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March 24, 2006

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

PROJECT NAME : Borgatti Property
PROJECT MUNICIPALITY : Northborough
PROJECT WATERSHED : Assabet River
EOEA NUMBER : 13708
PROJECT PROPONENT : Brendon Properties Two, LLC
DATE NOTICED IN MONITOR : January 11, 2006

Pursuant to the Massachusetts Environmental Policy Act (G. L. c. 30, ss. 61-62H) and Section 11.06 of the MEPA regulations (301 CMR 11.00), I hereby determine that this project **requires** the preparation of an Environmental Impact Report (EIR). The proponent has submitted a Notice of Project Change (NPC)/Phase I Waiver Request from the Assabet River Consortium (EOEA# 12348) to allow the proposed project to proceed pending the completion of the Assabet River Consortium's Environmental Impact Report (EIR). The Phase I Waiver Request was presented within the ENF and was discussed at a public consultation meeting held on January 30, 2006. I have reviewed this Notice of Project Change (NPC)/Phase I Waiver Request from the Assabet River Consortium (EOEA# 12348) pursuant to the Massachusetts Environmental Policy Act (M.G.L. c.30, ss. 61-62H) and Section 11.11 of the MEPA regulations, and in a separate Certificate, also issued today, I have denied the Phase I Waiver request.

Project Description

As described in the Environmental Notification Form (ENF), the proposed project consists of construction of 570,000 square feet (sf) of retail/restaurant space and a 350-unit apartment complex on a 157 acre site in Northborough, MA. The project includes associated access drives, parking (3,398 spaces) and utilities. The site is located along the western side of Route 20 in Northborough. It is bounded to the west by a residential area in Shrewsbury, to the North by land owned by the Water Resources Commission and Bigelow Nurseries, and to the east and south by residential, commercial and vacant land located on Route 20 and Route 9. In

addition, the site abuts Hop Brook (to the north and east) and Little Bummet Brook (to the south and east), both of which are tributaries to the Assabet River.

The Town of Northborough is part of the Assabet Consortium that has developed a Comprehensive Wastewater Management Plan (CWMP) for the Assabet River (EOEA #12348). As part of the Secretary's Certificate on the ENF issued on November 8, 2000, any project within the consortium requiring a sewer extension permit must first submit a Phase I waiver request with MEPA, demonstrating that the project meets the criteria set forth in the MEPA Regulations, 301 CMR Section 11.11, including an evaluation of alternatives to sewers (e.g. on-site disposal) and a proposal of impact mitigation. Consistent with this requirement, the proponent submitted a Phase I waiver request. In a separate Certificate, also issued today, I note that a Draft Record of Decision will be issued when MEPA review for the entire project is complete.

Potential environmental impacts are associated with the alteration of 120 acres of land, creation of 80 acres of impervious surfaces, alteration of 3,000 sf of bordering vegetated wetland (BVW), generation of 23,198 new vehicle trips on an average weekday and 30,018 new vehicle trips on an average Saturday, use of 120,000 gallons per day (gpd) of water and generation of 120,000 gpd of wastewater. Efforts to avoid, minimize and mitigate impacts include roadway improvements and construction of a stormwater management system.

Permits and Jurisdiction

The project is undergoing MEPA review and subject to preparation of a mandatory EIR pursuant to Section 11.03 (1)(a)(1), (1)(a)(2), (6)(a)(6) and (6)(a)(7) because it requires a state permit and will alter more than 50 acres of land, create more than 10 acres of impervious surfaces, generate more than 3,000 adt and create more than 1,000 parking spaces. The project requires a Sewer Connection Permit from the Department of Environmental Protection (DEP) and an Access Permit from the Massachusetts Highway Department (MHD). Also, it requires an Order of Conditions from the Northborough Conservation Commission (and a Superseding Order of Conditions from DEP in the event that the local Order is appealed) and is seeking Comprehensive Permit Approval from the Northborough Zoning Board of Appeals (ZBA). The proponent is not seeking financial assistance from the Commonwealth for the project, therefore MEPA jurisdiction extends to those aspects of the project that may cause significant Damage to the Environment and that are within the subject matter of required or potentially required state permits. These include traffic, wetlands, drainage, water quality and wastewater.

SCOPE

General

The EIR should follow the general guidance for outline and content contained in section 11.07 of the MEPA regulations, as modified by this Certificate. The EIR should include a description of the proposed project, including as much information as possible on lighting, grading and landscaping.

Project Description

The EIR should include a thorough description of the project and all project elements and construction phases. The EIR should include an existing conditions plan illustrating resources and abutting land uses for the entire project area and a proposed conditions plan (or plans) illustrating proposed elevations, structures, access roads, stormwater management systems, and sewage connections. The EIR should also include a site circulation plan illustrating how motor vehicles, pedestrians and cyclists will be accommodated on the site.

In addition, the ENF indicates that the proponent owns an additional 200 acres of undeveloped land. The EIR should disclose any plans for development of this land. If no specific plans have been developed, it should quantify potential impacts related to full build-out based on relevant zoning and other regulatory constraints.

Project Permitting and Consistency

The EIR should briefly describe each state permit required for the project and should demonstrate that the project meets applicable performance standards. In accordance with section 11.01 (3)(a) of the MEPA regulations, the EIR should discuss the consistency of the project with any applicable local or regional land use plans. The EIR should also address the requirements of Executive Order 385 (Planning for Growth).

Alternatives Analysis

In addition to the Preferred Alternative and No Build Alternative, the EIR should include a reduced build alternative that decreases the amount of impervious surfaces and impacts to wetlands by minimizing alterations to wetland and providing a larger buffer between the project and resource areas. For each alternative, the EIR should quantify the amount of land altered, the amount of earth work involved in meeting final grades and the amount of impervious surfaces created. The EIR should investigate all feasible methods of avoiding, reducing, or minimizing impacts to land.

In particular, 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/>.

Traffic and Transportation

The project will generate approximately 23,198 new vehicle trips on an average weekday and 30,018 new vehicle trips on an average Saturday. Access will be provided via two site drives from Route 20. The main site drive will be located in the southern portion of the property near Route 9. Another site drive will be located to the north just south of Tomblin Hill Road. The An Access Permit is required from MHD for direct access to Route 20 and indirect access to Route 9.

The EIR should include a traffic study prepared in conformance with the EOEA/EOTC Guidelines for EIR/EIS Traffic Impact Assessments. The traffic study should compare impacts for the various alternatives. It should identify appropriate mitigation measures for areas where the project will have an impact on traffic operations. The proponent should provide a clear commitment to implement and fund mitigation measures and should describe the timing of their implementation based on the phases of the project. The EIR should present capacity analyses and a summary of the average and 95th percentile vehicle queues for each intersection within the study area. Any proposed traffic signal must include a traffic signal warrant analysis according to the Manual of Uniform Traffic Control devices (MUTCD). The traffic study should also include weave, merge, diverge, ramp and road segment analyses where applicable. At a minimum, the traffic study should analyze the following state highway and local roadway locations:

- Route 20/Olde Shrewsbury Village/Boston Hill
- Route 20/Route 9 eastbound interchange
- Route 20/Route 9 westbound interchange
- Route 20/south site driveway
- Route 20/north site driveway
- Route 20/Tomblin Hill Road
- Route 20/Davis Street

Also, any intersection that will experience an increase attributable to the project of 10% or more over existing traffic volumes and that currently operates at level of service (LOS) D or worse should be included. The EIR should present a merge and diverge analysis for each ramp junction at the I-495/Route 140 interchange.

The Town of Northborough, the Town of Shrewsbury and Northborough residents have requested a broader scope for the traffic analysis to better assess impacts to local intersections. Commentors have expressed concern that existing assumptions underestimate the volume of traffic traveling north to access Interstate-295 and Interstate-90. I strongly encourage the proponent to make the traffic analysis as broad as possible to address state highway and local traffic issues.

The EIR should specify the volume of truck trips associated with the development during construction and at full build out. The EIR should discuss proposed truck routes and whether delivery hours will be limited to minimize impacts to traffic congestion and residences.

The EIR should include conceptual plans for the proposed roadway improvements and

design alternatives, such as a roundabout for the Route 20/Route 9/South driveway interchange, that should be of sufficient detail (e.g. 80 scale) to verify 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. Any mitigation within the state highway layout must conform to MHD standards, including but not limited to, provisions for lane, median and shoulder widths and bicycle lanes and sidewalks. The proponent should be prepared to fund the design and construction of the improvements and should identify its commitment in the EIR.

The project includes construction of 3,398 surface parking spaces. The EIR should identify the parking ratio and how it was developed and consider ways to minimize the amount of parking at the site or its impacts (such as banking some parking that would only be constructed if warranted by demand or providing structured parking).

Air Quality

In accordance with the State Implementation Plan (SIP) for ozone attainment, the proponent must conduct an indirect source review analysis because this is a non-residential project generating 6,000 or more new trips per day. This analysis should be conducted in accordance with DEP Guidelines for Performing Mesoscale Analysis of Indirect Sources. The proponent should consult with DEP for guidance and for confirmation of the appropriate study areas. If hydrocarbon emissions are greater than the No Build scenario, the EIR should include appropriate mitigation including the development of transportation demand management measures.

The TDM program should explore all feasible measures to reduce site trip generation. The TDM plans should include specific measures that have been successful in reducing trip generation for mixed-use retail/residential projects. The TDM plan should also identify the exiting modes along the corridor such as transit, walking and bicycling; analyze their existing and future conditions based on the project impacts; and provide improvements to attract mode usage such as bus shelters and bus turnouts as well as provide a pedestrian connection to existing land uses within proximity to the project site. The proponent should consult with the Worcester Regional Transit Authority (WRTA) regarding the potential for transit service to the site and discuss plans for connections to the MBTA Westborough Commuter Rail Station and its Northborough bus line.

Wetlands and Drainage

The ENF indicates that the project will alter 3,000 sf of BVW, including alterations associated with the construction of access roads to serve the project, and will create 80 acres of new impervious surfaces. DEP provided detailed comments on wetlands issues including: the identification of buildings and parking lots in close proximity to resource areas; the importance of effective erosion control measures given the steep slopes on the site and proximity to resource areas; and the need for a survey (conducted in the Spring) to determine the presence of vernal pools and vernal pool indicator species. The EIR should fully address all of the issues identified in DEP's comment letter. In addition, the Town of Northborough has identified its concerns

with the project's impact on wildlife habitat and the Organization for the Assabet River (OAR) has expressed its concern with the project's potential impacts on the Assabet River.

The EIR should include plans that clearly delineate all applicable resource area boundaries including riverfront areas, buffer zones, 100-year flood elevations, water supply wells, wellhead protection areas, priority and/or estimated habitat, wetland replication areas, waterways, ponds and agricultural fields. BVW that have been delineated in the field should be surveyed, mapped and located on the plans. The EIR should quantify the project's estimated impact on each resource area. It should describe the nature of all likely impacts that cannot be avoided, including crossings, grading, overstory clearing and construction-related disturbances and whether they are temporary or permanent in nature. The EIR should include an assessment of potential project impacts on groundwater flows and water quality of Hop Brook and Little Bummatt Brook. It should include the results of a vernal pool survey and address impacts to wildlife habitat.

Wetlands replication should be provided at a ratio of replication to alteration of approximately 2:1. A detailed wetlands replication plan should be provided in the EIR which, at a minimum, should include: replication location(s), 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.

The EIR should include a section on stormwater that demonstrates that source controls, pollution prevention measures, erosion and sediment controls and the drainage system will comply with the DEP Stormwater Management Policy and standards for water quality and quantity both during construction and post-development. The EIR should include an operations and management plan to ensure the long-term effectiveness of the stormwater management system. The locations of detention basins, distances from wetland resource areas, and the expected quality of the effluent from the basins should be identified. The EIR should also analyze indirect impacts to wetland resource areas from receipt of drainage and stormwater runoff from the site.

Water Use

The ENF indicates that the project will use approximately 120,000 gpd of water. The EIR should identify the water supplier for the project and demonstrate that adequate hydraulic capacity exists to serve the project. The EIR should include a map showing all private and public water systems within a one-half mile radius of the project area and all Interim Wellhead Protection Areas (IWPAs) as well as any delineated Zone IIs within one mile of the project area. The EIR should include a commitment to water conservation and reuse.

Wastewater

The proponent has indicated that the project will generate approximately 120,000 gpd of wastewater. The project includes the installation of approximately 4,900 feet of six-inch sewer force main within existing rights-of-way.

The Town of Northborough, together with the Towns of Hudson, Maynard, Shrewsbury, and Westborough, and the City of Marlborough, have joined to form the Assabet River Consortium to prepare a Comprehensive Wastewater Management Plan/Environmental Impact Report (CWMP/EIR, EOE# 12348) to address short term- and long-term regional issues relating to the wastewater treatment and disposal and nutrient loading in the Assabet River on a basin-wide basis. As described in the Secretary's Certificate on the ENF for the Assabet Consortium CWMP (November 8, 2000), any project located within the Assabet Consortium Comprehensive Wastewater Management Plan area requiring a sewer extension permit must submit a Notice of Project Change (NPC)/Phase I Waiver Request with MEPA, demonstrating that the project meets the criteria set forth in the MEPA Regulations, 301 CMR Section 11.11, including an evaluation of alternatives to sewers (e.g. on-site disposal), and the proposal of adequate impact mitigation (water conservation and Infiltration and Inflow 'I/I' removal).

The project proponent has requested such a waiver in an NPC published in the Environmental Monitor on February 22, 2006. I have reviewed this NPC, and in a separate Certificate on the NPC/Phase I Waiver Request to be issued today, I am denying the Phase I Waiver request. The proponent's Phase I Waiver Request has not demonstrated that the project site cannot accommodate on-site septic systems, nor did the proponent commit to incorporating water conservation technologies in the project and removing Infiltration and Inflow (I/I) from the municipal sewer system to help offset the additional flows (120,000 gpd) anticipated from the proposed project. The EIR for this project must respond to DEP's comments. The proponent should work with the DEP and the Town of Northborough to satisfactorily respond to DEP's I/I removal requirement to ensure the availability of sufficient wastewater treatment capacity to service this project. I will revisit the proponent's Notice of Project Change (NPC)/Phase I Waiver Request as part of my review of the Final EIR for this project.

The proponent need not resubmit the NPC/Phase I Waiver Request. However, the EIR should include sufficient information to satisfy the criteria for the granting of a Phase I Waiver, and must demonstrate that an on-site system is not feasible. The proponent should consult with DEP regarding the appropriate study protocol. If the proponent determines that an on-site system is not feasible, the EIR should identify the facility that will accept and manage the wastewater and demonstrate that adequate capacity is available to serve the project. In addition, the proponent should commit to participating in DEP's flow control program to remove extraneous clean water (infiltration and inflow (I/I)) from the sewer system. The EIR should also identify responsibility for sewer and pump station operations and maintenance.

I strongly encourage the proponent to incorporate water conservation technologies including low flow (1.6 gallon) flush toilets and urinals, .05 gallon/minute aerators, and low flow appliances (dishwashers, washing machines) throughout the proposed mixed-use retail development project. The proponent should consult with DEP to ensure that the final project design meets the Commonwealth's water conservation standards, including those standards pertaining to lawn and landscape conservation. The proponent should also consider developing an Irrigation Management Plan (IMP) to further reduce the project's irrigation water demand. The proponent's IMP should include the use of xeriscaping, amended soils and compost; the planting of native and drought-tolerant species of trees, shrubs, and turf grasses; an automated water efficient irrigation system; and a water management protocol for drought conditions. The proponent should consult with DEP in the final design of the project's landscape plan.

Construction Period Impacts

The EIR should include a discussion of construction phasing, evaluate potential impacts associated with construction activities and propose feasible measures to avoid or eliminate these impacts. The proponent must comply with DEP's Solid Waste and Air Quality Control regulations. The proponent should implement measures to alleviate dust, noise, and odor nuisance conditions, which may occur during the construction activities.

Mitigation

The EIR should include a separate chapter on mitigation measures. It should include a Draft Section 61 Finding for all state permits that includes 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.

Responses to Comments

The EIR should contain a copy of this Certificate and a copy of each comment received. The EIR should respond to the comments received, to the extent that the comments are within MEPA subject matter jurisdiction. The EIR should present additional narrative and/or technical analysis as necessary to respond to the concerns raised.

Circulation

The EIR should be circulated in compliance with Section 11.16 of the MEPA regulations and copies should be sent to any state agencies from which the proponent will seek permits or approvals, to the list of "comments received" below, and to Northborough and Shrewsbury officials. A copy of the EIR should be made available for review at the Northborough and Shrewsbury public libraries.

March 24, 2006

Date


Stephen R. Pritchard

Comments Received:

2/1/06	Department of Environmental Protection Central Regional Office (DEP CERO)
1/30/06	Executive Office of Transportation (EOT)
1/30/06	Town of Shrewsbury/Engineering Department
2/1/06	Organization for the Assabet River (OAR)
3/14/06	Jeanne Cahill
1/30/06	Howard Drobner
1/31/06	M. Ziad Ramadan

SRP/CDB/cdb