereas on-site residential and office activity is a small factor in most stores’ locational decisions.

A retail market analysis answers two “big picture” questions:

- What type of retail project can be supported by the market? Types include traditional neighborhood or community centers, more upscale centers commonly referred to as “lifestyle centers,” power centers, regional and super regional centers, or hybrids consisting of elements of any or all of these. Hybrids are becoming increasingly common.



GREGG LOGAN/WRLCO

High-density residential provides a good market base for retail at Atlantic Station, in Atlanta, Georgia.



Zona Rosa, in Kansas City, Missouri, creates a focus for a low-density suburban market.

- What size could the retail component be? Size refers to built space and can range from less than 100,000 square feet to more than 1 million square feet.

A retail market analysis follows six basic steps:

- Determine the spending patterns of the surrounding population—where people shop, how much they spend.
- Document the type, size, and location of existing and planned competitive retail facilities and districts, both nearby and in the region.
- Identify the likely new trade area on the basis of the analyses of those spending patterns and competing facilities.
- Calculate total buying power in the trade area and the amount expected to be captured by the new project.

- Translate captured buying power into supportable square footage.
- Conduct a site and traffic analysis to ensure that the projected development can be accommodated.

Office activity in a town center can range from second-story office space above retail to a freestanding class A high rise. An office market analysis evaluates existing

The market in Boca Raton, Florida, expects amenities such as valet parking at Mizner Park.



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office space in the region, including tenant types, building age, building size, and concentrations and occupancy rates, as well as planned developments, transportation improvements, and industry trends.

Residential units in a town center can include apartments over retail, loft units, apartment or condominium buildings, townhomes, and live/work units. Residential market analysis always looks at population growth projections and at market segments of the population that may be at a point in their life cycles when density and convenience are most attractive. Such segments include young professionals and empty nesters.

Victoria Gardens in Rancho Cucamonga, California, provides many retail environments to serve different shopping needs.

3

Share the Risk, Share the Reward



RMA ARCHITECTURAL PHOTOGRAPHERS

Civic uses can grow out of public/private partnerships and add to the liveliness and diversity of the town center, as at Victoria Gardens in Rancho Cucamonga, California.

views heard. Public and private partners can bring unique skills and resources to the process and together nourish a supportive consensus within the community.

Today, public/private partnerships are seen as creative alliances formed between a government entity and private developers to achieve a common purpose. Other stakeholders, such as nonprofit associations, have joined these partnerships. Citizens and neighborhood groups also have a stake in the process.

Although each such partnership is unique in its local implementation, most share development phases that are bounded by similar legal and political limits. In the first phase—conceptualization and initiation—stakeholders are surveyed for their opinions of the vision for the town center and the surrounding community and partners are identified. In the second phase, entities document the partnership and begin to define project elements, roles and responsibilities, risks and rewards, and decision-making and implementation processes. The partners negotiate the deal and

Developing well-designed, successful town centers sometimes requires merging public and private interests and resources so that by sharing the risks, the rewards can also be shared. The conventional process of development is confrontational—an arm-wrestling contest between the local government and the developer to see which will get the best of the other from the process. Developing a collaborative partnership arrangement can avoid this zero-sum game and produce outcomes that benefit all partners.

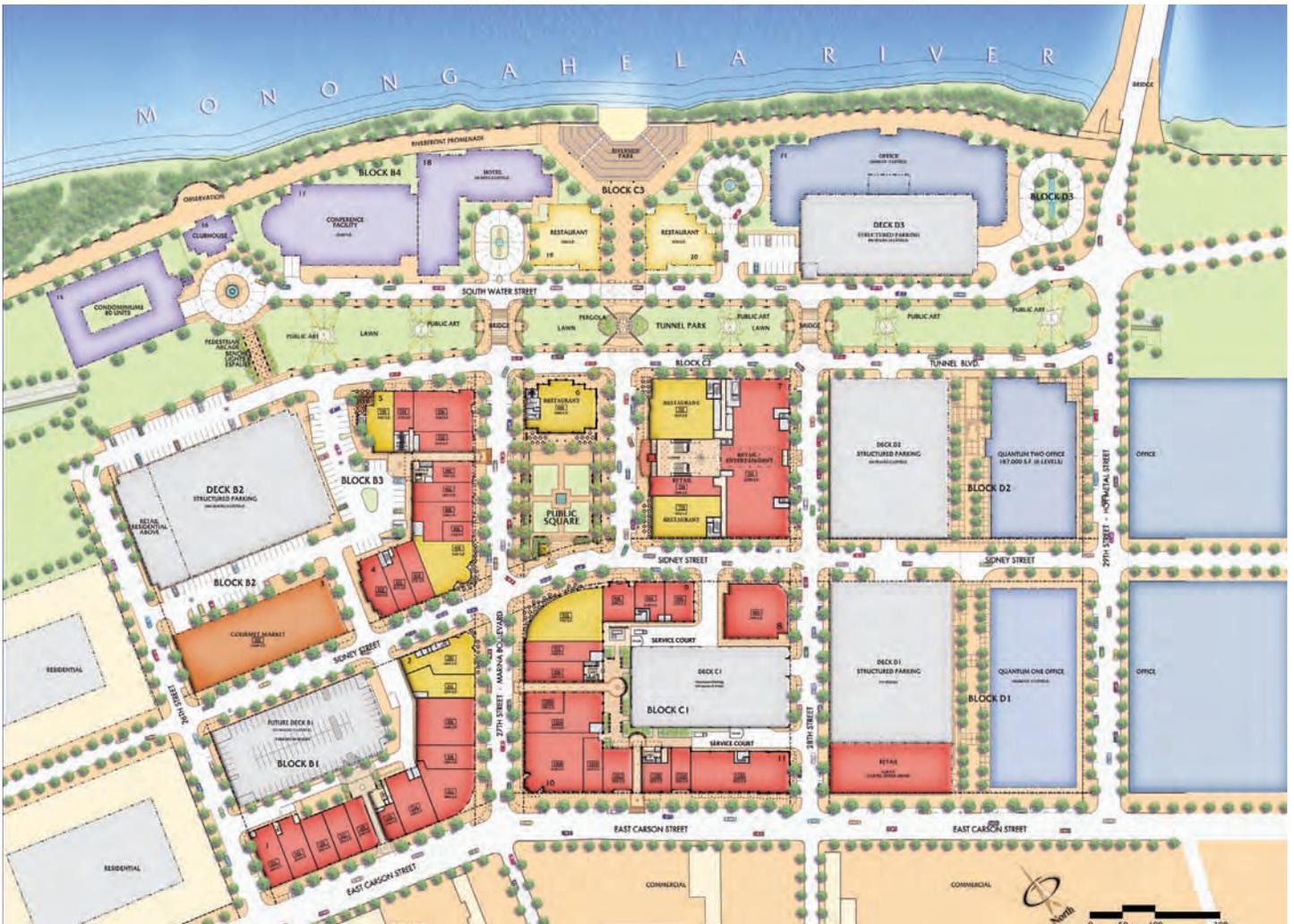
Public/private partnerships can be beneficial for a number of reasons:

- Local governments can no longer bear the full burden of the costs for required public infrastructure and facilities. Private sector partners can share the costs.
- Neither private nor public interests are served by lengthy delays in the entitlement process. Public sector officials can facilitate the review and approval process.
- Planning and zoning controls are often either inadequate or too inflexible to ensure the desired public or private outcomes. The public and private sectors can work together to see that the process is less important than the desired outcome.
- The citizens of the community must be engaged and their

reach agreement on all relevant terms. In the third phase, the partnership attempts to obtain support from all stakeholders, including civic groups, local government, and project team members. Project financing begins and tenant commitments are secured. In the fourth phase, the partnership begins construction, leasing and occupancy, and property and asset management. The process is repetitive and can continue beyond the final phase, when partners manage properties or initiate new projects.

A partnership is a process, not a product. Successful navigation through the process results in net benefits for all parties. The public sector can leverage and maximize public assets and increase control over the development process to create a vibrant built environment. Private sector entities can receive more support throughout the development process and have more certainty about approvals, timing, and acceptable and profitable outcomes.

SouthSide Works, in Pittsburgh, Pennsylvania, is the product of a public/private partnership to redevelop the site of an old steel plant on the Monongahela River and reconnect the community to the waterfront.



Public events help integrate the town center into the fabric of the community, as at Suwanee Town Center, in Suwanee, Georgia.



Risks

Public/private partnerships can encounter various types of risk:

- Market risk: Will the projected demand for space be realized?
- Construction risk: Will the project meet the budget and the schedule?
- Ownership risk: Will all the hazards of owning and operating a development, such as tenant leasing, be overcome?
- Interest-rate risk: Will the interest rate increase?
- Performance risk: Will the project achieve the public purpose for which government justified its participation?

Rewards

The most obvious rewards for the public are the net economic and fiscal benefits—jobs, infrastructure, taxes, fees, increases in the community's wealth and tax base—that can be produced by joint action to overcome obstacles. Less tangible is the message that the community is on the move, that it is progressive in advancing the welfare of its residents. Public officials also enjoy gratification and recognition for

their work. Meanwhile, the public benefits from enhanced community amenities, a greater sense of identity, and increased economic development.

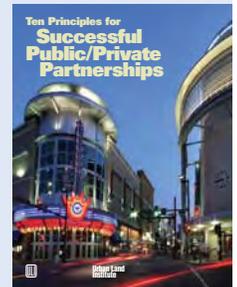
The benefits to the private developer are perhaps the most obvious and readily measured, because a deal must be profitable after paying all costs associated with the investment of time and resources. In addition to the nonfinancial returns to ego and self-esteem that are produced by a successful project, developers have reputations to build and protect if they are to participate in other deals and continue to prosper.

Although the risks and rewards of a particular public/private partnership may be more easily measured in the private sector, the public concerns are no less important. A disciplined accounting of expected rewards and risks, or benefits and costs, goes a long way toward demonstrating to key stakeholders and the general public alike that a deal is worth doing. The public must know that all relevant factors of the deal are being considered—that risks are being carefully defined and evaluated and steps are being taken to offset or mitigate them. Clearly, the objective of this accounting should be to show that the ultimate outcome of the partnership will be positive for both the public and the private partners as a result of their respective investments and risk taking. If an accounting of risks and rewards fails to show such a positive outcome, good reason exists to reconsider the undertaking.

**Also available from ULI:
Ten Principles for
Successful Public/
Private Partnerships**

By partnering and sharing the risks and rewards, public officials and developers are completing urban renewal projects such as mixed-use space, affordable housing, and convention centers that might have been impossible using more traditional methods.

This publication presents principles to help all parties navigate the development process and get the job done, whether for a single project or a long-term plan. Examples and case studies highlight best practices.

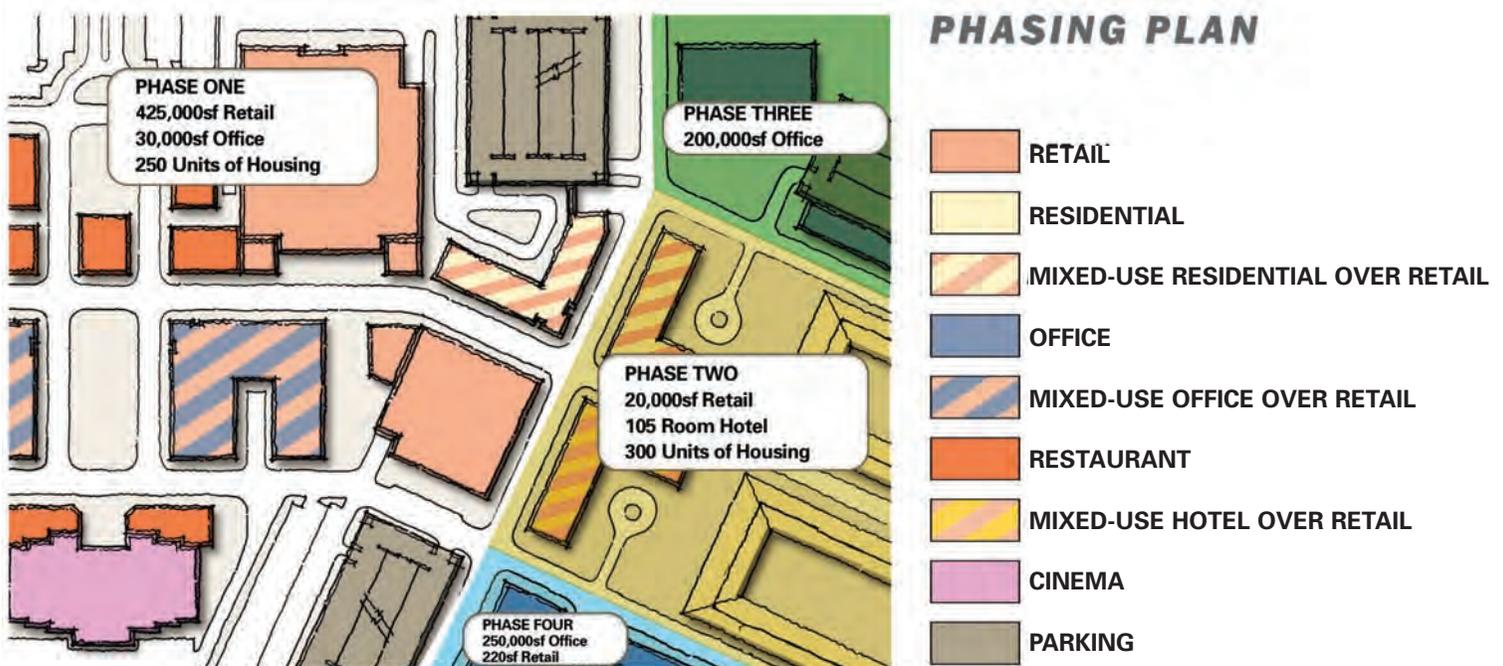


4 Plan for Development and Financial Complexity

Financing and ownership issues in town centers involve numerous levels of complexity beyond those that occur in most single-use projects. This complexity typically includes one or more of the following aspects:

- Large overall project size with large capital requirements;
- A number of uses that may be financed separately and have distinct financing requirements and market cycles;
- Phasing strategies that may require separate financing for each phase;
- Several owners or equity sources of capital, including unusual ownership structures or multiple ownership structures;
- Management issues that affect ownership, including covenants, maintenance and management agreements, condominium uses, and the like;
- Lenders who evince a lack of understanding or interest;
- Longer predevelopment periods, requiring high levels of upfront, at-risk equity;
- Longer construction and overall development time frame, exposing the project to greater market and financial risk;
- Higher overall risk, requiring higher returns to compensate;

The ambitious scale of planned town centers often requires phasing development projects in line with market demand. Phasing may require different financing strategies because early phases are riskier and later phases will be enhanced by the ongoing success and synergies of completed projects.



- Higher development costs per square foot, including higher legal costs, design fees, and construction costs, and larger contingencies; and
- Public financing opportunities and challenges.

Use a Well-Organized, Well-Capitalized Approach with Resilience and Vision

To address these issues, developers of town centers must be experienced, well organized, and very well capitalized. Town center developments are typically taken on by private developers that have a strong vision and the staying power to see developments through to completion. Developers must have a long-term outlook and be ready to embark on a long process, staying with the project well into the operating period. They will need to develop a financial plan and structure that includes substantial upfront, at-risk equity to get the project through a long approval and predevelopment process—a process that may well end in a no-go decision, resulting in the loss of a lot of money.

Developers and their financial partners need to stay with the development well into the operating period because it may take some time to achieve the initial vision and to attain stabilized operations and income, especially when phasing is involved. Profits on town centers are often made in the latter years of the holding period, when the project is fully built out and performance is fully optimized. Success also requires implementing and fine-tuning an effective management plan. The management plan is essential to establishing solid operating performance over a period of years and to achieving the final vision. A long-term view and patient capital are essential ingredients.

Financial analysis must recognize the many ways in which mixed uses will affect construction costs, projected revenues, and operations. Although mixed uses will likely lead to higher revenues and greater profits, they also entail higher costs and greater risks. All these factors must be reflected in the financial planning process.

Attract Financing and Work with Multiple Sources

Financing for town centers frequently involves equity from numerous equity capital sources, which may participate in the whole deal or just portions of it. Financing may involve multiple owners and equity sources for each element of the project. Legally defining where each ownership interest begins and ends is a unique and critical step in town center projects. Maintenance and management responsibilities for common area elements must be carefully spelled out in ownership and management agreements. Considerable time and effort must be spent on ownership and legal issues up front.



The development of Market Common, Clarendon in Arlington, Virginia, involved a complex arrangement and integration of different types of housing and retail uses around an energized public square.

Significant time and effort will also be required to arrange and obtain debt financing. Multiple-use projects require lenders who recognize and understand the various uses in the project, how they are operated, and how they fit and work together. The lender must be willing to finance something different, something that does not fall into standard single-use categories. This is a difficult stretch for many lenders; thus the developer needs to spend time finding the right lender. Even then, a certain amount of time must be spent on educating the lender about the unique aspects of mixed-use development; public sector partners can often be helpful in this process.

Another approach is to arrange separate financing for each use, but this entails arranging numerous deals, which is in itself challenging. Finding a lender who understands the vision is important, and using multiple lenders may be necessary. Using multiple lenders can work for projects in which components are separately owned. For example, there could be different lenders for residential, retail, office, hotel, and other uses. Whatever lender approach is used, the plan must not be compromised to satisfy the lender.

Capitalize on Public Financing Opportunities

Town center deals often involve public financing, which can provide much-needed funding but comes with strings attached that may slow the process and increase its complexity. Municipal bonds and tax increment financing are often used to finance infrastructure improvements, parking garages, city halls or other public facilities, and other elements of a town center. Tax credits and many other public financing sources may be available. Putting together a solid public/private partnership can greatly enhance the viability and success of a town center project. It is important to look for ways to involve the public.

5

Integrate Multiple Uses

A mixture of uses is one of the most important qualities defining a town center. Historically, centers of towns or villages have contained a variety of uses that serve the broader community. The “work, live, shop” concept was integral to these centers: uses such as markets, civic buildings, offices, hotels, and urban parks created a vibrant environment that was active during the day and the evening.

Developing a mixture of uses in a new town center or trying to introduce new uses to an existing center is not without challenges. Each use, while bringing potential

Phillips Place in Charlotte, North Carolina, has both mixed-use and multiuse components in a town center environment.



LINCOLN HARRIS

benefits and synergies to the center, has different constraints and issues affecting its development. For instance, retail, residential, and office uses have different rates of absorption. Retail uses require a critical mass and prefer to open all at once. Residential and office uses, by contrast, have smaller and more defined rates of absorption and require longer time frames to develop. These inherent differences can hinder vertical integration, result in delay, and add cost to the development. A potential solution is to consider multiple uses instead of mixed uses.

Multiuse developments contain multiple uses; however, they are not completely integrated like mixed-use developments. In a multiuse scheme, for example, retail and residential uses are located within walking distance of one another but not within the same building. This development paradigm eliminates the complications that are often associated with the phasing and construction of traditional mixed-use projects. Multiuse development allows the entire critical mass of retail to be brought online at one time, without having to be concerned with residential or office phasing.

Parking can either add value to or adversely affect a town center. Retail, residential, and office uses have similar demands for parking, whether they are in a single-use development or a mixed-use town center. While a small amount of parking can be offset in a shared environment, the savings is not substantial and large numbers of cars still must be accommodated in order for the commercial uses to be successful.

Integrating parking in a town center requires consideration of the following key issues:

- Typically, commercial and retail parking is more intensive than residential parking.
- Retail and office patrons prefer large fields of parking that are public and open, with great visibility.

Key Supporting Land Uses

Residential and office uses are two of the most critical uses for a town center because they

- **Create synergy with retail use, including restaurants (a special subcategory of retail use);**
- **Add to sidewalk and street traffic—retail loves crowds;**
- **Contribute to a more complete experience of a neighborhood environment, in the eye of the user; and**
- **Complement and feed other uses and users: for example, civic buildings and hospitality facilities.**

Retail and office patrons prefer open, public parking with great visibility. Residents prefer secure, private parking located close to their units.



Santana Row, a mixed-use town center in San Jose, California, integrates housing above the stores.



- Residential patrons prefer secure, private parking arrangements located close to their units.
- Much as in single-use developments, parking needs to be well distributed and balanced to meet parking needs throughout the town center.
- Factoring in the reality and scale of parking demand can make designing for an urban experience difficult.

First and foremost, town centers are place-based developments. A sense of place functions as an anchor and helps distinguish a town center from a typical single-use development. The integration of multiple uses with a multilayered system of streets, sidewalks, paths, alleys, and parks helps create a memorable environment for both the pedestrian and the patron arriving by car. Close attention must be paid to all these elements in order for a center to be successful.

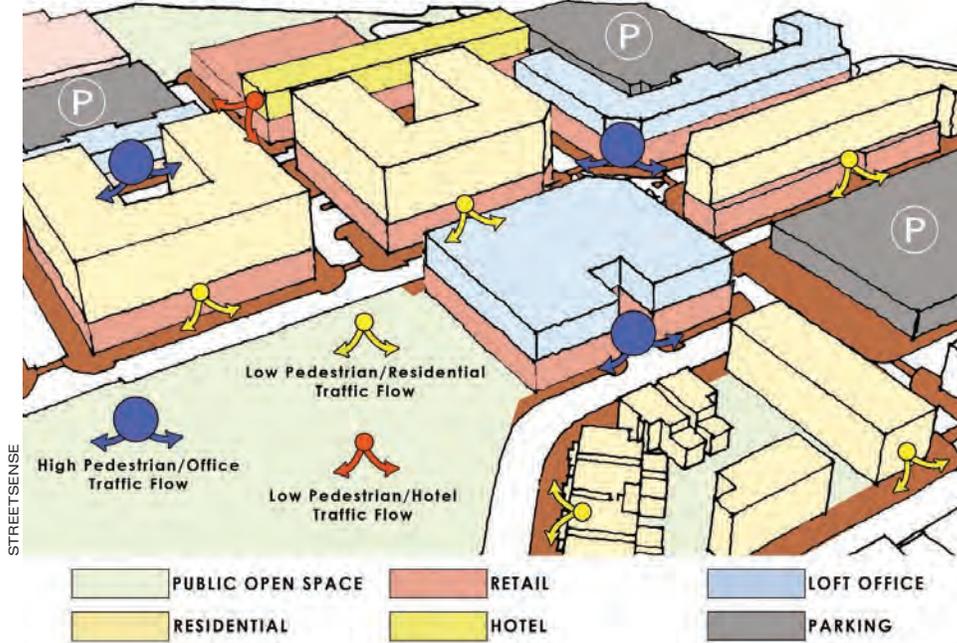
Integrating uses helps moderate the balance between vehicular traffic and pedestrian flow by creating different traffic peaks throughout the day and week. For example, residential uses help keep the retail uses and the sidewalks busy in the evenings, while office uses help generate activity in the center during the day. Having multiple uses or mixed uses is not as important as having a diverse range of uses.

Town centers must be more than a brand name. They must connect with people at an emotional level and be perceived by the community as belonging to it. The integration of multiple uses creates the diverse urban character that people identify with and enjoy. A mixed-use town center supports an environment that allows for a

Mixed uses are integrated vertically and horizontally. Multiuses are located within walking distance of each other and can be integrated horizontally, but the uses do not share buildings.



DAYTIME PEDESTRIAN TRAFFIC FLOW

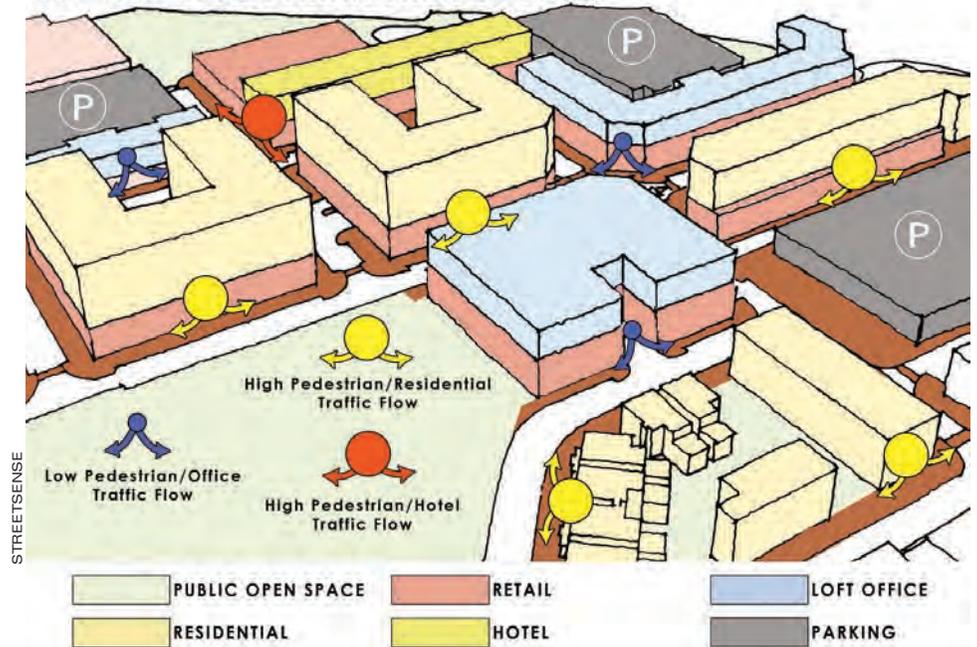


Residential uses help keep the retail uses and sidewalks busy in the evenings, while offices help generate activity in the center during the day.

variety of activities, including working, living, shopping, entertainment, and leisure. The combination of residential, office, retail, and civic uses forms a neighborhood or district environment that will appeal to the public and be sustained by it.

Although integrating a mix of uses comes with complications in terms of cost, financing, phasing, and parking, the result can be a development with a perceived value that exceeds the sum of its parts. When executed properly, a town center is a lasting development that holds its value and becomes an enduring asset to a community.

EVENING PEDESTRIAN TRAFFIC FLOW



6 Balance Flexibility with Long-Term Vision



National Harbor, in Prince George's County, Maryland, is planned as a dramatically scaled mixed-use town center that will be a major destination for residents of the Washington, D.C., area as well as for tourists and conventioners. Future phases, developed in line with growing demand, will track the long-term vision for the site.

Long-term vision is the framework, and flexibility is a tool for implementing it—together, they provide the basis for planning at the outset, decisions during development, and adjustments at maturity.

Historically, town centers have grown and changed organically. Creating a new town center requires analogous flexibility over the course of development as markets shift, consumer preferences change, and relationships among uses mature. Given the uncertainty of the future, a basic flexibility can be incorporated by designating mixed-use zoning that allows for density and use to shift within a project. Further flexibility can be ensured through phased development. Each completed phase is assessed for its success as a town center component, as well as its economic success. Even the efficacy of the street grid should be reviewed. Subsequent phases should be planned to respond to changes, refine and build on successes, and correct any weaknesses.



At Fairfax Corner, in Fairfax, Virginia, parking is used as a land bank for future higher-density development.

Phasing, while providing flexibility, should not be interpreted as a series of incomplete increments. The first phase should be a viable project in itself, able to thrive commercially and establish the area as a growing town center. Each subsequent phase should merge with the existing environment to sustain viability and growth.

Considerations of building design, block size, and infrastructure location also support future flexibility. Large floor plates and attention to fenestration may allow for adaptive use of buildings, providing the basic requirements for retail, office, and residential uses. Large block sizes not only allow for these adaptable floor plates but also allow for complete redevelopment into an entirely new use, should that become appropriate in the future. Placing infrastructure around the outer edges of a surface parking lot so that later construction of a garage does not require reconfiguration also enables flexibility.

These components of flexibility are essential but must be approached in the context of a long-term vision. Adjustments in size, density, mix, and location of uses must maintain the integrity of the town center concept and support the development of the community's core. Basic concepts such as the public realm, human scale, street grids, and overall quality cannot be compromised. The notion that a town center is built for the future, to endure beyond any of its current tenants and uses, is the vision that guides the development process.

Where parcels are developed over time by different developers or eventually sold, this long-term vision is of paramount importance. It requires a master planner—a keeper of the flame—to maintain the integrity and quality of the plan over time. Where ownership is more diverse, the master planner may be the jurisdiction in which the town center is located, supported by a vocal community and property owners invested in the town center. The role of the community is particularly noteworthy because a successful town center is the true heart of the community. Its success depends on the community's continued relationship with the town center. Looking forward with both a long-term vision and flexibility is key to developing and sustaining a vibrant town center.



Crocker Park in Westlake, Ohio, will be a 12-block town center upon completion. Its vision is to include large residential neighborhoods and office development linked to the retail uses that are already operating.

Crocker Park in Westlake, Ohio. While long-term development plans should be flexible, planning and design must adhere to the long-term vision of superior quality.



7 Capture the Benefits That Density Offers



Mockingbird Station in Dallas, Texas. Density and transit are mutually supportive in town center environments.

Easton Town Center in Columbus, Ohio. High density means more amenities, more liveliness, more synergies between development components and more choices for the public.



The development of an appealing, vibrant town center requires a well-designed mix of uses at a density high enough to achieve a critical mass of people on the street. A truly successful town center will be the most densely developed and lively part of the community.

Designing a dense town center requires the introduction of pedestrian-friendly spaces. In contrast to the automobile's domination of conventional low-density development, higher density makes the human scale possible. Imagine a densely developed, mixed-use center where people can easily walk along broad sidewalks lining attractive storefronts and safely cross narrow streets as they move within the development. Now picture a conventional strip center set behind a large

parking field and next to a wide highway. The former invites people to get out of their cars and stay, perhaps walking from shopping to dining and on to other activities. The latter dissipates the energy of the center by encouraging car-based "laser" shopping—park the car, buy the item, get back in the car, and leave.

All the same, adequate convenient parking is essential to the success of retail developments and necessary for office and residential uses as well. Cars are the most important part of our transportation system and people rely on their cars to get to stores, to get to work, and to get home. Accordingly, an efficient, well-designed parking system must be planned at the beginning. It is especially important that parking be shared among uses. Thus, parking that is used by office workers during the day can be used by residents or theatergoers at night. Well-managed, convenient, and visible parking facilities contribute greatly to a town center's appeal and incentive for use. It is important to remember, however, that one of the primary benefits of a dense town center is to keep automobiles in their place—supporting, not dominating. If cars and parking dominate the town center, it will not achieve the overall livability and pedestrian friendliness that make the town center concept work.



The development of the Market Common, Clarendon in Arlington, Virginia, included enveloping this mixed-use development with townhouses that increased density and shielded the surrounding neighborhood from back views of the shopping center.

The size of a town center and the amount of parking needed are based on the size of the target market. Is the town center appealing to a regional market, a community market, or perhaps just a neighborhood market? The bigger the market is, the higher the density threshold for the project. In any case, the goal is to build to the threshold of density that is necessary to attain a critical mass for that town center. For town centers that are already built, achieving this goal means reworking the master plan to allow for more dense development.

Density increases opportunities for public transit and also for cross-shopping, keeping the whole center thriving by creating synergy among its various uses. In a development with shorter distances between the stores, restaurants, residential spaces, and offices, residents or office workers can easily become consumers. This kind of dense, mixed-use setting is very well suited to incorporating public transit access points, thus further increasing the appeal of the center and promoting walking.

Perhaps the most important fact is that denser development facilitates the creation of a sense of place. A place that is filled with people who have many places to go and things to do is full of energy. What is a town center without the liveliness that people bring to it? There is a direct correlation between that liveliness and high density. This makes high density a key element in achieving a town center development that feels authentic.

How Higher Density Creates Great Places to Live

- Higher density helps create walkable neighborhoods.
- Higher density supports housing choice and affordability.
- Higher density helps expand transportation choices.
- Higher density supports community fiscal health.
- Higher density helps improve security.
- Higher density helps protect the environment.

8

Connect to the Community

One of the defining characteristics of town center developments is that they are very public and have strong connections with the surrounding community. The fact that patrons look on town centers as public centers, not as managed shopping centers or private commercial developments, is an important distinction. Strong connections to surrounding neighborhoods, commercial areas, and park systems help reinforce the view that the town center is accessible to all users. A sense of ownership and belonging separates and characterizes town centers from traditional and lifestyle-based centers.

Connectivity requires an understanding of the complex interrelationships among planned uses, roads, pedestrian ways, transit, open space, and the surrounding neighborhoods.

Connectivity to a town center occurs at a variety of levels. The most obvious connection is through a well-designed series of roads at the arterial, collector, and local scales. Town centers, like other regional or semiregional destinations, can generate a high volume of vehicular traffic. Designing roads that are adequate to handle and distribute the traffic that feeds these centers is very similar to designing roads in

conventional projects, until the roads diminish to a local capacity and the interface with pedestrian traffic intensifies. Town centers require an effective balance between pedestrian and vehicular traffic. Sidewalks, walkways, and bike trails are also key components that feed into and connect a town center to surrounding neighborhoods and other communities.

Town center developments typically have a retail and commercial component that is place based. High volumes of pedestrian traffic and a great sidewalk experience are critical to the success of these uses. The sidewalk environment should not be overlooked as an element that can fascinate and amuse pedestrians. Given enough width, sidewalks offer opportunities to accommodate small parks, fountains, cafés, and resting areas. Along with clear sight lines into the adjacent retail spaces,

STREETSENSE





Connectivity must include accessibility; Victoria Gardens in Rancho Cucamonga, California.

these components can make a sidewalk extremely effective in supporting a sense of place and expanding the experience of someone walking through the development.

Designing a great sidewalk requires consideration of five points:

- Sidewalks need to be activated by being next to occupied retail space, residential stoops, and well-maintained lobbies for office and other compatible uses.
- Sidewalks need to be occupied, with people always there throughout the day and evening.
- Sidewalks need to be well maintained and free of litter. Having an involved community presence is important in this respect.
- Sidewalks need to impart a sense of permanence. They should be lined by mature trees, high-quality landscaping, and high-quality materials.
- Sidewalks need to be retail-friendly, safe, secure, and comfortable. These characteristics are achieved by making streets easy to cross (with on-street parking) and by providing inventive signage and few sidewalk distractions.

A multilayered approach to infrastructure and walkway systems needs to be considered. Although the car is still the primary mode of transportation to and from town center developments, public transit, bike paths, and trails can reach out to adjacent areas and provide natural means of access. The success of these alternative modes depends on how well they can be integrated into the primary road system.

Connectivity enhances transportation choices—driving, walking, and transit—and enhances the desirability and marketability of the town center; Broadway Plaza in Walnut Creek, California.



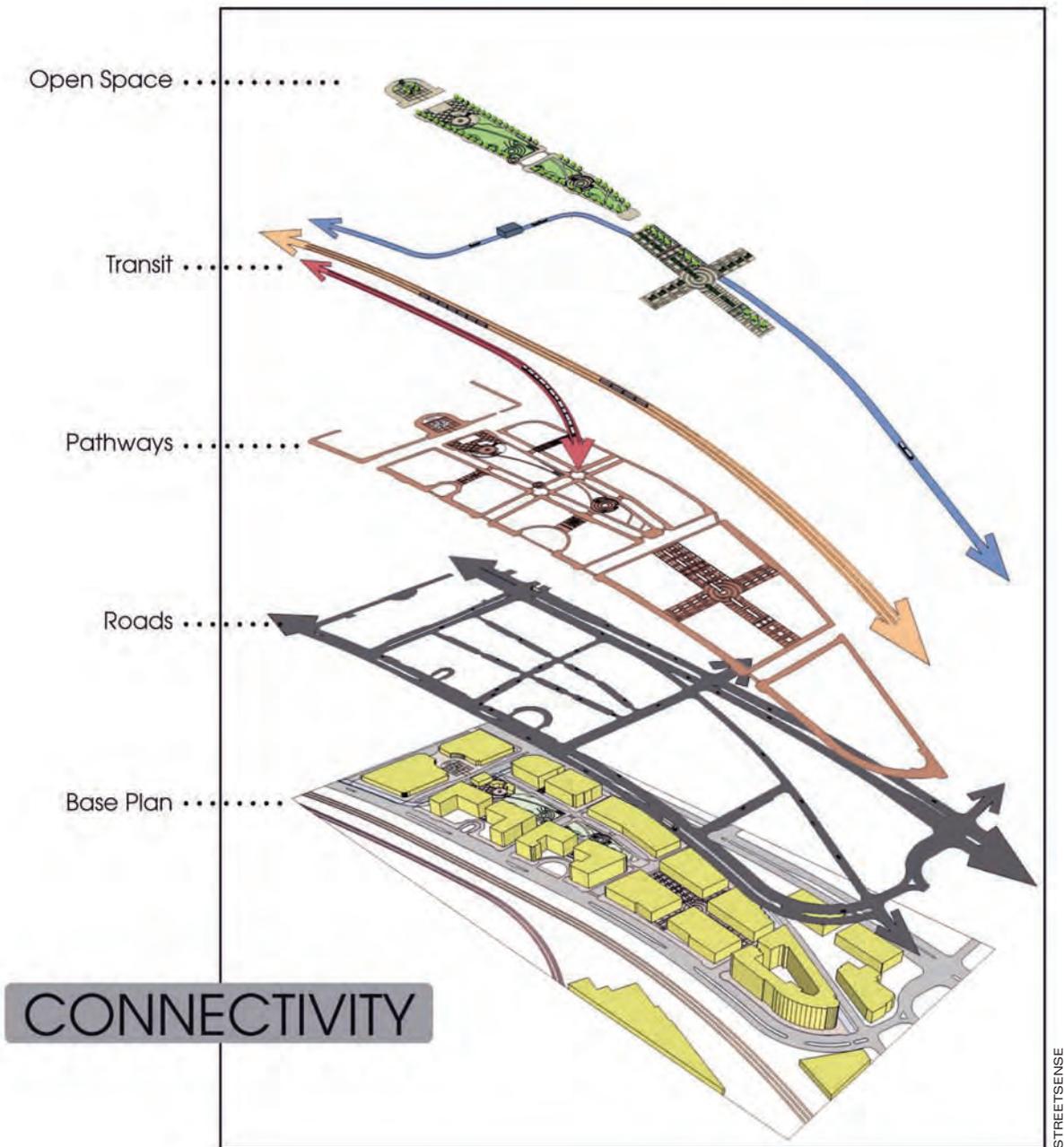
Open space can also be an important component linking a town center to a broader park system. This is particularly the case with suburban town centers, where land areas and more generous open-space requirements create opportunities for connection to larger parks.

Apart from the physical aspects of connectivity, another very important type of connection occurs at the emotional level. Successful town centers have strong bonds of ownership with surrounding neighborhoods and communities. They are perceived as real places that have qualities that are unique to them and their region. Mizner

Park, as an example, has an architecture that reflects the Spanish Mediterranean characteristics of the region, while Country Club Place has a different, specific expression that relates to the Kansas City suburban context of the 1930s. It is the uniqueness and specifically the character of these centers that makes them special and connects them to the community.

Another area that is often overlooked with respect to connectivity is the retail merchandising strategy. Regional content can apply to more than architecture or physical design. Some of the most successful town centers have a great number of local and national merchants. Good local tenants have roots in the community and are typically keyed into local trends and preferences. This is particularly true of restaurants and food-related tenants, which have a strong sense of local tastes and put a lot of effort into creating places that are unique to their personalities.

Developing successful town centers is a very complicated process with many issues to consider. A system of roads and walkways that provide easy access to the center from the surrounding community is one of the most important elements to get right. Commercial uses, such as retail spaces, offices, and hotels, require high levels of traffic and visibility to thrive. Similarly, the place-based nature of a



town center creates strong emotional connections with the surrounding community. A sense of uniqueness and specificity are characteristics that separate a town center from other developments or centers. Reinforcing connections at the physical and emotional levels strengthens the position of the center in the market and helps ensure its continued long-term viability.

9 Invest for Sustainability

Sustainability is not just a buzzword that stands for the use of green products and protection of the environment. Sustainable design uses a holistic approach that includes economic and social as well as environmental considerations. The goal of sustainable development is to be environmentally responsible and physically enduring while performing well over the long term. This kind of success requires adaptability and good economic and commercial performance. It also means having a strong and adaptable social fabric that makes people want to be in that place and return to it often.

One way to view the sustainability of any development is to observe how enduring and memorable it is; whether it is based on a long-term vision that is market based and flexible; whether it is planned and financed for adaptability to its complex setting; and whether it is well connected and well integrated with the surrounding community. Each of these characteristics is recognizable as reflecting some of the principles that are the subject of this book (2 Respect Market Realities; 4 Plan for Development and Financial Complexity; 6 Balance Flexibility with a Long-Term Vision; 8 Connect to the Community). They may each be examined in more detail in that context, but integrating all the principles wisely will achieve the framework for sustainability.

Good sustainable development of town centers often takes place on infill sites, but when it does occur in a rural or greenfield setting it is especially important that it be designed well. Infill sites reduce infrastructure costs, offer transportation alternatives, and restore or enhance local economic and social vitality. Regardless of the location, the project must be well connected to the surrounding environment (streets, parks, and trails) and to places where people can access public transit. Planning for sustainability means thinking beyond the car to incorporate other transportation choices such as walking, cycling, car sharing, trains, and buses. Public transportation that can facilitate independence at all stages of life and all income levels and provide easy access to quality-of-life amenities is important to every community.

The enduring nature of sustainable development means that environmental considerations play an important role. The conventional practice in development is to engineer solutions to environmental problems—if it is too hot, more energy will





For success over the long haul, investing in the public realm is as important as investing in store spaces; Broadway Plaza in Walnut Creek, California.

cool it off; if it is too wet, a bigger pipe will carry the water away; if the landscaping is stressed, give it more water.

Before engineered solutions became the vogue, however, solutions to these issues existed—solutions that we seem to have forgotten in the interim. Among them:

- Factor the local climate into the design.
- Plan for water conservation and recycling.
- Optimize the efficiency of systems.

Factor Local Climate into the Design

Climate should be used as a design determinant. Climate is an important part of what makes a place unique. Vernacular building designs often reflect local climatic conditions. They should take advantage of building orientation, prevailing winds, and tree cover for cooling. The effect of the sun's rays should be managed to enhance or limit heating.



DESIGN WORKSHOP

The high level of amenities, landscaping, and attention to every detail creates a memorable destination that people will enjoy visiting and revisiting at Kierland Commons in Scottsdale, Arizona.

Plan for Water Conservation and Recycling

A variety of practices can be designed into a project to help conserve water. Water-conserving plumbing fixtures and faucets are some of the more obvious ones. Such practices as using graywater and rooftop rainwater-harvesting systems to recycle water and using natural drainage systems and pervious paving to recharge aquifers are becoming more common. Landscaping with native plants and drought-tolerant plants adapted to local climate and moisture conditions reduces the need for intensive irrigation.

Optimize the Efficiency of Systems

Energy efficiency should be built into a project to minimize or eliminate the use of nonrenewable energy sources. The incorporation of passive solar and natural cooling principles enhances energy efficiency. High-efficiency heating, ventilating, and air conditioning systems as well as lighting, appliance, and plumbing systems reduce energy consumption, diminish waste, and avoid pollution from the use of fossil fuels. The efficient use of lumber creates a tighter building envelope. The thoughtful integration of design, materials, and systems makes a project more comfortable, healthier, and potentially less expensive.

Other techniques can be used to prevent environmental impacts: designing to reduce dependence on the automobile, using resource-efficient materials, reducing the quantity of materials used, designing for durability and adaptability, protecting local ecosystems, conserving water, ensuring the health of indoor environments, and avoiding construction waste.

Sustainability requires having a flexible approach and thinking in the long term. Sustainability is the glue that binds financing, planning, zoning, designing, marketing, and building and creates quality of life and a sense of community. Planning for sustainability does not stop at buildout. A strong, long-term strategy addresses:

- Continuing programming and amenities;
- Ensuring continued environmental responsibility;
- Securing a mix of uses;
- Maintaining high-quality design, particularly in architecture;
- Upholding maintenance plans (building, site, community, and infrastructure); and
- Financing for long-term management and care.

The “people experience” is the key. People want the true benefits of community and the quality of life it produces. It is also important to be adaptable, allowing land uses to change over time.

Another, perhaps simpler, way to view sustainable development is as high-quality development. A high-quality town center is sustainable when it promotes economic vitality, fosters environmental integrity, and encourages a lasting sense of community. Sustainable development promotes health, conserves energy and natural resources, is well connected to the community, and is economically successful.

10

Commit to Intensive On-Site Management and Programming

A town center is more than a real estate development. It is designed to be the heart and soul of a community and, as such, it functions as a public as well as a private place. Residents and visitors to a town center are invited 24 hours a day, which means that management must be more intensive and ongoing than at a shopping center or other type of commercial development. Because a town center will be the densest, most diverse, and most active place in a community, management will likely be more complex and expensive, and it will definitely need to be more sophisticated.

Managing a town center is, in some ways, like operating a small city, and many of the functions that a local government performs in a real downtown must be performed by the private managers of a town center. The scale of these functions will be proportional to the intensity and mix of uses in the center and will need to be attuned to the needs of the different users. Operation and maintenance standards of the buildings and the public realm will need to be higher than in a city, as will security costs, since a town center competes directly with other nearby private developments, especially shopping centers. Potential conflicts must be understood in advance and avoided. For example, trash pickups must be arranged so as not to dis-

Management and programming for town centers are more complex and intensive than for conventional shopping centers; Easton Town Center, Columbus, Ohio.



turb residents or shoppers, and garbage rooms must be air conditioned so noxious smells do not waft through the tree-lined streets or up to residents' windows. Management also includes such mundane but critical tasks as maintaining bathrooms that are spotless, fountains that work flawlessly, sidewalks and streets that are in top repair and litter free, flowers that are blooming, and a tree canopy that is mature, trimmed, and healthy.

Management efforts, while intensive, should be unobtrusive, sensitive, and discreet. Too many security guards, too much overt control, and too many rules will make the center feel unnatural and uncomfortable. Management will need to be more politically astute than in a typical real estate development, since different segments of the public undoubtedly will take ownership of the center as strong community bonds are established and nurtured. This situation will require a constant interface with the public since it becomes, in essence, a partner in the ongoing operation of the town center.

Continuous programming of activities and events in the public spaces is a significant aspect of town center management. Such programming will ensure that visitors' experiences are memorable and pleasant. Management must remember that people



As the public realm is open 24 hours a day, the level of quality and attention to detail must be first-rate; Mizner Park, Boca Raton, Florida.



who are at the town center are not just customers or consumers, but also residents or other citizens who may not be there to buy anything at all but simply to experience community life. Planned events should include ongoing activities such as concerts and farmers markets, as well as such community-defining events as 4th of July fireworks displays. Unplanned events such as political rallies or community protests are also important because they deepen the center's connections to the community, but they need to be carefully coordinated with the day-to-day operations of the center to avoid needless conflict.

Marketing also plays a role in ensuring a town center's long-term competitiveness, and significant opportunities exist for cross-marketing the center's various uses. Management should help coordinate these efforts to take advantage of the synergies they offer. A preferred customer card for residents is one example. A parking management program that includes valet parking, shared parking among the users of the town center, frequent monitoring of parking availability and conditions, and maintenance of high standards at parking entrances and in garages also helps market the center as a desirable and enjoyable place to come to.

The managers of a town center are its long-term champions, the keepers of the flame, and the ones who ensure continuity and uphold standards as the center

matures. Economic, social, and political conditions change, and the managers' role includes ensuring that the town center remains competitive in the broadest sense. This is true whether the town center evolves under single or multiple ownership.

Managers carry out this role in numerous ways, first, by leasing to the right mix of tenants and ensuring that the mix evolves as customer preferences and retail trends change. Second, they should ensure that all development adheres to the town center's master plan and vision as it matures. Third, they should draw up and enforce a set of covenants, conditions, and restrictions (CC&Rs) that clearly articulate the development standards and rules within the town center. The ideal master plan and accompanying CC&Rs should be drafted in ways that encourage flexibility, innovation, and change within a framework of high standards and compatibility with the founding vision of the town center.

MINUTES

AD-HOC DOWNTOWN ADVISORY COMMITTEE VIRTUAL MEETING

Thursday, January 7, 2021 – 6:30 p.m.

Item 1. Call to Order. Thomas J. Hall, Town Manager, called the meeting to order at 6:30 p.m.

Item 2. Introduction of Committee Members. Mr. Hall welcomed the new members of the Committee. He would be present to support the group to gather information and to facility with any needs the Committee might need.

Mr. Hall introduced the two Town Council Representatives, Jonathan Anderson and John Cloutier and the two Developer Representatives, Rocco Risbara and Dan Bacon. He then asked each member of the Committee to introduce themselves and offer any information about yourselves that skills that you bring to the table. The members are: Art Dillon, Bruce Zivic, Sarah Leighton, Bryan Shumway, Kim Bridgham, Kimberly Rand, Basha Mohammad, Thomas Madden and Travis Kennedy.

Item 3. Election of Chair and Secretary. Mr. Hall gave an overview as to what he would expect of the Chair and the Secretary. The Chair would run the meeting and keep order and the Secretary would be those who keep minutes of the meeting. He then indicated that possibly two Councilors as well as himself would do the minutes. He then asked if there would be anyone who would like to volunteer to serve as the Chair. Mr. Kennedy indicated that he would, if no one else was interested. The Committee voted unanimously to appoint Mr. Kennedy at Chair.

Mr. Hall then asked if anyone would be interested in being the recording clerk. In response to a question from Mr. Shumway, Mr. Hall stated that this position did not have to be a voting member of the Committee. Therefore, between the Council members and the Town Manager [or staff] the minutes would be written.

At this point Mr. Hall turned the meeting over to Chair Kennedy.

Item 4. Establish Meeting Date & Time.

There was discussion around how often the Committee should meet together. It was suggested bi-weekly would work and if needed, we can adjust. As the Committee gets going there might be sub committees that could handle different aspects of the topic for discussions.

Tuesday, beginning two-weeks from now at 6:30 p.m. The vote was unanimous.

Item 5. Review Committee Charge.

Mr. Hall reviewed the Committee charge. The first meeting should entail Mr. Risbara and his team to do a presentation on the area that is the subject of this committee. This could take an hour to an hour and half. The council is interested in some finite details relating to design and conceptually layout. The next thing would be to supply some information on financial forecasting.

There are many individuals who are interested in this process and transparency is very important in this process. We have 6 months to complete the review; however, the Council can extend this if needed. The timeframe has more to do with the Downs timeline as they are moving along fairly quickly.

Town staff will be supporting this committee as needed as well as School Resources. There will also be consulting support available to the committee to assist with the financial forecasting and the visioning for this.

These meeting will be meeting remotely until further notice. Agendas and meeting materials will be posting accordingly. Mr. Hall responded to questions from the members of the Committee. Mr. Bacon noted that the Downs Group would introduce the committee to what is currently at the Downs and what the vision might be. The acreage of the proposed Downtown area is approximately 25 acres and its location is geographically the center of town.

Councilor Cloutier wanted to point out the Oak Hill Area should also be included as part of the center of town.

Mr. Gallagher pointed out that the Communications Committee would be looking at ways to do an outreach to the public with regards to the letting the public know about this Committee as well as the Charter Review Committee.

Item 6. Set next agenda.

The next meeting of the committee would be on Tuesday, January 19, 2021, at 6:30 p.m. The following items will be on the agenda: Briefing on the project itself that could take up to an hour or hour and half. Mr. Kennedy would like to see us come with a list of our thoughts on items and issues, so that we would have something on file. Discussion ensued. Developer presentation first and as other questions arise we can then address then as we go forward.

Item 7. Public Comment.

- Karen Martin, Director of SEDCO, stated that SEDCO would be available to assist the committee in any way.

There will be a doodle pole sent out to see who would like to do a site walk at the Downs and the only item on the next agenda would the presentation from the Downs Developer.

Item 8. Adjournment. Motion by Mr. Dillon, seconded by Ms. Bridgham, to adjourned meeting. The vote was unanimous and the meeting was adjourned at 7:38 p.m.

AGENDA
AD-HOC DOWNTOWN ADVISORY COMMITTEE
VIRTUAL MEETING
Tuesday, January 19, 2021 – 6:30 p.m.

TO VIEW THE DOWNTOWN COMMITTEE MEETING & OFFER PUBLIC COMMENT:

https://scarboroughmaine.zoom.us/webinar/register/WN_OWL_nZShQT6JK2fP1HURzQ

TO VIEW THE DOWNTOWN COMMITTEE MEETING ONLY:

<https://www.youtube.com/channel/UCD5Y8CFy5HpXMV3xX73aw>

- Item 1.** Call to Order.
- Item 2.** Members Present.
- Item 3.** Approval of Minutes – January 7, 2021.
- Item 4.** Presentation by the Downs Developer.
- Item 5.** Committee discussion/questions.
- Item 6.** Set next agenda.
- Item 7.** Public Comment.
- Item 8.** Adjourn.

MINUTES

AD-HOC DOWNTOWN ADVISORY COMMITTEE VIRTUAL MEETING

Tuesday, February 2, 2021 – 6:30 p.m.

Item 1. Call to Order. Chair Kennedy called the meeting to order at 6:32 p.m.

Item 2. Members Present. The following members were present: Art Dillon, Bruce Zivic, Sarah Leighton, Bryan Shumway, Kim Bridgham, Kimberly Rand, Basha Mohammad, Thomas Madden and Travis Kennedy, Chair. Town Council Representatives, Jonathan Anderson and John Cloutier and the two Developer Representatives, Rocco Risbara and Dan Bacon.

Item 3. Approval of Minutes – January 19, 2021. Motion by A. Dillon, seconded by K. Rand, to move approval of the January 19, 2021, minutes. The vote was unanimous.

Item 4. Discussion Points:

- **Discussion on potential subcommittees.** After a lengthy discussion, the following subcommittees were formed:
 1. Community & Stakeholder Outreach Committee
 2. Grandstand Committee
 3. Successful Model and Education Committee
 4. Downtown District Committee

To be discussed later by the Committee as a whole: Sustainability, Financial Forecasting and Parking/Transportation. It was urged that all materials that are gathered be added to the Committee's Google site.

Motion by T. Kennedy, seconded B. Shumway, to move approval of the 4 Subcommittees as noted above. The vote was unanimous.

Members: Subcommittee 1: S. Leighton, T. Kennedy, A. Dillon and J. Anderson
Subcommittee 2: K. Rand, A. Dillon, B. Shumway and R. Risbara
Subcommittee 3: B. Shumway, B. Zivic, K. Bridgham, T. Madden and D. Bacon
Subcommittee 4: T. Madden, K. Bridgham and B. Mohammad

- **Presentation from the Town on needs that we aware of either municipality or otherwise.** Thomas A. Hall, Town Manager, presented the Municipal Facility Plan – which does not include the School facilities. The study was conducted in February of 2016. It suggests short term needs (1 to 5 years), medium term needs (5 to 15 years) and long term needs (10 to 25 years). He gave a brief review of what projects have either been completed or are still in the que. The full report is available to the committee in the google shared drive for further review. At the request from the Committee would be to see the School Facility Plan.
- **Invite Karen Martin from SEDCO to talk about potential non-municipal opportunities to attract early tenants – particularly ones that draw daily activity.** It was suggested that her knowledge would be greatly needed later in the discussion as the Committee moves forward. The Plannaplooza information is available on the Google Site. Mr. Hall would encourage her to attend so that she can get the flavor of the Committee.
- **What else is happening - what's currently under development.** None at this time.

Item 5. Committee discussion/questions.

B. Zivic, noted that the Committee only has 4 months left and milestone events that need to be conducted, e.g. cost, schematic design and a narrative. When is this going to happen? This could be done during the last month. He suggested that the committees meet weekly.

There was discussion with regards to the timeline. The Developer felt that information is needed and would need answers before summer. It was asked that B. Zivic establish benchmark schedule for the next meeting and identify where outside support might be needed. There could be resources within the committee to put together the narrative, Town Manager would work on this.

Item 6. Set next agenda. Next meeting will be on Tuesday, February 16, 2021 at 6:30 p.m.

For the next agenda:

- Establish Benchmark/Meeting Schedule & Goals – B. Zivic
- School Facility Needs Update – S. Leighton
- Make “Subcommittee Reports” a standing item on agenda.
- Developers Report.

Item 7. Public Comment. None at this time.

Item 8. Adjourn. Motion by A. Dillon, seconded by B. Shumway, to move approval to adjourn the February 2, 2021, meeting. The vote was unanimous to adjourn the meeting.

Meeting adjourned at 7:38 p.m.

MINUTES

AD-HOC DOWNTOWN ADVISORY COMMITTEE VIRTUAL MEETING

Tuesday, February 16, 2021 – 6:30 p.m.

Item 1. Call to Order. Chair Kennedy called the meeting to order at 6:32 p.m.

Item 2. Members Present. The following members were present: Art Dillon, Bruce Zivic, Sarah Leighton, Bryan Shumway, Kim Bridgham, Kimberly Rand, Basha Mohammad, Thomas Madden and Travis Kennedy, Chair. Town Council Representatives, Jonathan Anderson and John Cloutier and the two Developer Representatives, Rocco Risbara and Dan Bacon.

Item 3. Approval of Minutes – February 2, 2021. Motion by A. Dillon, seconded by K. Rand, to move approval of the February 2, 2021, minutes. The vote was unanimous.

Item 4. Developers Report.

Developers Report:

- Developers gave a brief update and responded to questions from the Committee
- Tom provided update on the administrative policy and issues around the GMO

Item 5. Subcommittee Reports. The following is an outline from the Subcommittee Reports:

Communications Sub-Committee:

- Committee will encourage participation to the public meetings going forward to provide input

Grand Stand Committee:

- Meeting Thursdays on the off-week of the regularly scheduled meeting
- Will be brainstorming thoughts on good fit for the Grand Stand and what would happen if the Grand Stand is not there
- Discussion of Landmark feature and history and how it ties to Scarborough Downs
 - Not every memory is a good one
- Notion of an iterative use of space over time that finds its way to the right thing to take the pressure off from getting it just right
- Tackling 4 questions:
 - Keep or eliminate?
 - Potential uses for the space?
 - If eliminated how to program the space?
 - How other obsolete buildings like mills are being reused successfully?
- Need to understand the care and upkeep of the space and maintain it over time

Modeling Committee:

- Meeting on opposing Tuesday's from the full committee meeting
- Pose the idea to look back at models that have done positive things with a similar task and some that have found errors
- Identified a number of areas to look at models:
 - Church Street
 - Pearl Street
 - X
 - X

- Aligned on where their success lied and tried to honed in on a beginning
- Looked at the businesses that were there and how they helped to shape the venues
 - Went into depth of the business mix
 - How do we attract all people throughout the periods of the day so it doesn't spike at just one point.
 - How hotels, bars and restaurants, cafe, retail and could play
- Explore does main street become mostly a pedestrian way
- Looked at traffic patterns and how people will utilize it
- Looked at the layout and where the entrance would be
- Looked at the expandability of this area to grow overtime
- Haven't talked about a cultural component to make it feel less like a brand new area and give it a cultural aspect that ties it into the history of the town so it doesn't feel alienated from the town
- Reviewed "10 Rules for developing a Downtown". Put together by the Urban League.
 - It gives the whole purpose some structure and people should familiarize themselves with it.
- West Hartford Blue Back Square could be another example.
- Need to understand the audience including demographics and income to know what will be best used and ensure diversity
- Most models are premised around retail and in college town's which are two things we can't rely on.
 - Retail, this is not the best time
 - When we activate the downtown need to think about the catalysts that exist.
- Restaurants are a large draw as well with other mixed uses
 - Did land banking, at Downtown Center they didn't fully realize the density and made open areas parking. Land banked for future development.
- Need to understand the demographics better and start from that center mass and work out and focus the attention on those things.
 - Need to understand the target

Downtown Committee:

- Did not make any progress at this point of time.
- Proximity this project has to the highway and what impact does it have
 - Need to connect to Downtown Scarborough but have to connect to the highway and the impact it has to the Downs
 - Need to look at public transport from Oak Hill to connect to this center

Item 6. Discussion Points:

- Developers input on Deliverables
- Establish Benchmark/Schedule – B. Zivic
- School Facility update – S. Leighton

Item 7. Committee discussion/questions.

- Library and potential future needs
 - Would like the Library to talk to the committee and be a viable option for them to pursue
 - First level conversation could be an amenity or draw that provides interest or amenities to the area.
 - Is this a vibrant thing?

- Library may want to go to developer and look at the Grandstand
- Presumption is that the Library would be a non-taxpaying use
 - May need to think of a land mass budget of how much space we have to allocate for non-tax paying uses
 - Cost of how they are going to do it should not be part of the consideration
- If we recommend moving things from one place to another, is it the committee's responsibility to assess
- Developers have had an informal conversation on it
 - Downtown District Committee will take it on and review it and bring a recommendation back to the broader committee
 - Kim Rand would like to be added to the Downtown Committee
 - Should look at the Downtown Facilities Plan and identify what is compatible and how it may fit and dictates if it makes sense and if that avenue is pursued.
 - Could look at it as an opportunity and if it makes sense and is compatible.
- Travis will respond and loop in the Downtown District Committee to think of a time to talk to the Library
- Have they explored partnerships with others that have had success in the past?
 - May belong with the modeling committee to undertake and present on.
 - May be helpful to the developers to work through.
- Need to have help with the costs of deciding of what we want.

Item 8. Set next agenda.

- Developers Report
- Subcommittee Reports
- Benchmarking and Scheduling
 - Need to align on next meeting on consultant needs and the developer's role
- SEDCO Update: 30,000 foot view of the market and where it's going. Spending time on that may be valuable

Item 9. Public Comment. None at this time.

Item 10. Adjourn. Motion by A. Dillon, seconded by K. Rand, to move approval to adjourn the meeting. Vote was unanimous to adjourn the meeting.

Meeting adjourned at 8:01 p.m.

MINUTES
AD-HOC DOWNTOWN ADVISORY COMMITTEE
VIRTUAL MEETING
Tuesday, March 2, 2021 – 6:30 p.m.

Item 1. Call to Order. Chair Kennedy called the meeting to order at 6:32 p.m.

Item 2. Members Present. The following members were present: Art Dillon, Bruce Zivic, Sarah Leighton, Bryan Shumway, Kim Bridgham, Kimberly Rand, Thomas Madden and Travis Kennedy, Chair. Thomas Hall, Town Manager, the two Town Council Representatives, Jonathan Anderson and John Cloutier and the two Developer Representatives, Rocco Risbara and Dan Bacon. Not present: Basha Mohammad,

Item 3. Approval of Minutes – February 16, 2021. Motion by A. Dillon, seconded by B. Shumway, to move approval of the February 16, 2021, minutes as written. Vote was unanimous.

Item 4. Developers Report.

- Dan Bacon, noted that biggest thing is, through conversation with the Partners and the Subcommittee, that the Downtown Plans are a bit out of date, We are seeking consultant assistance in that we would be selecting a Group [within the month] to work with in bringing a concept plan that is more up to date Downtown Plan.
- R. Risbara agreed with the comments that Mr. Bacon stated and went on to add that there have been 1,500 people a day with vaccinations. Mr. Risbara felt that we needed a place to start with so we can come back to the Committee for discussion.

T. Kennedy noted that there would be a slight change in the agenda in that in Item 6. Karen Martin would be presenting first.

Item 5. Subcommittee Reports.

- Communications Committee: T. Kennedy noted that the Committee did not meet, but added that Councilor Anderson had an update in the Town Newsletter regarding the Committee and ways to contact Committee.
- Grand Stand Committee: A. Dillion noted that Nancy Crowell and Bill Donovan from the Library sat in on the meeting and we had a very good discussion around how they would like to have space in the Downs. The focus was on whether to keep the Grand Stand and what it could potentially be. There would be another meeting next Thursday to formalize what we would be presenting to the whole Committee. This is a unique piece of property and building and the committee maybe would like to see it repurposed.

T Madden noted that D. Bacon had sent around pictures of examples of what the Grand Stand would look like if revitalized.

D. Bacon explained what the example looked like. He would make sure that everyone would get it. The space was used a Library. He would place it on the shared drive.

- Downtown Committee: T. Madden noted that they did meeting and the discussion was around the Library. He would type a summary of the discussion and would share it out with the Committee. There was also discussion around the connectivity to the municipal campus.

K. Bridgham shared the power point presentation that showed the transformation on a train barn to a library. There was discussion on what the Grand Stand could potentially used for. This could have multiple usages. It was noted that the Library would probably want to have one location.

In response to a question on whether the Grand Stand would stay – how would that tie in with the “Village concept”. D. Bacon noted that is why we are hiring a consultant to help us address this. It was suggested that the Consultants meet with the Subcommittees to see where they are coming from.

At this point T. Kennedy asked that the Modeling Committee Report be done after Karen Martin presentation.

Item 6. Discussion Points:

- **Karen Martin (SEDCO) - Market Overview/Downtown Plan:** K. Martin presented a power point presentation on the Downtown District. She then gave a background on how the plans all connect. This will be place not only for buildings, but also a place for people to gather. She went on to reference the 2006 the Comp Plan and how it laid out a vision for the Downs and then the need for someone to purchase the property and do something with it to make the project come to life.

R. Risbara and P. Michaud purchase and property becoming Crossroads, LLC and were ready to move forward to develop the property. The Town worked with Crossroads, LLC to approve a TIF District to assist with the infrastructure that was required. Once everything was in place the Developer could move forward with the development.

She noted that the Oak Hill Area would never have a main street and the Downs is geographically the center of Town. She went on to share what she thought as a contemporary downtown at the Downs, e.g. town commons, main street for shopping, entertainment, public recreation, etc.

Ms. Martin commented on the job market, the dynamics of Scarborough’s growth, market opportunities: residential, retail/services and office. The Downtown will serve residents and visitors. Businesses will want to be part of the plan.

Thomas Hall, Town Manager, Ms. Martin for her presentation and the presentation would be posted to the Committee’s share file.. T. Kennedy also thanked Ms. Martin. B. Shumway commented on the presentation and added do we want to be a beach town with a downtown or a downtown with a beach – he never really thought about it until this presentation.

T. Kennedy then asked the Modeling Committee for an update.

- Modeling Committee: T. Madden noted that the committee had a lengthy discussion around what were the priorities of the committee. The first was to process and then the specifics. We asked the Developer to come back with a map of which area of the Downs would work with what type of businesses. He then asked B. Zivic about the timeline.
- **Establish Benchmark/Schedule – B. Zivic**
- B. Zivic state that the June 1, 2021, deadline for a comprehensive report to the Town Council is feasible. The Committee is aligning with the Developer on a schedule that works for them. Once we see what they have.

The June 1st deadline is definitely off the table. We are looking at t sometime in May to review the plans. At that time, we would have to set another deadline to report back to the Town Council. The Town manager noted that the June 1st deadline is flexible and J. Cloutier agreed. Once we know what the new deadline is, we could go back to the Town Council to ask for an extension. There was further discussion around the timeline and a new deadline.

T. Kennedy asked if it was time to revisit our subcommittees and felt that the Modeling Committee maybe taking on more and should be shared with the full committee. B. Shumway agreed and B. Zivic as well, but he would like to talk with his subcommittee first. Further discussion ensued. The Modeling Committee would be bringing an item forward at the next full Committee meeting relating to how to engage the full Committee.

Item 7. Committee discussion/questions. No discussion at this time.

Item 8. Set next agenda.

New Workplan [Based on Modeling Committee's Report]
Subcommittee structure

Item 9. Public Comment.

- Ella Kennedy of Scarborough would like see a bakery in the Downtown area.

Item 10. Adjourn. Motion by A. Dillon, seconded by K. Rand, to move approve to adjourn the meeting. Vote was unanimous.

Meeting adjourned at 8:10 p.m.

MINUTES

AD-HOC DOWNTOWN ADVISORY COMMITTEE

VIRTUAL MEETING

Tuesday, March 16, 2021 – 6:30 p.m.

Item 1. Call to Order. Chair Kennedy called the meeting to order at 6:31 p.m.

Item 2. Members Present. The following members were present: Art Dillon, Bruce Zivic, Sarah Leighton, Bryan Shumway, Kim Bridgham, Kimberly Rand, Thomas Madden and Travis Kennedy, Chair. Thomas Hall, Town Manager, the two Town Council Representatives, Jonathan Anderson and John Cloutier. Not present: Basha Mohammad and Developers Dan Bacon and Rocco Risbara.

Item 3. Approval of Minutes: March 2, 2021. Motion by A. Dillon, seconded by K. Rand, to move approval of the March 2, 2021, meeting minutes as written. Vote was unanimous.

Item 4. Developers Report.

- T. Hall noted the Developers had a marathon meeting on traffic today and D. Bacon mentioned to Mr. Hall the they had 2 consultants they were looking at and should have a recommendation by the next meeting.

Item 5. Subcommittee Reports.

- Communications Committee: T. Kennedy noted that any public comments the Committee received would be presented here. There had been a communication received from Dana Morris-Jones regarding recreational parking on Route One and Payne Road for those individuals who would like to bike hike and walk. It was noted that not all Committee members received the email and T Hall would look into why they had not received it.
- Downtown Committee: T. Madden gave an update noting that there was discussion around the Library. For the time being we would like to wait and see where the Library stands. The Committee is also looking the overall downtown district and the connectivity between the new area and the Oak Hill area. T. Hall added that he had a chance to have a discussion with developer Mark O’Leary and the connectivity between properties adding that other abutters may have an interest in being more connected as well.
- Grand Stand Committee: A. Dillon and B. Shumway would share in the presentation. B. Shumway brought up the slide show which will be available in the shared drive. This Committee focused on whether the Grand Stand should be kept or torn down. They considered the historical significance and the iconic memory of the past and tie it to the past. It provides authenticity to the space. One parcel that will not age at the same rate and an organic tie back to the past. Can be repurposed many times, but can only tear it down once. The final recommendation is to retain and repurpose the building. Use it as a focal point and it should draw users and should be the heartbeat. Provide an opportunity for gathering in terms of indoors vs. outdoors. There was discussion around how the horse racing piece could be incorporated into the design. Overall, the need to consider what is there and should we try to make sure it can co-exist nicely with the rest of the space. The scale will be taken into consideration by the developer. Discussion ensued by the full Committee relating to the presentation. T. Kennedy commended the Subcommittee for their work, great presentation.
- Modeling Committee: T. Madden gave a brief overview on the last subcommittee meeting. He noted that the subcommittee has started a document called “The Platter”. Identified the things that the Modeling Committee should be reviewing and addressing or advocating for. Things that were looked

for were events and how big; chain stores- put a limit on them; drive-thru or foot traffic. Include everyone on this to look at the models and aspects of each of them that are effective and include them in the platter. He noted that Mr. Bacon had been in of the meeting and provided feedback on how best to communicate with developers. What recommendations that are brought forward, the Town should ensure the right coding is in place to support them.

B. Zivic commented on the 10 Principles document. The document would evaluation in the way it is developed over time. He then demonstrated the 10 Principal documents by noting that he took the first chapter entitled “Creating a Public Realm” and took the narrative and made them into bullets points. The document would be added to the shared site for everyone to see. There would be the Developer’s response, Public Input, and what the committee’s comments are on the principle. Assign 1 person to each principle leader that way all things could be aligned at the end. The Committee could further discuss it at the next meeting to decide if this is the approach the Committee wants to take. The Modeling Committee would like to give input from the rest of the Committee to give feedback.

Discussion ensued on the 10 Principle points and the expectations of the Team Lead. T. Kennedy felt that the Modeling Committee has given the full Committee 2 specific channels to approach this work. We have a list of ideas from T. Madden that we can consider incorporating and then B. Zivic has given us a resource and instead of using the 10 Principles to designing the recommendations, it becomes our bible to go back to for guidance. Further discussion ensued.

Item 6. Discussion Points:

- Work Plan - Zivic/Shumway.
- Sub Committee Structure.

Item 7. Committee discussion/questions.

- B. Shumway thought that there should be a conversation to tackle regulatory uses. T. Kennedy suggested that a Regulatory Subcommittee should be implemented to look at what barriers might exist – what questions might be run into with regards to Town or State regulations need to be reviewed upon. It was noted that the Developer should know the rules and regulation are and the Committee could advocate for the Developer on this. Discussion ensued.

Motion by B. Shumway, seconded by K. Rand, to move approval to form a Regulatory Subcommittee [B. Shumway, S. Leighton and T. Kennedy]. Vote was unanimous to support a subcommittee.

- T Madden mentioned the traffic and parking, as well as the walkability topics that keep coming up and asked if there was a need for a subcommittee at this time. The Modeling Committee will help to inform subcommittees when there is a need.
- The Town Manager brought the topic that the Committee had discussed regarding the Extension of Time and he felt the Council would be receptive to an extension of time. At this point the Committee would not ask for an extension until there is more certainty in the schedule and the consultant is on-board by the developer.

Item 8. Set next agenda. Modeling Committee to share examples of proposals and how the larger committee can contribute to them.

Item 9. Public Comment. None at this time.

Item 10. Adjourn. Motion by A. Dillon, seconded by K. Bridgham, to move approval to adjourn the meeting. Vote was unanimous.

Meeting adjourned at 8:03 p.m.

MINUTES
AD-HOC DOWNTOWN ADVISORY COMMITTEE
VIRTUAL MEETING
Tuesday, March 30, 2021 – 6:30 p.m.

Item 1. Call to Order. Chair Kennedy called the meeting to order at 6:31 p.m.

Item 2. Members Present. The following members were present: Art Dillon, Bruce Zivic, Sarah Leighton, Bryan Shumway, Kim Bridgham, Kimberly Rand, Basha Mohammad and Travis Kennedy, Chair. Thomas Hall, Town Manager, the two Town Council Representatives Jonathan Anderson and John Cloutier and Developers Dan Bacon and Rocco Risbara. Not present: Thomas Madden.

Item 3. Approval of Minutes: March 16, 2021. Motion by A. Dillon, seconded by B. Shumway, to move approval of the March 16, 2021, meeting minutes as written. Vote was unanimous.

Item 4. Developers Report.

- Dan Bacon, noted that this afternoon he had walked through the grand stand with Nancy Crowell Bill Donovan and their architect team so they could see the layout of the building. Their team will draft a report on what they would recommend. There was also discussion on whether the grand stand would be utilized or whether a stand-alone facility. The Library had been given all the reports and engineering studies on the Downs as well.
- Rocco Risbara stated the he and Dan held interviews with 2 consulting teams on the Downtown and have yet to make a decision. We are in hopes to have a decision by next week and to have the deliverables this Committee by mid May. He responded to questions from the Committee.

Item 5. Subcommittee Reports.

- Communications Committee: No report at this time.
- Grand Stand Committee: No report at this time.
- Regulatory Committee: No Report at this time
- Downtown Committee:
 - K. Bridgham noted the Committee spent time on google earth trying to identify access points into the Downtown from Route 114 to create the connectivity with Oak Hill. There had also been a developer [Mark O’Leary] and also was interested in connecting with the Downs. There had been discussion on the sidewalk along Route One to the Downs entrance and do we connect the Municipal Center to the Downtown. The Committee had questions about traffic and parking and at some point, there needs to be a discussion on this. K. Rand added the Committee discussed the density of the project and whether the Consultants would be reporting out on this. The bulk of the discussion had been around the connectivity of the project.
 - D. Bacon responded to the connectivity piece, noting that there would be connection to the Sawgrass Neighborhood and currently the zoning does not allow a roadway to Sawyer Road. In the next couple years the sidewalk on Route One would be connected to the Downs entrance. Also, when the O’Leary subdivision is built out, there is potential connection to the Downs.
 - R. Risbara noted that the group had looked at connecting to Route 114 and found there was a lot of wetlands and more than likely would not be to make that connection.

- T. Hall noted that at some time in the future there could be connection to 114 through the O’Leary development. He also noted that there is property behind the Juneberry Development that could potentially have trails to connect to the Downs. The developers noted they had tried to contact the State, but hit a dead-end.
- R. Risbara felt that the Consultants would work on the density piece.
- There was discussion on the Scarborough Sign and what would happen to it. There are some issues that would need to be dealt with regarding this issue.
- There was discussion around the sign being a historic landmark and the Committee felt that it should be allowed to stay.

Motion by T. Kennedy, seconded by B. Shumway, to task the Regulatory Committee with researching the sign issue and report back to the full Committee as soon as possible. Vote was unanimous.

- T. Hall asked if there had been discussion around branding and whether a similar sign would located at the entrance at Payne Road. R. Risbara noted that there had been discussion around having an identical sign there, but wasn’t sure what would happen due to the height restriction along that area.
- D. Bacon responded to question related to access from Route 1 to the Downs. The Route 1 entrance will reopen once the major construction has been completed. There would also be a connection off Haigis Parkway giving the development 3 primary entrances [Route One, Haigis Parkway and Payne Road].
- There was discussion on the parking for individuals who would like to park and hike trails or ride bikes. D. Bacon noted that this was something already in progress. It was noted that the Land Trust has a contract with property that abuts the Warren Woods subdivision that would allow access to Route 114. There should also be discussion on how to connect the School Campus to Sawyer Road. Further discussion ensued around the connectivity between the Downs, Oak Hill, Schools, Route 114, etc.

Item 6. Discussion Points:

- **Modeling Committee to share examples of proposals and how the larger committee can contribute to them.**
 - B. Shumway noted the Committee has been working on the “10 Principle Tools” and seeing how new ideas align with them. At its next meeting there would discussion as to how this Tool can be used as an evaluation tool for an overall plan versus how they could be used for discreet elements of a plan. This Committee is eagerly awaiting the first concept plan for review. The Committee also discussed presenting ideas to be incorporated in the plan and to see what does and does not make the cut.
 - B. Zivic noted that the Committee did not really have any to present. Not having anything to look at until mid May gives the Committee time to formulate its thinking and make a solid presentation to the full Committee as to how to advance this.
 - B. Shumway noted that he would share the document he referenced earlier would be posted on the groups shared drive.
 - Discussion ensued around concepts and what the consultants could be bringing forward and whether they would like it or dislike it. T. Hall would assist in any way he could in reaching out

communities that this group would like to connect with.

- T. Kennedy commented that in looking at T. Maddens notes he mentions “design charettes” and asked the Committee to comment in it.
- B. Shumway stated they had discussed the possibility of hiring a professional to help guide a design charette that involved the entire committee to focus on different eliminates of the Plan, that would help the Downtown survive. There was discussion on what a charette would entail.
- The developers agree that this could be a creative process and there many aspects that would be involved. They would be open to the concept. Further discussion ensued around community and committee involvement.

Item 7. Committee discussion/questions.

- T. Kennedy asked the Committee and the Developer what were some goals they would like to accomplish by May. He would add it to the next agenda for discussion. There was discussion around outreach and communicating with the public. It was noted the J. Anderson has been reaching out through the town’s e-newsletter. T. Kennedy noted other ways this committee has been reaching out to the public. Once there is something concrete to look at, the public would be more involved.

Item 8. Set next agenda.

- Goals to be accomplish by May
- Charettes
- Outreach/Communications

Item 9. Public Comment. None at this time.

Item 10. Adjourn. Motion by A. Dillon, seconded by K. Bridgham, to move approval to adjourn the meeting. Vote was unanimous.

Meeting adjourned at 7:56 p.m.

MINUTES
AD-HOC DOWNTOWN ADVISORY COMMITTEE
VIRTUAL MEETING
Tuesday, April 13, 2021 – 6:30 p.m.

Item 1. Call to Order. Chair Kennedy called the meeting to order at 6:31 p.m.

Item 2. Members Present. The following members were present: Art Dillon, Bruce Zivic, Kimberly Rand, Basha Mohammad, Thomas Madden, Bryan Shumway and Travis Kennedy, Town Council Representative Jonathan Anderson and Developers Dan Bacon and Rocco Risbara. Not present: Thomas J. Hall, Town Manager, Kim Bridgham, Sarah Leighton and John Cloutier, Town Council Representative.

Item 3. Approval of Minutes: March 30, 2021. Motion by A. Dillon, seconded by K. Rand, to move approval of the March 30, 2021, meeting minutes, as written. Vote was unanimous to approve.

Item 4. Developers Report.

- Rocco Risbara had the opportunity to toured the Maine Health Facility last week. The can process upwards to 1,500 people a day, with the biggest day was 1,680. They have capability of processing 2,000 a day, if they had the vaccine. Patient wait time is 30 minutes from the time they enter the facility to when they exit.

He and Dan Bacon have hired a Downtown Planning Consultant. Dan will talk further about them. We have been unable to meet with them and will be off the pace from when they met two weeks ago; however, they plan to get to them and have a meeting week of April 18th.

They currently have been busy working on the GMO Ordinance and hope that the Downs will become exempt and will be allowed to continue to get infrastructure in the ground. If the Downs is not exempt, the it would hinder the development of the Downtown.

- Dan Bacon further commented on the selection of Goody Clancy, New England Base firm based out of Boston and they specialize in downtown designs and mixed use projects. They have also worked national. HE went on to mention project that the firm had worked on and is currently working on. He felt they were a good fit for their team.

At the request of the Committee Chair, Mr. Bacon gave a general overview as to what they would expect of the Consultants The first thing would get them up to speed on the project, understand the goals of the Downtown area. Have them look at past plans with a critical eye, and give recommendations on what's on track and what they would do differently. Would have them do some initial concept planning with different scenarios to a point that is at a level that the Downtown Committee can review and engage with. He went on to respond to questions from Committee members.

Item 5. Subcommittee Reports.

- Communications Committee: T. Kennedy noted that Committee emails are only going to him and the Town Manager. L. Gallagher would look into this. Committee Updates.
- Grand Stand Committee: No report at this time.

- Downtown District Committee: T Madden noted that the Committee had met to address ideas that had been floating around. He was wondering if there was a way to get a summary of items from the Developer as they become more concrete. It was difficult to visualize the connectivity if they are still in limbo. There was discuss around the pedestrian walkway proposed to connect towards the schools and there has been an idea about more permanent connectivity to help improve traffic flow. No recommendation yet, but will want to discuss it further. D. Bacon indicated that he could provide a summary on the connectivity between the Down and the main campus and traffic on Route One.
- Modeling Committee: T. Madden stated that the Committee started diving into Downtown Revitalization Plan of 2018. A lot of the information was laid out and produced by the Town already. The Committee worked through that plan and the encouraged everyone to refamiliarize themselves with that Plan.

He referenced the Plannapalooza and the committee would like more information on how that went. A lot of good information came from it, reached out to Tom Hall. Want to grab some of the information from the public.

The Committee had established a “Want List” that we can throw into the “filter.”

T Kennedy noted that there had been another email from a member of the public asking form an update on the Edge Sports Complex Project. Is it moving forward? If not, is there something else being proposed?

D. Bacon stated that the first piece is the Community Center Committee submitted their report, but not action had been taken by the Town Council. They worked diligently on this task. The second piece is that Edge is still interested in having a facility here at the Downs, but we have to work through other things with this committee first.

B. Shumway noted that the market that the Edge may serve is different from a market a field to serve. One amenity that could be recommended is a public field for youth or adult sports leagues to be able to use. Different from an indoor controlled type space. We might want to inventory what we got. We could look at the opportunity for green space with the downtown area. Further discussion ensued.

- Regulatory Committee: No report at this time.

Item 6. Discussion Points:

- **Goals to be accomplish by May:**

T. Kennedy asked the Committee where we want to be a month from now.

B. Zivic noted that there had been an important document that was created and well written - Tons of information and has gotten lost in the project. How did this happen? There was so much information in this document that it concerned him that we missed it. He would like to have his subcommittee discuss this document. Who put it together and he encouraged the full committee to revisit this document.

D. Bacon noted that Report was put together 2 years ago when the Downs was looking for a CEA. The Report was put together between Dan, SEDCO and Planning Director. The Master Plan is premised on this plan. This was worked on by me and the SEDCO Director. Further discussion ensued.

Ideas for Committee meeting with Consultants:

- Come up with educated on ideas based on knowledge of Scarborough
- Come with other examples and best practices will help to come with educated and recommendations.

What would the consultant like to see from us in terms of information?

- Dan to ask what the committee may be interested in learning.
- Ask them if they have places to focus on as potential review.

B. Shumway noted that driving down Route 1 and seeing a lot of construction. With the changes, not sure how that will impact the Downs, need to physically model to approve what is going to be developed in the immediate area. What's already been the approved buildout for what's in the future for this area.

K. Rand asked What's coming next in the Downs, would be good to understand it and what's coming.

T. Kennedy asked the Developers to have some homework from the Consultants for the Committee at the next meeting.

- **Design Charrette.** Do we need another Plannapalooza? We would work with the Developers on this.
- **Outreach/Communications.** It was felt that this would be more relevant at the next meeting

Item 7. Committee discussion/questions. None at this time.

Item 8. Set next agenda.

- Intel from Dan and Rocco on what the contractors want to hear from them to give them homework
- Think about timeline and next steps

Item 9. Public Comment. None at this time.

Item 10. Adjourn. Motion by A. Dillon seconded by K. Rand, to move approval to adjourn the meeting. Vote was unanimous to adjourn the meeting.

Meeting adjourned at 7:40 p.m.

MINTUES
AD-HOC DOWNTOWN ADVISORY COMMITTEE
VIRTUAL MEETING
Tuesday, April 27, 2021 – 6:30 p.m.

Item 1. Call to Order. Chair Kennedy called the meeting to order at 6:31 p.m.

Item 2. Members Present. The following members were present: Art Dillon, , Kimberly Rand, Basha Mohammad, Kimberly Bridgham, Travis Kennedy, Thomas Madden, Thomas J. Hall, Town Manager and Town Council Representatives Jonathan Anderson and Cloutier

Not present: Bryan Shumway, Bruce Zivic, Developers Dan Bacon and Rocco Risbara.

Item 3. Approval of Minutes: April 13, 2021. Motion by A. Dillon, seconded by B. Mohammad, to move approval of the April 13, 2021, meeting minutes, as written. It was noted by K. Bridgham, she was not present at the meeting. Vote was unanimous to approve as amended.

Item 4. Developers Report. Chair Kennedy noted that he had received an email from Dan Bacon and it indicated they are working with the Consultants, Goody Clancy on plans for the Committee to review. He also commented that in the email that Mr. Bacon had sent over the weekend, he concerns about the project bumping up against the GMO. Chair Kennedy noted that this concern should go to the Regulatory Committee.

Councilor Cloutier commented that the Council had been working the GMO for over 18 months. He went on to give an overview on what had transpired over this timeframe. The Town ran out of the growth permits this year and the Council brought forth an amendment to help property owners to obtain permits. After brining this forward, the Council decided to bring a new Ordinance forward to replace and repeal the current Ordinance. He went on to mention the workshop that would held on the GMO and the Council would act at its next Council meeting on the new GMO. Councilor Anderson and the Town Manager also commented on this as well. Discussion ensued.

Chair Kennedy felt that the housing topic should be a discussion for the whole Committee with the Developers at the next meeting.

Item 5. Subcommittee Reports.

- Communications Committee: None at this time.
- Grand Stand Committee: None at this time.
- Modeling Committee: Thomas Madden noted the Committee had a busy week. K. Bridgham had contacted the Mashpee Commons Group and wrote a summary of the meeting, which would be shared in the Committee folder. Mr. Madden had been able to connect with an individual who worked on the Blue Back Square Project in Connecticut. This information from would be available as part of the final report from the Committee.

- Downtown District Committee: Thomas Madden noted that the Committee had met earlier in the day. The Committee started looking at the 2018 Downtown Revitalization Plan and started pulling out information that they felt pertained to this Committee. There was discussion on the traffic and connectivity with Oak Hill area. They would like to meet with Mr. Bacon on other issues. Mr. Hall noted that Karen Martin would also be a great resource for the Committee.
- Regulatory Committee: None at this time.

Prior to the next discussion, Chair Kennedy asked Mr. Hall to take a few minutes to go over the document that he had sent out earlier. The document shows other projects that are currently underway in Scarborough. There are residential and commercial projects throughout town. Mr. Hall pointed out that the Downs needs to obtain a traffic movement permit and went on to explain the process and the contributors. Mr. Hall responded to questions from the Committee.

Item 6. Discussion Points:

- **Visioning Exercise.** Chair Kennedy asked the group how they would like to handle this part of the meeting. He mentioned an email that Councilor Anderson had sent out regarding this item. What information is brought forward, it should be put in writing for the Consultant to review.

Councilor Anderson state that since he sent the email, he would start and went on to share what he would like to see. On his wish list: a dog park; indoor places for young children and a center stage for music/movies.

Mr. Hall: Adult outdoor sports like a Jokers or even a ferris wheel.

B. Mohammad: A yearly Scarborough festival with a stage; a family space that encompasses the whole family; arcade; bowling alley, etc.

T. Madden: A green where you can have the farmer's market or events that would draw businesses and the community. If the area had a something [like a ferris wheel] that would be a draw. Dining what would draw people here instead of going into Portland.

S. Leighton: We want to attract people but not overdue. Open space for individuals to enjoy. Smaller scale then what Portland has. A market would be great. Make it family friendly.

K. Rand: Public Market, maybe in the Grand Stand, so it could be year round. Entertainment and dinner – on a small scale. Maybe some bike/hike trails that end at the green. Outdoor activities.

Mr. Hall responded questions from the Committee as to how the Town handles events.

K. Bridgham: Skating rink; non-profit use; outdoor space; farmer's Market in summer and Christmas Markets in the winter. Would like to see the arts prosper as well.

A. Dillon would like to see a multi-cultural event center. Needs to be able to serve the public year round. One center piece would be the Grand Stand.

Chair Kennedy felt that the one theme that he heard was a central that would be the cross-section for the downtown, whether it be a public market or an area where there are events going on. What can we offer that is more appealing that would change their minds not going into Portland? We can focus on more outside events and how to make people more comfortable outside. He too liked the idea of Markets. There should a focal point/a draw, to bring people in.

T. Madden made further comments on the Public Market maybe like Faneuil Hall in Boston would be more at what we are looking for.

S. Leighton noted that she had shared a link with the Developers about the Market Place in Denver Colorado, which has been incredulity successful.

Chair Kennedy noted that he and Mr. Hall would put this information into a summary document to present to the Developers.

There was discussion about not forgetting the Seniors involved and get feedback from them and having a representative from the Senior Advisory Board to come and speak.

In response to a comment from Chair Kennedy regarding an extension for the Committee, Mr. Hall suggested that the Committee might want to wait until the Consultants on board.

Item 7. Committee discussion/questions. None at this time.

Item 8. Set next agenda.

- Housing discussion with developers.
- Invite the Senior Advisory Chair

Item 9. Public Comment. None at this time.

Item 10. Adjourn. Motion by A. Dillon seconded by J. Madden, to move approval to adjourn the meeting. Vote was unanimous to adjourn the meeting.

Meeting adjourned at 7:56 p.m.

MINUTES
AD-HOC DOWNTOWN ADVISORY COMMITTEE
VIRTUAL MEETING
Tuesday, May 11, 2021 – 6:30 p.m.

Item 1. Call to Order. Chair Kennedy called the meeting to order at 6:31 p.m.

Item 2. Members Present. The following members were present: Art Dillon, , Kimberly Rand, Kimberly Bridgham, Travis Kennedy, Bruce Zivic, Basha Mohammad, Sarah Leighton, Bryan Shumway, Thomas J. Hall, Town Manager and Town Council Representatives Anderson and Cloutier, Developers Dan Bacon and Rocco Risbara.

Not present: Thomas Madden

Item 3. Approval of Minutes: April 27, 2021. Motion by A. Dillon, seconded by K Bridgham, to move approval of the April 27, 2021, meeting minutes, as written. Vote was unanimous to approve.

Item 4. Developers Report.

- Dan Bacon that he and Rocco had cleared their plates to work more closely with the Consultants. He knew that this Committee wanted to have a workshop with the Consultants and that could happen mid to late June and then it sounds like the Grand Stand could be available for this workshop in person with social distancing. If there is enough lead time this could happen. Looking at June 22nd and could enable the work to be done before July and August. If this works for the Committee they could make it happened.
- Rocco Risbara noted that the vaccine clinic would be done at the end of May. He too felt that a face to face workshop would help
- T. Kennedy felt that this would be a great idea as long as committee members felt comfortable about meeting in person.
- In response to a comment from Mr. Hall regarding a project that was before the Planning board, Mr. Bacon noted that there was a company called Redigo that is looking to develop a Senior Care Facility at the Downs, which would be just south of the clubhouse. It would be an approximately 160 beds [1/3 for seniors/1/3 for assisted living and 1/3 for memory care]. The Planning Board would be reviewing this project at its next meeting. Further discussion ensued. It was noted that the Clubhouse could possible not remain in its current location. Mr. Bacon noted that once the Redigo design is made available, he would forward it on to the Committee and answered questions from Committee members regarding the process with regards to meeting with the Consultants.

Chairman Kennedy noted that he had not received any public comments. B. Mohammad noted that he had received comments supporting a dog park.

Item 5. Subcommittee Reports.

- Communications Committee: None at this time.
- Grand Stand Committee: None at this time.
- Downtown District Committee: None at this time.

- Modeling Committee: Bruce Zivic noted that he had submitted 2 documents from the this committee. He was hoping this report could distributed to the whole committee, as it offers a plane on the project in moving forward. He went on to give an overview on the report. He went on to see how a report was going to be put together. It would be great if Karen Martin could also work on the final report as she assisted with the Plannapalooza Report. He further commented on what others in this Committee had done; further public input and working with the Consultants. In the end the final report would be going to the Council. After this Ad-hoc committee has finished its work, he thought that maybe there should be Steering Committee to ensure that things are on track. Members could include Karen Martin, a Town Councilor, one of the Developers and the Town Manager.

In response to a comment from Chairman Kennedy, B. Zivic, thought the Steering Committee would be made of individuals that could bring a fresh thought and assist with the final report. Mr. Hall felt that Ms. Martin would a great individual to work on the final document, if she chooses to do. Chairman Kennedy indicated that he felt that he would be part of writing the final Report and would like assistance. It was suggested to have an outline as to what this group would like to see in the final report and the developers would probably already be bringing information that would just need tweaking. Mr. Hall noted that the Developer could take the recommendations and use them all or none. Further discussion ensued

- Regulatory Committee: None at this time.

Item 6. Discussion Points:

- **Growth Management Ordinance Update**: Councilor Cloutier noted that the Council passed a new Ordinance. He went on to give an overview as to the changes that took place. The new Ordinance will temper the pace growth in town and the Council has the control to allow further projects to go forward. Councilor Anderson noted that there were modifications so that the Downs could move forward.

Dan Bacon noted that the immediate updates help with the project to activate the Downtown area. The Downtown success hinges on people. One thing we want to work with this Committee and the Council is housing in the Downtown area. Mr. Risbara felt that the Council did not understand what it takes to have a Downtown. He responded to questions from the Committee regarding the number of permits that would be needed. The Committee discussed on what they could do to assist with this project in getting the permits needed to succeed.

- **Senior Programming Needs – Cindy DiBiase, Seniors Program Coordinator**: Todd Souza, Director of Community Services and Cindy DiBiase the Seniors Program Coordinator were present to answer any questions the Committee might have.

Ms. DiBiase noted several things the for consideration for the Senior Community in the process would be to have benches available, easy access to buildings, bathroom facilities, and enough time to cross streets. She is currently working on an Age Friendly Action Plan that could be a really good resource to have.

Mr. Souza further commented on how all the things that Ms. DiBiase mentioned really beneficial to everyone.

Chairman Kennedy felt that this information would be great for this Committee to review.

Mr. Hall noted that one of the things we lack is a facility to conduct events with Seniors. We are always looking for space for Senior Programs. Ms. DiBiase spoke on utilizing a space at Martins Point prior to the pandemic. Seniors want more time to enjoy each other's company and find out

what is going on about town. There was discussion as maybe having a space that would have both outdoor/indoor availability. Further discussion ensued.

- **Summary of Visioning Exercise:** Next meeting.

Item 7. Committee discussion/questions.

- Chairman Kennedy noted that since Bruce Zivic and Bryan Shumway were not present at the meeting where everyone weighed in on what they would like to see in the Downtown, he would give them the opportunity this evening to weigh in with their thoughts.
- Bruce Zivic would like to see a high level farmer's market and Bryan Shumway listed his top 3: a generic outdoor programable space; a well landscaped green/park feature and a hardscape thematic and no to the ferris-wheel but yes to a merry round.
- Karen Martin would be asked to join the next meeting around the steering committee.
- Mr. Hall suggested that there be an article in the Leader to encourage public comment to garner some interest from the public. Chairman Kennedy suggested that it would be put off until another meeting.

Item 8. Set next agenda.

- Summary of Visioning Exercise.
- Modeling Committee Report.

Item 9. Public Comment. None at this time.

Item 10. Adjourn. Motion by A. Dillon seconded by B. Shumway, to move approval to adjourn the meeting. Vote was unanimous to adjourn the meeting.

Meeting adjourned at 7:59 p.m.

MINUTES
AD-HOC DOWNTOWN ADVISORY COMMITTEE
VIRTUAL MEETING
Tuesday, May 25, 2021 – 6:30 p.m.

Item 1. Call to Order. Chair Kennedy called the meeting to order at 6:32 p.m.

Item 2. Members Present. The following members were present: Kimberly Rand, Kimberly Bridgham, Travis Kennedy, Bruce Zivic, Basha Mohammad, Sarah Leighton, Bryan Shumway, Thomas J. Hall, Town Manager and Town Council Representative Anderson, Developers Dan Bacon and Rocco Risbara. Also present: Karen Martin, President of SEDCO.

Not present: Art Dillon, Councilor Cloutier and Developer Rocco Risbara

Chairman Kennedy noted that he and the Town Manager had met with Karen Martin of SEDCO and asked if she could join the committee for the rest of its duration and she has agreed. Later in the meeting she will give an update as to what she would be doing.

Item 3. Approval of Minutes: May 11, 2021. Motion by S. Leighton, seconded by K. Rand, to move approval of the May 11, 2021, meeting minutes, as written. Vote was unanimous to approve.

Item 4. Developers Report.

- Dan Bacon noted that he had sent the Committee some material after the last meeting. The committee had wanted to see the planned connectivity in Oak Hill. He shared the document that he had sent to the Committee and went on to explain what would be done over the time - sidewalks along Route One and trails throughout the property.

The Traffic Movement permit is almost complete and should be issued within the next week. This is five years-worth of improvement for traffic flow, pedestrian walk ways and funding for transit study. He went on to comment about the Redico Site, which is actually called the American House at the Downs, the Senior Care Facility. He then showed a slide that showed the outline of the property, which would be fairly close to the “Downtown” area. Mr. Bacon responded to questions about the Grand Stand; the mix use Main Street downtown hub; the environmentally sensitive areas that are on the property and roundabouts.

Item 5. Karen’s Report.

- Chairman Kennedy noted that Ms. Martin would be joining the Committee as a staff liaison to assist with the final report to the Town Council and the Developers. She will also assist in finding answers that we don’t have. He then asked Ms. Martin to take a few minutes to talk about what they had discussed earlier.

Ms. Martin noted she would be working on pulling the final document together and wanted to ensure that she has covered all the subcommittees views. One of things she did was to go back and review what the developers were expecting of this Committee. In reviewing what they were looking at, she thought the focus should be on two that seemed most relevant to the workshop on the 22nd, which would be the public spaces, the gathering spaces and the main street design. She had pulled together some questions to help the committee focus on what information that the Committee wanted to convey to the Consultants regarding the public spaces/gathering spaces.

Chairman Kennedy noted the Committee would be meeting with Goody Clancy following the next meeting of this Committee. He would like Ms. Martin to have enough material by the end

of the next meeting to produce a report to circulate to the Committee members can sign off as close to a week in advance of the meeting on the 22nd. He would be able to assist Ms. Martin with the presentation if needed.

At this point Ms. Martin shared the screen and reviewed the following questions:
Public Spaces, Gathering Spaces, Amenities:

1. If a downtown reflects the heritage of a community, what is Scarborough's heritage?
2. What should the consultant know about Scarborough? What would make Downtown authentic to Scarborough? To the region?
3. What does a gathering space mean to you? How would the public space in the Downs be different from Memorial Park?
4. Comp Plan comments talked about areas where you would run into your neighbors – what would draw people to this space?
5. What would make this “the place to be” in the Winter?

Main Street Design:

1. What does walkable mean to you?
2. What distinguishes this Main Street from Oak Hill?
3. Can you envision a Crate & Barrell type of store on this Main Street?
4. What does an inviting street scape mean to you? Does signage, streetscape furniture and lighting make you willing to walk longer distances?
5. How does Main Street connect to the rest of the Downs and to balance of Oak Hill?
6. What could be unique about our Main Street? What makes it exciting? Why would you want to go here rather than Portland?
7. How does sustainability play into a “designed from scratch” Downtown?
8. What does a post pandemic downtown look like?
9. What role does Art play in Main Street Design? Can it help define our heritage?

In response to a question from Chairman Kennedy regarding whether the Consultants might be interested other questions, other than those offered this evening, Mr. Bacon indicated that he would have to give it some thought. He felt the questions were really good and he would forward them on to the Consultants, along with any other questions that the committee might come up with this evening.

Chairman Kennedy encouraged committee members to send in any other thoughts/questions to him or Ms. Martin and they would pull together the information for the next meeting. This information presented this evening would be added to the shared folder. At this point Chairman Kennedy asked the Committee for their thoughts.

Committee members made comments on the questions. There was discussion around whether the Sustainability Committee should be brought in as part of the process. Mr. Hall would ask Jami Fitch to attend a meeting . Chairman Kennedy put out the offer that if there were experts in a particular field who should attend the meeting with Goody Clancy, please let him know. The Town Planner would also be invited. The Committee thanked Ms. Martin for joining them and for presenting this evening.

Item 6. Subcommittee Reports.

- Communications Committee: Chairman Kennedy noted that he had received a Mr. David Rumson and read the email regarding a possible dog park. Councilor Anderson spoke an upcoming meeting with the Transportation Committee where they would be discussing the Downs Project. It would be beneficial for members of this Committee to attend.

- Grand Stand Committee: None at this time.
- Downtown District Committee: None at this time.
- Regulatory Committee: None at this time.

Item 7. Discussion Points:

- **Modeling Committee Report** – Thomas Madden noted that “the 4 person Modeling Subcommittee was formed as an outcropping of the larger Downtown Committee in order to identify elements that have led to the success of other similar large-scale downtown developments. By searching for patterns that led to success, our hope was that we could focus our input to the Downs developers and help to contribute to a successful downtown district. He went on and gave a complete overview on the Committee’s Report. [See full report is attached to Minutes

Chairman Kennedy thanked the Modeling Committee for a great job. He asked if the communities they have relationship with the host community like the Downs does with Scarborough. Mr. Madden noted that Pearl Street Mall in Colorado is a Downtown Partnership which is a 501c6 Membership Organization. Committee members responded to questions from the group.

Chairman Kennedy asked that he, Ms. Martin and Mr. Madden get together and work together in incorporating some of the questions/comments for the next meeting. Mr. Hall acknowledged the members of the Modeling Committee: Thomas Madden, Kim Bridgham, Kim Rand and Basha Mohammad.

- **Final Report Format** – To be discussed later.

Item 8. Committee discussion/questions.

Chairman Kennedy asked that no subcommittees meet and should focus on the list of question that we are going to submit to Goode Clancy. There would be developers and SEDCO. There will be something circulated prior to the next meeting. The goal for next meeting is to work through the questions to prepare for the report to Consultants. It was suggested that a google doc that could be populate by all members and be able to see who has reviewed the information.

Mr. Hall noted that meetings can meet in person; however, the town is working on how to keep the virtual piece in place for members of the public. Until that is figured out the Committee should continue to meet virtually.

Item 9. Set next agenda.

- Work through questions and prepare for workshop with consultants.

Item 9. Public Comment.

- Ella Kennedy, of Beech Ridge Road, suggested a Garden in the Downtown area.

Item 10. Adjourn. Motion by B. Shumway, seconded by T. Madden, to move approval to adjourn the meeting. Vote was unanimous to adjourn the meeting.

Meeting adjourned at 8:04 p.m.

MODELING SUBCOMMITTEE

PRELIMINARY RECOMMENDATION

May 25, 2021

Modeling Subcommittee Background

The 4 person Modeling Subcommittee was formed as an outcropping of the larger Downtown Committee in order to identify elements that have led to the success of other similar large-scale downtown developments. By searching for patterns that led to success, our hope was that we could focus our input to the Downs developers and help to contribute to a successful downtown district.

Our work involved two stages: first, we began by studying specific examples of analogous developments - we called this our "world tour". The World Tour involved a high level study of Mashpee Commons (Mashpee, MA), Blue Back Square (W. Hartford, CT), Assembly Row (Somerville, MA) and Downtown Boulder (Boulder, CO). Subcommittee members evaluated use mixes, physical design and marketing materials. In certain cases we were able to talk with project participants to glean important insights about the projects. Next, we reviewed selected academic and professional literature about what design and programming elements contribute to successful downtowns.

What our Research has Revealed

This report includes a summary of our findings from the World Tour as well as a recommendation about how to process and evaluate new ideas that come from the Committee regarding elements to include the Downtown being developed at the Downs.

The academic research that our group performed was supported by the outcomes reviewed in the four cases that we studied. While intuitively we may have thought that the important determinants of success for downtowns would be driven by aesthetics or programming mix, what we found was that success drivers were much more complex. Aesthetics matter, of course, and retail/housing/office/etc mix matter, but we learned that other factors are equally important - including: governance, long-term management, infrastructure availability and building in flexibility. Each of the cases we studied was built pre-pandemic, and the literature we reviewed was published pre-pandemic; nevertheless, its relevance held and will be applicable to the Downs development.

The successful places that were created each are more than collections of bricks and mortar. They are thoughtfully laid out, carefully programmed, inviting, connected and thoughtfully activated spaces that generate public interest and curiosity. Among the take-aways from our research are:

- Making the effort to design and build a great space is not enough to create a successful downtown, you must also dedicate the thought and long-term resources to manage, program and adapt the space in order for it to succeed.
- Details like parking, bathrooms, waste management, and maintenance responsibility matter - a lot!
- Places with mixes of uses tend to thrive.
- Eliminating barriers to use and barriers to access is important - as we saw with various parking policies and various levels of connection with transit systems
- Places evolve and need a feedback mechanism in order to reflect the needs and desires of prospective users.

- Buffers for growth can help the area evolve organically.

World Tour

The 'World Tour' was a study of development projects with similar purpose and ambition to The Downs. The examined areas are mixed-use residential/commercial downtowns that were built from scratch or underwent heavy revitalization, and are currently operating as popular regional destinations for shopping, dining, and entertainment.

Comparable downtowns identified by the committee were Mashpee Commons (Mashpee, MA), Blue Back Square (W. Hartford, CT), Assembly Row (Somerville, MA), and Pearl Street Mall (Boulder, CO).

Notes from the analysis of each location are attached in the Appendix.

Through this research, the subcommittee identified key common points between all locations:

- The commercial mix leans heavily to retail and dining.
- Food and Drink - Some chains but mostly local including ethnic and thematic. Restaurants representative of regional tastes.
- Grocery - All locations either had, or were adjacent to a grocery option. Independent grocery, Wholefoods, Trader Joe's are present at most or all locations.
- Retail - mostly local niche but anchors are important. Examples included: LL Bean, Pottery Barn, William Sonoma, Adidas.
- Services such as nails, hair, UPS, law offices, and co-working space were present but less frequent.
- All locations contained or were adjacent to municipal facilities such as City Hall, a public library, or police station.
- Churches were only present at 2 locations, hotels were present or nearby.
- Entertainment was present to extend life past 5 pm. All locations included a movie theatre, generally all include some performing arts (outside concerts, street performers), brew pubs, gathering places, bowling and miniature golf were also popular. Indoor entertainment was present at all locations to accommodate inclement weather.
- All have their own website and a management group.
- All locations host events to attract traffic.
- All locations have a centerpoint or featured intersection that contains architectural features and functions as a meeting place symbol of the area
- Transportation and walkability were features of all downtowns. Sensory experiences are present throughout.

This research also shined light on characteristics that were not integrated into these downtown models:

- No skating rinks, sports fields, or other large areas for outdoor recreation.
- No wide open green space. Green space consumed a limited percentage of the overall land area of these projects. Green space was typically limited to the fringes or were adjacent to these projects.
- No large installations that consumed land area.

Recommendations Going Forward

Based on the subcommittee's research of model downtowns, preliminary recommendations can be made at this time. The subcommittee has chosen to be mindful of the limits of its scope and focused proposals on the inclusion of adequate public elements and elements that would support the spirit of the space that the public hopes to enjoy at the Downs.

It does not seem appropriate for this subcommittee to make specific user recommendations or evaluate the merits of the overall developer proposal - except in as much as it includes or excludes important features that support the shared public goals identified in the various public processes that have taken place.

Our initial recommendations include:

- Recommend a district management organization.
- Recommend a continual feedback loop mechanism - Ongoing listening sessions with the public.
- Recommend setting up a mechanism for event programming.
- Recommend identifying a location that can act as a gathering point and a focus for the Downs.
- Recommend revisiting this research once we receive further details from the developer on the design and aesthetics of the downtown district.
- Recommend further input from the main committee on specific considerations that can guide final recommendations for this subcommittee.

Considerations that can be made by the greater committee to help apply these models to The Downs project:

- Defining "Success", specifically for The Downs - use the plan-a-palooza and our own exercises to create a final determination of what we, the public, would need to consider this project a 'success'.
- Consider the impact population density and available land area will have on The Downs project and adapt the expectations for this project accordingly.
- Consider transportation limitations and opportunities.
- Consider who the target audience will be - Downs locals, Scarb locals, Maine locals, Regional travelers, etc. Also will the Downs be adult oriented (more like Assembly Row), or target families (more like Pearl Street Mall).
- Consider what will make The Downs unique and how it can represent the region.
- Consider sensory experiences that will make the Downs engaging to visitors.
- Consider enforcement needs and the impact on other public services (maintenance, waste management, etc.).
- Consider parking strategies and discuss programs if paid parking is necessary.
- Consider changing consumer habits emerging as a result of the pandemic.

Once these considerations have been discussed, the modeling subcommittee can revisit this research and apply the positive aspects of these models to the ideas put forward by the main committee, filtering the considerations through the applicable research and literature to help guide final determinations.

Conclusion

The study of these prior development projects offers a unique glimpse into the ideals and priorities of other local communities. While identifying the common features of these busy downtown areas, and applying features we believe we will value to the Downs project, we are affording ourselves an opportunity to learn from the successes of others. While the definition of 'success' may vary between municipalities, it is likely that within these districts exist the ingredients for a vibrant and flourishing town center that can be applied to the project before us.

Mashpee Commons // Mashpee, MA -

- Size: 278,946 square feet of retail floor space
- Local Population: 14,180
- Store mix: Dining: 20, Retail: 52, Wellness: 10, Entertainment: 6, Services: 21
- What makes it unique?
 - 77 Residential Units
 - Traditional downtown feel with single level shopping
- Anchor Retail:
 - Panera Bread, Starbucks, CVS, LL Bean, Lululemon, Pottery Barn, Stop & Shop, Williams Sonoma
- Notable Entertainment:
 - Bowling Alley, Regal Cinema, Miniature Golf
- Notable Municipal Services:
 - Chamber of Commerce, USPS. Borders the public library, elementary school, police department, 2 churches.
- Events?
 - Yes
- Parking:
 - Street parking, centralized lots.

Notes from discussion with Mashpee assistant manager, Wayne Taylor

Wayne indicated that Scarborough sounds a lot like Mashpee. Before the Commons, Mashpee they didn't have a downtown, just a commercial center similar to ours. He praised the developer in creating a quintessential New England downtown look and feel.

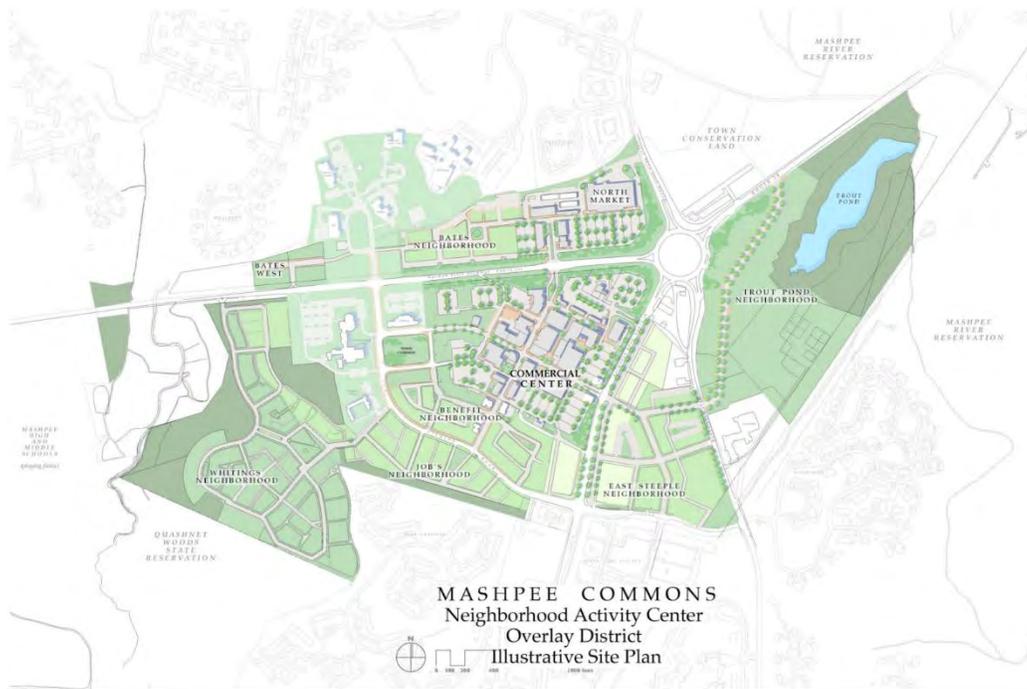
Recent struggles with retail. Lucky to have a few anchor stores, LL Bean and CVS that draw people to the downtown but most of the other retail space is local unique boutiques which is really what the town wanted-not big box stores. Although, they do have a William Sonoma and Pottery Barn.

The developer did have and continues to have Listening Sessions with the Town's people. The area is going through a bit of a redevelopment and going before the Cap Cod Commission for some changes. The developer would like more instances of retail on the first floor with the owner living above. The developer owns all the buildings and is looking to sell some to owner occupiers. The retail first floor with their home above is something I saw a lot of when I lived in Europe.

The only town building in the Mashpee Commons is the library. There was some exchange of land such that the library looks like it is part of the commons but the land and building is owned by the town. The developer pushed to have the library in the commons and this was the solution.

The town doesn't hold events in the commons but other non profits do. Non-profits and the Commons hold events like a Halloween Walk and Easter egg hunt. The town's only involvement is issuing liquor licenses if needed.

Good parking plan is essential to keep parking close to retail and restaurants. Important to hold developers accountable for preserving green space.





Mashpee Commons			Retail			Entertainment		
Dining			Retail			Entertainment		
20			52			6		
Absolutely Juiced	Dining	Cafe	All Good	Retail	Clothing	The Cosmic Cod	Entertainment	Art
Asia Modern	Dining	Restaurant	Cape Camo	Retail	Clothing	Color Me mine	Entertainment	Art
Bleu	Dining	Restaurant	Cape Leisure	Retail	Home	Mashpee Mini Golf	Entertainment	Recreation
Bobby Byrne's	Dining	Restaurant	Chico's Chic	Retail		Regal Cinemas	Entertainment	Entertainment
Burrilo Bistro	Dining	Restaurant	CVS	Retail	Medical	Riddle Escape Room	Entertainment	Entertainment
Cape Cod Coffee	Dining	Cafe	Day Off	Retail		Steeple Stree Music	Entertainment	Art
Cupcake Charlies	Dining	Food Retail	E for All	Retail	Clothing			
Estia	Dining	Restaurant	Elfstone	Retail	Jewelry			
Ghelli's Candies	Dining	Food Retail	FabVilla Linen	Retail	Home	Services		21
Panera	Dining	Cafe	Forrest Pirovano	Retail	Gallery	Bae's Pet Depot	Services	Pet
Roy's Market	Dining	Food Retail	Fox & Kit Children's Boutique	Retail	Clothing	Caring Hearts	Services	Veterinary
Siena	Dining	Restaurant	Francesca's	Retail	Clothing	Bank of America	Services	Bank
Smith Family Popcorn	Dining	Food Retail	Great Water	Retail	Gallery	Bayview Optometrics	Services	Medical
Starbucks	Dining	Cafe	Head Over Heels	Retail	Bridal	Cape Cod 5	Services	Bank
Sweet Waves Frozen Yogurt	Dining	Food Retail	Hot Diggity	Retail	Pet	Cape Cod Family Practices	Services	Medical
The Lanes Bowl and Bistro	Dining	Food Retail	Katherine Luxury	Retail	Home	Cape Space	Services	Co-Working
Trevi Cafe & Wine Bar	Dining	Cafe	KM Hudson LTD	Retail	Clothing	Capeway Cleaners	Services	Dry Cleaning
Washashore Bakery	Dining	Food Retail	LL Bean	Retail	Outdoor	Charles Schwab	Services	Bank
Zoe's Pizzeria	Dining	Restaurant	Liberty Liquors	Retail	Food	Center for Family Therapy	Services	Medical
Duke's Donut Work	Dining	Food Retail	Lilly Pulitzer Beach Style	Retail	Outdoor	Common Threads	Services	Clothing
			Lululemon	Retail	Clothing	FMC Dialysis	Services	Medical
Wellness		10	Market Street	Retail	Books	Law Offices of Steven Snow	Services	Legal
B/Spoke Cycling Studio	Wellness	Gym	Nic and Zoe	Retail	Clothing	Mashpee Chamber of Commerce	Services	Municipal
Beyond Beauty	Wellness	Salon / Spa	Ooh Ooh Shoes	Retail	Clothing	Mashpee Orthodontics	Services	Medical
Cape Code Nail Co.	Wellness	Salon / Spa	Paisley Boutique	Retail	Clothing	USPS	Services	Municipal
Eyebrow Threading Spa	Wellness	Salon / Spa	Port Cargo	Retail	Clothing	We Are Mashpee School Store	Services	Municipal
Great Clips	Wellness	Salon / Spa	Pottery Barn	Retail	Home	McNamara & Yates	Services	Legal
Illusions	Wellness	Salon / Spa	Puritan Cape Cod	Retail		Rand Atlantic Real Estate	Services	Real Estate
Innergrow Yoga	Wellness	Yoga	Purple Poppy	Retail	Clothing	Thomas J O'Neill Architect	Services	Architecture
Massage Envy	Wellness	Massage	Red Balloon Toys	Retail	Toys	UPS	Services	Municipal
Quiet Moments	Wellness	Massage	Roberto Coln Jewelry	Retail	Jewelry			
Sea Salt Luxury Spa	Wellness	Salon / Spa	Sachs Jewelers	Retail	Jewelry			
			Sea Bags	Retail				
			Sol Optics	Retail	Sunglasses			
			Southern Tide	Retail				
			Stop and Shop	Retail	Food			
			Summer Sky Swimwear	Retail	Clothing			
			T-Mobile	Retail	Technology			
			Talbots	Retail	Clothing			
			The Art Coddage	Retail	Art			
			The Black Dog	Retail	Clothing			
			The Lili Pad	Retail	Home			
			The Little Shop of Olive Oils	Retail	Food			
			The Spice and Tea Exchange	Retail	Food			
			Unique Boutique	Retail	Jewelry			
			Verde Floral Designs	Retail	Florist			
			Verizon	Retail	Technology			
			Vineyard Vines	Retail	Clothing			
			Wampanoag Trading	Retail	Gifts			
			White House Black Market	Retail	Clothing			
			Williams Sonoma	Retail	Home			
			Woodruff's Art Center Gallery	Retail	Gallery			

Blue Back Square // West Hartford, CT -

- Size: 250,000 square feet of retail floor space, 150,000 office floor space
- Local Population: 63,063
- Store mix: Dining: 8, Retail: 9, Wellness: 7, Entertainment: 2, Services: 2
- What makes it unique?
 - 48 Residential Units
 - Urban downtown with 5+ story buildings on narrow streets
 - Located adjacent to the municipal campus and Whole Foods
- Anchor Retail:
 - Barnes & Noble, Crate & Barrel, West Elm, Cheesecake Factory
- Notable Entertainment:
 - Cinapolis Cinemas
- Notable Municipal Services:
 - Adjacent to West Hartford municipal services: City Hall, Library, Police Station
- Aesthetics:
 - Tunnel-like streets with first floor retail floor and offices/residential above.
 - A well-designed center intersection offers a gathering place and focus point of the project
 - Lacks historical charm or charisma that reflects the region
- Events?
 - Yes
- Parking:
 - Paid on-street and garage parking

Notes from discussion with Maryann from Blue Back Square Development Committee

- Parking allocation for fire trucks, etc needs to be considered for on-street parking.
- Trash service - trash handling was problematic. Affects livability of the residence. Who will handle it and who will approve the processes for waste removal?
- Paid parking is required to visit civic buildings which is a frustration for local residents.
- Buildings are tall, street stays dark, wind tunnel, which is a complaint.
- Parking garages can end up with carbon monoxide issues if it's closed. Luxury condos were too close in proximity. Noise issues of the HVAC, etc.
- Office building with anchor tenants above the first floor. First floors were all retail or restaurants.
- Restaurant heavy in Blue Back
- Crate and barrel is still there.
- Because of paid parking, businesses that offer quick services are adversely affected. People tend to not pay for parking for a quick trip.
- Renee McHugh is the town liaison for blue back square events. Private and town work together on the programming.
- Very narrow parking garage was a problem. Utilities to these should be a focus.
- On street handicap parking needs some focus. Depends on the adjacent uses. How much of the street will these take up?
- Paying for Parking can be prohibitive for certain business types. Quick visits don't happen if you pay for parking.
- Sound proofing the retail/residential walls has been a battle.
- Has remained mostly dining and retail, even with Covid. Multistory buildings over restaurants have issues with grease vents out the sides. Should go through the building and out the roof.
- Consider future uses of leased spaces. As spaces were leased, they were built to accommodate the incoming tenant. As turnover happened and use changed for the space, there were problems accommodating the required utilities for the new tenant after residential units were constructed above and beside the unit.

- Retail has turned over heavily. Barnes and Noble, crate and barrel, remain. There are limited anchor tenants supported by many small businesses. Mostly upscale offerings.
- Zoning meetings were contentious, there was a lawsuit between the local mall and the developer. There is a public record for all of the planning meetings. Minutes and Google.





Blue Back Square					
Dining	8			Services	2
Fleming's	Dining	Restaurant		Spaces	Services
Kaliubon	Dining	Restaurant		The Medspa	Services
Playa Bowls	Dining	Cafe			Medical
Rizzuto's	Dining	Restaurant		Wellness	7
Spot Coffee	Dining	Cafe		Aria Nail Spa	Wellness
Cheesecake Fac	Dining	Restaurant		Blo	Wellness
Vinted	Dining	Restaurant		Cyclebar	Wellness
World of Beer	Dining	Restaurant		Kennedy's	Wellness
				Ooh La La	Wellness
Entertainment	2			Pure Barre	Wellness
Cinopolis	Entertainment	Cinema		Sola	Wellness
Muse	Entertainment	Art			Salon / Spa
Retail	9				
Barnes and Nobl	Retail	Books			
Casper	Retail	Home			
Crate & Barrel	Retail	Home			
LoveSac	Retail	Home			
T Mobile	Retail	Technology			
Tempurpedic	Retail	Home			
Trollbeads	Retail	Jewelry			
West Elm	Retail	Home			
Woof Gang	Retail	Pet			

Assembly Row // Somerville, MA -

- Size: 45 acres
- Local Population: 80,906
- Store mix: Dining: 27, Retail: 5412, Wellness: 11, Entertainment: 6, Services: 6
- What makes it unique?
 - Two, 20+ story residential housing complexes with garage parking
 - Modern Urban Development located on public transit (Orange Line) with waterfront access and high density
 - The Row Hotel
 - Trader Joe's, Ruth's Chris, Bed, Bath, & Beyond, Legal Seafood, Adidas, Converse
- Anchor Retail:
 - Trader Joe's, Ruth's Chris, Bed, Bath, & Beyond, Legal Seafood, Adidas, Converse
- Notable Entertainment:
 - AMC Cinema, LEGO Land, Lucky Strike
- Notable Municipal Services:
 - Public Amphitheater, Dedicated Green Space, Mass General Hospital. Borders District Courthouse. 2 blocks from the public library.
- Aesthetics:
 - Tunnel like buildings with first floor retail, broken up by wide intersections and small segments of green space and parking on the perimeter.
 - Walkable with wide intersections and maintained landscaping
 - Lacks historical charm or charisma that reflects the region
- Events?
 - Yes
- Parking:
 - 3 Hours free. 6 garages available. Public transit available.

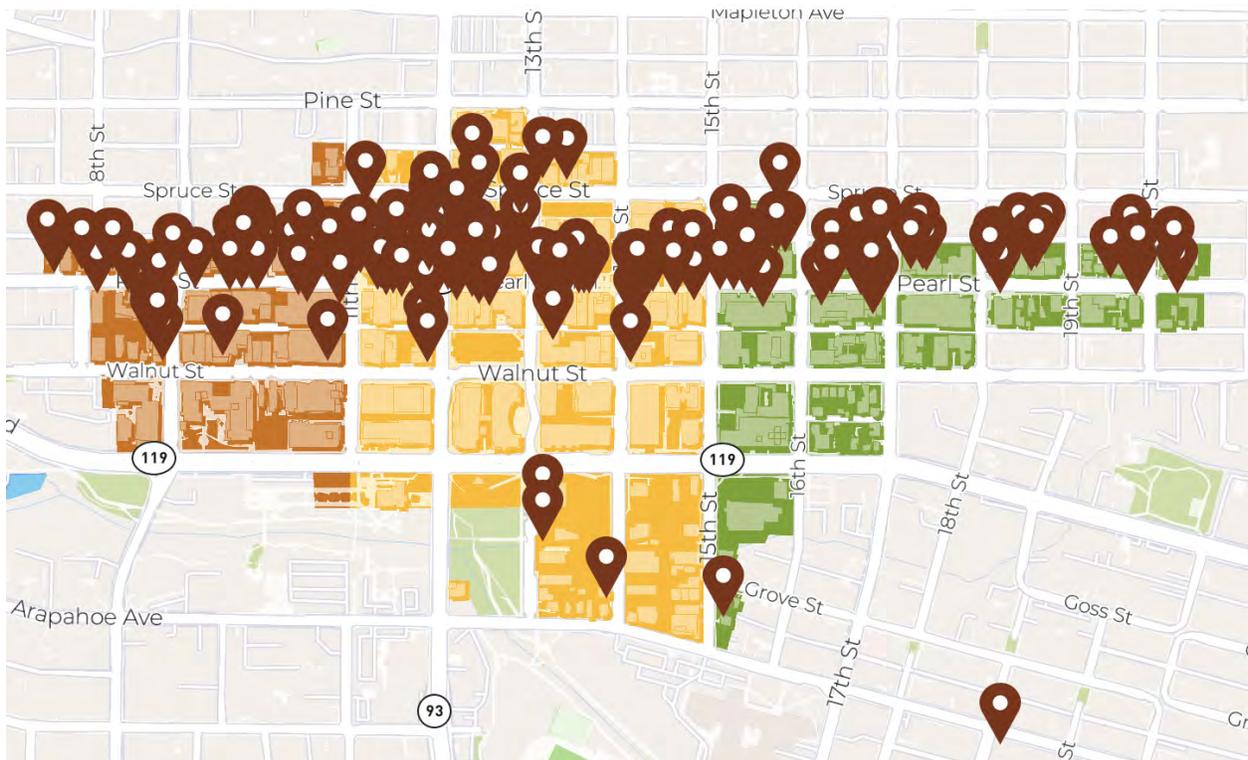




Assembly Row						
Retail 41			Dining 27			
Addidas	Retail	Clothing	Caffè Nero	Dining	Cafe	
All She Wrote Books	Retail	Books	Capital One Cafè	Dining	Cafe	
Ann Taylor Factory Store	Retail	Clothing	Earls Kitchen + Bar	Dining	Restaurant	
arche shoes	Retail	Clothing	Ernesto's Pizza	Dining	Restaurant	
AROW Express Convenience Store	Retail	Convenience	Fuji at Assembly	Dining	Restaurant	
Banana Republic	Retail	Clothing	J.P. Licks	Dining	Cafe	
Bath & Body Works	Retail	Home	Juicygreens	Dining	Cafe	
Bed, Bath, & Beyond	Retail	Home	La Cucina	Dining	Restaurant	
Brooks Brothers Factory Store Burlington	Retail	Clothing	La Macaron	Dining	Restaurant	
Christmas Tree Shops	Retail	Home	Legal C Bar	Dining	Restaurant	
Clarks Outlet	Retail	Clothing	MidiCi Wood-Fired Italian	Dining	Restaurant	
Columbia Factory Store	Retail	Clothing	Mike's Pastry	Dining	Cafe	
Converse	Retail	Clothing	The Owl's Nest at Assembly Row Out	Dining	Brewery	
CVS Pharmacy	Retail	Convenience	Papagayo Mexican Kitchen + Tequila	Dining	Restaurant	
Express Factory Outlet Fragrance Out	Retail	Clothing	Pronto	Dining	Restaurant	
J. Crew Factory	Retail	Clothing	Reflections at The Row Hotel	Dining	Restaurant	
Joselin Boutique	Retail	Clothing	River Bar	Dining	Cafe	
Kay Jewelers Outlet	Retail	Jewelry	Ruth's Chris Steak House Sabroso Tac	Dining	Restaurant	
Le Creuset Outlet Store	Retail	Home	The Smoke Shop BBQ	Dining	Restaurant	
Levi's	Retail	Clothing	Shake Shack	Dining	Cafe	
LOFT Outlet	Retail	Clothing	Southern Kin Cookhouse Squeeze Jui	Dining	Restaurant	
Lucky Brand	Retail	Clothing	Starbucks	Dining	Cafe	
Nike Factory Store	Retail	Clothing	Sweetgreen	Dining	Cafe	
On The Row Boutique	Retail	Clothing	Tony C's Sports Bar & Grill Totto Bar	Dining	Restaurant	
OshKosh B'gosh	Retail	Clothing	Union Square Donuts	Dining	Cafe	
Polo Ralph Lauren Factory Store	Retail	Clothing	Which Wich Superior Sandwich Yakit	Dining	Cafe	
PUMA	Retail	Clothing	Zo Greek	Dining	Restaurant	
Queenia Fashion	Retail	Clothing				
Reebok	Retail	Clothing	Entertainment 6			
Saks Fifth Avenue OFF 5th	Retail	Clothing	AMC Cinema	Entertainment	Entertainment	
Samsonite	Retail	Home	Legoland Discovery Center	Entertainment	Entertainment	
Sephora	Retail	Home	Lucky Strike Social	Entertainment	Entertainment	
Staples Connect	Retail	Office	Muse Paint Bar	Entertainment	Art	
Steve Madden	Retail	Clothing	PKL Pickleball / Shuffleboard	Entertainment	Recreation	
Sunglass Hut	Retail	Clothing	SelfieWRLD	Entertainment	Art	
Tilly's	Retail	Outdoor				
T.J. Maxx & Homegoods	Retail	Home	Wellness 11			
Top Shelf	Retail	Food	AR Nail Bar & Lounge	Wellness	Salon / Spa	
Trader Joe's	Retail	Food	The Barbershop at Assembly	Wellness	Salon / Spa	
Xfinity	Retail	Technology	Bliss Nails & Spa	Wellness	Salon / Spa	
Yankee Candle	Retail	Home	The Lash Lounge	Wellness	Salon / Spa	
			Soma Salon & Spa AVEDA	Wellness	Salon / Spa	
Services 6			Warby Parker	Wellness	Medical	
Assembly Dental	Services	Medical	Club Pilates	Wellness	Gym	
Cambridge Savings Bank Carter's	Services	Bank	CycleBAR	Wellness	Gym	
Chase Bank	Services	Bank	OrangeTheory Fitness	Wellness	Gym	
Mass General Primary Care	Services	Medical	PureBarre	Wellness	Gym	
Partners Radiology	Services	Medical	Title Boxing Club	Wellness	Gym	
Parrelli Optical	Services	Medical				

Pearl Street Pedestrian Mall // Boulder, CO -

- Local Population: 106,392
- What makes it unique?
 - Downtown Boulder historical area. Has been developed gradually over time, not all at once.
 - Nearby to UC Boulder
 - Operates as a centerpoint to all of Boulder's amenities and attractions, instead of as a segmented section of a larger municipality.
 - Wide area, mostly 2 & 3 level buildings, with heavy focus on local and small businesses.
- Anchor Retail:
 - North Face, Urban Outfitters, Billabong, mostly local/non-anchor
- Notable Entertainment:
 - Farmer's Market, Boulder Theater, Museum of Boulder
- Notable Municipal Services:
 - Visitor information center, USPS, Chamber of Commerce, YWCA, borders the Public Library and City Council building, Chamber of Commerce, YWCA
- Aesthetics:
 - Authentic historical downtown feel with local appeal.
 - Modern western theming integrated well into the surrounding areas
 - Shops reflect the lifestyle of the region
- Events?
 - Frequent event programming - live music, face painting, festivals, street vendors
- Parking:
 - On-street parking validated by businesses. Garages available. Alternative access available (walking, biking, trails)





APPAREL & ACCESSORIES

Alpaca Connection - 1334 Pearl St.
Apparelize Clothing - 183 Pearl St.
Arlene - 1334 Pearl St.
Buckcountry - 1337 Pearl St.
Barbans & Company - 1505 Pearl St.
Bilgiving - 1048 Pearl St.
Black Diamond Equipment - 1433 Pearl St.
Boys & Girls - 1415 Pearl St.
Bye Bye - 1721 Pearl St.
Cotton Club - 777 Pearl St.
Cedar & Hyde - 2025 10th St.
Charlotte's - 1442 Pearl St.
East Mountain Trading Co. - 1222 Pearl St.
Ellison Rd. - 110 Pearl St.
Eli Movement - 1000 Pearl St.
Free People - 122 Pearl St.
Go Far - 2025 Pearl St.
The Hat Collection - 1500 Pearl St.
Haven - 943 Pearl St.
Holly Hansen - 1207 Pearl St.
Island Farm - 122 Pearl St.
Junkalope & Co. - 134 Pearl St.
John Alan Woodland - 1505 Pearl St. #104
Jones & Co. - 1849 Pearl St.
MAX Clothing Store - 1077 Walnut St.
Minerals - 2025 Broadway
MontBlanc - 1500 Pearl St.
Mount Inspiration - 1425 Pearl St.
Nomad - 2030 Broadway
The North Pole - 1029 Pearl St.
Pulgansa - 1430 Pearl St.
primo - 147 Pearl St.
Sambas On Pearl - 1438 Pearl St.
The Striz - 959 Walnut St.
Sweaty in Pearl - 1104 Pearl St.
Shaper - 171 Pearl St.
Sook En - 1448 Pearl St.
St. - 1505 Pearl St. #105
The New - 1821 Pearl St.
Urban - 2043 Broadway
Urban Outfitters - 934 Pearl St.
Wilson - 1223 Pearl St.
Weekdays - 1200 Pearl St.
Where the Buffalo Roam - 1320 Pearl St.

ARTS/CRAFTS/GALLERIES

25th Street Gallery - 1725 25th St.
Art Mart Gifts - 1425 Pearl St.
Art + Soul Gallery - 1505 Pearl St.
Art Source International, Inc. - 1217 Pearl St.
Boulder Museum of Contemporary Art - 1750 13th St.
Bye Bye - 1721 Pearl St.
Canyon Gallery & Theater - 1001 Annapole Ave.
Crystal Galleries - 102 Pearl St.
Dancing Dream Woodworks - 1548 Pearl St.
Fair Trade Winds - 129 Pearl St.
Liberty Outlets - 1448 Pearl St.
Museum of Boulder - 2025 Broadway
Nikita Coombes Fine Art - 1920 13th St.
Nomad Back Merchants - 1909 9th St.
PosterScene - 1505 Pearl St.
S Gallery - 2027 Broadway
Rembrandt Ford Event Center & Art Gallery - 1301 Spruce St.
Sensations Gallery - 126 Pearl St.

HAIR

Crista K - 1104 Annapole Ave.
Shell - 1480 Canyon Blvd.

BANKS

ABC Hardware - 1155 Canyon Blvd.
ANB Bank - 1340 Walnut St.
Bank of America - 1917 Broadway
BOK Financial - 2025 Pearl St.
Capital One Bank - 1247 Pearl St.
Chase Bank - 101 Canyon Blvd.
Citywide Bank - 1401 Canyon Blvd.
Community Bank of Colorado - 2043 Broadway
Crawford Credit Union - 1300 Walnut St.
FirstBank - 2025 Broadway
First National Bank - 1505 Canyon Blvd.
First Western Trust - 1515 Canyon Blvd.
Fidelity Bank - 1095 Canyon Blvd.
Great Western Bank - 1500 9th St.
Independent Financial - 1300 Walnut St.
Midwest Bank - 940 Pearl St.
Sunflower Bank - 1718 Pearl St.
Veritas Bank - 1700 Pearl St.
Wells Fargo - 1342 Pearl St.

BOOKS/MUSIC/VIDEO

Booker Book Store - 1027 Pearl St.
Booker Drum Studio - 1320 Pearl St.
Christian Science Reading Room - 1434 Pearl St.
Junkalope & Co. - 134 Pearl St.
Goedrich Violin Shop - 1043 Pearl St.
LightHouse Bookstore - 122 Pearl St.
Paradise Found Records & Music - 1444 Pearl St.
Red Letter Secondhand Books - 1727 Pearl St.
Trident Bookshakers & Cafe - 940 Pearl St.

CARTS

Booker Books - 1027 Pearl St.
Pearl Saddle Hat Dept. - 1100 Pearl St.
Frederick Hat Dept. - 1100 Pearl St.
Heads Up - 1300 Pearl St.
McNeill's Ties Supply - 1300 Pearl St.
The Strand - 1020 Pearl St.
Sun Spot - 1200 Pearl St.
Sunshine Store Inc. - 1200 Pearl St.

CHURCHES/SPIRITUAL CENTERS

First Congregational - 1122 9th St.
First United Methodist - 1425 Spruce St.
Grace Community Church - 1420 15th St.
Fine Street Church - 1277 Pearl St.
St. John's - 1200 Pearl St.
St. Joseph's - 2020 Broadway
St. John's Episcopal Church - 1419 Pine St.
Trinity Lutheran - 2020 Broadway
St. James - 1505 Pearl St.

ENTERTAINMENT/ACTIVITIES

Color Me Mine - 1934 Pearl St.
vHive - 1135 Spruce St.
Fabricate - 2027 37th St.
Food Lab - 1825 Pearl St.
Museum of Boulder - 2025 Broadway
Museum of Contemporary Art - 1750 13th St.
Rhythm - 1027 Pearl St.
The Skincore - 1954 Pearl St.

GIFFS/STATIONERY/TOYS

Art Mart Gifts - 1425 Pearl St.
Billa - 1443 Pearl St.
Booker Books - 1027 Pearl St.
Booker Needle - 1330 Pearl St.
Crystal Galleries - 102 Pearl St.

Gifts / Stationery / Toys continued...

El Loro Jewelry & Gifts - 1148 Pearl St.
Fair Trade Winds - 129 Pearl St.
Flam Flowers - 1433 Pearl St.
Gypsy Jewel - 820 Pearl St.
In the Wind - 1408 Pearl St.
Ka Oa House of Tea - 121 Pearl St.
Liberty Pasties - 1448 Pearl St.
Lolo Rugs & Gifts - 141 Pearl St.
Lumina - 1727 Pearl St.
COT T-shirt - 944 Pearl St.
Piper Doll - 2025 Broadway
Paradise Arts & Crafts - 2025 Broadway
Sarnold Cafe and Gifts - 132 Pearl St.
Seawash Book Co. - 1222 Pearl St.
Tied Gallery - 1909 9th St.
Two Hinds Jewelry - 803 Pearl St.
Zuri Feltbags - 1424 Pearl St.

HAIR SALONS & DAY SPAS

1133 A Salon - 1133 Spruce St.
Beauty Underground - 194 13th St.
Blew Clear Salon - 1944 13th St.
Bo Blow Dry Bar - 1400 Pearl St.
Bolder Colours - 2025 10th St.
Cann Your Dirty Hair - 2028 Broadway
The Dimgrease Spa - 151 Pearl St.
Ender Beauty & Barbering - 1225 Spruce St.
The Honey Bee - 2029 9th St.
La Belle Nail Salon - 1942 13th St.
Manhattan Aesthetics & Spa - 1515 Spruce St.
The Parlor - 1027 Walnut St.
Pimpodans Hair Salon Aveda - 1320 Pearl St.
Rahim Barbering - 1442 Pearl St.
Salon Liquid - 1500 Spruce St.
Shear Abby Salon - 954 Pearl St.
The Sidesalon Salon - 2070 Broadway
St. Julian Hotel and Spa - 900 Walnut St.
Sweep Daycare Bar - 90 Pearl St.
Ting Salon & Spa - 1831 Pearl St.
Wooden Hair Lounge - 2020 Pearl St.

HEALTH/FITNESS/PERSONAL CARE

Anana Yoga - 949 Walnut St.
Boulder Natural Boutique - 1048 Pearl St.
Boulder Rebirth Institute - 1321 Pearl St.
Lish Body Piercing - 1713 Pearl St.
Lush Cosmetics - 1215 Pearl St.
Massage Specialists - 1840 Broadway
One Boulder Fitness - 1800 Broadway
Onix IV Bar - 1035 Spruce St.
Pier Street - 1277 Pearl St.
St. Julian Hotel and Spa - 900 Walnut St.
Symmetry 240 - 1020 Spruce St.
The Skincore - 1954 Pearl St.

HOME/KITCHEN/GARDEN

Burlart Interiors - 1020 Pearl St.
Reddi & Co. Fine Antiques & Estate Jewelry - 747 Pearl St.
Cedar Home - 1200 Pearl St.
Cedar & Hyde - 2025 10th St.
Cedar & Hyde Home - 2025 10th St.
Chaoyang - 2020 11th St.
Flour Flowers - 1833 Pearl St.
Hill Home - 1941 Pearl St.
Island Farm - 122 Pearl St.
Jones & Co. - 1849 Pearl St.
Lolo Rugs & Gifts - 141 Pearl St.

Home / Kitchen / Garden continued...

Peppercorn - 1225 Pearl St.
Parris - 1219 Pearl St.
Seawash Book Co. - 1222 Pearl St.
Society Spice - 1204 Broadway
Wolfwater Nation - 2023 17th St.
HOTELS/BBBS
Residency Boulder - 2020 Annapole
Boulder University Inn - 1432 Broadway
The Bradley Boulder Inn - 1240 6th St.
Hotel Boulderland - 215 11th St.
St. Julian Hotel and Spa - 900 Walnut St.
JEWELRY
Adorned - 1909 9th St.
Angie Star Jewelry - 1807 Pearl St.
Art + Soul Gallery - 1108 Pearl St.
Reddi & Co. Fine Antiques & Estate Jewelry - 747 Pearl St.
Bauer Jewelry - 1717 Pearl St.
Carla Morrison Fine Jewelry - 2027 10th St.
Christine Marguerite Designs - 1942 Broadway, Ste 427
Classic Pacific Antiques Jewelry - 942 Pearl St.
El Loro Jewelry & Gifts - 1148 Pearl St.
Gypsy Jewel - 820 Pearl St.
Kendall Jewelry - 1422 Pearl St.
Z.Alexand Design Master Goldsmiths - 851 Pearl St.
John Alaco - 1048 Pearl St.
Lilika Jewel - 1225 Pearl St.
Starfish - 1316 Pearl St.
Todd Reed - 191 Pearl St.

LIQUOR/MARKETS/SMOKE SHOPS & DISPENSARIES

Corner - 1215 Pearl St.
The Dandelion - 845 Walnut St.
The General Store - 1407 Walnut St.
Hemp - 1225 Pearl St.
Inland, A CBD Marketplace - 1909 9th St.
Lolita Market & Deli - 800 Pearl St.
Marcello Comedi - 1909 Broadway (lower level)
Mia High Pops & Tobacco - 1144 Pearl St.
Pearl Street Concessions - 840 Pearl St.
Silver Vine Winery - 2027 13th St.
Till Akhmetov - 1137 Pearl St.
The Village Green Society - 2041 14th St.
West End Wine Shop - 777 Pearl St.
NIGHT SPOTS/ENTERTAINMENT
The Artie Bar & Bistro - 949 Walnut St.
The Artie Bar - 835 Walnut St.
Bushman Biergarten - 2017 13th St.
Boulder Theater - 2032 14th St.
Central Masonic Kitchen - 950 Pearl St.
eChen - 2015 Spruce St.
Jungle - 2028 10th St.
Lumina No. 1 - 2115 11th St.
Mountain Park & Brewery - 1535 Pearl St.
Nimz Club - 1124 Pearl St.
Pearl Street Pub & Celler - 1108 Pearl St.
Press Pop - 1005 Pearl St.
Spartan Jones - 1911 11th St.
Sunshine Saloon - 118 Pearl St.
Twin Harbor Lounge - 201 10th St.
West End Tavern - 934 Pearl St.
West Flinders Brewing Company - 1125 Pearl St.

OPTICAL

EyeWise Boulder - 1011 Pearl St.
Zexi Optica - 1830 Spruce St.

OUTDOOR & SPORTING GOODS

Black Diamond - 1337 Pearl St.
Black Diamond Equipment - 1433 Pearl St.
Lionsport Gear - 1709 Pearl St.
Lindsay's Boulder Deli @ Hagerman - 1148 Pearl St.
Oze - 1048 Pearl St.
Oze - 1048 Pearl St.
Oze - West Pearl - 2025 Pearl St.
Panc, Love & Chocolate - 805 Pearl St.
Ralphie - 183 Pearl St.
Robert Fitz - 144 Pearl St.
Spruce Collections - 187 Pearl St.
Sunnyside Cafe and Gifts - 1112 Pearl St.
Spruce Collections - 187 Pearl St.
Trident Bookshakers & Cafe - 940 Pearl St.
Whole So Band Bar - 1420 Pearl St.
Wander - 944 Pearl St.
PETS
Annapole Animal Hospital - 1740 15th St.
Ferdie's Farm - 906 Pearl St.
RESTAURANTS
ASIAN / SUSHI / INDIAN
Amu Sake Bar & Restaurant - 1221 Spruce St.
Ankuras - 1043 Pearl St.
Burlin - 1912 14th St.
Chimera - 2014 10th St.
Dakota Barm N6 Shop - 919 Pearl St.
Fuji Bar & Cafe - 2018 Broadway
Hapa Sushi Grill & Sake Bar - 1117 Pearl St.
Jolpur - 1214 Walnut St.
Zappago - 1214 Pearl St.
Sherpa Adventurers - 825 Walnut St.
Supermoon - 909 Walnut St.
Sushi Zommo - 1221 Spruce St.
Zoe Ma Ma - 2002 10th St.
BREWPIRS
Mountain Sun Pub & Brewery - 1535 Pearl St.
Oskar Blues Taproom - 92 Pearl St.
The Pearl Brewing Co. - 2027 11th St.
West Flinders Brewing Company - 1125 Pearl St.
CASUAL
The Artie Bar & Bistro - 949 Walnut St.
Boulder Boulder - 1405 Pearl St.
Bushman Biergarten - 2017 13th St.
Frank & Henry - 1970 13th St.
The Corner Bar - 2015 13th St.
Fusion Crafty Cafe - 162 Pearl St.
Mountain Sun Pub & Brewery - 1535 Pearl St.
New Door - 2025 Pearl St.
Oskar Blues Taproom - 92 Pearl St.
Pearl Street Pub & Celler - 1108 Pearl St.
The Pearl Brewing Co. - 2027 11th St.
RoamHill - 1020 Walnut St.
Snooze, An A.M. Eatery - 1617 Pearl St.
Sweetgreen - 1401 Pearl St.
Thrive Rise Vegan - 1504 Annapole Ave.
West End Tavern - 934 Pearl St.
West Flinders Brewing Company - 1125 Pearl St.
COFFEE / TEA / JUICE & SWEETS
Alpine Modern Coffee Bar - 1048 Pearl St.
Annapole Coffee - 1021 Walnut St.
Altty Coffee Bar - 2022 Broadway
Bem & Jerry's Scoop Shop - 1023 Pearl St.
Boulder Baked - 1912 Broadway
Boulder Dushanbe Taphouse - 1770 13th St.
Brewer Coffee Roasters - 1825 Pearl St.
Boulder Market Coffee - 1918 13th St.
Cappella One Cafe - 1247 Pearl St.
Gleams Bar - 1433 Pearl St. (small)
& 1021 Pearl St. (Sweet Inf.)
Kiliana Boulder - 1426 Pearl St.

COFFEE / TEA / JUICE & SWEETS continued...

Ka Oa House of Tea - 121 Pearl St.
Lindsay's Boulder Deli @ Hagerman - 1148 Pearl St.
Oze - 1048 Pearl St.
Oze - West Pearl - 2025 Pearl St.
Panc, Love & Chocolate - 805 Pearl St.
Ralphie - 183 Pearl St.
Robert Fitz - 144 Pearl St.
Spruce Collections - 187 Pearl St.
Sunnyside Cafe and Gifts - 1112 Pearl St.
Spruce Collections - 187 Pearl St.
Trident Bookshakers & Cafe - 940 Pearl St.
Whole So Band Bar - 1420 Pearl St.
Wander - 944 Pearl St.
CONTEMPORARY / FINE DINING
Book Caf - 1944 13th St.
Boulder Dushanbe Taphouse - 1770 13th St.
Corklio - 1023 Walnut St.
Frank's Chophouse - 912 Walnut St.
Francisco Food & Wine - 1738 Pearl St.
Zia Fish House - 1202 Pearl St.
2181 Beethoven - 900 Walnut St.
The Kitchen Bar - 1039 Pearl St.
Leaf Vegetarian Restaurant - 1710 Pearl St.
Mama - 1817 Pearl St.
OMK at Fourteenth - 1400 Pearl St.
SALT Salts - 104 Pearl St.
Sorens Farm & Fish - 1025 13th St.
Steakhouse No. 36 - 1922 13th St.
Supermoon - 909 Walnut St.
SushiZoo - 1039 Pearl St.
ITALIAN / MEDITERRANEAN / PIZZA
Archieque - 1834 Walnut St.
Barchetta - 1844 Walnut St.
PastaFino - 1314 Pearl St.
Mek-A-Wolfs' Pizza - 802 Pearl St.
Paula Jay's - 1021 Pearl St.
Pasta Cileno - 1336 Pearl St.
Pizzeria Lascio - 1730 Pearl St.
Sorens Trattoria Roman - 1308 Pearl St.
MEXICAN / LATIN / SOUTH AMERICAN
Barchetta - 1048 Pearl St.
Curtis - 1900 Pearl St.
Lilika Market & Deli - 800 Pearl St.
Organic Sandwichs - 1500 Pearl St.
Balthus Restaurant Social - 1995 Pearl St.
Seda's Cafe - 1001 Annapole Ave.
Sweetgreen - 1401 Pearl St.
Whole So - 1420 Pearl St.
Yellow Deli - 904 Pearl St.
SERVICES
Art Cleaners, Inc. - 1715 13th St.
Bad Books Locksmiths - 1644 13th St.
uBreakIt (electronics repair) - 1134 Spruce St.

SHOES

Active Imprints - 1726 14th St.
Akinara - 1228 Pearl St.
El Loro Jewelry & Clog Co. - 1426 Pearl St.
Fredder Shoes - 144 Pearl St.
Go Far - 2025 Pearl St.
PiedraPiedra - 1425 Pearl St.
Sassy on Pearl - 1314 Pearl St.
Shoe Fly - 947 Pearl St.
The Sole Sisters - 1700 Pearl St.
PUBLIC BUILDINGS
Boulder Chamber of Commerce - 2440 Pearl St.
Boulder Convention & Visitors Bureau - 2440 Pearl St.
Boulder County Justice Center - 1777 6th St.
Boulder County Courthouse - 11th and Pearl St.
Carnegie Library - 1225 Pine St.
Municipal Building - 1777 Broadway
Boulder Public Library - 202 Annapole Ave.
RTD Bus Station - 1800 14th St.
U.S. Post Office - 1905 15th St.
YOSCA - 2222 14th St.
PUBLIC RESTROOMS
11th and Pearl
9th and Canyon
PARKING STRUCTURES
City Owned:
11th & Spruce
10th & Canyon (by permit only weekdays)
11th & Walnut
Public Library - 11th & Annapole
Municipal Building - 15th & Canyon
PARKING LOTS
Broadway & Spruce
14th & Canyon (by permit only weekdays)
Public Library - 11th & Annapole
Municipal Building - 15th & Canyon
BOULDER B-CYCLE STATIONS
9th & Pearl
11th & Pearl
15th & Pearl
1023 Annapole
1027 Broadway
11th & Annapole
14th & Canyon
Produced By
City of Boulder Community Utility (Drinking, Access, Economic Vitality & District Management)
in partnership with:
DOWNTOWN BOULDER PARTNERSHIP
303-449-3774
BoulderDowntown.com
1942 Broadway Suite 301
Updated 4.5.21

MINUTES

AD-HOC DOWNTOWN ADVISORY COMMITTEE VIRTUAL MEETING

Tuesday, June 8, 2021 – 6:30 p.m.

Item 1. Call to Order. Chair Kennedy called the meeting to order at 6:32 p.m.

Item 2. Members Present. The following members were present: Travis Kennedy, Art Dillon, Basha Mohamed, Sarah Leighton, Kimberly Rand, Bryan Shumway, Thomas Madden, Kimberley Bridgham, Thomas J. Hall, Town Manager and Town Council Representatives Jonathan Anderson and John Cloutier, Developer Representatives Dan Bacon and Rocco Risbara and Karen Martin, President of SEDCO.

Not present: Thomas Madden, Kimberley Bridgham, and Bruce Zivic.

Item 3. Approval of Minutes: May 25, 2021. Motion by A. Dillon, seconded by K. Rand, to move approval of the May 25, 2021, meeting minutes, as written. Vote was unanimous to approve.

Item 4. Developers Report.

- Dan Bacon stated members of the American Senior Housing Facility were from the Midwest and they were able to see the location of the lot and he was able to give them an overview on what has been happening with the committee work and he wouldn't be surprised if they ended up participating. The Planning Board is eager to hear about what this Committee has been doing and to see what recommendations come forward. The Innovation District continues to be hot and there have been a few more applications being put in. We are finalizing the State Traffic Permit and it should be done by next week. We will be workshopping with the Town Council in the near future to give them an update on the project. We are working with the Consultants on a meaningful presentation for this group on the 22nd. There would be discussion later on in this meeting as to the format of the workshop.
- Rocco Risbara concurred with Mr. Bacon's comments. The vaccine clinic being closed has opened their eyes at what could happen at the Grand Stand.
- In response to a question from Mr. Hall, Mr. Bacon noted that things were going well with Redico. They are on track and things have changed since their last meeting in the fall. Mr. Risbara noted they the Redico group were really impressed with what has been done. Mr. Hall encouraged committee members to go through and see what has changed.

Item 5. Karen's Report.

- Karen Martin noted she would save much of her comments for later in the meeting. She thanked those who completed the form with their thoughts, they were incredible and she felt guilty about summarizing them down. She encouraged those who had not given their thoughts to please do. She noted that the SEDCO Board is currently looking at their Economic Vision. SEDCO will take the Comprehensive Plan and do a strategic analysis for themselves to be consistent with it. They are also looking at the State's Economic Development Plan.

Item 6. Subcommittee Reports.

- T. Kennedy stated that Subcommittees were not scheduled to meet; however, at the last minute he had received an email from Bill Donovan regarding the Library's expansion plan. The Trustees had commissioned its architects to do a comparison of the opportunities at the Downs

either at the Grand Stand or a new building site, with the present site of the Library or an alternative site on the municipal campus as options. The architects concluded that present was the one to pursue. The Trustees had a lengthy discussion and voted to support maintaining the Library at the present site.

- There were no further reports.

T. Kennedy noted that the bulk of the meeting this evening would be preparing for the meeting on the 22nd with Cross Roads and Goody Clancy. Karen had worked on information that the Committee had had discussion on and prepared a list of questions that was turned into a google doc and members went in and added their thoughts and plus 1, which generate a lot of useful comments to be presented to the Cross Roads Group and to Goody Clancy. He thanked B. Shumway for his input and then turned the meeting over to K. Martin.

Item 7. Discussion Points:

- **Downtown Workshop – Meeting Prep**

K. Martin noted that we can add to the list later as well. She then went on to give a summary overview on the input received by the Committee. She asked the committee if the statements rang true with them. As Members were commenting K. Martin added their comments to the summary page [noted in italics]. The Developers also offered comments. Further discussion ensued.

Summary of Input on Prep June 22 Workshop

Existing Conditions

- Scarborough feels like “any town” you drive through, everything off a major road
- We have a lot to offer, but it’s not “knowable” , because it’s not central and easy to find
- Don’t worry too much post pandemic planning

Authenticity

- Coastal New England Town
- Diverse friendly and condensed
- Seafaring meets hunting cabin
- Uniquely Scarborough? Where rural meets urban - *Not a lot of examples in Maine*
- *Scarborough feels like any town –but could authenticity be derived from history of horse racing at the Downs? We have both good and negative input with horse racing*
- *It would be weird to promote the downs with a horse track theme – when it doesn’t exist anymore. Strange to develop an identity around an industry that does not exist*
- *(Division on this question about celebrating racing in the Committee)*
- *We want a Scarborough identity not a racetrack identity*
- *We could reflect and use this opportunity to define Scarborough on this Main Street*
- *Once upon it was farmland, then developed with houses that look the same – reflection of 1990s style. Not something to replicate.*
- *Do we have an opportunity to create something authentic?*
- *Really nice community – but we have the chance to create something new and unique*
- *We need to develop our brand*
- *What do we want to define ourselves by?*
- *It could be celebration of what we are moving on from*
- *Geographically Scarborough is so big – a collection of neighborhoods –we want to create something that is a draw from all corners of Scarborough.*

- *We want to develop a center of Scarborough*
- *Figuring out what can work is the key*
- *The feel needs to be that this is the center of town*
- *There's no "There There" in Scarborough*
- *We want to create the "THERE"*
- *Where the woods meet the water – co mingling of both sides of the community. What connects rural woods and coast?*
- *Scarborough's great attraction (currently) is its proximity to diverse activities (beach, farmland, mountains @ 1 hour, Portland @ 15 minutes for shopping/dining/arts, highway access, airport access). Bringing some of these attractions into Scarborough (namely shops, dining, & arts) should add to Scarborough's appeal overall.*
- *Need to be attractive year round – not just in Summer.*
- *A multi-purpose gathering space that is an extension to the rest of the Downtown. A place where people can meet for a coffee, get take out, have a beer, play frisbee, have a picnic - walk their dog (not a dog park, but dog friendly).*

Signage/Streetscape

- *Cohesive Signage and Street furniture, lighting and relevant information is important (But doesn't necessarily make me want to walk further).*
- *Signage, furniture and lighting need to make people feel safe*
- *Relate it to existing signage in Town – otherwise downtown will feel private – not a "public" downtown*
- *Make sure existing wayfinding signs point to Maine Street when ready*
- *Need clear signage that is visible and easy to follow*
- *Need to decide what this is – village center, Main Street, downtown?*
- *Signage needs to appeal to both the community and to the Downs - Blending the two Downs and Town*
- *Downs logo is intended to be used as a secondary part of the signage*
- *The neighborhoods within the Downs are different and will have some unique identities*
- *Front Runner Park – Stone within chain link – Amphitheatre walls*
- *Apart from the opportunity to walk safely, walkable areas also need to engage the guests through lights/sounds/architecture/interaction to help enhance the shopping/dining/event experience (think maps/ads/sculptures).*

Gathering spaces

- *Public space needs to be intensely used with room for spontaneous events.*
- *The Space is not a park – Memorial Park is for "parklike" activities*
- *Public Space at Downs should be a "collision point" with multiple activities*
- *Central location with tables, benches where people can meet – but they have multiple reasons for being in the downtown.*
- *Central location ringed by commerce*
- *Perhaps a defined kid zone*
- *Uses of "necessity and frequency" will draw neighbors to "run into" including coffee shops, post offices, Town business, exercise facilities*
- *Places that encourage people to get out of the car*
- *Grandstand for multiple vendors*
- *A bookstore!*
- *A bakery!*

- Programming involving fitness, food and adult beverages
- Outdoor skating rink
- Holiday Market
- Pop up fitness classes
- Seasonal “spectacles”
- Portland is definitely adult oriented – Scarborough needs a mix -Kid friendly and Adult Friendly
- Consider splashpads in child space
- *Public Square*
- *What size makes it viable – Consultants will suggest some benchmarks*
- *Quality and programming are key rather than square footage*
- *Important to businesses – green space can attract customers*
- *Makes it more attractive to businesses – if there is quality programming in the green space – It can bigger events like the farmers market or simpler events like art installations*
- *A larger green space can be a draw back if its uncomfortably big.*
- *Having the opportunity to draw in people is important*
- *Neighborhoods all have a “town common” in London – it wasn’t just a green space – there are paths and playgrounds. People are moving throughout the space. It’s integral to sense of community in each neighborhood.*
- *“Common” is a great term to tie all the activities that we are talking about together*
- *Other than the high school where we do the Summerfest, is there anything else that can have that intersection. It can have a mix of things.*
- *Dog park – IDEXX wants to sponsor*
- *Is there an Opportunity to have some corporate marketing and support to keep costs down?*
- *Like the idea of it being an errand location but more local, smaller and community oriented. You run into people at Hannaford, but I think the main goal at Hannaford is in and out.*
- *Benefit to offering an escape from the cold weather activities as well so folks don’t leave once they get cold.*
- *Sidewalk/outdoor dining should be considered for all seasons – the pandemic taught us that you can eat outside with the right equipment in colder temps*

Transportation/Walkability

- Ensure access to public transportation at multiple stops within the Downs
- Walkable sidewalks are wide
- Walkable means separation from cars
- Street furniture rather than parking amenities
- Need to get to Town Center – but Route one is not safe to walk
- Walkable means dense development not broken up by a sea of parking
- Electric Power Shuttle within the Downs – encourage residents to leave their cars at home.
- Bicycle Taxis
- *All ages are at the Downs - A shuttle could be useful*
- *Maybe shuttles up to Oak Hill?*
- *Walking up Route One does not feel safe- I would never take my children up Route 1 even on the sidewalks*
- *Can’t get up there in the winter – it can be scary. Even walking to the Municipal campus – the sidewalks are not wide*
- *Sidewalk connection to Sawgrass would be in 2022*

Themes

- Sustainability is the right thing to do and can be a draw – Perhaps a consultant to look at specific options
- Maine Made products – either in the stores or in festivals and programming
- Community Art can uniquely identify the Downtown
- Community Art can reflect Scarborough's History
- Display areas for local artists and Crafts people
- A community wall to display art.
- Art will not happen on its own, we must actively invest and program space for it
- *Important to capitalize on the experience of the customer – engage with the senses while they are on the street. Arts and installation can add to this sensory experience. Great lighting, food, arts are all important*
- *Unique architecture can be part of the sensory experience*
- *Involve the community to display their local art, get the artists to exhibit into the area – a chain reaction of bringing art into the area*
- *We are living in the Instagram age – Images are powerful – we need those iconic places within the Downs for people to take pictures.*

Measures of Success

- A place that is enjoyed locally
- A place that's safe
- Activities and businesses are Interesting to a wide variety of people
- Where you could take a picture in all 4 seasons and know you are in Scarborough
- A place that's written about
- A place that piques curiosity of people from "away"
- Activities day and night
- Businesses are successful and stay put
- Milestones with a phased approach to attract people to the area – food truck nights, before the area is "complete"
- Use of Grandstand for community events
- *Challenge for the project is that we can't get it right just out of gate – we got to building some flexibility to respond to the needs of community*
- *Year round – people use the area year round*
- *Congestion and parking problems. Successful downtowns have parking and congestion issues. Don't be afraid – they are signs of success*
- *Above and beyond foot traffic- at what cost do we arrive at high volume. We are hoping for something that puts Scarborough on the map – we seem to be a pass through – how do we create some staying power? Have something that residents can be proud of?*
- *Create an interesting place where people want to be – measure it by traffic*
- *Create a focal point*
- *Everything that we shared today is exciting – but even 50% of this would be exciting.*
- *The fragmented nature of the current downtown puts Scarborough at risk of being a pass-through town, while outsiders cruise through to get to the beach or to Portland. The new downtown could offer **staying power**.*
- *To be able to attract regional customers and put Scarborough "on the map" rather than being a suburb of Portland would be a great success.*

- **Discuss Workshop Attendees.**

T. Kennedy noted that there had been discussion around who to invite to the Workshop and at one point it had been suggested that a member of the Sustainability Committee and the Town Planner. Discussion ensued around whom to invite, other than this Committee. It was suggested the instead of the whole Sustainability Committee, the staff Liaison, Jami Fitch represent them. Steve Thibodeau the Community Relations Officer. It was suggested that later in the discussion other committee/board representatives could be brought into the discussion.

This workshop is a public meeting and at the end of the workshop, if there are members of the public in attendance and would like to make comments, they would be afforded the opportunity. Since this is a workshop. T. Hall would invite key members of his staff to attend this workshop.

Item 8. Committee discussion/questions. None at this time,

Item 9. Set next agenda. There was discussion around the start time and the agenda for the workshop. The workshop will start at 5:30 p.m. [with light refreshments]. The agenda would be prepared by T. Kennedy and T. Hall and posted accordingly.

Item 10. Public Comment. None at this time

Item 10. Adjourn. Motion by T. Kennedy, seconded by S. Leighton, to move approval to adjourn the meeting. Vote was unanimous to adjourn the meeting.

Meeting adjourned at 7:57 p.m.

Meeting Summary
Ad-Hoc Downtown Advisory Committee
Virtual Meeting

Tuesday, July 20, 2021 – 6:30pm

Item 1: Call To Order. Chair Travis Kennedy called the meeting to order at 6:30

Item 2: Members Present. The following members were present: Travis Kennedy, Art Dillon, Basha Mohamed, Sarah Leighton, Kimberly Rand, Bryan Shumway, Thomas Madden, Kimberley Bridgham, Thomas J. Hall, Town Manager, Developer Representatives Dan Bacon and Rocco Risbara and Karen Martin, SEDCO.

Not Present: Bruce Zivic

Item 3: Approval of Minutes. June 8, 2021. The Committee approved the Meeting Minutes for June 8, 2021. Vote was Unanimous.

Item 4: Developers Report.

Dan Bacon reported on the status of the Innovation District and other work at The Downs.

Item 5: Subcommittee Reports. Due to the workshop on June 22, there were no subcommittee reports.

Committee Chair Introduces Final Report Format.

Chair Kennedy offered a suggested outline for the Committee's final report. Karen Martin shared the screen, following along with the Chair's proposal:

Final Report Components

- 1) Existing Conditions
- 2) Identify Key Wants & Needs (Done)
- 3) Unique recommendations- (Grandstand, Vision for Town Green)
- 4) Response to Goody Clancy
- 5) Ordinance Recommendations

Committee Comments on the Final Report Format:

- Add references to work that has been done during Comprehensive Plan public input process.

- Collect all previous work in the Comp plan to assess whether there are any differences between the Ad Hoc Committee’s work and the Comprehensive Plan citizen comments
- Identify the Intended Audience: Crossroads and the Town. Agree that the report will give feedback important to both Crossroads and Town.
- Include Modeling committee report regarding lessons learned from other developments. Summarize in report, but include the full report as appendix.
- Include the Charge to committee:
- Include the Schematic design
- We should have some indication of the Broad range of costs?
- The report will likely not include specific costs of potential improvements. It could include a list of priorities that the Committee really wants to see in the Downtown, that may not be part of the developer’s traditional costs. Community Art would be a good example
- Committee can flag the areas where there may be partnerships such as on the Grandstands or the Green space.

Item 6: Discussion Points:

Design Workshop Review Comments

The committee added to the comments prepared by Karen Martin from the June 22 Workshop. In addition to the comments from the Committee at the June 22, members added the following comments at the July 20th meeting:

- Tom Madden – I think we will get more interest from retail than people think. Everything we, as a business, are seeing is that there is a lot of enthusiasm in the retail space and the downtown. I liked the height and scale presented. Overall, I’m very enthusiastic. Two things – Amount of retail and putting focus on the green space. Some may think it’s too small, but I think the size can work.
- Kim Bridgham – Based on the comments during Planapalooza, I think the citizens would want this downtown to feel like it’s part of the town—not just part of the Downs.
- Art Dillon: I also think retail is going to surprise us. People are waiting for the retail in the downtown. We need to provide the Council with a clear understanding about what it’s going to take to help The Downs get over the hurdles – esp. GMO.

- Kim Rand – Great Overview. Feels like it's on track. I am a little disappointed in size of green, but appreciate the reasons behind it. Traffic is moving fast. I also have concerns about how we will connect to rest of town. But it does feel like it's starting to gel.
- Bryan Shumway - The presentation gave me a lot of confidence. I liked the way they talked about size and use of space. Parking was handled well. Scarborough Gallery is not what we want for downtown. Parking is critical for this. 1) Spine Road and traffic flows 2) Separation of development from rest of town 3) Parking – do our ordinances work for a highly successful development? We don't want plugged up roads to create frustration
- Tom Hall – The parking element is integral to the success of the Downtown. It needs to be inconspicuous but proximate -- hard needle to thread. One thing that I'm wondering about is what happens if this is wildly successful – where is the natural expansion? How do you create this flexible buffer?
- Must be some civic uses that are there all the time. We need to think that through. It will add the vibrancy.
- The Green – Is it the right size, is it going to meet our needs? Maybe we need to think through what it needs to be functional. Will the town be needed to make the village green larger? What are we worried about?
- Bryan – On the green theme – what are the things that the Community wants. It would not feel like a success if people are not happy about the size of the green. It should intuitively thrill people. The green is at the point where people are having to explain it to us. We don't want to have to explain the green, we want it work.
- Travis – Flat curb is interesting. The consultants gave us what we asked for with respect to the green. If we need it to be bigger, we need to lay out why it needs to be bigger. We need to spell it out.
- Tom Hall– We need to make the Green practical for Community Services and Public Works
- Tom Madden – focus on the purpose of the green. The Modeling Committee's research did not find giant greens, but they had more purposeful uses. We need to identify the gathering space – it needs to be intuitively identified by visitors as a great gathering place.
- If we want more than a center – we need to have a deeper conversation.

- Dan Bacon– Our Consultant provided some precedents for green space – we have more info – we will prepare and provide the committee with more info. We’ve been hearing that intimate space is more useful than large spaces. It needs to be to be programmed.
- Kim Rand – Centralized meeting space is different than a park. We don’t want to hike to say hi to someone.
- Basha Mohamed – Still have doubts about the downtown as part of the community. I felt it was Downtown in Downs, not for community. How do we make this part of the larger community?
- Rocco – I agree with Basha about making this part of the full community. If we are nothing but a couple of restaurants, it’s not going to make it. We need some sort of a draw in terms of a user. We think adding the residential will make it seem like a community downtown. Greenspace – I too thought the Greenspace might be too small, but Goody Clancy really showed us that bigger is not always better. I like the curbsless streets, but I’m always thinking about Public Works – how are they going to like it. We could have a dedicated meeting with Goody Clancy on the green. Who is going to own the green space? Is it public or owned by the association? If it is tied to the Grandstand, then it might really be private.
- Travis Kennedy – Central Question – How do you not feel like you are trespassing.
- Who owns and who maintains the green?
- Needs to be key public destinations – need to be a combination of public private etc.
- Natural resources are hampering our ability to shift it toward the main street. How to integrate – Tom – Summer concert series that people want to go to.

Ordinance Modifications: Dan Bacon presented a summary of the types of ordinance changes that would be needed to support Downtown activities:

- Housing within the Downtown – Based on Camoin Associates Market Analysis, approximately 1,000 residential units are necessary within or directly adjacent to the downtown in order to initiate downtown restaurants and retail businesses and services beyond some specific anchor uses (outlined below). These residential units need to be in the form of compact, multi-family type housing including within mixed use buildings (residential above commercial), that provide a critical customer base as well as activate the downtown public spaces during days, nights and weekends to create vibrancy.
- The Town’s current Growth Management Ordinance does not allow for housing of the type or quantity to activate a downtown, and specific allowances/exemptions will need to be

provided through the GMO's subsection 7.F. (Town Council exemption) prior to proceeding with the downtown.

- Grocery/Market Retail Anchor – In addition to Downtown residents, a grocery store in or very walkable to the downtown will serve Downs's residents and customers from the broader community, driving both pedestrian and vehicle traffic to downtown throughout day and evenings hours. This can create a built-in customer base for future retail, restaurant and services. This type of retail use is allowed in the Crossroads zone and can be accommodated in the downtown area. The Town can assist the project in attracting such an anchor through the efforts of SEDCO and through the Planning Board review and approval process.

- Recreation/sports complex(es) – A recreational complex in or walkable to the downtown will not only serve the local community but also attract users from throughout the region and out of state. Spending potential associated with these users can support future restaurants and shops within the downtown and expand the draw of downtown businesses to beyond the local area. Such a key amenity may also support a hotel that in turn further supports restaurant and retailers and can draw additional and longer visitation to the site. The pandemic temporarily impacted plans for a sports complex on site and the Town's consideration of partnering on such a facility to also serve as a community center. Crossroads is once again working closely with ESG on a sports complex program. School athletic and some level of community service use and lease agreements/financial assistance are needed to secure and deliver such a sports complex to the downtown area. Town and school department assistance in working on securing such a complex that can be a town and regional hub will be critical.

- Grandstand Adaptive Reuse – With our new plan, the downtown area and central green/public space is organized around the grandstand building as a unique, one of a kind structure that offers a range of opportunities for repurposing. With creativity, design and significant investment, the grandstand can be a unique, positive focal point of the project – serving as a gathering place, hub for events and mixed-use tenants. This element can be a draw for visitors and help activate restaurant and retail uses. The Town's assistance will be critical in helping facilitate creative uses of the building, identifying funding sources for adaptive reuse, considering municipal uses and activities, and generally helping to enable the building and space come to life and be a focal point.

- Placemaking and Character-Based Design – To create a special, mixed-use place that has a unique form and character - creativity, flexibility and innovation will be critical by the development team as well as the Town in terms of allowing for and facilitating a layout this is comfortable and appealing to people but may not meet conventional land use/infrastructure standards or expectations. To be successful, the downtown needs to significantly differentiate itself from other development in the region, including Route 1 in Scarborough, the Maine Mall, and other retail/restaurant hubs in Greater Portland. The Town's assistance in allowing for and collaborating on the design of a central green, hardscape areas, street(s) that can be opened and closed to auto-use for events and dining,

compact design, shared and/or reduced parking, traffic calming measures, curb-less street design, and the like will be important to achieving a special place, designed more for people and pedestrians than cars and trucks. As stated in the past, traffic congestion within downtown areas is expected and desirable and is a sign of success.

- Other Elements Needing Additional Consideration and Collaboration:
 - Attraction of Office and Medical Uses in and around Downtown
 - Facilitating Entertainment Type Uses (Movie Theater etc)
 - Ownership and Maintenance of Public Spaces and Amenities
 - Signage, Branding and Downtown Identity
 - Opportunities for Parking Structures
 - Infrastructure and Related Funding Sources
 - Transit Hub Opportunities

Discussion of Next meetings: Travis Kennedy suggested that the Committee work toward wrapping up their work in September

Remote Meeting Policy: The Town Manager reviewed the Town Council's recently adopted Remote Participation Policy.

Item 7: Committee Discussion/Questions.

Item 8: Set Next Agenda. The group will finalize their discussion of the elements of the Committee's Final Report.

Item 9: Public Comment. None at the time.

Item 10: Adjourn. Meeting adjourned at 8:02

MINUTES

AD-HOC DOWNTOWN ADVISORY COMMITTEE VIRTUAL MEETING

Tuesday, August 3, 2021 – 6:30 p.m.

Item 1. Call to Order. Chair Kennedy called the meeting to order at 6:30 p.m.

Item 2. Members Present. The following members were present: Travis Kennedy, Art Dillon, Sarah Leighton, Kimberly Rand, Bruce Zivic, Thomas Madden, Kimberly Bridgham, Thomas J. Hall, Town Manager and Town Council Representatives Jonathan Anderson and John Cloutier and Developer Representative Dan Bacon.

Not present: Bryan Shumway, Basha Mohamed, Rocco Risbara, Developer and Karen Martin, President of SEDCO.

Item 3. Approval of Minutes: Motion by A. Dillon, seconded by K. Rand, to move approval of the May 25, 2021, meeting minutes, as written. Vote was unanimous to approve.

Item 4. Developers Report.

- D. Bacon mentioned the Wex article in the newspaper – which was not good. However, there are other avenues that can be looked at. He spoke on the Innovation District in that all the lots are completely sold out. He went on to give a brief update on the residential development. The continue to work with Goody Clancy on the plans that came out of the workshop with this committee. In response to a question regarding whether Goody Clancy would be giving another presentation to the committee and D. Bacon noted that the next presentation would be before the Planning Board. There would be no substantive changes to what had been discussed with the Committee and do not anticipate any drastic changes. Any one can attend the Planning Board meeting.

T. Kennedy noted if there were no objections, he would like to take Item 6 out of order. There were no objections.

Item 6. Discussion Points:

- **Remote Meeting Policy – Action Requested.**

T. Kennedy asked if there were any questions or concerns. There being none, he asked for a motion.

Motion by A. Dillon, seconded by K. Rand, to move approval to adopt the Remoter Meeting Policy. Vote was unanimous to approve.

T. Kennedy then moved on the Item 5. Report Categories. This is the framework for the report that we want to deliver to the Crossroad and the Town Council. The Committee had about 4 meetings left to work on the final report. The final meeting on September 14th the Committee will review the final document and more than likely take a series of votes.

Item 5. Report Categories:

- **Existing Conditions.** T. Kennedy noted that this is material that K. Martin is working, which resulted from the votearama of the town's long-term planning initiatives and all the conditions that put us where we are today, including the order from the town council. Further discussion would be held when K. Martin was present, since she is the one preparing the information.

- **Key Wants and Needs.** This was a series of exercises that led up to the meeting with Goody Clancy presentation. This could be reopened if needed.
- **Unique Recommendations.** This includes the work of the Grand Stand Committee and the Modeling Committee as guidance for what makes for a good downtown. T. Kennedy asked if there anything the committee would like to add to this bullet? Discussion was around bringing people together, e.g. carousel, small model railroad through the garden. Having the flexibility of indoor and outdoor space. There was discussion around the developer managing the public space or a combination of developer and town. There was discussion on the size of the green and what unique recommendation the committee might want to consider Gazebo, benches etc. In response to a question regarding the work of the Modeling Committee and the Grand Stand Committee, this work would be either an appendix to the report or incorporated in the final report.
- **Goody Clancy Model.** T. Kennedy noted that B. Zivic and S. Leighton were not at the last meeting with Goody Clancy to give their thoughts and asked them if they would do so this evening.
 - B. Zivic noted that he was looking forward to the next phase that would include outside eating and open space. There was no real discussion around the pedestrian walk ways, which would allow people to explore the area. He looks forward to see what the next phase would bring.
 - S. Leighton noted that she would like to know more on how the trails would connect with Scarborough and through the property to the downtown center. She had been impressed with what had been presented.
 - D. Bacon responded to questions relating to what the downtown scale would be. He added that it is great to have residential builds to bring the vitality to the area and then bring in the commercial/retail aspect of the development. Then bring in a sports complex as well. Buildings could be up to 50,000 square feet or more, but you would need the earlier ingredients to make everything work. D. Bacon share his screen with the committee to show the updated Master Plan. Discussion ensued around the difference in the Plan that had been presented earlier to what is currently being presented. It was noted that the green space has shifted from where it had originally been. D. Bacon pointed out where possible trails could go due to wetlands in an area as well as ball fields, etc. He went on to explain why the buildings along Payne Road would set back from the roadway.
 - T. Kennedy commented on the green space that is being proposed and felt that the size made sense. Others also commented on this and felt that something similar to the green in Bar Harbor would be great.

In response to comments regarding parks within Town, Mr. Hall noted that there is a master plan that is currently being worked on that would show the areas of town where there is a deficiency of parks in certain areas. As the town grows, so does the strain on facilities.

In response to T. Kennedy regarding the recreational fields and whether the town could take advantage of this open space. There was further discussion on connecting the to the municipal campus. Everyone agreed on the acre lot for the green space. It was asked if there could be a street scape that could be done to show the Committee the thought of the Developer. Other green areas within the development that could hold events that wouldn't commonly be held on the village square. There was concerned about the speed being controlled on the Scarborough Downs Road. There was discussion on the Grand Stand structure.

D. Bacon noted that there was no clear plan for the Grand Stand, we are open to the possibilities. In response a question from J. Anderson, D. Bacon stated that the Developer is focused on the

Grand Stand and the Edge Sports Complex. There have been meetings relating to the Edge Complex and start the conversation with the School Department.

J. Cloutier indicated that the community is very clear with what it wants in a community center. The Committee would like to see the town address the speed control along the Scarborough Downs Road.

T. Kennedy asked the members to come back to the next meeting and build the Ordinance Recommendations on a list of questions that we would take one at a time and vote on the recommendations. Which would include slowing traffic down on the Scarborough Downs Road; to make a cohesive connection with to municipal park as possible; more discussion on what to say about the Grand stand and to have D. Bacon come back with questions for the community. At the following meeting the Committee can take up Management Structure, which would give staff time to pull together a final report. At the very last meeting of the Committee, we can review the final document and approving it.

- **Ordinance Recommendations.** This item would be carried over to the next meeting.
- **Management Structure.** This item would be carried over to next meeting.

Item 7. Committee discussion/questions.

- In response to a question from K. Rand, regarding whether he had anything in particular they should be considering, D. Bacon noted that he would send a memo out to the Committee that he had sent earlier for them to review relating to this.

Item 8. Set next agenda. Further discussions on the follow:

- Ordinance Recommendations.
- Management Structure

Item 9. Public Comment. None at this time

Item 10. Adjourn. Motion by T. Kennedy, seconded by K. Bridgham, to move approval to adjourn the meeting. Vote was unanimous to adjourn the meeting.

Meeting adjourned at 7:58 p.m.

MINUTES
AD-HOC DOWNTOWN ADVISORY COMMITTEE
HYBRID MEETING *
Tuesday, August 17, 2021 – 6:30 p.m.

Item 1. Call to Order. Chair Kennedy called the meeting to order at 6:42 p.m.

Item 2. Members Present. The following members were present: Travis Kennedy, Art Dillon, Sarah Leighton, Bryan Shumway, Kimberly Rand, Bruce Zivic, Basha Mohamed, Kimberly Bridgham, Thomas J. Hall, Town Manager and Town Council Representatives Jonathan Anderson and John Cloutier and Developer Representatives Dan Bacon and Roccy Risbara and Karen Martin, President of SEDCO.

Not present: Thomas Madden

Item 3. Approval of Minutes: July 20, 2021 and August 3, 2021. Motion by K. Bridgham, seconded by A. Dillon, to move approval of the July 20 2021, meeting minutes, as written. Vote was unanimous to approve.

Motion by K. Bridgham, seconded by A. Dillon, to move approval of the August 3, 2021, meeting minutes, as written. Vote was unanimous to approve.

Item 4. Developers Report.

- Dan Bacon noted there was no new updates at this time.

T. Kennedy noted that bulk of the work this evening would be to go over the Committee's work and take it piece by piece. The first several sections that are considered largely completed: the background document that K. Martin had been working on; the Visioning Document [prior to Goode Clancy] and the reaction of the Goode Clancy presentation, which dovetails in the next two items. Any adjustments to Ordinances or broad recommendations we ask the town to commit to and then finally, what kind of Management structure might be recommended to be put in place. Tonight, we will work through the Ordinance recommendations and if there is time we could move on to Management Structure.

At this point, T. Kennedy asked the Developers to talk about their view on what recommendations the Committee can make.

Item 5. Report Categories:

- **Ordinance Recommendations:**

D. Bacon, touched on what they felt was needed for this development. He then commented on the two documents that had been supplied to the committee in their agenda packet. He then asked Tom Dworetsky, Director of Research of Camoin Associates.

T. Dworetsky stated his firm has been working with the Downs Team on various types of analysis for some time. He went on to note that the Downs is a huge opportunity to create a pedestrian oriented town center for Scarborough and to incorporate a variety of uses including commercial, civic and residential. Downtowns in general create a focal point for the community as a gathering place. A planned down town like this, rarely comes along. There is a marketing advantage with a development like this. There is the potential of 60,000 square feet of retail space at the Downs.

He went on to comment on the various retail stores that could be Downs and how things have evolved for people shopping more on line then going to the store. This all would have to be taken into consideration. He then went on to speak on the housing piece and how it helps the down town.

One more thing to keep in mind is to that usually a down town has a major thoroughfare and the Downs does not, so there is a need to draw people in. They will need a reason to visit the downs.

There would be a need to down town anchor stores and housing before smaller retail would come in. They would recommend 1,000 units of housing in and around the down town area, with a 5 minute walking time. Housing is an extremely important for the down town mix.

D. Bacon commented on the 5 minute walk and showed what a graphic indicated approximately a quarter mile circumference from the center of the down town.

In response to a question from B. Zivic about what type of housing were they thinking about, D. Bacon stated that it could be a variety like mixed use or apartment style housing and the further you get from the center would be more commercial.

K. Bridgham asked about the 60,000 square feet, in that she felt that it really didn't seem very large. T. Dworetsky stated that is did not include the grocery store. The number of retail businesses would vary in sizes, so it would be difficult to put a number of businesses.

R. Risbara added that the 60,000 did not include the Grand stand and pointed out where the retail could go and what could work.

In response to a question from B. Shumway regarding if the 1,000 units of housing, does this represent an increase in the total number of housing units that you are recommending for the total development of the downs area or a reshuffling of where an originally planned number of units would be developed, T. Dworetsky noted that from a market analysis that shows the total market potential of the down's property, the 1,000 units would a reshuffling of residential units.

D. Bacon added that this plan is not changing, the Innovated District if building out quickly. Commercially the same areas are in place. We are not adding any more residential, just helping to activate the down town area.

Discussion ensued around what would be in the different areas; commercial, residential, mixed use, etc.

D. Bacon noted that the current Comp Plan limits the number of building permits that can be issued. We can apply for the exemption, that would need to go before the Council for the exemption. If the Council were to give us the exemption, we would build the 1,000 over the next 5 years. There could be housing over businesses and that could come rather quickly. The goal was to get the down town going very quickly.

Discussion ensued around the 1,000 units and what would be good for the area and would disturb the fewest number of neighbors. The units could be smaller in this area. In response to a question from T. Hall, D. Bacon stated that they would be submitting an amendment to the Master Plan that reflects a few of the 1,000 units. There were other permits that they were waiting on. It was noted that there is 50 acres being processed at a time.

T. Dworetsky spoke on how the 5 year plan works. The goal is to get the down town portion up and running as soon as possible. The residential piece is very important in the process. The residential market is doing better that the commercial. The demand it there for residential.

In response to a question from K. Bridgham regarding the number of units outside the down town area, R. Risbara noted that there were 420 units. Having this developed brings the utilities up to the down town area. There would be the additional 1,000 units in the down town area.

D. Bacon responded to a question from S. Leighton regarding whether an assessment has or will be conducted town services with the additional 1,000 units. He noted that much of the information provided through the ROI reflected that information.

B. Shumway further commented on the additional town services and how there is ramp up time to start planning for additional staff for the additional services.

In response to a question from J. Anderson regarding 1,000 units and having that draw to the down town versus outside of the area coming to the down town, T. Dworetsky responded that will not be pass through traffic, the majority of the traffic would be those that live there or those who want to come to the businesses there. Discussion ensued.

R. Risbara said there would be affordable housing and they could work toward workforce housing as well. They were looking at the customer base with the big anchor store would bring in outside traffic.

The Councilors commented on the process, town services, closing the gap for residents to stay. Make sure the development is self sufficient and to understand where the needs are going to be. The Council is not only looking at this project but other projects in town as well.

Further comments were made about the project and the overall effect that it will have on the community as well as the work from this Committee.

T. Kennedy asked if the Committee was ready to make recommendations relating to having the down be exempted from the Growth Management Ordinance; have a permanent committee/board that would act as a go between the Cross Roads and the Town and important to have work force and affordable housing part of the mix.

Motion by T. Kennedy, seconded by K. Rand, to make a recommend to endorse an exemption from the Growth Management Ordinance.

The recommendation: The committee offers a recommendation to exempt the Downs Property from the Growth Management Ordinance assuming the creation of a permanent Committee/Board that would serve as a connection between Cross Roads and the town, made of a mix of Town Councilors, town staff and request that work force and affordable housing be part of the mix and dense construction area.

Discussion ensued about putting a time limit on the exemption; do we have to justify the 1,000 units? T. Dworetsky would get back with some information that is more specific then what had been presented. There was discussion around the growth over the 20 year period. Current population is over 22,000. Comments were made regarding the map and limiting the exemption. It was recommended that this be discussed further

T. Kennedy noted that he would table the motion to the next meeting and would bring this back to the next meeting.

- **Management Structure (time permitting)**

Item 6. Committee discussion/questions. None at this time.

Item 7. Set next agenda.

- Specific language on land use exemption
- Limit traffic speed along Scarborough Road
- Trail ways and connection to Oak Hill
- Recommendation highlighting down town for future civic uses – free parking
- Items from K. Martin.
- Management Structure.

Item 8. Public Comment. None at this time.

Item 9. Adjourn. Motion by K. Rand, seconded by B. Zivic, to move approval to adjourn the meeting. Vote was unanimous to adjourn the meeting.

Meeting adjourned at 8:15 p.m.