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March 8, 2007

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

PROJECT NAME	: Prospect Point
PROJECT MUNICIPALITY	: Waltham
PROJECT WATERSHED	: Charles River
EOEA NUMBER	: 13952
PROJECT PROPONENT	: **Watch City De**velopment, LLC
DATE NOTICED IN MONITOR	: January 23, 2007

Pursuant to the Massachusetts Environmental Policy Act (G. L. c. 30, ss. 61-62H) and Section 11.03 of the MEPA regulations (301 CMR 11.00), I hereby determine that this project **requires** the preparation of a Draft and Final Environmental Impact Report (DEIR, FEIR).

As described in the Environmental Notification Form (ENF), the project involves the re-development of the Polaroid Corporation's former 120-acre office headquarters and chemical manufacturing facility (Polaroid campus) located on Route 117 (Main Street) in Waltham. The project includes the construction of 1,575,000 square feet (sf) of mixed-use retail (1,200,000 sf) and commercial office space (375,000 sf) in fourteen separate buildings, 3,615 structured enclosed parking spaces and 2,700 surface parking spaces, and associated utilities and stormwater management infrastructure within the project site.

The site is bordered by Route 128 (I-95) to the west, Route 117 to the south, and Prospect Hill Park to the east. The proposed project will be connected to existing municipal and private water supply and wastewater treatment systems. It will consume approximately 176,000 gallons per day (gpd) of water and will generate approximately 160,000 gpd of wastewater flow. The proponent proposes to discharge the wastewater generated from the project to the City of Waltham's municipal sewer collection system for treatment by the Massachusetts Water

Resources Authority's (MWRA) Deer Island Wastewater Treatment Facility (WWTF). The project site currently contains approximately 864,000 sf of existing manufacturing and office space in approximately 12 separate buildings, and approximately 66 acres of impervious area comprised of roadway and surface parking (1318 parking spaces). The existing buildings will be demolished to make way for the proposed mixed-use redevelopment project. As currently proposed, access to the project site will be provided directly from Route 117 via the regional highway system from the Route 128/Winter Street interchange, the Route 128/Trapelo Road interchange, and the I-95/Route 20 interchange.

The project requires a mandatory DEIR pursuant to Sections 11.03(1)(a)(2), 11.03(6)(a)(6) and 11.03(6)(a)(7) of the MEPA regulations because it creates 10 or more acres of impervious area (62 acres total), generates 3,000 or more new vehicle trips (30,785 new vehicle trips), and includes the construction of 1,000 or more new parking spaces (4,997 new parking spaces). It will require an Access Permit and Traffic Signal Permits from the Massachusetts Highway Department (MassHighway). The project may require a Permit by the Executive Office of Transportation and Construction under Chapter 54A for construction on former railroad property. The project may require a Construction Dewatering Permit, a Notice of Construction & Demolition, a Limited Air Plan Approval/Fossil Fuel Emission Permit, a Notice Regarding Demolition and Construction, and a Modification Permit for the water distribution system from the Department of Environmental Protection (MassDEP). It may need to obtain a Construction Dewatering Permit and a Sewer Connection Permit from the Massachusetts Water Resources Authority (MWRA). The project must comply with the National Pollutant Discharge Elimination System (NPDES) General Permit for stormwater discharges from a construction site. It may require a Programmatic General Permit from the U.S. Army Corps of Engineers. An Order of Conditions will be required from the Waltham Conservation Commission for impacts to wetland resource areas and buffer zones. MEPA jurisdiction extends to land alteration, traffic, air quality, wetlands, stormwater, and wastewater issues that may have significant environmental impacts. Using the Institute of Traffic Engineers Trip Generation Land Use Codes (LUC) 710 for General Office Building and 820 for Shopping Center, the project, as currently proposed, is estimated to generate approximately 32,370 new vehicle trips on the average weekday. An air quality mesoscale analysis for ozone will be needed for this project to assess the total volatile organic compounds (VOC) and nitrogen oxides (NOx) emissions associated with all project-related vehicle trips.

SCOPE

General

The DEIR should follow the general guidance for outline and content contained in section 11.07 of the MEPA regulations, as modified by this Certificate. 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. The proponent should circulate the DEIR to those parties who commented on the ENF, to any state agencies from which the proponent will seek permits or

approvals, and to any parties specified in section 11.16 of the MEPA regulations. In addition, the proponent should make a reasonable number of copies of the DEIR available on a first come, first served basis.

Project Description

The DEIR should include a thorough description of the full project, including a summary/history of the project site, and all project elements and phases (including any future potential for additional development.) The DEIR should also include a brief description of each state permit or agency action required or potentially required for the project, and it should demonstrate that the project meets applicable performance standards. It should contain sufficient information to allow the permitting agencies to understand the environmental consequences related to the project. The DEIR should discuss how this project is compatible with Executive Order 385 – Planning for Growth, by discussing its consistency with local zoning, and the Metropolitan Area Planning Council's Metro Plan 2000. The DEIR should describe how this project relates to the Green Street Development & Route 117 Connector Project (EOEA #13071). It should contain an update on the status of area-wide infrastructure improvements and individual development projects within the project area, including the Green Street Development Project in Waltham and the Boston Properties/MA Broken Stone development parcel in Weston.

Alternatives Analysis

In addition to the No-Build Alternative and the Preferred Alternative for the Prospect Point project, the DEIR should include a discussion of any project phasing to correspond with the implementation of any and all phased mitigation measures to be completed within the project area.

The DEIR should describe alternative building configurations on the site that might result in fewer impacts. The DEIR should identify the impacts of each alternative on traffic, parking, transit, pedestrian/bicycle facilities, transportation demand management, air quality, wetlands, drainage, drinking water, wastewater, construction, visual aesthetics (building renderings), and sustainable design. The DEIR should provide a comparative analysis that clearly shows the differences between the environmental impacts and corresponding mitigation associated with each of the alternatives especially as they pertain to traffic and stormwater. The DEIR should investigate all feasible methods of avoiding, reducing, or minimizing impacts to land.

The DEIR should summarize the alternatives already developed for the project site. The analysis should clearly present the alternative curb cuts and entrance/exit configurations at the site, and identify the advantages and disadvantages of the Preferred Alternative. According to the comments received from the MassHighway, the proponent should continue to work closely with City of Waltham and MassHighway to evaluate alternative site access designs including access from the I-95/Winter Street/Totten Pond Road interchange. An alternative which demonstrates the proponent's commitment to accommodate public transportation in the project design should

be developed in the DEIR.

The project site includes a 20-acre residentially zoned development parcel (Berry Farm parcel) located in the southeastern corner of the project site. According to information provided by the proponent, the Berry Farm development parcel was previously subdivided by the Polaroid Corporation into 15 residential development lots. Under the anti-segmentation provisions of the MEPA Regulations (Section 11.01 (2)c), I must consider the environmental impacts associated with the potential future development of the Berry Farm development parcel as a "common plan or undertaking" related to the proposed mixed-use redevelopment project. I am therefore requiring the DEIR to discuss the full impacts of the proposed mixed-use redevelopment project, as well as the potential cumulative infrastructure impacts and site planning issues arising out of the full build-out of the Berry Farm residential development.

Traffic

The DEIR should present existing, no-build, and build scenarios that will identify the traffic impacts related to the project. The no-build and build scenarios should be based on a horizon year consistent with the build-out of the project. The DEIR should include a discussion of when the project is likely to be completed and analyze the traffic impacts for that horizon year. MassHighway recommends that for a project of this magnitude, a 10-year horizon should be considered. The DEIR should include an Area Traffic Planning Study prepared in conformance with the EOEA/EOTC and Institute of Traffic Engineers (ITE) guidelines for traffic impact assessments. The proponent should identify the Land Use Codes (LUC) used for the project's traffic impact analysis, and how the trip generation estimates have been generated. The DEIR should include traffic generated by the future build-out development of the 15-lot Berry Farm residential development parcel. Traffic accident history for the three most recent years for which data are available should be reviewed and presented for the study area. The traffic assessment should include the effects of truck traffic related to the development, and should specify the volumes of truck trips associated with both the construction and operation of the project. The use of adjustments for internally captured trips, non-vehicle trips to the site (transit mode share) and pass-by and diverted linked trips should be explained. The DEIR should explain in non-technical terms how the trip generation numbers were developed and should contain the necessary background data. The credit for pass-by/diverted trips will be a combined 20 percent, five for pass-by and fifteen for diverted trips.

The DEIR should also include traffic generated by the proposed Green Street Development Project (EOEA #13701) and the future build-out development (approximately 350,000 sf) of the Boston Properties/Mass Broken Stone property located along Route 20 near to the Route20/I-95 in the Town of Weston, in the background traffic numbers.

The proponent should provide for the analysis of impacts on the level of service (LOS) at the intersections listed below:

I-95 (Route 128)/Route 20 interchange;
I-95 (Route 128)/Winter Street/Totten Pond Road interchange;
Route 117/Bear Hill Road intersection;
Route 117/Stow Street intersection;
Route 117/Cutting Lane intersection;
Route 117/Eddy Street intersection;
Route 117/Prospect Hill Road intersection;
Route 117/Route 20 (Weston Street)/South Street intersection;
Route 117/Church Street;
Route 30/Newton Street;
Route 20/Stow Street (Tavern Square) intersection;
Route 20/Tavern Road intersection;
Route 20/Livingston Lane intersection;
Route 20/Summer Street intersection; and,
Tavern Road/ Stow Street intersection

The LOS analysis in the Traffic Study should include the a.m. and p.m. seasonal peak weekday peak hours, Saturday midday peak hour, volume to capacity ratios, a traffic distribution map, and background growth from other proposed and anticipated developments located in the project area. The LOS analysis should provide LOS maps showing LOS for each intersection under the existing, no build and build scenarios. For each intersection in the study area, the DEIR should include with its LOS analysis: time delay, volume/capacity ratios, and a summary of the average and 95th percentile vehicle queues for each intersection. The Traffic Study should include a merge and diverge and weaving analysis for each ramp junction at the I-95/Route 20 and I-95/Wimter Street/Totten Pond Road interchanges. The DEIR should describe how the project intends to accommodate service and loading functions and the requirements of the project for service/loading infrastructure (e.g., projected demand, circulation, required turning radii, etc.). It should analyze the impacts of service and loading functions on the area traffic network and should consider the spillover of traffic impacts on abutting municipalities.

Regional Transportation Planning

As noted above, many commenters have identified several development projects that are likely to contribute significant volumes of traffic within the I-95/Route 128 corridor in the Waltham region. To address these issues, the Mayor of Waltham has convened ongoing discussions with the Town of Weston, the Green Street Development project proponent, MassHighway, the Metropolitan Area Planning Council (MAPC) and others, designed to develop a coordinated approach to the current and long term traffic issues affecting the I-95/Route 128 corridor.

In their comments, the Executive Office of Transportation has recognized the regional impact of these proposed development projects and has committed to working with the City of Waltham and others to ensure that a regional transportation perspective is considered. According

to MassHighway, the complexity and overlap of the offsite mitigation with other planned projects/developments requires that the Prospect Point project proponent clearly identify and coordinate the mitigation requirements for all projects within the study area including the proposed reconstruction of the I-95/Route 20 interchange. In addition, the proponent should propose and commit to the mitigation necessary to advance this project independent of the Green Street project.

Clearly, this can only be accomplished by continuing the discussion initiated by the City of Waltham. The proponent must participate in this discussion and ensure that ongoing coordination informs the DEIR's alternatives and impact analyses and mitigation design.

Mitigation

The DEIR should ensure that the any proposed mitigation for the Prospect Point redevelopment project is compatible with the traffic mitigation committed to by the proponent for the Green Street Development project, MassHighway's Winter Street Bridge improvement project serving the Route 128/Winter Street interchange, the City of Waltham's Route 128/Trapelo Road interchange improvement project, and the construction of any future long-term traffic improvement alternatives discussed with MassHighway and the City of Waltham. It should identify appropriate mitigation measures for areas where the project will have a direct impact on traffic operations.

The DEIR should discuss the suitability of any signalization improvements and any roadway widening, and a traffic signal warrant analysis for any proposed traffic signals. It should discuss right-of-way (ROW) implications of possible widening and describe how such ROW's would be acquired. Any plans for the major reconstruction of the roadways in the study area should be discussed in the DEIR. The DEIR should identify the proponent's coordination efforts with the Green Street Development project proponents, MassHighway, the City of Waltham, and the Town Weston. As noted elsewhere in this Certificate, MassHighway recommends that the proponent's proposed mitigation measures accommodate each phase of the project and be completed prior to project occupancy.

In their comments, MHD has indicated that the proponent will be responsible for implementing a traffic monitoring program that should be conducted bi-annually for a period of 5 years from project completion and occupancy. The proponent's traffic monitoring program will need to evaluate the project's traffic impact assumptions made by the proponent in the traffic study to be included in the DEIR, and the adequacy of the proponent's traffic mitigation plan including, but not limited to, the effectiveness of the proponent's transportation demand management program. The DEIR should respond to MassHighway's comments and should include a detailed discussion of the proponent's proposed traffic monitoring program.

Transportation Demand Management

The Transportation Demand Management (TDM) measures that the proponent develops and implements could play a critical role in reducing single passenger vehicle trips generated by the Prospect Point project. The DEIR should include a comprehensive Transportation Demand Management (TDM) Program designed to minimize reliance on single occupant private vehicles for employees at Prospect Point. The TDM program for the Prospect Point mixed-use redevelopment project should build upon the TDM Program to be implemented by the proponents of the Green Street Development project. The proponent's TDM Program plan should include an inventory of existing transportation modes along the project corridor including; transit, walking and bicycling, and an analysis of their future use conditions upon project completion and occupancy. The DEIR should describe any monitoring necessary to ensure the success of the proponent's TDM program.

Parking

Parking at the site will include a total of 6,315 spaces. The DEIR should describe how the number of parking spaces needed was determined. If the parking supply is greater than the amount required under local zoning, the DEIR should explain why, and discuss the impacts of excess parking upon the proposed Transportation Demand Management (TDM) program, and the feasibility of an alternative with fewer spaces. The DEIR should provide a breakdown of parking needs by land use category/use, time of day, and employee/customer/resident/visitor category to demonstrate the need for the proposed 6,315 spaces. It should identify Waltham's parking supply recommendations. Any valet parking operations for the proposed project should be described in the DEIR. Valet routes to the parking garages should be identified in the DEIR. The parking needs assessment should take into account the turnover rates for employees, customers, residents, valet parkers, and visitors, the parking supply and demand in the area, and parking fees. Parking demand management should be a key component of the overall mitigation analysis.

Site Layout/Circulation

The proponent should show the overall internal vehicular and pedestrian circulation patterns for the project site, for any proposed construction phases, and at the completion and occupancy of the mixed-use redevelopment project.

The DEIR should describe how the proponent proposes to encourage and accommodate transit use. Specifically, the DEIR should include a site plan that identifies the proposed location(s) for bus shelters, bus turnouts, taxi parking, and pedestrian connections to existing land uses within close proximity to the project site.

Transit

The DEIR should provide an inventory of public transit and bus services in the project area that connect to the local commuter rail station. The DEIR should identify private shuttle bus

routes in the area operating to the Waltham MBTA Commuter Rail Station.

The DEIR should present a full and complete analysis of the impacts on transit, and should identify any capacity constraints during peak hours on existing public transportation systems operating in the project area including buses and shuttle buses. If the proponent creates demand for bus and commuter rail services with its project and there are capacity constraints on the services, the DEIR should propose mitigation. The proponent should work with the Massachusetts Bay Transit Authority (MBTA), the Route 128 Business Council, and local officials from the City of Waltham and the Town of Weston to identify bus connections and potential shuttle bus services from activity nodes and residential areas to the project site.

Pedestrian and Bicycle Facilities

The DEIR should show where sidewalks and bicycle facilities currently exist on a map of the area. It should identify any proposed pedestrian sidewalk and bicycle facility improvements included with this project. The proponent should provide pedestrian connections and signage to sidewalks and pedestrian pathways, the Wayside Rail Trail and Bike Path, and other adjacent land uses located in the project area. The DEIR should identify the proposed bicycle facility improvements including the location(s) of any proposed temporary and longer visit bicycle parking located within the project site. The DEIR should show the number of bicycle parking spaces and their location on the project site.

Wayside Rail Trail

A portion of the abandoned Massachusetts Bay Transportation Authority (MBTA) railroad right-of-way crosses along the southern boundary of the project site and contains an abandoned railroad bridge over I-95/Route 128 that has the potential for incorporation in the proposed Wayside Rail Trail. The proposed Wayside Rail Trail (25.5 miles) will serve as an important segment of the 104-mile Massachusetts Central Rail Trail (MCRT) that has been proposed as the first cross-state, public inter-modal (bike/hike) trail connecting Boston to North Hampton. The Wayside Trail segment will extend from Belmont to Berlin, and pass through parts of Belmont, Waltham, Watertown, Weston, Wayland, Stow, Sudbury, Marlborough, Hudson, Bolton, and Berlin. The proponent has committed to construct a 1,850 linear foot (ft) bike path on the segment of the Wayside Trail that is located within the project site. According to the comments received from the City of Waltham's Planning Board, the Mass Central Rail Trail Coalition and others, the proposed routing of the bike path along a portion of the Main Street sidewalk and across the project's site drives may be dangerous for pedestrians and bicyclists, and should be avoided.

A number of commenters have also recommended that the proponent provide a dedicated public parking near the proposed Bike Path improvement area for users of the Wayside Trail Bike Path. The proponent should coordinate closely with the City of Waltham's Planning Board, the Mass Central Rail Trail Coalition and representatives of the Mass Wayside Rail Trail in the

design and construction of the eventual extension of the proposed Wayside Rail Trail segment within the project area and to accommodate future trail users safely across Route 117/Main Street, to and from the proposed project site, and within the project site. The DEIR should provide an update of the proponent's coordination efforts.

Stormwater/Drainage

The project site is located within the Stony Brook sub-basin of the Charles River Watershed which serves as a tributary to the Stony Brook Reservoir, a drinking water supply for the City of Cambridge. As a result, the wetlands and waterways located within and adjacent to the project site are classified as Outstanding Resource Waters (ORW). According to the comments received by the City of Cambridge, the stormwater runoff from this sub-basin, including runoff from the project site and a segment of the I-95/Rt 128 corridor, drains to one outfall located adjacent to the Route20/I-95 interchange (WA-17), and is deemed to pose the highest risk of bacteria contamination and nutrient loading to the City of Cambridge's public water supply and segments of the Charles River and its lakes region in Waltham.

The DEIR should include a detailed description of the proponent's stormwater management plan, including a discussion of the alternatives considered along with their impacts. The DEIR should identify any stormwater discharge points, and describe any drainage impacts associated with required off-site roadway improvements. The proponent's stormwater management plan should contain detailed drainage maps that identify all existing buildings, parking lots, and utilities, and prioritize the type of best management practices (BMPs) that could be implemented to improve the quality of project-generated stormwater entering the Cambridge Water Supply system. The stormwater management plan should also include a Stormwater Pollution Prevention Plan (SWPPP). The DEIR should identify the quantity and quality of flows. The rates of stormwater runoff should be analyzed for the 10, 25 and 100-year storm events. The proponent should provide calculations, proposed best management practice (BMP) plans, and supporting information sufficient to demonstrate that the design of the project's drainage system can accommodate stormwater water flows during severe storm events without impacting adjacent ORW resources.

The DEIR should include a detailed description of the proponent's plan to implement best management practices (BMPs), described in the Hobbs Brook and Stony Brook Watersheds Highway Drainage and Improvement Project (EOEA # 8263), and to identify opportunities for separating the municipal and State highway stormwater runoff from the project-generated stormwater runoff prior to discharging to the WA-17 outfall. I note that the proponent for the Green Street Development Project has committed to the development of a stormwater management plan for the 296-acre watershed sub-basin located within the project area above the culvert outfall (WA-17) serving as the watershed for the City of Cambridge's public water supply. I ask that the proponent coordinate with the proponent for the Green Street Development project in completing a regional analysis of stormwater drainage within the WA-17 sub-basin.

The DEIR should demonstrate that the design of the drainage system is consistent with MassDEP's Stormwater Management policies and guidelines for water quality, recharge to groundwater, and peak runoff impacts in Critical Areas, and consistent with the City of Waltham's Storm Water Program and its National Pollutant Discharge Elimination System (NPDES) Phase II Stormwater General Permit. In the alternative, the DEIR should explain why the proponent is proposing a drainage system design not recommended by DEP. If the proponent ties into an existing municipal stormwater system or the MHD system, the DEIR should clarify the permits required and whether there will be a recharge deficit on-site. The DEIR should identify where the Stow Road, Main Street (Rt 117), and I-95/Rt 128 drainage systems discharge in this area.

A maintenance program for the proponent's proposed Stormwater Management system will be needed to ensure its effectiveness. This maintenance program should outline the actual maintenance operations, sweeping schedule, responsible parties, and back-up systems. The DEIR should investigate feasible methods of reducing the project's impervious surfaces to increase the points of infiltration within the project site. I encourage the proponent to consider using a non-sodium based deicer on pavement surfaces.

Any dewatering of the construction site should include monitoring to ensure that there is no impact to the groundwater level. The DEIR should outline the monitoring program of groundwater levels. It should summarize existing pre-construction groundwater conditions, and propose groundwater monitoring to address any impacts.

I encourage the proponent to evaluate sustainable design alternatives such as Low Impact Development (LID) techniques in site design and stormwater management plans. LID techniques incorporate stormwater best management practices (BMPs) and can reduce impacts to land and water resources by conserving natural systems and hydrologic functions. The primary tools of LID are landscaping features and naturally vegetated areas, which encourage detention, infiltration and filtration of stormwater on-site. Other tools include water conservation and use of pervious surfaces. Clustering of buildings is an example of how LID can preserve open space and minimize land disturbance. LID can also protect natural resources by incorporating wetlands, stream buffers and mature forests as project design features. For more information on LID, visit http://www.mass.gov/envir/lid/. Other LID resources include the national LID manual (Low Impact Development Design Strategies: An Integrated Design Approach), which can be found on the EPA website at: http://www.epa.gov/owow/nps/lid/.

Wetlands

As described in the ENF document, the project will result in impacts to approximately 575 lf of inland bank associated with the construction of the proponent's proposed stormwater management best management practices (BMPs). I note that according to MassDEP's comments, several certified vernal pools have been identified in the vicinity of the project site. One vernal pool may be located near or within the Berry Farm residential development parcel.

The DEIR should include detailed plans, at a suitable scale, delineating 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 test should explain whether the local conservation commission has accepted the resource area boundaries and any disputed boundary should be identified.

The DEIR should identify the proposed project's impacts to wetlands resource areas. Where it has been demonstrated that impacts are unavoidable, the DEIR should demonstrate 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 Commonwealth has endorsed a "No Net Loss Policy" that requires that all feasible means to avoid and reduce the extent of wetland alteration be considered and implemented. The DEIR should examine alternatives that avoid impacts to wetland resource areas, their associated buffer zones, riverfront protection areas and 100-year flood plain areas. The proponent will need to provide wetlands replication at a ratio of 1:1 for any unavoidable impacts to wetlands. For any amount of required wetlands replication, a detailed wetlands replication plan should be provided in the DEIR which, 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. Proposed activities, including construction mitigation, erosion and sedimentation control, phased construction, and drainage discharges or overland flow into wetland areas, should be evaluated.

The locations of any proposed stormwater management detention basins and BMPs, and their distances from wetland resource areas and the expected water quality of the effluent from said basins and BMPs 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 wetland resource areas and ORWs s are not impacted by changes in stormwater runoff patterns.

Drinking Water

The DEIR should explain any impacts from the project on the City of Waltham's drinking water supply and distribution system. It should propose mitigation as appropriate. If alternative water supply sources are being considered; they should be fully evaluated in the DEIR.

Wastewater

The City of Waltham is a member of the Massachusetts Water Resources Authority's (MWRA) Regional Sewer System and is required to assist in the ongoing to reduce infiltration and inflow (I/I) to ensure that the project's additional wastewater flows will be offset by the removal of I/I flows. I strongly encourage the proponent to work closely with the City of Waltham and MWRA to identify appropriate mitigation measures for this project .

Air Quality

The DEIR should contain a copy of the air quality mesoscale analysis performed by the proponent and included in the ENF. The boundaries of the study area should generally include all roadway links that are projected to experience an increase of 10% or more in traffic due to the project and currently operate at Level of Service D or lower or will degrade to Level of Service D or Lower because of the project. The proponent should consult with the DEP Division of Air Quality for confirmation of the boundaries of the study area.

If the mesoscale VOC/NOx emissions from the preferred alternative are greater than the no-build case, reasonable and feasible VOC/NOx reduction/ mitigation measures should be included. (When discussing such measures, the proponent may reference the TDM section to the extent that the TDM program and mesoscale air quality mitigation overlap.) The proponent should consult DEP's "Guidelines for Performing Mesoscale Analysis of Indirect Sources" and with DEP to determine the appropriate study area. This section of the DEIR should discuss opportunities to enhance pedestrian, bicycle, and transit modes to reduce the air quality impacts of the proposed project. The DEIR should also discuss compliance with DEP's Ridesharing Regulations (310 CMR 7.16).

Sustainable Design

A redevelopment project of the size of the proposed project presents a host of opportunities for incorporating sustainable design elements and sustainable construction into project design, consistent with the goals of Executive Order 385. Sustainable design elements, over the course of the project design life, can both prevent damage to the environment and reduce operating costs to the proponent. To the extent feasible, the proponent should incorporate sustainable design elements into the project design.

The basic elements of a sustainable design program may include, but not be limited to, the following measures:

- Optimization of natural day lighting, passive solar gain, and natural cooling;
- Use of energy efficient HVAC and lighting systems, appliances and other equipment, and use of solar preheating of makeup air;
- Favoring building supplies and materials that are non-toxic, made from recycled materials, and made with low embodied energy;

- Provision of easily accessible and user-friendly recycling system infrastructure into 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;
  LEED certification, and
- Water conservation and reuse of wastewater and stormwater.

Visual/Aesthetics

The DEIR should include an analysis of the visual impacts of the proposed project, including renderings of the proposed buildings.

Construction Period Impacts

The DEIR should evaluate construction period impacts, including noise, vibration, dust, and traffic maintenance impacts from earth moving/blasting, impacts to vegetation, potential impacts from erosion and sedimentation, traffic impacts on adjacent roadways, and impacts to adjacent land uses. The DEIR should analyze feasible measures, which can avoid or eliminate these impacts. It should outline how this proponent will coordinate its construction program with other nearby projects and maintain access to all abutters. I strongly encourage the proponent to require its contractors to retrofit diesel-powered equipment with emissions controls, such as particulate filters or traps, and use low-sulfur diesel fuel. I also encourage the proponent to commit to specific TDM measures that can be implemented during construction.

M.G.L. c. 21E/Hazardous Waste

According to MassDEP, the project site may contain numerous locations where a release of hazardous waste material has been reported. According to the information provided by the proponent in the ENF, all of the reported releases of hazardous waste material have been remediated in compliance with the Massachusetts Contingency Plan, 310 CMR 40.0000.

The proponent should consult with MassDEP's Bureau of Waste Site Cleanup (BWSC) in the final design of this project to explore what impacts, if any, the proposed project might have on these hazardous waste release sites, and to evaluate the proponent's need for retaining a Licensed Site Professional (LSP) to assist in the project's construction. The proponent should commit to ensuring that the project contractors and sub-contractors maintain an emergency response plan for performing appropriate response actions in the event contamination is encountered during project construction.

Mitigation/Section 61

The DEIR should include a separate chapter on mitigation measures. It should develop transportation and parking demand management measures to reduce single passenger automobile trips to the project and encourage ridesharing to the site by employees. The DEIR should include any conceptual plans for roadway improvements with sufficient detail to verify the feasibility of constructing such improvements. The plans should show proposed lane widths and offsets, layout lines and jurisdictions, and the land uses (including access drives) adjacent to areas where improvements are proposed. The DEIR should state whether land takings are necessary to implement proposed improvements and should identify the party responsible for such takings. This chapter on mitigation should include a Draft Section 61 Finding for all state permits. Any proposed traffic mitigation must conform to MHD standards, including but not limited to, lane, median and shoulder widths, bicycle lanes and sidewalks.

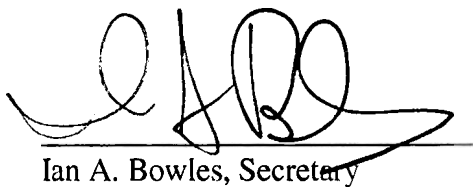
The Draft Section 61 Finding should contain a clear commitment to mitigation, an estimate of the individual costs of the proposed mitigation, and the identification of the parties responsible for implementing the mitigation. A schedule for the implementation of mitigation, based on the construction phases of the project, should also be included. MassHighway recommends that the proponent's proposed mitigation measures accommodate each phase of the project and be completed prior to project occupancy.

Comments

The DEIR should respond to the comments received to the extent that the comments are within MEPA jurisdiction. I recommend that the proponent use either an indexed response to comments format, or else direct narrative response. The DEIR should present any additional narrative or quantitative analysis necessary to respond to the comments received.

Circulation

The DEIR 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 City of Waltham and Town of Weston officials. A copy of the DEIR should be made available for public review at the Waltham and Weston Public Libraries.



March 8, 2007
Date

Ian A. Bowles, Secretary

Comments received:

02/12/07	Massachusetts Water Resources Authority, Water Supply Citizens Advisory Committee (WSCAC)
02/14/07	Town of Weston
02/14/07	Charles River watershed Association (CRWA)
02/15/07	East Coast Greenway Alliance
02/12/07	Lesya Struz
02/28/07	Town of Weston
02/12/07	John S. Allen
02/14/07	NSTAR Electric & Gas Corporation
02/13/07	Representative Alice Hanlon Peisch
02/12/07	Ingeborg Uhlir
02/12/07	Ingeborg Uhlir
02/20/07	Mass Central Rail Trail Coalition
02/12/07	Metropolitan Area Planning Council (MAPC)
02/12/07	Conservation Law Foundation (CLF)
02/16/07	City of Waltham - Planning Department
02/15/07	City of Waltham – Office of the Mayor
02/22/07	WalkBoston
03/05/07	Massachusetts Highway Department (MassHighway)
02/12/07	Epsilon Associates, Inc.
02/20/07	Department of Environmental Protection – NERO
02/14/07	City of Cambridge
02/27/07	Steve Kaiser
02/12/07	Steve Kaiser

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