



**BURTON MIXED-USE HUB  
CONDITIONAL USE APPLICATION  
April 30, 2020**

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**INTRODUCTION AND BACKGROUND**

Burton, a locally owned company with global reach, is headquartered on Queen City Park Road (QCPR) in Burlington, encompassing over 150,000 square feet of floor area in two buildings. In addition to its BTV headquarters, Burton maintains regional offices in:

- Innsbruck, Austria;
- Tokyo, Japan;
- Beijing, China;
- Sydney, Australia; and
- Seoul, Korea.

Currently, Burton employs over 1,100 people globally, including 400 people in Burlington and 300 additional employees across North America. In addition, Burton has 63 retail locations across the globe, plus *Channel Islands*, a wholly owned subsidiary based in Carpinteria, California.

Burton first moved to Burlington from Southern Vermont in 1991, acquiring and occupying 69,000 SF of space at 180 QCPR. In 2007, following almost two decades of continuous growth, Burton purchased the adjacent property at 266 QCPR, providing an additional 84,380 SF of space to accommodate the anticipated future expansion of the company.

In 2008 the Great Recession dramatically altered Burton's business and future space needs in the local market. Between 2010 and 2013, modest growth allowed Burton to occupy portions of 266 QCPR, however, about 33% of the building was leased to the former owner, *General Dynamics*. This leasing arrangement continued until 2014, when *General Dynamics* left the property and the local area for good. Since 2014, Burton has diligently attempted to lease the space vacated by *General Dynamics* to a traditional "manufacturing/warehouse" use, including an initiative in 2018 by the City Community and Economic Development (CEDO) team to assist Burton in leasing the space. All efforts to find a traditional manufacturing tenant were unsuccessful.

Our challenge finding an industrial tenant is consistent with a larger market trend and condition which has had a dramatic impact on Burlington's South End. Over the past 10-15 years changing market trends for manufacturing and light industrial uses have caused a significant change in local land use patterns. Many traditional manufacturers have departed Burlington's South End, including:

- Queen City Cotton Co. and General Dynamics (now the Innovation Center);
- Specialty Filaments (now Dealer.Com); and most recently,
- Blodgett Ovens (relocating from Lakeside Avenue to Essex Junction).

In sum, Burlington has lost hundreds of thousands of square feet of manufacturing/industrial space in the South End which has been transformed into other various non-residential uses.

### THE HUB CONCEPT

Following the failed leasing efforts by Burton and CEDO between 2014 and 2018, Burton initiated a concept to repurpose unused warehouse space into a mixed-use facility consistent with the other land use dynamics occurring throughout the burgeoning South End Arts District. The mixed-used (“Hub”) concept was born to introduce new uses to the campus, including a food hall, indoor skate park, and performing arts venue, combined with core Burton functions already on site, including an R&D/prototype center, walk-up warranty service, retail store and multiple product innovation and testing labs. With regards to local land use standards, all land uses contained in the proposed Hub concept are “permitted” under existing zoning bylaws except for the proposed *Performing Arts Center* (note the skatepark received conditional use permit approval in 2019) which is the subject of this application.

### THE HUB: BURTON GOALS AND OBJECTIVES

Burton’s vision for the ‘Community Hub’ is to anchor / surround / sustain existing manufacturing and R&D functions with a complement of mixed uses which will benefit a broad cross section of Burton’s customer-base, and the community at large. The activities proposed at the Hub include a *Performing Arts* venue which is the subject of this Conditional Use application. Other uses are not subject to the Conditional Use permit requirements and not included in the scope of this application, and they are mentioned here because the project goals are achieved as a whole, and not through the individual component parts. Burton’s Community Hub goals are:

- **Create** a year-round physical space with a mixture of uses that creates a place for Burton customers and community members to connect and enjoy a variety of activities.
- **Drive** collaboration and engagement with Burton customers and the community.
- **Modernize** an underutilized and aging former military armament facility into a vibrant and relevant multi-purpose community center to showcase Burton’s and Burlington’s culture.
- **Recoup** required capital investment for facility/site improvements within 10 years.

We will achieve our goals by:

- Creating something new and unique in Burlington that combines research and development, food, recreation, retail, and entertainment that is compelling for locals and visitors alike.
- Partnering with and hosting long-established local brands to co-develop a sustainable business model. These partners include:
  - The Chill Foundation – a 501(c)3 non-profit organization
  - Talent Skatepark – a 501(c)3 non-profit organization
  - Higher Ground (HG) – a local concert venue and event production company
  - Mad Taco and Misery Loves Company – two local eateries

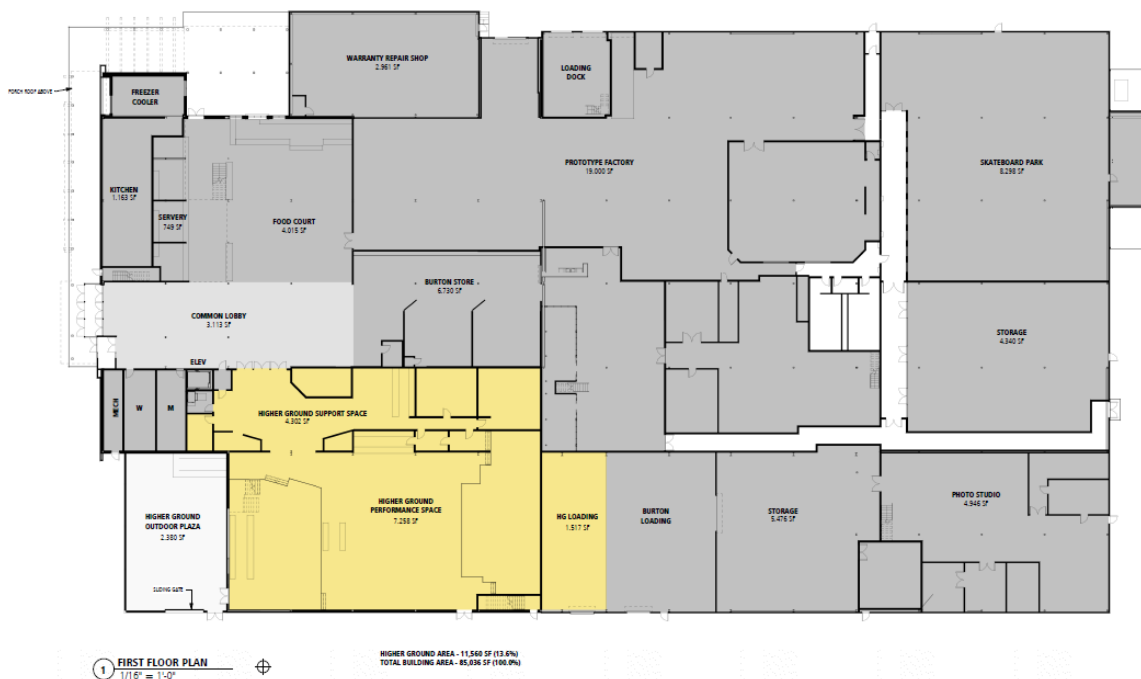
## THE HUB: PUBLIC PROCESS TO DATE

In advance of filing this permit application, Burton has engaged in an extended public process which started in November 2018. Various public engagements have included:

- NPA Ward 5 meetings:
  - Burton has presented updates on the project at two (2) NPA Ward 5 meetings, most recently on October 17, 2019.
- Consultation and coordination with professional staff from cities of Burlington and South Burlington including Public Works, Police and Planning.
- Voluntary Outreach: Burton has initiated voluntary outreach to neighbors and community members including:
  - over 25 tours, and over 10 info/Q+A sessions;
  - a public meeting/info session at Queen City Brewing on September 30, 2019;
  - interviews with many local media outlets (Seven Days, VT Digger, Burlington Free Press, WCAX, WPTZ, Vermont Public Radio);
  - ongoing in-person and zoom meetings with representatives of the Citizens for Responsible Zoning (CRZ), a self-named group made up of residents in adjoining Burlington and South Burlington neighborhoods, including on February 12, March 13, April 3 and April 28 or 29 (scheduled) 2020;
  - and many phone, in-person and email conversations.

## CONDITIONAL USE APPLICATION: PROJECT METRICS

This Conditional Use application contemplates the conversion of approximately 11,560 square feet of vacant, high-bay manufacturing space in the 266 QCPR facility into a *Performing Arts Center*. This is within the 15,000 square foot limit for such use as outlined in the Burlington Zoning Ordinance. See Figure 1.



**FIGURE 1** – PLANNED LAYOUT OF 266 QUEEN CITY PARK ROAD – YELLOW SHADED AREA IS PROPOSED PERFORMING ARTS CENTER SPACE

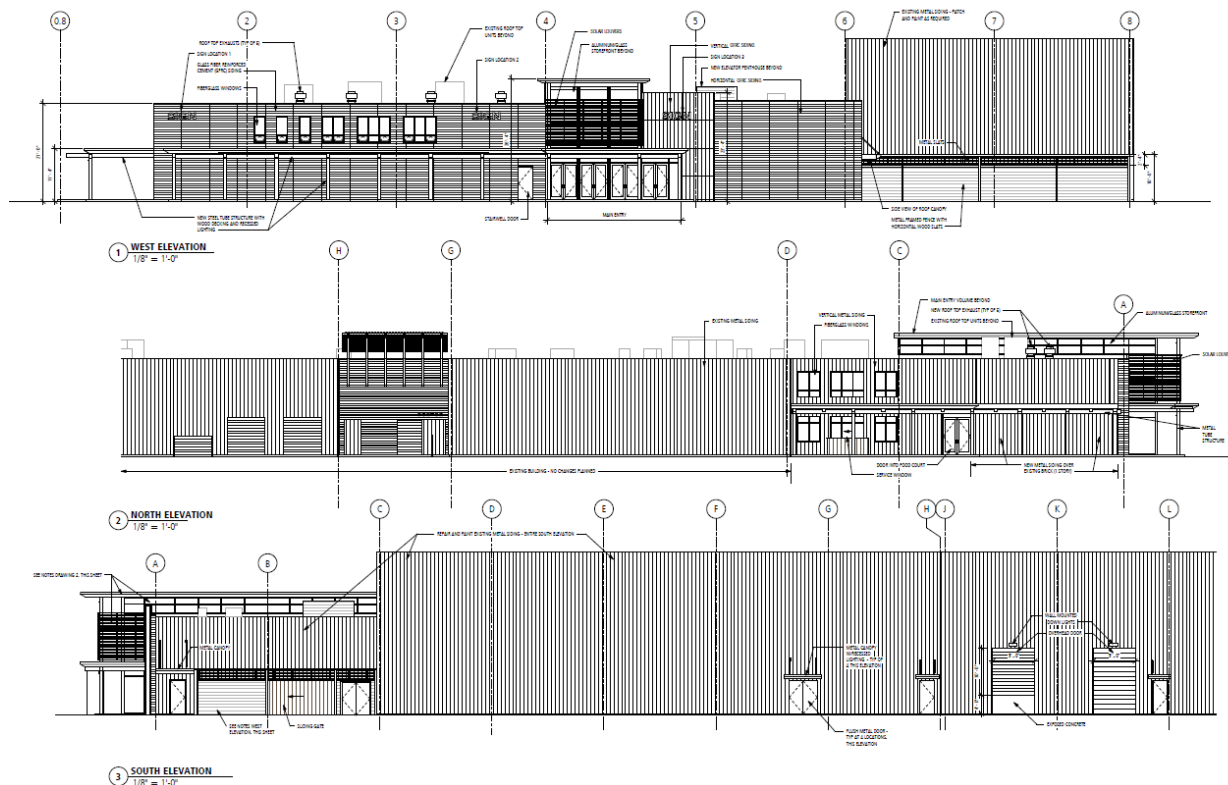
The *Performing Arts Center* area represents 13.6% of the total square footage of the 266 QCPR facility (85,036 total square feet), which is less than the 49% limit for non-manufacturing uses as outlined in the Burlington Zoning Ordinance. Salient features of the proposed *Performing Arts Center* use include:

- Size: Approximately 11,560 square feet. This represents approximately 13.6% of the 266 QCPR Building Floor Area.
- Operator: Burton has signed a letter of intent with an operator for the *Performing Arts Center*. The operator is Higher Ground (HG) which has significant experience and a 20+ year track record operating similar venues and events in the local area.
- Capacity: The *Performing Arts Center* venue will be designed to accommodate a maximum of 1,500 people. Notes regarding capacity and facility design:
  - The operator of the *Performing Arts Center* is seeking a facility that can accommodate a maximum of 1,500 people but can be easily scaled down for smaller performances, given the limiting size of the Burlington market and relatively small number of performances requiring a 1,500 person capacity.
  - Because a limited number of shows are expected to approach maximum capacity, the proposed venue will feature a flexible, accordion-like design which will allow for alternate viewing configurations to create a smaller, more intimate atmosphere.
  - The ability to offer group, cabaret-style and reservable seating options to an aging customer demographic is a key requirement of the operator for the new location, a feature they are unable to offer at their current location.
  - Maximum capacity will be a function of the final design and occupancy limits established by the City of Burlington Fire Marshall.
- Additional Community and Private Events. The operator expects to rent the *Performing Arts Center* venue for private and community events produced by the operator or by 3<sup>rd</sup> party entities, for example:
  - daytime and evening corporate events hosted by Burton;
  - community and neighborhood meetings/events;
  - afternoon/weekend children's programming; and
  - range of other private or public events such as
    - Discover Jazz Festival,
    - Burlington Choral Society events,
    - Burlington Ballet Company performances, etc.).

Regarding these other uses, many are already underway as Burton hosts a wide range of groups in existing space at 266 QCPR, Higher Ground rents their current space for various private and community events, and Burton has received strong interest from multiple local groups about potential use of the space including The Discover Jazz Festival, Burlington Choral Society, and others. Therefore, it is anticipated that the *Performing Arts Center* venue will accommodate a broad range of public and private community events.

- Expected Daily Evening Hours of Operation (when open) for public concert events: In general, for ticketed concert events, the *Performing Arts Center* will open one hour before the published showtime, and close no later than the 2AM closing hour dictated by local ordinance.

- The maximum range of evening operating hours will be 7PM to 2AM.
- Most nights, closing hour is anticipated to be 11pm-to-midnight, which is similar to the operator’s current venue on Williston Road in South Burlington.
- **Operational Management Plan:** In coordination with the operator, Burton has developed a draft Operational Management Plan regarding events in the Performing Arts Center space and this plan will be submitted as an addendum to this application. The plan includes details regarding pre-event, event, and post-event operational and security policies and procedures. As of the submission of this application, Burton and Higher Ground are in discussions with the Burlington Police Department to ensure the plan adequately addresses public safety concerns, and any revisions resulting from those discussions will be incorporated into this submission.
- **Food and Beverage:** The *Performing Arts Center* space will contain accessory space for preparation and serving food and beverages, including alcohol. As required by the Burlington Zoning Ordinance, this accessory space shall comprise less than 50% of square footage of the *Performing Arts Center* space.
- **Building Facade Improvements:** Improvements will be made to the façade of the building as visualized in the attached drawings and renderings prepared by TXC architects. There will also be minor changes to the building footprint, resulting in a net decrease in total building square footage. See Figure 2.



**FIGURE 2 – WEST, NORTH AND SOUTH ELEVATIONS OF PROPOSED FAÇADE UPGRADES (SEE ATTACHED ARCHITECTURAL SUBMISSION FROM TXC FOR ADDITIONAL DETAIL)**

**CONDITIONAL USE CRITERIA (Section 3.5.6.a)**

As noted in the City of Burlington Zoning Ordinance regarding Conditional Use Criteria, “Approval shall be granted only if the DRB, after public notice and public hearing, determines that the proposed conditional use and associated development shall not result in an undue adverse effect on each of the following general standards.” As such, the project has been designed to meet/exceed all elements of this section of the Zoning Ordinance as outlined below:

1. **CRITERIA 1:** *“Existing or planned public utilities, facilities or services are capable of supporting the proposed use in addition to the existing uses in the area”*
  - a. **Response:** See attached “Letters of Service” from the following BTV line agencies and/or utilities servicing the proposed *Performing Arts Center* use.
    - i. Burlington Police Department: Note that the Burlington Police Department service letter identifies expectations regarding the management of events, and the requirement for coordination between the operator and the BPD as necessary. These expectations are addressed in the Operational Management Plan which has been submitted as an addendum to this application.
    - ii. Burlington Fire Department
    - iii. Burlington Water Department
    - iv. Burlington Department of Public Works
    - v. Burlington Electric Department
2. **CRITERIA 2:** *“The character of the area affected as defined by the purpose or purposes of the zoning district(s) within which the project is located, and specifically stated policies and standards of the municipal development plan”*
  - a. **Response:**
    - i. The physical character of the Project Site and surrounding environs will be unchanged as a result of this Project. As stated above, Burton owns and occupies more than 150,000 square feet of space in two structures (with related parking) located at 180 and 266 QCPR.
      1. Other than cosmetic improvements proposed for the façade of 266 QCPR, the scale and mass of Burton’s building improvements will remain unchanged.
      2. Other than separately permitted stormwater improvements required by State Law (Act 64), the existing parking lot will continue to function adequately for Burton and the *Performing Arts Center* use.
    - ii. The proposed project is consistent with the stated planning polices and the Zoning Ordinance of the City of Burlington. The Planning Commission, by unanimous vote, approved a zoning amendment on January 29, 2019 conditionally permitting *Performing Arts Centers* as a supporting use in additional areas of the E-LM zone beyond Pine Street. Subsequently, the City Council, by 10-1 vote on June 17, 2019, formally approved a zoning ordinance amendment allowing *Performing Arts Centers* on QCPR as an allowable Conditional Use, so long as at least 51% of the full building remains for industrial/manufacturing uses.
    - iii. As stated by the City of Burlington Planning staff in a memo written to the City Council in May 2019 (see attached memo from Burlington Planning Department

staff Meaghan Tuttle): “The purpose of the proposed amendment is to permit additional commercial uses in certain parts of the E-LM zoning district in a way that is consistent with the vision for the South End articulated in planBTV: South End Master plan. This includes creating definitions for Industrial and Art Production, expanding the geographic and size limit for *Performing Arts Centers* south of Home Avenue, creating new R&D and Technical Office uses, and establishing a requirement that limits the gross floor area (GFA) of uses not related to Industrial and/or Art Production uses on a lot south of Home Avenue to 49%.”

- iv. As stated in the same memo, the intent of the adopted zoning ordinance language is to: “Leverage market-rate commercial uses to support industrial uses.” It goes on to state that “*planBTV South End* recognizes the challenge of preserving Industrial uses, given the market realities of the South End, and identifies the need to come up with creative solutions to support these uses. To do so, this amendment leverages traditional commercial uses to subsidize space for Industrial and Art purposes.” This is the essence of our application and overall plans for the Hub project. The specific layout of the project is well within the specific requirements of the municipal plan, as reflected in the specific language of the zoning ordinance:

1. The floor area of the proposed *Performing Arts Center* is less than 14% of the building area. Industrial/manufacturing/technical uses shall remain above 50% of the total floor space of the 266 QCPR building.
2. The *Performing Arts Center* use will effectively help to sustain Burton’s existing various manufacturing, technical office, R&D and arts/maker uses of the E-LM zone. Referring back to the memo from Planning Department staff: “As such, a critical element of the proposed amendment is the new provision which places an emphasis on and creates a protection for these types of uses. This creates a mechanism by which a variety of general commercial uses are permitted in this area only when they are on a lot with an industrial use. PlanBTV: South End does not identify an exhaustive list of commercial uses which should be permitted or not, but rather indicates that commercial uses not related to Industrial and maker enterprises should be limited, and not be stand-alone uses. Therefore, the proposed amendment is consistent with planBTV: South End Master Plan.”

3. **CRITERIA 3:** “*The proposed use will not have nuisance impacts from noise, odor, dust, heat, and vibrations greater than typically generated by other permitted uses in the same zoning district*”

a. Response:

- i. The proposed *Performing Arts Center* use will not result in greater impacts typical of other uses in the area and along QCPR.
  1. The Project Site is located within an Enterprise Light Manufacturing (E-LM) Zone which anticipates a variety of land uses and accompanying traffic / odor / noise impacts which are permitted by right.
- ii. Nuisance Impacts:

1. Noise: Burton has retained Resource Systems Group (RSG) to prepare a Noise Assessment of the sonic impacts of the *Performing Arts Center* as part of this conditional use application (see attached). In addition, HG is working with Technological Design Studies, an acoustic and noise control consultant, as a member of the venue design team to ensure concert noise will remain in the building. Major conclusions of the RSG study include:
  - a. Overall sound levels will be comparable to existing background sound levels.
  - b. Sound levels will comply with World Health Organization Community Noise Guidelines.
  - c. Sound levels will be consistent/compatible with urban/suburban residential areas.
  - d. Sound levels will not exceed allowable levels based on the City of South Burlington noise ordinance.
2. Odor: The Project will not result in any impacts associated with odors greater than what is typical for the area.
3. Dust: The Project will not result in any impacts associated with dust that is typical for the area. All parking areas at the Project Site, and public streets in the vicinity have paved surfaces which do not generate traffic-related dust.
4. Heat: The Project does not involve any heat-generating manufacturing processes.
5. Vibration: The Project will not result in any vibration that will cause an undo impact on adjacent properties.
6. Behavior: During the multiple meetings Burton has held with residential neighbors, one consistent concern expressed by neighbors relates to behavioral noise outside the venue, either when patrons are arriving, or when the performances have concluded, and patrons are leaving the venue. In responding to these concerns, the applicant agrees to:
  - a. Parking/Site Management Plan. In coordination with the operator, Burton has developed and will implement a parking management plan for all public concerts that will include:
    - i. No “tailgating” policy to be enforced before, during and after all concert events.
    - ii. Staffing plan to facilitate orderly exit after concert events.
    - iii. Staff to have required training regarding crowd/behavior control, coordination with the Vermont Department of Liquor Control, coordination with law enforcement, and traffic control.
    - iv. Requirements based on the expected size of the event, with more staff required for larger events.
    - v. Specific controls will be put in place regarding traffic exiting on Queen City Park Road to include:



1. Use of one-way bridge. See attached memo from traffic consultant VHB.
  2. Deterring traffic from turning onto Central Avenue at the end of events.
  - vi. Staff will monitor deter pedestrians from entering Red Rocks Park at the end of events, and will coordinate with law enforcement if required.
  - b. Promote/Incentivize multi-modal transportation to Venue
    - i. Burton is committed to utilizing local public transportation to service the *Performing Arts Center*. The 266 QCPR location is on the GMT bus line, and customers can arrive to the site by the bus. GMT route schedules end before the anticipated end time of concert events, so we have discussed the potential for dedicated GMT buses at the end of shows. More detailed planning regarding routes, schedules and costs would be required upon receiving Conditional Use permit approval.
    - ii. Burton has approached the University of Vermont and Champlain College regarding the potential for students from those respective schools to access the site using existing local shuttles. Further discussion would be required upon receiving Conditional Use permit approval.
    - iii. Burton is committed to implementing incentives for car-pooling/ride sharing that could include preferred, dedicated high-occupancy vehicle parking on-site.
4. **CRITERIA 4:** *“The transportation system is capable of supporting the proposed use in addition to the existing uses in the area. Evaluation factors include street designations and capacity; level of service and other performance measures; access to arterial roadways; connectivity; transit availability; parking and access; impacts on pedestrian, bicycle and transit circulation; safety for all modes; and adequate transportation demand management strategies”*
- a. Response: Burton has retained VHB to prepare a Traffic Impact Study (TIS) assessing the impacts of the *Performing Arts Center* use on the existing and proposed traffic network in the vicinity of the Project Site (see attached). In preparing the TIS, VHB worked closely with the Burlington Department of Public Works (DPW) to develop a scope of work that would provide DPW with the information required to make an informed assessment of the anticipated traffic impacts. The resultant TIS scope includes:
    - i. Description of site and existing transportation network in the study area
    - ii. Summary of safety and crash data within study area
    - iii. Description of the proposed development program
    - iv. Trip generation and distribution estimate for the proposed redevelopment
    - v. Parking demand evaluation
    - vi. Evaluation of traffic operations at the intersections in Study area

While not required by the Burlington Zoning Ordinance, VHB also worked with the South Burlington Department of Public Works and has addressed traffic impacts as it pertains to the City of South Burlington in a separate memo included with the application.

- b. TIS Conclusion. The TIS reviewed the existing design, operations and safety of the existing transportation network. Although other uses at the Burton Hub will largely be daytime uses generating traffic during daytime hours, with spikes during morning and evening commuter periods, and the *Performing Arts Center* will be busy later in the evening, the TIS considered an overlapping of the traffic associated with various uses during the evening commuter hour (5 – 6 pm) to present a worst-case scenario. Based on input from Burlington DPW, conditions were analyzed using the Champlain Parkway *No Build* and *Build* traffic volumes to be consistent with recent traffic analysis in the area. The analysis indicates that, with the Champlain Parkway in place, the Project will increase the average delay signalized intersection (QCPR/Shelburne Road, and Home Avenue/Shelburne Road) by less than eight seconds per vehicle, and all locations will operate at acceptable levels of service, even in 2028 with the redevelopment in place.

As presented in the TIS, even with a conservatively high estimate of *Performing Arts Center* traffic overlapping with the Burton peak hour trips, the project is not expected to affect the operation of area intersections significantly.

5. **CRITERIA 5: “The utilization of renewable energy resources”**

Responses:

- a. Burton currently utilizes renewable energy at its facilities including a rooftop solar array on the 180 QCPR location. Burton agrees to place an empty conduit between the roof and Electrical Room in order to facilitate the installation of an additional rooftop solar array on the 266 QCPR road at some point in the future.
- b. Burton will provide at least (10) dedicated parking spaces for electric vehicles with charging station capabilities, which will increase based on future demand.
- c. Burton will provide preferred dedicated parking for High Occupancy Vehicles for *Performing Arts Center* events.
- d. Burton will provide covered bike parking facilities.
- e. Burton is making significant investments to improve and upgrade on-site stormwater infrastructure.
- f. Burton and Project partners will be actively promoting alternative and low emission transportation options in marketing messages.

<b>ATTACHMENTS:</b>	Submitted as hardcopy	Available electronically*:
1. May 22, 2019 memo from Meaghan Tuttle to City Council regarding zoning amendment ZA-19-07A	Yes	Yes
2. Architectural renderings and drawings by TXC Architects dated November 15, 2019, and by Engineering Ventures dated November 4, 2019	Yes	Yes
3. Traffic Impact Study (TIS) by VHB dated April 23, 2020 (this is a revision to original October 2, 2019 version, and has been submitted separately to DPW)	No	Yes
4. South Burlington Traffic Impact Memo by VHB dated April 23, 2020 (this has been submitted separately to DPW)	No	Yes
5. Noise Assessment by RSG dated April 20, 2020	Yes	Yes
6. Operational Management Plan by Burton and Higher Ground	Yes	Yes
7. Ability To Serve Letters:		
• Burlington Police Department (4/17/20 and 4/30/20)	Yes	Yes
• Burlington Fire Department (11/26/19)	Yes	Yes
• Burlington Electric Department (10/29/19)	Yes	Yes
• Department of Public Works - Water & Wastewater (11/26/19)	Yes	Yes
• Department of Public Works – Traffic (not received from DPW as of submission date)	Pending	Pending

\*Electronic versions of documents available at:

[https://www.dropbox.com/sh/Oijjq757u5np94f/AAAZVEEk80ggmn20R5\\_jKMxga?dl=0](https://www.dropbox.com/sh/Oijjq757u5np94f/AAAZVEEk80ggmn20R5_jKMxga?dl=0)

Respectfully Submitted by:

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