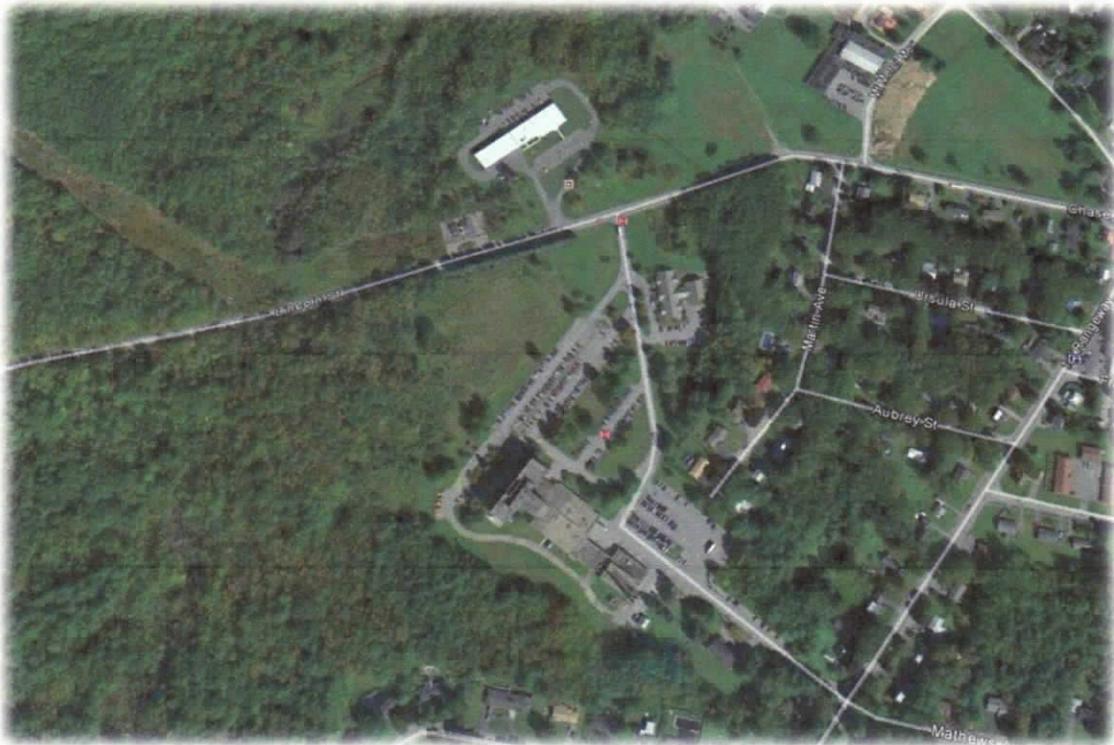


Application Materials

Amended Site Plan for Seton Towers

Seton Center Drive
Waterville, Maine 04901



Prepared by:
Steve Roberge
SJR Engineering Inc.
16 Thurston Drive
Monmouth, Maine 04259
Tel/Fax: 1-207-242-6248

October 8, 2018





CITY OF WATERVILLE

APPLICATION FOR SITE PLAN REVIEW PERMIT

Please answer the following questions in order to assist the Planning Board in making findings of fact, as required by Section 1.3 of the Site Plan Review and Subdivision Ordinance. Sections 6.4 and 6.16 of the Zoning Ordinance are sources of additional questions asked of the applicant.

Information on the Applicant

1. Name of the land owner: Waterville Redevelopment Company III, LLC
2. Name of site plan Applicant (if other than owner): Kevin Mattson
3. There is a fee for Site Plan Review. To whom should the bill be sent?
Waterville Redevelopment Company III, LLC – Attn: Kevin Mattson
4. Address of Property: 30 Chase Avenue Waterville, ME 04222
5. Location of Property (from Assessor's Office): Map 42 Lot 69
6. Proposed use of the Property: 68 Residential Apartment units, 18,412 SF of Professional Office Space, and 33,312 SF of Warehouse/Storage
7. Zoning of Property: Suburban Mixed Use District.
8. Area of Lot, in square feet: 23.8 acres ±
9. Size of building to be constructed (gross floor area): 143,000 SF (existing building)
10. Square feet of lot covered by building: 47090 sf
11. Square feet of impervious surface (excluding building): Existing: 119170sf, Proposed: 1909sf
12. Height of buildings to be constructed: existing building
13. Proposed construction material: Existing building

14. Slope of the land: gently sloping <7 %, no significant changes from existing land
15. Soil types: _____
16. Is the property within the floodplain?: No

-
17. Are there streams on the property?: Yes
18. Estimated number of trips per day to and from site: _____
19. A written description of the proposed operations in sufficient detail to indicate the degree to which the operation will create traffic congestion, noise, toxic or noxious matter, vibration, odor, heat, glare, air pollution, waste, and other objectionable effects, along with engineering and architectural plans for mitigating these effects. Existing building
- _____
- _____
- _____
20. The proposed number of shifts to be worked and the maximum number of employees on each shift. Not applicable
- _____
- _____
21. A list of all hazardous materials to be hauled, stored, used, generated or disposed of on - site, and any pertinent state or federal permits required. None at this time
- _____
- _____

To the best of my knowledge, all information submitted on this application is true and correct.

Applicant Signature: _____

Date: _____

October 5, 2018

Ann Beverage, Planner
Members of Waterville Planning Board
One Common Street
Waterville, Maine 04901



Re: Site Plan Lot 2 Development for Seton Center Towers

Dear Ann and Board Members,

On behalf of the Waterville Redevelopment Company 3, LLC. ("Waterville Redevelopment"), we are pleased to submit this site plan application to you for Planning Board review and approval. This project was previously approved with conditions at the July 25, 2016 Planning Board meeting. The unanimous approval included 55 apartments, 23,000 sf of professional office space, and 35,000sf of warehouse space in the former Seton Hospital building.

Since that time, the Owner has been working to gain traction on the project. The project has been revised to include 68 residential units in the "Tower" portion of the building, 18,412 sf of commercial office space, and 33,312 sf of warehouse /storage space.

The 224 existing parking spaces onsite is greater than the needs projected by the proposed building uses. We have attached a worksheet that calculates 148 spaces are needed by land use ordinance to support this development.

We have divided the building into two ownership units, one being residential and one commercial. The purpose for this is to secure funding on the residential only side of the building.

Seton Center Towers
Waterville, Maine

The residential side of the building has 8 stories, with only 6 stories being utilized at this time. The Owner wishes to reconstruct the interior to provide 55 one bedroom and 13 two bedroom units with storage facilities in the basement (a total of 68 residential units) for these units. The remainder of the extended building is to be utilized for 18,412 sf of professional office space, and 33,312 sf of warehouse storage.

Existing parking lots for up to 224 vehicles (includes 8 handicap spaces) will be utilized along two sides of the existing building providing for easy access and fire safety. Access to the site is from the existing private road (Seton Center Drive) within the proposed Seton Center Subdivision facility. The existing building will utilize underground electricity, cable communications, telephone, a private sewer connection to the private gravity sewer, and a private water line connection to the City public water supply.

The Seton Towers building lies within the Suburban Mixed Use District. The zoning dimensional requirements within the zone are shown below with the proposed Lot 2 dimensional measurements for easy comparison.

Suburban Mixed Use District	Required measurement
Lot size (ac)	2.0 ac
Frontage (ft)	No minimum
Front setback (ft)	30'
Side yard (ft)	50'
Rear Yard (ft)	50'

We have prepared a topographic site plan that demonstrates the existing building meets the setback criteria, yet allows for efficient traffic movement on all sides of the building. There are significant upgrades proposed for parking area pavements and landscaping features.

The existing area was the former Seton Hospital. This parcel will use much of the same infrastructure the former hospital utilized including its parking lots and utilities. The existing building location currently has a mixture of

Seton Center Towers
Waterville, Maine

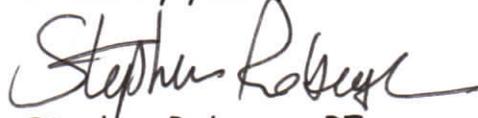
mature landscape trees, lawns, landscaping, and pavement. Additional sidewalks and landscaping features are to be incorporated into the site.

Stormwater flows from this site are currently directed into existing catch basins located within the parking areas. Existing lighting will be utilized to the fullest extent. Additional lighting on the building may be installed for parking lot/walkway security. The light poles and fixtures will be similar to those already installed onsite. These lights are full cutoff design to prevent offsite glare to abutting properties.

The parcel is part of the "Seton Center Lot Owners Association" and is included with the application package. This sets up a structure governing Seton Center Drive and utilities operational and maintenance issues.

We have previously met with City staff and the utilities group to incorporate their comments/revisions into the plan during the original approval of the project. We look forward to presenting this project to the Planning Board and answering any questions you may have concerning the design of the project. Please call me if you have any questions.

Sincerely yours,

A handwritten signature in black ink that reads "Stephen Roberge". The signature is written in a cursive, flowing style.

Stephen Roberge, PE
for SJR Engineering Inc.

**QUITCLAIM DEED
WITH COVENANT**

KNOW ALL PERSONS BY THESE PRESENTS

That Waterville Redevelopment Company I, LLC, a Maine Limited Liability Company with offices 115 Water Street, Hallowell, ME 04347, for consideration paid, grants to Waterville Redevelopment Company III, LLC, whose mailing address is 115 Water Street, Hallowell, ME 04347, with Quitclaim Covenant, a certain lot of land abutting Waterville Redevelopment Company III, LLC, situated on the southerly side of Lincoln Street in the City of Waterville, County of Kennebec, and State of Maine, and more particularly described as follows:

All of the land of Waterville Redevelopment Company I, LLC as depicted on the Subdivision Plan for the Seton Center as prepared by Coffin Engineering, Inc. and dated July 20, 2015, excepting those portions of the land depicted on said plan as Lot 1, Lot 2 and the 60' Right of Way depicted as Seton Drive. Also excepting those portions depicted on said plan as Outparcel #1 and Outparcel #2, both outparcels having been previously conveyed.

Reference: Being a portion of the premises conveyed in a Quitclaim Deed with Covenant from Maine General Medical Center (f/k/a Mid-Maine Medical Center) to Waterville Redevelopment Company I, LLC dated August 2, 2013 and recorded in the Kennebec County Registry of Deeds at Book 11474, Page 0208.

Witness my hand and seal this ____ day of July, 2015

Waterville Redevelopment Company I LLC

Witness

By: Kevin J. Mattson
Duly Authorized Manager

STATE OF MAINE

Kennebec County, ss.

July ____, 2015

Personally appeared the above Kevin J. Mattson, Managing Member of Waterville Redevelopment Company I, LLC, and acknowledged the foregoing instrument to be his free act and deed in said capacity and the free act and deed of said limited liability companies.

Notary Public/Attorney at Law

List of Abutters

Seton Center Subdivision

<u>Map/Lot</u>	<u>Owner</u>	<u>Address</u>
46/1	Marie Conlogue	1 Martin Avenue, Waterville, Maine 04901
46/2	Danny/Alisa Jolicoeur	3 Martin Avenue, Waterville, Maine 04901
46/3	Carol Wynne	5 Martin Avenue, Waterville, Maine 04901
46/4	Gary Hood	7 Martin Avenue, Waterville, Maine 04901
46/5	Paul Jacques	9 Martin Avenue, Waterville, Maine 04901
46/6	Anne/Percy Smith	11 Martin Avenue, Waterville, Maine 04901
46/7	Debra Bushey	13 Martin Avenue, Waterville, Maine 04901
46/8	Michael/Amanda Hersey	15 Martin Avenue, Waterville, Maine 04901
46/9	Carolyn Macrae	17 Martin Avenue, Waterville, Maine 04901
46/10	Kim Lane, Jill Godfrey	19 Martin Avenue, Waterville, Maine 04901
46/74	Janice Phair	18 Martin Avenue, Waterville, Maine 04901
42/73	Timothy Rancourt	86 First Rangeway, Waterville, Maine 04901
42/72	Basil/Susan Grant	82 First Rangeway, Waterville, Maine 04901
42/71	Lloyd Moran	74 First Rangeway, Waterville, Maine 04901
42/70	Lucas Languet	72 First Rangeway, Waterville, Maine 04901
42/68	Stephen Rowe	68 First Rangeway, Waterville, Maine 04901
42/69-1	30 Chase LLC	19 Longfellow Lane, Winthrop, Maine 04364
42/67	Gary/Sherry Gray	1 Cherry Hill Terrace, Waterville, Maine 04901
42/66	Frederick/Amy Ouellette	3 Cherry Hill Terrace, Waterville, Maine 04901
42/65	Catherine Kimball	5 Cherry Hill Terrace, Waterville, Maine 04901
42/64	James Reynolds Revocable Trust % Melissa Ganza	7 Cherry Hill Terrace, Waterville, Maine 04901

<u>Map/Lot</u>	<u>Owner</u>	<u>Address</u>
42/63	Joseph/Claudette McNeil	9 Cherry Hill Terrace, Waterville, Maine 04901
42/62	Christian/Pauline Cassiani	11 Cherry Hill Terrace, Waterville, Maine 04901
42/61	Lauren/Stephen Klinker	15 Cherry Hill Terrace, Waterville, Maine 04901
42/60	Louis Shiro	17 Cherry Hill Terrace, Waterville, Maine 04901
42/59	James Laliberty	
	Julie Schoenthaler	19 Cherry Hill Terrace, Waterville, Maine 04901
42/58	Edmund Ervin/Ann Schoenthaler	21 Cherry Hill Terrace, Waterville, Maine 04901
42/43	Jason Jabar/Heather Jabar	41 Tallwood Circle, Belgrade, Maine 04917
41/102	WP2011 Waterville Assocs LLC	
	% WP Realty Inc.	940 E Haverford Road, Bryn Mawr, PA 10910
41/104	WRC III	
	% Dirigo Capital Advisors	115 Water Street, Suite 3, Hallowell, Me. 04347
45/52	Central Maine Power Company	70 Farm View Drive, Freeport Building, New Gloucester, Me 04260-5117
	% Utility Shared Services	
46/74	Delta Ambulance	29 Chase Street, Waterville, Maine 04901-4642
46/75	30 Chase Avenue	19 Longfellow Lane Winthrop, Maine 04364
Copy	Ann Beverage, Planner	City of Waterville, One Common St., Waterville, Maine

Soil Map—Kennebec County, Maine
(Seton Commerce Center)



Map Scale: 1:12,000 if printed on A landscape (11" x 8.5") sheet.



Map projection: Web Mercator Corner coordinates: WGS84 Edge tics: UTM Zone 19N WGS84



MAP LEGEND

 Area of Interest (AOI)	 Spoil Area
 Soils	 Stony Spot
 Soil Map Unit Polygons	 Very Stony Spot
 Soil Map Unit Lines	 Wet Spot
 Soil Map Unit Points	 Other
 Special Point Features	 Special Line Features
 Blowout	 Streams and Canals
 Borrow Pit	 Transportation
 Clay Spot	 Rails
 Closed Depression	 Interstate Highways
 Gravel Pit	 US Routes
 Gravelly Spot	 Major Roads
 Landfill	 Local Roads
 Lava Flow	 Background
 Marsh or swamp	 Aerial Photography
 Mine or Quarry	
 Miscellaneous Water	
 Perennial Water	
 Rock Outcrop	
 Saline Spot	
 Sandy Spot	
 Severely Eroded Spot	
 Sinkhole	
 Slide or Slip	
 Sodic Spot	

MAP INFORMATION

The soil surveys that comprise your AOI were mapped at 1:20,000. Please rely on the bar scale on each map sheet for map measurements.

Source of Map: Natural Resources Conservation Service
Web Soil Survey URL: <http://websoilsurvey.nrcs.usda.gov>
Coordinate System: Web Mercator (EPSG:3857)

Maps from the Web Soil Survey are based on the Web Mercator projection, which preserves direction and shape but distorts distance and area. A projection that preserves area, such as the Albers equal-area conic projection, should be used if more accurate calculations of distance or area are required.

This product is generated from the USDA-NRCS certified data as of the version date(s) listed below.

Soil Survey Area: Kennebec County, Maine
Survey Area Data: Version 13, Sep 13, 2014

Soil map units are labeled (as space allows) for map scales 1:50,000 or larger.

Date(s) aerial images were photographed: Jul 17, 2010—Aug 31, 2010

The orthophoto or other base map on which the soil lines were compiled and digitized probably differs from the background imagery displayed on these maps. As a result, some minor shifting of map unit boundaries may be evident.

**SJR ENGINEERING**

21 Mayflower Road
Augusta, Maine 04330
Tel/Fax: (207) 622-1676

Subject: SETON PARKING

Job #: _____

GIVEN: 68 UNITS RESIDENTIAL
33,312 SF STORAGE
18,412 SF OFFICE COMMERCIAL

→ 68 UNITS @ 1.5 SPACES/UNIT = 102 SPACES (5 OF THESE MUST BE HANDICAP)

→ 18,412 SF OFFICE @ 1 SPACE/400 SF = 46 SPACES (2 OF THESE MUST BE HANDICAP)

→ 33,312 SF STORAGE - NO PARKING REQUIREMENTS

TOTAL SPACES = 102 + 46 = 148 REQUIRED
(INCLUDES 7 HANDICAP)

THERE ARE 224 SPACES ON LOT

RESIDENTIAL: PARKING ALONG SETON CENTER DRIVE (81 SPACES)
HANDICAP SPACES NEAR TURNAROUND (6 SPACES)
PARKING ALONG LOWER LOT (15 SPACES)

102 TOTAL SPACES AVAILABLE
102 REQUIRED

COMMERCIAL: REMAINING SPACES IN LOWER LOT (120 SPACES)
HANDICAP SPACES NEAR TURNAROUND (2 SPACES)

122 SPACES AVAILABLE
46 REQUIRED

BYLAWS OF
SETON CENTER LOT OWNERS'
ASSOCIATION

ARTICLE I
GENERAL

Section 1.1. Name. The name of this Corporation shall be as set forth in the Articles of Incorporation as the same may be amended from time to time.

Section 1.2. Registered Agent. The Registered Agent of the Corporation shall be the person designated in the Articles of Incorporation, provided that the Directors shall have the power to change the identity of the registered agent from time to time through an appropriate filing with the Maine Secretary of State.

ARTICLE II
PURPOSES

Section 2.1. General Purposes. The purposes of this Corporation shall be to serve as the Seton Center Lot Owner's Association with authority to manage and maintain common elements of the Association including without limitation the roadways and the private components of the water and sewer utilities serving the subdivision lots.

2.1.A. Roadways. The Association shall be responsible for maintenance, repair, and general upgrades to 1) Seton Center Drive from the point of interconnection with the public road known as Lincoln Street to the point of departure from the subdivision as depicted on the Final Subdivision Plan attached hereto as Exhibit A; 2) Shortcut Road from the point of its interconnection with Seton Center Drive to the point of departure from the subdivision as depicted on the Final Subdivision Plan attached hereto as Exhibit A; and 3) the 50' Right of Way accessing Parcel B from the intersection with the road known as Simon Road to the point of departure from the subdivision as depicted on the Final Subdivision Plan attached hereto as Exhibit A.

2.1.B. Water Utilities. The Association shall be responsible for maintenance, repair, and general upgrades to the water lines from the point of interconnection with the public water utility to the exterior wall of any building served by the water line. All upgrades, and any new or relocated lines, shall be performed to Kennebec Water District standards. Individual lot owners shall be responsible for maintenance, repair, and any specific upgrades to the water lines from the exterior wall of any building through to all interior systems and water lines. If any lot owner requires upgrades to the water line outside of the exterior wall of any building, for purposes such as increasing water pressure to service a fire suppression system, the lot owner may petition to the Association to determine an equitable sharing of the cost of such an upgrade to the system. In the event that the Association does not authorize a sharing of such cost, any such cost will be borne by the lot owner, or lot owners, who is/are specifically requesting the upgrade. Each lot

will be individually metered and responsible for its water usage. Any hydrant locations required on an individual lot, if for the purpose of serving that lot only, shall be the responsibility of that lot. If a hydrant location is for the purpose of serving multiple lots, then the cost of the hydrant shall be borne by all lot owners benefitting.

2.1.C. Sewer Utilities. The Association shall be responsible for maintenance, repair, and general upgrades to the sewer lines from the point of interconnection with the public sewer utility to the exterior wall of any building served by the sewer line. Individual lot owners shall be responsible for maintenance, repair, and any specific upgrades to the sewer lines from the exterior wall of any building through to all interior systems and sewer lines. If any lot owner requires upgrades to the sewer line outside of the exterior wall of any building, the lot owner may petition to the Association to determine an equitable sharing of the cost of such an upgrade to the system. In the event that the Association does not authorize a sharing of such cost, any such cost will be borne by the lot owner, or lot owners, who is/are specifically requesting the upgrade. Any responsibility for sewer fees imposed by the sewer utility or City of Waterville shall be the responsibility of each individual lot.

Section 2.2. Powers. This Corporation shall have all such powers as are authorized under Maine law or as otherwise limited by the Articles of Incorporation or by resolution of the Members.

Section 2.3. No shareholders or dividends. The Corporation shall not have or issue shares of stock. No dividend shall be paid and no part of the income or profit of the Corporation shall be distributed to any member, director, officer or other individual (except that reasonable compensation may be paid for services rendered to or for the benefit of the Corporation in carrying out its purposes).

Section 2.4. Dissolution. If this Corporation is dissolved or its legal existence terminated, either voluntarily or involuntarily, or upon final liquidation of the Corporation, all of its assets remaining after payment of all of its liabilities shall be distributed as set forth in the Articles of Incorporation.

ARTICLE III MEMBERSHIP

Section 3.1. Members. The Corporation shall have members (“Members”). Each lot owner in the Seton Center Subdivision shall be a Member.

ARTICLE IV
BOARD OF DIRECTORS

Section 4.1. Management by Board. The affairs of the Corporation shall be managed by its Board of Directors (the "Board"), which may exercise all powers of the Corporation and do all lawful acts and things necessary or appropriate to carry out the purposes of the Corporation.

Section 4.2. Number of Directors; Eligibility. The number of Directors shall be fixed by the Members within the range set forth in the Articles of Incorporation, provided that no diminution in number of Directors shall serve to reduce an incumbent Director's term.

Section 4.3. Directors; Election and Term of Office. The Initial Directors shall be, with reference to the Seton Center Final Subdivision Plan attached hereto as Exhibit A, 1) the owner, or owner's designated representative, of Lot #1; 2) the owner, or owner's designated representative, of Lot #2; 3) the owner, or owner's designated representative of Parcel A; 4) the owner, or owner's representative of Parcel B; and 5) the owner, or owner's representative of Waterville Redevelopment, LLC I. Successor Directors shall be elected by the Members at each Annual Meeting. Each Director shall be elected to serve for a three-year term of office unless he or she sooner resigns or is removed by the Members. The Directors shall be divided into three (3) classes with staggered terms, such that as nearly as possible one-third of the Directors shall be elected at each Annual Meeting.

Section 4.4. Vacancies. Any vacancy occurring on the Board of Directors may be filled by the affirmative vote of a majority of the voting interests of the Members. A person appointed to fill a vacancy shall serve until the next Annual Meeting.

Section 4.5. Removal of Directors. The Members may suspend or remove a Director at any time, with or without cause, by a majority vote.

Section 4.6. Resignation. Any Director may resign at any time by giving written notice to the President. Such resignation shall take effect on the date of the receipt or at any later time specified in such notice.

Section 4.7. Compensation. Directors as such shall not receive any stated salaries for their services, but by resolution of the Board of Directors, the expense of attendance, if any, may be allowed for attendance at any meeting of the Board; but nothing herein shall be construed to preclude any Director from serving the Corporation in any other capacity and receiving compensation therefor.

Section 4.8. Loans to Directors Prohibited. The Corporation shall make no loans to any Director.

ARTICLE V
MEETINGS

Section 5.1. Meetings of Members. The Members shall meet annually (the "Annual Meeting") for the purpose of electing the Directors then standing for election or

reelection as the case may be, and for the transaction of such other business as may come before the meeting. The Annual Meeting shall be held at such time and place as shall be designated by the Board of Directors. The Board shall provide to the Members at least ten (10) days' notice of

the date and time of the Annual Meeting. The Members may meet at other times, upon reasonable notice, at such time and place as shall be determined by the President with the concurrence of the Directors or upon written request, submitted to the Secretary, of one or more Members comprising at least a majority of the voting interests in the Subdivision as defined in the Articles of Incorporation and the Declaration. The chief executive of each Member shall notify the Association in writing of the name of the individual authorized to exercise such Member's rights with respect to the Corporation, including voting rights. The Member may revoke or amend such designation at any time, and each designation shall remain effective until revoked or amended by the Member

Section 5.2. Regular Meetings of Directors. Regular meetings of the Board of Directors may be held at such time and at such place as may from time to time be determined by the Board.

Section 5.3. Special Meetings of Directors. Special Meetings of the Board of Directors may be called by the President on his or her own motion or upon written request of a majority of the Directors, and held not less than three (3) nor more than ten (10) days after such notice is given to each Director, either in person, by mail, by electronic mail or by telephone.

Section 5.4. Notice. Whenever under the provisions of the statutes, Articles of Incorporation or these Bylaws notice is required to be given to any Director or Member, such notice must be given in writing by personal delivery, electronic mail, U.S. mail, reputable commercial mail carrier, or telephone, at the address, email address, or phone number last supplied to the Association by such Director or Member, with postage or other delivery fees prepaid. Notice by regular mail shall be deemed to be given at the time it is deposited in the United States Mail.

Section 5.5. Waiver of Notice. Whenever under the provisions of the statutes, Articles of Incorporation or these Bylaws notice is required to be given to any Member or Director, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice. Attendance of a Member or Director at any meeting shall constitute a waiver of notice of such meeting, except where a Member or Director attends for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any meeting of the Members or the Board of Directors need be specified in the notice or waiver of notice of such meeting unless required by law or these Bylaws.

Section 5.6. Directors' Participation by Telephone. The Directors or any committee of the Board of Directors may hold or participate in a meeting by conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other, and such participation in a meeting shall constitute presence of the Director or committee member at such meeting.

Section 5.7. Manner of Acting.

(a) Directors: Except as specified by law or these Bylaws, the Board of Directors shall act by a majority vote of the Directors present at any duly called and noticed meeting at which a quorum is present.

(b) Members: Members' voting rights are a percentage determined by the acreage of each Lot divided by the total acreage of the Lots in the Subdivision as set forth in Schedule A attached hereto.

Section 5.8. Action by Unanimous Consent. Any action required or permitted to be taken at a meeting of the Directors may be taken without a meeting if each Director consents to such action described in writing setting forth the action so taken, signed by all of the Directors, and filed with the minutes of the meetings of the Board of Directors. Similarly, any action required or permitted to be taken at a meeting of the Members may be taken without a meeting if each Member consents to such action described in writing setting forth the action so taken, signed by all of the Members, and filed with the minutes of the meetings of the Members.

Section 5.9. Informal Action by Directors. Action of the Directors may be taken by a majority of Directors in accordance with the provisions of Section 708 of the Maine Nonprofit Corporation Act, Title 13- B M.R.S.A.

Section.5.10. Quorum; Adjournment.

(a) Directors: For meetings of the Board of Directors, a majority of the Directors then in office shall constitute a quorum for the transaction of business. If a quorum shall cease to be present at any duly called or held meeting of Directors at which a quorum was once present, the Directors present thereafter may adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum shall be present. At the resumed meeting, the Board may transact any business that might have been transacted at the meeting at which the adjournment was taken.

(b) Members: For meetings of the Members, designated representative(s) of one or more Members comprising at least a majority of the voting interests in the Association shall constitute a quorum for the transaction of business. If a quorum shall cease to be present at any duly called and noticed meeting of Members at which a quorum was once present, the Members present thereafter may adjourn the meeting, without notice other than announcement at the meeting, until a quorum shall be present. At the resumed meeting, the Members may transact any business that might have been transacted at the meeting at which the adjournment was taken.

Section 5.11. Conduct of Meeting: Record of Meetings. The President, or in his or her absence, the Vice President or, in his or her absence, the Treasurer, or in his or her absence, any Director chosen by the Directors present (or, at Members' meetings, and Member representative chosen by the Members present), shall call meetings of the Board of Directors or Members to order and shall act as the presiding officer for the meeting. The Secretary, or if he or she does not participate in the meeting, a Director or Member designated by the person presiding, shall keep a record of the meeting.

ARTICLE VI OFFICERS AND AGENTS

Section 6.1. Officers. The Officers of the Corporation shall be a President, a Treasurer, a Secretary, and such other officers as the Board may from time to time designate. The President, Treasurer, and Secretary shall be elected by the Board from among the Directors, following the election of Directors at each Annual Meeting.

Section 6.2. Other Officers and Agents. The Board of Directors may appoint additional agents as it shall deem necessary. Such agents shall serve for such terms and shall exercise such powers and perform such duties as shall be determined from time to time by the Board of Directors.

Section 6.3. Compensation. The compensation, if any, of all officers and agents of the Corporation shall be fixed by the Board of Directors.

Section 6.4. Loans to Officers Prohibited. The Corporation shall make no loans to any Officer.

Section 6.5. Term and Removal of Officers. Each Officer shall hold office for a term of one (1) year or until his or her successor has been duly nominated and elected, but this provision shall not be construed as prohibiting an individual from holding an office for two or more consecutive terms. The term of each Officer shall commence upon election. Any Officer may be removed with or without cause at any time by an affirmative vote of the Board of Directors at a duly called and noticed meeting at which a quorum is present. Any vacancy occurring in any office of the Corporation shall be filled by vote of the Board of Directors.

Section 6.6. President. The President shall, when present, chair all meetings of the Board of Directors and Members. He or she shall inform himself or herself concerning all affairs of the Corporation and see that the duties of the officers and employees are properly discharged; that the Bylaws of the Corporation are observed; and that all statements and returns required by law are made; and he or she shall assume such share in the management of the Corporation's business as the Directors may determine. The President shall perform all duties incident to the office of the President.

Section 6.7. Treasurer. The Treasurer shall have charge and custody of and be responsible for all corporate funds and securities; keep full and accurate accounts of receipts and

disbursements and books belonging to the Corporation; and deposit all monies and other valuable effects in the name and to the credit of the Corporation in such depositories as may be designated by the Board of Directors. He or she shall disburse the funds of the Corporation as may be ordered by the Board of Directors, taking proper vouchers for such disbursements, and shall render to the President and the Board of Directors at its regular meetings or when the Directors shall require, an account of his or her transactions as Treasurer and of the financial condition of the Corporation. If required by the Board of Directors, the Treasurer shall provide a bond in such sum and with such surety or sureties as the Board shall determine; and in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him/her.

Section 6.8. Secretary. The Secretary shall keep written records of all meetings of the Members and the Board of Directors. The Secretary shall be responsible for keeping all additional documentation necessary for the administration and management of the Corporation and shall be responsible for providing required notice of meetings to the Directors. The Secretary shall provide all written records of the Corporation to his/her successor.

ARTICLE VII COMMITTEES

Section 7.1. Committees. The Board of Directors may establish an Executive Committee and other committees and may delegate, to the extent permitted by law, to such committee or committees all the authority of the Board of Directors, or any such portion of authority, as it deems appropriate to assist in the management of the Corporation.

Section 7.2. Composition. The Board of Directors shall appoint the members of each committee. Each committee shall consist of at least two (2) Directors, one of whom shall be appointed by the President to serve as the Chairperson of such committee.

ARTICLE VIII FINANCES

Section 8.1. Checks. All checks or demands for money and notes of the Corporation shall be signed by the Treasurer and such other officers or persons as the Board of Directors may from time to time designate. Notwithstanding the foregoing, authorized signatories other than the Treasurer shall be authorized to sign checks of the Corporation only for amounts not exceeding \$10,000.

Section 8.2. Financial Commitments. No person shall financially commit the Corporation without the express authorization of the Board of Directors.

Section 8.3. Fiscal Year. The fiscal year of the Corporation shall end on December 31 unless otherwise fixed by resolution of the Board of Directors.

ARTICLE IX
LIABILITY: INDEMNIFICATION

Section 9.1. Indemnification. The Corporation shall in all cases, to the fullest extent permitted by the Maine Nonprofit Corporation Act, Title 13-B M.R.S.A. (the "Act"), indemnify any person who was or is involved in any manner (including, without limitation, as a party or a witness) in any threatened, pending or completed investigation, claim, action, suit, or proceeding, whether civil, criminal, administrative, or investigative (including, without limitation, any action, suit, or proceeding brought by or in the right of the Corporation to procure a judgment in its favor) by reason of the fact that that person is or was a Director or Officer of the Corporation, against all liabilities and expenses actually and reasonably incurred by the person in connection with such actions, suits or proceedings including but not limited to attorneys' fees, judgments, fines and amounts paid in settlement.

Section 9.2. Payment of Expenses in Advance. Expenses (including attorneys' fees) incurred in defending a civil or criminal action, suit or proceeding referred to in Section 9.1 may be paid by the Corporation in advance of the final disposition if such action, suit or proceeding as permitted by, and under the terms required by, applicable law.

Section 9.3. Other Rights. The indemnification provided by these Bylaws shall not be deemed exclusive of any other rights to which a person seeking indemnification may be entitled under any statute, agreement, vote of disinterested Directors or otherwise, both as to action in his/her official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a Director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.

Section 9.4. Insurance. The Corporation shall have power to purchase and maintain insurance on behalf of any person who is or was a Director, officer, employee or agent of the Corporation or is or was serving at the request of the Corporation as a member, Director, Officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise; this insurance to be against any liability asserted against him/her and incurred by him/her in any such capacity, or arising out of his/her status as such, whether or not the Corporation would have the power to indemnify him/her against such liability under the provisions of these Bylaws.

ARTICLE X
CONFLICTS OF INTEREST

Section 10.1. General. As set forth in this Sections 10.2 through 10.4, a transaction may be approved by the Board of Directors (or a committee thereof) notwithstanding a conflict of interest if the material facts of the transaction and the director's or officer's interest are disclosed or known to the Directors (or members of a committee thereof) when they approve the transaction.

Section 10.2. "Conflict-of-Interest Transaction" Defined. A conflict-of-interest transaction is a transaction in which a Director or Officer of a corporation has a direct or indirect financial interest. For the purposes of this section, a director or officer has an indirect interest in a transaction if:

- (a) Another entity in which the Director or Officer has a material interest or in which the Director or Officer is a general partner is a party to the transaction; or
- (b) Another entity of which the Director or Officer is a director, officer or trustee is a party to the transaction.

Section 10.3. Procedure for Approval. A transaction in which a Director or Officer of the Corporation has a conflict of interest may be approved before or after consummation of the transaction by the Board of Directors, or a committee of the Directors. The Board or committee may authorize, approve or ratify a transaction under this section if the material facts of the transaction and the Director's or Officer's interest are disclosed or known to the Board or committee of the Board. A Conflict-of-Interest transaction is approved if it receives the affirmative vote of a majority of those Directors who do not have a conflict of interest with respect to the transaction (hereafter the "Disinterested Directors"), but such a transaction shall not be approved by a single Director. If a majority of the Disinterested Directors of the Corporation then in office vote to approve the transaction, then a quorum shall be deemed to be present.

Section 10.4. Disclosure; Manner of Acting. The Directors shall guide their conduct with respect to conflict of interest transactions through implementation of the following procedural safeguards:

- (a) Prior to taking his or her position on the Board of Directors and annually thereafter, each Director shall submit in writing to the President a list of all businesses and other organizations of which the Director is an officer, director, trustee, member, owner (either as a sole proprietor or partner), shareholder with at least 5% interest in all outstanding voting shares, employee or agent with which the Corporation has, or might be expected to have, a relationship or a transaction in which the Director might have a conflicting interest. Each written statement will be resubmitted with any necessary changes annually. The President shall become familiar with the statements of all Directors in order to guide his or her conduct should a conflict arise. The Treasurer of the Corporation shall be familiar with the statement filed by the President.
- (b) At such time as any matter comes before the Board of Directors in such a way as to give rise to a conflict of interest, the affected Director shall make known the potential conflict, whether disclosed by the Director's written statement or not, and after answering any questions that might be asked of him or her, shall withdraw from the meeting for so long as the matter shall continue under discussion. Should the matter be brought to a vote, the affected Director shall not vote thereon. In the event that such Director fails to withdraw voluntarily, the President is empowered to and shall require that the affected Director remove himself or herself from the room during both the discussion and vote on

the matter. In the event the conflict of interest affects the President, the Treasurer is empowered to and shall require that the President remove himself or herself in the same manner, and for the duration of discussion and action on the matter, the Treasurer shall preside.

(c) If the matter is the item of business for which a special meeting of the Board of Directors was called, the affected Director shall not be counted to establish a quorum, nor shall he or she participate in the deliberations or vote thereon.

ARTICLE XI
AMENDMENTS

These Bylaws may be amended or repealed or new Bylaws adopted only upon the affirmative vote of at least sixty-seven percent (67%) of the voting interests of the Members in the Subdivision.



WATERVILLE PLANNING BOARD
AGENDA

DATE: Monday, October 22, 2018

LOCATION: Chase Forum, Alford Commons, 150 Main Street

TIME: 7:00 P.M.

1. Waterville Redevelopment Company III, LLC, is requesting approval for revisions to a previously approved plan for redevelopment of 30 Chase Avenue. The project includes the creation of apartments. Review is in accordance with Section 9.4 of the Subdivision & Site Plan Review Ordinance.
2. Philip Roy (AJMA Inc.) and John Goodine are requesting rezoning for three parcels, 257 and 259 Main Street and 11 Hillside Avenue (Assessor Map 52, Parcels 306, 307, and 308) from Residential-C (R-C) to Commercial-A (C-A). This review is in accordance with Section 7.1 of the Zoning Ordinance.
3. Frederick Fischer is requesting rezoning for 315 Main Street (Assessor Parcel 57-101) from Commercial-B (C-B) and Residential-B (R-B) to Commercial-A (C-A) in its entirety. This review is in accordance with Section 7.1 of the Zoning Ordinance.
4. The City of Waterville is considering rezoning a portion of its land on Front Street (Assessor Map 48, Parcel 439) from Commercial-A (C-A) to Contract Zoned District/Commercial-A (CZD/C-A). This review is in accordance with Section 7.1 of the Zoning Ordinance.

For additional information, please see the "Agenda and Backup Materials" section of the Planning Department web page at www.waterville-me.gov or call City Planner Ann Beverage at 680-4230.



WATERVILLE PLANNING BOARD
MINUTES

DATE OF MEETING:

July 25, 2016

MEMBERS PRESENT:

x Mark Champagne
x Nick Champagne, Chair
x Scott Fortin
x David Geller
x Jessica Laliberte
 Paul Lussier
x Bruce White

STAFF PRESENT:

Ann Beverage, City Planner
Greg Brown, City Engineer

MINUTES:

David Geller moved to approve the minutes of the June 27, 2016, meeting. Mark Champagne seconded. Vote: 6-0 in favor.

ITEM 1: Merici Woods LP is requesting Final Plan Review to convert the Mount Merici convent at 172 Western Avenue to twenty-eight apartments for targeted-income senior citizens. This review is in accordance with Section 4.3.18 of the Zoning Ordinance and Article 7 of the Subdivision & Site Plan Review Ordinance.

Engineer Sean Thies of CES brought to the Board's attention changes he made to the site plan after the June 27, 2016, Planning Board meeting. This version of the plan has a modified property line placing all Merici Woods parking spaces within the developer's lot, without increasing the size of the parcel. In addition, Mr. Thies added an "Emergency Access Only" sign at Saint Angela's Way to discourage use of this secondary entrance.

CORRESPONDENCE:

Chairman Nick Champagne read letters from City Engineer Gregory Brown (dated July 25, 2016), Superintendent Waterville Sewerage District John Jansen (dated June 16, 2016), District Engineer Kennebec Water District Jefferson Longfellow (dated July 11, 2016), and Fire Chief David LaFountain dated July 12, 2016.

ACTION:

The Board made findings of fact in accordance with Section 1.3, Standards of Review, in the Site Plan Review Ordinance. David Geller made a motion to approve the project with the following conditions:

WATER

The existing service currently feeding the convent will be cut and capped and connected to the feed for Mount Merici Academy. A new meter and appropriate backflow prevention device must be installed as the service enters the school building.

SEWER

The existing sanitary service is private and shared with Mount Merici Academy. The District will approve either a legal agreement between the two owners defining their responsibilities in the event of a problem with the private service and absolving the District of any responsibility or a new private service, separate from the Academy's service. Refer to option one of John Jansen's letter dated June 16, 2016. If the developer chooses the first option, the private sewer maintenance agreement must be referenced on the final recorded site plan.

EASEMENTS

Utility easements must be reviewed and accepted by the respective utilities and referenced on the final recorded site plan.

STORMWATER

The Waterville Sewerage District considers the proposed storm drainage system private.

TRAFFIC

The developer must avoid plantings, signs, or other obstructions at the main entrance on Chase Avenue to maintain the existing sight lines. Because the first 30 feet of the entrance lies within the City Right of Way of Chase Avenue, the developer must discuss vegetation management with the Public Works Department to clarify responsibility for maintaining sight distance at this location.

FIRE SAFETY

The developer must provide Knox boxes, or equivalent, near major entrances to allow for emergency access.

PROPERTY LINE/PARKING SETBACK

A five-foot setback requirement for parking necessitates an alternate boundary line. The City engineer must approve the final plan.

Mark Champagne seconded. Vote 6-0 in favor.

 ITEM 2: Waterville Redevelopment Company III, LLC, is requesting Final Plan Review for the construction of 55 apartments at 30 Chase Avenue. This review is in accordance with Section 4.3.18 of the Zoning Ordinance and Article 7 of the Subdivision & Site Plan Review Ordinance. Tom Siegel presented plans for fifty-five apartments, 23,000 square feet of professional office space, and 35,000 square feet of warehouse space in the former Seton Unit. The property has a deeded right of way and existing parking.

CORRESPONDENCE:

Chairman Nick Champagne read letters from City Engineer Gregory Brown (dated July 25, 2016), Superintendent Waterville Sewerage District John Jansen (dated June 13, 2016), District

Engineer Kennebec Water District Jefferson Longfellow (dated July 11, 2016), and Fire Chief David LaFountain dated July 12, 2016.

ACTION:

The Board made findings of fact in accordance with Section 1.3, Standards of Review, in the Site Plan Review Ordinance. Bruce White made a motion to approve the project with the following conditions:

WATER

KWD must fully vet the existing connections, metering, backflow prevention, and the ownership of the existing private water main. ✓

SEWER

All existing sanitary lines shall remain private. ✓

FIRE SAFETY

The developer must provide Knox boxes, or equivalent, near major entrances to allow for emergency access. ✓

CORRECTIONS

Note 3: Revise zoning district name. ✓

Add note 9: Right of Way access and related rights shall be obtained from 30 Chase LLC for proper access to lots 1 & 2 and the remaining land of the developer. ✓

Jessica Laliberte seconded. Vote 6-0 in favor.

ITEM 3: Colby College is requesting Final Plan Review for the construction of three new athletic fields, one of which will have artificial turf. This review is in accordance with Article 7 of the Subdivision & Site Plan Review Ordinance.

Scott Stynar of Mohr and Seredin Landscape Architects and Dale DeBlois of Colby College presented plans for the construction of three new athletic fields behind the Alford Fieldhouse and parking lot and a separate plan for the Marston Road site which will receive fill from the athletic fields project.

CORRESPONDENCE:

Chairman Nick Champagne read letters from City Engineer Gregory Brown (dated July 25, 2016), Superintendent Waterville Sewerage District John Jansen (dated April 15, 2016), and Fire Chief David LaFountain dated July 12, 2016.

ACTION:

The Board made findings of fact in accordance with Section 1.3, Standards of Review, in the Site Plan Review Ordinance. Bruce White made a motion to approve the project with the following conditions:

The Board waives the requirement for a boundary survey of the campus.

The developer must receive approval from the Kennebec Water District and comply with any conditions KWD requires.

Mark Champagne seconded. Vote 6-0 in favor.

ITEM 4: David M. Palmer, Jr., requesting revision to a previously approved site plan at 13 Washington Street. This review is in accordance with Section 9.4 of the Subdivision & Site Plan Review Ordinance.

Engineer Boyd Snowden presented plans for the expansion of the parking lot at 13 Washington Street. New parking spaces will be constructed on abutting land recently acquired by the developer. The entrance to the parking lot will remain the same, existing lighting will be moved, and curbing and stormwater control features will be added.

CORRESPONDENCE:

Chairman Nick Champagne read letters from City Engineer Gregory Brown (dated July 25, 2016), Superintendent Waterville Sewerage District John Jansen (dated July 19, 2016), and Fire Chief David LaFountain dated July 19, 2016.

ACTION:

The Board made findings of fact in accordance with Section 1.3, Standards of Review, in the Site Plan Review Ordinance. Mark Champagne made a motion to approve the project with no conditions. Scott Fortin seconded. Vote 6-0 in favor.