



**Mill City Quarter Site Master Plan
300-428 South Second Street
Minneapolis, Minnesota**

**Certificate of Appropriateness Application
Minneapolis Heritage Preservation Commission**

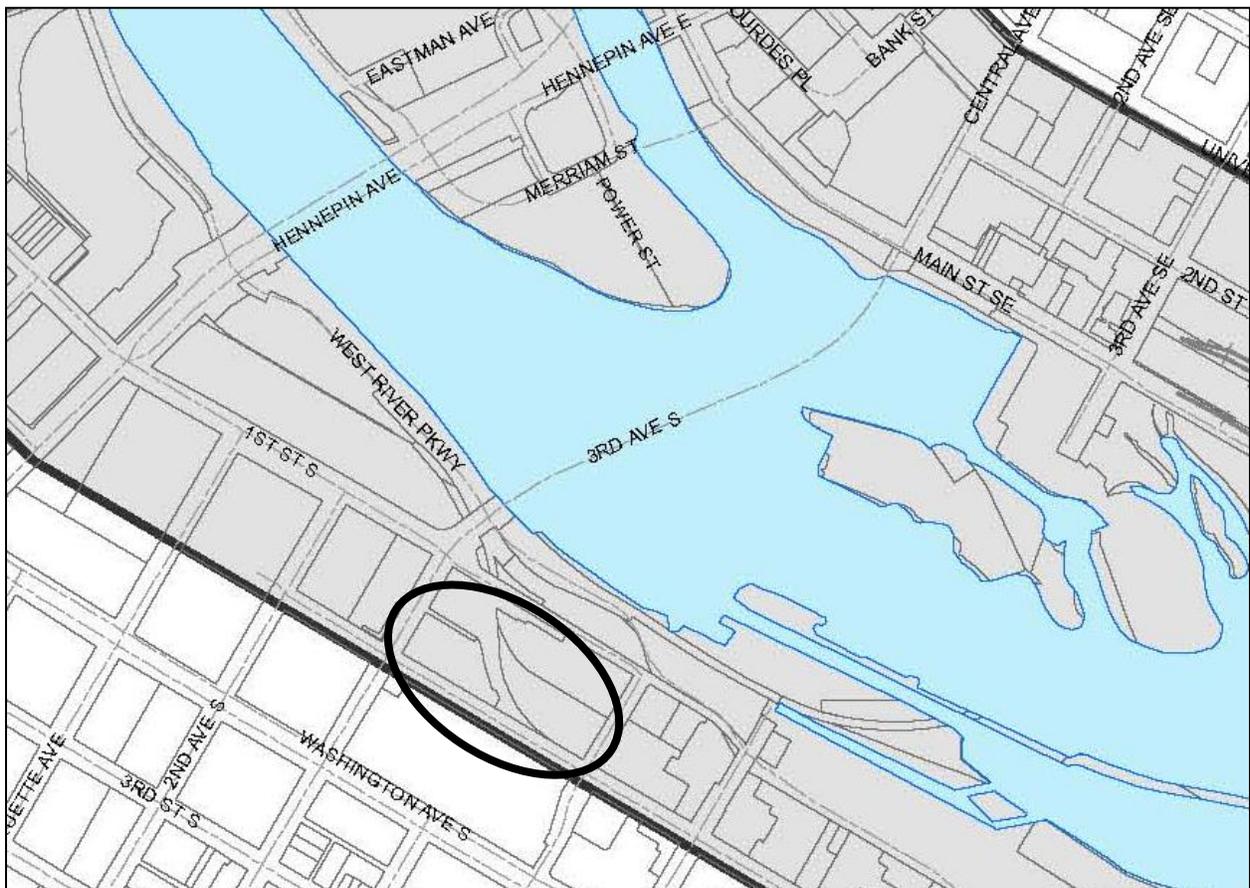
Submitted August 27, 2013 (with revisions October 3, 2013)

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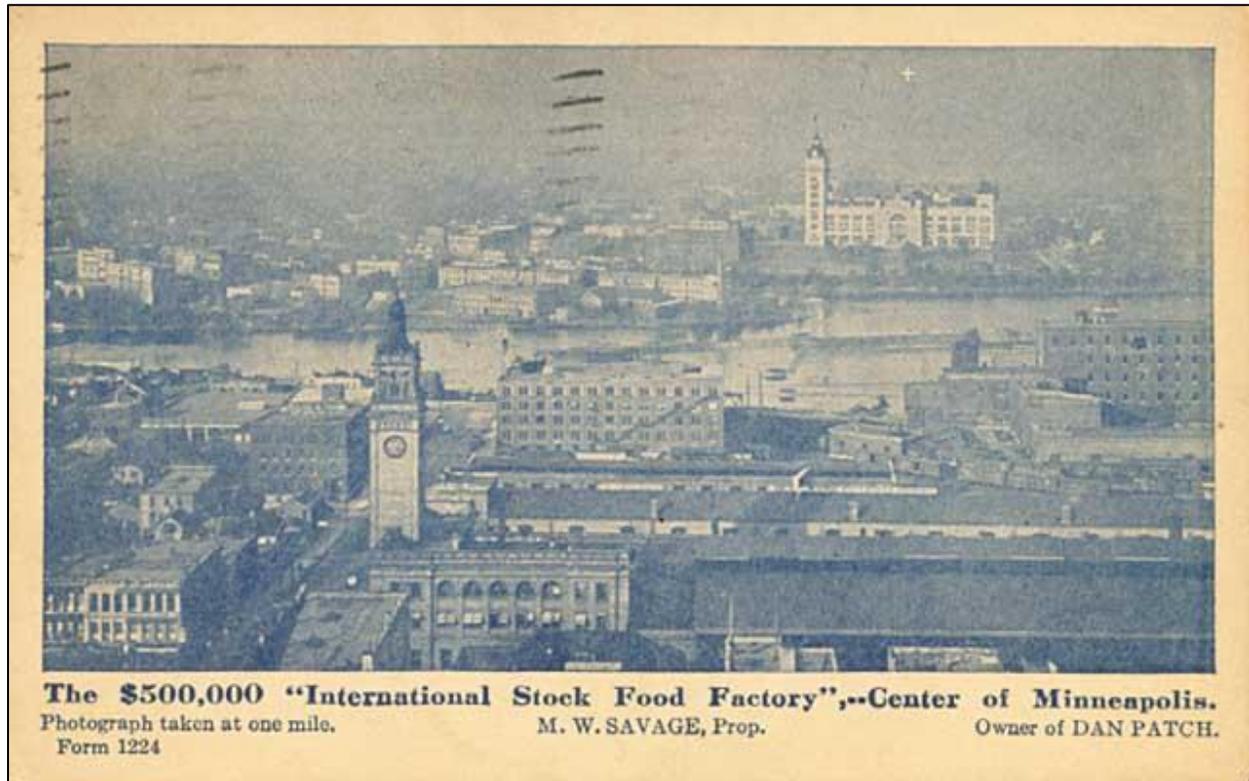
Project Summary

Developer: Mill City Quarter (Steve Minn, Lupe Development Partners)
Architect: BKV Architects
Historian: Hess, Roise and Company
Designation status: Noncontributing property (surface parking lot) in Saint Anthony Falls Historic District
Site: Three parcels: Phase 1– 49,782 square feet (1.143 acres); Phase 2 – 51,100 square feet (1.311 acres); driveway/woonerf – 65,297 square feet (1.499 acres; total area in calculation includes Mill Place Building site)
Historic District: Saint Anthony Falls Historic District—local and National Register designations (Saint Anthony Falls Historic District Design Guidelines, Water Power Character Area)

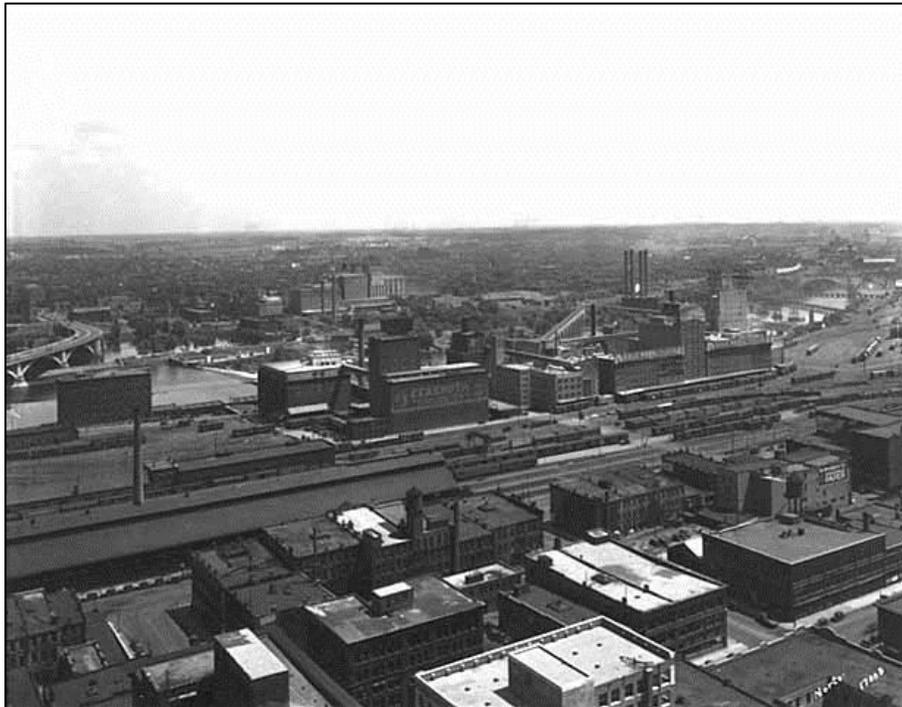


*Detail of Saint Anthony Falls Historic District.
Location of 300-428 South Second Street is circled.
(Map from Minneapolis Heritage Preservation Commission website:
http://www.ci.minneapolis.mn.us/hpc/docs/St_Anthony_Falls_HD.pdf)*

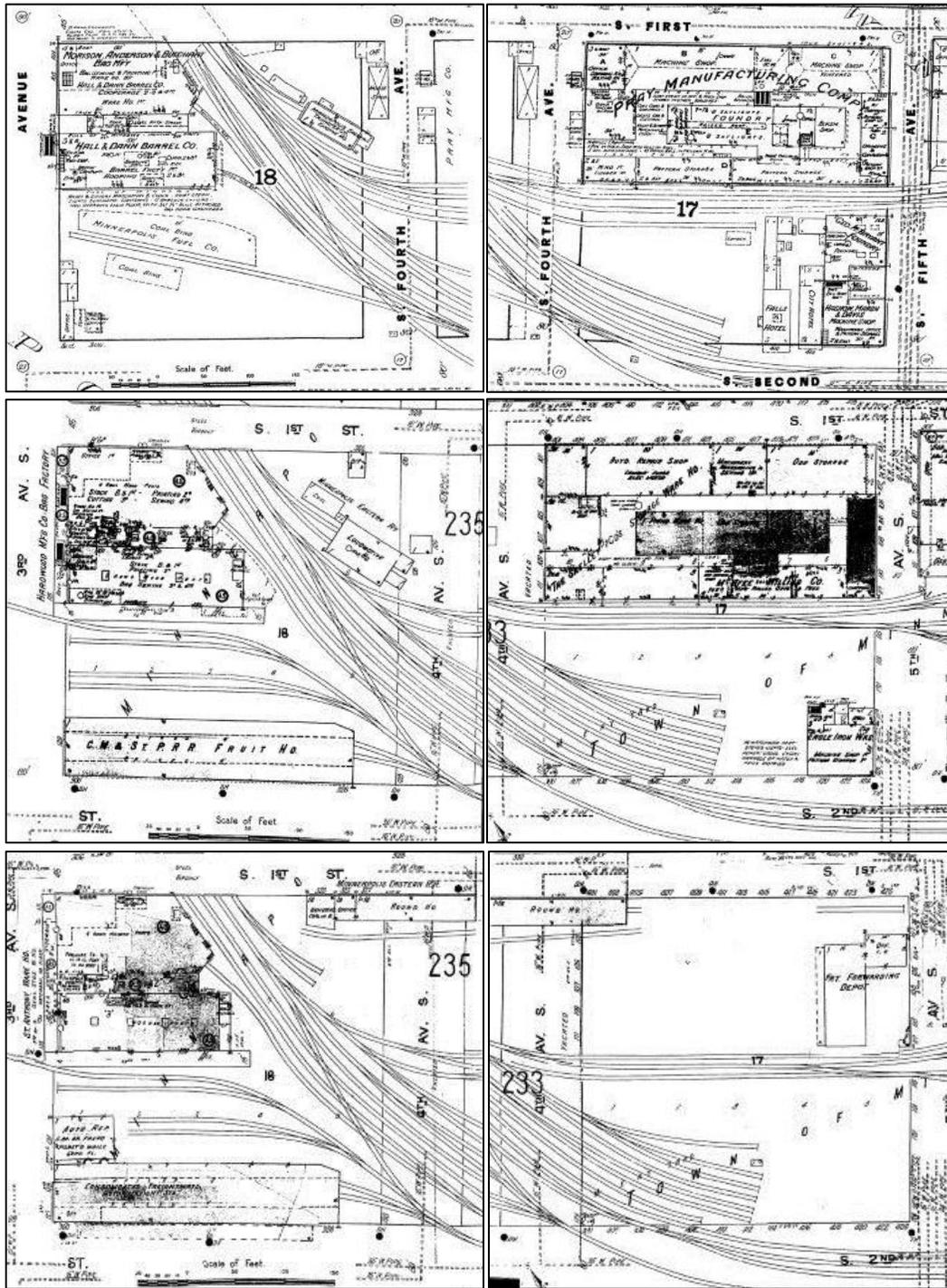
Historical Information



*The Milwaukee Depot, with its prominent tower, is in the foreground of this 1915 photograph. Only the headhouse of the freight depot behind it survives, occupied today by Dunn Brothers. Beyond that is the project site, which held another Milwaukee Road freight house and several railroad spur lines.
(Minnesota Historical Society Collections)*

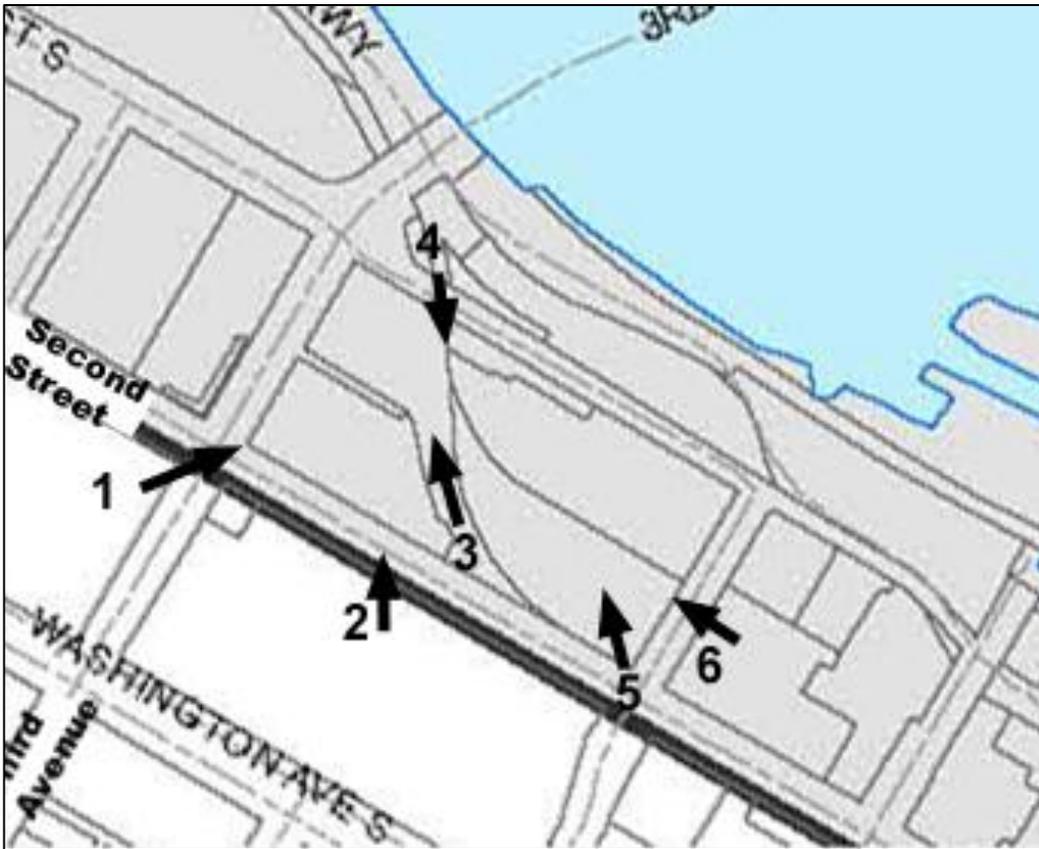


*Views of the east end of the site
(to the left, across the street from the Ceresota Mill)
in 1912 (top) and the 1920s (below).
(Minnesota Historical Society Collections)*



*Top to bottom: Detail of Sanborn maps from 1885-1889,
1912 updated to 1930, and 1912 updated to 1951.*

Photo key to current views on the following pages



Map is oriented to true north; the river is assumed north



Site and Surroundings Today

1 (top) and 2 (bottom): Looking northeast and northwest at the west end of the site.



Site and Surroundings Today

3 (top): Looking northwest from Second Street along the approximate alignment of the woonerf in the former rail corridor.

4 (bottom): Looking southeast along the former railroad corridor from the First Street Bridge.



Site and Surroundings Today

5 (top): Looking northwest at the east end of the site from the corner of First Street and Fifth Avenue.

6 (bottom): Looking west from Fifth Avenue.

Project Description

Prepared by BKV Architects

The project site for the Mill City Quarter development is bounded by 2nd Street to the south, 3rd Avenue to the west, 5th Avenue to the east, and the River West high-rise complex and Mill Place building to the north. The site is currently occupied by a large surface parking lot. The proposed project is infill construction, a dense urban development that will include mostly residential units, plus a modest amount of commercial/retail space. This use is consistent with the C3A zoning of the site and with the adjacent residential and retail uses. It will be a transit-oriented mixed-use development that will occur in two phases and will greatly enhance the connectivity from the Mill District neighborhood to the Mississippi River.

Third-Party owner Mill Place, Inc., owns the rail spur “swoop” dividing the two city parcels along a southeast-northwest axis, leading from Second Street to the riverfront. Mill Place ownership has been actively engaged in the four-year project planning for MCQ, and the Development Team has reached a Memorandum of Understanding with Mill Place that permits a unique pedestrian/bike/river connection through collaboration and easements. Cross easements between MCQ and Mill Place’s land will allow the creation of a Dutch “Woonerf,” where bikes, cars, pedestrians, and public spaces all co-exist, and speeds are reduced for cars. Shared parking is a consideration for Mill Place.

Phase 1 of the development will consist of a six-story building that will include up to 150 rental housing units (100% affordable at 50% and 60% MMI) and up to 15,000 square feet of destination retail space. This will add a desirable mixture of housing choices that are currently needed and underrepresented in this neighborhood. Approximately 160 parking stalls will be provided below and above ground for the development of Phase 1. Access to the parking facility will be from 2nd Street across the Mill Place property. Bicycle parking will be provided to meet a ratio of 1 bike space per dwelling unit.

The design will include landscaped open spaces to facilitate pedestrian traffic, provide a place for people to meet, and enhance the pedestrian experience around the building. To improve the connectivity of the West River Parkway and the neighborhood, this development will create a pedestrian-friendly, green streetscape connecting the West River Parkway with the bus transit network, the bikeway system, and the cultural and recreational opportunities abundant in the Mill District area along Second Street.

Using historic site photos as inspiration, the project will use rails, rail replicas, and/or paving materials to abstract the pattern of a rail yard. Within this framework, we will create plaza spaces that bridge the two parcels and surround the historic spur location. Included in Phase 1 is a large landscaped plaza adjacent to the former rail spur that provides safe and inviting outdoor spaces for relaxing and socializing. The alignment of the spur will be maintained as a “woonerf,” which will accommodate vehicular access but is designed for very slow speeds (10 mph), similar that typically found in parking lots. This approach allows the pedestrian to become the focus of the space, with the vehicle seen as the “visitor.” The woonerf will be curbsless, defining vehicular travel lanes via bollards and changes in paving surface type/color. Trees and native perennials and grasses line the woonerf in a volunteer fashion.

Although Phase 2 is not included in this application, it is anticipated that connections between the two phases will focus on protected and flexible outdoor space. For Phase 2, we envision a three-season space that connects directly to the woonerf/river connection path. This space will be paired with an atrium space and/or light wells within the Phase 2 building to bring natural light into the space and allow indoor plants to flourish. Both indoor and outdoor plants will be chosen to enhance the care of those residents in assisted living and memory care, as there are particular plants that can trigger memory and bring pleasure.

For the development as a whole, the project team is committed to demonstrating a number of best management practices (BMP) for stormwater management and Low-Impact Development (LID). Some of the concepts and techniques being proposed include rainwater harvesting, vegetated walls, pervious paving, pixelated parking, green roofs, and underground storm-water detention.

Evolution of the Design

Since the HPC meeting on August 6, 2013, when the MCQ project was discussed, the team has integrated several comments from Commissioners into a revised building design. The most pertinent to the site regards building placement. Due to the overwhelming comments that supported the placement of the west facade along the property line, the building wall does not step back along 3rd Avenue. Floors two through six are at the property line, while at the first floor there are recesses provided for the retail entrance and the bus stop. These areas are set back 5'-8" from the first-floor building wall. The remaining 70% of the first-floor building wall maintains the constant historic street edge by aligning with the existing Mill Place building to the north and is consistent with the placement of other buildings along 3rd Avenue to the south. Also, landscape plantings have been altered to have a more volunteer or random pattern that is more appropriate in an industrial area.

Certificate of Appropriateness Findings per Section 599.350

(a) General

(1) *The alteration is compatible with and continues to support the criteria of significance and period of significance for which the landmark or historic district was designated.*

The Saint Anthony Falls Historic District was listed in the National Register of Historic Places in 1971. This nomination was prepared not long after the National Register was created by the National Historic Preservation Act of 1966, and it does not provide the level of information that is contained in National Register nominations prepared today. The areas of significance of architecture, commerce, industry, and transportation were selected on the form; these are associated with National Register Criteria A and C. The District is now considered to be eligible under Criterion D (archaeology) as well. The nomination did not identify a period of significance, but the design guidelines that the HPC adopted for the district in 2012 assume that the period of significance extends from 1848 to 1941.

The buildings that were on the site of the proposed project were destroyed a number of years ago and cannot be recreated. As a result, the site's association with the significance of the Saint Anthony Falls Historic District has weakened. In replacing the surface parking lot that currently occupies the site with new development that follows the HPC's design guidelines for the Saint Anthony Falls Historic District, the proposed construction will be compatible with and continue to support the criteria of significance and period of significance for which the district was designated inasmuch that is possible for a noncontributing site.

(2) *The alteration is compatible with and supports the interior and/or exterior designation in which the property was designated.*

The site once held buildings that would have been contributing elements in the historic district, but those buildings are long gone. Today, the site does not contain properties that have been designated as contributing elements, although a the alignment of a rail line will be reintroduced, strengthening the National Register and local districts.

(3) *The alteration is compatible with and will ensure continued integrity of the landmark or historic district for which the district was designated.*

The HPC has adopted design guidelines for the Saint Anthony Falls Historic District. The architects have used these as the basis of the design the project, as described in the previous section. In conforming to the design guidelines, the project will maintain the historic district's integrity. Furthermore, in retaining the alignment of the former rail corridor, the proposed project complements surrounding historic and modern infill buildings and enhances the historic setting.

(4) *The alteration will not materially impair the significance and integrity of the landmark, historic district or nominated property under interim protection as evidenced by the consistency of alterations with the applicable design guidelines adopted by the commission.*

As the project summary prepared by the architects indicates, the design guidelines were carefully considered throughout the design development process, and features of the design were modified in response to comments made by the commissioners during an earlier review.

(5) *The alteration will not materially impair the significance and integrity of the landmark, historic district or nominated property under interim protection as evidenced by the consistency of alterations with the recommendations contained in The Secretary of the Interior's Standards for the Treatment of Historic Properties.*

In preparing the design, the architects have considered the Secretary of the Interior's Standards for the Treatment of Historic Properties and Guidelines for the Treatment of Cultural Landscapes.

(6) *The certificate of appropriateness conforms to all applicable regulations of this preservation ordinance and is consistent with the applicable policies of the comprehensive plan and applicable preservation policies in small area plans adopted by the city council.*

The project will conform.

(b) Destruction of any property.

The construction of the project does not involve the destruction of any above-ground historic resource. It seems highly unlikely that the property contains any significant archaeological sites given the disruption of the land over the past century.

(c) Adequate consideration of related documents and regulations.

(1) *The description and statement of significance in the original nomination upon which designation of the landmark or historic district was based.*

The materials submitted with this application demonstrate an understanding of the significance of the property and the Saint Anthony Falls Historic District. The district is significant in the areas of architecture, commerce, industry, transportation, and architecture.

In meeting the design guidelines for the Saint Anthony Falls Historic District, which are based on the Secretary of the Interior's Standards for the Treatment of Historic Properties, the project respects the architectural character and significance of the National Register and local historic districts.

(2) *Where applicable, Title 20 of the Minneapolis Code of Ordinances, Zoning Code, Chapter 530, Site Plan Review.*

The Applicant plans to meet the requirements of Chapter 530 within the City of Minneapolis Zoning Code.

(3) *The typology of treatments delineated in the Secretary of the Interior's Standards for the Treatment of Historic Properties and the associated guidelines for preserving, rehabilitating, reconstructing, and restoring historic buildings.*

The proposed project will follow the Rehabilitation Standard for new construction and cultural landscapes, as discussed in Section (a)(5) above.

(d) Additional findings for alterations within historic districts.

(1) *The alteration is compatible with and will ensure continued significance and integrity of all contributing properties in the historic district based on the period of significance for which the District was designated.*

While the project will contain residential buildings, its layout is inspired by the industrial buildings and features in the area. As a result, it is compatible with the Saint Anthony Falls Historic District, will not adversely affect the District's significance and integrity, and will add to the character of the District and celebrate the existing adjacent contributing buildings.

(2) *Granting the certificate of appropriateness will be in keeping with the spirit and intent of the ordinance and will not negatively alter the essential character of the historic district.*

Granting the certificate of appropriateness for the proposed work will be in keeping with the spirit and intent of the ordinance, which is to protect the character of the District and its resources. The proposed project will stabilize, rehabilitate, and reactivate the historic district, while not altering its essential character. In doing so, the project will ultimately protect the essential character of the entire District.

(3) *The certificate of appropriateness will not be injurious to the significance and integrity of other resources in the historic district and will not impede the normal and orderly preservation of surrounding resources as allowed by regulations in the preservation ordinance. (2001-Or-029, § 1, 3-2-01; 2009-Or-023, § 11, 3-27-2009)*

The proposed project will meet the Secretary of the Interior's Standards for Rehabilitation, and will therefore not be injurious to the significance and integrity of other resources that have been identified in the Saint Anthony Falls Historic District. The project will not establish any precedents that might adversely affect the preservation of that District.

Appendices

Notification of Public Hearing to Downtown Minneapolis Neighborhood Association

Notification of Public Hearing to Council Member Lisa Goodman

Charlene Roise

From: Charlene Roise
Sent: Tuesday, August 27, 2013 11:14 AM
To: 'info@thedmna.org'
Subject: HPC Public Hearing Notice

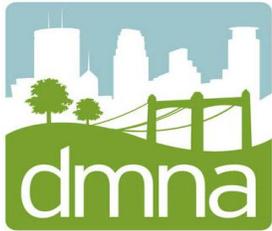
To Whom It May Concern:

I write at the request of Lupe Development Partners regarding the Mill City Quarter project. The Minneapolis Heritage Preservation Commission will consider two applications for Certificates of Appropriateness for the project at a public hearing on October 8, 2013. The first is for the construction of a proposed six-story apartment building at 300 South Second Street that will contain up to 150 rental housing units, up to 15,000 square feet of retail space, and about 160 parking stalls. The second application is for the site master plan, which also includes the property at 428 South Second Street and a pedestrian/vehicular corridor between the two parcels.

If you have any questions in advance of the hearing, please feel free to contact me or the developer: Steve Minn, Lupe Development Partners, 1701 Madison Street NE, Suite 111, Minneapolis MN 55413; 612-436-3200; steve.minn@lupedevelopment.com.

Sincerely,

Charlene Roise
Hess, Roise and Company
The Foster House
100 North First Street
Minneapolis MN 55401
612-338-1987
roise@hessroise.com



**DOWNTOWN
MINNEAPOLIS
NEIGHBORHOOD
ASSOCIATION**

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Phone: (612) 659-1279
Online: www.thedmna.org

September 12, 2013

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

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

Dear Janelle:

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

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

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

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

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

Sincerely,

Christie Rock
DMNA Neighborhood Coordinator

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

Contact Ward 7 - Lisa Goodman

Name*

E-mail Address*

Phone Number

Phone Type



Address*

City

State Zip Code*



This field is required.

Question/Comment*

Information you provide is subject to the Minnesota Government Data Practices Act. This law classifies certain information as available to the public on request.

Last updated Jan. 5, 2012

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