

FREEPORT PLANNING BOARD MINUTES
WEDNESDAY, NOVEMBER 4, 2020
6 P.M.

This meeting was held online/virtually, using Zoom teleconferencing

Attending: Robert Ball, Aaron Cannan, Anna Child, Wayne Jortner, Chair Sam Kapala, Greg Savona and Town Planner, Caroline Pelletier

Excused: Jamel Torres

Call to Order: Chair Kapala called the meeting to order at 6:02 p.m.

ITEM I: Information Exchange

1) Update on recent actions by the Project Review Board

Ms. Pelletier explained that last month the Project Review Board approved a six-lot subdivision out on Pownal Road for Hanscome Woods Subdivision. They also approved a Site Plan Amendment and Design Review Request for the Freeport Historical Society. They are going to be relocating an existing structure, making exterior building modifications and adding a new vault to their property on Main Street. The Board also had a residential request for a Design Review Certificate and Site Plan Amendment for a change of use at 74 Bow Street.

2) Brief discussion on upcoming meeting topics

Ms. Pelletier noted the Board has two applications before it this evening and it will depend on the status of those and if they are ready to come back. There are some other projects the Board has been working on. Pre-pandemic we talked about some solar ordinance amendments. We talked about shoreland zoning changes and talked about some changes to public hearing notices. Those items are still out there and she is confident the Board will see them reappear at some point. That is our ongoing to do list if we have some new projects in the mix. That is an update on what the Board still has in the loop that it was working on pre-pandemic unless some applicant-driven item is brought in. Chair Kapala noted that the Board will look forward to wrapping up some of those loose ends as soon as it is able given the current climate and technology.

ITEM II: Approval of the minutes from the Wednesday, October 7, 2020 Planning Board meeting. Mr. Ball added that last month he did part of the meeting just audio but half way through the meeting he lost connectivity. He noted that he did review all the material that was presented at the last meeting and did watch it on line as well so he feels he is up to date.

MOVED AND SECONDED: To approve the Minutes as presented. (Cannan & Jortner)

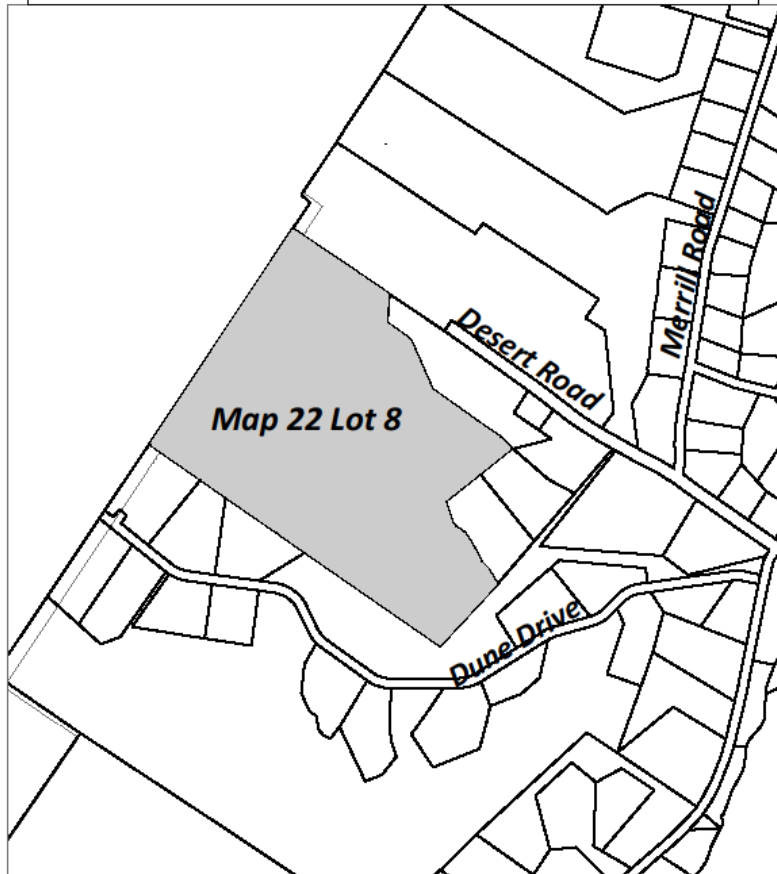
ROLL CALL VOTE: (6 Ayes) (1 Excused-Torres) (0 Nays)

ITEM III: Zoning Ordinance and Map Amendment – Nature-Based and Art Overlay District (NBAOD)

The Board will hold a **PUBLIC HEARING** on proposed amendments to the Freeport Zoning Ordinance and the Official Zoning Map of the Town of Freeport pertaining to the creation on a new Nature-Based and Art Overlay District (NBAOD). (*Note: This was formerly proposed as the Desert of Maine Overlay District*). Amendments to the following sections of the Zoning Ordinance will be discussed: Section 104 – Definitions, Section 301 – Zoning Districts, new Section 428 – Nature-Based and Art Overlay District, Section 514 Off-street Parking and Loading, and Section 515 Noise Regulation. The area of the new overlay district, identified as Tax Assessor Map 22, Lot 8 (95 Desert Road), will be added to the Official Zoning Map (see gray area on the map on page two of this agenda). *Applicants: Desert of Maine Campground, Inc. and Heestand Family Holding, LLC; James Katsiaficas, Perkins Thompson, representative.*

***Proposed Nature-Based and Art Overlay District (NBAOD)
Tax Assessor Map 22, Lot 8***

***Shown as gray shaded area on map below.
Note: Underlying zoning district(s) will remain unchanged.***



Ms. Pelletier noted that this is the same item the Board discussed in June and September. The language looks a little different. The applicant worked with Staff and the Town Attorney to make some changes to the language. Some of the changes the Board will see here. It has a new name. There is a potential that should somebody be interested in seeking an overlay in another part of town, they could use this language elsewhere so they gave it a new name. The definitions of campground were discussed before and feedback was given to the applicant. They tweaked it and put a limitation of square footage and some timing limitations. They did add that they can't have cooking facilities if they add these structures. That was a result of conversations with the Board and also Town Staff. They did update the definition for nature-based commercial enterprise. They renamed it and added some clarity to things they want to do or how they will be limited. She offered to let the applicant or their attorney go into the details. From there down they actually cleaned up the intent. They did cut back the number of uses there. They put more thought into what they want to do and what could be accessory. The list of uses there has been shortened. Otherwise, there was some wordsmithing to provide consistency with the remainder of the Zoning Ordinance and how we do a lot of cross references. They did tweak the other standards. We heard some concerns about buffering and impacts to surrounding properties. They do have some buffering language here requiring that not only that projects have to meet the setbacks, but they would

have to have a 15-foot buffer which would be reviewed during the Project Review Board process. They did add another standard under *Other* regarding the capacity of the structures. They did increase the capacity. The last time the Board talked about it, it was 200. They now show 300 to give themselves some flexibility but again they can go into that. They did add that the structure couldn't be used as a wedding venue. They added the references for parking and for decibels. The applicant is here if the Board has questions. Otherwise, Town Staff and the Attorney feel the language is where you feel it needs to be with the input you provided to the applicant.

Mela Heestand thanked the Board, Town Staff as well as people attending the meeting tonight. She and her husband appreciate that they showed up to do their civic duty and they appreciate the opportunity to have their proposal considered. She explained how they read that the Desert of Maine was for sale in the *Boston Globe* two years ago. With many impulsive decisions later, they became the latest in a long line of owners of the Desert of Maine. Initially the decision to purchase the Desert came from a desire to preserve the land from development. They were also moved to save the historic barn that was filled with literal trash. Instead they have a vision of restoring the barn and filling it with music. When they started to dig into the history, they found an incredible history. At one time it was a community gathering place where family and friends would come together and enjoy themselves until 1926 when it was purchased by Henry Goldrup and he turned the desert into a tourist attraction. For nearly 100 years the desert has been a tourist attraction and for much of that time it was a charming and beloved tourist attraction. Mr. Heestand added that the more they learned about its history, the more they wanted to preserve this place. He feels now more than ever, we need to inspire people, particularly children, to be stewards of the land. That was a big motivation for them. As parents, they feel they need things to do with their kids that don't involve screens. They want to preserve places that make Freeport unique and connect us with Freeport's past. Related to Covid, they feel retail is really struggling and we need businesses in Freeport that attract visitors that are diversified from brick and mortar retail. For them, it feels like we need a place where we can come together, be inspired and view the work by local artists. That is why they are here. The desert of Maine has been a commercial entity long before the neighborhood grew up around it and long before it was zoned in the 1970s as a campground. Their proposal they feel will more accurately define their long-standing and continued uses. It would add some uses related to the barn allowing them to host some small intimate concerts of acoustic and classical music. Finally, modernizing the campground usage would allow them to build ecofriendly A-frame cabins. These changes the Board is considering tonight would give them the ability to make the significant investments they feel are required to make the Desert of Maine a true asset for Freeport. That is their goal and they want it to be a place that Freeport residents would not hesitate to recommend to friends and family.

Attorney Mazer noted that this is what they feel is a better improved version of the Overlay District. They have worked heavily with Ms. Pelletier and the Town's Attorney in updating this language and adopting almost all of the changes suggested by Town Staff and the Town Attorney. This does not just apply to the Desert of Maine but is enacted in a way that if there is another property that has a similar natural feature of some sort in Freeport, they could potentially adopt this. It is consistent with the Comp Plan on a variety of levels between economic development, preserving environmental features and enhancing the Arts. The public comments are overwhelmingly in support of this project. The 300-person capacity is not set in stone. It is giving them some flexibility to figure out what the building can hold safely. They suspect it is lower than that but they want to be able to have that flexibility if they did limit it to no wedding venues which was a concern of some of the neighbors as well as the Board. The Arts Center is going to be occasional and not every night by any means. They are here hoping for a positive recommendation to the Town Council so they can move forward with the next steps of the Overlay and getting the Desert of Maine up and running, bigger and better. He offered to answer questions.

Mr. Jortner advised that he did not recall the discussion about weddings. Attorney Mazer explained that there were concerns from the abutting neighbors with dance parties. While they want to have events, fundraisers, etc., the intent is not to have loud catered dance parties, weddings. Mr. Jortner noted those characteristics could apply to anything other than weddings as well as weddings and it seems odd to him that this is a specific carve out. Mr. Heestand pointed out with weddings, it always ends with a party and they are conscious of the fact that they have close neighbors and they are concerned about preserving the character of their neighborhood so it was an easy one to carve out. For the events they will hold, they can control the time, when they end and the types of organizations they let use the barn. They will be very conscious about parties and they couldn't do that with a wedding. It isn't always about them; it is also about what happens with this property when they no longer own it so they felt that protection was important. Mr. Jortner asked if anyone is aware of any other places in Freeport that might qualify for this type of Overlay? Ms. Pelletier clarified that you can't just wake up and decide you want an Overlay District. If someone felt that their property would qualify, they would have to come before the Board for a zoning map amendment to get the Overlay District designation on their property. The Desert is definitely a unique situation but there might be other people that have properties that might have things that we don't know about and they might feel like this is something they could take advantage of or come forward in the future. Again, they would have to come to the Board for a Zoning Map Amendment process.

Chair Kapala asked about the traffic and parking requirements for the 300-person limit and if this is something the Project Review Board would review at the time the project is reviewed? Ms. Pelletier advised that if this were to go through the next step, it would have to go to the Council. They would have to go through the Council's process for a Zoning Ordinance Amendment. They would then have to make application to the Project Review Board for some Site Plan Amendment and come back through that process. As part of that process they would go through Site Plan Review under Section 602 of the Ordinance and there is a standard for parking. She read the standard and guessed that depending on what they bring forward, they would probably do some sort of traffic study or traffic analysis. Based upon the outcomes of that could trigger different levels of review. Yes, Project Review Board would look at it when they come through Site Plan Review.

Chair Kapala mentioned Mr. Jortner's point on the wedding prohibition, he feels it might be a tough thing to enforce and threw out that a curfew might be an enforceable quantitative way to limit that restriction but he is also not wedded to it. He felt it made sense to hear from the public. He advised that the Board received a lot of public comment and thanked those who took the time to write in with support or questions. He mentioned that he has made note of them. He welcomed more public comment.

MOVED AND SECONDED: To open the public comment period. (Jortner & Cannan) **ROLL CALL VOTE:** (6 Ayes) (1 Excused-Torres) (0 Nays)

Chair Kapala explained how the public could participate this evening. Sarah Victor explained that she enjoyed her time living in Freeport and continues to enjoy being an abutting neighbor with the Heestands. Since they have taken stewardship of the Desert of Maine, their experience as abutting neighbors has been dramatically improved. Their inspired vision for this property sounds dreamy to her and is much more palatable to her and her family as abutting neighbors. She and her family are strongly in favor of paving the way for the Heestands to proceed with their vision and hopes the Board will consider that this is potentially going to fulfill a need that is unmet in our community. She feels this will contribute to the aggregate good of our community for many years to come. She hopes it will be approved.

Dave Cluchey of 92 Desert Road noted he shares a boundary with the Desert of Maine on the north side of the desert. He watched how the Heestands transformed a run-down campground and low-end tourist attraction into an innovative, education focused friendly resource for the neighborhood and the larger community. He understands there are details to be worked out on traffic, parking as well as the size of the events that will be held on the property but he is supportive of the Heestands' vision and is delighted to have a center for education and the arts as his neighbor.

Amy Novak explained that she is new to Freeport and is a neighbor of the Heestands over on Dune Drive. They have been pleased with what has been happening at the Desert of Maine and noted what a wonderful benefit it is that can enrich all of our lives. They love having that open space, history and uniqueness. Their children have used it and she knows there is talk about doing some community programs to do some great things with children there. In light of COVID she would not like to see any open space be reduced and having this unique place for our town is just wonderful. They are in full support.

Jennifer Maneikis of 32 Dune Drive pointed out that she is tuning in her support for the Heestands. They have been great neighbors to all of them and keep them informed. They are passionate about what they are doing and that is one of the reasons she is in full support of what they are proposing. She is a lifelong Freeporter and has three children in the school system. They have been down to the Desert in the last few months and it is a wonderful thing for our town to have, particularly at this point in time when we need places like this. We need arts, culture and we need to bring our town together as a community and this is the perfect way to do that. She and her husband are in full support of what the Heestands are proposing.

Lydia Gabor thanked the Board for all of the work it does for the Town. She is the one person who is not on the list of people completely convinced that this is a positive thing. She and her husband live at 93 Desert Road and are the largest abutter to the Desert of Maine. She agrees with absolutely everything Sarah said about Doug and Mela personally about what they have done with this property to make it a wonderful place to be. Sarah is their direct neighbor and David lives across the road from her and her husband. She still has quite a few concerns and also told the Board that the Heestands came and sat on their porch and had a long conversation on Sunday. She and her husband feel a lot better after having that neighbor to neighbor conversation. She realizes that a lot of these things will have to be managed at the point that they get to the Site Plan. There is a big concern about traffic on this road. It is a dead end and with the amount of spaces being proposed in the barn, there is concern about even having 50 cars come down the road at six o'clock at night and then all start up and leave at ten o'clock or whatever it is. They have no concern with the sounds of the concert held in the barn itself. It is really that ancillary noise and traffic that will come along in getting to the venue and then out of the venue. The thought of not being able to sit out on their porch quietly on a Saturday night is concerning. The Heestands have been terrific and listened to their concerns and assuaged many of them. The only thing she is bringing up tonight is the noise and traffic factor. She had past concerns about building structures in the campground because she can see the lights of the bathhouse in the campground. 4 or 5 campsites abut their property but after speaking to Doug and Mela, she feels more comfortable about their plans that they would be open to their concerns about where those structures will be built, how many and the size of them. She has put all of her concerns in the past in writing and wanted tonight to put a voice to those concerns. She and her husband are resigned that this will pass and are really okay with that. They wanted to make sure that the rest of the concerns are not lost especially some of the wording currently seems loosey/goosey in relationship to how somebody after the Heestands could interpret that language and what they could do with it. She mentioned that mini golf is a concern to her because of the noise. She noted that she has been in her home for ten years and she feels the Desert got kind of sleepy, was in disrepair and wasn't the best place. That was a plus for her and her husband because there wasn't a lot of traffic going through the campground. She works out of her home and has her windows open all summer so mini golf noise is a concern for her. She thanked the Board for allowing her to be

probably the only negative voice it is hearing tonight. They are probably okay with this moving forward as long as the open dialogue continues. She is hoping the language could be addressed in the section that refers to the buffer. She feels that if a buffer needs to be built such as a berm, trees or shrubbery, it will make them more comfortable with the noise and sounds from all of the ventures being talked about at this point.

John Albright advised that he is not an abutter. He lives in South Freeport and he submitted a letter to Ms. Pelletier and is confident she submitted it to the Board. He thanked the Board for its time. What is being proposed is consistent with the Comprehensive Plan and also with the language in FEDC's Vision 20/25. He drew attention to his written comments and encouraged the Planning Board to take note of one sure bright spot in Freeport's arts, cultural, historical and economic future and also take advantage of the care and commitment that Doug and Mela have shown to their land and to Freeport and approve their application.

Mia Dyson of 22 Merrill Road mentioned that statistics show that people of color have much lower rates of participation in outdoor venues, parks and other opportunities to experience nature and science in the natural environment. We have Lewiston with a large immigrant community and Portland as well. She wonders if there could develop some vision for making this facility available for field trips, public school groups coming from outside of Freeport in a way that would not overwhelm the facility, but provide an opportunity for environmental education for children and adults who historically not had access to those types of venues. Mrs. Heestand advised that she is interested in doing that and is actively networking with organizations that are already doing that in Portland. Her goal is to provide space for nature-deprived kids.

John Maganellen (not Lauren) from Dune Drive advised that his wife submitted written comment and for the record, he agreed with her positive comments about Doug and Mela. They are in full support and also the over 25 other positive letters they enjoyed reading from other supporters. He feels the Heestands are a gift to Freeport. He feels this is a no brainer for Freeport. The Heestands not only have a vision, but they have a plan and they are putting their financial resources behind it. He thinks about what could the other option have been as a neighbor to the Desert. The other option was a failing tourist attraction being sold to a potential home developer or someone potentially seeking other kinds of zoning changes to go from Rural Residential to a higher density multi-family type unit. He can appreciate that there could be lights at night and whatnot but the other alternative could be a major development and we would be looking at numbers that were not just once in a while when an event was to occur but daily morning and night. He feels this is an absolute gift to Freeport.

Stuart could not connect so Ms. Pelletier offered to have him e-mail her and she would be happy to share his comments.

Liz McDonald advised that she is a neighbor at 130 Dune Drive and is so grateful the Heestands bought the Desert and are making improvements. It has been a fantastic beautiful transformation. She feels there needs to be more green spaces in Freeport that people can come and visit. It is good for people's health and tourism. She hopes the Board will support their efforts to continue to improve it.

Joyce Veilleux of Flying Point feels it is wonderful that somebody purchased the Desert and will bring it back and surpass its past glory. She questions not allowing weddings. They bring in business for other businesses in Freeport such as caterers and flowers and we don't have a lot of places in Freeport proper to be a wedding venue. With a contract with the wedding party, the size could be limited as well as the time and the music. They could just have afternoon weddings. She feels they are cutting off a revenue stream that could be very lucrative.

Jane Yurko of Merrill Road noted she is amazed at what they have done for the Desert. She had a question about "no cooking" and asked what that is about. Doug advised that the intent is to make sure that these little cabins

don't turn into little condominiums. It was a way to make sure they technically were not dwelling units. People will be able to cook over an open fire pit. Mrs. Yurko noted she fully supports what they are doing and that they are great neighbors.

Chair Kapala wanted the public record to include a comment from Chris: "This seems very selfish points and has nothing to do with the betterment of the community." He thanked Chris for the comment and mentioned he does not identify with that comment personally.

Keith McBride of FEDC noted he submitted a letter in support. He wanted to say that there is a lot of thanks due to Doug and Mela for coming to this open minded and Town Staff, Caroline, Nick Adams and Peter Joseph as well as a handful of other folks came to this recognizing that there is some real public benefit to returning the Desert to its former glory or exceeding its former glory. There is really something special in the town for this to happen. For FEDC, they see this as an opportunity to further one of their goals which is to diversify the experience for people coming to Freeport. Beyond that, there is an opportunity for residents to see something special come out of this that they can take advantage of as well. It truly can become one of the crown jewels of Freeport and this is a great effort to help Doug and Mela get that accomplished. He thanked everyone for their effort on that including this Board and he encouraged the Board to send it to the Council with a recommendation that it ought to pass.

Deb Smith of Lower Flying Point advised that Wolfe's Neck Farm used to do weddings and no longer do them. As a neighbor she can say she is really glad and can see why eliminating that as a use would be the preferred way to go for all the neighbors. Weddings turn into something completely different than having a concert, especially the nature of what is being planned. What is being proposed sounds very nice.

MOVED AND SECONDED: To close the Public Hearing. **ROLL CALL VOTE:** (6 Ayes) (1 Excused-Torres) (0 Nays)

Mr. Canaan advised that he feels the latest edition of the language looks great and he would be willing to read a motion when the rest of the Board is ready. Chair Kapala noted he is on the same page. He feels it was helpful to hear from Deb about weddings and that is a clean-cut way to get at the noise issue late at night. Mr. Jortner asked if there is a way for the applicants to get that restriction reconsidered if they were to change their minds. Chair Kapala added that they would have to come back for a text amendment. Mr. Jortner feels that governmental entities shouldn't be doing things that are arbitrary. You could have a party exactly like a wedding without someone getting married and then the prohibition would no longer apply. He noted he would not make an issue of it here but it is good to know the applicants could change their mind and seek a change if they wanted to.

Mr. Joseph explained that at the Council level we heard about noise through the Short-term Rental Ordinance process. We hear complaints about weddings which is one of the big ones for events when people do rental houses. It is something generating noise complaints in the community but there are other times noise is generated by corporate events, parties, bachelor parties, etc. Weddings is a big one but there are others.

Attorney Mazer pointed out that we are still under the RR-I Noise Ordinance as well which is the most stringent in the town so there is no intention of having Bachelor or Bachelorette parties. Weddings was something called out to them and they were happy to work with the neighbors that had concerns about that use. If there was a need to amend, they could come back for that amendment but are happy to leave the restriction in as is.

Chair Kapala feels that Mr. Jortner's point is a valid one. Ms. Pelletier noted that weddings are something the Town Staff, applicant and the attorney talked about really for the reasons Mr. Joseph mentioned. We do get traffic and noise complaints when there have been weddings in places where they are or not permitted. We also

get a lot of calls from people that want to have weddings in barns so when we worked through this with the applicant. We have had some enforcement issues with weddings and there were concerns for the impact on abutting properties. There could be a lot of other events we are missing but that seems to be the most common one we have enforcement issues with and get complaints about. This was agreeable to everyone so Staff would definitely support that based on enforcement issues we have had in other places. Chair Kapala noted that it is good enough for him. He reminded everyone that assuming that the Board finds this to be consistent with the Comprehensive Plan, it then goes to the Council where there will be another public comment period. He reminded who from the Board gets to read the motion that the key part is that this proposal has been found to meet the 2011 Comprehensive Plan.

MOVED AND SECONDED: Be it ordered that the Freeport Planning Board recommend that the Freeport Town Council adopt a proposed amendment to the Town of Freeport Zoning Map, and to Sections 104, 301, new Section 428, Section 514 and Section 515 of the Town of Freeport Zoning Ordinance, pertaining to the establishment of a new Nature-Based and Art Overlay District (NBAOD), in that the Board finds that the proposal is consistent with the 2011 Town of Freeport Comprehensive Plan in that it protects natural and historic resources, it encourages the expansion of the creative arts and it promotes Freeport as a destination to visitors. (Canaan & Jortner) **ROLL CALL VOTE:** (6 Ayes) (1 Excused-Torres) (0 Nays)

Chair Kapala thanked the Heestands for sticking with this process. It seems as if he speaks for the vast majority of the town in saying we are excited to see what they will put together but is aware there are still many steps in the process. He wished them the best of luck with all of those as well. He thanked members of the public who commented.

ITEM IV: Continued Discussion – Desert Road and Old County Road Zoning Change

This will be a continued discussion on a request to change the Industrial II (I-II) District to allow for a mix of commercial and residential uses and to possibly also change a portion of the Rural Residential I (RR-I) District near Old County Road to allow for higher density single family and multiple family dwellings. Subject properties include Tax Assessor Map 22, Lot 25 & Tax Assessor Map 26, Lot 38. *Applicant: KV Enterprises LLC – Kendrick Ballantyne; LL Bean, Inc, owner; Kylie Mason, Sebago Technics, representative.*

Chair Kapala reminded everyone about the process and what we are doing here tonight. This is not an application we are reviewing tonight. This is an informal discussion. There is a possibility for the Board to take public comment tonight but is not required by law. If the Board is amenable, it may take public comments. No matter what happens, the Board will not take action and if the Board takes action to recommend this to the Council, there will be a public hearing similar to what we just heard from Doug and Mela. There will be additional opportunities for the public to comment. Even after any potential future proposal makes it through the Planning Board, there is an additional public comment stage at the Town Council. The Board has received a lot of public comment and appreciates that.

Kylie Mason of Sebago Technics acknowledged their arrival tonight as well as the community's. It is probably filled with a mix of anxieties, fear and concern and maybe even a little bit of hopefulness. She recognized the unfortunate way information has been shared with the community. It was not their intention. They are so early in a stage of discussion that their intention is to come and receive feedback. The silver lining is that the community is engaged and is here to provide comment. Her experience in Freeport over the past 15 years has always been one of inclusivity, of open mindedness and of curiosity. There is a long process ahead and she hopes the community will join them in this. She advised that she has read everything provided and will continue to hear questions and concerns. She agrees with them that responsible development should not impact infrastructure systems or services. That is not what they are proposing. A responsible master plan development supported by zoning and regulated through State and local government is the direction of responsible

development. They hope to provide the analysis, solutions and implementation that bring improvements to burdens you are already facing and also to bring amenities to the community.

Ms. Mason displayed a plan and explained that they are proposing a Transition Zone location located along Route 295 between Desert Road and Old County Road. It encompasses wooded lots as well as the golf course. It is bound on the other side by land owned by L.L. Bean as well as the railroad.

She explained how this fits into the Comprehensive Plan through the Transition Zone discussion. The process timeline is projected between 17 and 22 months. They will go through a public feedback session engaging with the community, a process review with the Planning Board, a process review with the Town Council and then move on to a process review with the Project Review Board. It is a very intense process. Their site does touch one of the recommended areas to consider a Transition Zone and they feel this is one of the best locations for it. She showed the area context map. The C-4 which currently has a density of 12 units per acre. As well as the approved RCOD Overlay District which has an approved overlay of 9 units per acre. This would be a great area to fit in a Medium Density. It sits between the two and creates a buffer between the C-I, the Industrial and the Rural Residential. It is a perfect buffer area. She noted that Freeport experienced a growth rate in the last nine years of 8.6% and the Comprehensive Plan asks that that growth rate be supported in a high density, medium density or transition zone. They feel that a development like this will support that goal in a responsible and managed way. She showed the density and how it is distributed. 12 units per acre to the right off of Desert Road, 9 units per acre off of Old County Road. They would be proposing something along the line of 7 units per acre with the removal of any land that was used for commercial development, wetlands and any rights-of-way. It still leaves a lot of land for open space amenities. She displayed a slide showing the golf course and how it supports some great development potential and amenities within the site. She pointed out land owned by L.L. Bean. She mentioned that this plan was circulated as if this plan would show up overnight but a development of this nature would take 15-20 years to develop. This is not a proposal. This is not a design. It is simply an illustration to communicate how density might be applied. The phases are rather small and move through a number of years. Within Freeport's own town process, the limit of an approval is a two-year period so there is a number of iterations this plan will come back for to make sure it is being developed in a managed way. Each phase will go through a planning process. This is responsible development. A development like this allows for a lot of opportunities to create alternative circulation, sidewalks, bike lanes, vehicular travel lanes, amenities you don't see in other areas and other developments in Freeport.

The development is supported by opportunities for multi modal transportation including the BREEZ. One of their goals is to include public transportation, bike lane infrastructure and pedestrian connections not just within the site but around the site and this is an important piece because this is part of their DOT permit that would be required. As part of that there is a significant analysis that will take place. She showed the study area they would be using for this. There is a 2-mile radius from each entrance point that they will be studying. They met with Town Staff and representatives of MDOT last week and the intention of the meeting was to define the scope of the study and analysis. What came out of that meeting were the improvements and studies that are underway to improve the Desert Road Interchange and that DOT is working with Freeport's Town Engineer and Staff to start formulating that design and will be moving through that process soon. In addition to that was letting them know of the potential for density and development so they can fold that into their calculations and design. It also starts to identify other areas that we might not know about that would be important to the community. Town Staff brought up that while there are counts that are offered during certain times of the year, one count that might be very valuable is to count the traffic during the holiday season where the L.L. Bean Fulfillment Center is running at full operation in support of their holiday season. They have authorized additional counts so they can provide that study and information and can fold it in for off-site improvement plans as well as the permitting that goes with it. They feel these answers are critical to the community.

She introduced Derrick, one of their Traffic Engineers. He mentioned that what they are doing is going through the MDOT Traffic Moving Permit Process and that will include a comprehensive study focusing on areas within two miles of the site to determine what the impacts of the development are and the best way to provide mitigation for new impacts that come about. That process will be undertaken over the next multiple months. Traffic data will be gathered as appropriate to form the base of that study. They will be making sure they are coordinating with MDOT and the Town on the Exit 20 improvements.

Ms. Mason pointed out that growth is going to happen in Freeport. Development has occurred in a way she would describe as unmanageable because it has been small enough that it hasn't triggered any major threshold. A larger development with a phased managed approach has a way to address the stresses on the system. It has a way through infrastructure, services and amenities, while creating revenue for the community, provides benefits for not just the new residents, but for all residents. They really believe this is in line with the Town's Comprehensive Plan. Over the next 45-60 days they would like to continue with their next steps. They would like to engage with the community starting with a public meeting on November 18 and ask to reach out to community members through their e-mail addresses and also ask Freeport Residents for Responsible Development to use their channels to bring people to the site to meet with them and to bring people to the listening session to engage with them. Feedback is critical to them. After meeting with the neighbors, they would like to come back to the Planning Board and start to provide some preliminary zoning language. She is grateful for being here.

Chair Kapala thanked KV Enterprises and Sebago Technics. He mentioned that it is not up to the Board to write language but could provide opinions on the direction and feasibility of this sort of development. He asked for thoughts from the Board and then if it is amenable to the Board, there may be an opportunity to open it up to public comments.

Mr. Ball understood that the comparison of 7 units per acre is what we have been seeing in the area but the aggregate of the project is quite considerable. He asked what is the driver of the phases they envision. He knows they say it will take 15-20 years but what happens if there is considerable demand for them. Will they do one phase after another or three phases at one time? Ms. Mason explained that the reason for the phases is identified as part of their fiscal analysis. It is focused on maintaining development on trend with Freeport's growth. Right now, Freeport is trending at 8.6%, the projection would be that it would be 12%. These phases are in line with that 12%. Chair Kapala asked when they ran that projection, did they presume that all of the development in Freeport will occur on their parcel? Practically speaking, it seems there would be development in other parts of town that would happen. Ms. Mason feels it is reasonable to assume there will be development in other areas of the town but they focused on what this development meant in terms of a percentage representation understanding what the Comprehensive Plan is asking for. It would not eliminate a single-family home being built on the outskirts, etc.

Mr. Jortner pointed out that if this is supposed to be a slow phased development that could last as long as 20 years, they would have to start by sizing their facilities to meet the demand for all 500 plus units such as water, sewer, traffic changes, etc. Ms. Mason advised that those areas would have to be extended to support phases on either ends which is the most expensive infrastructure component of it. In terms of traffic, permitting and analysis, yes, they would scope the entire thing out as though that density arrived but those off-site improvements may be phased to meet the phases of development. For example, the MDOT permit would only be good for five years and then it would have to go back and be revisited. There are multiple points of engagement with local and State regulations to help manage the development. Yes, they will build lots of it up front to support future development and then there are areas that will fold in through the phases. Mr. Jortner asked if the sheer size of this was the chief concern of residents or members of the Board, what is the flexibility of scaling this back? Ms. Mason explained that it is part of the discussion. The 529 units are really an expression of what the developable land is at 7 units per acre. There is a discussion component that needs to happen and

that is what they are asking for. There is a limit. The cost and burden this development bears does require an amount of development to ensure it can be carried by the project.

Chair Kapala hears the need for a Transition Zone being consistent with the Comprehensive Plan. It makes a lot of sense and he is in support of a Transition Zone in town. The Board received some public comment that seems to be in favor of affordable housing, housing in different densities, sustainable housing, energy efficient building, etc. and it makes sense to support these types of developments in town. The part that gives him the biggest pause is the rezoning of the rural district. The rural character of Freeport is intact. We have downtown and one can get out of the dense part of Freeport in a matter of moments so the rural residential parts are very important to Freeport. He would take rezoning a rural residential district very seriously. It is the gateway to Freeport on 295 and the fact that there is such a buffer on the east side of 295 and then the golf course, you don't see a lot of houses clustered there. It feels rural to him and it matters to him personally.

Mr. Jortner advised that one of the common themes in the comments provided is that we don't need to lose that rural zoned area. We need redevelopment in the Village area especially with the diminished retail. He asked if KV is at all interested in considering any other location for this type of development? Ms. Mason advised that the reason this parcel is being considered is because of its availability, its location and the potential for development. She is not aware of land for development in the downtown area. She does not have a good answer for the Board but feels it is a great future discussion but would not want it to impact the potential of the zone. Chair Kapala mentioned that this definitely is high on people's list for thoughts on this proposal and that we have this downtown where there is a high vacancy rate right now. If we are trying to support development in town, there are other ways to support it in the village. In a perfect world, if we want to add a lot of housing units and want to do it in a sustainable way, it could happen closer to town and wouldn't require taking a large tract of undeveloped land and putting stuff on it. He recognizes that this land is available for this sort of thing.

Mr. Jortner is in favor of allowing people to speak for a limited period of time if they want to speak today. He would be interested in hearing about the extent to which this explanation of it being a slowly phased project that could last 20 years before getting to the big numbers everybody is freaked out about. To what extent does this emolliate people's concerns about this. He would like to hear if that changes people's views or are they just as vehemently opposed to this proposal regardless of that. Chair Kapala mentioned he is interested in the objections he has heard in the written comments so far and what part if related to the sheer size, and if there are parts of the proposal that people find attractive but maybe still oppose the overall because of the character change to Freeport. He noted that if the Board takes comments, the public limit their comments to 90 seconds per person. He encouraged those people who have not written in to comment. He would like to hear from people that have not had a chance to write in first and it is acceptable to add your support to a previous commentary to get it on the record without repeating every word. He noted that the Board has received all the comments so far and he has read through a lot of it. The Board did not voice any objections to hearing from the public. Mr. Joseph offered to set a timer and will alert the Chair when people reach the 90 seconds.

Mr. Savona advised that he is assuming that the potential applicant has received all the feedback that was provided to the Board. He also asked if all the people tuned into this meeting has access to the information the Board received to get an idea what the comments are, the scope and the number of them. Ms. Pelletier advised that a complete packet is on the Town's website. The original packet of 100 plus pages of comments was posted with the original information along with supplemental comments as they have been received. She has not kept up with e-mails as of Noon today but otherwise everything is on there. Any late comments that straggled in was shared with the Board.

Stuart of Merrill Road pointed out he is totally opposed to it. He asked the question why should he live here if we are just going to allow this. He may as well move now since this is ridiculous to let this happen to our town when a rich developer comes in and destroys the integrity of the whole area. He has lived here for 33 years and

is totally opposed to 529 units. This is a beautiful town. He is regular people and would suggest just turning it in to a park. He will do anything he can to oppose it. It would be a travesty for the area and if they did it, he probably would move somewhere that would look like Freeport did.

Katherine Walker of Tidal Brook Road mentioned the phased building aspect of this development seems to be presented as an attempt to assuage their anxiety about the enormous increase in population but it also is in turn subjecting them to the 15-20 years of constant construction noise, traffic and general construction pollution. That alone, regardless of when this is actually finished, changes the character of their road and their neighborhood.

Chair Kapala pointed out that at the end of this public comment period he would like to give KV Enterprises a couple of minutes to respond to these concerns and then we will go back to Board discussions. Mr. Joseph advised that if anyone is having a problem, they can send in an e-mail to Caroline at CPelletier@freeportmaine.com or go to the Town's website: Freeportmaine.com, click on the Planning Page and they should find a link to her e-mail right there.

Sarah Victor speaking now as a long-term resident of Desert Road and as a former member of Freeport's Sustainability Advisory Board, noted she is diametrically opposed to the proposal for the reasons stated previously by the speakers and wanted to say that the major component missing from this proposal is the value of relationships and interrelationships, community and sustainability. This will fundamentally change the character of our town in a direction that is not aligned with our Town vision and Charter or the reason why she settled here with her family.

John Albright of South Freeport advised that he is opposed to a development of this size phasing in over 20 years or whatever it ends up being. It makes him uncomfortable because in the end we have lost 170 acres of woodland and doesn't include the commercial industrial lot right on Desert Road. The biggest concern he has is one of process. He mentioned he was an environmental consultant 30 years ago and had one contract from Sebago Technics that looked for an endangered species on a piece of property somewhere in Southern Maine. Ordinarily an entity that has a financial interest that Sebago does in this project wouldn't be the entity that would be leading the conversation with the Town of Freeport with the specific intent of enabling a final large project. A question for the Planning Board is when is the Comprehensive Plan due for review? It strikes him that the Transition Zone concept is a concept and not something identified as a particular technique hence the morphos blue lines. Freeport should use this as a wake- up call and recognize that yes, development is going to happen and we need to get ready for it, but he doesn't think it is proper for Sebago Technics to be the ones leading us in that conversation. We need to do that on our own. When someone has a proposal that they want to present, bring it to the town and we can address it. He thinks we have the cart before the horse.

Char Kapala explained that we are due for a new Comprehensive Plan but the pandemic has thrown a bit of a wrench in the early stage of the process. It is a long process and one that is more easily accomplished in in-person meetings. He explained what will be involved. Ms. Pelletier explained that our Comp Plan will expire in 2023. We have funds allocated in the Municipal budget to start the updating process. The first step will be reaching out to the State and getting a data package with information for Freeport which is done twice a year. We just reached out to the State and did receive a data package but it will be a long process with a lot of community outreach and involvement. We are taking steps towards getting that process underway.

Chair Kapala noted that the Transition Zone is very much a concept that was identified in our Comp Plan and has not been explicitly used. There is no T-I Zone or whatever it would be in town at this point.

Erin Clough of Murch Road indicated she had written but has a couple of things to add that are not repetitive. She questions why Freeport needs this scaled development at all. This is the type of large-scale development

seen in other states such as Massachusetts or the Midwest. It is incredibly unusual for Maine. Phasing it over 20 years does not make her feel any more comfortable. Having a phased development over 20 years sells out all of Freeport's future to one developer and would still irrevocably change the character of the town. She agreed with Mr. Albright that it is a really poor precedent to lock in a zoning change to a giant plan when we need to focus on a Comp Plan. Ours is inadequate and is expiring in 2023 and we should have our focus on making the Comprehensive Plan appropriate for Freeport and thinking what we want Freeport to look like and not just accept what Sebago Technics thinks it should look like.

Amy Novak of Dune Drive and a former construction project manager in California advised that she is against this project. She does not like the way it has been brought forth and while it may be unfortunate, she feels that is no excuse. She wanted to personally speak up for the golf course. Her family enjoyed it and is loving it. It is a wonderful life-long sport for children and adults and to lose a municipal golf course would be such a loss for our community. She would encourage any developer or the owner of the land, L.L. Bean to look at how else they can use that land understanding that it is abutted by a railroad. She thinks a lot more creativity could be brought to it. She does not feel this plan is comprehensive in the way that our relationship with L.L. Bean has been and she would like to see a much more creative use of the land and maintain a public golf course for all of us.

Sam Hunneman mentioned that the 2010 Census showed 3,690 housing units. If over 9 years at 8.6% growth, Freeport gained approximately 35 units per year so between the 144 units in the Hunter Road to Desert Road project and the 529 units in this project, that sounds like 19 years of growth with nobody else being able to build a garage. Secondly, we heard tonight the Desert of Maine project being an upcoming crown jewel for Freeport. She pointed out that the golf course has been a crown jewel for Freeport and we love it. It has been here since 1965. This year since COVID, there were well over 14,000 rounds played. That is on its way to being easily \$300,000. To rebuild a golf course is somewhere between \$50,000-\$175,000 per hole so once we lose it, we will not get it back. She is so opposed to this project.

Jennifer Maneikis explained that she lives off Webster Road and is opposed to this project. She has lived in Freeport her entire life and seconds what has just been said about the golf course and it is not something we should let go easily. She asked if this is a done deal but understands the purchase is contingent upon approval. 529 units is about a 20-33% increase in population but that impacts our taxes, schools, roads, services and our schools cannot take this. She has three children in the school system and can say that our schools are at capacity. She asked where else do we have a density of 7 units per acre in Freeport. She also asked if this developer is the same developer as the Dunstan Crossing development in Scarborough? She doesn't understand how this is in line with our Comp Plan and recommends that we redo the plan and revisit this in 2023.

Scott Shea of Desert Road noted he grew up in Wiscasset and looked at a lot of things here that are similar. Wiscasset was always talked about being the prettiest village in Maine and they had no vision for the future. When Maine Yankee closed down, the zoning and planning was horrible. When you go through there now, they can't get back what they had. He feels there is so much positive happening in Freeport and a lot of it happened because of the variety of things that is offered and the variety of people who come and live here. The school systems and the quality of education is at a high right now. It is the first time he has seen it ranked in the Top Ten Schools in the State. We have a lot going for us and once you have a development like this, you can't take it away. He believes the Board already approved a Desert Road development across the road from this and they were not even notified about it. They heard there was an article put in *The Times Record* for that one and it was very clear with that development approval again that L.L. Bean was behind the sale of it. We do not have plans in place to guide any developer through this. We are allowing the developer to guide us through the process which is totally backwards. He also finds it ironic when he looks at L.L. Bean's website, there is a quote that says, "Land access and preservation has always been one of L.L. Bean's core values." Obviously, it is a philosophy in what Bean's has developed the whole outdoors and preservation their whole business on and it is ironic that L.L. Bean has acquired all this property in Freeport and is now in the process of selling it for development when they

are paying money and supporting places in Cleveland, etc. On their website they are partnering with other communities to provide more green open space and less density in developments, yet in their own town, they are actually supporting development of this sort that would totally change the town and the character forever.

Sarah Haggerty noted she submitted extensive comments so would not reiterate them here. She wanted to reiterate Sam's point about the Rural Residential change. They lived in downtown for several years and moved here a year ago to get away from traffic, noise and busyness and if this development was clearly on the zoning maps, or somehow as a risk in the Comprehensive Plan, they would have reconsidered where they were moving to. She agrees we need to re-evaluate our Comprehensive Plan and then we should be in charge of where our growth happens which gets to the question of phasing and it really doesn't help because what we are doing is bringing high density development into the rural area. With the 144 units that have already been approved, this really destroys that feeling of rural residential. She really does not want to spend the next 20 years with construction traffic and noise. According to the Comprehensive Plan data, this area is one of the areas with the highest accident rates so it doesn't seem like a great idea to be adding additional development here and with the 8 commercial lots, she feels we should be focusing on revitalizing our downtown.

Warren Gerow wanted to reiterate what others said as far as the character goes. This mega development does not really fit the character of the existing residential development in Freeport regardless of how you phase it or bring it in. It would be pretty nice to see the golf course incorporated into the development. He agrees the phasing is a bit suspect. Nobody is going to come in and slam in 500 units of anything in this part of the world. They might in California or Denver but he questions the phasing speed. He doesn't believe there are any kind of educational impact fees in Freeport associated with these mega developments which is a concern. He had a question for Sebago Technics. In Phase One, Two or Three, what percentage of growth does that represent within the Town? He is interested in what their math looks like on that.

Andrew Arsenault mentioned his family owns land pretty close. In talking about the density of the Interchange up at Exit 20 but really the first phase will dump out on Old County Road and what impact that will have on that neighborhood. At the bridge there will have to be a light on Route One. He was hoping when this got developed that the golf course would be maintained and something like Ocean View or The Highlands and be a 55 Plus community where it wouldn't impact our schools as much and drain our resources. He thinks this would be better done if it was not done on zoom and after the pandemic was over so we could meet in public.

Nick Cartmell pointed out that he has been taking notes and pretty much everything he was going to say has been said. He freaked out when he saw the proposal but hearing everybody talk tonight has put him at ease a bit. He noted that Sebago Technics has brought up the 8.6% growth, barely touching the blue line and the 7 units per acre because they know they will have to explain themselves and why they are trying to develop this in some sort of way that Freeport people can understand. He seconded everything that has been said tonight.

Shannan Garrity of 25 West Street indicated that she submitted a letter with a bunch of questions and concerns but has a couple of additional questions. She noted the common themes in the letters submitted and also a letter from the CEO of L.L. Bean advised that there will be affordable housing in this site. If this was built today, she asked what are the housing prices that would be available in the proposed development? She challenged the fact that Sebago Technics continues to bring up the density of the Overlay for the nursing home. While it is a high density, those people are not bringing in kids. They are not driving much and not affecting as much as 529 families would. She can speak to this because her mother happens to be there and she has concerns about what this type of construction would do to the little bit of enjoyment that the residents of Hawthorne House and Freeport Place have with the birds that come by, how much noise and how much traffic. Many of them walk Old County Road wearing a reflective vest and she has concerns that those people who are living there for the end of their lives will lose all of that for these 529 units. She thanked the Board for its time.

Sarah Doten advised that she did not have a chance to write in but wanted to voice her concerns about this and state that she is beyond opposed to this. She lives on Murch Road and cannot imagine living in a town with the mega development being proposed. She can't imagine driving by it several times a day or seeing it from the highway. She has the same concerns as other speakers tonight. She questions why our town needs this or why should we have this? She has a lot of concerns about how this will impact the schools.

Ethel Wilkerson, president of the Freeport Conservation Trust but her comments are as a citizen of Freeport. The proposal's leading premise is that the site is located within a Transitional Zone and this is at odds with the way she interprets the Comprehensive Plan. She believes there is a clear misalignment between their proposal and the Comprehensive Plan. Her question is really one of process like who decides what the zone is? She knows it is a conceptual transition zone but they are taking the conceptual transition zone and using that as evidence that there needs to be a development in this rural residential zone. She is reading it as this is not within the transitional zone. She feels it is a mismatch of interpretation and does not know who is the authority within the community that can determine what the clarity of that is.

Dale Inman pointed out his concern with this project is the financial impact it could have on the town. He encouraged the Planning Board to require an impact study. Sebago Technics said that over the next 45-60 days they would be conducting interviews but he has not heard that it will result in an impact study that will quantify the pressures it will put on the infrastructure of the town. He doesn't want to see a developer come in and start a development and the Town having to pick up the tab on adding things like sewer, police, fire and schools. We ought to know all that before they start any development. From his experience working with Planning Board, this is something the developer usually takes on and is required to do before they start the project. He has talked with the Town Planner about the fees involved with a project. He thinks the fees that are charged were set up for individual homes, not something like this and he also asked how much had been collected in fees and put in a sinking fund so that when infrastructures need to be upgraded, we have the funds to do it. He advised the Town Planner that he would contact her tomorrow and get the answer to that. His concern is that it will cost the Town a lot of money to support this if we don't really know what is going to be involved and what stresses it will put on the infrastructure before it gets started.

Deb Smith noted she is adamantly opposed to a zoning change being proposed by a for-profit developer that will change the rural character of our town that we can never undo should problems arise. We live here because of the rural character of the area. She has been living here for 3 1/2 decades and the rural aspects of it. The thought that Bean's who asks for things from this town by ways of concessions, easements and this and that is selling what they originally intended as a wilderness experience to a developer who is looking for a 25-30% increase in our town, she is not assuaged by "oh well this will be over . . ." Of course, people can build garages in the meantime. This is just completely unaligned with what the Town of Freeport is looking for. She agrees with everybody that has spoken so far. She can't say how much she hates this.

Jon Meade mentioned that his first response to seeing this project, the word dumbfounded came to him. He has not written in to the Planning Board. They have been living here for 16 years and are raising their son. They love the size of this town. When he looks at the proposed project on one side of Desert Road that is already happening and then this is happening, his big response is, "how did we get here?" He mentioned developers in Freeport's history such as Prithm Singh and he is trying to find where he was granted a variance. This isn't the first time we have been asked to do this. He feels there is a precedent that is terrifying.

Guy Quartrucci addressed the Planners. If the Town Charter and Comprehensive Plan and the Land Use Ordinance are the codified product of citizen participation setting the guidelines for the settlement of the community that we should all be able to rely on, then what is the point of this applicant or any other from within or outside of the community being able to override or overturn the citizens expressed will. Chair Kapala

interrupted and noted that we are not at that point in the process. Mr. Quartrucci heard him and in a public hearing, if that is the way it has to go, it will go but he wanted to get on record verbally.

Mr. Quartrucci noted that a mini town within a town is not transition, it is fragmentation. There is plenty of residential property available town wide all over Freeport if townspeople identify a severely unmet housing need. The proposal is wholly disingenuous to the concept of citizen community planning. This is not planning. It is reaction. Scarborough can be Scarborough and Gorham can be Gorham and there is nothing wrong with that. Freeport can remain Freeport with reasonable managed planning. We don't need KV Enterprises to do Freeport's de facto planning.

Greg Gardiner mentioned being born and raised in Brunswick but has lived in Freeport 10 years with his wife and two kids. They are within a 2-mile radius of this project. He couldn't agree more with all the folks that have spoken tonight and has to say with due respect to the folks of Sebago Technics and KV Enterprises, it strikes him as disingenuous to come in and say, "we want to get a zoning change so that we can put in another 529 lots of high density apartment buildings, a couple of hundred town homes and however many single-family lots." There is a reason why he does not live in Somerville, Massachusetts or some other place of this type. It is precisely why he and a lot of other people on the phone choose to live in Freeport, Maine. It is a special place and always has been. It is the very character of this place. It is rural. It is not stacked up with apartment buildings and things like that. To come in and say, "we need to institute a zoning change." He asked if we do? Who is asking for this? Who in the Town of Freeport is suggesting that we don't have enough housing for one-third of our population and we need to increase it by a dramatic amount? Who is asking for this in the citizenry of Freeport? He has to suggest what KV Enterprises stands to very disproportionately benefit from getting this approved. It is not the Town of Freeport and not the people that have lived here for 30 years as you have heard on the phone, not those folks. He is a real estate guy and he gets it. You want to come in and put in high density because it is a lot more profitable to do, right by 295, 14 minutes to Portland. Boom, that is a ton of money. He gets it and he doesn't want to be a bedroom community to Portland. He will move now if that is what you are going to do. It is not why he wanted to live here. It seems very disingenuous to him and he wants to know where the demand is coming from. Are the citizens of Freeport asking for this?

Mr. Joseph added that he is not sure there is a misunderstanding about whether this is coming from us or the applicant or where it is might help. Chair Kapala clarified that there is a sense that the Planning Board and the people of Freeport are being manipulated by KV Enterprises and Sebago Technics and this is somehow at a different stage of the process than what it is. This is the planning process and is what is happening right now. He wanted to push back at the perception that we are allowing Sebago Technics to do our planning for us. That is not how he sees it at all. The point that we need a new Comprehensive Plan is certainly well taken. We are at a delicate point in that cycle. To be considering a potential proposal of this magnitude, again there is no proposal which we are currently considering so that point is well taken. He appreciated all the people that came forth to voice their concern with this project.

Matt Cartmell noted he moved here in 1993 and he and his family ran a B&B on Main Street. They were very involved with tourism and hosted many people who came to stay with them who were buyers for L.L. Bean or doing events. Going back long before they moved to town, the townspeople bent over backwards to assist the Bean family in growing their company. It amazes him that Chairman Sean Gorman didn't advise his CO to come back to our Town Manager and say, we have this big chunk of land and times have changed for whatever reason, it doesn't matter. They own the land and they get to do what they want with it within the zoning and say, "we are going to sell this and the people of Freeport have bent over backwards for us for the last decades. Would you like to buy it?" His sense is that Freeport residents would be stepping up to acquire the golf course and this land that we see as a phenomenal asset. It is very disappointing that they did not come to Mr. Joseph and give us that opportunity.

Mr. Joseph felt he should answer Matt's question. He recalled there was conversation about is the town interested in running the golf course several years ago, not recently. It is not part of this discussion. They did talk to us a while back about it but definitely is not part of this application. He didn't want to confuse the two issues.

Lynn Shea noted she has been a Freeport resident for about 25 years and is a teacher at Mast Landing School. One of the big concerns they had with the Beacon project going in on Desert Road was that there was no school study done that they could find out about and what it would do for the number of students that would impact the schools. 529 units would be a huge impact to our schools. She ran through some numbers but noted they are not completely accurate numbers. With a housing development of this size, she assumes we are looking at an increase of 400-500 students in our schools which would mean an addition of 40 to 50 students per grade level which would add an additional 12 classroom teachers at every building, high school, middle school, Mast Landing and Morse Street School. We presently have 14 classroom teachers at Mast Landing School. With those numbers you can see the increase in students. Our schools can't handle this increase in the near future with the buildings we presently have so one of the things that she would really encourage and hope would happen if something like this were to go through, is to look at our schools and look at the capacities our schools could hold and determine if this is something that can be done with our present facilities and staffing.

Danielle Hansen and her husband live on Tidal Brook Road which is off of Old County Road. She did write in but wanted to make a couple of points that have not been mentioned. The first is that they moved here three years ago from Portland to get away from congested living. One thing that has not been talked about tonight is the effect of COVID-19 on people's perspective of close contact living. She feels there will be an effect on that long term. They have appreciated living in a more rural town during this time period and there has been a mass exodus they have seen from close contact living to places like Freeport. She thinks we need to consider the fact that it makes this a valuable place and not put too much stock into something people might not want down the road. She is a runner and in Freeport we have a strong running and biking community that use these roads that are already underservicing them, in her opinion. She cautioned what traffic would do that portion of Old County Road for bikers and runners.

Sarah Kelly of 7 Roos Hill Drive advised that she is opposed to this development for the many reasons that have already been stated. She implored the Planning Board in the interest of transparency for the community which is clearly engaged and active in this process. They have almost 700 people in their Facebook group that is organized within the last week and they had people out at Town Hall at this early stage. She would love to be more informed on the process and the exact details that are a little unclear. While digging into the Freeport Maine website and everything else, she is trying to understand the timeline, requirements, and deliverables. It would be helpful if the Planning Board could make this more of a collaborative process within the town that clearly wants to be heard and it would be wonderful to know more about the invitation process to be on that master plan that clearly is in the pipeline to be reviewed. They have a lot of opinions so she asked the Board to include them and be transparent about the process so they cannot focus their energy on jumping the gun but at appropriate intersections they can bring their questions.

The specific questions she has tonight at this stage are, what are the feasibility studies and measures that are required by the developers and the town? A project of this scale clearly needs oversight from the State at certain moments but also Freeport is a designated waste water authority so we can understand that there will be significant impacts to our water table, our environment, our traffic, our schools, our services. It will bring additional tax revenue. She would love to see more depth and is curious if it will be included in the proposal. If not, what is the process to engage in that kind of in-depth study and inquisition and can we preemptively request that and also not put that tax burden on our residents to require us to come up with that information. She does not want to tax the school system and was brought up in a School Board meeting. We can provide information but let's not make our educators go more above and beyond what they have already done in terms of creativity and effort to provide that. For a quick comment on the golf course, she mentioned there are

creative ways to license golf courses that are publicly owned. She advised that a California town that turned a tax liability into a surplus for the town's income by licensing and she would love to see this kind of creativity that our town has to be applied to a lot of things going forward that could be included in the master plan.

David Bennell of Porter's Landing advised that he is on the Active Living Committee and thanked the Planning Board. He moved here 25 years ago for L.L. Bean and is the only person to hold the position of Environmental Manager at the company. He is talking tonight as a shareholder for a Midwest company in the golf course business. He suggested that there is a really different way to approach this whole concept. To friends at L.L. Bean and management if they are listening, and that is to look at a completely different way to match L.L. Bean's mission Bean Outsider with a million dollar commitment to the Trust for Public Lands to exit from the property they own as a golf course which they deserve to do and have every right to do and receive a monetary reward for that but do it in a better way that honors their commitment to stakeholders. He believes the company still operates with a stakeholder philosophy and he thinks this is a way to get an exit out of this for the company that better benefits the community and gives the family and the leadership of the company its well-deserved reward. In his family's company that is a good example of that. They were able to sell a golf course in Ohio and conserved over three-quarters of it forever in conservation and exit profitably with a really thoughtful approach with the surrounding community. He suggested that the Town Manager and the Planning Board give this another look. There is a way to do this where more needs could be met in a more thoughtful, longer term way than probably is being considered today. He thanked the Board for its time.

Susan Dunning of Route One North thanked the Board for hearing everyone tonight. She added that she did not write in her opposition but felt obligated to register her strong opposition to this project. Like so many other people have spoken tonight, this does not seem like the kind of development Freeport is looking for and frankly can support. Her family has been here for generations and she cares deeply for this community. This project does not suit Freeport. It doesn't feel thoughtful and it doesn't like it will achieve the objectives we want to achieve in terms of development and provide the kind of housing we want to provide to be a welcoming and diverse community. She wanted to go on record and register her opposition.

Andy Wellen of 83 Hunter Road mentioned that he is a former Town Councilor. He feels strongly that this project should be rejected as quickly as possible and not waste anyone's time anymore. It is an incredible insult that L.L. Bean would be sponsoring this proposal in terms of it affecting the rural residential area. It is one thing to promote density housing but this scale will overwhelm our school system and ruin the rural residential feel. It's sad and L.L. Bean doing this is just a slap in the face. A lot of people cut L.L. Bean a lot of slack because they employ a lot of people but he doesn't care if they leave the town over this. This is huge and we just have to say no to this as soon as possible. He just wanted to register his deep concern. He will be talking to L.L. Bean executives and will be calling Councilors. He noted that Donna Larson works for Sebago Technics and she used to work for the town. She seemed to care about the rural residential but he is concerned that she sold out to the corporations. Everybody wants to make a profit but L.L. Bean is not a public company and not beholden to the stockholders so they can make decisions for the good of the community and they need to do that.

Stuart of Merrill Road noted he already called in. Everybody that has called in is strongly opposed so he would like to find a way to organize this group of people but does not know where to begin. He feels he will call Ethel Wilkerson at the Freeport Conservation Trust as a starting point and will call L.L. Bean. He is willing to donate his resources, time and money to oppose this. He suggested that the people on this call get organized and have their own meeting. Rather than being individuals, they should get together and try to find a way to put a stop to this or at least find a conservation whether it is the golf course or some sort of park setting.

John Manganellen a resident of Dune Drive and a Board member of the Maine Coast Waldorf School but his comments are as a resident. He agrees with everything that has been said tonight. He advised that he grew up in Cumberland and chose to move to Freeport to be near the Waldorf School. He grew up on Val Halla Road right

next to the public golf course and appreciated and lived through the benefits of a thriving public golf course. If this moves forward, he encouraged the town to seek out if there has ever been a town that has consciously made a decision to get rid of a golf course instead of investing in it. He recently read in the *Portland Press Herald* that the DOT has reached out to the town and given us an incredible tight timeline. The biggest concern around all of this is around safety so an incredible tight timeline to make a choice about what that bridge crossing at Exit 20 will look like. One is less expensive and one is more expensive. The more expensive option allows for walking and biking lanes which he personally feels should be extended all the way down to the Desert of Maine. We have heard how this will be a future crown jewel for this town so we should think about that. However, if a decision is not made within the next two months, and it sounds like that is the deadline the DOT has given the Town of Freeport about the specs on that bridge. If we don't go with the more expensive option, there is no possible way, especially with the 144-unit development already going in at a DOT graded F Intersection that we could support this. He feels the town better figure out a way to go with the more expensive option of that bridge crossing at those exits if they are going to consider this.

Joyce Veilleux of Island View Lane mentioned she sent in a letter but in addition to agreeing with what has been said already, our town has strived for many generations to maintain its character and the rural nature. With McDonald's we made sure they maintained their character by using an old home instead of being able to build one of their drive-throughs. A project like this feels like it will take us down the road of cookie cutter communities we see in multiple states and we will not be able to turn the clock back on that. The golf course is an important part of our Active Living community which we have talked about and made strides to increase over the last ten years. It would be a real shame to see that go. Any project of this nature should be tabled until the Comprehensive Plan is updated.

John Goran of 74 Webster Road advised that they are an abutter to what potentially could be the expansive event that we are looking at. This property could expand right up to their back yard on Webster Road and eventually down the line, not something they moved here to see in their lifetime and not something they would like to see. He can well imagine that he, his neighbors and his wife are not too thrilled with the idea of a very large investment going on in the land directly behind their homes. This is something to think about. He can't understand why the town would want to have such a large development on this side of 295. When they moved here back in 2000 /2001 there was a large fight over this side of 295 and the residents won. He would hate to see that happen again.

Kathy Biberstein of Byram Avenue advised that she heard a lot of good comments tonight and they all went in the same direction. The good news is we get to decide in Freeport what the zoning will be for this parcel of land. We re in control of our own fate. Like David Bennell said, it has created an opportunity for us to think about the importance of this parcel of land to the town, of the golf course and preservation of open space. It has focused our attention on developing a Comprehensive Plan for the town. It's time to talk about open space, bike and hiking trails, recreational uses and it has led us to talk about the need to implement a plan to make the downtown a living breathing space with focus on residential opportunities. She views this as an opportunity for conversation but she knows some people are concerned that it is a done deal. The level of engagement we saw tonight makes it very clear that it is not the case. These are the questions we need to ask ourselves and not just ask but answer them and then implement the solutions in the coming years.

Jane Yurko of Merrill Road disclosed that she works for L. L. Bean but was not aware of this proposal until she saw the *Portland Press Herald* article. Really putting information in the *Press Herald* is not helpful. It is a Portland paper and no one looks at the legal section of *The Times Record* to find out information about our town. It would be better to have something in the *Portland Press Herald* or some other way of communicating as well. When she worked in town at L.L. Bean, she used to walk back and forth to work. She walked down Desert Road in both directions and she noticed that that land already has holes in it. It doesn't need new ones. She has seen silver foxes, turkeys and deer come out of that land crossing Desert Road. She also sent a photo of a white lady slipper

to Caroline Pelletier. She walks along the trails on that property and there is protected fauna and flora and environmental impacts need to be looked at before they start building there. They have 1 ½ acres in the rural zone and she asked what would you think if we tore this one house down and put ten houses on this property? Would the Board approve that? It was just a question.

Lisa could not connect.

Chair Kapala wanted to clear up something about *The Times Record*. He does not think that was a piece of reporting. The information that ended up in The Times Record and was on the Press Herald's website was journalism because all of the Planning Board meetings are public meetings and the first time the Planning Board heard from KV Enterprises and Sebago Technics was brought to them in a public meeting. It was not a proposal but it was just to ask questions of the Board. He doesn't think the Board had much to say about it but one of the things that was said in that meeting was we wanted to hear from the public. The article in The Times Record was the result of someone trying to get information out to the public. It was journalism. Ms. Pelletier noted that what the public is referring to is the Town historically has posted required legal ads in The Times Record. It is Town's practice. We have heard at the Project Review level and as the Planning Board discussed that the public would like to see those other places which is a discussion we have had. As far as this meeting, we haven't had a legal hearing so we haven't posted anything in the paper but she believes that is what the public is referring to the preference to see the Town use at minimum the Press Herald over The Times Record. Chair Kapala noted that this is something the Board has discussed recently on updating the notification system to better serve people.

Liz mentioned that she lives in Freeport like many people because it is rural. It has beautiful trees and trails. They moved from San Diego for this and wanted to go on record as another person saying please don't turn this into another suburb like so many other cities. This is a beautiful and special place and this dense housing is going to ruin it. She requested that the Board not waste any more time on this. Nobody supports this. Please just say no.

Chair Kapala called it a night for public input. He appreciated everyone coming out and voice their concerns with this project. This is how the process works. His preference now would be to go to KV Enterprises for a few minutes to respond. Ms. Mason thanked the Board for allowing them the time to have this conversation and acknowledged the value of what they are hearing. The easiest way for her to answer questions right now simply would be the intention to engage with the community. The first time they came they mentioned that a fiscal impact study was underway. They do have the summary findings but feel this is not the right time. She will be happy to share that information when she comes back. They met with Codes, Public Safety as well as the infrastructure areas to understand the impacts and measure the costs. They have done a population calculation with this based on a spread of density. They calculated what the impacts to the schools would be in terms of new students. They have this information and want to share it. The final report is being wrapped up.

Relating to the golf course, it is important in this that that golf course will be changed regardless of this development or any other. It is something to be sold and closed. Operations is no longer of interest to the owner. She understands the character but the sight lines are something that can be built into the language and is something they can work with. In terms of the cookie cutter discussions, that can be built into a zone. She feels there is a lot of power there for the community and the Board to create in those areas. She does not feel they are trying to lead the zoning process and appreciated Chair Kapala stepping in and clarifying that. They are open to guidance from this Planning Board on where this should go. She feels it is reasonable to point out that Freeport will continue to experience growth and the question is where do you want to focus that growth if not here? Focusing that growth will be important. She feels all the feedback they received is very helpful. She understands the opposition.

Chair Kapala thanked KV Enterprises and Sebago Technics. Ms. Pelletier clarified that under Section 203 of the Freeport Zoning Ordinance there are different ways amendments can come forward. They can come from the Planning Board, the Project Review Board and the Council. A property owner also has the ability to bring an application forward. They can initiate that process which is what we have here today. We are not letting them drive the planning process but they have the right to bring an application forward. The Board has to consider the application brought forward by the applicant and the important role of the Planning Board in this process is not only the public process and public hearing but to weigh in and give a recommendation to Council as to whether or not this is consistent with the current Comprehensive Plan. The community of Freeport as a whole and the Board, for the most part, people are saying they want to update the Comp Plan. We take those comments and she feels a lot of us are on the same page which is really nice to hear that this be done in a separate process from this application.

Mr. Jortner mentioned he was going to say that the applicant has the right to bring this forward but also wanted to say that the Planning Board has not done a single thing to advance or endorse this proposal at this point. This is just a discussion and the applicant has the right to bring it here. The Board is not discussing this privately with the applicant or with each other. It is all on the public record.

Chair Kapala noted he is sensitive to the feeling that we should update the Comprehensive Plan before doing something of this magnitude but recognizes that if we wait until the Comprehensive Plan is updated, it is pretty easy to fall into a cycle of we always have to wait for the next iteration. Assuming this process goes forward in some fashion, it will involve a lot of opportunities for public comment. He thinks the current Comprehensive Plan has been accused in the past of being open to interpretation as of course everything is but he thinks there are ways to work within the current Comprehensive Plan and also take into account the feelings of the Town. He doesn't think that should be what holds us up from allowing KV Enterprises to pursue an application if they feel they are interested in doing. He personally sees the path forward as being a pretty narrow one with this proposal. Given the overwhelming opposition to where this potential proposal stands now, he would see that it would need very substantial revisions to gain his support. He sees this as being very different from the Beacon development that was approved. This is a different piece of land between the two transportation facilities. It does not have a visible impact on the character of the town from people driving through and is closer to town and better serves the goals set out in the Comprehensive Plan. He supported it and would support it again if it came before the Board again. He feels this potential proposal is quite different in magnitude and also in character. As it stands now, he personally would have trouble getting behind it.

Mr. Ball feels it is really important and we make it a priority to update the Comprehensive Plan. Our job is to see what is before us now and see if the potential change is in line with the plan. It is ten years old and it is the driver of a lot of the direction we want to go. In his mind it is difficult to make an educated decision if this is in line with an outdated plan. It is really hard for him to wrap his head around that.

Mr. Jortner noted there is a difference between the plan expiring because the time elapsed versus actual; changes in goals and values and if this plan continues to represent as far as we can tell the current values of Freeport residents and the same goals we have today, the plan is still a valid guide. He is all for a new plan when it is due but it does not necessarily govern any particular proposal because going by this plan is fine if we feel there hasn't been any change in our goals and values. Mr. Ball pointed out that it is understandable but in the last ten years growth has increased by 9% and that is significant. Chair Kapala sees the Comp Plan as pretty open to interpretation. There are a lot of different readings in there if you dig in. You can pretty much find a way to mold it to support all kinds of different development. He could see arguments for this development being consistent with parts of the Comprehensive Plan and inconsistent with other parts of it. He agrees with Mr. Ball that the plan definitely needs an update but he thinks it is as much to clarify what the actual goals and intents of the Town are as much as it is to meet any sort of requirement and expiration date. We may be stuck with it right up until the deadline or beyond.

Ms. Child pointed out that one thing that stuck out to her hearing from this many folks in our community in their written comments and public comments is that they are very opposed to rural development but they are not opposed to development happening downtown or out on Route One. She finds this interesting and good to note but it seems like there might not be land for sale there that could support the type of development that Sebago Technics is proposing but it is something to think about moving forward.

Chair Kapala looked through the comments and mentioned that we just heard comments from several people saying this project is not a match for the Comprehensive Plan. His point is that this argument is very valid. There are many readings that would say, yes, this project is not a match for the Comprehensive Plan yet there are parts of the Comprehensive Plan where he could see finding a way to say yes, there are parts of the Comprehensive Plan that would allow a development like this. His intention with that comment was not to ignore the feedback that people feel this is not a match but to call attention to the fact that the Plan has many readings.

Mr. Cannan did not have a lot of new things to add. He feels the public participation and engagement is great. What he heard tonight is a lot of aversion to growth in our community, not really specific to this site but just the sheer scale here is alarming to our community of 8,000 residents. He thinks there are some real obstacles. One is how the Town's limited resources will be matched for something of this scale. We have a problem intersection at Desert Road and a pending bridge project and another very large project that hasn't been absorbed yet across the street. Again, specific to this site and in the spirit of a workshop and discussion, there might be some opportunity for the Town to address some affordable housing needs. The site is between a railroad bed, a warehouse and the highway. Change is difficult but if we are going to deal with change that is coming, it is something that we may need to take the opportunity to seize and participate and control that growth if that is what we were discussing tonight. It is a big project and he feels we are all shocked in the second round of discussions.

Chair Kapala feels the point is well taken on affordable housing and that is the part to him that is consistent with the Comprehensive Plan. He thinks that aspect where people will agree that the housing prices are high and difficult for people to afford. There is a need for more affordable housing in Freeport. There are opportunities here and he would love to see more affordable housing in town but he keeps coming back to the importance of rural residential. He would have a hard time getting behind a proposal that rezones rural residential. There may be some opportunities in part of this parcel that may be more appropriate for development on a scale that is more fitting with Freeport as it is today. He agrees with Mr. Cannan's point that there is an opportunity here to guide the development of Freeport. We have seen a lot of growth in the real estate market in this part of the community and there is a lot of growth and things will change over the coming years.

Mr. Jortner added that we heard that this applicant may be interested in relocating the project to other portions of the town. He asked KV Enterprises since a lot of people are expressing concern about the golf course if this somehow moved forward in some form, did you say the golf course is not salvageable? KV Enterprise's representative advised that they did look at trying to salvage the golf course and feel it could be saved if the town wishes to have it. There have been a lot of wonderful comments tonight from people that care deeply about their town. Freeport is a very desirable community and they want to add to that. They could work around the golf course but much of it is in the more developable land. A lot of the land outside of the golf course area is less desirable. It is the better part of the property to develop. However, in listening to the community they want to develop a plan that works for the town. They recognize that Freeport will have 400-500 homes built over the next 10-15 years whether they come or not. They were hoping to create an area of the community that is planned well and suits the needs of the community with trails and amenities everyone is used to. They don't want to take those things away. They want to plan a great area that makes sense for the town to fulfill some of the needs of future homeowners that will move there anyway. They wish to put an affordable housing element

into the plan to some degree but they can't get there without the density. He requested that they be allowed to get their study done and let them continue on and show the results of the study. They are hoping to continue forward and discuss the possibilities.

Chair Kapala reiterated that the Board appreciates all the input from the public tonight. He thanked the Town Manager for his help. Mr. Joseph mentioned that we had almost 150 people on this call between audience and participants. It is probably more people than we have had in a meeting since Annual Town Meetings 40-50 years ago. He thanked the Board.

Persons wishing to address the Board on non-agenda. There were none.

ITEM VI: Adjourn.

MOVED AND SECONDED: To adjourn at 9:49 p.m. (Cannan & Savona) **ROLL CALL VOTE:** (6 Ayes) (1 Excused-Torres) (0 Nays)

Recorded by Sharon Coffin