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July 11, 2007

CERTIFICATE OF THE SECRETARY OF ENERGY AND ENVIRONMENTAL AFFAIRS
ON THE
NOTICE OF PROJECT CHANGE

PROJECT NAME : Colony Place (formerly Plymouth Gateway)
PROJECT MUNICIPALITY : Plymouth
PROJECT WATERSHED: : South Coastal
EOEA NUMBER : 12868
PROJECT PROPONENT : Saxon Real Estate Partners
DATE NOTICED IN MONITOR : June 11, 2007

As Secretary of Environmental Affairs, I hereby determine that the Notice of Project Change (NPC) filed on this project warrants additional environmental review in the form of a Supplemental Environmental Impact Report (EIR).

Project Description

As described in the Final EIR, the project involved development of 864,700 square feet (sf) of new retail space on a 140-acre site in Plymouth and Kingston abutting Route 44 and Commerce Way. The site previously consisted of a sand and gravel removal operation and did not contain any buildings or paved surfaces. The project proposed the construction of nine new buildings, access drives and other associated infrastructure. The project is served by municipal water and sewer. Approximately, 572,000 square feet of retail and restaurant space has been constructed as of the date of the NPC filing.



Project Change

The NPC describes the addition of a 27.87-acre parcel, located to the south and west of the existing project, to allow a 250,000 sf expansion of the shopping plaza. At full build-out, the project will include a total of 1,115,000 sf retail space. The site is located within the Zone II of a Public Water Supply. The site does not contain any buildings or paved surfaces. It is bounded by Colony Place to the north, a residential subdivision to the south, Lot 1 and the Hampton Inn Plaza to the east and undeveloped land to the west.

An extension of Plaza Way, located on Commerce Way across from Industrial Park Road, will provide access to the expansion. The project change will increase traffic generation by 4,950 average daily vehicle trips (adt) on a weekday for a total of 31,730 adt. An additional 1,125 parking spaces will be constructed for a total of 5,353.¹ The project will add 17 acres of new impervious area to the existing 110 acres of impervious surfaces. The project change will require re-design and expansion of the stormwater system. Stormwater Management Area C will be expanded to treat and discharge new flow. Clean roof-top runoff will be recharged through a combination of aboveground and underground recharge areas. Water use will increase by 16,935 gpd for a total of 92,935 gpd and wastewater generation will increase by 12,500 gpd for a total of 92,935 gpd.

Permits and Jurisdiction

The original project was subject to MEPA review and required the preparation of an EIR pursuant to Section 11.03 (1)(a)(1), 11.03 (1)(a)(2), 11.03 (6)(a)(6) and 11.03 (6)(a)(7) of the MEPA regulations because it requires a state permit and will alter over 50 acres of land, create over 10 acres of new impervious surface, generate over 3,000 new vehicle trips, and create over 1,000 new parking spaces. The project required a Sewer Connection Permit from the Department of Environmental Protection (MassDEP), and an Access Permit from the Massachusetts Highway Department (MassHighway). The project required a National Pollutant Discharge Elimination System (NPDES) Stormwater Permit for construction activities.

The project change requires additional MEPA review in the form of a Supplemental EIR pursuant to Section 11.10 (6) and 11.03 (1)(a)(2), 11.03 (6)(a)(6) and 11.03 (6)(a)(7) because it consists of a significant increase in environmental impacts, requires a state permit and will create over 10 acres of new impervious surface, generate over 3,000 new vehicle trips and create over 1,000 new parking spaces. The project change requires an Amended Access Permit from MassHighway. In addition, it will require a NPDES Stormwater Permit for construction activities.

Because the proponent is not seeking financial assistance from the Commonwealth for the project, MEPA jurisdiction is limited to those aspects of the project within the subject matter of required or potentially required state permits that may have significant environmental impacts. These include land alteration, traffic/transportation, air quality and wastewater.

¹ Page 4 of the NPC identifies 5,439 parking spaces at full build-out. The Supplemental EIR should address this inconsistency.

Traffic and Transportation

The NPC includes a traffic study that appears consistent with the EOEEA/Executive Office of Transportation (EOT) Guidelines for EIR/EIS Traffic Impact Assessments. The scope of the analysis is consistent with the original traffic study and includes growth associated with the many large projects that are in construction or planned throughout the area, several of which are undergoing separate MEPA review. The project will generate a significant amount of new traffic. The NPC summarizes roadway improvements that will be implemented to minimize the traffic impacts associated with this project.

The traffic analysis indicates that additional traffic impacts associated with this project can be mitigated; however, comment letters identify issues with existing and future mitigation that should be addressed in the Supplemental EIR. Previous mitigation commitments required the proponent to install a traffic signal at the Commerce Way/Route 44 westbound ramps intersection when warranted. Comments from EOT indicate that this should remain a project commitment. The EIR should include an updated signal warrant analysis for this intersection and conceptual designs. In addition, EOT comments indicate that the proponent should commit to a closed loop interconnected and coordinated traffic signal system along Commerce Way, between Route 44 and Route 80. The EIR should include updated Section 61 Findings and a revised letter of commitment reflecting additional mitigation measures.

The Old Colony Planning Council (OCPC) and the Town of Kingston have requested that the project proponent analyze traffic impacts associated with the Commerce Way/Cherry Street intersection. As noted before, several large projects are planned in this area and are undergoing separate MEPA review, including the Independence Mall Theatery (EOEA #14024). Analysis of this intersection and the project's impact on it would facilitate understanding of the traffic network in this area and the effectiveness of proposed mitigation. I request that the proponent include this intersection in its traffic analysis, provide the results in the Supplemental EIR and address how proposed mitigation by others (i.e. extension of William Gould Way to create a four way intersection) would impact the project's traffic impacts.

The traffic study describes mitigation that will be completed in the project area by other project proponents. Comments from OCPC request that the proponent address whether it will implement the signal timing optimization plan in the event that it is not implemented by the Four OC LLC project proponent.

Air Quality

The requirement to conduct a mesoscale air quality analysis for this project was waived because the proponent demonstrated that no intersections in the traffic study area met the criteria specified in the Secretary's scope for the EIR (roadway links that are projected to experience an increase of 10% or more in traffic due to the project and that currently operate at Level of Service D or lower, or will degrade to Level of Service D or lower as a result of the project). The Supplemental EIR should either demonstrate that the intersections in the traffic study area do not

meet the criteria (based on cumulative traffic generation associated with the project) or it should include a mesoscale air quality analysis.

The purpose of the mesoscale analysis is to determine whether and to what extent the proposed project will increase the amount of volatile organic compounds (VOCs) and nitrogen oxides (NO_x) in the project area. The mesoscale analysis will also be used to determine if the project will be consistent with the Massachusetts State Implementation Plan for Ozone (SIP). This analysis should be conducted in accordance with MassDEP Guidelines for Performing Mesoscale Analysis of Indirect Sources. The proponent should consult with MassDEP for guidance and for confirmation of the appropriate study areas. If hydrocarbon emissions are greater than the No Build scenario, the EIR should identify measures to mitigate these increases and quantify their air quality benefits.

The Section 61 Findings for this project require the proponent to develop a Transportation Demand Management (TDM) program to mitigate the traffic and air quality impacts associated with this project. The Supplemental EIR should include a status report on the TDM program and identify how it can be strengthened to mitigate the significant increase in traffic generation. Also, it should include a site circulation plan illustrating access and infrastructure for vehicles, pedestrians, cyclists and buses. Comments from the Greater Attleboro Taunton Regional Transit Agency (GATRA) indicate that the efficiency and effectiveness of transit operations at the site will be supported by a comprehensive review of the existing traffic and transit infrastructure and operations on the site and identification of necessary improvements. The proponent should consult with GATRA and the Town of Plymouth regarding on-site circulation and infrastructure improvements necessary to ensure safe and convenient access to transit (e.g. crosswalks, bus shelters, signage, lighting). In addition, I note that other large retail projects provide an operating subsidy to GATRA (e.g. Independence Mall) and provision of a subsidy by this proponent would be appropriate.

Parking

As noted previously, the project will include a significant increase in parking and related impervious surfaces. Efforts to minimize parking supply can be an important incentive to using transit or otherwise minimizing single occupancy vehicle (sov) trips to the site. In addition, it can minimize the creation of impervious surfaces.

In response to previous direction from the MEPA office to minimize the amount of impervious surfaces by reducing the amount of parking or buildings, the proponent committed to reduce the amount of surface parking by approximately 10% from 4,716 spaces to 4,228 spaces and replaced it with landscaped areas that would only be built upon if warranted by demand.

These spaces will be constructed as part of the project expansion and impervious surfaces associated with this project will increase to 110 acres. The Supplemental EIR should include a parking analysis that identifies the existing parking supply, evaluates existing and future parking demand and identifies the parking ratio for this project. The Supplemental EIR should identify

measures to reduce the parking supply and associated impacts.

Mitigation

The NPC summarizes mitigation measures related to the project and provides an updated draft Section 61 Finding. The Supplemental EIR should include revised Section 61 Findings and a letter of commitment for use by MassHighway. The Section 61 Findings should identify the schedule for implementation and associated costs of mitigation measures.

Comments

The Supplemental EIR should contain a copy of this Certificate and a copy of each comment received. The Supplemental EIR should respond to the comments received, to the extent that the comments are within MEPA subject matter jurisdiction. I defer to the proponent as it develops the format for this section, but the Response to Comments section should provide clear answers to questions raised. The Supplemental EIR should present additional narrative and/or technical analysis as necessary to respond to the concerns raised.

Circulation

The Supplemental EIR 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 each state and local agency from which the proponent will seek permits or approvals. A copy of the Supplemental EIR should be made available for public review at the Plymouth and Kington public libraries.

July 11, 2007

Date



Ian A. Bowles

Comments received:

- 7/2/07 Department of Environmental Protection/ Southeast Regional Office (MassDEP/SERO)
- 7/2/07 Executive Office of Transportation (EOT)
- 7/9/07 EOT revised letter
- 7/2/07 Old Colony Planning Council
- 7/2/07 Town of Plymouth
- 7/2/07 Town of Kingston/Office of Town Planner
- 7/2/07 Greater Attleboro Taunton Regional Transit Authority

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