

Roberto Paredes stated that he trusted Bud Griffin. Neal Gasaway stated that he understood.

John Carruth asked if they were removing the word "discretion" and they are making that as a condition. Roberto Paredes stated that would be a condition. Carruth clarified that they were amending the motion to delete the word discretion.

Robin Millard amended the second.

There was no further discussion or questions about what the Board was voting on. John Carruth called the question.

The motion passed unanimously for approval of the project.

INITIAL APPLICATION

10-0254

DRB10-15

ROSWELL TOWN CENTER

608 Holcomb Bridge Road

Michael Purdue presented the application for Roswell Town Center. He is a Roswell resident and lives in the Brookfield West subdivision. He is representing Mimms' Enterprises tonight. The Board probably expected to see Lonnie Mimms tonight. He would have been here but his father is receiving an award at the Convention Bureau. Purdue also had with him Gary Tilt, who has been one of the engineers in the design firm that is the chief designer on the façade project. Purdue would like for Tilt to tell a little bit about himself and his company.

Gary Tilt stated that Entertainment Design Group is an Atlanta based multi-dimensional entertainment company. Their scenic division, which has been involved in the Aurora Cineplex designs and fabricates themed environments, everything from restaurant interiors to major theme park work all over the world. They are very pleased and proud to be involved in the Aurora Cineplex project and to provide a dramatic theatre experience for the guests here in Roswell.

This is their project, Roswell Town Center located at the intersection of Holcomb Bridge Road and Alpharetta Hwy, which is arguably one of the most busy intersections in all of North Fulton County. This property is roughly 39 acres and houses over half a million square feet of retail space. By any stretch of the imagination they believe that this is in the commercial heart of Roswell and needs to be reconditioned as an exciting and a viable center. For that end they have a 10-year program to turn this into a mixed use development. One of their starting points is this theatre, which is in the very back. Tilt presented a photograph where one can see on the right where it says StarTime FEC on lower

level, the arrow is pointing directly at the façade they are talking about. It is that tiny little rectangle up in the back corner.

This theatre as the Board knows has had troubles in the past with viability. It is in the very back of the center, it is hard to find. It has had somewhat of a dicey reputation throughout the years and the applicants' desire is to change all of that and make this something that is safe and clean and fun for families and children to be able to go there without having to worry about any of the problems that have been there in the past. Part of these problems...the applicant has been discussing this with several consultants and designers, both design firms and consultants in the entertainment industry. They have run some studies themselves and one of the things that they want to do to help alleviate these problems is to change the way that this movie theatre is approached and how it looks. In the past the only way to get back there was through a small service drive that goes around to the back of the building. If one drives that way it looks like it is not going toward much of anything. There is a graveyard on the right hand side. The left hand side is the back of the shopping center and right in front of one is a truck port. When one goes down here, assuming he has even found it to begin with, he gets dumped out into this large parking lot on the right hand side. Even once one gets there and parks his car, he still cannot see the theatre that he is in theory going to because it is all the way around the corner of the building. This is a severe problem with parents dropping off children. This is a problem with anyone trying to find the space. It is just a disaster from the word go. The other way into the center is up off the north off of Commerce Parkway, which would allow one to park in that very small parking lot at the very top of the screen, which if one is going that way, looks like this. Over on the right hand side there is a Dumpster pad and a huge piece of air handling equipment. The façade that one is actually going to is that small green canopy right directly in front of him, which once again one has no idea what it is. He does not really know where he is going. There is no indication that it is a movie theatre or that it is even fun in any way. Continuing on down that part there are more air handling equipment and very dicey looking features on the side of this façade, which Tilt hopes to address in Phase II, which is not part of this discussion.

What they have done to alleviate these problems they believe is to change the approach to the movie theatre from instead of going around the center; one actually comes off of Commerce Parkway directly. They have replaced the go kart tracks to the east and the batting cages to the north. All of those have been pulled out and have been replaced by a wrap-around parking lot. One will enter the space from the north and he will be able to go into a dedicated driving lane, drop off lane that goes under a covered canopy where one can drop off his passengers or his children and watch them as they go all of the way down the walkway straight into the movie theatre. One is looking at the front of the movie theatre in this aspect and there is no question as to where he is going or where his kids are going. It increases the safety, it increases visibility and the applicants believe it is a much better solution than what they have been using in the past.

Michael Purdue showed a slide of another of the situations they are hoping to rectify tonight. This is in the new parking lot that they have constructed. This is not even all the way out on Commerce Drive. As one can see from this picture the canopy from this point is very small. One cannot really see what it is; he cannot tell that it is a movie theatre. It looks like a warehouse. It doesn't even look safe. What the applicant wants to do is raise it up a little bit, give it some more visibility from the road, give it some punch and excitement to give people an idea that this is really some place that they might actually want to go.

Purdue presented the existing façade that they are talking about tonight. Once again it has another huge air handling unit over on the right hand side above the entrance doors into the family entertainment portion. The entire front of the movie theatre is wrapped in this green standing seam metal awning with no signage, no indication that there is anything there even worth going to. Their intention is to make this an exciting, fun place for families and their children to go. In order to do that they feel very strongly that this needs to have some punch to it, it needs to have some excitement to the façade. It needs to look like it is fun. It needs to have some energy to it.

People don't have to go do entertainment. They might have to go buy bread or go buy butter and milk, but they don't have to go to a movie. They have to want to go see a movie and that is part of the reason why the applicant wants to completely redesign this façade. After they have worked with Entertainment Design Group they have come up with a fantastic design that looks nothing like what it looked like before. This has primarily a raised EIFS façade. The colors are very similar to the colors on the existing building, Gary Tilt will be happy to show the Board the samples in both the material and color choice. The corner sculptures on the corners are representative and reminiscent of old style movie theatres, kind of a retro-futuristic look back in the days when they had those huge marquees over the front doors but this doesn't use moving lights or neon or anything like that. They hope that this is something that will catch people's attention. It is in the back of the center. No one is looking at it unless he is actually going there and Purdue is hoping that this will bring life back to the center.

Purdue stated that before he opens this up for questions and for a discussion of the materials he would like to thank the Board for seeing them tonight and discussing this with them. They have received a huge amount of graciousness from the staff, they have been fast tracked on this process and Purdue really appreciates everything that has been done for them so far. Their opening date is June 1, 2010 and they are under an extreme time crunch because of the nature of movie theatres. Movie theatres live and die by the summer months. If they do not make the summer months this year, this theatre probably will not see any money at all until next summer. The viability is determined during the summer months. Because of this Purdue stated that he would like to request that this

application be heard as a final application with any changes or contingencies that the Board feels are necessary.

Purdue thanked the Design Review Board for hearing their application tonight. At this time he opened the discussion up for questions.

John Carruth asked if there were any questions or comments from the Board.

Roberto Paredes stated that this is really not an easy problem. He likes what the applicant is doing with the parking, reconfiguring the entry and wrapping around the parking. He thinks that has always been an issue. In general there are a couple of things that Paredes wishes they could look at. One is he definitely agrees that the applicant has a problem with the fact that they are in the back. No one knows what is there. When it was a movie theatre and Paredes used to go there one really had to want to go there. What has always puzzled him is and he thinks at one time one could enter the theatres from the front, way back if he is not mistaken. There was connectivity from the front and to Paredes it has always puzzled him that there was a renovation that cut that off. He is just puzzled by the fact that a potential exploration of a presence on the front of the shopping center is not, or maybe it has, but has not been investigated. To Paredes, he thinks that even though he does not particularly, he is enamored by this solution; he thinks they are going to need more than this to even just do something. It needs to be taller, it needs to be seen from Holcomb Bridge Road but the idea of having a presence on the front of the shopping center...he wondered why that is not really part of the equation. Is that just totally out of the question?

Michael Purdue stated that was not really viable due to several factors. There is an elevation difference. The back is an entire floor below the front. There is a stairway at the front that goes down to the lower mall level but even when one goes down to that point he is nowhere near the theatre. One would actually have to go through the entire family entertainment complex, which will eventually be completed. However, one has to walk through that entire complex or around the back of the building in order to get to the theatre. People who go to the movies the applicant felt wants to go straight there, want to drop their kids off, want to drop their passengers off, go into the building, watch a movie, come out, get in the car and leave. The existing stairway is sandwiched between existing tenants. It is very dark, very subway like; it is not inviting or friendly at all. Purdue did not feel that that was really a viable entry into the movie theatre.

Roberto Paredes stated that the possibility of actually turning that negative...and he agrees with Purdue that the stair is not very attractive but in the process of rethinking or re-imaging this whole center it would seem to Paredes that that would be a very important priority to do something with it so that it becomes a viable energetic event that even though, yes, one may be removed from the theatre but sort of the transition or movement from that entrance through that passage down the stair, an escalator or cutting out a big hole or something and

looking down at activity...to Paredes it has a lot of more intrinsic value than doing a lot of stuff at this level which to him all they really need to do is maybe do a tower or something and they are done. They can see it from everywhere and one does not spend as much money maybe. He is curious about...it is a missed opportunity and he knows this is a very difficult problem.

Michael Purdue stated that they do have plans on the 10-year slot to basically cut the center up into smaller mixed use areas that has more flow through from the front to the back. But once again, one is talking about a matter of cost that is an order magnitude greater than what this is. In today's economic times they are not prepared to begin doing that. That is about ten years out.

Neal Gasaway stated that the Charter School has a lot to do with Lonnie Mimms. He is a good man. However, for the applicants to come in here and want a final, they have no working drawings whatsoever in his packet. They are not even anywhere close to something where the Board could give them a final.

Michael Purdue stated that they have structural drawings and they have architectural drawings that are being worked up certainly as they speak.

Neal Gasaway stated that the Board does not have them so it is not fair to all of the other applicants to give Purdue a final of what they have proposed. Purdue stated that he understood.

Lastly, this is in the back corner and Gasaway knows this place. He has lived in Roswell a long time and he knows this place is a struggle. But the Board is giving Andretti Speed Lab a hard time because they painted their building a little too white. What Purdue is proposing isit is back in a corner or whatever. He understands the applicant's predicament there but it is just makes the Board look erroneous that they are even considering this when they have given other people such a hard time with what they have proposed for whatever reason.

John Carruth stated that if this were all white though, the Board would not be approving it.

Gasaway stated that those were his points and he was going to leave it at that.

Robin Millard stated that he thinks Neal Gasaway has brought up a good point. His question to the applicant, and he hates to even say this, but let's say he does this and six to 10 months from now, it's not going to fly. The Board does not want to have to live with this on this back side of a shopping center that is in trouble to start with. Does Purdue have a scenario of what can be done to this to de-emphasize the theatrical part of it?

Michael Purdue stated that all of the large elements are modular in design and are placed on two structural platforms. If necessary they can be removed.

Roberto Paredes re-emphasized that to him there is a functional requirement about raising the parapet. He can certainly see it. But to him there is even more of a functional requirement to rather than raise it all the way around, he would raise it just to a height that it does functionally what he wants done and then put the height where he really wanted it. Take one of the corners or both corners and go higher even so that at least one can see something as he is driving. Paredes does not know how much higher it would have to be but he thinks they need something that is really bold.

Purdue stated that his understanding is they have a 40-foot limitation. The EIFS is approximately 26 feet. Gary Tilt stated that was the elevation off of the ground. Purdue stated that the EIFS is 26 and those corner sculpts go several feet above that staying within the 40-foot boundary. Gary Tilt has the exact heights.

Paredes stated that the applicant is not anywhere near the 40-foot. So 40-foot would bring them up like a nice substantial amount that maybe they could do something that is....

Purdue stated that the existing wall on the far right of this drawing is at 40 feet.

Neal Gasaway asked the Board if they were going to be able to generate any kind of motion out of this submittal.

Kevin Caldwell stated that he wanted to echo Gasaway's comment about Lonnie Mimms. He has done a lot for this community and they all respect a lot. Caldwell is a little surprised that they are sitting here on May 4 and Purdue mentioned something about June opening and he sees construction going on, on a project. He is a little...it looks like this one was maybe getting under the radar and suddenly when it came up on the radar everyone started back peddling. Caldwell does not want to in any way, form or fashion to come across as being counter against getting things moving. But he is not anywhere close to accepting this. He is not anywhere close. The light chartreuse or pink and different colors, he won't approve on the side of the building. He loves and echoes the comments of what Paredes said about the site and the parking and the re-working of the flow. He thinks the applicant has done a great and well thought out job.

Caldwell stated that he would really like to challenge the applicant to take a step back and be successful in this project. But somehow put a little more character of Roswell area into this. He agrees with Paredes and Paredes has done it as an architect to bring a taller feature. Caldwell would even be willing to ask the city of Roswell to let the applicant declare a hardship here and extend beyond the 40-feet. If he is not mistaken, the ordinance states on the average.

Roberto Paredes stated that he thinks there is some leeway where it says something about architectural features. There is some leeway...Caldwell agrees and thinks that the applicant ought to explore that.

Neal Gasaway stated that council can do whatever they want.

Caldwell stated that he thinks the applicant needs to explore a taller, more massive feature and he thinks if they do that in combination with the site plan that they are doing with the parking lot...they have to tone down a little bit of the coloring. They have got to if this member is going to vote on it. He does not know how the applicant, how the Board can work this out sitting here and let the applicants open the doors in 27 days.

John Carruth stated that the only way he could see if the Board bought into the concept that they put on paper tonight they could make an approval and condition it that a committee of three of them would see their final drawings and confirm that they met with the intent of this concept but only if the Board accepts the concept that is given tonight. Carruth told Purdue that unfortunately he is hearing too much...there have been so really good ideas that have been bantered about the Board about improvements. Things that would actually make it better. He does not know what the applicant's feelings are to actually improve it versus doing something expedient and trying to get this through. He is not sure that they can get this through.

Neal Gasaway stated that they don't have a landscaping plan. He is sorry; he may lose a big job because he does not have LEED certification yet because all of the classes are booked.

Michael Purdue stated that with this façade there is no landscaping.

John Carruth asked Kevin Caldwell a question. The Board is really only looking at the façade of this building. They are not dealing with the parking lot changes they are making now. That was approved some other way somehow. Purdue stated that this is just a façade renovation. Carruth stated that they are not dealing with landscape on this. Neal Gasaway stated that there is landscaping.

Kevin Caldwell asked how the parking lot reconfiguration was approved. Purdue stated that he thinks it was done a while ago as a minor. He would have to look into that. John Carruth stated that was a possibility because if one reads the requirements for minor applications, if their landscaping is in the same keeping as the rest of the center, which it is not hard to do with this center. They actually are putting some very good quality material with the parking lot landscaping. Carruth stated that he was out there last week.

Neal Gasaway stated that these guys are not going to do anything bad. He doesn't think that is the issue. It is just that the protocol is somewhat skewed in

this case. If the applicant wants to make something 60 feet tall and wants to be retro, go down to the Fox and do this big tall thing with beige EIFS stucco and a bunch of lights and marquees. To him that would be more in keeping with Roswell and at the same time give the applicant what he needs. He needs people to see the thing. Gasaway understands that.

Michael Purdue stated that his understanding was that they couldn't go over 40 feet or use flashing lights. Gasaway stated that is correct. He is just saying that if Purdue were to come to him, if he was in charge of everything and said they were going to make this thing 60 feet tall and it looks like the Fox and one will see it from Holcomb Bridge Road. He would say that is okay. But the applicant has got to go to council for that. It is an awful scenario for the applicant. It really is but Gasaway does not like this concept. If the other Board members like it, he is not going to fight it but he wishes that the applicant would do something more 20's retro if he wants to do retro with a lot of flash to it.

Kevin Caldwell suggested that they not meet their time line but to meet their goal of actually having success. This is complex enough in challenging Roswell's ordinances and complex enough in challenging the architecture and design that maybe a special meeting occur here as soon as possible in city hall with Kevin Turner and his boss, and maybe a council person or two and a couple of the key architects on this Board and the applicant's designer, Gary Tilt and come up with something that is an alternative to this. Caldwell has a funny feeling that if the applicants will invest that meeting and he is sure that can be done because it has been done in the past many times that they will come up with a more successful plan. They will be delayed another 30 days potentially. If they are fast tracking it already...the Board does not have anything on their agenda next month. They could have one thing. He thinks it will be wonderful to come in here and already have built a consensus from the staff level, from the council level and from the DRB level that they all concur and if there is anyway to work within the ordinance to give the applicant what they need to have and not do something that this Design Review Board would never do in the past. They would never approve this in the past. He can tell the applicant straight up that it would have never happened during his tenure. That is Caldwell's suggestion.

Michael Purdue made one statement to Neal Gasaway. The reason that this looks the way it does is that the concept of the facility is Area 51, which is, as he knows somewhat space oriented. This is why it looks spacey, kind of contemporary. If he puts something out there that looks like the 20's it is not going to fit the concept.

Neal Gasaway asked Purdue if he had been to Disneyworld lately, to Tomorrow Land. This is exactly what it looks like, Tomorrow Land and the Magic Kingdom. It is back in the corner, no one is going to see it but if one just looks at the history of this Board...when Volkswagen comes in with the guys from California and wants to do something that has a lot of green and chartreuse and it is just a

bunch of square, the Board says no. Polo Loco, they had a concept that was just so even less low-key than this. He knows the applicant is desperate and he knows who owns this but it is giving somebody a whole different standard than everyone else.

Robin Millard stated that they are setting a precedent.

John Carruth stated that historically this Board in past approvals of Roswell Town Center has cut them a lot more slack than they have other applicants in this city. They have gone on the record stating that because they feel like it is the center of the commercial part of Roswell. It is important that it remain a viable center. He thinks they have some precedent for...they have allowed spinning, flashing signs in the past at this center. That was not allowed anywhere else in the city of Roswell. There is a precedent there for this center.

Neal Gasaway stated that it doesn't seem to be working. John Carruth agreed but he thinks they are not going to get an approval tonight, he thinks that is pretty clear. This is an initial, the applicant and received commentary from the Board. He thinks they have given the applicant some viable ideas if they want to get together with members of this Board, with staff, with council people and see if they can come to a meeting of the minds and bring something back in here next month. They do need to see more real elevations. Just elevations, they won't have to see all of the working drawings. They have to see the drawn elevations to approve this.

Neal Gasaway asked Purdue to bear in mind that he is the general contractor on the Board with the 20's idea and they are the architects. He was the only guy with that idea.

Michael Purdue thanked the Board for their time.

REZONING

10-0225

RZ10-05, CV10-01 & CU10-03

RAMCO-GERSHENSON, INC.

2925 Holcomb Bridge Road

Land Lots 825 and 832

John Carruth stated that the Design Review Board is the first body that sees this and they are only to provide commentary, no approval tonight.

Ed Wisner with Ramco-Gershenson presented the rezoning application. He is going to give a 20 second introduction of Ramco and then he is going to turn it over to the two gentlemen that are going to talk specifically about what they are doing here.