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September 12, 2008

CERTIFICATE OF THE SECRETARY OF ENERGY AND ENVIRONMENTAL AFFAIRS
ON THE
FINAL ENVIRONMENTAL IMPACT REPORT

PROJECT NAME : Northgate Meadows and Southgate Business Park
PROJECT MUNICIPALITY : Sterling and Leominster
PROJECT WATERSHED : Nashua River
EOEA NUMBER : 13650
PROJECT PROPONENT : J. Whitney Development, Inc.
DATE NOTICED IN MONITOR : August 6, 2008

As Secretary of Energy and Environmental Affairs (EEA), I hereby determine that the Final Environmental Impact Report (EIR) submitted on this project **adequately and properly complies** with the Massachusetts Environmental Policy Act (G. L. c. 30, ss. 61-62I) and with its implementing regulations (301 CMR 11.00). The project may proceed to permitting.

Project Description

The project consists of construction of a 158-unit residential development and a 19-lot industrial subdivision on a 73-acre parcel in Sterling and Leominster. The housing is located in Sterling and will include construction of 86 townhouses and 72 apartments. The industrial subdivision is located in Leominster and will include 372,800 sf of building floor area for manufacturing, research and development, warehousing and office uses. The project will be constructed in three phases. Phase 1 includes the residential development, construction of the original Research Drive cul-de-sac and extension of water and sewer infrastructure to Jytek Drive. Phase 2 includes construction of the extension of Research Drive and the industrial lots abutting it. Phase 3 includes full build-out of the industrial subdivision along Technology Drive

from Willard Street to Research Drive. The project includes associated infrastructure including access drives, a stormwater management system and 1,493 parking spaces. Access to the site will be provided via Leominster Road (Route 12) and Willard Street. The project site is located on the west side of Route 12 on the Sterling/Leominster border. The site is comprised of relatively flat to gently-sloping topography and contains forested upland and wetland areas. A cleared portion of the site is used to store construction materials.

Potential environmental impacts associated with the project include alteration of 57.4 acres of land, creation of 28.8 acres of impervious surfaces, generation of 5,034 average daily vehicle trips (adt), alteration of 570 sf of bordering vegetated wetlands (BVW), generation of 53,000 gpd of wastewater and 61,000 gpd of water demand.

Permits and Jurisdiction

The project is undergoing MEPA review and subject to preparation of a mandatory EIR pursuant to Section 11.03 (1)(a)(1), (1)(a)(2), (6)(a)(6) and (6)(a)(7) because it requires a state permit and will alter more than 50 acres of land, create ten or more acres of new impervious area, generate 3,000 or more new adt and construct 1,000 or more parking spaces. The project requires a Sewer Connection and a Sewer Extension Permits from the Department of Environmental Protection (MassDEP) and a Vehicular Access Permit from the Massachusetts Highway Department (MassHighway). It requires an Order of Conditions from the Sterling Conservation Commission and the Leominster Conservation Commission. Because the Order of Conditions from the Leominster Conservation Commission has been appealed, it requires a Superseding Order of Conditions from MassDEP.¹ Also, the project requires a Comprehensive Permit from the Town of Sterling Zoning Board of Appeals. In addition, the City of Leominster has identified the project site as a Priority Development Site under Chapter 43D, the state's expedited permitting law. According to the Executive Office of Transportation and Public Works (EOTPW), the City has applied for a number of state programs aimed at economic development including Public Works Economic Development (PWED) and Massachusetts Opportunity Relocation and Expansion (MORE) grants to fund some of the mitigation measures associated with this project.

Because the proponent may seek financial assistance from the Commonwealth, MEPA retains broad scope jurisdiction which extends to all significant environmental impacts potentially resulting from the project. These include land, wetlands, drainage, water quality, traffic and wastewater.

¹ As proposed, the project does not require a 401 Water Quality Certificate from MassDEP but if total wetlands alterations were to exceed 5,000 sf, a 401 Water Quality Certificate would be required.

MEPA History

An Environmental Notification Form was filed in October, 2005 for the construction of the residential development, a three-lot industrial subdivision and Research Drive. At that time, the project did not exceed any mandatory EIR thresholds and an EIR was not required. The Secretary's Certificate on the ENF noted that a Notice of Project Change (NPC) must be filed if changes to the project resulted in the project exceeding mandatory EIR thresholds.

An NPC was filed in August 2006 describing the expansion of the industrial subdivision by 41.7 acres. In addition, the proponent requested a Phase 1 Waiver to allow Phase 1 of the project to proceed to permitting prior to completion of the EIR for the entire project. The September 22, 2006 Certificate on the NPC established the Scope for the Draft EIR. The October 17, 2006 Final Record of Decision (FROD) granted the request for the Phase 1 Waiver.

The Draft EIR was filed in August, 2007. The Secretary's Certificate on the Draft EIR indicated that it adequately and properly complied with MEPA and identified the Scope for the Final EIR.

Permits for Phase 1 of the project have been issued by MassDEP and MassHighway. In addition, a Comprehensive Permit was issued by the Sterling Zoning Board of Appeals.

Review of the Final EIR

The Final EIR includes a revised traffic study to address comments received on the Draft EIR and reflect consultations with Mass Highway. Comments from EOTPW indicate that the study generally conforms to the EEA/EOTPW Guidelines for EIR/EIS Traffic Impact Assessment and that EOTPW is generally satisfied with the proposed mitigation. The Final EIR identifies changes to proposed mitigation.

The Final EIR indicates that, based on consultations with MassHighway, the proponent will not be providing designs for improvements to the Route 12/Interstate 190 (I-190). Comments from EOTPW confirm that MassHighway will not require the designs for these improvements because it is unlikely the interchange will meet the criteria to be prioritized for construction funding in the near future.

As required, the Final EIR includes a signal warrant analysis for the Route 12/Research Drive intersection. The warrant analysis indicates that the intersection would meet the warrant at full-build and that the proponent is committed to install a traffic signal at this intersection when and if the warrant is met. Because of the uncertainty regarding the build-out of the project and the ultimate balance of uses, the proponent is proposing to conduct a traffic monitoring program to determine when and if signalization may be warranted and appropriate. In addition, the Final

EIR indicates that the proponent will construct a left-turn lane on the Route 12 northbound approach. Comments from EOTPW indicate that, in addition to the left-turn lane, the proponent should provide separate left and right turn lanes on Research Drive, if feasible.

For the Route 12/Willard Street intersection, which MassHighway will be rebuilding, the Final EIR evaluates revised phasing and timing changes that could improve the level-of-service (LOS) and projected queue lengths on the Route 12 northbound approach.

The Final EIR summarizes impacts to wetlands and reiterates mitigation commitments. It indicates that deed restrictions will be placed on the Master Condominium Deed and each industrial lot to limit future wetland alterations to no more than 5,000 sf (unless a 401 Water Quality Certificate is issued by MassDEP). The Final EIR includes draft language for the deed restriction. The Final EIR also indicates that the proponent will work with landowners and tenants to encourage use of Low Impact Development (LID) techniques in site design by providing concept plans and design information regarding these techniques to prospective buyers and tenants.

The Final EIR indicates that the project will provide a total of 14.2 acres of open space. This consists of 6.8 acres associated with Northgate Meadows and 7.7 acres associated with the Southgate Business Park, 3.1 acres of which will be protected through a conservation easement.

The Final EIR includes documentation from the City of Leominster that adequate capacity is available to accept wastewater flows and meet water demands (including hydraulic capacity) while maintaining compliance with wastewater and water authorizations. This letter also identifies the proponent's commitments to remove extraneous clean water (Infiltration and Inflow (I/I)) from the sewer system. It indicates that the Department of Public Works (DPW) will work with the proponent to identify appropriate I/I projects between the project site and the treatment plant. Also, these comments note that the proponent will be required to pay an additional fee (\$2 per gallon of wastewater generated) that will be used for system-wide I/I projects. As requested by MassDEP, the Final EIR includes a plan that identifies all private and public water systems within a one-half-mile radius of the project site.

Comments from the Montachusett Regional Planning Commission (MRPC) indicate that the project conforms with its regional goals, policies and objectives.

Mitigation and Section 61

The Final EIR includes an updated summary of all mitigation measures to which the proponent has committed and revised Section 61 Findings for use by the state permitting agencies. The following measures to avoid, minimize and mitigate project impacts are required:

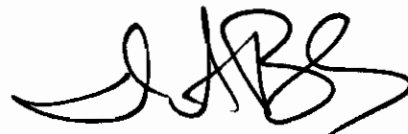
- creation of 1,160 sf of wetlands replication located adjacent to the altered BVW;
- design and construction of a stormwater management system consistent with MassDEP Stormwater Management Policy;
- inclusion of parking underneath buildings, narrow roadways, and grassed islands to minimize creation of impervious surfaces;
- work with prospective owners and tenants to encourage use of LID techniques in site design by providing concept plans and design information regarding LID techniques such as the use of rain gardens, roof recharge and low maintenance native plants;
- removal of 212,000 gpd of I/I from the municipal sewer system;
- roadway, traffic and safety improvements including signalization of the Central Street (Route 12)/Research Drive intersection, clearing of sight lines at the Leominster Road (Route 12)/North Row Road/Pratt's Junction Road intersection and construction of a left-turn lane on the route Route 12 northbound approach;
- annual monitoring (if buildings have been occupied during the year) of traffic at the Route 12/Research Drive intersection to determine when and if signalization may be warranted and installation of the traffic signal when and if it is warranted;
- extension of the monitoring program to the Route 12/Willard Street intersection and phasing and or timing changes at this intersection when and if required by MassHighway;
- coordination with the Montachusett Regional Transit Authority (MART) to extend Route 12 bus service to the site and provision of up to five bus shelters on the site; and
- provision of information on commuter rail service, bus service and park-and-ride facilities throughout the industrial and residential developments.

Conclusion

Based on a review of the Final EIR, consultation with state agencies and review of comment letters, I hereby determine that the Final EIR adequately and properly complies with MEPA and its implementing regulations. No additional MEPA review is required. The project may proceed to permitting.

September 12, 2008

Date



Ian A. Bowles

Comments received:

8/19/08 Massachusetts Department of Environmental Protection (MassDEP)/Central
 Regional Office (CERO)
9/4/08 Executive Office of Transportation and Public Works
8/27/08 Montachusett Regional Planning Commission

IAB/CDB/cdb