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April 11, 2008

CERTIFICATE OF THE SECRETARY OF ENERGY AND ENVIRONMENTAL AFFAIRS
ON THE
ENVIRONMENTAL NOTIFICATION FORM

PROJECT NAME : Glen Ellen Country Club Senior Residential Community
PROJECT MUNICIPALITY : Orchard Street – Millis and Holliston
PROJECT WATERSHED : Charles River
EOEA NUMBER : 14204
PROJECT PROPONENT : Glen Ellen Co. & Bogastow Co.
DATE NOTICED IN MONITOR : March 12, 2008

Pursuant to the Massachusetts Environmental Policy Act (G. L. c. 30, ss. 61-62H) and Section 11.06 of the MEPA regulations (301 CMR 11.00), I determine that this project **requires** the preparation of an Environmental Impact Report (EIR).

According to the Environmental Notification Form (ENF), the proposed project consists of the construction of an up to 341 age-restricted residential units (approximately 1 million square feet (sf)) and the redevelopment of the existing 18-hole golf course to a 9 to 14-hole golf course on 230.75 acres. The golf course redevelopment includes a 20,050 sf wellness center, a 9,000 sf clubhouse/ grill, a 7,600 sf golf maintenance building, and limited function facilities. The total build-out of the project is approximately 1,117,314 sf. The existing Glen Ellen Country Club (GECC) consists of 56,628 sf of building space. It is comprised of an 18-hole golf course with a swimming pool, a 3,090 sf grill, a 3,820 sf Pro Shop/locker room, 7,220 sf maintenance building, the 26,820 sf Sonabend Building, the 7,950 sf Pavilion building, the 5,730 sf Baystate Building, and a 1,020 sf single family residence on approximately 143 acres. The proponent proposes to maintain approximately 135 acres as open space/undeveloped/golf course. The project will have two new access roadways onto Orchard Street and maintain its existing driveways at the GECC. Approximately 7 acres of the project site are located within Holliston, but no alterations are proposed in this area.

This project is subject to a mandatory EIR pursuant to Section 11.03(1)(a)(2) of the MEPA regulations because the project creates ten or more acres of impervious area. It will need a Groundwater Discharge Permit and a Water Supply Distribution System Modification Permit from the Department of Environmental Protection (MassDEP). The project may also need to



obtain a Water Quality Certificate from MassDEP. The proponent is under an Administrative Consent Order (ACO) for its Title 5 wastewater systems with MassDEP. The project must comply with the National Pollutant Discharge Elimination System (NPDES) General Permit for stormwater discharges from a construction site. The project may require a Section 404 Programmatic General Permit (PGP) from the U.S. Army Corps of Engineers. It will need to obtain an Order of Conditions from the Millis Conservation Commission as a "limited" project. MEPA jurisdiction is limited to those aspects of the project within the subject matter of required state permits (land alteration, water supply, wetlands, stormwater, and wastewater) that may have significant environmental impacts.

Based on the Institute of Traffic Engineers Land Use Codes 251, 252, 340, and 492, the proposed project is estimated to generate approximately 1,924 new vehicle trips per weekday. However, the proponent is using 2,384 to be compatible with local regulations. About 1,121 parking spaces will be constructed by the proponent.

The project will be supplied with potable water by the municipal supplier. It will consume approximately 100,000 gallons per day (gpd) of water. The project will generate approximately 100,000 gpd of wastewater (based on 341 units and restaurant and recreational activities). The proponent is proposing to construct a private wastewater package treatment plant with a groundwater discharge.

SCOPE

As modified by this scope, the EIR should conform to Section 11.07 of the MEPA regulations for outline and content. The EIR should resolve the remaining issues outlined below. It should address the comments listed at the end of this Certificate to the extent that they are within this scope, and it should include a copy of this Certificate and all comment letters.

Project Description & Regulatory Environment

The EIR should provide a detailed project description with a summary/history of the project. It should include existing and proposed site plans. The EIR should identify and describe the project's seven phases and the schedule for completing the project. It should describe the proponent's Preferred Alternative. The EIR should briefly describe each state agency action required for the project. It should demonstrate how the project is consistent with the applicable performance standards. The EIR should contain sufficient information to allow the permitting agencies to understand the environmental consequences related to the project. It should discuss how this project is compatible with Executive Orders 385 and 418, the Metropolitan Area Planning Council's (MAPC) Long Range Plan, and Millis's Master Plan, Open Space Plan, and Zoning. The EIR should identify that about 128 acres of the existing project site is classified under Chapter 61B as recreational land (golf) with a reduced assessment. It should describe how

this portion would be taxed and impacted by the above project.

Alternatives Analysis

The EIR should summarize and compare the Preferred Alternative - the 341-unit age-restricted complex, the 100-unit single family development alternative, and the No-Build Alternative. It should identify the impacts of each of the alternatives on each of the scoped areas in this Certificate. The EIR should discuss alternative building configurations that might result in fewer impacts, such as reducing the amount of impervious area. It should incorporate site design that maximizes site layout and sustainable design/Low Impact Development (LID) opportunities to minimize water, wastewater, stormwater and wetlands impacts. The EIR should summarize any other alternatives already developed for the project site. The alternatives analysis should clearly present the alternative driveway configurations. The EIR should provide a comparative analysis that clearly shows the differences between the environmental impacts associated with each alternative for the areas listed within this scope.

Parking

The EIR should describe how the number of parking spaces was determined. It should identify the number of parking spaces required by local zoning for the land uses proposed on the project site. The EIR should address my concern that the project is providing too many parking spaces. It should identify the number of parking spaces within garages, in-front of garages, tandem spaces, and visitor and club-house parking.

Pedestrian and Bicycle Facilities

The EIR should show where sidewalks currently exist in a map of the area and where the proponent proposes sidewalks. It should identify how these sidewalks would connect to other sidewalks and proposed crosswalks. If the proponent does not provide sidewalks along its frontage with Orchard Street, the EIR should provide a justification for not providing a sidewalk with supporting letters from MassHighway and the Town of Millis.

The EIR should identify the proposed bicycle facility improvements included with this project. The EIR should state the number of bicycle parking spaces and show their locations.

Public Transportation

The EIR should include a map displaying public transportation bus routes in the project area. If there is no available transit service from the project site, the EIR should consider whether a shuttle bus service would be feasible. In its comment letter, the Town of Millis has recommended that the proponent consider providing daily transportation to and from the town's

senior center and congregate meals site.

Wetlands

According to the proponent, the project may alter up to 1,800 sf of Bordering Vegetated Wetlands (BVW) and approximately 80 linear feet of Bank. The proponent is proposing this alteration as a "limited" project under the wetlands regulations. The EIR should identify the proponent's efforts to obtain an Order of Conditions from the Millis Conservation Commission (MCC). It should specify whether any additional Orders of Conditions would be required for any proposed water and wastewater improvements at or beyond the site. The Wetland Section of the EIR should contain an alternatives analysis to ensure that all wetland impacts are avoided, and where unavoidable impacts occur, impacts are minimized and mitigated. The EIR should illustrate that the impacts have been minimized and that the project will be accomplished in a manner that is consistent with the Performance Standards of the Wetlands Regulations (310 CMR 10.00).

The EIR should address the significance of the wetland resources on site, including public and private water supply; riverfront areas; flood control; storm damage prevention; fisheries; shellfish; and wildlife habitat. It should identify the location of nearby public water supplies and wells.

All resource area boundaries, riverfront areas, applicable buffer zones, and 100-year flood elevations should be clearly delineated on a plan. Bordering Vegetated Wetlands that have been delineated in the field should be surveyed, mapped, and located on the plans. Each wetland resource area and riverfront area should be characterized according to 310 CMR 10.00. The text should explain whether the local conservation commission has accepted the resource area boundaries, and any disputed boundary should be identified. The EIR should describe any outstanding issue with the MCC, such as potential vernal pools on the site.

For any amount of required wetlands replication, a detailed wetlands replication plan should be provided in the EIR that, at a minimum, includes: replication location(s) delineated on plans, elevations, typical cross sections, test pits or soil boring logs, groundwater elevations, the hydrology of areas to be altered and replicated, list of wetlands plant species of areas to be altered and the proposed wetland replication species, planned construction sequence, and a discussion of the required performance standards and monitoring. I suggest a replication ratio of greater than 1:1.

Wildlife Habitat

In order to preserve wildlife travel corridors through the wetlands through which the access roadways travel, and to reduce the potential for vehicle mortality of small wildlife, the

proponent will provide bridges for the roadways to allow for the continued passage of wildlife such as turtles and amphibians. The Natural Heritage and Endangered Species Program (NHESP) has requested that the proponent conduct field surveys for Marbled Salamanders on the project site. The EIR should summarize the findings of the field surveys. The proponent should review its field protocols with the NHESP.

Drainage

The project will create approximately 23.8 acres of new impervious area. The EIR should include a detailed description of the proposed drainage system design, including a discussion of the alternatives considered along with their impacts. It should provide pre- and post-drainage calculations. The proponent should recharge roof runoff and other treated stormwater runoff from parking areas and driveways in order to retain as much as possible of the existing groundwater flows and drainage patterns. If the proponent ties into the existing municipal drainage systems, the EIR should clarify the permits required and if there will be a recharge deficit on-site. The EIR should indicate and discuss where the Orchard Street drainage system discharges in this area.

Proposed activities, including construction mitigation, erosion and sedimentation control, phased construction, and drainage discharges or overland flow into wetland areas, should be evaluated. The location of detention/infiltration basins and their distances from wetland resource areas, and the expected water quality of the effluent from said basins should be identified. This analysis should address current and expected post-construction water quality (including winter deicing and sanding analyses) of the predicted final receiving water bodies. Sufficient mitigation measures should be incorporated to ensure that no downstream impacts would occur. The drainage analysis should ensure that on- and off-site wetlands are not impacted by changes in stormwater runoff patterns.

The EIR should address the performance standards of MassDEP's Stormwater Management Policy. It should address the groundwater recharge issues and demonstrate that the project will meet the Stormwater Management Policy. The EIR should demonstrate that the design of the drainage system is consistent with this policy, or in the alternative, why the proponent is proposing a drainage system design not recommended by MassDEP. The proponent should consider decentralized systems that involve the placement of a number of small treatment and infiltration devices located close to the various impervious surfaces that generate stormwater runoff in place of a centralized system comprised of closed pipes that direct all drainage from the entire site into one large dry detention basin.

The EIR should discuss the consistency of the project with the provisions of the National Pollutant Discharge Elimination System (NPDES) General Permit from the U.S. Environmental Protection Agency for stormwater discharges from construction sites. It should include a

discussion of best management practices employed to meet the NPDES requirements, and should include a draft Pollution Prevention Plan. The EIR should identify how this project will comply with the NPDES Phase II Stormwater General Permit, which Millis is required to implement.

The EIR should describe the maintenance program for the drainage system, which will be needed to ensure its effectiveness. This maintenance program should outline the actual maintenance operations, responsible parties, and back-up systems.

In the EIR, the proponent should consider committing to using a non-sodium based deicer on the project's paved surfaces and limiting the use of chemical fertilizers and pesticides on grass areas maintained by the proponent within the Zone II Aquifer Protection District of Holliston. The proponent should develop a low impact turf management program in the EIR with an integrated pest management plan for the turf at the residences and the golf course.

The EIR should address reducing the amount of impervious area proposed on the project site by alternative layout and reduced pavement areas. It should develop a testing and monitoring plan for the stormwater flow within the Zone II Aquifer Protection area of the project site.

Drinking Water

The EIR should summarize the impacts from the project on the drinking water supply and distribution system. It should propose mitigation as appropriate. The EIR should identify the location of existing and proposed groundwater wells proposed for irrigation purposes and the amount of gallons per day that the well would use. It should identify if any water storage tanks are proposed on-site. The Town of Millis has requested that the proponent should upgrade the water line in Orchard Street and loop it at the western access roadway. The Town of Millis has a registration of 0.99 million gpd. On an average day, Millis consumed 0.80 million gpd. The Town of Millis reported that it can accommodate the use of 100,000 gpd. The EIR should identify the amount of water permitted under GECC's Water Management Act Permits, and it should describe the amount of water available after this project is permitted. It should discuss the water conservation standards specified by the Commonwealth on new and renewed municipal water permits that limit residential water consumption to 65 gallons per capita per day. The EIR should provide information on what the expected residential per capita water use for the project is, and what the commercial component of water use will be.

The proponent should demonstrate that it is utilizing water saving plumbing fixtures, and a compliance plan to meet the 65 gpd residential standard. The proponent should respond to the Town of Millis's request for a leak detection survey by the proponent within the project area every two years. The EIR should address the Town's concerns and identify the type of metering it will propose.

Wastewater

The EIR should describe the proponent's ACO with MassDEP. It should outline the proponent's efforts to reduce water consumption and thereby reduce wastewater generation. It should describe the design of the wastewater package treatment plant, leaching area, and groundwater discharge issues. The EIR should determine if the proposed addition of 100,000 gpd will impact the groundwater tables and wetlands. It should identify the number of proposed bedrooms at the site, and how it determined the 100,000 gpd of wastewater generation. The EIR should address the concerns stated in MassDEP's comment letter of April 1, 2008. It should explain how the proponent proposes to comply with the ACO's conditions.

Hazardous Waste

The EIR should present a summary of the results of hazardous waste studies and remediation efforts undertaken at the site by the proponent to comply with the Massachusetts Contingency Plan, 310 CMR 40.0000.

Visual/Aesthetics

The EIR should discuss the aesthetics of the project, and should include a conceptual-level landscaping plan and building elevations from all sides. Because Orchard Street is a locally designated "scenic" road, the EIR should identify if any trees or stone walls are proposed for removal and if Orchard Street is proposed for widening in any areas.

Construction/Community Disruption

The EIR should present a discussion on potential construction period impacts (including but not limited to noise, dust, wetlands, and traffic maintenance) and analyze feasible measures that can avoid or eliminate these impacts. It should identify the amount of blasting required to develop the site. The EIR should estimate the amount of fill to be removed or brought to the site. It should identify the number of truck trips required to handle the filling operation and the truck routes proposed to allow for this filling operation. The EIR should show where filling will be required on the site. It should identify any construction impacts on the Algonquin Gas line. The proponent should commit to the use of a non-perchlorate blasting material if any blasting is proposed.

Sustainable Design

This project presents a good opportunity to successfully incorporate cost-effective sustainable design elements and construction practices into the project. These elements can

minimize environmental impacts and reduce operating costs. The EIR should summarize the proponents' efforts to ensure that this project includes Leadership in Energy and Environmental Design (LEED) Certified buildings or the equivalent. I strongly encourage the proponent to consider incorporating elements, such as those noted below, into its project design, construction and management:

- water conservation and reuse of wastewater and stormwater;
- renewable energy technologies to meet energy needs;
- optimization of natural day lighting, passive solar gain, and natural cooling;
- energy efficient HVAC and lighting systems, appliances and other equipment, and solar preheating of air;
- building supplies and materials that are non-toxic, made from recycled materials, and made with low embodied energy ;
- easily accessible and a user-friendly recycling system infrastructure incorporated into the building design;
- development of a solid waste reduction plan;
- development of an annual audit program for energy consumption, waste streams, and use of renewable resources;
- LID principles that reduce stormwater, potable water, wastewater, and wetland impacts and that provide water conservation and the reuse of wastewater and stormwater; and
- LEED certification.

Mitigation

The EIR should include a separate chapter on mitigation measures. This chapter on mitigation should include Proposed Section 61 Findings for all MassDEP permits. The Proposed Section 61 Findings should contain a clear commitment to mitigation, an estimate of the individual costs of the proposed mitigation and the identification of the parties responsible for implementing the mitigation. A schedule for the implementation of mitigation should also be included.

I urge the proponent to participate in any discussions and studies that evaluate the feasibility of traffic, pedestrian and bicycle improvements within this area.

The proponent has committed to provide an approximately 4,200 linear feet of 12-inch in diameter water main within the Orchard Street ROW to improve water capacity and fire flow. It will also provide sidewalks along one side of the project's roadways. The proponent will provide an approximately 3,950 linear foot dedicated walking trail.

Response to Comments

The EIR should respond to the comments received to the extent that the comments are within the subject matter of this scope. Each comment letter should be reprinted in the EIR. I defer to the proponent as it develops the format for this section, but the Response to Comments section should provide clear answers to the questions raised.

Circulation

The EIR should be circulated in compliance with Section 11.16 of the MEPA regulations and copies should also be sent to the list of "comments received" below and to Millis and Holliston officials. A copy of the EIR should be made available for public review at the Millis and Holliston Public Libraries.

April 11, 2008

Date



Ian A. Bowles

Comments received:

Millis Town Administrator, 3/17/08

Earth Tech, 3/18/08

Millis Town Administrator, 3/19/08

Millis Town Administrator, 3/27/08

Earth Tech, 3/28/08

MassWildlife, 3/28/2008

Earth Tech, 3/31/08

CRWA, 4/1/08

MAPC, 4/1/08

MassDEP/CERO, 4/1/08

Earth Tech, 4/7/08

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