



The Commonwealth of Massachusetts

Executive Office of Environmental Affairs

100 Cambridge Street, Suite 900

Boston, MA 02114-2524

MITT ROMNEY
GOVERNOR

KERRY HEALEY
LIEUTENANT GOVERNOR

STEPHEN R. PRITCHARD
SECRETARY

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

July 7, 2006

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

PROJECT NAME: Westfield Pavilion
PROJECT MUNICIPALITY: Westfield
PROJECT WATERSHED: Westfield
EOEA NUMBER: 13819
PROJECT PROPONENT: City of Westfield and National Realty & Development Corporation
DATE NOTICED IN MONITOR: June 7, 20006

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 an Environmental Impact Report (EIR).

Project Description

As described in the Environmental Notification Form (ENF), the project involves the construction of approximately 812,990 square feet (sf) of retail and commercial space and an access road on a 217-acre site in Westfield. The project site is situated to the east of Barnes Airport and is proximate to both Exit 3 of the Massachusetts Turnpike and the intersection of Routes 10 and 202. The site is largely wooded, and a large wetland system associated with Pond Brook bisects the property. The site is within a Department of Environmental Protection (DEP) designated Zone II for Westfield public water supply wells and within a high yielding portion of the Barnes Aquifer.

Access to the site is currently provided by an 18-foot wide road referred to as Sergeant T. M. Dion Way (formerly Owen District Road). This roadway intersects with Routes 10 and 202 less than 1,500 feet north of the Massachusetts Turnpike Ramp (Exit 3) and is owned and maintained by the City of Westfield. The project includes constructing a bridge over the Massachusetts Turnpike just east of the ramp for Exit 3, which will connect with Sergeant T. M. Dion Way. The project is anticipated to generate 26,500 new daily vehicle trips and will require the construction of 4,709 new parking spaces.

Two previous projects on this site have undergone MEPA review. In October, 1995 an ENF was filed for a Hotel/Distribution/Warehouse project on the site (EOEA #10498). A Certificate issued by the Secretary in June of 1997 indicated that the Draft EIR prepared for the project was adequate. No Final EIR was ever filed for the project. In December of 2003, an ENF was filed for the Owen District Road Development (EOEA #13170), a warehouse, office and distribution facility. A Certificate on the ENF was issued in January 2004 that set forth a scope for an EIR. No subsequent MEPA filings were made for this project.

Jurisdiction and Permitting

The project is undergoing MEPA review and requires the preparation of an EIR pursuant to Section 11.03(1)(a)(1) and 11.03(1)(a)(2) of the MEPA regulations, because it will result in the direct alteration of more than 50 acres of land and the creation of more than 10 acres of new impervious surface; and Section 11.03(6)(a)(6) and 11.03(6)(a)(7), because the project will result in more than 3,000 new average daily trips (adt) and require the construction of more than 1,000 new parking spaces. The project also exceeds the following ENF review threshold: Section 11.03(6)(b)(1)(b) because the project will require the widening of an existing roadway by four or more feet for ½ or more miles.

The project requires the following permits and/or review: a National Pollutant Discharge and Elimination System (NPDES) Construction General Permit from the U.S. Environmental Protection Agency (EPA); a Sewer Connection/Extension Permit, an Air Quality Control Permit, and possible a 401 Water Quality Certificate from the Department of Environmental Protection (DEP); an Access Permit and a Traffic Signal Permit from the Massachusetts Highway Department (MHD); and review from the MA Division of Fisheries and Wildlife (DFW) Natural Heritage and Endangered Species Program (NHESP) and the Massachusetts Historical Commission (MHC). At the local level, the project requires Site Plan Approval and a Special Permit from the Westfield Planning Board; and an Order of Conditions from the Westfield Conservation Commission.

Because the proponent is not seeking financial assistance from the Commonwealth for the project, 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. In this case, MEPA jurisdiction extends to land alteration, stormwater, transportation, air quality, wetlands, rare species, wastewater and historic resources.

SCOPE

General

As modified by this Certificate, the proponent should prepare the Draft EIR (DEIR) in accordance with the general guidelines for outline and content found in Section 11.07 of the MEPA regulations. The DEIR should provide a history of the project site and the prior MEPA submissions, EOEAs #10498 and #13170. It should include existing and proposed site plans. The DEIR should identify and describe any project phasing.

The DEIR should include a copy of this Certificate and of each comment received, which should be addressed in the DEIR as they are relevant to this Scope. The proponent should circulate the DEIR in accordance with Section 11.01(1) of the MEPA regulations; to those who commented on the ENF; to municipal officials in the Town of Westfield; and to any state and federal agencies from which the proponent will potentially seek permits or approvals. In addition, copies of the DEIR should be made available at the Westfield public library.

Permitting and Consistency

The DEIR should include a brief description of each state permit or agency action required or potentially required, and should demonstrate that the project will meet applicable performance standards. In accordance with Executive Order No. 385, "Planning for Growth" and Section 11.03 (3)(a) of the MEPA regulations, the DEIR should discuss the consistency of the project with the local and regional growth management and open space plans. The DEIR should provide a brief discussion of the City of Westfield's recent efforts to revitalize its downtown. The perceived decline of the vitality of downtown, with increasing vacancies, was a clear concern articulated in the City's 2000 visioning report, *City at a Crossroads*. Given that the City itself is a co-proponent of the Westfield Pavilion project, the DEIR should discuss how the development of a large retail center on the proposed site will impact downtown revitalization efforts.

The DEIR should also discuss the consistency of project design with any applicable state policies. The proponent should also provide an update on the local permitting process for the project.

Alternatives

The DEIR requires a comprehensive alternatives analysis in order to ascertain which site layout minimizes overall environmental impacts and reduces the amount of impervious surface on site. The alternatives analysis should clearly demonstrate consistency with the objectives of MEPA review, one of which is to document the means by which the proponent plans to avoid, minimize or mitigate Damage to the Environment to the maximum extent feasible. In addition to the No-Build Alternative and the Preferred Alternative, the DEIR should discuss alternative building configurations and a reduced build alternative that might result in fewer impacts,

particularly on traffic, parking, wetlands and groundwater. The DEIR should fully explain any trade-offs inherent in the alternatives analysis, such as increased impacts on some resources to avoid impacts to other resources.

Land Alteration/Drainage

The project will result in the creation of 93 new acres of impervious surface on the project site. The proponent proposes to construct approximately 4,709 surface parking spaces for the project. The DEIR should explain 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 should examine the feasibility of an alternative with fewer spaces. Parking demand management should be a key component of the overall mitigation analysis.

According to the ENF, the project's stormwater management system will be designed in accordance with DEP's Stormwater Management Policy. The DEIR should include a detailed drainage plan that identifies stormwater discharge points, and describes any drainage impacts associated with required off-site roadway improvements. The DEIR should provide drainage calculations, pre- and post-construction run off rates and a detailed description of Best Management Practices. Details concerning the assumptions used in designing the stormwater system and sufficient information to demonstrate that the system meets DEP's Stormwater Management Policy should be included in the DEIR.

The project site is located within a Zone II Aquifer Protection District for the City of Westfield Municipal Wells No. 1, 2, 7 and 8 and above a portion of the Barnes Aquifer between Municipal Wells No. 7 and No.1. Flow in this portion of the aquifer is from north to south toward Well No. 1. The Barnes Aquifer is the second largest regional aquifer in Massachusetts as well as a federally designated Sole Source Aquifer that constitutes a primary water supply for three municipalities. According to the City of Westfield Water Department, the aquifer in which the wells are located is a sand and gravel aquifer. DEP's 2003 Source Water Assessment and Protection (SWAP) Report identified Wells No. 1, 2, 7 and 8 as highly vulnerable to contamination due to the absence of hydrogeologic barriers (i.e. confining clay layer) that can prevent contaminant migration from activities on the land surface. In addition, Pond Brook also flows through the Zone I of Wells No. 1 and 2 and within 100 feet of each wellhead. Reduced water quality of Pond Brook could impact the quality of water recharged to the City's wells.

The location of the proposed project in a Zone II and near Pond Brook requires that extraordinary care be taken to avoid introducing contaminants to the aquifer. The proponent must ensure that its proposed stormwater system meets or exceeds DEP's stormwater guidelines, and the DEIR should address what additional precautions will be taken to avoid the release of pollutants into surface water discharged from the site. The City of Westfield Water Department has stated that it is particularly concerned with oil, grease, heavy metals and salt. The DEIR should identify if any operations conducted on the project site pose any dangers to groundwater or are a prohibited land use in a Zone II. For example, will any of the future tenants of the development have garden centers, which may store fertilizers and chemicals on site? The DEIR should identify potential short- or long-term impacts to groundwater quality. The proponent

should discuss whether groundwater quality and quantity monitoring wells are proposed.

The proponent should discuss whether stormwater will be treated onsite or whether the project will tie into the existing municipal stormwater system or the Massachusetts Turnpike Authority (MTA) system. If the project will tie into the City of Westfield's system, the proponent should discuss if there will be a recharge deficit on site. The DEIR should indicate and discuss where the Sgt. T.M. Dion Way and the MTA drainage systems discharge in this area.

The DEIR should also describe the operations and maintenance program for the drainage system to ensure its effectiveness including a schedule for maintenance and identification of responsible parties. The maintenance program should outline the actual maintenance operations, sweeping schedule, snow removal and de-icing policies, responsible parties, and back-up systems. The proponent should note comments from the Barnes Aquifer Protection Advisory Committee (BAPAC) regarding the need for alternative de-icing practices. In response to BAPAC, the proponent should also include an Emergency Spill Response Plan in the DEIR.

I encourage the proponent to consider Low Impact Development (LID) techniques in site design and storm water 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/>. The DEIR should include a discussion of any LID measures that the proponent could incorporate into project design.

Wetlands

Wetlands within the project area consist of one contiguous wetland complex associated with Pond Brook and its riparian area. Jurisdictional resource areas at the site include the Riverfront Area, Bank, Bordering Vegetated Wetland (BVW), Bordering Land Subject to Flooding (BLSF), and Land Under Water (LUW). Currently an existing unpaved roadway crosses the wetland system. This road is proposed to be widened to four lanes as part of the project. The ENF indicates that this work will result in impacts to 4,900 sf of BVW.

In response to comments from DEP, a Determination of Applicability should be sought by the proponent and issued by the Westfield Conservation Commission as to the extent and boundaries of all wetland resource areas at the site. All resource area boundaries should be delineated using regulatory accepted methodologies and the DEIR should include plans that clearly delineate wetlands.

The DEIR 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 proponent should also discuss the impacts to wetlands resulting from the extension of sewer main along Sgt. T.M. Dion Way. The proponent should explain how the project would comply with the performance standards in the wetlands regulations and demonstrate that the alteration of resource areas has been avoided and minimized. If proposed impacts will exceed 5,000 square feet to "Waters of the Commonwealth" the proponent should discuss how the project will meet the requirements of the 401 Water Quality Certificate Program (314 CMR 9.00), including proposed mitigation.

The new road crossing will necessitate replacement and enlargement of the culvert that carries Pond Brook below the roadway. The proponent should discuss how the proposed new structure will meet or exceed the U.S. Army Corps of Engineers Stream Crossing Standards. The proponent should also consider the impact of the project to the culvert system that carries Pond Brook under the Massachusetts Turnpike.

The proponent should discuss whether it plans to provide any wetlands replication to mitigate for impacts to BVW. Typically, DEP recommends wetlands replication at a ratio of 2:1. A detailed wetlands replication plan should be provided 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 long-term monitoring.

Rare Species

According to DFW's Natural Heritage and Endangered Species Program (NHESP), there are three state-listed grassland bird species whose habitat occurs immediately adjacent to the project site (Upland Sandpiper, Grasshopper Sparrow and Vesper Sparrow). The Grasshopper Sparrow and Vesper Sparrow are state listed as "Threatened Species" and the Upland Sandpiper is listed as "Endangered" under the Massachusetts Endangered Species Act (MESA) (M.G.L. c. 131A) and its implementing regulations (321 CMR 10.00). In its review of a previously proposed project (EOEA #13170), NHESP determined that these species would not be impacted by work on the site provided that all proposed buildings are located greater than 300 feet away from the managed grasslands occurring along the western edge of the property. The proponent should commit to this condition for the current project. I also encourage the proponent to address comments submitted on the Westfield Pavilion project by members of the Mass Bird list regarding the impacts of the project on grassland birds.

In its comments on the current ENF, NHESP has stated that the *Massachusetts Natural Heritage Atlas* of Priority Habitats for Rare Species is currently being revised, and that new maps will be available by early fall 2006. The new maps for the project site will expand the boundaries of Priority Habitat to include the following species: New Jersey Tea Inchworm, Frosted Elfin, Pine Barrens Itame, and Pine Barrens Zancloclonatha. NHESP has requested that the proponent

conduct a habitat assessment for these state-listed moth and butterfly species. The habitat surveys should include botanical surveys for the host plants outlined in NHESP's comments, and the final report should include information on the abundance and locations of these plant species. The proponent should consult with NHESP staff prior to conducting the assessment.

The results of the survey will assist NHESP in determining whether the project will result in a "take" of state-listed species. If the project cannot be revised to avoid a take, then it will require a Conservation and Management permit from DFW (321 CMR 10.23). The proponent should coordinate with NHESP regarding the habitat surveys. The DEIR should describe all impacts to habitat of state-listed rare species and demonstrate compliance with the MESA. The results of all habitat assessments and field surveys, in addition to plans for the long-term management of the habitat on site and any relevant communication with the NHESP, should be included in the DEIR.

Wastewater

The project will require the construction of 1.6 miles of new sewer main to transfer to anticipated 51,734 gpd of wastewater to the Westfield municipal wastewater system. The project requires a Major Sewer Extension Permit from DEP. The proponent should document in the DEIR that it has secured permission from the City of Westfield to treat the project's wastewater flows. The DEIR should also discuss how the project will meet the performance standards for the Sewer Extension and Connection Permit program regulations at 314 CMR 7.03.

Transportation

The project is anticipated to generate 26,500 new daily vehicle trips and require 4,700 new parking spaces. The DEIR should include a transportation study prepared in conformance with the Executive Office of Environmental Affairs/Executive Office of Transportation (EOEA/EOT) Guidelines for EIR/EIS Traffic Impact Assessments and 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 mitigation measures and should describe the timing of their implementation based on the phases of the project, if any.

The DEIR should present capacity analyses and a summary of average and 95th percentile vehicle queues for each intersection within the study area. In addition, the DEIR should present a merge and diverge analysis for each ramp junction. Any proposed traffic signal must include a traffic signal warrant analysis according to the Manual of Uniform Traffic Control Devices (MUTCD) standards. The DEIR should also take into consideration projected trip generation as well as mitigation measures proposed as part of the Target Distribution Center project (EOEA #13361) and the Westpark project (EOEA #13675).

At a minimum, the traffic study should analyze the following state highway and local roadway locations:

- the Route 10 (Southampton Road)/Route 202 (North Road) intersection;
- the Route 202 (North Road)/East Mountain Road intersection;
- the Route 10/202 (Southampton Road)/Falcon Drive/Summit Lock Road intersection;
- the Route 10/202 (Southampton Road)/I-90 ramps/Friendly Way intersection;
- the Route 10/202 (Southampton Road)/Arch Road/Westfield Industrial Park intersection;
- the Route 10/202 (Southampton Road)/Holyoke Road intersection;
- the Route 10/202 (Southampton Road)/Lockhouse Road intersection;
- the Route 10/202 (Southampton Road)/Notre Dame Street intersection;

The DEIR should also include analysis of potential impacts to the major intersections of the City of Westfield's Main, Broad and Elm Street improvements project currently under design for construction by MHD. They include:

- the Route 20 (Main Street)/Nobel Street intersection
- the Route 20 (Main Street)/Meadow Street intersection
- the Route 20 (Main Street)/Taylor Ave/George St/White St
- the Route 20 (Main Street)/Free Street
- the Route 20 (Main Street)/Broad Street
- the Route 20 (Main Street)/Route 10/202 (Elm Street)/School St/Park Square
- the Court Street/Elm St/Broad St/Park Square
- the Broad Street/Fire Station
- the Broad Street/East Silver St/West Silver St/South Broad St

It should also include analysis of the new proposed intersections in Westfield included in the MHD's Great River bridge project, which are:

- the Route 202 (North Elm Street)/Elm Street Spur
- the Route 202 (North Elm Street)/Pochassic Street
- the Union Avenue/Pochassic Street
- the Route 202 (North Elm Street)/Union Avenue
- the Union Avenue/Union Street

The DEIR should include conceptual plans for the proposed roadway improvements that should be of sufficient detail 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 improvement 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.

In response to comments from the MTA, the DEIR should also conduct an analysis of the current and future capacity of the MTA Interchange No. 3 toll plaza. The proponent's 10% design includes construction of a bridge over the Turnpike and access to the site via Sgt. T.M.

Dion Way which runs adjacent to Westfield State Police Barracks and other MTA property containing a salt shed, temporary concrete barrier storage yard, and a special projects construction storage yard. The DEIR should discuss whether any additional right of way will need to be acquired from the MTA or from the Barnes Municipal Airport for this access. If takings or easements are required, the proponent should conduct an analysis of the impact on MTA and airport operations.

Transportation Demand Management

The DEIR should include a comprehensive Transportation Demand Management (TDM) program that investigates all feasible measures aimed at reducing site trip generation. The TDM program should identify measures and incentives to encourage the use of alternative modes such as transit, walking, and bicycling. The proponent should note suggested measures outlined by DEP in their comments. The program for this project should also include quantitative measures for each considered mode to demonstrate improvements. The project proponent should closely work with the Pioneer Valley Transit Authority and other area transit providers to evaluate the feasibility of extending bus service to the site. The proponent should provide clear commitment to implement and continuously fund any evaluated TDM measures deemed feasible to sustain and/or increase mode usage over time to ensure a balanced and functional transportation system along the corridor.

Air Quality

The projected vehicle trips from the project triggers DEP's requirement that the proponent conduct an air quality mesoscale analysis to determine if the proposed project will increase the amount of volatile organic compounds (VOCs) and nitrogen oxides (NOx) in the project area and to assess the project's consistency with the Massachusetts State Implementation Plan (SIP). The mesoscale analysis should be conducted following guidelines set forth in DEP's comment letter on the ENF. If the analysis indicates an increase in VOC and NOx emissions, the proponent must develop mitigation measures to offset the increase. The results of the analysis and a description of any required mitigation should be submitted with the DEIR. The DEIR should also address DEP's comments related to idling, delivery restrictions, and construction period air quality.

The ENF indicates that the project will include an emergency generator that may need an air permit (plan approval). The proponent should demonstrate in the DEIR that the generator is in compliance with DEP regulations at 310 CMR 7.00.

Historic Resources

In response to comments from the Massachusetts Historical Commission (MHC), the proponent should conduct an intensive (locational) archaeological survey for the project area in accordance with 950 CMR 70. The purpose of the intensive survey, which must be conducted under a permit from the State Archaeologist, is to locate and identify any historic or archaeological resources that may be affected by the proposed construction. The proponent

should consult with MHC regarding the survey and should provide an update in the DEIR on any potential historic resources at the site and measures that will be taken to avoid impacts to historic resources. The proponent should note comments from MHC requesting that no sensitive archaeological site locational data be disclosed in public documents.

Sustainable Development

The proponent should evaluate sustainable design alternatives that can serve to avoid or minimize potential environmental impacts. Such alternatives may also reduce project development and long-term operational costs. The DEIR should discuss sustainable design alternatives evaluated by the proponent and describe measures proposed to avoid and minimize environmental impacts. Such measures may include:

- Leadership in Energy and Environmental Design (LEED) certification;
- water conservation and reuse of wastewater and stormwater;
- use of renewable energy;
- ecological landscaping;
- optimization of natural day lighting, passive solar gain, and natural cooling;
- an annual audit program for energy and water use, and waste generation;
- energy-efficient Heating, Ventilation and Air Conditioning (HVAC), lighting systems, and appliances, and use of solar preheating of makeup air;
- use of building supplies and materials that are non-toxic, made from recycled materials, and made with low embodied energy;
- incorporation of an easily accessible and user-friendly recycling system infrastructure into building design; and
- implementation of a solid waste minimization and recycling plan.

Airport Issues

The proponent should address the concerns of the Westfield Airport Commission regarding the impact of the proposed project on the operations of the Westfield-Barnes Airport and on Federal Aviation Administration and Massachusetts Aeronautic Commission regulations.

Construction Period Impacts

The DEIR should include a discussion of construction phasing, evaluate potential impacts associated with construction activities and propose feasible measures to avoid or eliminate these impacts. I encourage the proponent to consider participating in DEP's Clean Construction Equipment Initiative consisting of an engine retrofit program and/or use of low sulfur fuel to reduce exposure to diesel exhaust fumes and particulate emissions during construction.

Mitigation

The DEIR should contain 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

