



October 27, 2021

Chairman Paul Johnson  
Scarborough Town Council  
Scarborough Town Hall  
259 Route One  
Scarborough, Maine 04074

**Re: Growth Management Exemption Application – The Downs, Crossroads Planned Development District**

Dear Chairman Johnson,

Crossroads Holdings and the Downs would like to thank you and the Town Council again for a successful and productive Downtown Committee process that was just completed with a report. There is significant energy and enthusiasm in proceeding with the downtown, and we are working to put all the necessary pieces in place to start construction next year (2022). This application is directly related. It's certainly an exciting time.

As you and the Town Council are aware, the Town of Scarborough's Growth Management Ordinance (GMO) establishes limits on certain types of residential development in designated areas of the Town. The purpose of the GMO is to manage the pace of residential development in order to avoid serious school overcrowding and a significant reduction in the level and quality of other municipal services.

The GMO, as recently amended, specifically recognizes that not all housing has negative impacts on the Town's schools or services and therefore should not be regulated in the same manner. In particular, mixed-use and multi-family planned developments do not contribute to school overcrowding and do not significantly impact other municipal services. Instead, these types of residential development are proven to be a significant net fiscal benefit to the Town. In recognition of this fact, the recently amended GMO provides for an exemption from the limitations of this Ordinance for the type of residential development that does not otherwise threaten the stated purpose of the GMO.

Pursuant to Section 7.F of the GMO, Crossroads Holdings LLC respectfully submits this request for consideration of an **exemption from the requirements of the GMO for mixed-use and multi-family housing to be constructed within the Town Center and Town Center Residential Areas of the Downs (17% of the Downs land area as shown on Master Plan in Attachment 1)**, along with the enclosed review of Appendix A of the Zoning Ordinance as required by Section 7.F and other pertinent materials referred to herein.

This exemption is requested for mixed-use and multi-family housings, and therefore single-family housing within the CPD will be subject to a limit of no greater than 30% of the annual allocation, which

Crossroads requests be guaranteed on an annual basis to enable the housing blend planned for the project.

This exemption is critical to enable the Downs development to continue as planned and as consistent with the zoning, Comprehensive Plan, CEA, and planned downtown. Each element of the Downs planned development is interdependent on the others and the limitation of one type of development within the project has a negative impact on all other types of development within the project. In other words, residential development attracts the type of commercial development desired by the Town and both types of development enable us to construct a viable mixed-use downtown, facilitate economic development and complete the required infrastructure and traffic improvements both onsite and offsite. The project is not the project without all of these elements.

We have carefully researched and planned every facet of this project since 2017 and believe that we have created a development plan that responded to all of the Town's desires and needs for this designated growth area as outlined in the Crossroads Planned Development Zoning District and Comprehensive Plan. We sincerely hope to be able to carry out that vision for the Town. At this time, in order to do so as planned, it will require the exemption of mixed-use and multi-family housing within this approximately 90-acre area from the requirements of the GMO. This 90-acre exemption area is out of 525 of the total project area (17%) and will also include a wide mix of commercial, non-residential uses, public spaces and infrastructure within its limits uses.

**Exemption of these types of residential units from the GMO within this limited 90-acre area not only serve to enable the continuation of the Downs project, but also provide the following significant public benefits:**

- **Mixed-use and multi-family housing at the Downs are significant net positive revenue generators and these uses, and the Downs mixed-use project overall, can continue to lower the tax burden of all other taxpayers in Town. The Downs has already, and will continue thru this exemption, to provide significant positive tax revenue and sheltering benefits to the entire community.** These housing types at the Downs have very low demands on services and generate the highest net positive revenue out of any land use possible, including all commercial and light industrial uses. This significant net positive revenue is a tremendous public benefit for the Town and its current taxpayers. (see Attachment 2)
- **Mixed-use and multi-family housing at the Downs are unit types and sizes that do not result in new school-aged children and will have no meaningful impact on school enrollment and capacity.** These housing types average 0.0 school-aged children for 1-bedroom units, 0.04 school-aged children for 2-bedroom units, and 0.0 for senior housing and pay substantial school impact fees to compensate for any minimal impact. This expands the tax base of the Town without overburdening its services, which is a significant public benefit to the Town. (see Attachment 2)
- **Through this exemption the Downs commits to reserving a specific Future School Site for the Town and School Dept consisting of 10 acres.** Although mixed-use and multi-family housing will not contribute to school overcrowding as noted above, the Downs will reserve a specific 10-acre area within the project for the Town and School Department to perform planning for a new school facility

(time period to be determined). This approximate area is shown on the plan in Attachment 1. This commitment to the Town and School Department is a significant public benefit.

**Mixed-use and multi-family housing at the Downs is necessary to proceed with the planned Downtown, to attract new businesses and future commercial development and deliver the public spaces and amenities planned.** This type of housing is needed in and around the project's future downtown to finance new infrastructure, create daily activity, and provide the necessary population base for future businesses (exemption area shown in Attachment 1). Further, mixed-use and multi-family housing are critical to meeting the employment needs of new businesses looking to locate in the Downs and within the Town. A new Downtown and new economic development are significant public benefits to the Town, and will include a central common/public square and a hub of public activity with dining, recreation, entertainment etc. A new downtown cannot be created, and many new commercial users will not locate, at the Downs without it truly being mixed use with a concentration of housing in and around the downtown.

- **The Downs has pre-permitted the project's traffic impacts for the next 5- 10 years and will be financing \$8-9M worth of critical traffic improvements (\$13-14M total through 2-way public partnership with impact fees and MDOT) addressing longstanding Town traffic issues.** Without an exemption for mixed-use and multi-family housing at this time, the project cannot move forward with the financing for these improvements nor meet the requirements of the permit. These comprehensive improvements will make major traffic improvements on the most congested corridors in Scarborough (Route 1, Payne Rd, Haigis, Rtes 114 and 22, Maine Mall Rd) which provides significant public benefit. Those improvements cannot be constructed without the regulatory assurances for the project to proceed as planned and permitted with the anticipated level of mixed-use and multi-family housing.
- **The Downs is committed to enabling a Community Center or other civic/public space within the Downtown.** Through this exemption and the activation of the downtown, the Downs is committed to working with the Town on a community center or similar civic/public use in the downtown that can be a hub for the recreational, social and/or cultural needs of the public and a significant benefit for town residents. The Downs is eager to work with the Town on collaborating on such a space.
- **Mixed-use and multi-family housing at the Downs will provide housing choices for a wide range of households and price points, including workforce, "missing middle" and affordable housing.** The Town has repeatedly identified a need and desire to diversify the type of housing available within the community, particularly for middle income households, and this project will add a substantial amount of new housing opportunities to the market, which is a significant public benefit. Without an exemption, the GMO is a direct barrier to this initiative.
- **Mixed-use and multi-family housing at the Downs is consistent with the Town's Comprehensive Plan, the Crossroads Zone, and the project partnership with the Town through the Credit Enhancement Agreement.** All of these regulate the type and impacts of development within the Downs already and the GMO serves only as a further constraint on development that is in most respects inconsistent with these existing regulations under the Zoning Ordinance, the

Comprehensive Plan and the performance standards and existing limitations on residential development established by the CEA, that the Downs has already agreed to comply with. Further, Section 7.F. requires a project that is wholly consistent with the permitted zoning to be reviewed under the standards for contract zoning that only applies to projects that aren't allowed under zoning, which adds to the inconsistency of the GMO.

Without an exemption from the requirements of the GMO for mixed-use and multi-family housing within the Town Center and Town Center Residential Area, the project cannot proceed as planned. While we recognize that the Town Council has recently spent a great deal of time and effort reviewing the GMO, we are seeking this exemption now because our development timeline requires it. In order to proceed with the commercial development, infrastructure and downtown as planned, we need certainty as to whether we will be able to build the residential components of the project as planned. As indicated above, because this is a large-scale planned development, one does not work without the other.

We appreciate your consideration of this request in the very near future and request a placement on an upcoming agenda to discuss this further and collaborate on the public benefits and partnership initiatives provided for as part of this application. It is our sincere hope to continue with the Downs development as planned pursuant to the Town's Comprehensive Plan, Zoning Ordinance and the CEA, and to achieve all of the public benefits of the project as outlined above.

Sincerely,

A handwritten signature in black ink, appearing to read "Dan Bacon", with a stylized, flowing script.

Dan Bacon, Development Director, M&R Holdings on behalf of Crossroads Holdings LLC

cc: Rocco Risbara, Crossroads Holdings LLC  
Peter Michaud, Crossroads Holdings LLC



# Attachment 1

Reserved School Site  
10 Acres

Town Center  
Multi-Family / Mixed Use Development  
GMO Exemption Area  
90 Acres (17% of Project Area)

- EXISTING BUILDING  
PLANNED BUILDING  
BUILDING UNDER WAY
- 01: UPLANDS, SENIOR HOUSING (SUMMER 2021)
  - 02: THE MOORING, MEMORY CARE HOME
  - 03: MILL COMMONS, CONDOMINIUMS
  - 04: CARRIAGE WALK, APARTMENTS (5TH BUILDING, FALL 2021)
  - 05: GRIST MILL NEIGHBORHOOD, SINGLE FAMILY HOMES
  - 06: TANDEM COURT, CONDOMINIUMS
  - 07: THE GABLES, CONDOMINIUMS (UNDER CONSTRUCTION, FALL 2021)
  - 08: FRONTRUNNER PARK, SINGLE FAMILY HOMES
  - 09: HAYLOFT, APARTMENTS
  - 10: TOWNHOUSES AT FRONTRUNNER PARK (PLANNED)
  - 11: AMERICAN HOUSE AT THE DOWNS, SENIOR CARE FACILITY (PLANNED)
  - 12: DUCAS CONSTRUCTION (UNDER CONSTRUCTION, SUMMER 2021)
  - 13: ZOOM DRAIN (UNDER CONSTRUCTION, FALL 2021)
  - 14: MAINLY TUBS (UNDER CONSTRUCTION, FALL 2021)
  - 15: DPR (PLANNED)
  - 16: CROWN LIFT TRUCKS (UNDER CONSTRUCTION, WINTER 2021)
  - 17: VENTINOVE HOLDINGS
  - 18: SCOREBUILDERS
  - 19: INDIAN CREEK INVESTMENTS LLC
  - 20: AV TECHNIK
  - 21: THROTTLE CAR CLUB (SPRING 2021)
  - 22: PRIDE STORAGE SOLUTIONS (UNDER CONSTRUCTION, SUMMER 2021)
  - 23: SURE EXPRESS (UNDER CONSTRUCTION)
  - 24: INCUBATOR SPACES (SPRING 2021)
  - 25: OYSTER LLC (UNDER CONSTRUCTION)



## Attachment 2.

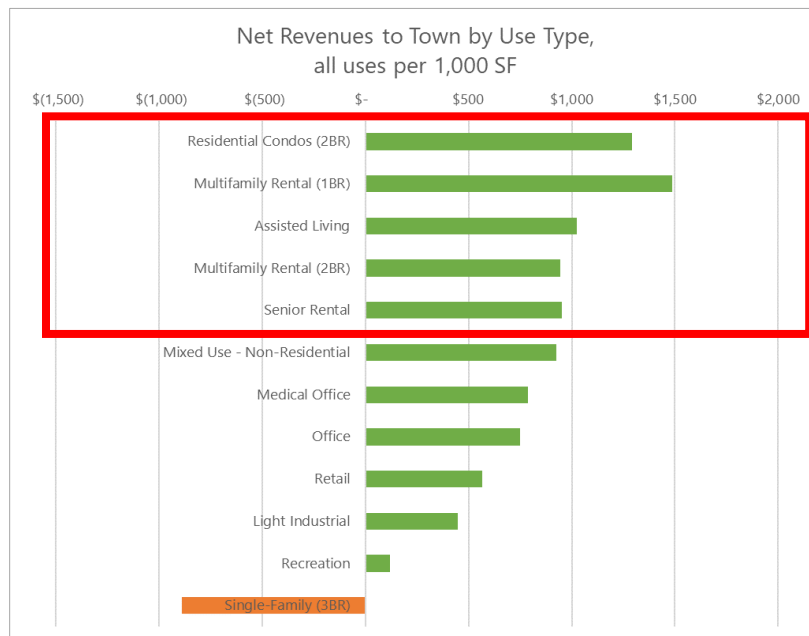
### Key Resources for Town Council Review of Exemption Application:

#### Item 1. Exemption Will Generate Significant Additional Net Tax Revenue to the Town and Current Taxpayers

The types of multi-family and mixed-use housing development built to-date within the Downs and planned through the exemption are significant net positive revenue generators for the Town and can continue to maintain and lower the tax burden of all other taxpayers in the community. These uses generate the most net tax revenue to the Town out of any type of development.

The following is prepared by national consultants Camoin Associates.

Net Fiscal Impact to Town of Scarborough per 1,000 SF (KSF) or Unit, by Use Type					
Use Type	per KSF or Unit	Total Revenues	Total Costs	Net Fiscal Impact	Net Fiscal Impact, all uses per 1,000 SF
Residential Condos (2BR)	per Unit	\$ 3,047	\$ (1,238)	\$ 1,809	\$ 1,292
Multifamily Rental (1BR)	per Unit	\$ 1,457	\$ (342)	\$ 1,116	\$ 1,487
Assisted Living	per Bed	\$ 1,312	\$ (288)	\$ 1,024	\$ 1,024
Multifamily Rental (2BR)	per Unit	\$ 1,832	\$ (811)	\$ 1,021	\$ 945
Senior Rental	per Unit	\$ 1,273	\$ (323)	\$ 950	\$ 950
Mixed Use - Non-Residential	per KSF	\$ 1,339	\$ (415)	\$ 924	\$ 924
Medical Office	per KSF	\$ 1,339	\$ (550)	\$ 789	\$ 789
Office	per KSF	\$ 1,339	\$ (588)	\$ 751	\$ 751
Retail	per KSF	\$ 1,116	\$ (550)	\$ 566	\$ 566
Light Industrial	per KSF	\$ 670	\$ (220)	\$ 449	\$ 449
Recreation	per KSF	\$ 670	\$ (550)	\$ 119	\$ 119
Single-Family (3BR)	per Unit	\$ 3,735	\$ (5,335)	\$ (1,600)	\$ (889)



Net Fiscal Impact to Town of Scarborough per 1,000 SF (KSF) or Unit, by Use Type										
Use Type	per KSF or Unit	Property Tax Revenue x 60%	Vehicle Excise Tax Revenue	Community Services Cost	Library Cost	Fire Cost	Police Cost	School Cost	Trash Pickup Cost	Net Fiscal Impact
Residential Condos (2BR)	per Unit	\$ 2,589	\$ 458	\$ (20)	\$ (92)	\$ (355)	\$ (146)	\$ (469)	\$ (155)	\$ 1,809
Multifamily Rental (1BR)	per Unit	\$ 1,000	\$ 458	\$ (23)	\$ (101)	\$ (163)	\$ (55)	\$ -	\$ -	\$ 1,116
Assisted Living	per Bed	\$ 1,312	\$ -	\$ (13)	\$ (57)	\$ (163)	\$ (55)	\$ -	\$ -	\$ 1,024
Multifamily Rental (2BR)	per Unit	\$ 1,375	\$ 458	\$ (23)	\$ (101)	\$ (163)	\$ (55)	\$ (469)	\$ -	\$ 1,021
Senior Rental	per Unit	\$ 1,045	\$ 229	\$ (19)	\$ (86)	\$ (163)	\$ (55)	\$ -	\$ -	\$ 950
Mixed Use - Non-Residential	per KSF	\$ 1,339	\$ -	\$ -	\$ -	\$ (326)	\$ (89)	\$ -	\$ -	\$ 924
Medical Office	per KSF	\$ 1,339	\$ -	\$ -	\$ -	\$ (432)	\$ (118)	\$ -	\$ -	\$ 789
Office	per KSF	\$ 1,339	\$ -	\$ -	\$ -	\$ (547)	\$ (41)	\$ -	\$ -	\$ 751
Retail	per KSF	\$ 1,116	\$ -	\$ -	\$ -	\$ (432)	\$ (118)	\$ -	\$ -	\$ 566
Light Industrial	per KSF	\$ 670	\$ -	\$ -	\$ -	\$ (202)	\$ (19)	\$ -	\$ -	\$ 449
Recreation	per KSF	\$ 670	\$ -	\$ -	\$ -	\$ (432)	\$ (118)	\$ -	\$ -	\$ 119
Single-Family (3BR)	per Unit	\$ 3,125	\$ 610	\$ (31)	\$ (141)	\$ (355)	\$ (146)	\$ (4,507)	\$ (155)	\$ (1,600)

The breakdown of revenue sources and costs by service type are detailed above.

Revenue sources include property tax revenues (net of 40% developer share per CEA) and vehicle excise tax revenues

Costs include community services, library, police, schools, and trash pickup.

*Note: Snow plowing costs for individual uses not shown in this table, since costs vary with respect to road miles built and not directly related to the amount of building space developed. These costs are included in the figures on overall impact of The Downs.*

## Item 2. Exemption Will Have No Meaningful Impact on School Capacity and Facilities

The types of multi-family and mixed-use housing development built to-date within the Downs and planned through the exemption result in very few school-aged children and have no meaningful impact on school capacity. Further, any minimal impact on school facility needs is compensated with payment (by unit) of the required “school impact” fee. This fee is required even for 1-bedroom units that do not contribute any school-aged children to the system.

These enrollment statistics have been provided by the Scarborough School Department.

Student Enrollment per Unit, by Development Type by Bedroom Count	
Multifamily Rental - 1BR	0.000
Multifamily Rental - 2BR	0.042
Residential Condos - 2BR	0.042
Single-Family - 3BR	0.400

Source: Scarborough School Dept.

## Unit Type '21 School Impact Fee

Multi-family Rental – 1 BR	\$1,170/Unit
Multi-family Rental – 2 BR	\$1,170/Unit
Residential Condos – 2 BR	\$1,170/Unit

### **Attachment 3: APPENDIX – A**

In determining whether a proposed contract zoning is in the public interest and will have beneficial effects on the Town as a whole, which would not result if the property were developed under the existing zoning district classification, the Town Council may consider, but shall not be limited to, the following factors:

- *The development proposed by the contract zoning request will have a net positive effect on the Town's tax base or will provide payments in lieu of taxes at least equivalent to the development's projected demand on municipal services.*

#### **Compliance with this factor:**

Multi-family dwelling units and dwelling units within a mixed-use development (i.e. housing in and around the planned downtown) within the Downs will have a significant net positive effect on the Town's tax base. As demonstrated in the net fiscal impact analysis performed by Camoin Associates, multi-family and dwellings in a mixed-use development at the Downs have the highest net positive effect on the Town's tax base out of any type of land use (including commercial and light industrial).

The annual net positive effect ranges from a +\$950 to +\$1,487 in local tax revenue per 1,000 SF of building floor area (the range depends on the specific housing type and number of bedrooms.) The "net positive effect" (or net fiscal impact) equates to the annual tax revenue that the Town receives above and beyond the municipal cost to serve that use. As a reference point, office has a net fiscal impact of +\$751 per 1,000 SF and light industrial is +\$449 per 1,000 SF – both of which are traditionally known as very desirable for the local tax base.

This is the case because this type of development has very low demand on municipal services (privately managed and maintained sites), very few school children, and high assessed value.

In addition, and just as importantly, the development of multi-family dwellings and dwellings in a mixed-use development are necessary and critical to attract and sustain new businesses and commercial development within the planned downtown. Mixed-use lifestyle developments are the new model for retail, dining, entertainment and other economic development and require dense housing to be successful, and in turn can then activate the net positive fiscal impact these commercial uses can then have on the Town's tax base.

- *The development proposed by the contract zoning request will create either direct or indirect employment opportunities or will otherwise have a positive impact on the Town's economy.*

#### **Compliance with this factor:**

Multi-family dwelling units and dwelling units within a mixed-use development will create both direct and indirect employment opportunities.



The design and construction of this type of housing provides direct employment to a wide range of companies and services - from engineering and consulting services to construction trades and material suppliers to real estate professionals, financial institutions and property management, maintenance and grounds services.

In addition to the significant direct employment created, there are substantial indirect employment opportunities. These include new employment opportunities from the new businesses that have and will continue to be attracted to this mixed-use project specifically because of the mix and density of housing planned. This housing will create activity, buying power and the live, work and play environment that is the necessary formula and basis for modern economic development.

Further, the multi-family and mixed housing types that the project will provide through is exemption the type of workforce and “missing middle” housing that is in very short supply in Scarborough and greater Portland, and that is needed to attract, retain and house employees within the Downs and the Town of Scarborough.

- *The development proposed by the contract zoning request will enhance the variety of housing types available in Scarborough.*

**Compliance with this factor:**

This exemption is necessary and is critical to enhancing the variety of housing types available in Scarborough, most particularly workforce and “missing middle” type housing desired by the Town’s Comprehensive Plan and Town Council leadership. The Downs planned development has provided, and will continue to provide through this exemption, a wide variety of housing types to be available. The types of housing completed, under construction or in permitting includes duplex, garden-style condominiums, townhouses, apartments (market rate and affordable), senior housing (market rate and affordable) and single-family (market rate and affordable).

Through this exemption, this variety of housing types can continue and be further expanded to include other multi-family and mixed-use dwelling products that deliver even more housing choices and price points that are appropriate in and around the planned downtown. For example, new apartment and condominium formats, housing units within mixed-use buildings, “tiny” homes with small footprints, and townhouse products are all planned but require GMO exemption to be delivered. All of these housing types are in direct alignment with the CPD zoning district, the Town’s Comprehensive Plan and housing policies as well as modern consumer demands for housing.

- *The development proposed by the contract zoning request will foster demographic diversity in Scarborough’s population.*

**Compliance with this factor:**

This exemption is necessary to foster demographic diversity in Scarborough's population. The zoning, growth policies and development pattern in Scarborough has largely led to lower density single-family housing that has limited demographic diversity.

As noted above, the Downs has and is planning to continue and expand the range of housing choices designed to achieve town policies and accommodate wider range of age and income groups, fostering more demographic diversity as called for in this standard. The mix of multi-family and mixed-use housing products and price points that appeal to young professionals, millennials, empty nesters, and seniors is critical to meet the goals of the project, the CPD zone, the Town's desire for workforce and "missing middle" housing, and this town standard.

- *The development proposed by the contract zoning request will have the effect of maintaining and enhancing property values in the neighborhood and/or in the Town as a whole.*

**Compliance with this factor:**

The planned development design and approach, coupled with the continuation of mixed-housing within the project will continue to enhance property values in the neighborhood and in the Town as a whole. The project is bordered by both commercial and residential neighbors, yet also provides for significant buffers to both. The project's commercial activity to date, new housing, and the plans for a future downtown are directly and substantially enhancing the commercial property values adjacent to the site. There is a notable increase in new commercial and mixed-use development occurring along Haigis Parkway and Route 1 and rising land values and transactions.

Similarly, for the residential homes and neighborhoods bordering the site, the project includes robust forested buffers and open space corridors that mitigate any project impacts and effectively maintain neighboring property values while also providing sidewalk connectivity and access to the project and its amenities. This has and will continue to provide enhanced value to these neighbors over time, particularly as the downtown develops through this exemption.

A the Town level, the current and planned economic activity and new businesses are enhancing Town wide value, which will continue to increase as the downtown and its amenities are enabled and activated by new housing. This is coupled with the significant net positive effect on the Town's tax base. This exemption is necessary for this to occur.

- *The development proposed by the contract zoning request will be designed, constructed and maintained in a way which enhances its surroundings and, particularly if it involves a use different from neighboring uses, will utilize architectural, landscaping and design techniques to achieve reasonable compatibility with neighboring uses.*

**Compliance with this factor:**

The Downs project has been designed and constructed as a model planned community that is compatible with and enhances its surroundings. As noted above, there are significant natural and

open space areas that buffer neighboring uses. Further, very attract, well landscaped gateways into the project from Route 1, Payne Rd and soon to be Haigis Parkway are dramatically enhancing the site and its surroundings. Through this exemption, the project will be able to activate the downtown core of the site as well as the planned entrance gateway from Haigis Parkway which will further enhance and benefit its surroundings.

- *The development proposed by the contract zoning request will preserve open space which might not be preserved if the property were developed under the existing zoning district classification.*

**Compliance with this factor:**

The CPD District requires 20% of the development to be open space. This planned community will exceed this standard and under the current master plan at least 30% of the site will consist of open space, with the specific total to be determined through collaboration with the Planning Board as future planned development areas are permitted. Portions of this open space will be donated to the Scarborough Land Conservation Trust (25 acres currently planned), which will be added to their Warren Woods Preserve conservation land holdings.

Further and enabled by this exemption, with the allowance for multi-family and dwellings in mixed-use development, the applicant will be able to proceed with the downtown design and development process which will include both natural open space areas but also programmed common space for public gatherings and use, which can result in a major active open space amenity for the entire community.

- *The development proposed by the contract zoning request will provide public access to water bodies, open space land or outdoor recreational opportunities.*

**Compliance with this factor:**

As noted above, this planned community has included and can continue to include through this exemption both passive open spaces as well as active greens and other recreational amenities. Trails with public parking and access points have been provided in the Innovation District open space. This open space network will be expanded with future phases and will also provide direct connections and access to the Warren Woods Preserve.

Within the first residential phases, open space areas have walking trails and new public sidewalks and bike paths have been installed that will be expanded to the downtown with this exemption. Within the downtown a green will be designed that can provide for public access, use and events and serve as a primary hub and central gathering place for the entire community and public.

- *The development proposed by the contract zoning request will provide recreational, social or cultural facilities available in whole or in part to the public.*

**Compliance with this factor:**

This planned community has been designed, and through this exemption will continue to expand its recreational facilities and will provide a much needed active social and cultural hub for Scarborough. As noted above, there are recreational trails and bike paths already complete and with this exemption will be expanded in future phases in the project and into the downtown.

Further, the planned downtown will provide a central green that will be designed to offer flexible space for recreation as well as social and cultural events and activities. The Downs is very interested in continuing to enable a community center or similar civic hub within the project to directly achieve this factor. To be successful, the downtown will need multi-family development and dwellings mixed with commercial and potentially civic uses to create a vibrant, human scale place with successful retail, restaurant and entertainment opportunities.

- *The development proposed by the contract zoning request will preserve unique or sensitive environmental features.*

**Compliance with this factor:**

The planned community has and will continue to preserve the unique and sensitive environmental features on the site. With this exemption and the expansion of development into the downtown area, additional buffering will be provided to Willowdale Brook that traverses the site. In addition, a buffer will also be provided to an important vernal pool on site just north of the planned downtown as well as a large contiguous open space area along Payne Rd.

- *The development proposed by the contract zoning request will preserve scenic views, vistas or corridors.*

**Compliance with this factor:**

With the significant open space areas and maintenance of natural buffers to neighboring sites, streams and significant natural resources, the planned community has and will continue to preserve important scenic views and corridors. These natural scenic views will also be enhanced by the design and construction of a new downtown and the removal of the old and outdated site infrastructure for the past harness racing facility.

- *The development proposed by the contract zoning request will preserve and maintain historical or archeological features.*

**Compliance with this factor:**

The planned community has been designed to honor the historical significance of the Scarborough Downs harness racing business with project naming, branding, and design elements. Further, with this exemption the project can proceed with the downtown design and construction process and continue to examine the feasibility of maintaining the Grandstand structure or historical elements of it, as a historical feature and focal point.



- *The development proposed by the contract zoning request will preserve agricultural uses or agricultural lands.*

**Compliance with this factor:**

The development and the exemption and focus of multi-family and mixed housing will play a key role in directing new residential development to this planned community and to the primary growth area of the Town of Scarborough in a planned, responsible manner.

By directing growth in this way through this exemption, the project and the Town are enabling the preservation of agricultural uses and lands (rather than housing development) where they should be protected and maintained in the outlying rural and farming districts of the community.

- *The applicant has volunteered to provide or to fund off-site improvements or activities in exchange for, and related to, any relaxation of the standards of the current zoning district classification. Examples include, but are not limited to, preservation of off-site wetlands in return for the ability to fill or disturb certain wetlands on the site, and preservation of offsite open space in return for the allowance of higher density on the site.*

**Compliance with this factor:**

This planned development has focused on avoiding and minimizing wetland impacts, but in some cases impacts have been unavoidable in order to meet the land use, zoning and development requirements of the project.

In the case of off-site wetland preservation, the project has already paid and dedicated over \$300,000 in funding for off-site wetland conservation under the Maine Natural Resource Conservation Program. Further, it is also dedicating 25 acres of open space to the Scarborough Land Trust to increase the size of the Warren Woods Preserve landholdings. The project will continue to use this off-site wetland conservation fund coupled with future opportunities to collaborate with the Land Trust to substantially compensate for any on-site wetland impacts.

- *The development proposed by the contract zoning agreement will provide goods, services or amenities desirable for community life.*

**Compliance with this factor:**

This planned community has provided and will continue to provide significant goods, services and amenities desirable for community life. The Innovation District has developed in a manner (and will continue to) that provides a variety of new businesses that have dramatically broadened the goods and services available to Scarborough residents and other members of the business community. With this exemption, the project can continue and attract additional businesses and services to the downtown and its surroundings. Further, with a modern downtown environment and common gathering place, Scarborough can finally offer and experience the community life that comes with a true town center.