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January 9, 2015

HAND DELIVERED

Mr. Donnie Blake, Chairperson
Louisville Metro Planning and Design Services
444 South Fifth Street
Louisville, KY 40202

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Re: Zone Map Amendment Request for Property Located at 117-119 West Main Street from C-3 (Downtown) to EZ-1 (Enterprise Zone), "Old Forester Distillery"

Dear Chairperson Blake:

I represent the Brown-Forman Corporation in connection with this zone map amendment request for property located at 117-119 West Main Street. The subject property is zoned C-3 (Downtown) and the application seeks an EZ-1 (Enterprise zone) designation. The purpose of this zone change request is to construct a mixed-use distillery for Brown-Forman's founding brand, "Old Forester."

The historic properties at 117-119 West Main Street where the Old Forester distillery will be located were built around 1857 and were used for warehousing barrels of whiskey produced at numerous distilleries in the area. At least 19 distilleries, wholesalers and other whiskey related businesses called this block of West Main Street home by the mid-1870s. This stretch of West Main Street was known as "Whiskey Row." Between 1900 and 1919, Brown-Forman occupied 117 West Main Street on Louisville's Whiskey Row. Brown-Forman is now returning to his roots with this distillery. The project will also be another significant example of Brown-Forman's commitment to historic preservation and downtown development.

Proposed uses for the subject property, in addition to the distillery include a visitor experience, a restaurant, retail space, event space, meeting rooms, a bar and an outdoor rooftop garden.

Because of its location and its historic designation, this proposed development will also have to be reviewed and approved by the Landmarks Commission and the Waterfront Development Corporation. The Brown-Forman Corporation has always believed that excellence in design should be the lead element in any new development. The "Old Forester" development will continue this tradition.

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The proposed rezoning is in conformity with the Cornerstone 2020 Comprehensive Plan, and is in perfect harmony with the Downtown Form District. Your Planning Staff, through their pre-application review of this zone change request, identified a number of guidelines and policies in the Cornerstone 2020 Plan which confirm that this application is in compliance with the 2020 Cornerstone Plan, as well as the Downtown Form District. We agree with the Staff's statements regarding this application's compliance with 51 different provisions of the Cornerstone 2020 Plan. These Staff comments, which are incorporated by reference, are attached hereto as Exhibit A.

The Staff Report did identify a few Cornerstone 2020 provisions for which the Staff said that it needed additional information. These provisions pertained to the design of the building, accommodation for bicycles, and signage. As we shared with the Staff during the pre-application review, the design of the building is still being undertaken but it is recognized that it must comply with the historic preservation requirements which ultimately must be approved by the Landmarks Commission. The Main Street façade will, of course, remain and be maintained. The only additional exterior portion of the building to be created will be that portion of the building facing Washington Street which will be designed so that it is not compatible with the existing buildings and in compliance with the Landmark Commission's requirements. Please see Exhibit 2 for conceptual elevations of the Main Street and Washington Street sections.

The Staff also raised the question as to whether bicycle parking should be shown on the plan for the purpose of addressing bicycle access. The required short-term bicycle parking will be accommodated by existing facilities located on the west side of Second Street beneath the Second Street bridge (within the same block face) and outdoor bike racks located at the Yum Center within 400 feet from the subject property. Long-term bicycle parking will be accommodated within the building.

The only other Cornerstone 2020 compliance issue which the Staff raised a question about during the pre-application process pertained to signage. At this time, signage is still being considered and there is no specific proposal for signage that would require any variances from the zoning ordinance.

In summary, we believe we are in full compliance with the enumerated goals, objectives and form-based guidelines set forth in the 2020 Cornerstone Plan.

The "Old Forester Distillery" will be an important benchmark development for the continued Renaissance of West Main Street. I look forward to presenting the full proposal to the Planning Commission during its designated hearing.

Very truly yours,



T. Bruce Simpson, Jr.

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Enclosures

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