

For Office Use Only
Executive Office of Environmental Affairs
MEPA Analyst: **NICK ZAVOLAS**
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NPC

Notice of Project Change

The information requested on this form must be completed to begin MEPA Review of a NPC in accordance with the provisions of the Massachusetts Environmental Policy Act and its implementing regulations (see 301 CMR 11.10(1)).

Project Name: Payne's Crossing		EOEA #: 01982	
Street: off Route 79 (South Main Street)			
Municipality: Freetown		Watershed:	
Universal Transverse Mercator Coordinates:		Latitude: 41.7851	
		Longitude: 71.0818	
Status of project construction: 0 %complete			
Proponent: KGI Properties, LLC			
Street: 45 Broad Street, 4th Floor			
Municipality: Boston		State: MA	Zip Code: 02109
Name of Contact Person From Whom Copies of this NPC May Be Obtained: Michelle N. O'Brien, Esquire			
Firm/Agency: Mackie Shea O'Brien, PC		Street: 137 Newbury Street, 6th Floor	
Municipality: Boston		State: MA	Zip Code: 02116
Phone: (617) 266-5700	Fax: (617) 266-5237	E-mail: mno@lawmso.com	

In 25 words or less, what is the project change?

**The project change involves a reduction in scope such that the revised project only includes what was previously known as Phase I of a two-phased project.
See full project change description beginning on page 3.**

Date of ENF filing or publication in the Environmental Monitor:

Monitor Volume 04-05, Date: July 21, 1975; Monitor Volume 63-10, Date: March 23, 2005

Was an EIR required? Yes No; if yes,

was a Draft EIR filed? Yes (Date: 1975; Supp. Draft EIR filed on 1-31-2007) No

was a Final EIR filed? Yes (Date: 1976; Supp. Final EIR filed on 7-2-2007) No

was a Single EIR filed? Yes (Date:) No

Have other NPCs been filed? Yes (Date(s): June 1994, March 2005, Sept. 2006) No

If this is a NPC solely for lapse of time (see 301 CMR 11.10(2)) proceed directly to "ATTACHMENTS & SIGNATURES" on page 4.

PERMITS / FINANCIAL ASSISTANCE / LAND TRANSFER

List or describe all new or modified state permits, financial assistance, or land transfers not previously reviewed: **NONE**

Are you requesting a finding that this project change is insignificant? (see 301 CMR 11.10(6))
 Yes No; if yes, attach justification.

Are you requesting that a Scope in a previously issued Certificate be rescinded?
 Yes No; if yes, attach the Certificate

Are you requesting a change to a Scope in a previously issued Certificate? Yes No; if yes, attach Certificate and describe the change you are requesting:

Summary of Project Size & Environmental Impacts	Previously reviewed	Net Change	Currently Proposed
LAND			
Total site acreage	80.94	0	80.94
Acres of land altered	46	- 2	44
Acres of impervious area	40	- 3	37
Square feet of bordering vegetated wetlands alteration	29,981	- 29,981 *	0 *
Square feet of other wetland alteration	0	0 **	217,800 **
Acres of non-water dependent use of tidelands or waterways	0	0	0
STRUCTURES			
Gross square footage	457,690	- 80,690	377,000
Number of housing units	0	0	0
Maximum height (in feet)	40	0	40
TRANSPORTATION			
Vehicle trips per day (weekday)	18,034	- 2,162	15,872
Parking spaces	1882	- 348	1534
WATER/WASTEWATER			
Gallons/day (GPD) of water use	36,000	- 4,000	32,000
GPD water withdrawal	0	0	0
GPD wastewater generation/ treatment	36,000	- 4,000	32,000
Length of water/sewer mains (in miles)	0	0	0

* The area previously identified as bordering vegetated wetlands alteration represents alterations in the 100 foot buffer zone under the Wetlands Protection Act. No work is proposed in the BVW resource area itself.

** Although the previously reviewed conceptual site plan showed work proposed in the flood plain, the resource areas (land subject to coastal storm flowage and bank) were not specifically identified.

Does the project change involve any new or modified:

1. conversion of public parkland or other Article 97 public natural resources to any purpose not in accordance with Article 97? Yes No
 2. release of any conservation restriction, preservation restriction, agricultural preservation restriction, or watershed preservation restriction? Yes No
 3. impacts on Estimated Habitat of Rare Species, Vernal Pools, Priority Sites of Rare Species, or Exemplary Natural Communities? Yes No
 4. impact on any structure, site or district listed in the State Register of Historic Place or the inventory of Historic and Archaeological Assets of the Commonwealth?
Yes No; if yes, does the project involve any demolition or destruction of any listed or inventoried historic or archaeological resources? Yes No
 5. impact upon an Area of Critical Environmental Concern? Yes No
- If you answered 'Yes' to any of these 5 questions, explain below:

PROJECT CHANGE DESCRIPTION (attach additional pages as necessary). The project change description should include:

- (a) a brief description of the project as most recently reviewed
- (b) a description of material changes to the project as previously reviewed,
- (c) the significance of the proposed changes, with specific reference to the factors listed 301 CMR 11.10(6), and
- (d) measures that the project is taking to avoid damage to the environment or to minimize and mitigate unavoidable environmental impacts. If the change will involve modification of any previously issued Section 61 Finding, include a proposed modification of the Section 61 Finding (or it will be required in a Supplemental EIR).

The Payne's Crossing project is being reduced in scope to minimize the potential impacts, particularly with respect to traffic. The revised project will include a 167,000 square foot home improvement warehouse, a 195,000 square foot discount superstore, and 15,000 square feet of retail area. This reduces the project's footprint by 80,690 square feet. In addition, the site driveway is being realigned slightly, which will reduce the linear feet of pavement by approximately 70 feet and, correspondingly, reduces the amount of impervious area associated with the driveway. Stormwater management has been reevaluated such that only two detention basins are expected to be constructed, rather than the 10 smaller basins previously proposed. The proposed changes decrease the overall environmental impacts of the Payne's Crossing development. The physical footprint of the project is being reduced, as are the air emissions, wastewater discharges, drinking water use, wetlands encroachments, and traffic generation.

A more detailed description of the changes to the project and the significance of those changes are contained on the following pages.

PROJECT CHANGE DESCRIPTION

a) a brief description of the project as most recently reviewed

The Payne's Crossing project was most recently reviewed in a Supplemental Final Environmental Impact Report (SFEIR) dated July 2, 2007. The project consists of the final closure and redevelopment of an ash landfill located off South Main Street (Route 79) in Freetown. The total project site contains 80.94 acres. The majority of the site was previously disturbed by gravel removal or ash filling operations. The western and northern boundaries of the site border on Payne's Cove (the Assonet River) and Assonet Bay, respectively.

As described in the SFEIR, Payne's Crossing was planned to contain approximately 458,000 square feet of retail, restaurant, and banking uses in seven proposed building areas constructed in two phases. The development is expected to include a 167,000 square foot home improvement warehouse and a 195,000 square foot discount superstore, located squarely on the former fly ash landfill. It also includes 15,000 square feet of retail space to be located at the southern end of the site along the easterly side of the entrance driveway. The second phase was to include an additional 80,690 square feet of retail, restaurant, and banking uses to be located atop the fly ash plateau and at the southern end of the site along the westerly side of the entrance driveway.

Specialists in the fields of traffic, botany, wetland and wildlife biology, hydrology and civil engineering conducted an extensive review of the existing site conditions and reviewed the potential impacts of the proposed development on the existing landfill site and surrounding areas. Wetland and riverfront resource areas were delineated. In addition, the potential impacts to wildlife habitat, specifically the Diamondback Terrapin, a state-listed species, were assessed. The review also included an evaluation of the regional impacts of traffic related to the development and how the demand for water supply and wastewater generation will be addressed. Where the potential for impacts to the resource areas and infrastructure was identified, the appropriate mitigation has been included in the project design.

The project will require measures to protect the natural resources in and around the project site. Where feasible, avoidance of the identified resource areas was the preferred course of action. The project will also include special building techniques to support construction over the landfill. Because a portion of the site contains priority habitat for the Diamondback Terrapin, the project proponent will undertake measures to protect the species and habitat areas. Those techniques include installation of a fence along the northern portion of the site adjacent to habitat, planting of Arborvitae along the southwestern shoreline, and avoidance of construction during times that are critical to the Diamondback Terrapin's reproductive cycle. Other measures for protecting natural resources in and around the project site include appropriate construction methods to minimize disruption of the flyash landfill and methods or specifications that will ensure that flyash infiltration into the site drainage system is avoided.

All site improvements will be completed in a manner that limits work within the buffer zone to wetland and riverfront resource areas and will be in compliance with the standards for erosion