



March 20, 2017

Eric W. Gillert, AICP, Planning Director
Town of Amherst Planning Department
5583 Main Street
Williamsville, NY 14221

Re: Amended Rezoning & Planned Unit Development Application
Project Name: Westwood Neighborhood
Project Site: 772 North Forest Road, 375, 385 & 391 Maple Road
Applicant/Project Sponsor: Mensch Capital Partners, LLC

Dear Mr. Gillert:

Enclosed is an original and twenty (24) copies of the Amended Rezoning and Planned Unit Development Application and supporting documentation (“Amended Rezoning Application”) being submitted on behalf of Mensch Capital Partners, LLC (“Project Sponsor”) in connection with the proposed Westwood Neighborhood project (“Project”).

The Amended Rezoning Application includes the updated Conceptual Master Plan for the proposed mixed use redevelopment project prepared by Wendel Companies dated March 2017 and detailed supporting documentation. A summary of the modifications to the previous version of the Conceptual Master Plan as submitted to the Planning Department on December 19, 2016 is provided below in Part II of this letter. A complete listing of the exhibits to the Amended Rezoning Application is provided at Exhibit “A” (“Exhibit Listing”).

The Amended Rezoning Application reflects project modifications that have been made in response to the comments received during the public hearings held by the Planning Board on November 17, 2016 and January 19, 2017 as well as input from Town Departments, Town Committees and the public. In addition to the two public hearings previously held by the Planning Board, the Project Sponsor also hosted a community meeting on January 11, 2017 and all property owners within 600 ft. of the Project Site were invited. We look forward to presenting the revised Conceptual Master Plan to the Planning Board during its next meeting on Thursday, April 20th at 6:30 p.m.

Parts IV and V of this letter consist of the Project Sponsor’s responses to written comments received to date from the interested agencies, specifically those comments issued by the Planning Department on January 6, 2017 and from the Engineering Department on January 19, 2017. For your convenience, each of the written comments of these Town Departments are listed in *italics* in Parts IV and V followed by the Project Sponsor’s responses.

I. Overview of Proposed Mixed Use Redevelopment Project:

The Project Sponsor proposes to redevelop the Project Site as a traditional mixed use neighborhood with a pedestrian friendly design based on the mixed use and redevelopment planning goals and objectives contained in the Town's adopted Bicentennial Comprehensive Plan ("Comprehensive Plan").

The proposed mixed use redevelopment project will provide a new pedestrian friendly and sustainable traditional neighborhood in the heart of Amherst featuring a variety of residential uses, an appropriately sized and scaled neighborhood center and numerous publicly accessible amenities such as an approximately 45 acre public park, including an approximately 6.2 acre lake adjacent to the Ellicott Creek corridor, over 2 miles of pedestrian and bike trails, and designated areas for social gathering and events. Approximately 83.3 acres (an increase from the previously proposed 81 acres from the December 2016 Amended Rezoning Application) of the Project Site will consist of permanent open space, including a substantial buffer area along the western and northern perimeter of the Project Site that will include berms and extensive landscaping.

A full size color version of the updated Preliminary Conceptual Master Plan prepared by Wendel Companies for the mixed use redevelopment project is provided at Exhibit "G" of the Amended Rezoning Application. Please note that the buildings depicted on this Conceptual Master Plan are intended to be illustrative of a specific use. The actual design and precise building footprints will be specified and approved consistent with the site plan and subdivision review processes for each of the components depicted on the Conceptual Master Plan.

The proposed mixed use project is predominantly residential and includes a broad range of residential uses (single-family residences, patio homes, townhomes, upscale apartments and mixed use buildings with residences on the upper floors); senior living components (assisted and independent living apartments); as well as a mixture of commercial uses including a four-story hotel, neighborhood businesses (shops, restaurants and service businesses), professional offices and an outdoor amphitheater.

II. Revised Conceptual Master Plan:

Based on input that has been received by the Project Sponsor, the Conceptual Master Plan for the mixed use redevelopment project has been modified and a full size copy of the revised Conceptual Master Plan prepared by Wendel Companies is provided at Exhibit "G" of the Amended Rezoning Application.

The following is a summary of the modifications from the Conceptual Master Plan that was included with the Amended Rezoning Application filed in December 2016:

- Relocation of Senior Living Development: As part of the various hearings, meetings and comment letters, we heard multiple times of a desire to provide smaller scale residential uses and permanent open space on the portion of the Project Site as the corner of North Forest Road and Sheridan Drive rather than the senior living development as depicted on

the Conceptual Master Plan submitted in December of 2016. Based on the input that has been received, the senior living development has been relocated closer to the center of the Project Site just to the north of the Focal Green. In prior versions of the Conceptual Master Plan, the senior living development was two stories in height. Based on the relocation to the neighborhood center, the senior living development has been modified to be three stories in height in order to reduce the footprint of the senior building and also to make it consistent with the height of the proposed mixed use buildings.

- New Townhome Community: With the relocation of the senior living development from the portion of the Project Site at the intersection of North Forest Road and Sheridan Drive, we are now proposing a townhome community on this portion of the Project Site with focal point permanent open space directly facing the intersection. This townhome community would consist of up to 75 townhomes that will be a maximum of three stories in height and include attached garages for at least one vehicle per unit on the front of townhomes. This new townhome community has been designed to blend in well with the mixed use neighborhood center but was designed and located in response to the various comments over the past several months expressing a preference for residential uses on the edges of the Project Site.
- Elimination of Office/Community Facility: With the relocation of the senior living development to the focal green, we have redesigned the area near the focal green and the amphitheater and eliminated the previously proposed Office/Community Facility building which consisted of approximately 112,800 square feet from the Conceptual Master Plan. The elimination of this component is consistent with input expressing a preference for a decrease in the amount of commercial space. As part of the elimination of the Office/Community Facility building, we have redesigned the area adjacent to the 6.2 acre pond and the amphitheater to provide for a pedestrian “promenade” that will link the Focal Green with the Town Park along the pond.
- Permanent Open Space and Trail Networks: The size of the permanent open space to be provided has once again been increased. The Conceptual Master Plan presented during the public hearing held by the Planning Board on November 17, 2016 provided 64 acres of permanent open space (38% of the Project Site) and the Conceptual Master Plan included with Amended Rezoning Application dated December 19, 2016 as presented to the Planning Board during the public hearing on January 19th depicted 81.6 acres of permanent open space (approximately 47% of the Project Site). The revised Conceptual Master Plan included with this Amended Application provides 83.3 acres of permanent open space (48.7% of the Project Site) as well as a new focal park area facing the North Forest Road/Sheridan Drive intersection.

In addition to the substantial increase in the amount of permanent open space as compared to the original Conceptual Master Plan, the revised Conceptual Master Plan expands and enhances the pedestrian and bicycle trail network throughout the Project Site from the previous plans. As described above, we have included a public promenade adjacent to the new 6.2 acre pond that links the Focal Green with the Town Park. We also modified the trail network and included proposed public and shared parking areas to accommodate

public use of the on-site trail network and the public park. The trails also include connections for crossing Maple Road and Sheridan Drive in an effort to accommodate connections to the existing and future trail network in the Town of Amherst. In addition, designated areas for social gathering and events have been added to the revised Conceptual Master Plan consisting of a Focal “Green” centered in the neighborhood center and an outdoor amphitheater fronting the large lake.

- Additional Townhomes along Frankhauser Road: During the Community Meeting held on January 11, 2017, a number of residents along southern portion of Frankhauser Road requested that additional townhomes be added along the parking lot on the west side of the neighborhood community in an effort to buffer the homes along Frankhauser from the parking lot. As part of the revised Conceptual Master Plan, we have proposed an additional 15 townhomes along Frankhauser Road, which when combined with the 40 townhomes depicted on the December 2016 plan, adds up to 55 total townhomes on this portion of the Project Site.
- Sanitary Sewer Capacity: Downstream sanitary sewer capacity concerns have been raised in connection with the coordinated environmental review of the project pursuant to SEQRA. While the existing sanitary sewer infrastructure can accommodate the projected dry weather sanitary sewer flows from the mixed use redevelopment project, there are downstream capacity issues during wet weather conditions attributable to existing inflow and infiltration. The Project Sponsor recognizes that the existing capacity within the sanitary sewer system along Sheridan Drive is a constraint, and has worked with Wendel Companies to prepare a revised Downstream Sanitary Sewer Capacity Analysis (“DSCA”) for the project. The updated analysis is provided at Exhibit “R” of the Amended Rezoning Application. The analysis conducted by Wendel Companies determined that there will be sufficient capacity for the project with the installation of a new dedicated force main along Maple Road that would connect to the existing lines along Amherst Manor Drive. In the DSCA which was included with the December 2016 Amended Rezoning Application, we had proposed to upsize the existing 15-inch Amherst Manor sewer line with a 21-inch line. With the current Conceptual Master Plan, the size of the upgraded line has been reduced to an 18” line as the projected sanitary flows from the project have decreased. With regards to the sanitary sewer line update along Amherst Manor Drive, the Engineering Department, in its comment letter dated January 19, 2017, requested an acknowledgement from the State University of New York at Buffalo (“UB”) accepting the additional flow within its sewer line on Augspurger Drive. We have attended recent meetings with officials at UB regarding this matter, and a letter issued by Laura E. Hubbard, Vice President of Finance and Administration of the University at Buffalo addressing this comment is provided at Exhibit “X” of the Amended Rezoning Application.
- Traffic Impacts: A revised Traffic Impact Study (“TIS”) prepared by SRF & Associates was provided to the Planning Department and Christopher Schregel, the Traffic Safety Coordinator on February 24, 2017. This TIS was prepared based on the Conceptual Master Plan dated December 19, 2016 which included the eliminated 112,800 sq. ft. office/community building but not the new townhome community at the corner of North Forest Road and Sheridan Drive. In lieu of updating the TIS for the changes in the

Conceptual Master Plan, we have included as Exhibit “J” a letter from SRF & Associates which describes the traffic impacts from the elimination of the 112,800 sq. ft. office/community building and the addition of the townhome community. It is also important to note that the TIS submitted last month includes copies of the two safety studies completed by the New York State Department of Transportation (“NYSDOT”) for the sections of Sheridan Drive and North Forest Road in the vicinity of the Project Site. A letter prepared by Amy Dake of SRF & Associates summarizing the two NYSDOT safety studies along with copies of the studies are provided at Exhibit “U” of the Amended Application.

- Stormwater Treatment and Retention: One of the comments of Engineering Department in its letter dated January 19, 2017 was that the Town of Amherst will not accept the responsibility for the ownership, operation and maintenance of a stormwater pump station. The potential use of a stormwater pump station was included in the Draft Generic Environmental Impact Statement (“DGEIS”) which was accepted as being adequate for public review by the Town Board in December 2015. Since that time, the Project Sponsor has been working with the design team to ensure that the stormwater management for the three existing ponds in the northern portion of the Project Site will function without the use of a privately owned and maintained stormwater pump. Included as Exhibit “S” with this Amended Rezoning Application is a letter from C&S Companies regarding the stormwater design is provided at Exhibit “S” of the Amended Rezoning Application stating that the stormwater management for the northern portion of the Project Site will be accomplished without the use of a private stormwater pump.
- Residential Demand Concerns: During the public hearing held by the Planning Board on November 17th, a comment was received from a member the Planning Board regarding whether there is demand for the proposed residential and senior components of the mixed use redevelopment project. Included with the Amended Rezoning Application at Exhibit “T” is a Summary Analysis Report prepared by Donald Griebner, a licensed real estate appraiser, of Real Property Services LLC. The analysis conducted by Mr. Griebner demonstrates there is sufficient demand for the residential homes (patio and single family) as well as the proposed apartments. In addition, the Summary Analysis examined the demand for assisted living facilities in the Town of Amherst. It is important to mention that the assisted living and independent living facility proposed as part of the project contain a high level of care for their inhabitants. This level of care is different than that of the senior housing facilities that were examined in Market Demand for Senior Rental Housing in Erie County dated September 2012 that was prepared by the University at Buffalo Regional Institute and the Urban Design Project, which was limited to evaluating independent living apartment communities designated for residents over 55 years of age. Where appropriate, Real Property Services LLC has cited the sources of the data for the Summary Analysis Report. It is also important to note that most of the data comes from the expertise of Mr. Griebner, as he is a reputable licensed appraiser with knowledge of the residential market in Western New York, and in the Town of Amherst in particular.
- Brownfield Cleanup Program Update: The property was accepted into the New York State Department of Environmental Conservation (“NYSDEC”)’s Brownfield Cleanup Program

in March 2015. As an update, in January 2017 the Supplemental Pilot Study Report for Hole #6 was transmitted to the NYSDEC and we are awaiting the comments from the NYSDEC. This summer, the Project Sponsor plans to conduct the Remedial Investigation for the remainder of the site, but prior to commencing that work, the NYSDEC must approve of the scope of that investigation. Following the completion of the Remedial Investigation for the remainder of the site, the Project Sponsor's consultant will prepare a Remedial Action Work Plan (RAWP) which describes in detail the preferred approach to the removal of contamination from the site. The anticipated remedy for the contaminated areas on the site is simply excavation of the impacted soils to get to clean soils. Following the completion of remediation, the NYSDEC issues a Certificate of Completion.

III. Requested Rezoning Description:

In order to accommodate the mixed use project as depicted on the revised Conceptual Master Plan, the Project Sponsor is requesting that the zoning classification of portions of the Project Site be amended as follows:

- 134.79± acres from Recreation Conservation District ("RC") to Traditional Neighborhood Development District ("TND");
- 5.13± acres from Recreation Conservation District ("RC") to Multifamily Residential District Seven ("MFR-7"); and
- 1.16± acres from Recreation Conservation District ("RC") to General Business District ("GB")

It is important to mention that the proposed mixed use redevelopment project is subject to the Town's Planned Unit Development ("PUD") review process since the size of the Project Site is greater than 30 acres.

The Project Sponsor has thoroughly considered the PUD performance standards in connection with the revised Conceptual Master Plan and Exhibit "M" of the Amended Rezoning Application provides a detailed narrative prepared for the purpose of describing the manner by which the Project Sponsor intends to comply with the applicable PUD performance standards. Additionally, Exhibit "N" consists of a draft of the proposed Planned Unit Development Agreement ("PUD Development Agreement"), which is intended to define and stipulate the conditions and restrictions that shall be considered as conditions precedent to the issuance of building permits and certificates of occupancy for the buildings to be in connection with the proposed mixed use project.

The conditions and restrictions as defined within the draft PUD Development Agreement are further detailed within the Westwood Design Standards ("Design Standards") attached at Exhibit "O" of the Amended Rezoning Application. The Standards, which were developed for the Conceptual Master Plan submitted in December 2016, provide a general framework of desired characteristics for the development of the mixed-use neighborhood and include design considerations for architectural features, materials, building massing, vehicular circulation, parking, pedestrian access, site landscaping, lighting and signage. The Design Standards were developed based on the December 2016 Conceptual Master Plan, and while some of the uses have

been eliminated and the precise location of some of the uses has changed, the Design Standards are meant to provide a document which will establish the design criteria that will be implemented to ensure the mixed use project will be in compliance with the PUD objectives.

IV. Responses to Memorandum of the Town of Amherst Planning Department dated January 6, 2017:

The Memorandum issued by the Planning Department based on its review of the revised rezoning application contained eleven (11) comments, each of which are reproduced below in *italics*, followed by the Project Sponsor's responses.

Consistency with Comprehensive Plan:

1. *Policy 3-9: "Redevelopment of large tracts of former recreational land such as golf courses or playing fields requires careful master planning that maintains the essential character of the site while accommodating significant changes in use and density." While the northern two-thirds of the revised proposal is significantly less dense than previously submitted, the office, commercial, and hotel uses proposed for the southern third contrast with the previous golf course and with the surrounding residential neighborhood.*

Response: We believe that the revised Conceptual Master Plan will complement the surrounding neighborhood. Neighborhoods similar to the one proposed have been constructed at numerous locations throughout the country. We believe that the Westwood redevelopment will be a long-term asset to the Town of Amherst. With the revised Conceptual Master Plan for the project, we have proposed that 48.7% of the property, or over 83 acres, will consist of permanent open space including on-site amenities that will be accessible to the public consisting of the large park area, trails, a Focal Green, and an approximately 6.2 acre lake.

It is also important to mention that Policy 3-9 as contained in the adopted Comprehensive Plan calls for the redevelopment of larger tracts of land of former recreational land to accommodate significant changes in use and density. The Project Site consists of an obsolescent former private country club and we believe that is precisely what is being proposed as part of the redevelopment of the former private country club site. As it is proposed, the neighborhood center which consists of the office, commercial and hotel uses, will have no buildings taller than 4 stories, and that tallest building is proposed in the center of the neighborhood center. In addition, permanent landscape buffers will be provided on those portions of the Project Site that are directly contiguous with existing residential uses. Additionally, the senior living development has been relocated closer to the center of the site and included a new townhome community in its place because of a concerted effort to more closely balance the uses with the surrounding residential neighborhood.

"New land uses should not result in service requirements exceeding available infrastructure capacities unless mitigation measures are provided with the project or programmed through public sources." There continue to be issues with the capacity for sanitary sewer and stormwater management for this project that have not been addressed.

Response: As part of the Amended Rezoning Application submitted on December 19, 2016, we included a Downstream Sanitary Sewer Capacity Analysis (“DSCA”) prepared by Wendel Companies. Based on further analysis, this DSCA was revised and the revised version is provided at Exhibit “R” of the Amended Rezoning Application. This capacity analysis evaluates the conveyance of sanitary sewer flows from the project through a new force main along Maple Road that would connect into the Town’s sanitary sewer system in the Amherst Manor and Maple Road area. The existing 15” diameter gravity sewer running along Amherst Manor was shown to be under capacity during the sanitary sewer flow monitoring, but the proposed new flows would exceed the capacity of the sewer. Therefore, the existing gravity sewer along Amherst Manor would be upsized with a new 18” diameter gravity sewer, which would then tie into the existing 24” gravity sewer in the area of Augspurgen Drive. With the implementation of the expensive off-site sanitary sewer improvements described above, the analysis conducted by Wendel Companies demonstrated the existing sewer system will provide adequate capacity to handle the projected sanitary sewage flows from the Project. With regards to the concern regarding stormwater management, the size of the large lake has been increased from 5 acres to 6.2 acres. In addition, the revised Conceptual Master Plan proposes to expand the size of the existing ponds throughout the site. Finally, we plan to include an updated drainage analysis in the Final Generic Environmental Impact Statement for the Project.

The plan does address a previous recommendation to include connections to North Forest Road and Frankhauser Road in order to allow better traffic flow and circulation. The amended plan now features a roundabout in the southeast corner of the site at the location of the existing sharp curve of North Forest Road.

Further revisions aimed at addressing Policy 3-9 include:

- *Replacing offices in the southwest corner of the site with townhomes, which will be more appropriate adjacent to the existing single-family homes on Frankhauser Road; and*
- *Replacing multi-family units along the western side of the site with enlarged single-family lots that will back up to existing single-family homes on Fairways Boulevard.*

Response: No response necessary.

2. *Policy 3-14: “Encourage conservation development with incentives for the dedication of open space in private developments.” The revised plan shows an increase in total open space preservation from 64 acres to 81.6 acres. Existing wooded areas on the site, most notably the area in the northwest section of the property where a mature stand of trees is located, are proposed to be preserved. In addition, the pond areas in the center of the site have been enlarged to present a more usable public space. A multi-purpose field has been added in this area generally identified as a ‘Town park’ that takes advantage of proximity to Ellicott Creek. The proposed trail system has been shifted to more interior locations to increase accessibility and connectivity.*

Response: No response necessary.

3. *Section 3.3.2: Regional Centers. The project is not in one of the preferred locations identified in the Comprehensive Plan for regional centers, yet the southern portion of the*

site includes regional-scale uses (hotel, larger office buildings). Any encroachment by new commercial development in this area should be minimal and complementary to the surrounding neighborhood.

Response: The revised Conceptual Master Plan provides a mixed use neighborhood center that will be compatible and complementary with other project components and the surrounding vicinity. In addition, we believe that the scale of the proposed Neighborhood Center is consistent with the recommendations of the Comprehensive Plan, particularly the proposing of no building taller than four stories and the proposed Focal Green to be located in the center of the neighborhood center. The Neighborhood Center has been designed to provide an active and vibrant location for the Town's residents including the surrounding neighborhood.

4. *Section 3.3.3: Mixed-Use Patterns. This area is not identified in the Comprehensive Plan as a mixed use center and does not meet the mixed-use criteria as described in the Plan:*

Response: The revised Conceptual Master Plan includes several central public spaces for gatherings, including the large proposed publicly accessible new park area adjacent to Ellicott Creek, the outdoor amphitheater facing the new large lake, and the Focal Green located within the center of the neighborhood center. The revised Conceptual Master Plan also incorporates an extensive system of trails that both connect to adjacent roadways and existing neighborhoods, and also includes public and shared parking for access to the trails and parks. Finally, the proposed mix of commercial uses within the neighborhood center, many of which include mixed-use buildings with commercial uses on the first floor and residential uses above, are intended to create a walkable, pedestrian friendly neighborhood center.

Consistency with Zoning Ordinance:

The comments below related to the standards included in Section 5-6, "Traditional Neighborhood Development District (TND)" as described in the Zoning Ordinance:

1. *"Traditional neighborhood business districts have identifiable centers and edges that are consistent in scale and context with the surrounding neighborhood." Overall, the scale of the proposed 'neighborhood center' is not consistent with the character of the surrounding residential neighborhood, although some changes have been incorporated into the master plan to soften the edges of the development. Office uses previously shown in the southwest corner of the site have been replaced with townhomes to more closely correspond to the residential uses on Frankhauser Road. However, there is a parking lot shown in this area that would be adjacent to the first few homes on Fairways Boulevard, an unacceptable treatment for the project edge.*

Response: The proposed mixed use redevelopment project includes a neighborhood center that has a clearly identifiable center with the Focal Green at its center. With the revised Conceptual Master Plan, we have included patio homes and single family homes on the northern portions of the Project Site so that the existing residential uses along Fairways Boulevard will be adjacent single family homes and patio homes. In addition, we have located attached townhomes opposite the existing homes on Frankhauser Road in an effort to design the proposed project to be consistent

with the character of the surrounding residential neighborhood while also accommodating the new neighborhood center. With regards to the comment regarding the parking lot adjacent to the first few homes on Fairways Boulevard, additional townhomes have been added along this portion of the edge of the Project Site to provide a buffer and complement the residential uses on Fairways Boulevard. Finally, with the revised Conceptual Master Plan, the senior living development has been relocated closer to the center of the site and a townhome community with permanent open space has been provided on the portion of the site at the intersection of North Forest Road and Sheridan Drive.

2. *“Density is highest in the center of the district and decreases with distance from the center.” As mentioned above, some changes have been included that minimize large parking fields along Frankhauser Road and Sheridan Drive and create transitions from the existing adjacent lower intensity development to the project site. However, the highest proposed density of residential development is not at the center of the project, but at the southern third of the site. One of the most dominant features of the development – the senior living facility – is now shown in the southeast corner in perhaps the most visible spot in this development; it should be centrally located within the site. The existing view to the clubhouse from Sheridan/North Forest intersection is an important open space component for the community and should be kept open.*

Response: The proposed redevelopment includes a neighborhood center on the southern portion of the site because that portion of the site is not contiguous with existing homes and also since it is the wider part of the site. The updated project layout as depicted on revised Conceptual Master Plan demonstrates the effort that has been made to modify the layout depicted on the original Conceptual Master Plan in order to transition from the lower intensity development of the residential townhomes on the west side of the site (near Frankhauser Road) and the southeast corner of the site. In response to this comment and those received from residents, the senior living development has been relocated closer to the center of the site and adjacent to the Focal Green. In its place at the corner of North Forest Road and Sheridan Drive, we are now proposing a townhome community which would include a small park facing the intersection. In addition, we have incorporated an extensive amount of landscaping in the form of landscaped berms along the east, south and west borders of the site.

3. *“Streets are interconnected and blocks are small.” The concept plan has been revised to include connections with the existing community street system (Frankhauser Road and North Forest Road), however, blocks in the proposed residential section of the development appear to be typical of most subdivisions and do not comply with the unique TND criterion.*

Response: In order to address this comment, the revised Conceptual Master Plan includes smaller blocks, many of which are approximately 300 feet long. The neighborhood center, with its Focal Green at the center and its proposed mix of commercial uses (many of which include mixed-use buildings with retail uses on the first floor and residential uses above), are intended to create a walkable, pedestrian friendly neighborhood center which is consistent with the criteria for the Traditional Neighborhood Development District.

4. *The requested GB zoning for the proposed hotel is required because hotels are not permitted uses in the TND. Inserting a GB use in the midst of a TND development conflicts with the overall concept of the TND.*

Response: The proposed hotel, which will be limited to four stories, will be consistent with the architecture and scale of the proposed neighborhood center. In addition, the revised Conceptual Master Plan depicts the hotel in the center of the site so that it is setback as far as possible from existing residential uses to the west, south and north of the Project Site.

Consistency/compatibility with surrounding development zoning:

TND: The revised development plan remains inconsistent with the overall residential character of the surrounding neighborhood, a requirement of the TND. Introducing a commercial component into the area should be done in a way that preserves the existing neighborhood character. In this case, low-intensity commercial/office uses would be appropriate but not those of the scale proposed with this project.

Response: There are commercial uses in the vicinity of the Project Site to the west and east of the project site on Sheridan Drive and Maple Road. Additionally, the land to the north of the site on the opposite side of Maple Road is zoned General Business District. We believe that the neighborhood center as depicted on the revised Conceptual Master Plan will be consistent with existing neighborhood character and the scale of the overall redevelopment project, which is predominantly residential with a substantial amount of permanent open space including the 45 acre park area that will be accessible to the public.

As noted in the Town of Amherst Economic Study dated November 9, 2016, Delta Associates notes that “Although Amherst remains one of the most attractive communities for residential and retail development in Western New York, it will be challenged in the future by several factors, including: a lack of suitable sites for new development, a perception that it is anti-growth, a glut of obsolete commercial buildings and parks, and issues with both regional and local transportation infrastructure.” We believe that the redevelopment of the Project Site, which is an obsolete former golf course, in a manner consistent with the revised Conceptual Master Plan, as a mixture of residential and neighborhood retail development and a smaller amount of office space, along with the proposed 83.3 acres of permanent open space (48.7% of the Project Site), fits perfectly with the conclusions of the recent Economic Study.

MFR-7: The MFR-7 zoning for the proposed senior living facility is not inconsistent, since it would allow a specialized type of residential use, but it should be relocated within the development to a central part of the site to minimize negative impacts to residential neighbors.

Response: In response to this comment, the senior living center has been relocated as suggested from the corner of North Forest Road and Sheridan Drive to the center of the site, just to the east of the Focal Green to minimize the negative impacts to the residential neighbors. This modification was made so that the senior living will be an integral part of the Neighborhood Center. The relocation of the senior living center will also allow the future senior residents to have direct pedestrian access to the on-site amenities.

GB: The proposed GB zoning, as the most intense commercial district available in the Town, is not appropriate to the site or consistent with surrounding development/zoning.

Response: The proposed hotel, which will be limited to four stories, will be consistent with the architecture and scale of the proposed Neighborhood Center. In addition, the revised Conceptual Master Plan depicts the hotel in the center of the site so that it will be located as far as possible from existing residential homes.

DGEIS Comments: *As no modifications to the DGEIS were submitted with this revised application, the previous comments made regarding the DGEIS remain in effect.*

Response: No response necessary.

V. Responses to Memorandum of the Town of Amherst Engineering Department Dated January 19, 2017:

The Memorandum issued by the Engineering Department based on its review of the revised rezoning application contained seven (7) comments.

1. *The petitioner has defined a potential solution to the sanitary sewer downstream capacity issues of the Sheridan Drive/west side interceptor by identifying an alternate route for the sewage generated by the development. Given the analysis provided in the application, the Engineering Department requests the following information to complete its review:*
 - a. *A conceptual agreement of and modifications to the language in the document that confirms that the capacity upgrades to the Amherst Manor sewer (from Maple Road to its termination on Augspurgen Drive) as detailed in Figure 2-1 of Exhibit T (Downstream Sanitary Sewer Capacity Analysis) will be financed and constructed entirely by the petitioners under a public improvement permit.*
 - b. *Acknowledgement from the State University of New York at Buffalo accepting the additional 1 MGD peak flow within its sewer on Augspurgen Drive.*
 - c. *Acknowledgement that the Town of Amherst is not willing to accept the ownership and/or the responsibility of operation and maintenance of a sanitary sewage pump station associated with this development. The responsibility for ownership, operation and maintenance must be assumed by the petitioner or a contractual third-party with appropriate financial assurances to satisfy the Town.*

Response: With regards to the modification to the language in the Downstream Sanitary Sewer Capacity Analysis (“DSCA”), we are currently reviewing the design details for the proposed upgrades to the Amherst Manor sewer line. To the extent that the upgrades are completed to solely service our project, we acknowledge that those upgrades will be financed and constructed entirely by the Project Sponsor pursuant to a public improvement permit. It is important to note that the Town of Amherst has proposed additional ice rinks at the Northtown Center as well as a hotel along Amherst Manor, both of which would benefit from the capacity upgrades to the Amherst Manor sewer. Notwithstanding, if we are proposing to upgrade the Amherst Manor line as a result

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of our project, we will agree to finance the upgrades that are attributable to our project. With regards to the acknowledgement from UB accepting the additional flows as a result of our proposed project, we have attended recent meetings with officials at UB regarding this matter, and a letter issued by Laura E. Hubbard, Vice President of Finance and Administration of the University at Buffalo addressing this comment is provided at Exhibit "X" of the Amended Rezoning Application. Finally, with regards to the sanitary sewage pump station, if a sanitary sewage pump station is necessary as part of the project, we acknowledge that the Project Sponsor will be responsible for its ownership, operation and maintenance.

- 2. As stated in its prior review, it is the Town of Amherst Engineering Department's understanding of the NYSDEC's I&I offset requirement that the project sponsors must provide I&I reductions of 4 times the peak flow, which for this development would be 3,997,600 gallons per day (999,400 gallons per day x 4). The proposed use of a sanitary retention facility is unacceptable and will not be approved for I&I offset credits within the Town of Amherst.*

Response: The Project Sponsor has been advised by the Engineering Department that the use of a sanitary retention facility for I&I reduction is unacceptable. Please note that the required I&I offset requirement of nearly 4 million gallons per day is based on the previous Conceptual Master Plan. Based on the updated project layout depicted on the revised Conceptual Master Plan submitted with the Amended Rezoning Application, a revised Downstream Sanitary Sewer Capacity Analysis prepared by Wendel has been included which estimates the peak hourly flow to be equal to approximately 947,000 gallons per day. The revised calculations are included in the revised Downstream Sanitary Sewer Capacity Analysis which is provided at Exhibit "R" of the Amended Rezoning Application.

- 3. Please review the attached excerpt from Section 2 of Exhibit T. The Engineering Department recommends making the referenced changes show in Exhibit T.*

Response: We have received the attached excerpt from Section 2 and have included the revised calculations in the revised DSCA, which is provided at Exhibit "R" of the Amended Rezoning Application.

- 4. At the bottom of page 4 of the Cover Letter to Eric W. Gillert, AICP, Planning Director it states that the "...existing sanitary sewer infrastructure can accommodate the projected sanitary sewer flows...". The Engineering Department is requesting that the statement reads "...existing sanitary sewer infrastructure can accommodate the projected dry weather sanitary sewer flows...".*

Response: We acknowledge this change and have incorporated a statement to this effect on Page 4 of this cover letter.

- 5. Although there is recognition by the applicant to find a solution such that stormwater does not need to be pumped, the Town of Amherst will not accept the responsibility for the ownership, operation and maintenance of a stormwater pump station. As defined in the prior reviews, please note that this arrangement would also dictate other infrastructure ownership and*

maintenance responsibilities as no public stormwater can be tributary to a private pump station.

Response: The Project Sponsor acknowledges that the Town of Amherst will not accept the responsibility for the ownership, operation and maintenance of a stormwater pump station. A letter from Victor O'Brien, P.E., of C&S Companies is provided at Exhibit "S" of the Amended Rezoning Application describing the conceptual stormwater design without the necessity of a privately owned and maintained pump station for stormwater. C&S' review of the available topographic information and the updated Conceptual Master Plan indicates that it will be feasible from a technical perspective to drain the three smaller ponds on the northern portion of the Project Site to Ellicott Creek via gravity and separately from the discharge from the proposed large lake. Once detailed topographic survey and design plans with finish elevations are determined in connection with the preparation of fully engineered plans that are required to accompany Site Plan and Subdivision Applications, the exact routing, slope and location of the discharge pipe will be determined.

We also recognize that we will need to prepare a Stormwater Management Plan, Stormwater Pollution Prevention Plan ("SWPPP") and a revised Engineer's Report for the project as part of the Site Plan and Subdivision review processes for the components of the proposed mixed use redevelopment project as depicted on the updated Conceptual Master Plan.

Required Technical Review and Approvals for Filling in 100 Year Floodplain:

Finally, as noted in Section 5 of the Draft Generic Environmental Impact Statement that was accepted as adequate for public review by the Town Board in December 2015, the development of the Project Site in manner consistent with the Conceptual Master Plan envisions the placement of fill within a portion of the regulated 100-year floodplain of Ellicott Creek located on the Project Site. The Project has been planned and will be designed to avoid adverse impacts to the Ellicott Creek flood storage capacity. A Floodplain Development Permit, which requires performance of a hydraulic evaluation, will need to be obtained from the Town of Amherst's Floodplain Administrator ("FPA"). The final sizing of open water storage and hydraulic structures will be performed as part of the Floodplain Evaluation Report to be prepared by a licensed engineering firm for review by both FEMA and the FPA.

The stringent technical review process requiring approvals by both FEMA and the FPA ensures that the development of a portion of the Project Site in the 100-year floodplain will not result in adverse flooding impacts. In the unlikely event that FEMA determines that the required detailed technical analysis is insufficient to satisfy its stringent standards, the project layout would need to be adjusted to decrease the scope of the mixed use neighborhood. There is not any circumstance in which FEMA and the FPA will issue the required approvals for filling in the 100-year floodplain if such filling would result in downstream flooding impacts.

- 6. The Town of Amherst Engineering Department is concerned about the traffic management and capacity issues in the Sheridan Drive corridor adjacent to this project. The Town of Amherst Engineering Department is interested in the methods of the NYS DOT's arterial management project for the heavily trafficked Sheridan Drive corridor. It would be helpful if the petitioner*

Cover Letter to Eric W. Gillert, AICP, Planning Director

March 20, 2017

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would explain the mitigation measures proposed by the NYSDOT project in the application for rezoning.

Response: A letter prepared by Amy Dake of SRF & Associates describing the results of the two studies along Sheridan Drive that were recently completed by the NYSDOT is provided at Exhibit “U” of the Amended Rezoning Application. For reference, we have also enclosed copies of the 20% PIL Investigation on North Forest Road between Wiltshire Road and Sheridan Drive dated August 18, 2016 and the Safety Study on Sheridan Drive between Harlem Road and North Forest Road dated November 4, 2016.

7. *The Town of Amherst Engineering Department recommends that an independent consultant be engaged to review the final traffic impact study funded. The independent consultant should be hired by the Town, but funded by the petitioner.*

Response: The revised Traffic Impact Study (“TIS”) prepared by SRF & Associates that was submitted on February 24th will be reviewed by the New York State Department of Transportation, the Erie County Department of Public Works, and the Town of Amherst Traffic Safety Board (“ATSB”). The revised TIS was prepared based on input that has been provided by the governmental agencies with jurisdiction over Sheridan Drive, North Forest Road and Maple Road as well as the ATSB, which has expertise to review the revised TIS on behalf of the Town. The ATSB’s expertise is demonstrated by its exhaustive comment letters issued as part of the coordinated environmental review of the Project pursuant to SEQRA as well as the numerous modifications that have been made to the project layout based on the ATSB’s input. Retaining a third party consultant to review the updated TIS is not necessary.

VI. Conclusion:

The Project Sponsor has worked diligently in collaboration with locally and nationally respected consultants and in consultation with the various neighbors and interested agencies to design and propose the new Westwood Neighborhood as a mixed use development that is purposefully aligned with the development and planning goals and objectives outlined in the Town’s Comprehensive Plan.

The redevelopment of the Project Site in a manner consistent with the revised Conceptual Master Plan will generate significant social, environmental and economic benefits for the Town and its residents, and will further support and enhance the quality of life and livability in the Town of Amherst.

If you have any questions regarding the enclosed Amended Rezoning Application or the proposed mixed use redevelopment project as depicted on the revised Conceptual Master Plan, please feel free to contact Andrew Shaevel at 362-7880 or via e-mail at andy@menschcapitalpartners.com, Matt Roland at 839-4000 or via e-mail at mroland@hamistergroup.com, or Sean Hopkins, Esq. at 510-4338 or via e-mail at shopkins@hsr-legal.com.

Sincerely,

MENSCH CAPITAL PARTNERS LLC



Andrew J. Shaevel, Managing Partner

Enc.

cc: Dr. Barry A. Weinstein, Supervisor
Steven D. Sanders, Deputy Supervisor
Ramona D. Popowich, Councilmember
Dr. Deborah Bruch Bucki, Councilmember
Francina J. Spoth, Councilmember
Robert J. Gilmour, Chairperson, Planning Board
Duncan Black, Planning Board
Stephanie S. Gelber, Planning Board
Dal Giuliani, Planning Board
Steven L. Herberger, Planning Board
Mary Pfeifer-Shapiro, Planning Board
Daniel J. Ulatowski, Planning Board
Ellen Kost, AICP, Associate Planner
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