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## Section 1: Executive Summary

The Topsham Reuse Master Plan, as presented and described in the following six Sections, reflects the significant involvement of the Town of Topsham and the Topsham Local Redevelopment Authority over a 16-month planning period. While public interaction and comment played a key role in the development of the Plan, the Authority's overarching vision for redevelopment and its community-driven Guiding Principles focused the effort and the results described herein.

### Background and Overview

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#### Property Setting and Description

On August 24, 2005, the federal Base Realignment and Closure (BRAC) Commission voted 8 to 1 to close the Topsham Annex, a 74-acre property associated with Naval Air Station Brunswick (NASB), which was also recommended for closure. On September 15, 2005, the final list was approved by the President. By law, the base must be closed before September 15, 2011.

The facility opened in 1957 as the Topsham Air Force Station. It initially operated as an early type of radar system. When the Air Force closed the radar facility, NASB obtained use and responsibility for the property. Most recently, the Annex functioned as a general support facility for NASB and included 177 units of base housing, a commissary, a training facility, office space, and a fire station. In addition to Navy facilities, the Annex provided operational facilities such as a reserve and recruiting center for the Air Force, Marines, Army and other branches of the Department of Defense serving the mid-coast Maine region.

#### The Property Screening Process

The BRAC process allows for various federal, state, and local agencies and other non-profit organizations to apply for and be considered for property within a closed military installation. First, the Department of Defense is given the option of requesting property, and then other federal departments and agencies are given that same option. Since no federal agency or department requested any facilities or parcels, all 74 acres within the boundary of the Topsham Annex were considered surplus.

Within the 74 acres, 46 acres include all of the family housing units that are part of a privatized housing agreement between the Navy and GMH Partners LLC. These residential structures are not included in the surplus designation and, therefore, are not available for consideration as part of the planning process. The impact of this incumbrance on the Topsham Annex reuse process is discussed in the implementation section of this report.



The federal Base Closure Community Redevelopment and Homeless Assistance Act provides for a community-based process where governmental and not-for-profit organizations may propose the reuse of surplus military property. The proposed reuses must provide vital public services such as education, health care, open space, parks and recreation related uses, law enforcement, prisons, transportation terminal facilities, aviation uses, homeless facilities, or other public buildings. The Topsham Local Redevelopment Authority (TLRA) is responsible for developing a reuse plan for the Annex that appropriately balances the community's needs for economic redevelopment and public facilities and amenities against the needs of the homeless.

## **The Master Planning Process**

After soliciting proposals from national planning consultants, the Topsham Local Redevelopment Authority interviewed and selected Matrix Design Group, Inc. (Matrix) in August, 2006 to help it prepare a reuse master plan for the Topsham Annex. Matrix was selected in part because its proposed process followed important criteria, including:

- ▶ A forward-thinking and inclusive approach, respecting important community interests and values
- ▶ A public outreach and identification of needs
- ▶ An existing conditions assessment including a detailed survey of the property's land, buildings, infrastructure, and environmental conditions;
- ▶ A market study and financial assessment for plan implementation
- ▶ Identification of known environmental issues using existing inventory and other information as may be needed to recommend a base reuse master plan that is environmentally acceptable to the Navy, regulators, and the community at large.

The successful redevelopment of the Topsham Annex will depend, in part, on understanding and responding to a variety of existing local community issues and policies, physical conditions and characteristics, environmental conditions of the property, and market and economic considerations and trends.

## **The Public Engagement Process**

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The public participation program in Topsham was designed to allow people to engage in the reuse planning process in a variety of ways and to demonstrate a concerted outreach effort to Topsham citizens. In addition to the public meetings described below, the TLRA's public engagement program included meetings and interviews with stakeholders; a project website; frequent communication with citizens by email, letter, or telephone; displays at the Topsham Public Library; TLRA meetings shown on local cable TV; and presentations to community organizations.

The keystones of the process were four major public meeting opportunities that coincide with decision-making points in the process. They included a review of existing conditions, visioning, alternative plan review, and final plan presentation and adoption.



## The Planning Considerations Workshops

The Matrix Design Group consultant team worked with the Topsham municipal staff to establish the boundary for the Annex Planning Consideration Area (PCA). The PCA boundaries, which extend well beyond the borders of the Annex itself, were established in recognition that development in surrounding properties will influence and be influenced by redevelopment in the Annex.

A series of five workshops were held to obtain input regarding possible future plans to upgrade public infrastructure (water, sewer, roads), electrical and telecommunication systems, and other land development considerations for the area surrounding the Annex. These five meetings included a joint planning board and comprehensive planning committee meeting, a Topsham Main Street Committee, a meeting with local developers, a meeting with interested citizens, and finally, a meeting with Topsham Development, Inc. board members.

These workshops allowed the Matrix team to gather and present information regarding the types of land uses and possible development activity surrounding the Annex property in order to ensure the compatibility, connectivity, and market feasibility of the site under various reuse scenarios.

## Existing Conditions Assessment

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### Community Planning Issues and Influences

Zoning districts within the Town of Topsham include five categories: village, mixed-use, commercial, industrial, and residential. These districts provide a framework for the overall layout of the Town that is based on both the underlying character and predominant land uses. The Topsham Annex is located in the “Upper Village” zone which is one of the three village zones that generally make up the core of Topsham along Main Street (Route 201). The overall goal of the village zones is to provide, enhance, and maintain a dense, mixed-use pedestrian-scaled village “feel” that incorporates a mix of housing types, small retail establishments, and strict parking, design and landscaping guidelines.

The Annex lies in a designated growth area, with most adjacent land to the north and south zoned as Upper Village, which is designed to mirror the character and density of the Lower and Middle villages. Currently, the area is sparsely developed, with the majority of development clustered along Main Street. There is, however some urban residential development nestled in this zone that is indicative of what the Town of Topsham would like to see in and around the Annex. East and north of the Annex is a primarily rural and residential area, and to the west and south lies Topsham’s commercial corridor, which transitions into large scale retail closer to the I-295/Rt 196 interchange.



## Off-Base Transportation Issues

Direct, safe, and convenient vehicular access is required for the efficient operation of any military installation, regardless of property location or size. The successful redevelopment of the 74-acre Topsham Annex, as with any other large-scale private-sector development, will require that same (or expanded) level of transportation infrastructure to meet future non-military uses, as well as potential increased growth and redevelopment needs of the Topsham community.

The Matrix Planning Team conducted a review of traffic issues associated with the current operation of the Annex. This included an assessment of traffic volumes with respect to capacities at key intersections and trends in area land use. Among the findings are that Route 201, the main access road to the Annex, is continuing to experience increasing traffic levels, and the intersection with Route 196 is at or near capacity. Numerous other intersections nearby are projected to be strained during peak hours by the year 2009. Potential improvements to address these issues could include adjusting signal timing and increasing the length of stacking lanes at Rt 196 & Main Street, adjusting Eagle's Way to a one way street at Main Street, installing traffic signals at Can Am and Main, and/or connecting Can Am Drive through to the Highland Green development. Also, a connector road from Eagle's Way to Village Drive should be considered to help alleviate congestion during afternoon peak hour traffic volumes associated with nearby Mount Ararat High School.

## Natural and Cultural Resources

Natural and cultural resources within the Town of Topsham and adjacent to the Topsham Annex are a tremendous asset to the community. The Town is home to numerous ecosystems, wildlife habitats, wetlands, and other natural resources which are protected by the State and the community and influence the location, type, and intensity of future development. In addition, Topsham is an historic New England community with a variety of significant historic, archeological, and cultural sites that also influence the type and location of development in the community. Part of the planning process involved gathering data on these resources and identifying corresponding geographical locations so that any redevelopment plans would minimize impact.

## On-Base Conditions and Characteristics

As the basis for the preparation of conceptual master plan alternatives for the Annex, a comprehensive survey of the existing conditions of the site was conducted. The Matrix Team reviewed information such as current land use patterns on the Annex and utility systems, including stormwater, sanitary sewer, water supply, natural gas, electrical power supply and distribution, and telecommunication systems. Further analysis of the extent to which these systems will need improvement will be undertaken as redevelopment progresses. However, it is generally considered that the existing water and sewer systems, particularly in the housing area, do not meet local standards and will require significant upgrade or replacement. Also reviewed as part of this inventory was



the internal street system, which was found to be adequate in serving its current role, especially in the more intensely developed portions of the Annex, where it contained pedestrian amenities such as sidewalks.

### **Buildings and Facilities**

A comprehensive assessment of the non-residential buildings on the property was conducted for the purpose of determining the feasibility, extent, and appropriateness of the various reuse options for the structures. Eight significant buildings were analyzed and inventoried to assist in developing possible reuse scenarios, including a former base security building, a former headquarters building, the commissary, vehicle storage and maintenance facility, fire station, and the Marine Reserve Center. The space inside these buildings was found to be generally suitable for office, storage, and retail uses, with office space accounting for about a third of the total, and warehouse/retail contributing the rest. The buildings are in generally good condition and would be suitable for reuse as offices, commercial space, and community uses with a moderate level of reinvestment.

### **Environmental Conditions**

Historically, industrial operations were present at Topsham Annex to support Air Force and Navy operations. The Matrix team reviewed numerous Naval environmental surveys along with various assessments previously conducted by others and found a few potential issues, including the limited presence of petroleum hydrocarbons, possible underground steam utilities with asbestos insulation, and asbestos and lead-based paint. Although additional investigations may be required, these environmental conditions are not generally considered to be significant barriers to redevelopment or reuse of the property.

### **Market/Economic Analysis**

The redevelopment of the Topsham Annex will be affected by the environment within which it operates. Specifically, the existing demographic make-up of the region's populations, as well as the existing economic climate, will influence the redevelopment potential for the property.

Key findings of the market and economic analysis conducted during the Topsham Annex Reuse Master Plan planning process include the following:

- ▶ Topsham is expected to grow by 811 households between 2000 and 2011, and a similar number of housing units will be constructed. The rate of growth in the county and especially the town of Topsham are expected outpace the state of Maine as a whole.
- ▶ Income growth in Maine has exceeded inflation throughout the 1990s and 2000s, and income growth in Topsham has been even more impressive, exceeding that of the state as a whole.



- ▶ Since 2000, the county has lost around 600 government, manufacturing, and service jobs, but Topsham itself has experienced a 20% increase in the number of jobs. Retail trade, health care, social assistance, real estate and financial services, management and consulting jobs, and child care showed the strongest growth.
- ▶ Topsham is generally more highly educated than the County or State, and that disparity actually widened between 1990 and 2000. In 2000, 38.3% of Topsham's population had a college degree, versus 30.2% for Maine as a whole.
- ▶ Topsham has only 12% of households earning less than \$25,000, while for Maine, that number is a significantly higher 32%. At the other end of the spectrum, Topsham has 25.5% of households with incomes over \$75,000, while statewide that figure is only 15.5%.

### Real Estate Market Analysis

The redevelopment of the Topsham Annex will, to some extent, compete within the regional real estate market. However, because of the generally small size of the property available for redevelopment, as well as the complexities associated with the existing housing on the site, the Annex property will primarily compete with other small-scale development sites in the local market. Key findings of this portion of the study included:

- ▶ Between 2002 and 2006, Topsham experiencing significant single-family residential construction, primarily in the Highlands development. Since the end of 2006, however, the pace of residential construction in Topsham has slowed significantly.
- ▶ The Topsham housing market is relatively affordable, with a median housing price of \$209,000 in 2006. However, this price represents a 54% increase since 2000.
- ▶ Due to Topsham's accessibility and proximity to I-295, significant retail construction has occurred since 2000, resulting in Topsham becoming a regional commercial center, with total sales exceeding local demand by \$38 million.
- ▶ Several significant office and retail projects have been constructed recently in Topsham, but currently there no new speculative office or retail projects under development. This is likely due to the large size of recent projects and concern over the closure of the NASB.

The Annex site is best suited for residential use and/or neighborhood-scale retail, office, or civic uses, especially given its location near two schools. The property could also support industrial, due to the limited amount in the surrounding community, but the nearby schools aren't highly compatible with this type of development. Office or commercial uses could also work at the site, but utility and transportation infrastructure improvements would likely be needed to increase accessibility and visibility.



## Reuse Alternatives and Plan Selection

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### Reuse Master Plan Alternatives Overview

The irregular shape of the property at the Topsham Annex creates essentially two separate reuse areas, as can be seen in the accompanying graphics. One area contains the commissary and various military offices and other structures (referred to as the “Military Triangle”), and the other contains the GMH privatized housing area and adjacent undeveloped land (referred to as the “Housing Area”). Four Plan Alternatives were developed for consideration by the TLRA, based on the existing physical conditions at the Annex, neighboring uses, market and economic findings, and input received as part of the public engagement process. The alternatives, discussed in detail in [Section 5](#) included:

#### ***Alternative 1***

**Site A - Military Triangle: Community Service Center; Site B - Housing Area: Renovation of Existing Housing**

#### ***Alternative 2***

**Site A - Military Triangle: Community Service Center; Site B - Housing Area: New Higher Density Housing**

#### ***Alternative 3***

**Site A - Military Triangle: Recreation/Athletic Fields; Site B - Housing Area: Renovate Existing Housing**

#### ***Alternative 4***

**Site A - Military Triangle: Office Park; Site B - Housing Area: Office Park**

### Alternative Plan Evaluation and Selection

In order to assess the four alternatives, Matrix and the TLRA developed a set of evaluation criteria that included the TLRA’s Guiding Principles and additional factors such as public input preferences, transportation impacts, environmental clean-up costs, ease and predictability of implementation, among others. Additionally, the TLRA identified goals for the Military Triangle and Housing Area and subareas within them. These goals were:

- ▶ Promote economic development and focus on commercial uses that generate tax revenues and create good-paying jobs
- ▶ Support existing local businesses
- ▶ Support a youthful population



- ▶ Focus on professional, commercial, and community services
- ▶ Focus on recreational uses with a buffer for residential uses to the east
- ▶ Provide market-rate housing of moderate density
- ▶ Provide workforce housing at a higher density

Based on these criteria, the alternative plans were evaluated and the preferred plan determined by the TLRA at a special TLRA board workshop held on June 9, 2007. Rather than selecting a specific alternative, elements were borrowed from multiple alternatives to create the resulting Topsham Annex Reuse Master Plan Map, which was formally adopted by the TLRA at their August 15, 2007 meeting.

## **Topsham Annex Reuse Master Plan**

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### **Plan Description**

The Reuse Master Plan establishes the land use preferences for the Annex. It was designed to be compatible with adjacent uses and utilize the existing facilities and infrastructure, while at the same time providing the framework for a potential redevelopment of the site into a more intensive addition to Topsham's urban landscape.

The spirit of the Reuse Master Plan is based on connecting the Annex to the rest of the community--both physically, in terms of integrating the site's future land uses with the adjacent educational and residential areas and providing good connectivity between them, and culturally, by providing an environment in which students, seniors, and Topsham citizens of all ages can interact.

The plan divides the Annex into four distinct areas—the Military Triangle, the undeveloped portion on the western side of the Housing Area, the existing residential area south of Can Am Drive, and the existing residential area north of Can Am Drive. Each of the four subareas has a separate land use: Business & Community, Parks & Recreation, Medium Density Residential, and Higher Density Residential.

Business & Community uses are planned for the 14-acre Military Triangle area that are envisioned to include a mix of office, commercial, retail, light industrial, and other similar activities that are consistent with adjacent uses, as well as community and civic uses, such as governmental, cultural, human services, and educational functions that take advantage of the proximity of the two schools and nearby residential neighborhoods. The Parks & Recreation area is intended to provide a mix of active and/or passive recreation and open space uses that are coordinated with and complement the adjacent athletic facilities owned by SAD 75.



The Housing Area provides for two types of residential density:

- ▶ **Medium Density Residential:** The northern part of the Housing Area, the area north of Can Am Drive, has been designated for medium-density residential uses. The density allowed in this area would include up to 4 residential units per acre, whether those units be renovated existing units or new construction. The housing in this area is envisioned as single-family detached dwellings and/or two-family (duplex) attached homes.
- ▶ **Higher Density Residential:** The southern part of the Housing Area, the area south of Can Am Drive, has been designated for higher-density residential uses. This preferred density would accommodate housing up to 8 units per acre, whether those units be renovated existing units or new construction. The housing in this area is envisioned as multi-family attached housing such as apartments, townhomes, or condominiums.

In summary, the plan maintains compatibility with existing adjacent uses while allowing for the introduction of new office, commercial, light industrial, civic, and community activities to enliven the area and help integrate the site with the rest of Topsham. Whether through the reuse of existing buildings or through the development of a new generation of facilities, the reuse master plan sets the stage for a new chapter for Topsham Annex.

## **Impacts and Implementation Considerations**

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As part of the TLRA's preparation of the Topsham Annex reuse plan, consideration was given not only to the site's physical conditions and facility characteristics, but also the overall impact from redevelopment of the Topsham property, including the associated investment in infrastructure and other costs and fiscal impacts. While the planning of the redevelopment was conducted by the LRA, the responsibility for the implementation of the plans will belong to the Midcoast Regional Redevelopment Authority (MRRRA). The Town itself will also be involved, due to the need to implement zoning policy on the property that is consistent with the reuse plan.

### **Transportation and Infrastructure Impacts**

Future growth at the Annex and along Route 201 will require the upgrade of surrounding intersections to meet a projected 30% increase in traffic volume along roads that connect the Annex to Topsham and the rest of the region. Roadways in the Annex will either have to be resurfaced or rebuilt. The Brunswick-Topsham Water District and the Topsham Sewer District have determined that the water and sewer systems will need to be brought up to local standards, particularly in the Housing Area. These improvements would include replacement of non-standard hydrants, new water mains and shut-off valves, and overhaul/replacement of the water tank, and replacement of



sewer lines. Given enough growth at the Annex, off-site improvements to the sewer system may also be necessary. Finally, new stormwater infrastructure may be needed as growth at the Annex will likely result in increased amounts of impervious surfaces and runoff. The electrical system servicing the Annex is considered adequate, except that upgrades in its metering system would be necessary. The natural gas system is in excellent condition, but would need an upgraded metering system, and could require realignment depending on the final development scheme.

### Socioeconomic Impacts

Reuse of the non-residential buildings at the site could create between 121 and 187 permanent jobs. In general, the redevelopment of the Annex could require between \$18 million and \$40 million worth of investment. Overall, the business and commercial properties are expected to require \$3.7 million in investment, or about \$53 per square foot. The tax base generated by these facilities is expected to be between \$70 and \$100 per square foot, for an estimated \$4.7 million - \$7 million addition to the existing tax base. The projected tax revenue from residential redevelopment at the Annex, depending on overall value of the units created, (which will likely be worth between \$125,000 and \$250,000 each), is estimated between \$28.1 and \$46.7 million. Redevelopment of the residential area in the Annex will also result in an increased permanent population in the Topsham community. Topsham averages 2.6 people per household, so using a reasonable estimate of 245 new housing units, the Town's population could increase by 636.

### Notices of Interest / Public Benefit Conveyance Requests

The BRAC process allows for various federal, state, and local entities to request all or portions of the base from the Navy if the requests meet certain criteria. No federal agencies made any requests for parcels or facilities within the Annex; however, there were several requests from local entities and potential recipients of public benefit conveyances (PBCs). These requests were carefully considered by the TLRA in terms of how well each request fit with the redevelopment plan, and how each would comply with the LRA's guiding principles for redevelopment. **Section 6** provides a detailed summary of the requests disapproved by the Board.

The TLRA approved the following requests from the list above, based on the TLRA's guiding principles and the Reuse Master Plan:

The TLRA determined that SAD 75's request for approximately 15 acres of land for athletic fields would comply with the US Department of Education's PBC criteria and that it also conforms to the intent of the reuse plan. The District demonstrated the ability to develop the property into usable fields and has shown a conceptual plan that would allow for these uses to take place. Based on these factors, the TLRA voted to endorse SAD 75's request for this PBC.



The TLRA determined that the Topsham Sewer District’s request for land and two small buildings conforms to the intent of the reuse plan; however, the Legal Counsel for the TLRA advised that the proposed use, District Administrative Offices, was not a typical PBC granted by the US Department of Health and Human Services but a successful argument of the case could be made to HHS. Understanding the potential difficulties in securing HHS support for the proposal, the TLRA voted to partially approve the District’s request, and support the District’s request for the two structures, and approximately 20,000 SF of land in order to make a viable parcel.

The TLRA also endorsed the establishment of a trust fund operated by the Midcoast Regional Redevelopment Authority. This fund would be financed through a yet-to-be-negotiated fee from every acre sold at the Annex for the operation of a teen counseling center or other service provided by Tedford Housing to meet homeless needs in the vicinity. A similar need for domestic abuse victim housing was identified, and negotiations have resulted in a plan to use money from the trust fund to house domestic abuse victims in housing throughout the Brunswick-Topsham area.



**TOPSHAM ANNEX REUSE MASTER PLAN**  
**TOWN OF TOPSHAM, MAINE**

Public Hearing Draft