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December 12, 2007

CERTIFICATE OF THE SECRETARY OF ENERGY AND ENVIRONMENTAL AFFAIRS
ON THE
NOTICE OF PROJECT CHANGE

PROJECT NAME : Hingham Shipyard Redevelopment
PROJECT MUNICIPALITY : Hingham
PROJECT WATERSHED : Boston Harbor
EEA NUMBER : 11735
PROJECT PROPONENT : Samuels and Associates Hingham LLC
DATE NOTICED IN MONITOR : November 12, 2007

Pursuant to the Massachusetts Environmental Policy Act (G.L. c. 30, ss. 61-62H) and Section 11.10 of the MEPA regulations (301 CMR 11.00), I have reviewed the Notice of Project Change (NPC) submitted on this project and hereby determine that it **does not require** the preparation of a Supplemental Environmental Impact Report (EIR).

A Certificate on the Single EIR (SEIR) was issued on June 30, 2003 with a determination that the SEIR adequately and properly complied with MEPA. The project reviewed at that time consisted of the redevelopment of an existing 130-acre shipyard into a mixed use facility consisting of 479 residential units; 121, 826 square feet (sf) of retail space; 39,099 sf of office space; 1,078 restaurant seats; 16,800 sf of daycare space; a 4,252 sf bank; 18,000 sf of boat sales space; 2,507 parking spaces; and associated infrastructure. The project also involved relocation of an auto dealership; development of a 4,000 sf museum; and 1,700 new parking spaces for water transit facilities. As noted in the NPC, applicable permits for the project as originally designed have been obtained and construction has commenced.

As described in the NPC, the proposed changes consist of an increase in retail square footage, additional restaurant seats, a decrease in the size of the daycare center and office space, elimination of a portion of the marine service facilities, and addition of a 1,000-seat cinema, and a 10,000 sf health club. The proposed changes will result in a slight decrease in overall square

footage of structures and an increase in parking spaces (from 2,507 to 2,667). Traffic impacts will increase by 1,941 vehicle trips per day (from 15,828 to 17,769 trips per day). According to the NPC, there will be no change in the overall amount of land alteration or wetlands impacts. Impervious area will decrease by approximately 4 acres (from 68 to 64 acres).

The project requires a revised State Highway Access Permit from the MassHighway Department for access to Route 3A. The project may require an amended Chapter 91 License and amended Sewer Permit from the Massachusetts Department of Environmental Protection (MassDEP). The project may also require a National Pollutant Discharge Elimination System (NPDES) Construction Activities Permit from the U.S. Environmental Protection Agency (EPA).

MEPA jurisdiction extends to all aspects of the project, due to the broad subject matter of the Chapter 91 License and because a portion of the project site was the subject of a land transfer from the Commonwealth.

Transportation

The NPC included a traffic study prepared in conformance with the EEA/EOTPW Guidelines for EIR/EIS Traffic Impact Assessments. The traffic study indicates that previously agreed upon mitigation for the original build program is adequate to accommodate the increase in trip generation expected with the proposed change in development program. However, the study indicates that overall level of service at the Lincoln Street/Broad Cove Road/Downer Avenue/Thaxter Street intersection will operate at LOS E during the 2007 and 2012 build with mitigation scenarios. The proponent should identify and commit to implement additional mitigation measures to address this unfavorable LOS. The State Highway infrastructure has experienced additional deterioration since the approval of the original project. The proponent will be expected to test and repair traffic control signals and to cold plane and resurface pavement areas as further detailed in the EOT comment letter. The proponent should continue discussions with the MassHighway District 5 Office to work out the details of proposed mitigation.

As further detailed in its comment letter, the Town of Weymouth required additional information to complete its evaluation of the proposed project changes. The proponent subsequently provided additional information to the town, as noted in its Response to Comments letter (dated December 6, 2007). Based on consultations with the Weymouth Department of Planning and Community Development, the town is satisfied with the information received. The proponent has agreed to continue to work with the town to address any future concerns during the Access Permit amendment process.

Wastewater

In its Response to Comments letter, the proponent notes that there will be no change in the amount of sewer mains proposed for the site, and that plans and sewer calculations, along with the Hingham Sewer Commission's approval of proposed changes, have been submitted to MassDEP. The proponent should consult with MassDEP regarding the consistency of proposed

changes with the permit conditions of the March 30, 2006 Sewer Permit and to determine if any additional permitting or certification is required under current regulations.

Hazardous Waste

The MassDEP, in its comment letter, identifies several former disposal sites in the vicinity of the project. I refer the proponent to comments from MassDEP regarding notification and other procedures that may be required if oil and/or hazardous material is identified during project implementation, as well as registration requirements for project occupants that may generate hazardous waste and/or waste oil.

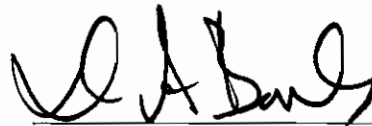
Sustainable Development

I strongly encourage the proponent to consider Leadership in Energy and Environmental Design (LEED) certification for new construction, and to incorporate other sustainable design measures as part of the project. Although the project is not subject to the EEA/MEPA Greenhouse Gas (GHG) Emissions Policy and Protocol, which applies to new projects that file an Environmental Notification Form (ENF) after October 31, 2007, I encourage the proponent to identify all project-related GHG emissions and implement measures to mitigate for those emissions.

I am satisfied that any outstanding issues can be resolved during the state and local permit and review processes, and that the project change, as proposed in the NPC, does not warrant further MEPA review. I remind the state permitting agencies to forward copies of revised Section 61 Findings to the MEPA Office for the project record.

December 12, 2007

DATE



Ian A. Bowles, Secretary

Comments received:

12/3/07	Executive Office of Transportation
12/3/07	Town of Weymouth
12/7/07	Department of Environmental Protection, Southeast Regional Office
12/6/07	BSC Group (on behalf of the proponent)

IAB/AE/ae