

I-195 REDEVELOPMENT DISTRICT

MEETING OF COMMISSION

PUBLIC SESSION

DECEMBER 12, 2011

The I-195 Redevelopment District (the "District") Commission met on Tuesday, December 12, 2011, in Public Session, beginning at 2:00 p.m., at the offices of the Rhode Island Economic Development Corporation, 315 Iron Horse Way, Suite 101, Providence, Rhode Island, pursuant to notice of the meeting to all Commissioners, and public notice of the meeting, a copy of which is attached hereto, as required by applicable Rhode Island law.

The following Commissioners were present and participated throughout the meeting as indicated: Chairperson Colin Kane, Dr. Barrett Bready, Ms. Barbara Hunger, Ms. Diana Johnson, Mr. John Kelly, Mr. Mark Ryan, Mr. Michael Van Leesten, Mr. Keith Stokes (ex officio) and Mr. James Bennett (ex officio).

Also present was: Mr. David M. Gilden and Mr. Michael Walker.

1. APPROVE ARTICLES OF INCORPORATION FOR THE DISTRICT

Chairperson Kane called the meeting to order at 2:04 p.m. Mr. Gilden explained that, although the District is created by statute, as a practical matter, Articles of Organization will need to be filed in order to open a bank account for the District and for other transactions that may arise in the future (see Exhibit A).

Upon motion duly made by Mr. Van Leesten and seconded by Ms. Johnson, the following vote was adopted:

VOTED: To approve the Articles of Organization of the District as presented and to authorize the filing of the Articles of Organization with the Secretary of State.

Voting in favor of the foregoing were: Chairperson Kane, Dr. Bready, Ms. Hunger, Ms. Johnson, Mr. Kelly, and Mr. Van Leesten.

Voting against the foregoing were: None.

2. APPROVE THE PUBLIC SESSION MINUTES OF THE MEETINGS HELD ON NOVEMBER 5, 2011, NOVEMBER 14, 2011 AND NOVEMBER 21, 2011 AND THE EXECUTIVE SESSION MINUTES FROM THE MEETING HELD ON NOVEMBER 21, 2011

Ms. Johnson provided comments to the November 14, 2011 meeting minutes. Mr. Ryan joined the meeting.

Upon motion duly made by Ms. Johnson and seconded by Mr. Van Leesten, the following vote was adopted:

VOTED: To approve the Public Session minutes of the meetings held on November 5, 2011, November 14, 2011 and November 21, 2011 and the Executive Session Minutes from the meeting held on November 21, 2011.

Voting in favor of the foregoing were: Chairperson Kane, Dr. Bready, Ms. Hunger, Ms. Johnson, Mr. Kelly, Mr. Ryan and Mr. Van Leesten.

Voting against the foregoing were: None.

3. PRESENTATION BY RHODE ISLAND DEPARTMENT OF TRANSPORTATION, THE CITY OF PROVIDENCE, THE MCGUIRE GROUP AND LANDSCAPE ARCHITECTS RELATING TO PUBLIC SPACES AND PARK DESIGNS

Michael Lewis, Director of Rhode Island Department of Transportation (“RIDOT”), introduced Annette Jacques, Esq., Senior Legal Counsel for RIDOT. Ms Jacques explained that under the National Environmental Policy Act (“NEPA”) an environmental impact statement (“EIS”) is required when a state undertakes a major project that implicates both federal action and funding. She explained that the EIS addresses the impact of alternative projects, as well as a “no build” alternative. Ms. Jacques explained that the EIS process is intended to create informed decision-making and is an enforcement mechanism to ensure compliance with NEPA. She explained that the agency receives public comment on the EIS, which must then be incorporated into the final EIS (“FEIS”). The Federal Highway Administration then issues its Record of Decision (“ROD”), which confirms RIDOT’s compliance with NEPA.

Ms. Jacques explained that the FEIS is issued at an early stage in the design process and allows for some flexibility regarding design; however, a substantial change would require a change to or supplement of the FEIS, which can only be obtained by the agency, RIDOT. She noted that the FEIS for the I-195 relocation project was completed in 1997. Ms. Jacques reported that the hurricane barrier alignment plan was the plan chosen as the preferred alternative due to its improvements to highway safety and the historic district, its implementation of the Old Harbor plan, and its relatively low impact on traffic during construction. She noted that the Old Harbor plan was adopted in 1994 by the City of Providence (the “City”) as a part of its comprehensive plan and that the hurricane barrier alignment was the City’s preferred alternative. Ms. Jacques explained that part of India Point Park was taken to complete the I-195 relocation project and RIDOT was, therefore, required to replace the taken park space under NEPA. She stated that there is not a definition for the term “park” under NEPA.

However, she noted that the FEIS distinguishes parks from open space and greenways. Ms. Jacques stated that, in her opinion, greenways and open space are not considered parks. She additionally noted that the FEIS is supplemented by a memoranda of agreement with the State Historic Preservation Office.

Mr. Freeman, from the Maguire Group, through the use of a PowerPoint presentation (see **Exhibit B** attached hereto) explained that the hurricane barrier alignment plan called for 14.65 acres of parks; however, the current plan includes 17.1 acres of parks. He reported that the City hosted a competition for the West Side park design as a defining feature of the City. Since then, the City hosted a Downtown Neighborhood Charrette in 2008 and a Project for Public Spaces workshop in 2009. In 2010, a design competition for the pedestrian bridge was held by the Rhode Island Foundation, the City and RIDOT and the RIDOT park design were integrated with the pedestrian bridge design. Mr. Freeman reported that Gates Leighton & Associates have designed the East Side park and the West Side river walk and Brown Richardson & Rowe have designed the West Side Park. Both landscape architectural firms are subcontractors of Maguire Group. A representative from Gates Leighton & Associates outlined the design elements of the East Side park and a representative from Brown Richardson & Rowe outlined the design elements of the West Side park (see PowerPoint presentation attached as **Exhibit C**).

Mr. Van Leesten questioned whether any plans for maintenance or security had been created for the parks. Mr. Freeman stated that they had been working with the City's parks department, whom they had initially understood would be managing the parks, until the District Commission's directive to take a "thoughtful pause" on further planning. Mr. Freeman reported that the plans for the parks and the pedestrian bridge are at a pre-10% stage and that the plans for the streets are approaching 90%. He further stated that RIDOT plans to obtain environmental data once planning recommences. With respect to environmental remediation, Mr. Freeman stated that they plan to use an environmental cap to the extent of environmental issues on the land and that they are meeting with DEM and CRMC regarding structures, utilities and containment issues within the parks. He reported that the forecasted delivery for construction of the parks is Spring 2013 with completion in late 2014. Mr. Freeman noted that an operating budget for the parks has not been developed. With respect to public amenities, Mr. Freeman noted that there would be shelters on the West Side, lighting/electrical, and public street parking, but no restrooms. He noted that all of the outlined public amenities were in the scope of RIDOT's work. It was suggested that a technical work team should be created consisting of representatives of the Commission, the City, RIDOT and the designers regarding the parks. Mr. Freeman stated that the proposed plan calls for 2.4 acres of parks more than the FEIS requires.

Chairperson Kane noted that the Commission is not against public space; however, it is attempting to determine how the District will function going forward and what role the Commission will play in the creation and maintenance of the parks. He further stated that the parks represent both opportunities and obligations for the District on both the East Side and West Side. Ms. Johnson noted the clustering of the parks, to

which Mr. Thom Deller, from the City of Providence planning department, noted that the clustering of the parks in the City as a whole is due to the need to address the negative impacts of the I-195 relocation in those areas, the working result from the downtown charrettes and the intention to consolidate the open space to allow for more developable lots. Mr. Van Leesten noted his concerns regarding the segregation of the City and that this should be considered throughout the planning process.

Chairperson Kane stated that the Commission appreciates the work and thought that has gone into the planning of the parks up to this point; however, he stated that it is now the District's project and the Commission is unwilling to be wed to the prior plans before having had the chance to carefully consider such plans and their cost, upkeep and engineering implications. Mr. Ryan further stated that the District, upon its formation, now has jurisdiction, responsibility and accountability for the parks going forward.

The Commissioners then discussed with Mr. Freeman the location of parking for use of the parks on the East Side and Mr. Freeman explained that the intent is that the parks are used by office workers in the City during the week and that parking would be available on the weekends for use of the parks. It was noted that the open space could be an economic development attraction tool and that once the downtown buildings have more occupancy the parks will get more use.

Chairperson Kane next recognized and thanked Mr. Butler from the Federal Highway Administration for attending the meeting. Mr. Butler expressed concern regarding who would pay for changes to the existing plans. Chairperson Kane expressed the Commission's intent to comply with the FEIS and the ROD, while also creating the most benefit to the area. Mr. Kelly questioned the 14.7 acre park requirement. Mr. Butler stated that the 14.7 is the minimum required park space and Mr. Lewis added that a process is required in order to reduce that requirement. Mr. Kelly further stated that he understands the 14.7 acre requirement; however, he questioned whether the additional 2.4 acres of parks called for in the plan could be used as developable space.

Chairperson Kane stated that the District is not looking to start from scratch with respect to the design of the parks; however, RIDOT will need to work with the District to allow it to provide input into the design of the parks. Mr. Kelly stressed the need to address the over-all size of the parks as a preliminary step. Mr. Ryan agreed and stated the need to determine whether the Commission agrees with the overall boundaries of the parks and the 2.4 acres of park space planned in excess of the FEIS requirement. Mr. Kane stated that the District remains in "thoughtful pause" on the issue of parks and that it will reach out to RIDOT when it has chosen a direction. He thanked Mr. Butler, the Maguire Group, the park designers and RIDOT for their presentations.

4. PRESENTATION BY CITY OF PROVIDENCE PLANNING AND ZONING OFFICIALS REGARDING THE CITY'S ZONING AMENDMENT STATUS AND IMPACT OF AMENDMENTS ON THE I-195 SURPLUS LAND

Mr. Deller began by noting that the I-195 Redevelopment Act of 2011 empowers the District to be the zoning board, city planning commission, design review committee and historic review commission. He recommended that the District carry out these functions using a board. Mr. Deller noted that the District's enabling legislation requires that the District cut approval times in half. Mr. Bob Azar, also from the City of Providence planning and development department, next made a presentation to the Commission (see a copy of PowerPoint presentation **Exhibit D**). He explained that the City's "Providence Tomorrow" comprehensive plan was adopted in 2007 and that urban design is crucial to the development of downtown. Mr. Azar noted that since January 2011, they have been working on zoning regulations for downtown from Orms Street down to the new I-195 following the river, including the Capital Center, DOWncity and the Jewelry District areas. Mr. Azar explained to the Commission what zoning regulates, the components of a zoning ordinance, use, dimensional and design regulations, the current zoning map of the area and the proposed zoning map. He explained that DOWncity and Capital Center are predominantly zoned D-1, which is broken down into height zones, that the Jewelry District is mainly D-2, which has a maximum allowable height of 90 feet, and that the East Side is mainly zoned C-2, with heights not to exceed 45 feet.

Mr. Azar explained that in most areas the height limits would be increased from 100 feet to 120 feet, with a zone of 200 feet near the highway. He noted that they are not proposing to lower heights anywhere and Mr. Deller observed that only a small portion of downtown allows for 300 foot buildings. Mr. Azar stated that the intent is to ensure that as areas are developed the buildings are in context with existing structures. Chairperson Kane stated that these height limits create "stumpy" buildings and he expressed his concern regarding imposing such height limitations. Mr. Van Leesten questioned whether variances could be granted for developers who could create jobs. Mr. Deller noted that there are often trade-offs for height variances. Mr. Azar reported that the City had gathered input from many sources in creating the proposed zoning ordinances and that, although the Commission may be concerned with the height limits, there are others in the community who are equally concerned about increasing the heights of buildings which could overshadow the existing historic buildings. Mr. Deller and Mr. Azar noted that including parking and other public amenities in the height of the buildings is an item that has not yet been determined.

Mr. Deller commented that remedying the lack of parking in the City is an infrastructure element that must be addressed by the City and the State and cannot be left solely up to developers to solve. He further reported that cities across the country that have successfully dealt with parking have also succeeded in creating economic development lots. Mr. Azar noted that parking requirements are meant to be flexible to allow parking to be available on different lots than proposed development lots.

Chairperson Kane noted the District's willingness to be part of the solution of the parking problem within the Knowledge District.

Mr. Azar next reported that the plan review process that is currently applied to the Downcity area would be extended to include the Jewelry District, as well as parts of the East Side, including the I-195 surplus parcels. He explained that the plan review committee reviews plans and grants waivers regarding design elements if they find that the benefits outweigh the negative impact. Mr. Deller noted that the District would have its own design review board to serve the same function and the intention is to create a process that is predictable for developers.

With respect to the timing of the plan review process, Mr. Azar reported that once an application is certified as complete, it takes approximately 60 days to notify developers that the plans comply or that they would need to apply for a waiver. Mr. Deller stated that they encourage developers to come in for pre-application discussions to help further avoid delays and receive feedback from the technical review committee in order to identify potential issues prior to an application's formal review. Mr. Azar stated that the staff is sometimes able to issue certificates on the same day. Mr. Deller explained that if relief is necessary, a waiver is obtained from one board and a variance is obtained from a second board. Mr. Gilden noted that the District could structure its review process to consider such relief simultaneously. Mr. Deller agreed, stating that the District could be the model for allowing planning and zoning to be considered by a single board, which the City is not currently able to do under statute.

Finally, Mr. Azar reported that the zoning ordinances and comprehensive plan must be adopted no later than July 1, 2012; with that in mind, he stated that the proposed ordinances and plan are projected to be presented to the City Planning Commission in January and/or February, and to the City Council in February through May, with passage expected in May or June 2012. Mr. Azar stated that it is possible to make changes to the ordinances and comprehensive plan during the City Council's public hearings if certain procedures are followed. Chairperson Kane thanked the City for its presentation and for its willingness to serve as a resource to the District in this regard.

5. DISCUSSION REGARDING A FUTURE WORKSHOP AND PROCESS FOR DEVELOPING A DISTRICT VISION/MISSION STATEMENT

Chairperson Kane reported that consideration of the vision/mission statement of the District is currently scheduled for its meeting on January 25. Dr. Bready stated that he did not believe a facilitator was needed to help the Commission to formulate its vision. He suggested four steps for the Commission to take in determining its vision: (1) establish the boundary conditions regarding what they are able to achieve based on the I-195 Redevelopment Act of 2011; (2) each Commissioner state his or her high level objectives and aspirations for the District; (3) prioritize the aspirations; and (4) develop a concise statement that prioritizes the items that top the list created by the

Commissioners. Chairperson Kane and the other Commissioners agreed with the decision not to engage a facilitator.

6. DISCUSSION OF FIRST QUARTER 2012 MEETING SCHEDULE AND OUTLINE AGENDAS

Chairperson Kane reviewed the meeting schedule and outline agenda that was formulated at the Commission's special meeting held on December 6. He noted that the next regularly scheduled meeting is on January 9 (See **Exhibit E** for copy of meeting dates and draft agenda items).

Upon motion duly made by Mr. Ryan and seconded by Mr. Van Leesten, the following vote was adopted:

VOTED: To adopt the 2012 regular meeting schedule (See **Exhibit F**).

Voting in favor of the foregoing were: Chairperson Kane, Dr. Bready, Ms. Hunger, Ms. Johnson, Mr. Kelly, Mr. Ryan and Mr. Van Leesten.

Voting against the foregoing were: None.

7. CONSIDERATION OF DIRECTORS AND OFFICERS LIABILITY INSURANCE AND OTHER INSURANCE FOR THE DISTRICT

Mr. Walker stated that he had contacted RIEDC's current insurance broker, Babcock & Helliwell Insurance and Risk Management, regarding insurance for the District and the Commission. He reported that the fact that the entity was just formed creates some difficulty in determining coverage, since the District does not have a claims history. Mr. Walker stated that RIEDC has coverage of approximately \$10,000,000. Mr. Gilden noted that the Commission would need directors and officers liability coverage until the District purchases the land from RIDOT, then it would need general liability coverage as well. Mr. Stokes suggesting contacting Quonset Development Corporation, which is one of the most recently created RIEDC subsidiaries, regarding their insurance.

8. CONSIDERATION OF RECOMMENDATIONS FOR, AND ENGAGEMENT OF, A CIVIL ENGINEER, TRANSPORTATION ENGINEER, ENVIRONMENTAL ENGINEER, LEGAL COUNSEL AND EXECUTIVE DIRECTOR AND DISCUSSION REGARDING DISTRICT BUDGET

Mr. Gilden explained to the Commission that if it wished to go into executive session to discuss recommendations for, and engagement of, a civil engineer, transportation engineer, environmental engineer, legal counsel and Executive Director and discussion regarding the District budget, a motion to go into closed session would be in order. He read the motion stated below.

Upon motion duly made by Ms. Johnson and seconded by Mr. Van Leesten, the following vote was adopted:

VOTED: That, pursuant to the Open Meetings Act, Rhode Island General Laws Section 42-46-4, to go into closed session in order to discuss the investment of public funds, specifically engagement of a civil engineer, transportation engineer, environmental engineer, legal counsel, and Executive Director for the District, under Section 45-46-5(a)(7).

Voting in favor of the foregoing were: Chairperson Kane, Dr. Bready, Ms. Hunger, Ms. Johnson, Mr. Kelly Mr. Ryan, and Mr. Van Leesten.

Voting against the foregoing were: None.

Members of the public were then asked to leave the boardroom at 5:50 p.m. for the closed session.

The public session was reconvened at 6:40 p.m.

Chairperson Kane reported that the conversation during the closed session was confined to engagement of a civil engineer, transportation engineer, environmental engineer and legal counsel for the District. He further reported that the only vote taken during the closed session was to end the closed session and resume the public session.

Upon motion duly made by Mr. Van Leesten and seconded by Ms. Hunger, the following vote was adopted:

VOTED: That, pursuant to Rhode Island General Laws § 42-46-4, § 42-46-5 and § 42-46-7, the Open Meetings Act, the minutes of the closed session shall not be made available to the public, except as to the portions of such minutes as the Commission ratifies and reports in public session of this meeting.

Voting in favor of the foregoing were: Chairperson Kane, Dr. Bready, Ms. Hunger, Ms. Johnson, Mr. Kelly Mr. Ryan, and Mr. Van Leesten.

Voting against the foregoing were: None.

There being no further business in Public Session, upon a motion by Mr. Van Leesten and seconded by Ms. Hunger, the meeting was adjourned at 6:44 p.m.

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David M. Gilden, Assistant Secretary