

**TOWN COUNCIL SPECIAL MEETING AND PUBLIC HEARING
THURSDAY EVENING - JULY 31, 2008**

PRESENT: Marshall, Parella, Barboza and Herreshoff

ABSENT: Cordeiro

ALSO PRESENT: Andrew Teitz, Esq., Assistant Town Solicitor

The Council met in special session on Thursday evening, July 31, 2008 in the Town Hall, Council Chambers, beginning at 7:19 o'clock PM, Council Chairman Marshall presiding:

1. **PUBLIC HEARING** - Ordinance #2008-16, Chapter 28, Zoning, Article III, Permitted Uses, Section 28-82, Use Regulations, Table A, Permitted Use Table, Article V, Supplementary Regulations, Section 28-284, Same-Urban rehab land development project, **2nd reading for adoption**

2. **PUBLIC HEARING** - Robert I. Stolzman, Esquire for Russell Karian, Robin Industries, Inc. - Application for Zoning Map Change from W to W - Urban Rehab Land Development Project re Assessor's Plat 10, Lots 42, 60, 61, 62, and 73, **2nd reading for adoption**

Documents received:

- a. Kenneth Buckland, Principal, The Cecil Group to Diane M. Williamson re Robin Rug Mill Development Project Review - April 11, 2008.

- b. Jerome Squatrito, Chairman, Planning Board re Petition to amend Zoning Ordinance and Map Change for Robin Rug Property - Urban Rehab Land Development Project - July 25, 2008.

- c. Jerome Squatrito, Chairman, Planning Board re Petition to Change of Zone Ordinance relative to Density and Commercial uses for Robin Rug - July 23, 2008.

- d. Georgina Macdonald, 125 Poppasquash Road, to Council Clerk re Letter to the Town Council on the Robin Rug rezoning and development proposal (e-mail) - July 30, 2008.

- e. Raymond DeLeo, 2 High Street, re Zoning Revision - July 30, 2008.

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f. Keith Maloney, Chairman, et al, Voices Waterfront Task Force - July 31, 2008 (received at hearing).

g. Keith Maloney Photograph of Arches

h. Arnold Robinson, the Newport Collaborative, various schematics and renderings (5 pg.)

Barboza/Parella - Voted
unanimously to close the Public
Hearing.

Barboza/Parella - Voted
unanimously to consider this
action to be the second reading of
Ordinance #2008-16 based upon the
findings of fact and consistency
with the Comprehensive Plan as
outlined by the Planning Board.

Barboza/Parella - Motion made and
seconded to grant the zone change
based upon the finding of fact and
consistency with the Comprehensive
Plan as outlined by the Planning
Board; incorporating the Planning
Boards eight (8) Development
Conditions:

1. Public Access to the
Waterfront
2. Affordable Housing
3. Commercial Space
4. Water-Related Uses
5. Traffic Study
6. Infrastructure Mitigation
7. Off-Site Parking
8. Existing historic buildings

and as further refined in the
Planning Board's memorandum of
July 23, 2008; and

Herreshoff/Barboza - Voted
unanimously to amend this motion
to include the condition that the

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absolute number of residential units shall not exceed ninety-eight (98); and

Voting unanimously in favor of the motion, as amended, were Council members Marshall, Parella, Barboza and Herreshoff.

It is hereby noted for the record that since these matters are integral, the public hearing considered both simultaneously.

Prior to the vote taken, Council Chairman Marshall opened the Public Hearing and asked to hear from those wishing to speak in favor of the petition.

Robert I. Stolzman, Esq. an attorney for the petitioner informed the Council that his client's plan has "a sophisticated level of completion" since it has been in review before the Planning Department, Planning Board, and Rhode Island Historic Preservation and Heritage Commission's staff for nearly two years. He also informed the Council that he does not expect to achieve a "permit" through this evening's process but he is aware that this is the next step before his client's next appearance before the Planning Board.

Mr. Stolzman reminded the Council of Bristol's "passion" for providing access to the waterfront and noted that his client "shares this passion." He also informed the Council that some of those who expressed interest in the acquisition of the Robin Rug complex were "too aggressive" in their plans and that this aggressiveness led to a "thorough review" of Mr. Karian's overall plans which considered a hotel, a conference center, etc.

Mr. Stolzman stated that Mr. Karian's analysis concluded in that the best use would be a "traditional" mixed use development and that his proposal includes 98 residential units and 20,000 square feet of commercial space.

Mr. Stolzman explained that the preliminary plans allow for 134 parking spaces on-site and a development overall that would allow his client to reap Historic Preservation tax credits. He also explained a plan to include a public-access boardwalk along the waterside of the property -

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running from the Church Street Armory (Community Center) to the Elks property.

Mr. Stolzman further explained that that proposal currently before the Council was the result of a "detailed discussion" with the Town's planning staff and Town Solicitor and that this plan calls for the amendment to the Zoning Code as presented.

Mr. Stolzman complimented the Planning Board and recognized the value of the "extra set of eyes" provided by Mr. Buckland of the Cecil group - this being an additional step recommended by the Town and funded cooperatively by Mr. Karian and the Town of Bristol.

He explained that the parties now have a "precise mechanism" with which to move forward with the project and emphasized, again, that his client is aware that this step (at this Town Council hearing) is not a permit application with Council Chairman Marshall commenting that this "is the first step of many."

Arnold Robinson of the Newport Collaborative Architects, addressed the Council. Mr. Robinson and his company have been retained by Mr. Karian and presented schematics and renderings on his behalf.

Mr. Robinson informed the Council that the initial plan calls for 74 parking spaces within the lower level of the building and there are an additional 20 spaces planned for the original "powerhouse" since plans to demolish that particular building were rejected by the Historic Preservation and Heritage Commission. The remainder of the on-site parking will be included in plans for an internal courtyard.

Mr. Robinson also stated that a property located across the street from the complex will also be used for parking and that the actual number of spaces will be decided by the Planning Board as part of its review process.

Mr. Robinson noted that the initial plans call for commercial space of 16,000 sq. ft. on the first floor, and 4,000 sq. ft. on the second floor. 11,800 square feet of 'common space' is planned for the building.

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Mr. Robinson stated that the related ordinance requires 20,000 sq. ft. of commercial space.

Mr. Robinson noted that the upper levels will contain residential units and common areas and that the current plan includes a total of 98 residential units.

Mr. Robinson reported that the tall and short water towers, installed in the 1920s and 1950s, respectively, will be removed and that the plans consider the possible replication of the tall tower, perhaps on a rooftop so as to preserve the skyline. He further reported that the matter is currently under consideration by the Historical Preservation and Heritage Commission.

Mr. Robinson reported that the rehabilitation plans include new windows exactly replicating the appearance of the old ones, and masonry repairs.

Mr. Robinson informed the Council that the Comprehensive Plan "talks about mixed use" and he quoted from the Comprehensive Plan concerning same. He also reviewed the issues relating to the proposed location of the commercial spaces on the property.

Mr. Robinson shared the fact that his client sought to tear down part of the building so as to "open up" vistas and that this request was strongly resisted by the Historical Preservation and Heritage Commission due to the uniqueness of the buildings. He further noted that the Historical Preservation and Heritage Commission considers the preservation of the form of this building - as intact as possible - to be integral to the project and its associated historic tax credits.

Councilwoman Parella stated that she considered the opening up of vistas might be advisable and asked if the various town boards might make a request to do so with several of the parties present, including Assistant Town Solicitor Teitz responding that it did not appear that the State officials would relent.

Mr. Robinson noted that such a change would likely violate the "Secretary of the Interior's Guidelines" thus jeopardizing the tax credits.

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Mr. Stolzman explained his understanding that the "massing" of the buildings in question was unique and that this massing does not typically occur - this being the only waterfront mill of its kind and massing south of Lawrence, Massachusetts. He also noted that several generations of building are massed together including the first mill from the 1830s and later additions from the early 20th century.

Mr. Stolzman further noted that the building does not interfere with a cross-street vista; similarly to the Bradford Street situation where the building was located in the center of a former street, creating an obstacle toward the waterfront.

Councilwoman Parella asked if further parking might be added, noting that 98 residential units may require at least two spaces per unit plus the parking needed for the commercial enterprises.

Mr. Stolzman explained that his client is committed to a "perfect" parking plan and also noted that there is a large empty lot located across the street and that this will be a subject for his client's discussions with the Planning Board.

Councilman Barboza noted that Mr. Karian has an interest in at least two more empty parcels in the area with Mr. Stolzman explaining that the Planning Board has asked for a list of Mr. Karian's "affiliated" properties in the area.

Councilman Herreshoff noted a legend on the plans that refers to "former location of Long Wharf and former public right of way" running along the northerly end of the property with Mr. Stolzman responding that this area is anticipated for "some form of public dedication."

Councilman Herreshoff asked Mr. Stolzman if he was aware of "Long Wharf" with Mr. Stolzman responding that he was not certain as to this wharf.

Councilman Herreshoff referred to the drawing dated April 18, 2008 and a discussion ensued concerning the various renderings presented by Mr. Robinson.

Councilman Herreshoff noted that the arrangement of residences within the building appears to be mundane and without any particular sense of style with Mr. Robinson and

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Mr. Stolzman explaining that these drawings were preliminary and schematic in nature and that more refined plans and designs will follow once approval to proceed is obtained.

A discussion ensued concerning the average apartment/condominium size with Mr. Robinson providing some data indicating that the average size locally is between 1850 and 2,100 square feet. He also noted that the average size of a unit in this project may reach 2,400 square feet.

Councilman Herreshoff asked to know if the proposed project included and marinas or piers with Mr. Stolzman responding that there were no plans for these. Mr. Stolzman added that his client would like to have a "long range and healthy discussion" with the Town.

Councilman Herreshoff asked if the project would retain its riparian rights with Mr. Stolzman responding that he was not certain if his client would retain the riparian rights.

Councilman Herreshoff stated that he did not wish to lose an opportunity for the Town concerning its waterfront.

Councilman Herreshoff noted an interest in the water tower stating that the project should consider only a "good" and not a "mundane" water tower with Mr. Stolzman responding that the Historical Preservation and Heritage Commission is interested in the preservation of "iconic structures" and that a "movie-set" water tower was not part of the consideration.

Councilman Barboza suggested that any water tower should have a practical purpose - perhaps to improve the water pressure in that part of Town.

Mr. Stolzman referred to the eight (8) conditions as recommended by the Planning Board as noted in the memo from the Planning Board Chairman dated July 23, 2008. He further explained that this list of recommendations was prepared as a result of a three (3) hour Planning Board public hearing on this matter.

Councilwoman Parella stated that she took exception to the condition that might allow for affordable housing to be provided off site stating that she would prefer if the

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affordable housing might be included within the project area.

Mr. Stolzman responded by explaining that his client must first complete a market analysis so as to determine the best location for affordable housing. He added that his client plans to work with local affordable housing groups. Mr. Stolzman also informed the Council that he is aware of affordable housing needs as a member of the Board of Directors of Housingworks Rhode Island.

Councilwoman Parella restated her point concerning affordable housing stating that she was of the opinion that on-site affordable housing should be strongly considered.

Mr. Stolzman stated that his client has additional properties and is willing to work with the Planning Board on this issue.

Councilwoman Parella suggested that the project might consider improvements/additions to the nearby public dock space. She suggested that some cooperative Town/developer project might help with the shortage of municipal dock space. Councilwoman Parella explained that there is a long waiting list for public slips. Councilwoman Parella also added that she was not interested in the development of a private marina.

Councilwoman Parella also expressed interest in the future of the Church Street armory and asked to know if the petitioner was aware of the many "bars" in the area; noting that the objections raised recently by another housing developer were "pathetic."

Mr. Stolzman responded that his client is "fully cognizant" of the Thames Street neighborhood and its function as a "hospitality area." He further noted that his client considers the neighborhood and its activity to be a "marketing plus" and that his client is "fully vested" in the Town's vision via its Comprehensive Plan and plans to work with the Town. He also noted that his client has business arrangements with the nearby Aidan's and Elks operations.

Councilman Barboza stated that the response from the petitioner was "refreshing," noting that other developers presented themselves as "arrogant" concerning this matter.

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Mr. Stolzman stated that the project must serve "two masters" - the Town and economics.

Councilwoman Parella suggested that construction plans might include measures to mitigate noise infiltration. Mr. Stolzman informed the Council that this project is viewed as a "micro urban development" since the scale of the buildings is city-like.

Councilwoman Parella stated that the Council will be responsible to address issues relating to noise, etc., as these emerge with Councilman Barboza noting that he was comfortable that Mr. Stolzman appeared to understand the neighborhood issues.

A discussion ensued regarding Mr. Karian's request for 98 residential units with Mr. Stolzman explaining that this quantity appears to make economic sense in consideration of the size of the building. He noted the amount of floor space that would be allocated to different purposes including common areas, parking and commercial space and further explained that the remainder appeared to indicate housing units averaging 1,500 to 2,000 square feet, these adding up to 98 units. He also noted that some of the potential "partners" in the project appeared to be of the opinion that 120 would be more economically viable but he understood a "resistance" on the part of Director of Community Development Williamson to go beyond 100.

Mr. Stolzman also noted that the 98 units should be able to provide sufficient funds to support the "ornaments on the tree" i.e. those amenities such as the public access boardwalk - otherwise, he cautioned, the cost for maintenance of these facilities might be prohibitive.

Councilwoman Parella suggested that the project might consider a larger mix of commercial and less residential units. She noted her concern for the many housing units coming on line at one time in the downtown area - these including the Belvedere project and Stone Harbour. She expressed concern that the influx of new residents, all at one time, may negatively impact the neighborhood.

Mr. Stolzman stated that he was aware of the situation as noted by Councilwoman Parella and noted that Mr. Karian met with some of the neighbors in the area who appeared to

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express no concern. Mr. Stolzman also explained that he anticipates that many of the new residents will walk versus drive in the area.

Mr. Stolzman also explained that he anticipates that there will be a positive economic impact derived from the project according to an expert who will testify before the Planning Board. He, again, reminded the Council that this hearing will not result in a building permit but rather it will give the Planning Board the opportunity to work out the details.

Keith Maloney of 60 Van Wickle Lane read his letter to the Council and asked the Council to consider asking for additional considerations from the developer prior to granting its approval for the zone change. (These requests are outlined in Mr. Maloney's letter.)

Lombard John Pozzi of 1226 Hope Street stated that he was of the opinion that the planning of this project was "sound" thus far. He expressed concern that the water tower, if not functional, would be inappropriate and suggested that a wind turbine might be a better feature for the property. He also stated that the proposed atrium in the residential section of the building was "skinny" but that this feature might be subject to the location of the internal columns.

Councilman Herreshoff stated that the water tower as a navigational aid would be superfluous since most boaters use GPS technology.

Council Chairman Marshall stated that he was made aware that a water tower, if reinstalled, might be made to hold runoff rain water as part of the Town's drainage mitigation policy.

Council Chairman Marshall asked to hear from those wishing to speak against the petition:

William Curtis of 265 Hope Street informed the Council that he listened to the testimony thus far and appreciated the efforts of the developer. He further stated that he appreciated the plan for mixed use and that "a lot of good ideas" were shared.

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He expressed concern, however, that the residential units will have no buyers and that he was afraid that the project would not be successful. He expressed further concern that the requirements of the Historical Preservation and Heritage Commission were too harsh and that these would "hamstring" the project.

Mr. Curtis noted that he did not believe that the renderings presented by Mr. Robinson were attractive and he also questioned as to whether or not anyone would wish to live nearby Gillary's or Aidan's.

Mr. Curtis predicted that the project would become rental housing and that most of the residents would be students from Roger Williams University; thus creating a dormitory.

Mr. Curtis suggested that the residential aspect of the project might be scaled back and perhaps 50 per cent of the building might become a museum similar to Peabody-Essex in Salem, Massachusetts. He further stated that he would like the Town to have a swimming pool or gymnasium for the public as proposed by Mr. Maloney but otherwise the project proposal was "too large."

Councilwoman Parella shared Mr. Curtis' concerns on the dormitory aspect with Director of Community Development Williamson stating that the proposal for amendment to the Zoning Code eliminates the dormitory use from the zone.

Councilwoman Parella stated that property owners might "get around" the zoning by purchasing a unit and renting it to three or four students, etc. with Assistant Town Solicitor Teitz stating that the regulation would prevent a college from buying a block of apartments and renting these to students but individual purchases would not be controlled by this rule.

Councilwoman Parella stated that she was more concerned about the newly proposed Belvedere townhouses that will be built along Thames Street versus the plan for Robin Rug.

Mr. Stolzman stated that he, too, shared the concern for college housing and that these issues will be addressed when the condominium documents are prepared; these likely being more restrictive than Town code concerning matters like rental to third parties and the number of unrelated persons living within a unit, noise, regulations for

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residents, hours of entry, parking, etc. He noted that these should prevent the creation of a de-facto dormitory.

Councilman Herreshoff expressed concern that the plans submitted by Mr. Robinson appeared "ordinary" and asked if more "grand plans" were pending with Mr. Stolzman reminding the Council that the plans were only preliminary and that more refined plans will be drawn once the project moves forward.

He also noted that the project will consist of one and two bedroom units and that he plans to "advise strongly" on the condominium documents as these relate to the "dormitory" concerns.

Councilwoman Parella stated that she feared that many of the condominium owners will be absentee landlords buying the units for the tax credits.

Mr. Stolzman stated that this fear was definitely a development risk but reminded the Council that the building was on the redevelopment "watch list" and another owner might claim a hardship thus removing a good deal of control from the Council.

Councilwoman Parella stated that the development proposal has been thus far a responsible approach and that she was hopeful that this will continue throughout the planning process.

Director of Community Development Williamson informed the Council that Mr. Buckland was in chambers this evening to answer any of the Council's questions.

Councilman Herreshoff asked Director of Community Development Williamson to explain the next steps in the process with Director of Community Development Williamson outlining same.

Councilwoman Parella asked to know the time frame for the process with Director of Community Development Williamson stating that this will likely take more than one year.

Councilwoman Parella referred to the request of the "Voices" task force and asked if the Town should negotiate this request prior to the granting of the zone change. She also asked if the Planning Board might review the request

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of the task force and negotiate the matter on behalf of the Council.

Councilman Herreshoff also expressed concern that the "psychological" impact of the Council's allowance of up to 98 housing units might preclude any further negotiation on the part of the developer. He emphatically stated that he did not expect that any Council approval would indicate that the Council's desire for further negotiation had ended.

Councilwoman Parella asked to know who, if anyone, is empowered to negotiate this matter on behalf of the Town.

Assistant Town Solicitor Teitz responded that insofar as the issues raised by the "Voices" task force, the Planning Board would typically resolve the issues relating to parking spaces, boardwalk, water tower, and the 22,000 square feet of commercial space.

Assistant Town Solicitor Teitz also informed the Council that the matter relating to the massing of the building and the expressed desire for "cut-outs" he was in agreement with the developer that it did not appear that the Historical Preservation and Heritage Commission was willing to relent on this issue and he recommended that any further negotiation would be unrealistic.

Assistant Town Solicitor Teitz noted that the issues relating to riparian rights, the Armory, and the swimming pool/fitness center might be "leveraged" by the Council.

Councilman Herreshoff stated that he did not think it appropriate for the Council to become mired in the details of the project normally the responsibility of the Planning Board but he expressed concern that tomorrow's headline will read "Council Approves 98 Units" despite the fact that the parties are in agreement that there may ultimately be less.

Mr. Stolzman reminded the Council that despite Councilman Herreshoff's concern, the fact remains that the project must be subjected to the rigor of a Planning Board review and also receive the approval of the various state agencies.

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Councilman Herreshoff asked Mr. Stolzman if his client would consider the number of units allowed and to be built should the Council approve same with Mr. Stolzman responding that he would consider the number of units to be "roughly 98" and that the commercial space will be "roughly 22,000 square feet" and that he expects that the Council will, through its action, set rough parameters for the development with the details to be resolved by the Planning Board.

Councilman Herreshoff noted that he was of the opinion that the Council should be gatekeeper and a "partner" in the development plans but he was still concerned that the interpretation of the approval will be no less than 98 units.

Councilwoman Parella reviewed the points as raised by the "Voices" group and noted that the developer appears to be responsible and added that she has faith in the Newport Collaborative.

Mr. Stolzman stated that the developer is committed to a continued dialogue but cautioned against what might be impractical conditions.

Councilman Herreshoff stated that the Council's action does not indicate that the dialogue with the Planning Board, etc. will end.

Mr. Stolzman repeated that his client believes that the Council's action represents the beginning of the project and that he intends to respond in good faith - he also noted that the project might not, for example, be the right place for a public pool, but that the parties will continue to "bang away" at the issue.

Councilman Herreshoff stated that the Council's main question is "are we doing right for the Town" so that both the Town and Mr. Karian may be successful.

Mr. Stolzman noted that the prime question for the Council is "is the scale of the project appropriate (for the Town)" and the rest of the details remain with the Planning Board.

Councilman Herreshoff stated for the record that "a positive vote does not consider that the die is cast."

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Mr. Stolzman agreed with Councilman Herreshoff.

Councilwoman Parella stated that the installation of a public pool might require another 5-10,000 square feet and perhaps less housing units. She suggested that the further negotiations might consider that point and those of the marina and Armory.

Mr. Stolzman noted that the request before the Council is to set forth a basic framework for mixed use leaving the details of the design and public access issues to others. He also noted that the Council should be concerned that an excessive amount of commercial space might lead to 'empty stores' and further noted that some downtown commercial space is currently empty. He also stated that his client will consider more commercial space as part of the plan.

Assistant Town Solicitor Teitz reminded the Council that the Planning Board can discuss matters such as additional commercial space but cannot demand same.

Assistant Town Solicitor Teitz recommended that the Council add a condition to its approval, should it so vote for approval, this condition defining a maximum residential density.

Director of Community Development Williamson stated that the developer's plans for parking exceeds the minimum requirements of the Zoning Code.

Mr. Maloney reminded the Council that current zoning sets the limit for housing units to thirty two (32). He also suggested that there may be some federal regulations to allow for "opening up" the masonry "wall" and suggested that these regulations may overrule the Historical Preservation and Heritage Commission.

Councilman Herreshoff stated that the concern for site lines was precipitated by the lack of same at Stone Harbour but that this particular parcel is different since there is no street terminating at the wall as it does on Bradford Street.

Mr. Maloney noted for the record that a 30,000 square foot commercial facility on the Newport Waterfront - still unfinished - has been 80% leased already. He also noted

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that Mr. Karian's proposal appears to be a "quality concept."

Councilwoman Parella informed Mr. Stolzman that he may wish to revisit the vista matter in light of the information provided by Mr. Maloney but noted further that "perhaps the Historical Preservation and Heritage Commission is correct in their assertion that the building may be "unique and special" and deserving of their stricter guidelines and adamant refusal of the request to damage it.

Laurel Curtis of 265 Hope Street expressed concern for the projects strain on the Town's infrastructure and also any increase in traffic. She informed the Council that the consideration of these matters should go hand-in-hand with a zoning approval and yet there was no discussion of same this evening.

The Clerk noted that related correspondence from objector's, etc. as listed above.

There being no further business upon a motion by Councilman Herreshoff, seconded by Councilman Barboza and voted unanimously, Council Chairman Marshall declared this meeting to be adjourned at 10:45 o'clock PM.

Louis P. Cirillo, CMC
Council Clerk