

March 8, 2017 (updated March 13, 2017)

To project reviewers,

This letter of intent accompanies plans for the rehabilitation and changed use of the property at 1401 Northern Ct, Madison, WI 53703, which is zoned TE. The project, "Imaginary Factory" will require conditional use approval to operate a production facility and tasting room in the TE zoning district.

Facility Uses

The project will pursue a winery permit (a permitted use within TE) and will require conditional use approval to operate the full scope of its desired production facility and tasting room in the TE zoning district. Zoning and the City Attorney have identified the conditional uses as

- Manufacturing, light (liquor/spirits blending operation, bottling facility, labeling/branding, packaging, etc.) *Conditional Use*
- Distillery (distillery) *Conditional Use*
- Tavern (tasting room) *Conditional Use*

Core products

Liqueurs/cordials and vermouths made by maceration (infusion) & filtration: combining produce and/or aromatics with spirits and wine produced by local and regional distilleries. Initially, the facility will not engage in production that involves fermentation and distillation, but will conduct some research and development for future products that involves those processes.

Production uses & hours of operation

Regular production hours

- Entails occupancy of the F-1 and H-3 areas (Typically the proprietor + 1-2 employees; 5ppl max)
- 9am-5pm, Tuesday-Friday, "house" production
- 9am-5pm Sunday & Monday would be reserved for production of one of the larger initial contract production/incubator partner businesses.
- Activity in the F-1 and H-3 areas on Saturdays would likely not stray beyond inventory tracking and bookkeeping functions

Manufacturing, light (liquor/spirits blending, bottling & labeling/branding): 90-95%

We are seeking this particular combination of local conditional uses and federal/state licenses in order to create a facility with a great deal of flexibility and ability to help future partners accelerate R&D and market testing of the broadest range of beverages possible, but we expect the bulk of initial production to fall under the rubric of the *light manufacturing* usage definition (liquor/spirits blending operation, bottling facility, labeling/branding). Macerated and blended products that have a production cycle that lasts between 3 & 30 days will be our core competency. This will add value for many contract production clients and business incubator partners who come to us for help scaling up their products from recipe volumes originally conceived for a single restaurant or bar. Others may come to us primarily for help with execution & packaging/branding of an existing recipe, and corresponding assistance with federal approvals.

We greatly respect the skillset and experience required to produce excellent fermented and distilled products, and our primary interest in having the approval/licensing to engage in those kinds of production activities is to assist talented friends and colleagues in the industry, assess the viability of these products without the time and capital commitments typically associated with the process.

Fermentation (Winery Use): (0-5% of initial production)

We are pursuing the winery permit to ensure some of our core products are able to receive federal label approval closest to the traditional products they emulate (e.g. vermouth and comparable fortified wines). Winery-related activity as it relates to fermentation will initially be extremely limited, and effectively have the production capacity of a well-equipped hobbyist, with access to more professional packaging. The intention is to provide an avenue for our employees and collaborators to have the possibility to legally test the viability of new products, and for farmers to explore potential new income streams via wine or cider. This activity will take place in the F-1 Occupancy, using equipment from the "processing/bottling line," equipment stored in the "future ttb winery storage" zone, and what will most likely be a reach-in refrigerator at the edge of the "Admin Area" (106).

Distillation/Distillery Use: (0-5% of initial production)

The capacity for distillation we'd initially have would be via a small vacuum still resting on a table within the Processing area (107). It will be a rotary evaporator, common academic lab equipment with a broad range of applications with a likely capacity of 3 liters. It's a closed system, which would not release vapor, and would be on hand to test hypotheses: e.g. would a lower-ABV% fruit cordial conceived by simple maceration/filtration be improved as a more concentrated distilled product? Initially it would behave as more of a diagnostic/academic tool, that might inform a decision to partner with a more conventional distillery to produce a larger production run. One of the compelling reasons to locate the business next to Stateline Distillery is the potential for collaboration that leverages their expertise.

Scaling production of the above 2 uses:

We view distillation and fermentation activity as primarily R&D and market-testing functionality and unlikely to scale to represent a significant proportion of total output—for a variety of factors including our general intent, logistics and relative cost/efficiency. Our current hope is that "phase 2" of this overarching project will necessitate the buildout of a lower-overhead sibling facility to focus on these activities.

Tasting Room (Tavern Use):

Regular tasting room hours Thursday-Saturday:

We plan to focus on Thursday-Saturday and reserve other days of the week for special events & fundraisers. We have not settled on opening hours, but ultimately would like to arrive at the following closing times:

- Sunday-Wednesday: event concluded/doors closed by 10pm
- Thursday: close 11pm
- Friday: close 12am
- Saturday: close 12am
- 1 yearly exception for New Year's

We would be happy to cap the hours there and not revisit if the above are amenable to the city and the neighborhood. Our primary interest in outlining the above is to be candid about our long-term preferences. We have no interest in crossing the midnight threshold at any point other than New Year's eve, once a year. We are not seeking post-midnight hours because even the most positive impressions after midnight tend to be less indelible, but serving between 10pm-midnight Friday and Saturday would allow us to showcase our products to potential customers after they've taken in dinner, and also allow us to encourage managers and buyers in industry to stop in after they've clocked out for the night or weekend. All that said, our perception from the neighborhood meeting coordinated by Alder Rummel, and our initial engagement with MNA P&D is that splitting the difference between Stateline and Old Sugar's existing hours and requesting Sunday-Wednesday, 10pm close and Thursday-Saturday 11pm close would likely be a better starting point.

It's our desire to grow gracefully with and within the neighborhood. The lease terms we've discussed with the landlord comprise an initial 10-year lease followed by two 5-year options, and we are eager to be a stable, positive presence. The fact that the vast majority of our likely collaborators live within 2 miles of the space, on the Isthmus, is one of the most compelling elements of this location. The proprietor lives on the 1100 block of Williamson, and is eager to live and work among future collaborators, and be able to receive feedback about the products and facility from neighbors. At its heart, the food & beverage industry is inherently social, and walking out the door into a vibrant community, rather than an isolated industrial park, presents so many more symbiotic possibilities. We are eager to use the tasting room to showcase our brands and those of our collaborators in as positive a light as possible, both via the tasting room experience, and via a small series of food and beverage podcasts recorded on-site that augment excellent home-grown media like Tone Madison, Isthmus, WORT and WSUM. During the week, a small recording both will serve as an initial hub for these podcast a few hours here and there; during tasting room hours, the space will double as a seating nook.

Waste

Because of the maceration/blending focus of the production, and low volume of fermentation and distillation, minimal liquid and solid waste will be generated, but the fibrous fruit solids typically filtered out of our products will be composted. We are eager to pursue avenues to directly recycle/reuse bottles employed in the tasting room, but are currently uncertain of the viability of that from a federal labeling/tax standpoint.

(Bike) Parking:

We will install vertical employee bike parking near the shipping/receiving area of the F-1 Occupancy in the form of 3 wall-mounted hangers, and anticipate room for several additional vertical hangers as staff grows. We will work with city engineering to pursue all possibilities for bike parking in the public right of way and are eager to find a way to furnish as many stalls as possible. We will pursue as many ways to reward customers who arrive via bike (e.g. Bicycle Taxi Services) and local taxi services.

Beverage Business Incubator

In addition to the core products, the facility will produce items under contract using similar processes and serve as a business incubator similar to FEED Kitchen, that encourages the creation of other beverage brands, shortens their time to market, and reduces the initial capital commitment required to legally test a product in the wholesale market. Matt Acker, former production manager at Death's Door Spirits, will be assisting with setup of the production facility and development of the incubator model, along with Nhi Le of Gener8tor. One such pilot project for this element of the business will be an amaro (bitter digestivo) conceived collaboratively by the group Spirited Women of Madison. Unlocking the entrepreneurial

potential of Madison's service industry community beyond conventional bars and restaurants, is one of the core missions of this facility.

This element of the business draws on the business owner's prior experience attempting to develop contract production arrangements to spin off retailable products he'd conceived with his colleagues as a working bartender & beverage director at bars and restaurants. It's a niche Facilities purpose built for contract/private label production require minimum commitments ranging between 2,000 to 5,000 cases. That's a commitment of \$50,000 - \$80,000 depending on product type, label, and packaging. The beverage business incubator would strive to offer the flexibility and hands-on assistance of a small craft distiller, combined with the focus and efficiency of a purpose-built contract production facility. The tasting room combined with small local distributors will provide the ability to market test products rapidly, and allow fledgling entrepreneurs to rapidly adjust and pivot according to the feedback and data we're able to provide from real customers. The customer data which this model provides quickly takes an inordinately long time to gather through the current methods and does not allow an entrepreneur to try different products quickly. This model aims to serve the many colleagues in our industry who have compelling ideas, but might not have access to the capital required to launch their own brand.

Thank you,

Matt Tills AIA & Hastings Cameron, proprietor

Project team:

Architect:

Tills Architecture | Matt Tills | matt@tillsarchitecture.com | 608.235.6240

Owner:

Hastings Cameron | hastings@imaginary.bar | 608.421.4639

Distillery/Production Consultant – production/blending/packaging processes
& business modeling:

Matthew Acker | matthewacker@gmail.com

Distillery Consultants – Fire Code and Federal/TTB Application assistance:

Dalkita (Englewood, CO) | Colleen Moore | colleen@dalkita.com | 303.765.1295

Designers – interior aesthetic cues in production area & tasting room to be echoed on house
product branding & labeling:

Art & Sons | Scott Pauli | scott@artandsons.com

Construction Manager:

Carlson Construction | Chad Carlson | chad@carlsonconstruction.com | 608.575.6933

Project Schedule:

March/April 2017	Federal Application Initiated (6-8 month lead time)
April 24, 2017	Plan Commission
May, 2017	Begin Construction
October/November, 2017	Federal/State Applications concluded
November/December, 2017	Federal Approvals for core products; production begins
December, 2017	Tasting Room Open to Public, products wholesaled off-site

LAND USE APPLICATION

LND-B

City of Madison
 Planning Division
 126 S. Hamilton St.
 P.O. Box 2985
 Madison, WI 53701-2985
 (608) 266-4635



FOR OFFICE USE ONLY:

Paid \$600 Receipt # 27279-0002
 Date received 3/8/17
 Received by JL
 Parcel # 0710-072-1219-4
 Aldermanic district 6-Margiea Rummel
 Zoning district TE
 Special requirements OK
 Review required by _____
 UDC PC
 Common Council Other _____
 Reviewed By _____

All Land Use Applications must be filed with the Zoning Office at the above address.

This completed form is required for all applications for Plan Commission review except subdivisions or land divisions, which should be filed using the Subdivision Application found on the City's web site.

1. Project Information

Address: 1401 NORTHERN CT., MADISON, WI 53703
 Title: IMAGINARY FACTORY.

2. This is an application for (check all that apply)

- Zoning Map Amendment (rezoning) from _____ to _____
- Major Amendment to an Approved Planned Development-General Development Plan (PD-GDP) Zoning
- Major Amendment to an Approved Planned Development-Specific Implementation Plan (PD-SIP)
- Review of Alteration to Planned Development (PD) (by Plan Commission)
- Conditional Use or Major Alteration to an Approved Conditional Use
- Demolition Permit
- Other requests

3. Applicant, Agent and Property Owner Information

Applicant name HASTINGS CAMERON Company _____
 Street address 1360 REGENT ST. City/State/Zip MADISON, WI 53715
 Telephone 608-421-4639 Email hastings@imaginary.bar
 Project contact person MATTHEW TILLS Company TILLS ARCHITECTURE
 Street address 312 W. LAKESIDE ST. City/State/Zip MADISON, WI 53715
 Telephone 608-235-6240 Email Matt@tillsarchitecture.com
 Property owner (if not applicant) Troy Sedlak
 Street address _____ City/State/Zip _____
 Telephone _____ Email the1sedlak@gmail.com

numeral

4. Project Description

Provide a brief description of the project and all proposed uses of the site:

TENANT BUILD-OUT OF EXISTING BLDG. PRODUCTION AND RETAIL SPACE FOR ALCOHOLIC BEVERAGES. USES INCLUDE: MANUFACTURING LIGHT, DISTILLERY + TAVERN

Scheduled start date MAY 2017 Planned completion date JULY 2017

5. Required Submittal Materials

Refer to the Land Use Application Checklist for detailed submittal requirements.

- Checkboxes for: Filing fee, Land Use Application, Letter of intent, Legal description, Pre-application notification, Vicinity map, Survey or existing conditions site plan, Development plans, Land Use Application Checklist (LND-C), Supplemental Requirements, Electronic Submittal*.

*Electronic copies of all items submitted in hard copy are required. Individual PDF files of each item submitted should be compiled on a CD or flash drive, or submitted via email to pcapplications@cityofmadison.com.

For concurrent UDC applications a separate pre-application meeting with the UDC Secretary is required prior to submittal. Following the pre-application meeting, a complete UDC Application form and all other submittal requirements must be submitted to the UDC Secretary.

6. Applicant Declarations

Pre-application meeting with staff. Prior to preparation of this application, the applicant is strongly encouraged to discuss the proposed development and review process with Zoning and Planning Division staff. Note staff persons and date.

Planning staff Chris Wells Date 3-1-2017
Zoning staff MATT TUCKER Date 3-1-17

- Checkboxes for: Demolition Listserv, Public subsidy is being requested, Pre-application notification: The zoning code requires that the applicant notify the district alder and any nearby neighborhood and business associations in writing no later than 30 days prior to FILING this request.

The alderperson and the Director of Planning & Community & Economic Development may reduce the 30-day requirement or waive the pre-application notification requirement altogether. Evidence of the pre-application notification is required as part of the application materials.

The applicant attests that this form is accurately completed and all required materials are submitted:

Name of applicant SEE ATTACHED SHEET Relationship to property
Authorizing signature of property owner SEE ATTACHED SHEET Date

Land Use Application

LND-B

4. Project Description

Provide a brief description of the project and all proposed uses of the site:

Scheduled start date _____ Planned completion date _____

5. Required Submittal Materials

Refer to the Land Use Application Checklist for detailed submittal requirements.

- Filing fee
- Land Use Application
- Letter of intent
- Legal description
- Pre-application notification
- Vicinity map
- Survey or existing conditions site plan
- Development plans
- Land Use Application Checklist (LND-C)
- Supplemental Requirements
- Electronic Submittal*

**Electronic copies of all items submitted in hard copy are required. Individual PDF files of each item submitted should be compiled on a CD or flash drive, or submitted via email to pcapplications@cityofmadison.com. The email must include the project address, project name, and applicant name. Electronic submittals via file hosting services (such as Dropbox.com) are not allowed. Applicants who are unable to provide the materials electronically should contact the Planning Division at (608) 266-4635 for assistance.*

For concurrent UDC applications a separate pre-application meeting with the UDC Secretary is required prior to submittal. Following the pre-application meeting, a complete UDC Application form and all other submittal requirements must be submitted to the UDC Secretary. An electronic submittal, as noted above, is required. Electronic submittals should be compiled on a CD or flash drive, or sent via email to udcapplications@cityofmadison.com.

6. Applicant Declarations

- Pre-application meeting with staff.** Prior to preparation of this application, the applicant is strongly encouraged to discuss the proposed development and review process with Zoning and Planning Division staff. Note staff persons and date.

Planning staff _____ Date _____

Zoning staff _____ Date _____

- Demolition Listserv
- Public subsidy is being requested (indicate in letter of intent)
- Pre-application notification:** The zoning code requires that the applicant notify the district alder and any nearby neighborhood and business associations **in writing** no later than **30 days prior to FILING this request**. List the alderperson, neighborhood association(s), business association(s), AND the dates you sent the notices:

The alderperson and the Director of Planning & Community & Economic Development may reduce the 30-day requirement or waive the pre-application notification requirement altogether. Evidence of the pre-application notification is required as part of the application materials. A copy of the notification letters or any correspondence granting a waiver is required as part of the application materials.

The applicant attests that this form is accurately completed and all required materials are submitted:

Name of applicant HASTINGS CAMERON Relationship to property TENANT

Authorizing signature of property owner Troy D. Sedlak Date 3/8/2017

DocuSigned by:
Troy D. Sedlak
AA316D195E2445E

IMAGINARY FACTORY: BEVERAGE BUSINESS INCUBATOR

Submittal Drawing 03/08/2017

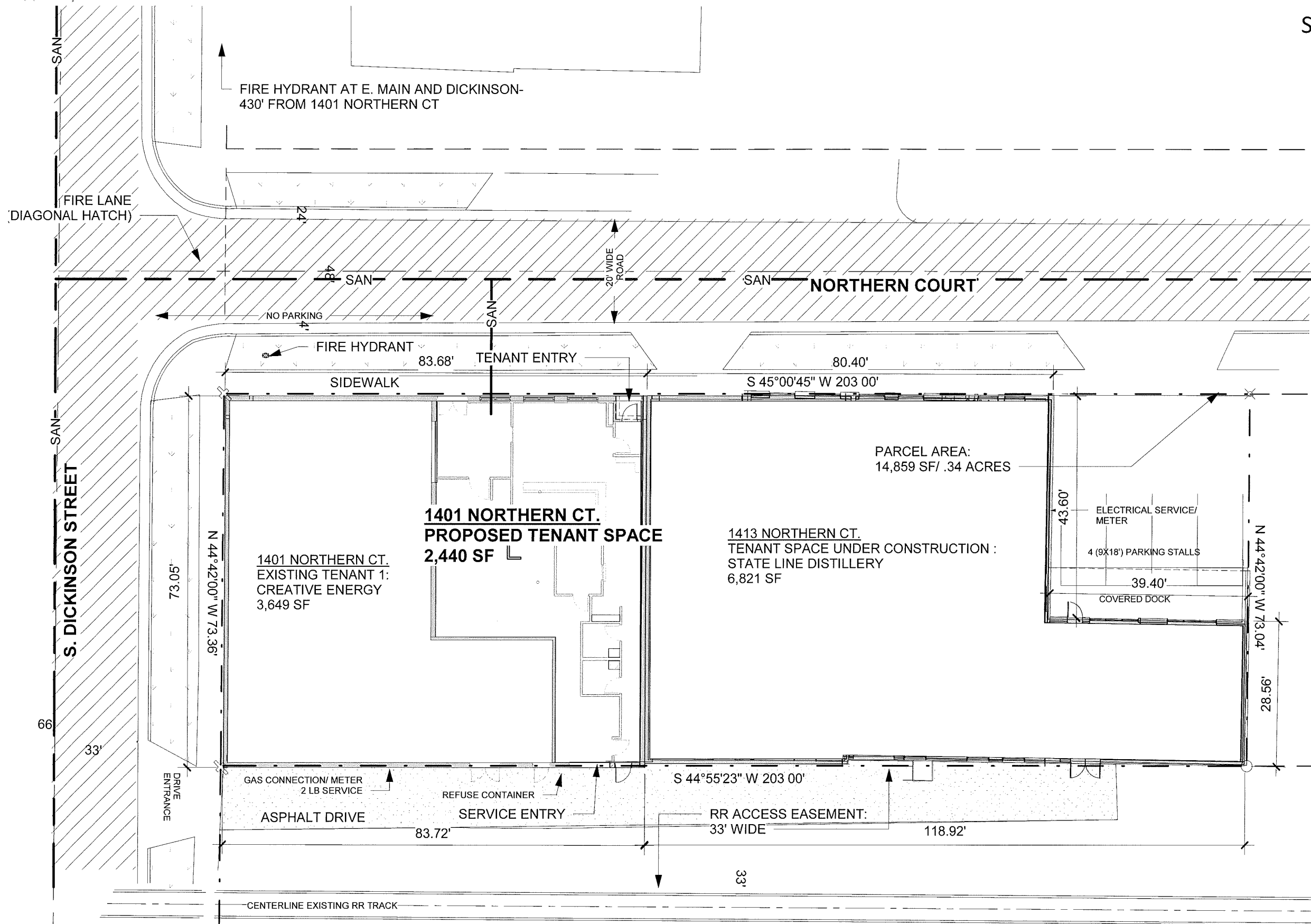


1 VICINITY MAP
1" = 200'-0"

Sheet List - Full	
Sheet Number	Sheet Name
A0	VICINITY MAP
A1	SITE PLAN
A2	FLOOR PLAN
A3	ROOF PLAN
A4	BUILDING ELEVATIONS

IMAGINARY FACTORY: BEVERAGE BUSINESS INCUBATOR

Submittal Drawing 03/08/2017



LAND USE SUMMARY:

SITE AREA: 14,859 SF/ .34 ACRES

BUILDING SF:

1413 NORTHERN CT:	6,821 SF
1401 NORTHERN CT:	6,089 SF
TOTAL ON SITE:	12,910 SF

TENANT AREAS:

1413 NORTHERN CT:	6,821 SF
1401 NORTHERN CT:	
TENANT 1:	3,649 SF
PROPOSED:	2,440 SF

ZONING CLASSIFICATION: TE

PROPOSED TENANT USES (ALL CONDITIONAL USES):

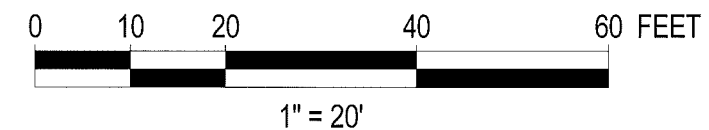
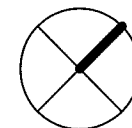
- **MANUFACTURING, LIGHT** (LIQUOR/SPIRITS BLENDING OPERATION, BOTTLING FACILITY, LABELING/BRANDING, PACKAGING, ETC.)
- **DISTILLERY**
- **TAVERN** (TASTING ROOM)

GENERAL NOTES:

1. NO EXTERIOR ADDITIONS TO BUILDING
2. PROPOSED TENANT SPACE IS ON ZERO LOT-LINE CONDITION- NO LANDSCAPING POSSIBLE
3. NO PARKING AVAILABLE ON SITE
4. NO BIKE PARKING AVAILABLE ON SITE- TENANT IS WORKING WITH CITY TO PURSUE OPTIONS FOR BIKE PARKING ON PUBLIC RIGHT-OF-WAY
5. NO ALTERATION TO GRADING/LANDSCAPE



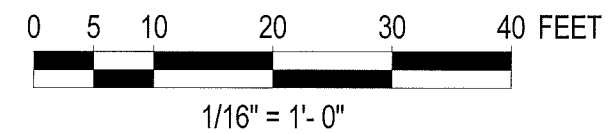
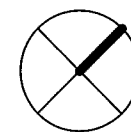
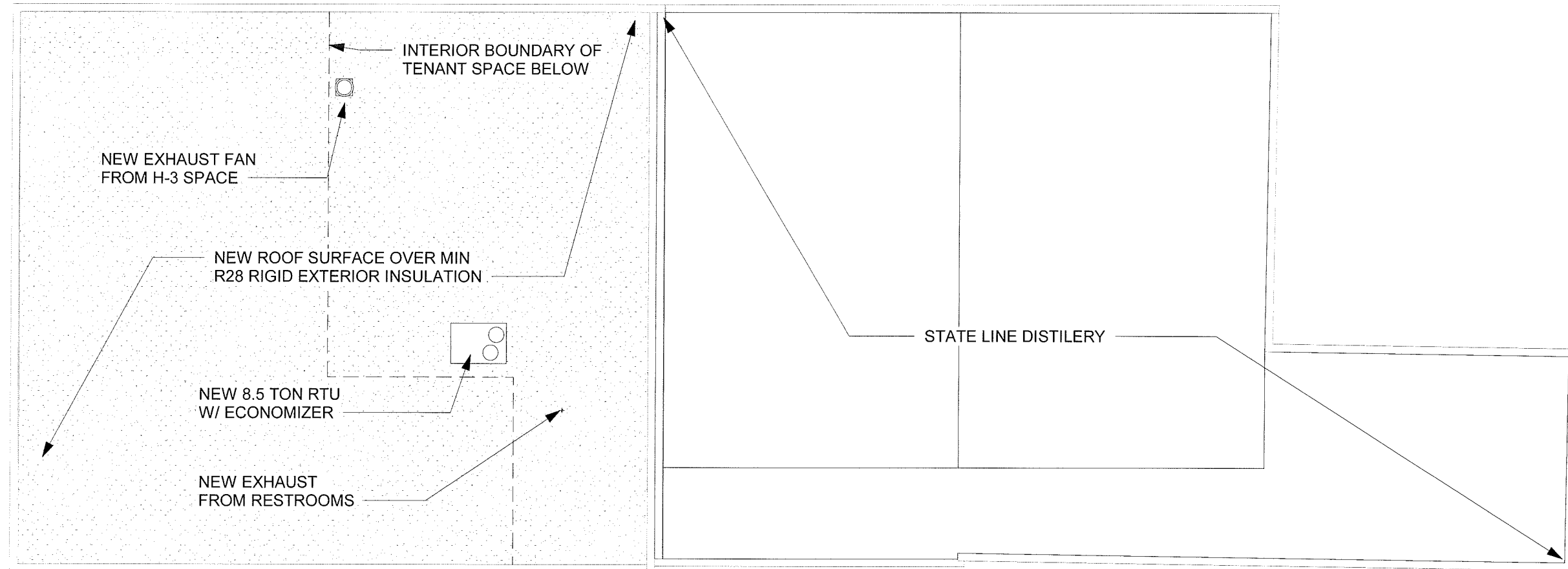
1 SITE PLAN - Submittal
1" = 20'-0"



SITE PLAN **A1**

IMAGINARY FACTORY: BEVERAGE BUSINESS INCUBATOR

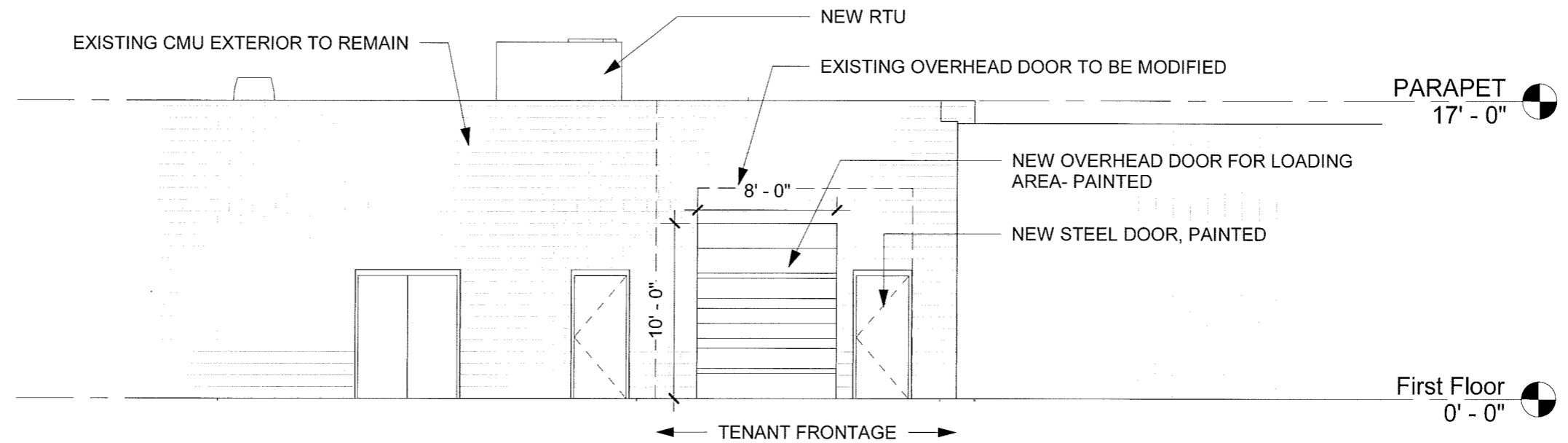
Submittal Drawing 03/08/2017



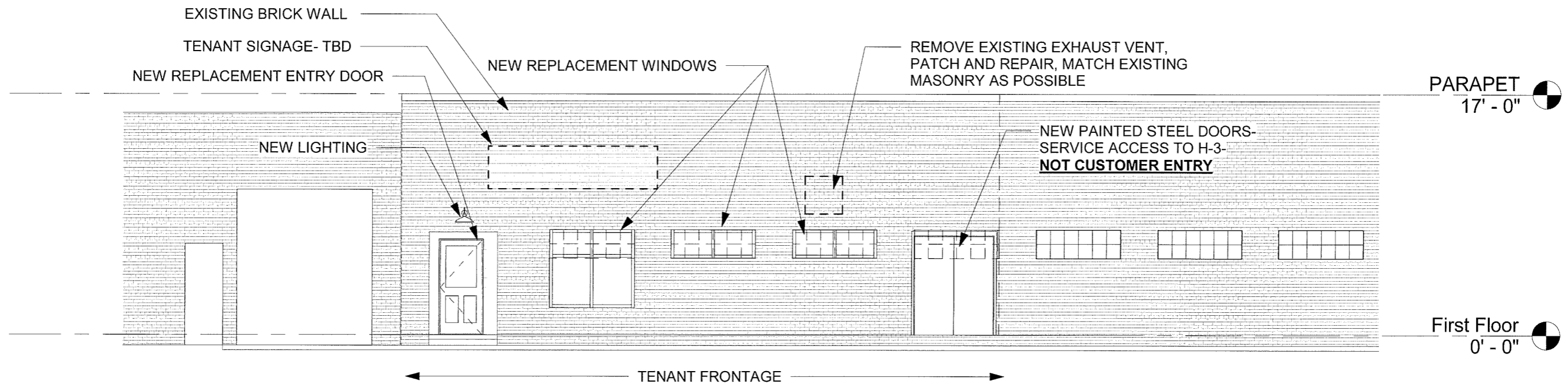
① Roof Plan - Submittal
 $1/16" = 1'-0"$

IMAGINARY FACTORY: BEVERAGE BUSINESS INCUBATOR

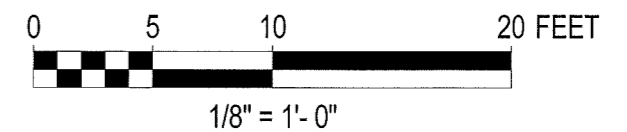
Submittal Drawing 03/08/2017



② SOUTH ELEVATION - PROPOSED
1/8" = 1'-0"



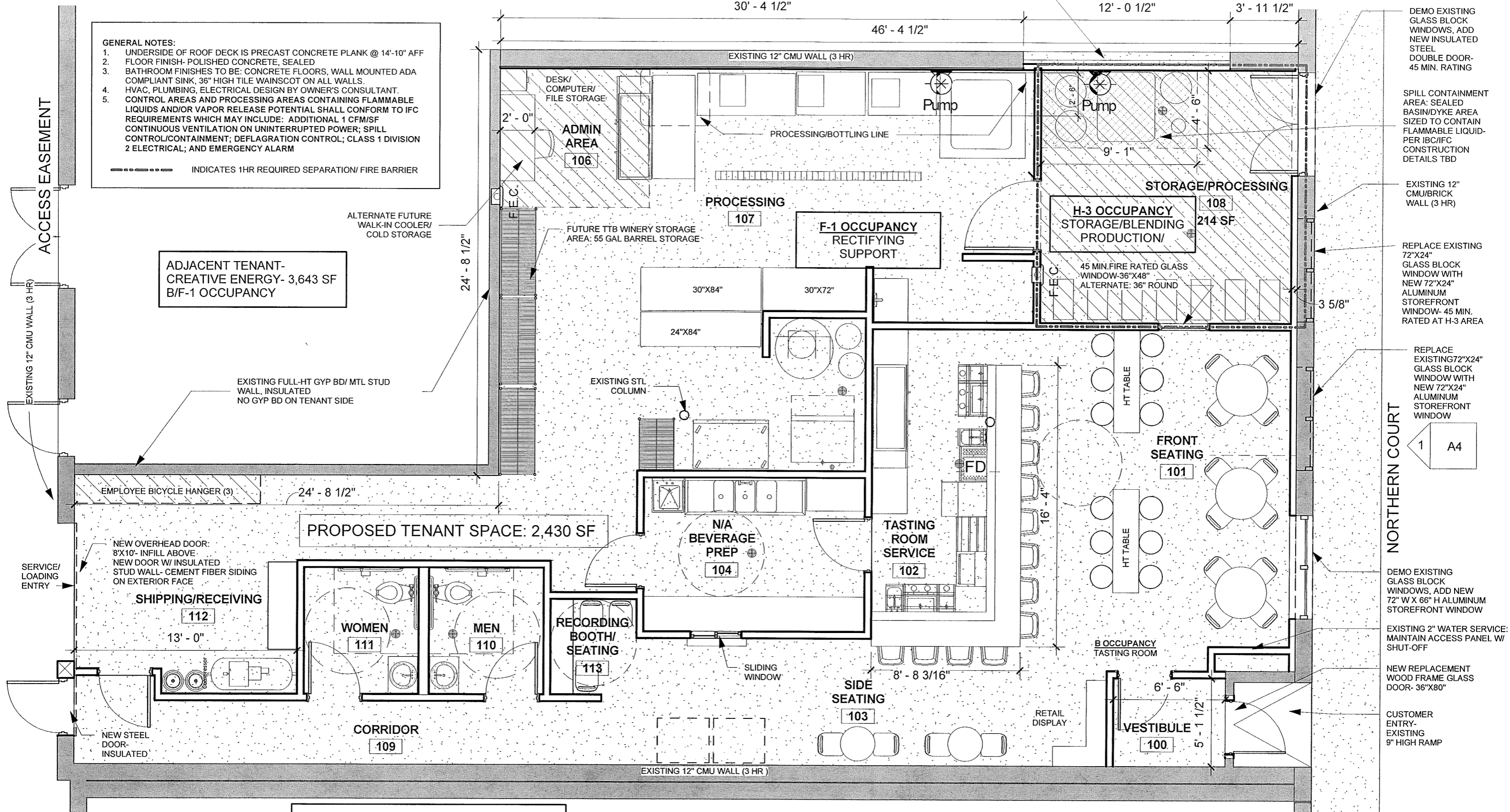
① NORTH ELEVATION- PROPOSED
1/8" = 1'-0"



IMAGINARY FACTORY: BEVERAGE BUSINESS INCUBATOR

Submittal Drawing-Updated 3/13/17

EXISTING 12" HIGH OPENING -INFILL WITH METAL STUD WALL, INSULATED, 5/8" GYP BD BOTH SIDES- VF CONDITIONS IN ADJACENT TENANT SPACE, 1 HR RATING, MIN.



GENERAL NOTES:

- UNDERSIDE OF ROOF DECK IS PRECAST CONCRETE PLANK @ 14'-10" AFF
- FLOOR FINISH- POLISHED CONCRETE, SEALED
- BATHROOM FINISHES TO BE: CONCRETE FLOORS, WALL MOUNTED ADA COMPLIANT SINK, 36" HIGH TILE WAINSCOT ON ALL WALLS.
- HVAC, PLUMBING, ELECTRICAL DESIGN BY OWNER'S CONSULTANT.
- CONTROL AREAS AND PROCESSING AREAS CONTAINING FLAMMABLE LIQUIDS AND/OR VAPOR RELEASE POTENTIAL SHALL CONFORM TO IFC REQUIREMENTS WHICH MAY INCLUDE: ADDITIONAL 1 CFM/SF CONTINUOUS VENTILATION ON UNINTERRUPTED POWER; SPILL CONTROL/CONTAINMENT; DEFLAGRATION CONTROL; CLASS 1 DIVISION 2 ELECTRICAL; AND EMERGENCY ALARM

----- INDICATES 1HR REQUIRED SEPARATION/ FIRE BARRIER

ADJACENT TENANT-
CREATIVE ENERGY- 3,643 SF
B/F-1 OCCUPANCY

PROPOSED TENANT SPACE: 2,430 SF

ADJACENT TENANT-STATE LINE DISTILLERY

DEMO EXISTING GLASS BLOCK WINDOWS, ADD NEW INSULATED STEEL DOUBLE DOOR- 45 MIN. RATING

SPILL CONTAINMENT AREA: SEALED BASIN/DYKE AREA SIZED TO CONTAIN FLAMMABLE LIQUID- PER IBC/IFC CONSTRUCTION DETAILS TBD

EXISTING 12" CMU/BRICK WALL (3 HR)

REPLACE EXISTING 72"x24" GLASS BLOCK WINDOW WITH NEW 72"x24" ALUMINUM STOREFRONT WINDOW- 45 MIN. RATED AT H-3 AREA

REPLACE EXISTING 72"x24" GLASS BLOCK WINDOW WITH NEW 72"x24" ALUMINUM STOREFRONT WINDOW

NORTHERN COURT

DEMO EXISTING GLASS BLOCK WINDOWS, ADD NEW 72" W X 66" H ALUMINUM STOREFRONT WINDOW

EXISTING 2" WATER SERVICE- MAINTAIN ACCESS PANEL W/ SHUT-OFF

NEW REPLACEMENT WOOD FRAME GLASS DOOR- 36"x80"

CUSTOMER ENTRY- EXISTING 9" HIGH RAMP

① FIRST FLOOR-SUBMITTAL
3/16" = 1'-0"



FLOOR PLAN A2