



*The Commonwealth of Massachusetts*  
*Executive Office of Energy and Environmental Affairs*  
*100 Cambridge Street, Suite 900*  
*Boston, MA 02114*

Deval L. Patrick  
GOVERNOR

Timothy P. Murray  
LIEUTENANT GOVERNOR

Ian A. Bowles  
SECRETARY

Tel: (617) 626-1000  
Fax: (617) 626-1181  
<http://www.mass.gov/envir>

March 21, 2008

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

PROJECT NAME : Commons at Prospect Hill (formerly Prospect Point)  
PROJECT MUNICIPALITY : Waltham  
PROJECT WATERSHED : Charles River  
EOEA NUMBER : 13952  
PROJECT PROPONENT : Watch City Development, LLC  
DATE NOTICED IN MONITOR : January 9, 2008

As Secretary of Environmental Affairs, I hereby determine that the Draft Environmental Impact Report (DEIR) submitted on this project **does not** adequately and properly comply with the Massachusetts Environmental Policy Act (M.G.L. c. 30, ss. 61-62H) and with its implementing regulations (301 CMR 11.00) and requires the preparation of a Supplemental Draft Environmental Impact Report (SDEIR).

I applaud the proponent for developing a DEIR that reflects a significant effort to address the traffic-related challenges posed by this large and complicated project. In particular, I note and appreciate the proponent's evident commitment through ongoing consultation with the Massachusetts Highway Department (MassHighway), City of Waltham, and others, to develop a feasible transportation improvement program to mitigate the impact of the project's significant traffic volumes on local and state roadways. Overall, the DEIR is generally responsive to the Scope presented in the Certificate on the ENF and provides a significant level of information and analysis pertaining to the proposed development program and mitigation commitments.

However, the analysis provided in the DEIR identifies in sharper relief than was possible to determine from the Environmental Notification Form the extent to which – in both positive and negative aspects – the project and mitigation as proposed would impact local and regional

transportation infrastructure. After careful review of the DEIR and comment letters, and after consultation with MassHighway, I believe that additional analysis and consultation is necessary before a final preferred alternative and associated mitigation can be developed. Therefore, to assist the proponent and the permitting agencies in more fully evaluating issues related to transportation, I believe that a Supplemental DEIR is necessary. While other jurisdictional issues require attention, including, most notably, stormwater management, the SDEIR should focus on project scale and traffic generation, management, and mitigation, in close consultation with MassHighway and the City of Waltham.

### Project Description

The project involves the redevelopment of the Polaroid Corporation's former 120-acre office headquarters and chemical manufacturing facility (Polaroid campus) located on Route 117 (Main Street) in Waltham. As described in the DEIR, the project was revised subsequent to the issuance of the Secretary's Certificate on the ENF and now includes an increase in the construction program for the Commons at Prospect Hill project from 1,575,000 square feet (sf) of mixed-use office (375,000 sf) and retail/restaurant (1,200,000 sf) to 1,690,000 sf of mixed-use office (450,000 sf) and retail/restaurant (1,240,000 sf) space in fourteen separate buildings, a total of 5,892 parking spaces (2,541 enclosed parking spaces, 3,351 surface parking spaces) and associated utilities and stormwater management infrastructure. The proposed project also includes an extensive program of off-site traffic mitigation roadway improvements (Route 20/117 Corridor Improvement Plan).

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, the project includes three separate site driveways located along Route 117: Primary Driveway located opposite Stow Street; Central Driveway opposite Cutting Lane; and, East Driveway.

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 requires a National Pollutant Discharge Elimination System (NPDES) Programmatic Construction General Permit (CGP) for stormwater discharges from a construction site of over one acre from the U.S. Environmental Protection Agency. The project may also require MassDEP's review and approval of a Stormwater Pollution Prevention Plan for Construction or Industrial General Permits Discharging to Outstanding Resource Waters (ORWs) (BRP WM 09). 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. The DEIR includes an air quality mesoscale analysis for ozone for this project that assess the total volatile organic compounds (VOC) and nitrogen oxides (NOx) emissions associated with all project-related vehicle trips.

### Summary of Findings

The project as currently designed has the potential to generate approximately 32,400 new daily vehicle trips in an already congested area and will thus require a concerted effort by the proponent to reduce single employee and customer vehicle trips. Many commenters to this project continue to express concern about the project's potential impacts on local roads and neighborhoods located in the project area. I share the concerns expressed by MassHighway and many others that the proponent's traffic impact analysis and proposed traffic mitigation commitments require additional information to satisfactorily demonstrate that the proposed traffic mitigation commitments are adequate to address the project's impacts to state/local roadway interchanges and roadway segments located in the project area. MassHighway, along with many other commenters, have recommended that the proponent be required to prepare a Supplemental DEIR to provide needed additional information regarding the project's traffic impact analysis, potential impacts to traffic and the trip generation, and the proposed traffic mitigation plan and its compatibility with potential MassHighway long-term improvements.

The project will also result in the creation of approximately 30 acres of new additional on-site and off-site impervious surface area and corresponding increases to stormwater flows that could potentially impact the City of Cambridge's public water supply system. The Department of Environmental Protection (MassDEP) and the Cambridge Water Department, and others have provided detailed comments indicating that the DEIR does not include sufficient information to satisfactorily demonstrate that the proponent's stormwater management plan as currently

designed, is consistent with MassDEP's recently revised Stormwater Management Policy (SMP), and the City of Waltham's Storm Water Program and its National Pollutant Discharge Elimination System (NPDES) Phase II Stormwater Construction General Permit (CGP).

As noted above, I find that additional and substantial description and analysis of traffic impacts is necessary to determine whether the proposed preferred alternative and associated mitigation adequately avoids, minimizes and mitigates impacts to the maximum extent feasible. The proponent should prepare an SDEIR in accordance with the Scope in this Certificate. If the SDEIR is fully responsive to the Scope in this Certificate and demonstrates to MEPA's and the permitting agencies' satisfaction that the proponent has avoided, minimized, and mitigated impacts to the maximum extent feasible, I will consider the procedural options available to me pursuant to 301 CMR 11.08(7)(b)2.

The SDEIR should act as a stand-alone document that contains an expanded and detailed analysis of potential direct and indirect project-related impacts to traffic, stormwater, wetlands, and water supply for the proponent's preferred project alternative as required by this Certificate. The SDEIR must demonstrate that the traffic mitigation plan can accommodate the daily and peak traffic impacts associated with the project, as currently proposed. The SDEIR must also demonstrate that the stormwater management plan can accommodate the on-site and off-site stormwater flows generated by the project to avoid impacts to wetland and ORW resource areas located within and adjacent to the project site. The proponent should use the SDEIR to demonstrate the project's consistency with the EOEA/EOTC and Institute of Traffic Engineers (ITE) guidelines for traffic impact assessments and MassDEP's Stormwater Management Policy's standards for water quality, recharge to groundwater, and protection of an existing public water supply source for projects located within an ORW and critical resource areas.

## **SDEIR SCOPE**

### General

The SDEIR 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 SDEIR to those parties who commented on the ENF and DEIR, 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.

### Project Description & Regulatory Environment

The SDEIR should include a thorough description of the full project, including all proposed on-site and off-site project elements, mitigation measures and construction phases. The SDEIR 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 SDEIR should contain an update on the status of area-wide infrastructure improvements and individual development projects within the project area.

### Alternatives Analysis

In response to ongoing analysis, the proponent may have to make significant changes to the project design to accommodate state permitting requirements (e.g., mitigate additional vehicle trips through additional TDM commitments, identify an alternative site access plan that would allow the project to proceed while maintaining adequate traffic operations of the state highway system, reduce the size of the project). The preferred alternative presented in the DEIR incorporates substantial mitigation for traffic-related impacts, but the DEIR demonstrates that the project would continue to have significant impacts to area roadways. To assist in evaluating the tradeoffs between project size, impacts, and the benefits of mitigation, the SDEIR should present a conceptual reduced build alternative that illustrates a project more consistent with existing carrying capacity and demonstrates that the proponent has adequately considered avoiding or more effectively minimizing those impacts for which traffic mitigation is proposed.

In addition to the no-build alternative, illustrative reduced build, and preferred alternative for the Prospect Point project, the SDEIR should also discuss alternative site access designs. Specifically, the proponent should continue to work closely with City of Waltham and MassHighway to evaluate the merits of providing an additional site access from the I-95/Winter Street/Totten Pond Road interchange. The SDEIR should continue to investigate all feasible methods of avoiding, reducing, or minimizing impacts to land. The SDEIR should provide a comparative analysis that clearly shows the differences between the on-site and off-site environmental impacts and corresponding mitigation associated with each of the alternatives especially as they may pertain to traffic and stormwater. This section of the SDEIR should serve to assist the reviewing agencies and the public in making a fair and informed comparison of the full range of environmental impacts and benefits for each project alternative.

### Traffic

#### *Traffic Analysis*

According to the comments received from MassHighway, the DEIR includes a traffic impact and access study that does not conform to EOEA/EOTPW and Institute of Traffic Engineers (ITE) guidelines for Traffic Impact Assessment. The proponent's traffic impact and access study evaluated a five-year planning horizon based on the assumption that the development would be completed within the next five years. The SDEIR must include a revised traffic impact analysis for the project that conforms with the EOEA/EOTPW Guidelines for Traffic Impact Assessment based on a ten-year planning horizon. Many commenters have identified numerous development projects located in the project area, but not identified in the proponent's traffic

impact analysis, that are likely to generate a significant amount of new vehicle trips during ten-year planning horizon. The proponent should consult with the planning departments for communities located within the project area including Waltham, Weston, and Wayland to identify any/all planned, permitted or under development projects that are likely to directly impact the project area during a ten-year planning horizon. The SDEIR must include a revised traffic impact analysis that includes project area development projects that are likely to be completed during the 10-year planning horizon for the Commons at Prospect Hill project.

The proponent's trip generation estimate for the project included a 10% credit for TDM measures to be implemented as mitigation for the project. MEPA guidelines do not generally allow credit for TDM measures. According to MassHighway, a 10% reduction in vehicle trips is very difficult to achieve through the implementation of TDM measures. The SDEIR should address MassHighway's concern with the proponent's calculation of the internal capture credit and TDM credit used in the traffic impact analysis. The SDEIR should explain in non-technical terms how the internal capture credit and TDM credit numbers were developed. Based on MassHighway's comments, I will allow the proponent to carry forward a 25 percent credit for pass-by/diverted trips.

The SDEIR should verify in the traffic analysis what level of infrastructure improvements would still be necessary without the Green Street Project.

#### *Traffic Mitigation*

The proponent's preferred alternative (Alternative A) includes an extensive program of off-site roadway improvement commitments (Route 20/ 117 Corridor Improvement Plan), listed below, which have been designed to address the traffic impacts associated with by the Commons at Prospect Point project and existing project area transportation deficiencies. The Route 20/ 117 Corridor Improvement Plan includes many of the roadway improvements initially proposed as traffic mitigation commitments by the proponent for the Green Street Development project (EEA #13071, September 29, 2006). The Commons at Prospect Point project proponent's Route 20/ 117 Corridor Improvement Plan includes the off-site roadway improvements listed below:

- a connector road between Route 117 and the Route 20 Rotary (Route 117 Connector);
- traffic signalization at the Route 117/Route 117 Connector Road intersection,
- traffic signalization at the Route 20 eastbound with the Route 20 Rotary;
- modifications to the Route 20 Rotary, and
- improvements at the Route 20/Stowe Street intersection.
- construction of a northbound bridge over I-95 (Route 95 Bridge) completing a two-way connection between the I-95/Route 20 interchange and Route 117,
- installation of traffic signalization on both ends of the proposed I-95 bridge, and,
- geometric improvements and new traffic signals at the Route 20 westbound/Route 20 Rotary and the Route 117 Connector Road.
- Construction of a bridge over I-95, connecting Main Street (Route 117) to Green Street;
- Widening/modifications to the Green Street corridor;

- Additional modifications to the Route 20 Rotary;
- Intersection and roadway improvements along main Street (Route 117); and,
- Intersection Improvements along Route 20.

The Route 20/117 Corridor Improvement Plan includes modifications to the Route 20 Rotary which will serve as the primary access route to the project site. A number of commenters have identified serious potential operational issues associated with the proposed reconfiguration of the Route 20 Rotary as currently proposed. As described in MassHighway's comments, the proposed modifications will include four new signalized intersections to connect short roadway segments and will create dangerous vehicle weave conditions. According to MassHighway, the DEIR has not satisfactorily demonstrated how this element of the proponent's Route 20/ 117 Corridor Improvement Plan will alleviate any of the existing or projected operational issues at the Route 20 Rotary. The revised traffic analysis to be included in the SDEIR should reevaluate the off-site roadway improvements proposed in the Route 20/ 117 Corridor Improvement Plan, including the proposed modifications to the Rt 20 Rotary, under a ten-year planning horizon. The SDEIR should include an analysis of the project's potential impacts to the I-95 roadway segment between the Route 20 Rotary interchange and the Winter Street/Totten Pond Road interchanges under a ten-year planning horizon. As discussed elsewhere in this Certificate, the SDEIR must include an analysis of an alternative site access design involving access from the I-95/Winter Street/Totten Pond Road interchange.

The proponent should continue to work closely with EOTPW, MassHighway and the City of Waltham during the preparation of the SDEIR to address the issues raised by the proponent's preferred project alternative. The SDEIR should ensure that the proponent's proposed mitigation measures accommodate each phase of the project and will be completed prior to project occupancy. The proponent's Route 20/ 117 Corridor Improvement Plan must be 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, and 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. The SDEIR should state whether land takings are necessary to implement proposed improvements and should identify the party responsible for such takings.

According to MassHighway, a roadway connection between Route 117 and I-95/Route 128/Winter Street/Totten Pond Road interchange is a viable long term transportation improvement strategy to address capacity constraints along Route 128, Route 20, Route 117 and local roadways located in Waltham. MassHighway has asked that the project proponent preserve the necessary right-of-way for construction of the connector roadway or any future ramps as the project moves forward. I ask that the SDEIR include an evaluation of additional alternative site access designs including access from the I-95/Winter Street/Totten Pond Road interchange. The proponent should continue to work closely with City of Waltham and MassHighway to evaluate the merits of providing an additional site access form the I-95/Winter Street/Totten Pond Road

interchange.

Several commenters, including MassHighway, have requested that the proponent provide an analysis of the project's impacts to the I95/Route 128 roadway segment between its interchange with the Route 20 rotary and Totten Pond/Winter Street. In supplemental correspondence to the MEPA office, the proponent states that such analysis was not referenced by MassHighway in comments on the ENF or required by the Scope for the DEIR, and would, in any event, be inconsistent with the prior comments and MEPA practice.

The traffic analysis provided in DEIR identifies a significant impact (approximate 10% increase) in new vehicle trips on the referenced roadway segment. Accordingly, the MEPA review process obligates the proponent to provide the permitting agencies with a clear understanding of the nature and extent of these traffic impacts such that those agencies can issue Section 61 Findings.<sup>1</sup> I am therefore requiring the proponent to identify a total traffic volume for each analysis period being studied for the I95/Route 128 roadway segment referenced above. The SDEIR should also clearly identify the added traffic volume associated with the project and conduct a roadway segment analysis to include weaves, merges and diverges of the interstate ramps. The proponent should consult with MassHighway to develop an appropriate methodology for this analysis.

MassHighway 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 SDEIR should reflect ongoing consultation with MassHighway and include a detailed description of the proponent's proposed traffic monitoring program. The SDEIR should include reasonably scaled (preferably 80-scale) conceptual plans for all the proposed roadway improvements included in the proponent's Route 20/ 117 Corridor Improvement Plan. These conceptual plans should be of sufficient detail, to demonstrate the feasibility of constructing such improvements. The conceptual plans should clearly show proposed lane widths and offsets, layout lines and jurisdictions, and the land uses (including access drives) adjacent to areas where improvements are proposed.

#### *I-95/Route 128 Corridor Study*

I have received thoughtful and detailed comments from MAPC, the communities of Lexington, Lincoln, Waltham and Weston and their respective state legislative representatives (collectively, the Public Entities' Working Group), and others, expressing significant concern for the carrying capacity of the local and regional project area roadway network. In particular, as discussed above, these commenters have called attention to potentially significant future capacity constraints to roadway operations resulting from significant volumes of future traffic likely to be

---

<sup>1</sup> I also note that the regulations allow me to accept a comment not within the scope provided I find that the comment raises a critically important issue regarding the potential environmental impacts of the project. (See, 301 CMR 11.08(6)) As the project's traffic impacts to the referenced I95 roadway segment have been calculated to be roughly that which would require another travel lane to maintain current flow, I consider the MassHighway comment to meet this test.



generated by currently planned development along the I95 corridor between Rte. 3 and I90.

With planned development projected to total 8 – 10 million square feet in approximately 15 projects, the total traffic impacts will be at least 100,000 vehicle trips per day, and will increase the current daily volume of traffic on I95 by 50%. Comments from the Public Entities' Working Group state that without appropriate responses, traffic threatens to strain the capacity of I95 and other nearby regional highways and roads well beyond their capacity, and to reduce mobility in the corridor. To address this issue, the Public Entities' Working Group recommends that EEA, the Executive Office of Transportation and Public Works, and the Executive Office of Housing and Economic Development jointly convene and fund a corridor study and planning process to comprehensively and cumulatively assess the likely impacts of future development along the corridor and to identify common and cooperative mitigation measures that can be apportioned among the projects that will contribute significant new traffic volumes. The Working Group recommends that the corridor study be conducted concurrently with the review of this project, and that review of this project be used to develop a model for future projects along the corridor.

While MEPA requires that projects assess the cumulative and indirect impacts, there is a clear distinction between that obligation and a mandate that the review of a private project serve as a proxy for regional land use planning. I therefore decline to establish such linkage here. However, I do agree that a regional land use and transportation corridor study should be considered to both inform responsive environmental, economic, housing, and transportation policy and future MEPA review of specific development proposals along the corridor. This DEIR amply demonstrates that the level of development currently proposed for the Commons at Prospect Hill will have, even with substantial mitigation, impacts to I95. Therefore, I believe that it is appropriate for the proponent to consider providing support for such a regional analysis as a component of its TDM mitigation. I believe that it would be appropriate for the Metropolitan Area Planning Council to lead such a planning effort, with the participation of affected communities along the corridor, and technical assistance from EOTPW and EOHED.

#### TDM, Parking and Site Layout

##### *Transportation Demand Management*

The Transportation Demand Management (TDM) measures that the proponent develops and implements will play a critical role in reducing single passenger vehicle trips generated by the Prospect Point project. As described in the DEIR, the proponent has proposed a comprehensive Transportation Demand Management (TDM) plan designed to minimize reliance on single occupant private vehicles for employees and patrons associated with the Commons at Prospect Hill development.

- provide off-site shuttle bus connection to downtown Waltham and the Waltham Commuter Rail Station;
- introduce an internal shuttle bus system connecting all buildings to local mass transit;
- provide a project site connection to MBTA Bus Routes #70 and #170)

- provide a Transportation Demand Management (TDM) Coordinator;
- Provide comprehensive commuter information;
- Promote carpool/rideshare programs
- Provide guaranteed ride home programs;
- Promote alternate transportation modes;
- Facilitate bicycle and pedestrian travel;
- Encourage office employers and retail tenants to incorporate office and retail specific TDM measures; and,
- Improve off-site pedestrian and bicycle infrastructure.

According to the comments received from MassHighway and others, the proponent's TDM plan does not provide sufficient information to describe how the proponent will assure that these services will be used, managed and maintained since many of the services to be provided will be employer based. This section of the SDEIR should also include a description of a proposed TDM program monitoring plan to ensure the success of the TDM program to realistically achieve a 10% vehicle trip reduction. I note MassHighway comments that indicate that it is very difficult to achieve 10% mode shift. The proponent should consult with MassHighway/EOTPW Planning to determine an appropriate credit. The SDEIR should include a detailed discussion of how the proponent will attract mode usage, and identify specific measures that the proponent will employ to ensure that the TDM plan is successful in reducing trip generation for the proposed project. The SDEIR should demonstrate the proponent's commitment to implement, monitor, and continuously fund the proposed TDM plan.

### *Parking*

Parking at the site will include a total of 5,892 spaces. The SDEIR must describe how the number of parking spaces needed was determined. If the parking supply is greater than the amount required under local zoning, the SDEIR 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 SDEIR must 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 5,892 spaces. It should identify Waltham's parking supply recommendations. Any valet parking operations for the proposed project should be described in the SDEIR. Valet routes to the parking garages should be identified in the SDEIR. 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.

### *Transit*

The proponent should continue discussions with the Massachusetts Bay Transit Authority (MBTA), the 128 Business Council Transportation Management Association (TMA), and other transit providers, including representatives from the Alewife Shuttle and the Waltham Center/ Winter Street Shuttle, to identify opportunities for providing existing MBTA bus service (Routes

#70 and #170), and Shuttle service to and/or within the project site.

The SDEIR should include an update of the proponent's discussions with MBTA and others for providing existing MBTA bus service to the project site. The proponent should propose mitigation for proposed project impacts on existing MBTA bus and shuttle services.

#### *Pedestrian and Bicycle Facilities*

The DEIR includes site circulation plans identifying proposed on-site pedestrian and bicycle accommodations and facilities within the project site and along proposed each of the three Main Street site driveways. In their comments, WalkBoston has requested that the proponent provide pedestrian signage to direct pedestrians and bicyclists in to the project site from Main Street, the Wayside Trail and other adjacent land uses located in the project area, and through the project site between the planned parking areas and on-site buildings. The proponent should also evaluate the need for STOP signs at each of the project's three Main Street site driveways to allow for safe pedestrian and bicycle crossing at these locations. I ask that the proponent consult with WalkBoston to explore additional opportunities to design and locate pedestrian facilities within the project site that will enhance the pedestrian experience and accommodate the proponent's projections for pedestrian and bicycle trip generation. The SDEIR should provide an update of the proponent's consultations with WalkBoston.

#### 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.

As described in the DEIR, 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 southern portion of the project site. Under the proponent's preferred project alternative, the proponent has also proposed to replace an existing abandoned railroad bridge crossing over I-95/Route 128 (currently used by pedestrians and bicyclists as part of the Wayside Rail Trail) with a proposed new 4-lane connector bridge (Rt117 Connector Bridge) whose design will incorporate pedestrian and bicycle accommodations. According to the proponent, this new Rt117 Connector Bridge will extend the Wayside Rail Trail accommodations from the project's primary Main Street (Rt117) site drive across I-95/Route 128 to the new Green Street extension. According to the comments received from the Department of Conservation and Recreation (DCR), pedestrians and bicyclists are generally uncomfortable sharing a bridge with motor vehicle traffic.

A number of commenters have expressed concern with the lack of detailed information in the DEIR regarding the design of pedestrian and bicycle accommodations to be located within the proposed new Rt117 Connector Bridge, and at the Main Street/ Rt117 Connector Bridge crossing, the Rt 20 Rotary/ Rt117 Connector Bridge crossing, and the Green Street Extension/Rt117 Connector Bridge crossing.

I especially note the thoughtful and detailed comments offered by the Waltham Bicycle Coalition regarding the proponent's proposed on-site and off-site bicycle/pedestrian accommodations and routing plan. The proponent should coordinate with the City of Waltham's Planning Board, DCR, the Waltham Bicycle Coalition and others during the preparation of the SDEIR to ensure a meaningful response to these comments. The proponent should provide a detailed response to the comment letter from the Waltham Bicycle Coalition and I hereby incorporate by reference the additional requests for information contained in that letter as part of the scope of the SDEIR.

### Wetlands

As described in the DEIR document, the project will result in impacts to approximately 560 lf of inland bank and approximately 107 lf of wildlife habitat associated with the on-site construction of the proponent's proposed stormwater management best management practices (BMPs) and approximately 25,285 sf of Riverfront Area associated with the proponent's comprehensive roadway improvements commitments for the Commons at Prospect Hill project (Route 20/ 117 Corridor Improvement Plan). The SDEIR should provide reasonably scaled plans identifying the proponent's proposed on-site inland bank replication areas, and a copy of the habitat study conducted by proponent. The SDEIR should provide additional information pertaining to the post-construction hydrology of wetland resource areas located within the project site. The SDEIR should also include detailed plans, at a suitable scale, delineating all off-site resource area boundaries, riverfront areas, applicable buffer zones, and 100-year flood elevations that may be located within or adjacent to the proponent's off-site roadway improvement mitigation plan (Route 20/ 117 Corridor Improvement Plan).

### Stormwater

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 immediately adjacent to the project site are classified as Outstanding Resource Waters (ORWs). 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 (WA-17) located adjacent to the Route20/I-95 interchange approximately 2,000 lf downgradient of the project site. According to the Cambridge Water Department, this stormwater 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.

As described in the DEIR, most of the stormwater generated from the project site will be discharged to MassHighway's existing drainage system and conveyed to a new water quality basin to be located within the Route 128/Route 20 Rotary (Rotary Basin). The SDEIR should demonstrate that the proposed use of MassHighway's existing drainage system to convey stormwater drainage from the project site is consistent with applicable NPDES Phase II Stormwater General permit requirements. The proponent's stormwater management plan includes a commitment to complete off-site stormwater management improvements initially offered as mitigation by the proponent for the Green Street Development project. Specifically, the Commons at Prospect Point project proponent has committed to developing a stormwater management plan for the 296-acre watershed sub-basin located above the WA-17 outfall to include the identification of all existing buildings, parking lots, and utilities, and will identify and prioritize the type of best management practices (BMPs) that could be implemented to improve the quality of water entering the Cambridge Water Supply system. The proponent has also committed to the design, permitting and construction of a 10,000 sf stormwater detention basin (Rotary Basin) within the 200-foot Riverfront Area, and within close proximity to Stony Brook, an Outstanding Resource Water (ORW) and a source of public water supply for the City of Cambridge.

According to MassDEP and the Cambridge Water Department, the proponent's stormwater management plan, as currently designed, does not to comply with MassDEP's Stormwater Management Policy (SMP) and a number of standards associated with critical areas and Outstanding Resource Waters (ORWs). The SDEIR will need to 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. The SDEIR should include a conceptual stormwater management plan for the off-site construction activities associated with the proponent's construction of Route 20/117 Corridor Improvement Plan that identifies any stormwater discharge points and describe any drainage impacts associated with required off-site roadway improvements. The SDEIR should also include a detailed description of the proponent's source control and pollution prevention plan (SCPPP), and the Stormwater Pollution Prevention Plan (SWPPP). The SCPPP should include a discussion of best management practices (BMPs) that will enable shutdown and containment of contaminants within the stormwater drainage system in cases of emergency contaminant spills. The SWPPP should identify the proponent's proposed snow and deicing removal practices consistent with MassDEP's Snow Disposal Guidelines. I encourage the proponent to consider using a non-sodium based de-icer on pavement surfaces.

I note the comments received from the Charles River Watershed Association (CRWA) which identify numerous design and operational improvements that could significantly improve the project's stormwater management plan. In the spirit of the proponent's commitment to achieve LEED Certification, I strongly encourage the proponent to use CRWA's comments as the basis

for exploring additional opportunities to further reduce the project's impacts to water resource within the project area.

I continue to 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/>.

### Water and Wastewater

As currently proposed, the project will require 176,500 gpd of potable water supply and will generate approximately 160,500 gpd of wastewater flow. Both water and wastewater needs will be met through existing municipal systems, administered by the City of Waltham. According to the information provided in the DEIR, the City of Waltham has the capacity to serve the project's water supply and wastewater flow needs. The Secretary's Certificate on ENF noted that the City of Waltham is a member of the Massachusetts Water Resources Authority's (MWRA) Regional Sewer System. As a member community to the MWRA's sewer system, the City of Waltham is required to assist in the ongoing coordinated efforts of MassDEP and MWRA in reducing infiltration and inflow (I/I) to ensure that the additional wastewater flows proposed by the proponent will be offset by the removal of I/I flows. Pursuant to the City of Waltham's Infiltration and Inflow Mitigation Ordinance, the proponent will be required to participate in the City of Waltham's I/I removal program to remove approximately 100,500 gpd (minimum 4:1 removal ratio) to offset by 4:1 the proposed project's additional wastewater flows. The proponent should include as a separate chapter in the SDEIR an exploration of I/I activities to be implemented by the proponent that will result in at least the minimum removal of I/I. The proponent's proposed I/I removal projects must be in conformance with the Administrative Consent Order (ACO), ACOP-NE-04-1 N004, issued to the city of Waltham, (May 12, 2003), and the Amended ACO (January 31, 2005), and will need to be completed before the project's wastewater flows can be discharged to the City's sewer system.

### GHG Emissions (GHG)

To address growing concern about the impacts of climate change and support development of solutions, the Executive Office of Energy and Environmental Affairs (EEA) recently developed a Greenhouse Gas (GHG) Policy that requires project proposals filed with the MEPA Office on or

after November 1, 2007 to conduct a quantitative analysis of greenhouse gas emissions and associated mitigation measures. The EEA Greenhouse Gas Emissions Policy and Protocol Policy is available on-line at

<http://www.mass.gov/envir/mepa/pdffiles/misc/GHG%20Policy%20FINAL.pdf>. Because the project was filed before November 1, 2007, when the GHG Policy and Protocol became effective, the project is not required to quantify GHG emissions and the benefits of potential mitigation. The DEIR includes the proponent's voluntary GHG analysis of the direct, indirect and transportation greenhouse gas emissions for the Commons at Prospect Hill project. The proponent's GHG analysis also identified mitigation measures related to site planning, building design and transportation to avoid, minimize and mitigate these emissions.

According to the information provided in the DEIR document, under the proposed Baseline scenario, the project will result in the generation of a total of approximately 63,576 tons per year (tpy) of direct and indirect (stationary sources) and transportation (mobile sources) emissions of CO<sub>2</sub>. The proponent's preferred project alternative incorporates the proponent's commitments for mitigation measures related to sustainable site planning and building design and transportation (LEED CHG Mitigation Case) scenario which are expected to generation of a total of approximately 50,595 tpy and reduce the project's total CO<sub>2</sub> emissions by 12,981 tpy, approximately 20.0%. According to the comments received from MassDEP, the proponent's GHG analysis did not provide sufficient information to satisfactorily demonstrate that the preferred alternative would achieve significant reductions in GHG emissions with the proposed building design improvements and selection of building materials. MassDEP has indicated that greater reductions in CO<sub>2</sub> emissions could be achieved. The SDEIR should provide additional information to demonstrate how the LEED CHG Mitigation Case scenario would achieve the predicted GHG reductions. The proponent should consult with MassDEP to identify additional opportunities to reduce the proposed project's CO<sub>2</sub> emissions during the preparation of the SDEIR.

#### Berry Farm Development Parcel

The DEIR contains a discussion of the potential future build-out of the 20-acre residentially zoned Berry Farm development parcel located in the southeastern corner of the project site. According to the comments received from the Prospect Hill Park Advocacy Group, the Waltham Land Trust, and others, this portion of the project site contains a certified vernal pool (cvp) that has long been cared for and enjoyed for science and nature studies under agreement with the prior (Polaroid) property owner.

According to the information provided in the DEIR, under current local zoning requirements, the Berry Farm parcel may be configured to accommodate a 30-unit residential subdivision resulting in approximately 12 acres of additional land alteration, 4.0 acres of additional impervious surface area, and 343 additional vehicle trips per day. Under the proponent's preferred project alternative, the Berry Farm development parcel would be preserved as undeveloped open space. I strongly encourage the proponent to consider placing a Conservation

Restriction (CR) on those portions of the project site that the proponent has proposed to preserve and maintain as open space to ensure for their permanent protection. The proponent should also consider placing deed restrictions, to include certified vernal pools, if any, and the uplands around them, on any residential properties that will be located within 600 feet of any vernal pools or within the 100-foot wetlands buffer zone as a method for avoiding future impacts from homeowner activities.

### Construction Period Impacts

The SDEIR should evaluate construction period impacts, including on-site and off-site 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 SDEIR should analyze feasible measures, which can avoid or eliminate these impacts. It should outline how this proponent will coordinate its on-site and off-site construction program with other nearby projects and maintain access to all abutters. This section of the SDEIR should describe how the proponent intends to maintain and manage traffic flow on Route 20, Route 117, Route 128 and local project area roadways during all phases of project construction. 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.

### Mitigation/Section 61

The SDEIR 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 SDEIR should include conceptual plans for roadway improvements associated with the proponent's proposed Route 20/117 Corridor Improvement Plan. These conceptual plans should be reasonable scaled (preferably 80-scale) and include 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 SDEIR 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 MassHighway 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

In order to ensure that the issues raised by commenters are addressed, the SDEIR should include a response to comments. This directive is not intended to, and shall not be construed to, enlarge the scope of the SDEIR beyond what has been expressly identified in the initial scoping certificate or this certificate.

### Circulation

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

March 21, 2008  
Date



Ian A. Bowles, Secretary

### Comments received: (continued on next page)

01/28/08	Roland O. Peterson
02/05/08	Mass Central Rail Trail Coalition
02/05/08	Judith Bell
02/06/08	Epsilon Associates, Inc.
02/06/08	City of Waltham - Planning Department
02/07/08	Waltham Land Trust
02/07/08	Ingeborg Uhlir
02/08/08	Town of Weston, Board of Selectmen
02/08/08	Massachusetts Water Resources Authority, Water Supply Citizens Advisory Committee (WSCAC)
02/08/08	Department of Conservation and Recreation (DCR)
02/08/08	WalkBoston
02/08/08	Friends of the Community Path

02/08/08 Katherine L. Randel  
 02/08/08 **League of Women Voters of Waltham**  
 02/08/08 Chris Porter  
 02/08/08 Philip Saunders Associates  
 02/11/08 **Conservation Law Foundation (CLF)**  
 02/12/08 **Department of Environmental Protection – NERO**  
 02/13/08 John S. Allen  
 02/20/08 Jeanne Umbrello  
 02/22/08 **City of Waltham – Conservation Commission**  
 02/22/08 **Charles River Watershed Association (CRWA)**  
 02/22/08 **Prospect Hill Park Advocacy Group**  
 02/25/08 Elizabeth Byrne  
 02/25/08 Robert J. Eagle  
 02/25/08 **Waltham West Suburban Chamber of Commerce**  
 02/25/08 Arthur Uhlir, Jr.  
 02/25/08 **City of Waltham – Office of the Mayor**  
 02/27/08 Epsilon Associates, Inc.  
 02/28/08 **Massachusetts Highway Department (MassHighway)**  
 02/28/08 **Public Entities’ Working Group: City of Waltham Mayor Jeannette A. McCarthy,**  
 Jeanne Krieger – Chairman Town of Lexington Board of Selectmen, Sara Mattes  
 - Town of Lincoln Board of Selectmen, Michael H. Harrity - Town of Weston  
 Board of Selectmen, State Senator Susan Fargo, State Senator Jim Marzilli, State  
 Representative Alice H. Peisch, State Representative Jay Kaufman, State  
 Representative Thomas P. Conroy, Marc Draisen, Executive Director,  
 Metropolitan Area Planning Council  
 02/29/08 Vincent A. Scalin  
 03/03/08 Richard A. Scales  
 03/04/08 **City of Cambridge – Water Department**  
 03/07/08 **City of Waltham – Transportation Department**  
 03/10/08 Steve Kaiser  
 03/12/08 **NSTAR Electric & Gas Corporation**  
 DEIR #13952  
 IAB/NCZ/ncz