

PLANNING ADVISORY BOARD ZONING COMMISSION

NOVEMBER 13, 2012

Case Number

ZON2012-11
SUB2012-8
ZON2012-12

Applicant

Calumet Montana Refining
General Distributing Co.

Owners

Calumet Montana Refining
General Distributing Co.

Property Location

1807 3rd St NW
1620 6th St NE
610 Smelter Ave NE
430 17th Ave NE

Parcel ID Number

1480900, 1480300, 1476605,
1481900, 1477900, 1482000,
1078000, 1480800

Requested Action

Rezone the property from C-2
General Commercial and I-1
Light Industrial to I-2 Heavy
Industrial
Amended Plat relocating & ag-
gregating 9 lots into 7

Neighborhood Council

Neighborhood Council #3

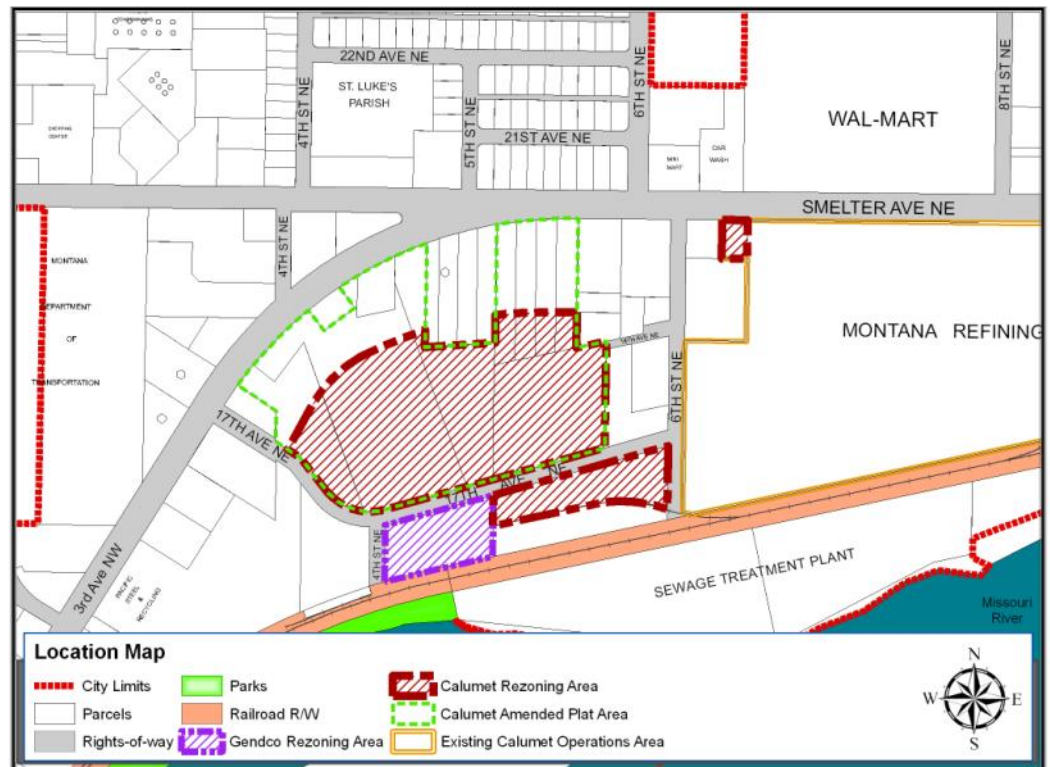
Recommendation

Approval of the request with
Conditions.

Project Planner

Jana Cooper, RLA

CALUMET MONTANA REFINING & GENERAL DISTRIBUTING CO. REZONING/AMENDED PLAT



Summary

Project Description

The applicants Calumet Montana Refining Company (Calumet) and General Distributing Company (Gendco) are requesting approval of a rezoning of their properties from C-2 General Commercial and I-1 Light Industrial to I-2 Heavy Industrial. In addition, Calumet is requesting approval of an amended plat of their property which adjusts and aggregates nine lots into seven lots.

Note that Calumet recently purchased MRC from Connacher Oil and Gas Ltd. for approximately \$120 million.

The subject property is generally located south of 3rd St NW/Smelter Ave NE and north and south of 17th Ave NE.

Agency Comment

Representatives from the City's Public Works, Fire/Police Departments, and Parks and Rec. Department have been involved in the review process for this application. All comments made by the above parties have been addressed by the applicant or in the conditions of this report.

Project Area/Legal Description

1807 3rd St NW (Westgate Shopping Center Area)

Lots 1-3 of the Amended Plat of Lot 1, Block 1, Third Sup. to Riverview Tracts and Tracts 1-A and 2 of the Amended Plat of Tracts 1-A, 2, 3 and 4, Riverview Tracts and Tract 5-A of the Amended Plat of Tracts 5, 6, 7, 8 and 9, Riverview Tracts, a Subdivision located in Sections 1 and 2, T20N, R3E, P.M.M., Cascade County, MT

Tract 3 of the Amended Plat of Tracts 1-A, 2, 3 and 4, Riverview Tracts, a Subdivision located in Sections 1 and 2, T20N, R3E, P.M.M., Cascade County, MT

Lot 1, Block 1, of the Amended Plat of Lot 1, Block 1, of the Amended Plat of Block 1, Fourth Sup. to Riverview Tracts, a Subdivision located in Lots 3 & 4, Section 1, T20N, R3E, P.M.M., Cascade County, MT

Tracts 10-13, Riverview Tracts Addition, a Subdivision located in Section 1, T20N, R3E, P.M.M., Cascade County, MT

1620 6th St NE

Lot 2, Block 1, Fourth Sup. to Riverview Tracts, a Subdivision located in Section 1, T20N, R3E, P.M.M., Cascade County, MT

610 Smelter Ave NE

Lot 2, Block 1, MCM Addition, A subdivision located in Section 1, T20N, R3E, P.M.M., Cascade County, MT

430 17th Ave NE

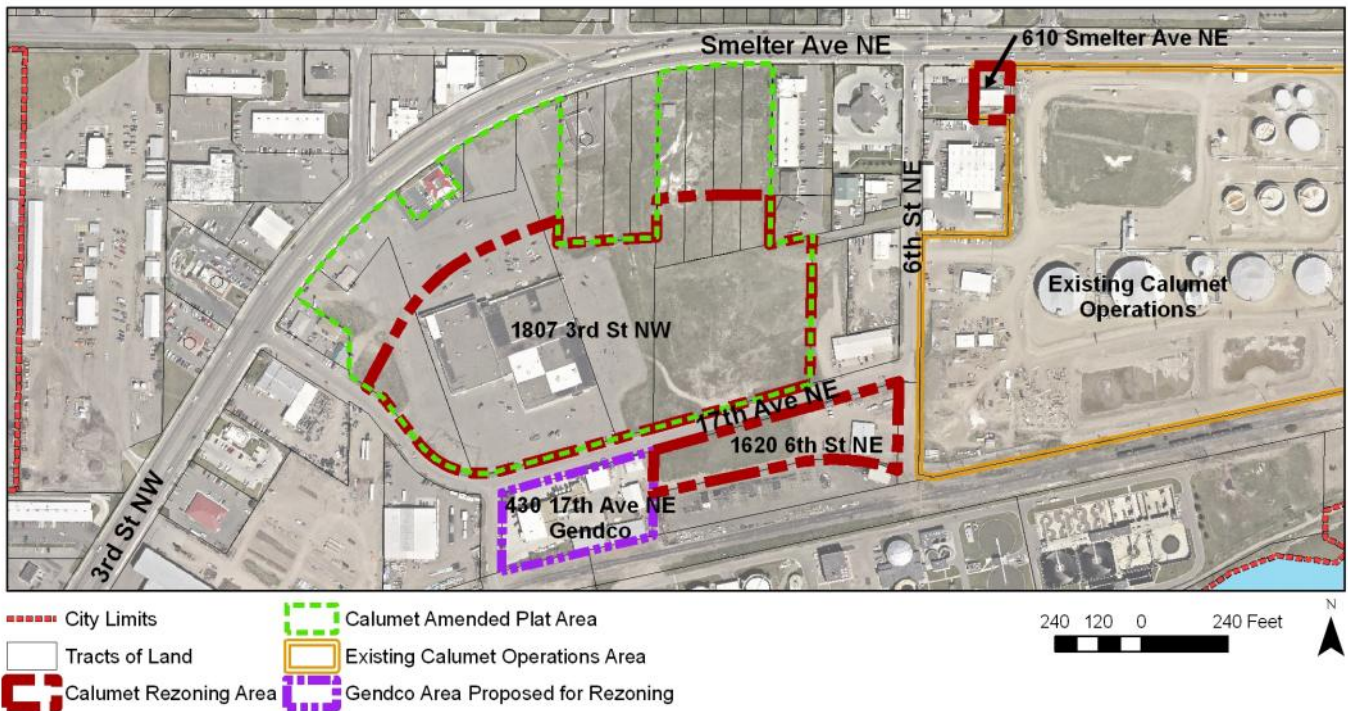
Lot 3, Block 2, Third Sup. to Riverview Tracts, a Subdivision located in Section 1, T20N, R3E, P.M.M., Cascade County, MT

Property Area

Total Project Area: ±27.577 acres

Rezoning Area: ±20.00 acres

- Portion of 1807 3rd St NW = ±15.050 acres
- 1620 6th St NE = ±2.41 acres
- 610 Smelter Ave NE = ±0.35 acres



Existing Conditions

The existing site information for the said property includes:

Existing Use/Zoning:

1807 3rd St NW (Westgate Shopping Center Area)

The western portion of this property is occupied by a large building surrounded by paved parking which was formerly Westgate Mall. It is currently being used by Calumet for offices and warehousing. The eastern portion of the site is vacant undeveloped land. The whole area is zoned C-2 General Commercial.

1620 6th St NE

The western portion of this lot is vacant undeveloped land, and the eastern portion is currently used by Calumet for exterior storage of equipment and materials. This lot is zoned I-1 Light Industrial.

610 Smelter Ave NE

There is a small building located on this lot, which is used by Calumet for their maintenance operations. This lot is zoned C-2 General Commercial.

430 17th Ave NE

This lot contains Gendco’s operations, which include converting liquid forms of gases into high pressure gas cylinders. This lot is currently zoned I-1 Light Industrial.

Adjacent Land Use: North of the subject property across 3rd Street NW are commercial businesses and some multi-family residential. East of the subject property are the existing Calumet operations which are zoned I-2 Heavy Industrial. South is the City of Great Falls Water Treatment Plant which is zoned PLI - Public Land & Institutional. West of the subject property is zoned C-2 General Commercial and M-2 Mixed-use Transitional and consists of commercial and industrial businesses. See Exhibit A - Aerial Photo and Exhibit B - Vicinity/Zoning Map for the zoning of the surrounding properties.



View from 17th Ave NE toward Westgate Shopping Center and vacant land to the east.



View from 17th Ave NE toward Westgate Shopping Center and vacant land to the east.



View north across the Missouri River toward Gendco and Calumet subject property.



View north across the Missouri River toward the Gendco site.



View southeast from 3rd St NW toward subject property and existing Calumet Operations.

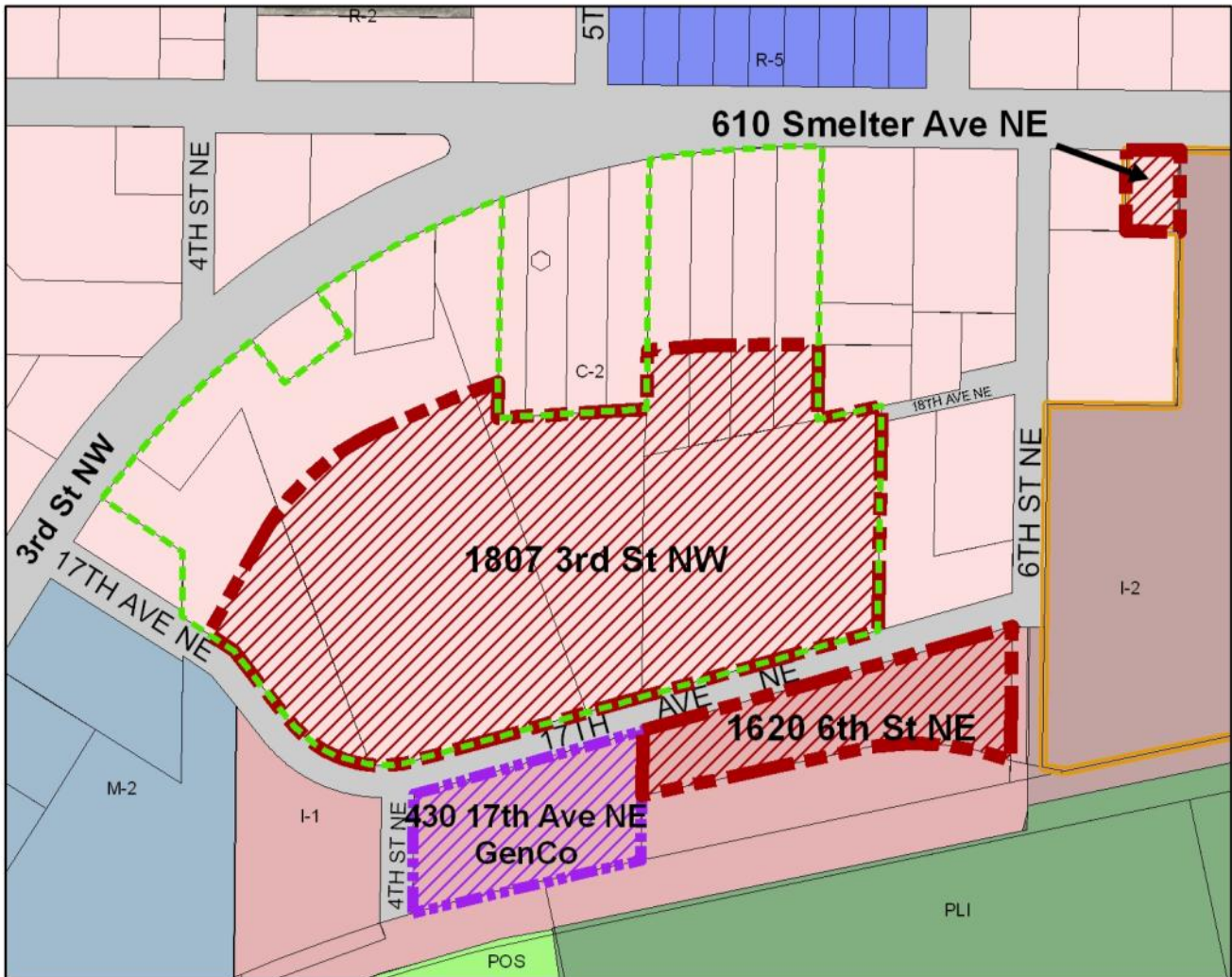
EXHIBIT A - AERIAL PHOTO



-  City Limits
-  Calumet Amended Plat Area
-  Tracts of Land
-  Existing Calumet Property
-  Calumet Rezoning Area
-  Gendco Rezoning Area



EXHIBIT B - ZONING MAP



--- City Limits

Tracts of Land

Right-of-Way

Calumet Rezoning Area

Calumet Amended Plat Area

Existing Calumet Operations Area

GeneCo Rezoning Area

ZONING

C-2 General commercial

I-1 Light industrial

I-2 Heavy industrial

M-2 Mixed-use transitional

PLI Public lands institutional

POS Park Open Space

R-5 Multi-family medium density

160 80 0 160 Feet

N

Rezoning Request

Calumet Montana Refining (Calumet) is requesting rezoning of ± 17.81 acres from C-2 General Commercial and I-1 Light Industrial to I-2 Heavy Industrial in order to utilize and potentially expand their existing operations located to the east of the subject property. (See Exhibit F - Calumet Montana Refining Application and Exhibit G - Calumet Rezoning Letter)

In addition, General Distributing Company (Gendco) is requesting rezoning of their property consisting of ± 2.19 acres from I-1 Light Industrial to I-2 Heavy Industrial. Gendco is requesting the rezoning because their existing operations are heavy industrial in nature. (See Exhibit D - General Distributing Co. Application and Exhibit E - Gendco Rezoning Letter)

The remaining ± 7.577 acres of the subject property will keep the existing C-2 zoning.

Calumet Rezoning Request

Calumet is requesting rezoning of a portion of their property (Exhibit A) from C-2 General Commercial and I-1 Light Industrial to I-2 Heavy Industrial. A large portion of the subject property proposed for rezoning and owned by Calumet was previously the Westgate Shopping Center, which was established in the late 1960's but was in decline for many years before being purchased by MRC in November 2011. Calumet acquired MRC in the fall of 2012..

Calumet is currently using a portion of the former shopping center building for temporary office space and storage. Calumet is requesting the rezoning in order to fully utilize the building for bulk dry material warehousing which is not permitted in C-2. If a rezoning to I-2 is granted, Calumet will be able to fully utilize the subject property for their daily operations. While they have no current plans to do so, the rezoning could allow Calumet to redevelop the subject property in the future to expand bulk fuel or crude oil storage or conduct other activities related to petroleum refining.

The rezoning request is related to the southern portion of the former Westgate Shopping Center site. The northerly $\pm 300-500$ feet adjacent to 3rd St NW and Smelter Ave NE will retain C-2 zoning (see Exhibit I - Calumet Conceptual Zoning Plan). Calumet does not have immediate plans for the northerly portion of the site, but they are reviewing options and costs for future highway commercial development that would accom-

modate retail, restaurants and/or other commercial uses commonly found along C-2-zoned corridors such as 10th Avenue South (see Exhibit H - Calumet Conceptual Site Plan). In addition, Calumet has committed to constructing a minimum 8-foot high wall with a minimum 15-foot wide planted landscape buffer where industrial uses abut non-industrial uses, at such time as development occurs, to help mitigate some of the impacts of future industrial development. This will serve to screen industrial areas from 3rd Street NW resulting in a more attractive and active commercial corridor (see Exhibit J - Calumet Conceptual Wall Detail & Perspective).

The property requested for rezoning to I-2 must be contiguous with other I-2 zoned property, so Calumet is requesting rezoning of the property addressed as 1620 6th St NE, which is currently zoned I-1 and is partially vacant and partially used for miscellaneous heavy industrial equipment storage (see Exhibit B - Zoning Map). Lastly, Calumet is requesting rezoning of the property addressed as 610 Smelter Ave NE. This property is owned by Calumet and is currently being used as a maintenance warehouse which is a legally nonconforming use. Rezoning to I-2 will bring this property into conformance with the use chart in the Land Development Code.

Gendco Rezoning Request

Gendco is requesting rezoning of their property addressed as 430 17th Ave NE from I-1 Light Industrial to I-2 Heavy Industrial. Gendco employs a manufacturing process whereby liquid forms of gases, including oxygen, argon, carbon dioxide and nitrogen, are converted to gaseous form and filled into high pressure cylinders. The liquid forms of the gases are stored in 1,500 to 6,000 gallon storage tanks. Gendco also stores the compressed gas cylinders for distribution to customers. The gases stored at the Gendco facility are classified as hazardous materials by the U.S. Department of Transportation. In addition, they store flammable compressed gases such as acetylene and hydrogen, which are also classified as hazardous materials.

The activities being performed at the Gendco property are considered I-2 Heavy Industrial uses under the current zoning code. As the existing operations on the site are considered existing nonconforming uses, a change or expansion may be made to a nonconforming non-residential use subject to standards listed in the Land Development Code 17.64.020 (A) (1).

The City initiated a city-wide rezoning in 2005; previously, the Gendco property was zoned 2nd Industrial, which permitted the uses on the Gendco property. The owners are requesting the rezoning in order to bring their property into conformance with the Land Development Code. Gendco has stated they do not have plans for expansion at their operations at this location. In addition, Exhibit A - Aerial Photo shows that the Gendco property is close to full build-out in this location.

Zoning Analysis

The basis for decision on zoning map amendments is listed in the Land Development Code 17.16.40.030. The recommendation of the Planning Advisory Board/Zoning Commission and the decision of City Commission shall at a minimum consider the following criteria:

The amendment is consistent with and furthers the intent of the City's growth policy.

The proposed rezoning is compatible with some portions of the 2005 Growth Policy. Plan Elements related to the proposed rezoning include:

Economic Development Goals:

- Attract new businesses and support expansion of existing businesses that tend to raise the median income level.
- Encourage businesses and industries that will utilize existing infrastructure.

Land Use Policy:

- Infill Development - The pattern of land use and development in the Great Falls area should be consolidated and focused to prevent sprawl, encourage compatible infill and redevelopment, preserve valuable open space, and promote the most cost-effective utilization of City services and infrastructure. It should be a mix of interdependent, compatible, and mutually supportive land uses. The land use pattern should contribute to self-containment, promote compact pedestrian-oriented development, and reduce the dependence on private automobile.

The proposed rezoning meets the above stated goals and policies of the Growth Policy. The oil refinery has been located in Great Falls for 90 years. The refinery was developed in the early 1920s in an otherwise undeveloped area outside the city (see Exhibit K - Calumet Historical Aerial Photo). Over time the city expanded and grew to surround the refinery.

The amendment is consistent with and furthers adopted neighborhood plans, if any.

Great Falls is separated into nine Neighborhood Councils. There are no adopted Neighborhood Plans for any of the Councils within the City. The subject property is located in Neighborhood Council 3. Calumet presented the rezoning request to the Neighborhood Council on October 4, 2012. Comments from the Council included concerns about expanding refining operations related to air quality, visual impacts and lack of a development plan for the subject property. The Council did not vote for or against being in support of the project.

The amendment is consistent with other planning documents adopted by the City Commission, including the river corridor plan, transportation plan and sub-area plans.

The amendment is generally consistent with other planning documents adopted by the City Commission given the existing development pattern and historic uses in the area.

The Transportation Plan established the following policy: "Pedestrian and bicycle facilities should be linked when... reviewing land development proposals. Developers should be required to install paths that connect to the bikeway system recommended in the Bikeway Facilities Plan." To that end, Calumet has committed to providing a public easement and constructing a bike and pedestrian connection to River's Edge Trail through the subject property that will connect to 4th St NE. The construction of a segment of a bike/ped path and key connections made to the trail system would be of major benefit to the bike and pedestrian network. This connection will be in lieu of the required sidewalk on one side of the proposed private roadways.

The Missouri River Urban Corridor Plan (MRUCP) adopted in 2004 focuses on protecting water quality and the natural shoreline of the Missouri River as well as promoting recreational use of the river and land uses that are sensitive to the riverfront. Creating more industrial land in the vicinity of the river is not what is envisioned in the MRUCP, but as previously mentioned, the refinery has operated in its current location for 90 years and has no plans to relocate or discontinue operations in this location.

The MRUCP lists the refinery site as a medium priority superfund site and concludes that such sites will be de-

terrents to future development and redevelopment until they are remediated. The MRUCP also states that industrial uses tend to discourage major investment in other, more sustainable and economically beneficial land uses like commercial, residential, and office that would otherwise be attracted to the riverfront. In addition, the MRUCP envisions a transition of the river corridor from a center of heavy industry to a mix of land uses more relevant to the Great Falls of today and more sustainable for the future.

While the expansion of industrial zoning to include the former Westgate Shopping Center may be seen as inconsistent with the MRUCP, the proposal to redevelop the northern portion of the former Westgate Shopping Center site along 3rd Street NW with commercial/retail uses does meet the purpose and intent of the MRUCP in that it will improve the view corridor from the 3rd Street NW and Smelter Avenue rights-of-way and promote a mix of land uses more relevant to the Great Falls of today and more sustainable for the future. As viewed from across the river, the former Westgate Shopping Center site lies behind other buildings that are closer to the riverfront and is at a lower elevation than the surrounding properties. The site also lies behind Sacajawea Island as viewed from many perspectives, including downtown. However, while the applicant has stated that the site is not conducive to development of processing units and there are no current plans to expand production or redevelop the site, if storage tanks or any other tall structures were built on the site, that development would be visible from some areas across the river as well as from higher elevations north of the site.

While the MRUCP envisions different development patterns in the future for the Missouri River corridor, both Calumet and Gendco are existing industrial business that have been in operation at their current location for many years and have no plans to relocate. The properties proposed for rezoning are not technically riverfront, but, should redevelopment occur in the future, an expansion of heavy industrial uses could have significant impacts.

The code with the amendment is internally consistent.

The proposed rezonings are map amendments which are consistent with the applicable code. The rezoned properties would be contiguous with other I-2-zoned property and therefore would not be spot-zoning. The rezonings would serve to bring the Zoning Map into conformity with existing industrial uses.

The amendment is the least restrictive approach to address issues of public health, safety, and welfare.

The Gendco property is an existing nonconforming heavy industrial use any future expansion or changes are permitted, but required City review, rezoning the property would be less restrictive and have little effect on the public health, safety and welfare.

The previous use of the Calumet property as a shopping center was a legal conforming use, but the building and site have deteriorated over time and contain a variety of nuisances. Calumet has begun cleanup on the site including removing asbestos (a project that is only about 40% complete), securing the buildings electrical distribution and installing lighting, correcting the deficiencies in the fire protection system, removing walls and converting about 40% of the building into useful warehouse space and removing a derelict building on the site. Calumet has also done routine weed removal and removed several truck loads of junk from the site. The derelict building was infested with vermin and the basement had approximately 4 feet of stagnant water that has been remediated. All of these improvements have been to the benefit of the public health, safety and welfare (see Exhibit G - Calumet Rezoning Letter).

The City has or will have the financial and staffing capability to administer and enforce the amendment.

The rezoning will not have a financial impact and there is adequate staffing to administer and enforce the amendment.

Amended Plat Request

As a part of the rezoning Calumet is also requesting approval of an Amended Plat that relocates and consolidates nine lots into seven lots. (See Exhibit L - Draft Amended Plat) The area of the Amended Plat is ±22.627 acres and establishes the rezoning boundary for the project.

The basis of decision on a subdivision (Amended Plat) is based on whether the subdivision demonstrates that the proposed subdivision meets the standards of the City's Land Development Code and the Montana Subdivision and Platting Act (Title 76, Chapter 3, MCA); is consistent with the City's zoning regulations and covenants, if any; and is in the public interest. (17.16.26.040 (A) OCCGF) The City of Great Falls is required to establish a written "findings of fact" that weigh the criteria listed in MCA.

Findings of Fact (Prepared in Response to 76-3-608(3) MCA)

PRIMARY REVIEW CRITERIA

Effect on Agriculture: The lots and tracts of land within the Amended Plat area are not currently being utilized for agricultural purposes. The proposed uses will not interfere with any irrigation system or present any interference with agricultural operations in the vicinity. The land uses that are existing in the vicinity include commercial, industrial, mixed-use and higher density residential uses.

Effect on Local Services: The area within the Amended Plat is currently annexed into the City of Great Falls and is served by City water, sewer and storm drain systems. The applicant shall provide a new storm drain utility easement on the Amended Plat per the requirements of the Public Works Department. The City should not experience an appreciable increase in maintenance and operating costs. Any development within the Amended Plat area will pay regular water and sewer charges.

The area within the Amended Plat will receive law enforcement and emergency services from the City of Great Falls. The nearest fire station is ±1.1 miles from the subject parcel. Providing these services to the subject property is expected to be a negligible cost to the City. Tax revenues from any redevelopment on the site will likely cover any share of costs. In addition, the Fire Department has provided a memo stating that future development by Calumet may result in a greater community risk related to expansion of storage of hazardous materials (see Exhibit C - Fire Memo).

Paved public roadways border the Amended Plat area. These roads will be maintained by the City of Great Falls and the Montana Department of Transportation. One additional roadway will be built at Calumet's expense, which will be a private roadway including sidewalks that will be maintained by the applicant and future property owners. It will be constructed to City roadway standards.

Effect on the Natural Environment: Approval of the Amended Plat is not expected to adversely affect soils or the quality or quantity of ground water. At this time, Calumet Montana Refining does not have development plans for the subject property, but any new refinery operations would be done under stringent quality control standards related to air quality, soils or other adverse impacts. A storm drainage plan will be prepared and submitted to the City Public Works Department, as necessary, for review and approval as development occurs within the Amended Plat area.

Effect on Wildlife and Wildlife Habitat: The area within the Amended Plat is located in an urban setting with existing streets and infrastructure. The subject property is not in an area of significant wildlife habitat and will not result in closure of public access to hunting or fishing areas, nor to public lands. Calumet has committed to providing a bike and pedestrian facility through the subject property from Smelter Ave NE to 4th St NE, which will increase public access to the Missouri River and River's Edge Trail.

Effect on Public Health and Safety: Calumet Montana Refining is a complex refinery able to process heavy crude oil that is received via pipeline and railcar. They produce a range of products including multiple grades of gasoline to ultra-low sulfur diesel, jet fuels, LPG's and polymer modified/emulsified asphalt products. These are all considered hazardous materials. Calumet Montana Refining does operate under stringent quality controls, but the City should consider requiring mitigation of negative effects from the subdivision, which is permitted in the Land Development Code 17.16.26.040 (D). Based on available information, the area within the proposed Amended Plat is not prone to abnormal natural hazards. The proposed use for the southern portion of the Amended Plat includes extending refinery operations, which is a heavy industrial use. At this time, Calumet Mon-

tana Refining does not have any specific development plans for the site but they have indicated that they may, in the future, expand the bulk fuel or crude oil storage to this site. Since there are no proposed development plans for the City to review it is not possible to assess impacts. Should additional storage tanks be constructed, it will affect the view corridor to and from the Missouri River.

Mitigation of Negative Effects of Subdivision

The Land Development Code 17.16.26.040 (D) states that the City Commission may as a condition of approval require the applicant to reasonably mitigate potentially significant adverse impact, if possible. Such means to minimize the identified impacts may include the following:

1. *Reduce the number of lots to allow an acceptable amount of impact,*
2. *Relocate or redesign a road(s),*
3. *Reconfigure a lot line(s),*
4. *Relocate or redesign an access point(s) to a private, county, or State road(s),*
5. *Require fencing to mitigate effects on neighboring properties,*
6. *Redesign other elements as appropriate,*
7. *Require appropriate infrastructure (on- and off-site) to support the development, and*
8. *Other actions as appropriate (see: 76-3-608 (4), MCA).*

The Calumet has been working with the City to come to agreement on reasonable conditions of approval that will mitigate some of the potential negative and unknown impacts of the proposed subdivision. Calumet has committed to the majority of the proposed conditions, with exception to providing the sidewalk on the north side of 17th Ave NE (Condition 6). The Planning Advisory Board can add, remove or modify conditions of approval as a part of the approval process.

REQUIREMENTS OF MONTANA SUBDIVISION AND PLATTING ACT, UNIFORM STANDARDS FOR MONUMENTATION, AND LOCAL SUBDIVISION REGULATIONS

The Amended Plat meets the requirements of the Montana Subdivision and Platting Act and the surveying requirements specified in the Uniform Standards for Monumentation, and conforms to the design standards specified in the local subdivision regulations. The local government has complied with the subdivision review and approval procedures set forth in the local subdivision regulations.

EASEMENT FOR UTILITIES

The applicant shall provide all necessary utility easements to accommodate water, stormwater and sanitary sewer mains to serve the area within the Amended Plat.

LEGAL AND PHYSICAL ACCESS

The development is bordered by 3rd St NW/Smelter Ave NE and 17th Ave NE, all are paved public roadways that are maintained by the City of Great Falls. The proposed development will have direct access from these roadways.

Improvements

Gendco Improvement Requirements

The Gendco property is located adjacent to 17th Ave NE and 4th St NE, these streets are built to City standard with paving curb and gutter. There is a 12-inch sanitary sewer main, 8-inch water main and 36-inch storm sewer main located in 17th Ave NE that serve the Gendco property. No improvements to these facilities will be required a part of this request.

Calumet Improvement Requirements

The Calumet property is generally located adjacent to 3rd St NW and 17th Ave NE. These streets are built to City

standard with paving curb and gutter and sidewalk on 3rd St NW. There are sanitary sewer mains, water mains and storm sewer mains located in both of these roadways which serve the Calumet property. No improvements to these facilities will be required a part of this request. Public Works is requesting a storm drain easement be provided in order to accommodate a new storm sewer main through the subject property. The proposed easement and main will serve to relieve a greater stormwater problem in the surrounding area.

The roadways within the Calumet Amended Plat area shall be private roadways, maintained by the property owner. Internal, private roadways shall be approved by the Public Works Department prior to installation. Calumet shall create a property owners association, before any lot is sold within the Amended Plat, which is responsible for installation and maintenance of all private roadways, shared pedestrian facilities, shared landscaping, shared stormwater management improvements and related traffic control within the area of the Amended Plat.

Stormwater Management:

There are no development plans at this time for the subject property. At such time as development occurs on the site, the owner shall provide plans to the City's Public Works Department to determine if a stormwater management plan is necessary. The applicants shall provide a plan in compliance with the City of Great Falls Storm Design Manual and City standards. The plan will be reviewed and approved by the Public Works Department prior to development of the site.

River's Edge Trail Connection

Calumet has committed to providing a public easement and construction of a bike/pedestrian path through the subject property that will connect to 4th St NE (see Exhibit M - Proposed River's Edge Trail Alignment). The construction of a connection to River's Edge Trail would be of benefit to the bike and pedestrian network.

Traffic Analysis

The property proposed for rezoning and the properties to be included in the amended plat are currently served by public roadways. 17th Avenue NE currently carries little traffic, and has sufficient capacity to accommodate the traffic anticipated to be generated by industrial uses that may be developed on the property proposed for I-2 zoning. In addition, an overall reduction in traffic can be expected, since the change in use would go from a high-traffic retail shopping complex to a low-traffic industrial site.

The development of additional commercial/retail sites along 3rd St NW would attract additional traffic, but can be adequately served by the major arterial roadway. Internal private roadways will provide access to the commercial developments, and any new or modified accesses from 3rd St NW will require approval from the Montana Department of Transportation.

The pavement condition of 17th Avenue NE should be monitored by the City for damage due to heavy equipment that may travel the route between the subject property and the refinery's main location further east. The City should require any damage attributable to Calumet's operation to be repaired by Calumet.

Sidewalk facilities were constructed by the Montana Department of Transportation along 3rd St NW about 5 years ago, and a safe bike and pedestrian crossing is being installed at the intersection of 3rd St NW and Smelter Ave. No sidewalk or bicycle facilities exist along 17th Ave NE. For safe movement around the area by employees and the general public, sidewalks and bike facilities must be installed by the applicant as a condition of approval of the rezone, per City Code requirements (17.24.130 & 17.32.210). Additionally, both sidewalks and a bike/ped trail will be required on the private roadways, as well as internal to any of the commercial sites, as they develop. Internal sidewalks would be reviewed during site development.

Building Safety

It should be noted that non-public buildings or structures built within the existing and proposed Calumet site are not subject to permits or review by the City.

Recommendations

The Planning Advisory Board has the responsibility to review and make recommendations on annexations and subdivisions. The Zoning Commission has the responsibility to review and make recommendations on zoning requests. As such, each of the three recommendations presented below are to be considered and acted upon separately by the specified Board or Commission:

Recommendation I:

It is recommended that the Planning Advisory Board recommend the City Commission approve the Amended Plat of the subject property, legally described in Exhibit L of this report and the accompanying Findings of Fact, subject to the Zoning Commission adopting Recommendation II (below) and the following conditions of approval being fulfilled by the Owner.

Recommendation II:

It is recommended the Zoning Commission recommend the City Commission approve rezoning the property owned by Calumet Montana Refining as described in this staff report from the existing C-2 General Commercial and I-1 Light Industrial to I-2 Heavy Industrial, subject to the conditions of approval being fulfilled by the Owner.

Recommendation III:

It is recommended the Zoning Commission recommend the City Commission approve rezoning the property owned by General Distributing Company as described in this staff report from the existing I-1 Light Industrial to I-2 Heavy Industrial.

Conditions of Approval

1. The Amended Plat of Lots 1-3 of the Amended Plat of Lot 1, Block 1, Third Supplement to Riverview Tracts and Tracts 1-A and 2 of the Amended Plat of Tracts 1-A, 2, 3 and 4, Riverview Tracts and Tract 5-A of the Amended Plat of Tracts 5, 6, 7, 8, and 9, Riverview Tracts, and Tract 3 of the Amended Plat of the Tracts 1-A, 2, 3 and 4, Riverview Tracts, and Lot 1 Block 1, of the Amended Plat of Lot 1, Block 1, of the Amended Plat of Block 1, Fourth Supplement to Riverview Tracts, and Tracts 10-13 of the Riverview tracts Addition, a Tract of Land Located in Government Lots 3 & 4 of Section 1, and Government Lot 1 of Section 2, T20N, R3E, P.M.M., City of Great Falls Cascade County Montana, herein referred to as Amended Plat, shall incorporate corrections of any errors or omissions noted by staff.
2. Calumet shall provide a continuous decorative wall where an industrial use on Lot 5 of the Amended Plat abuts a non-industrial use, excluding necessary access points, to mitigate any negative impacts to neighboring properties. The wall shall be 8-12 feet tall and be 100% opaque. The wall shall be installed at such time as any new development occurs within any area of the Amended Plat.
3. The subject property shall conform to the Land Development Code 17.44.4 Design Standards for Industrial Buildings, including buffer and screening between uses. Where an industrial use abuts a non-industrial use, a minimum 15-foot landscape buffer shall be provided along the shared property line. In addition, to help mitigate the effects of the subdivision, Calumet shall install and maintain at least one canopy or evergreen tree for each thirty-five (35) lineal feet of frontage in the 15-foot buffer adjacent to non-industrial uses. The landscaping/buffer shall be installed at such time as any new development occurs within any area of the Amended Plat.
4. Calumet shall submit all proposed development plans to the City for applicable code review (including, but not limited to zoning and landscaping) at such time as development occurs on within the Amended Plat area.
5. Calumet shall provide a 15-foot wide bicycle and pedestrian easement from Smelter Ave NE to 4th St NE (Exhibit M - Proposed River's Edge Trail Alignment). Calumet shall construct a 10-foot trail on this easement at such time that development occurs within the Amended Plat area.
6. Per the Land Development Code (17.24.130 & 17.32.210), Calumet shall provide a minimum of a 5-foot

wide sidewalk adjacent to the north side of 17th Ave NE adjacent to their property in order to provide safe pedestrian movement between the west and east components of the refinery, as well as for general public safety. This sidewalk shall be constructed at such time that development occurs on within the Amended Plat area.

7. Calumet shall conform to all EPA, federal, state and local codes related to owning and operating a refinery.
8. Calumet shall provide a storm drain easement across the Amended Plat from Smelter Ave NE to 17th Ave NE. The size and location of said easement shall be approved by Public Works prior to final approval of the Amended Plat. At such time as development occurs on the site the owner shall provide plans to the City's Public Works department to determine if a stormwater management plan is necessary. If necessary the applicant shall provide a plan in compliance with the City of Great Falls Storm Design Manual and City standards. The plan will be reviewed and approved by the Public Works Department prior to development of the site.
9. All roadways within the Amended Plat shall be private roadways, maintained by the property owner. Internal, private roadways and associated sidewalks and traffic control shall be approved by the Public Works Department prior to installation and shall include sidewalks where appropriate. Calumet shall create a property owners association, before any lot is sold within the Amended Plat, which is responsible for installation and maintenance of all private roadways, sidewalks and traffic control devices within the area of the Amended Plat.
10. Calumet shall work with Montana Department of Transportation on the number and location of private access driveways from 3rd St NW.
11. Calumet shall be responsible for any damage caused to 6th St NE and 17th Ave NE due to the movement of heavy equipment across these roadways at no cost to the City.

Review/Approval Process

Next Steps

1. The Planning Advisory Board/Zoning Commission recommendation will be presented to the City Commission.
2. City Commission will approve or deny the Rezoning and Amended Plat.
3. If approved, the applicant will submit any required documents for review and then file the required documents with the Cascade County Clerk and Recorder's Office.

Cc: Jim Rearden, Public Works Director
Dave Dobbs, City Engineer
Patty Cadwell, Neighborhood & Youth Council Coordinator
Dexter Busby, Calumet Montana Refining, dbusby@montanarefining.com
Anthony Houtz, CTA, anthonyh@ctagroup.com
John Juras, TD&H Engineering, 1200 25th Street South, Great Falls, Mt 59405

EXHIBIT C - FIRE MEMO



GREAT FALLS FIRE RESCUE

105 9th Street South
Great Falls, MT 59401

Phone: 406-727-8070
Fax: 406-454-2454

Date: October 4, 2012

TO: Jana Cooper, Planning and Community Development

FR: Stephen A. Hester, Assistant Fire Chief

RE: *Comments; Rezoning of Montana Refining Company Westgate property – Lots 1-3 and a portion of Tracts 10-13 Riverview Tracts and Lot 1, Block 1, Fourth Supplement to Riverview Tracts, Section 1, T20N, R3E.*

Jana;

The following comments are based in information provided in the rezoning proposal for the property owned by the Montana Refinery Company (MRC) and for consideration in any future development of this property once re-zoned.

The request states this area would be rezoned for heavy industrial for the purpose of commercial storage in the old Westgate Mall building. This change in occupancy will require a safety inspection. Additionally, if hazardous materials were to be stored in the existing building or if motor carriers transporting hazardous materials were to be stored in the outside area there may be a greater hazard to adjoining properties if a spill, release or fire were to occur.

Additionally, the Cascade County Local Emergency Planning Committee (LEPC) under the Community Right to Know and Emergency Response requirements should receive a Tier II report from MRC that would be forwarded to the fire department. Also if hazardous materials were to be stored in this area, the city would require compliance with all International Fire Code requirements for the storage, use and dispensing of hazardous chemicals. (reference IFC Chapter 50, 53, & 57)

I am not sure if any of this pertains to the re-zoning request but I thought it important that future development will lead to greater community risk and was made a part of the record.

Signed;

Stephen A. Hester

EXHIBIT D - GENERAL DISTRIBUTING CO. APPLICATION

CITY OF GREAT FALLS
PLANNING & COMMUNITY DEVELOPMENT DEPT.
P.O. BOX 5021, GREAT FALLS, MT, 59403-5021
406.455.8415 • WWW.GREATFALLSMT.NET

DEVELOPMENT APPLICATION

Submittal Date: 10/17/12

Application Number: ZON2012-12

Paid (Official Use ONLY):

- Annexation: \$400
- Establish City Zoning: \$700
- Zoning Map Amendment: \$700
- Conditional Use Permit: \$700
- Planned Unit Development: \$700
- Subdivision Preliminary Plat: \$800
- Subdivision Minor Plat: \$600
- Subdivision Final Plat: \$300
- Amended Plat (6 or more lots): \$600
- Vacate Public Right of Way: \$200

Name of Project / Development:

General Distributing Company
Owner Name:

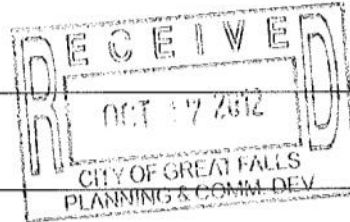
P.O. Box 2606, Great Falls, MT 59403
Mailing Address:

406-454-1351 Phone: mrwd@gendco.com Email:

Monse Rnd
Representative Name:

Same as Above
Mailing Address:

[Signature]
Phone: Email:



PROPERTY DESCRIPTION / LOCATION:

Mark/Lot:	Section:	Township/Block:	Range/Addition:
<u>430 17th AVE NE</u>			
Street Address:			

ZONING:

Current:	Proposed:	Current:	Proposed:
<u>I-1</u>	<u>I-2</u>		

LAND USE:

I (We) the undersigned understand that the filing fee accompanying this application is not refundable. I (we) further understand that the fee pays for the cost of processing, and the fee does not constitute a payment for approval of the application. I (we) further understand that other fees may be applicable per City Ordinances.

I (We) also attest that the above information is true and correct to the best of my (our) knowledge.

[Signature] Property Owner's Signature: 10/12/12 Date:

Representative's Signature: Date:

EXHIBIT E - GENDCO. REZONE LETTER



GENERAL DISTRIBUTING CO.

WELDING, INDUSTRIAL & SAFETY EQUIPMENT • INDUSTRIAL, MEDICAL & SPECIALTY GASES

430 17th Ave. N.E. • P.O. Box 2606 • Great Falls, MT 59403-2606 • (406) 454-1351

October 12, 2012

Jana Cooper
Planning & Community Development
City of Great Falls
Civic Center
Great Falls, MT 59403

Dear Jana:

Pursuant to our application for a zoning amendment for our location at 430 17th Ave NE in Great Falls, this letter outlines the rationale for a change from I-1 "Industrial, Light" to I-2 "Industrial, Heavy".

We employ a manufacturing process at this location whereby liquid forms of gases, including oxygen, argon, carbon dioxide and nitrogen, are converted to gaseous form and filled into high pressure cylinders. The liquid forms of these gases are stored in 1,500 to 6,000 gallon storage tanks. We also store the compressed gas cylinders at this location for distribution to our customers in Great Falls and other areas of Montana. These gases are classified as hazardous materials by the U.S. Department of Transportation.

We also store flammable compressed gases such as acetylene and hydrogen in cylinders at this location for distribution. These gases are also classified as hazardous materials by the U.S. Department of Transportation.

In our view, these activities fit more closely with a zoning designation of I-2 "Industrial, Heavy". This property was zoned I-2 in the recent past, and was changed a few years back as part of a larger re-zoning in the area. While General Distributing Company did not request the change, we accepted it and did not protest at the time, although in hindsight should have. Thank you for your consideration.

Sincerely,

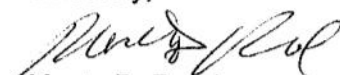

Monte D. Ruud
CFO



EXHIBIT F - CALUMET MONTANA REFINING APPLICATION

CITY OF GREAT FALLS
 PLANNING & COMMUNITY DEVELOPMENT DEPT.
 P.O. Box 5021, GREAT FALLS, MT, 59403-5021
 406.455.8415 • WWW.GREATFALLSMT.NET

DEVELOPMENT APPLICATION

Submittal Date: 9.28.12
 Application Number: _____
 Paid (Official Use ONLY):
 Annexation: \$400
 Establish City Zoning: \$700
 Zoning Map Amendment: \$700
 Conditional Use Permit: \$700
 Planned Unit Development: \$700
 Subdivision Preliminary Plat: \$800
 Subdivision Minor Plat: \$600
 Subdivision Final Plat: \$300
 Amended Plat (6 or more lots): \$600
 Vacate Public Right of Way: \$200

Westgate Development
 Name of Project / Development:
Montana Refining Company
 Owner Name:

1900 10th St NE; Great Falls, MT
 Mailing Address:
406.761.4100 dbusby@montanarefining.com
 Phone: Email:

Dexter Busby
 Representative Name:
1900 10th St NE; Great Falls, MT
 Mailing Address:
406.761.4100 dbusby@montanarefining.com
 Phone: Email:

PROPERTY DESCRIPTION / LOCATION:

<u>Lots 1-4</u>	<u>1 & 2</u>	<u>T20N</u>	<u>3E - Riverview Tracts</u>
Mark/Lot:	Section:	Township/Block:	Range/Addition:

multiple - see attached documentation for full legal description
 Street Address:

ZONING: LAND USE:

<u>C-2</u>	<u>C-2/1-2</u>	<u>Vacant/Mall</u>	<u>Commercial/Storage</u>
Current:	Proposed:	Current:	Proposed:

I (We) the undersigned understand that the filing fee accompanying this application is not refundable. I (we) further understand that the fee pays for the cost of processing, and the fee does not constitute a payment for approval of the application. I (we) further understand that other fees may be applicable per City Ordinances.
 I (We) also attest that the above information is true and correct to the best of my (our) knowledge.

Montana Refining Company 9-28-2012
 Property Owner's Signature: Date:
Dexter Busby
 Representative's Signature:

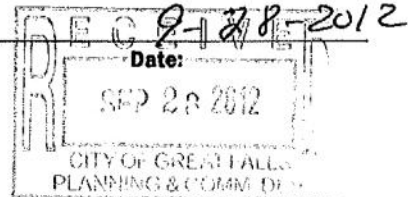


EXHIBIT G - CALUMET REZONING LETTER



Montana Refining, LLC

1900 10th Street NE Great Falls, MT 59404

Main Phone: 406-761-4100 Administration/Marketing/Main Office Fax: 406-761-0174 Refinery Office Fax: 406-761-0777

www.calumetspecialty.com

October 31, 2012

Jana Cooper
City of Great Falls
Planning & Community Dev. Dept.
P.O. Box 5021
Great Falls, MT 50403

Jana:

Per our application to rezone portions of the Westgate properties and two other smaller properties from general commercial or light industrial to I-2 heavy industrial.

Calumet Montana Refining is a full production petroleum refinery, producing approximately 10,000 barrels per day of various petroleum products. The refinery is a complex refinery able to process heavy crude oil that is received via pipeline and railcar. We produce a wide range of high quality products ranging from multiple grades of gasoline (including ethanol blended gasoline) to ultra-low sulfur diesel, jet fuels, LPG's and polymer modified/emulsified asphalt products. The finished gasoline and distillate products are distributed through Calumet Montana Refining's terminal in Great Falls and the asphalt products are marketed over racks at the refinery.

Calumet Montana Refining Company, with ninety years in the Great Falls community as a petroleum refiner with stringent quality control standards has earned a reputation as a dependable supplier of high-quality fuel and road paving products.

Virtually all the activities conducted by a petroleum refinery such as the manufacture of petroleum products, the shipping and receiving of fuels, chemicals, asphalts or crude oil by truck, rail or pipeline and the storage or bulk quantities of fuel and asphalts meets the definition of "heavy industrial" and require an I-2 zoning.

While Calumet Montana Refining has not made any long term plans for the properties the intent is to integrate the properties in to existing refining property, using the property at 610 Smelter as the refinery maintenance warehouse, the property 430 17th ave NE as miscellaneous heavy industrial equipment storage and the westgate mall building as bulk dry material warehousing in the near term. The land will be available for other future activities as required for petroleum refining activities most likely but not limited to bulk fuel or crude oil storage. All of these activities are heavy industrial in nature and require an I-2 zoning.

As for the property not being rezoned, we are reviewing costs and options but do not have a plan in place for any redevelopment at this time.

Sincerely,

Dexter Busby
Director of Government and Regulatory Affairs
dbusby@montanarefining.com

EXHIBIT H - CALUMET CONCEPTUAL SITE PLAN



EXHIBIT I - CALUMET CONCEPTUAL ZONING PLAN



EXHIBIT J- CALUMET CONCEPTUAL WALL DETAIL & PERSPECTIVE

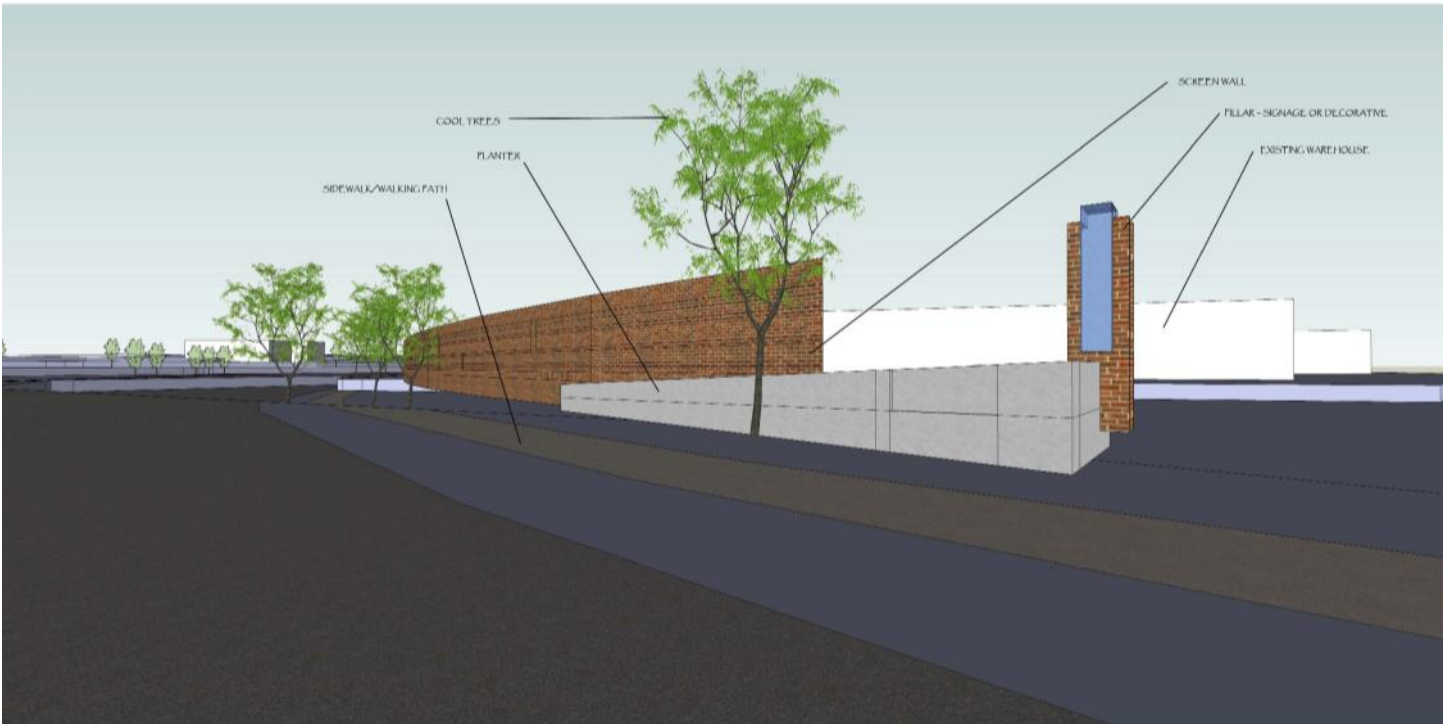
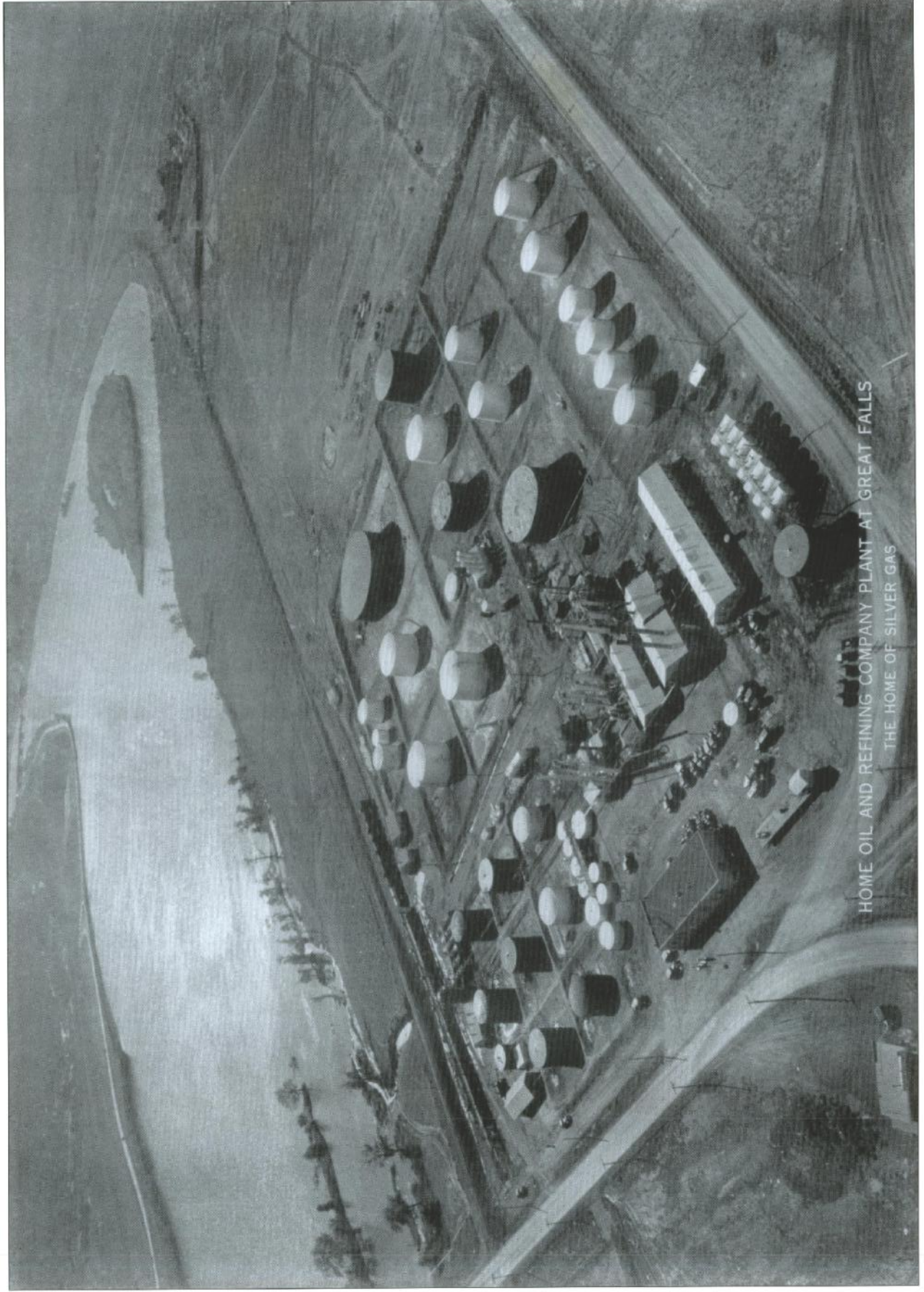


EXHIBIT K- CALUMET HISTORIC AERIAL PHOTO



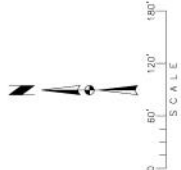
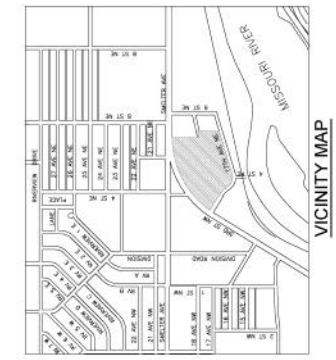
HOME OIL AND REFINING COMPANY PLANT AT GREAT FALLS
THE HOME OF SILVER GAS

EXHIBIT L - DRAFT AMENDED PLAT 1 OF 2

AN AMENDED PLAT OF LOTS 1-3 OF THE AMENDED PLAT OF LOT 1, BLOCK 1, THIRD SUPPLEMENT TO RIVERVIEW TRACTS AND TRACTS 1-A AND 2 OF THE AMENDED PLAT OF TRACTS 1-A, 2, 3 AND 4, RIVERVIEW TRACTS AND TRACT 5-A OF THE AMENDED PLAT OF TRACTS 5, 6, 7, 8 AND 9, RIVERVIEW TRACTS, AND TRACT 3 OF THE AMENDED PLAT OF TRACTS 1-A, 2, 3 AND 4, RIVERVIEW TRACTS, AND LOT 1, BLOCK 1, OF THE AMENDED PLAT OF BLOCK 1, FOURTH SUPPLEMENT TO RIVERVIEW TRACTS, AND TRACTS 10-13 OF THE RIVERVIEW TRACTS ADDITION, AND TRACTS 10-13 OF THE RIVERVIEW TRACTS ADDITION.

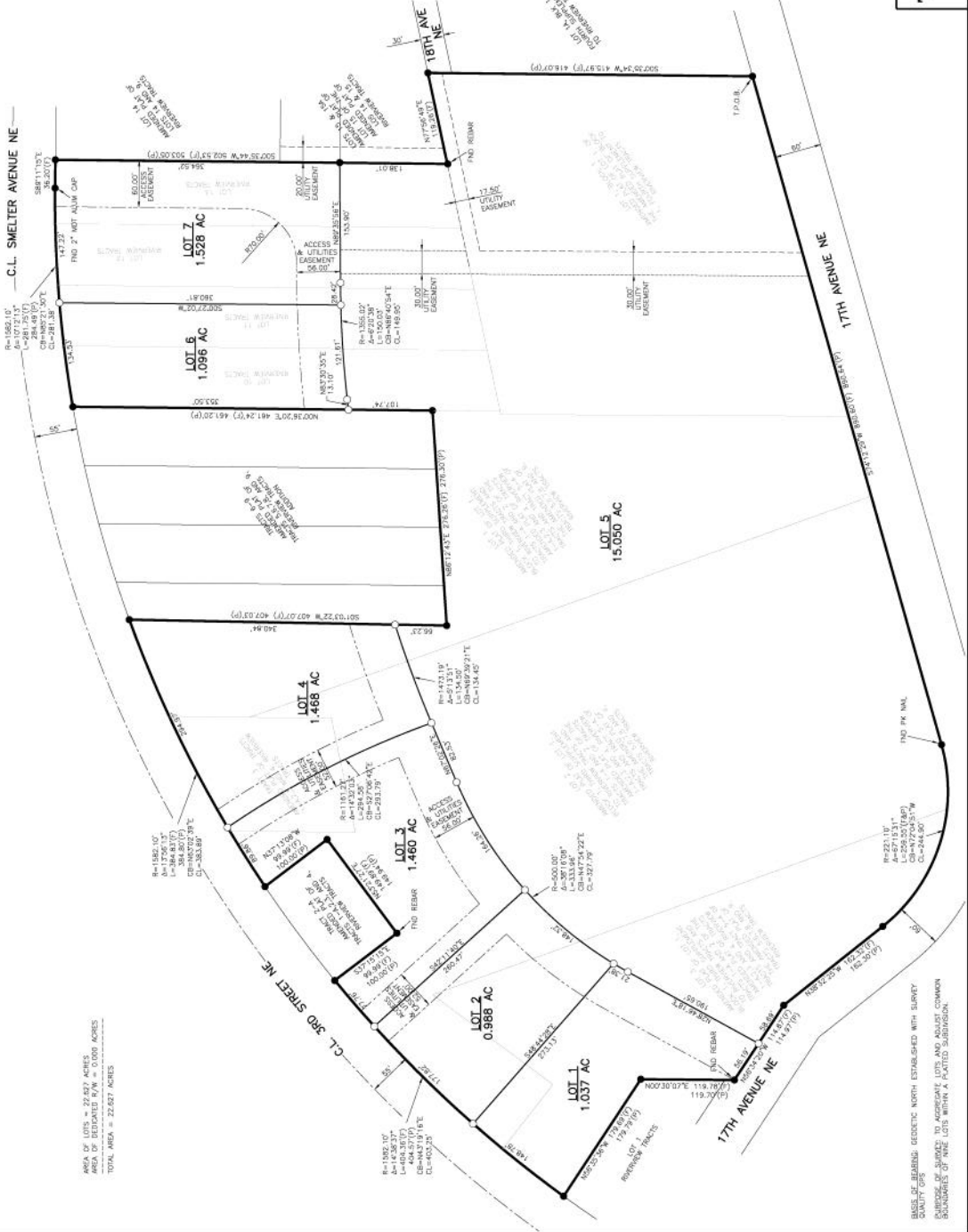
A TRACT OF LAND LOCATED IN GOVERNMENT LOTS 3 & 4 OF SECTION 1, AND GOVERNMENT LOT 1 OF SECTION 2, T20N, R3E, P.M.M., CITY OF GREAT FALLS, CASCADE COUNTY, MONTANA.

AREA OF LOTS = 27,637 ACRES
 AREA OF AMENDED PLAT = 15,050 ACRES
 TOTAL AREA = 22,627 ACRES



LEGEND

- SUBDIVISION BOUNDARY
- FOUND PROPERTY MONUMENT
- RECONSTRUCTED MONUMENT
- MONUMENT NOTED OTHERWISE
- 5-8' ELEVATION MONUMENT
- POSTING EASEMENT LINE
- NEW EASEMENT LINE
- PREVIOUS LOT LINE
- NEW LOT LINE
- FIELD MEASUREMENT
- PLATTED MEASUREMENT



SHEET 1 OF 2

DRAWN BY: DRK DATE: 10/12/2012 QUALITY CHECK: JPU
 SURVEYED BY: DRK JOB NO: 12-001 FIELD BOOK:
TD&H
THOMAS, DEAN & HOSKINS, INC.
 ENGINEERING CONSULTANTS
 300 EAST WASHINGTON AVENUE
 GREAT FALLS, MONTANA 59401
 PHONE: (406) 763-2222 FAX: (406) 763-2223
 WWW.TDANDH.COM

EXHIBIT M - PROPOSED RIVER'S EDGE RAIL ALIGNMENT

