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August 1, 2007

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

PROJECT NAME: Fall River Executive Park
PROJECT MUNICIPALITY: Fall River and Freetown
PROJECT WATERSHED: Taunton
EEA NUMBER: 12902A
PROJECT PROPONENT: Fall River Redevelopment Authority
DATE NOTICED IN MONITOR: June 25, 2007

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 the Supplemental Draft Environmental Impact Report (SDEIR) submitted for this project **adequately and properly complies** with MEPA and its implementing regulations. The Proponent may prepare and submit the Final Environmental Impact Report (FEIR) for MEPA review.

The Fall River Executive Park (FREP) project has previously been reviewed by MEPA in conjunction with the Route 24 Access Improvements project under one file number, #12902. The SDEIR and all previous MEPA submissions were jointly submitted by the Fall River Redevelopment Authority (FRRA) and the Massachusetts Highway Department (MassHighway). In the SDEIR, the FRRA and MassHighway have requested that I allow the two elements of the project – the FREP and the new interchange proposed as part of the Route 24 Access Improvements project – to be considered as two separate projects for the remainder of MEPA review. In a separate Certificate issued today, I have amended the December 16, 2002 Special Review Procedure (SRP) that was established for the project such that the FRRA is now designated the Proponent for the FREP and MassHighway is the Proponent for the Route 24

interchange project. The Fall River Executive Park shall now be referred to as EEA# 12902A, and the Route 24 Access Improvements Project shall now be EEA #12902B.

As a result of the designation of separate Proponents for each project, I am today issuing two Certificates on the SDEIR and will allow the preparation of separate FEIRs for the FREP and the Route 24 Interchange project. This Certificate responds to information presented in the SDEIR on the design, environmental impacts and proposed mitigation for the FREP and outlines issues that must be addressed in the FEIR by the FRRA. All references to the Proponent in the body of this Certificate refer to the FRRA. All references to the project in this Certificate refer to the FREP. A separate Certificate on the SDEIR has been issued to MassHighway for the Route 24 Access Improvements project.

Project Description

The proposed development of the Fall River Executive Park (FREP) and the construction of a new interchange on Route 24 are interrelated projects that include several interconnected elements, including the conveyance of 300 acres of land owned by the Department of Conservation and Recreation (DCR) and currently part of the Freetown-Fall River State Forest to the City of Fall River for the development of up to 3,000,000 square feet (sf) of office/industrial space for the FREP. The proposed transfer is one of the largest contemplated dispositions of DCR forest and park land in the agency's history. In return, the City of Fall River will convey a Conservation Restriction (CR) on approximately 4,300 acres of City-owned water supply lands to DCR and the Division of Fisheries and Wildlife (DFW). The CR will provide permanent protection to a large parcel, which when taken together with already protected adjacent parcels will create a contiguous 14,000-acre area of protected open space known as the Southeastern Massachusetts Bioreserve. The City will also provide \$2.45 million to the Trustees of the Reservations (TTOR) to aid in additional open space acquisition. The project design is governed by the requirements of Chapter 266 of the Acts of 2002; a Memorandum of Understanding (MOU) among the Executive Office of Energy and Environmental Affairs (EEA), DFW, DCR, the City of Fall River, the Fall River Redevelopment Authority (FRRA) and the TTOR (August 7, 2000); and the December 2002 SRP.

The 293-acre site of the proposed Fall River Executive Park is located on the easterly side of Route 24 between Exits 8 and 9 in Fall River and Freetown. The site is located north of the former Fall River Airport, now known as Commerce Park. Of the 293 acres on the site, just over 49 acres are located in the Town of Freetown and the remaining 244 acres are located in the City of Fall River. The 4,300 acres of land proposed for conservation include 680 acres of wetlands, almost 700 acres of floodplain, 144 acres of rare species habitat and 195 acres of aquifer area. In contrast, the 300-acre parcel proposed for development includes no aquifer area, no rare species habitat and no floodplains.

The SDEIR presents a conceptual Master Plan for the FREP that designates a corporate campus comprised of 1.5 million square feet of office space in 11 three- and four-story buildings, and capacity for another 1.5 million square feet of office space within another 11 buildings. The proposed development will include interior access roadways, parking, stormwater management

facilities, landscaped areas and infrastructure to support the office uses. The current concept plan provides approximately 86 acres of the site adjacent to the State Forest as a natural area. Development will be concentrated on the western part of the site adjacent to Route 24 and the existing Fall River Commerce Park.

To provide transportation access for the FREP and other development in the area, MassHighway proposes a new interchange on Route 24 between the existing interchanges 8 and 9. Development of the new interchange and access roadways will primarily occur on 35 acres of land in private ownership and approximately 7 acres of former State Forest land. The former State Forest land required for the interchange is part of the 300-acre land swap. MassHighway also proposes the construction of a new public roadway through the FREP, to be known as Executive Park Drive; a connecting access road between the new interchange and Executive Park Drive; and a new loop road from the proposed interchange west to South Main Street in Freetown.

MEPA Jurisdiction/Required Permits

The project is undergoing MEPA review and requires the preparation of an EIR pursuant several sections of the MEPA regulations at 301 CMR 11.03. The project meets or exceeds the following mandatory EIR thresholds:

Land

- Section 11.03 (1)(a)(1) - Direct alteration of more than 50 acres of land
- Section 11.03 (1)(a)(2) - Creation of more than 10 acres of new impervious surface

▪ Transportation

- Section 11.03 (6)(a)(2) - Generation of more than 3,000 new vehicle trips per day from a single location
- Section 11.03 (6)(a)(7) - Construction of more than 1,000 new parking spaces at a single location

The project also meets or exceeds Environmental Notification Form (ENF) review thresholds related to Article 97 lands, wastewater and possibly archaeological impacts.

The project will require a National Pollutant Discharge Elimination System (NPDES) Construction General Permit from the U.S. Environmental Protection Agency (EPA); a Sewer Extension Permit from the Department of Environmental Protection (MassDEP); an Access Permit from MassHighway; a land transfer from the DCR; possible review from the Massachusetts Historical Commission (MHC); and several local permits from the Town of Freetown and the City of Fall River. Because the project involves a state land transfer, MEPA jurisdiction extends to all aspects of the project that may cause significant Damage to the Environment as defined in the MEPA statute.

Review of the SDEIR

The purpose of MEPA review is to ensure that a project Proponent studies feasible alternatives to a proposed project; fully discloses environmental impacts of a proposed project; and incorporates all feasible means to avoid, minimize, or mitigate Damage to the Environment as defined by the MEPA statute. I have fully examined the record before me, including but not limited to the Scope issued on July 15, 2005, the SDEIR filed in response; and the comments entered into the record. I find that the SDEIR is sufficiently responsive to the requirements of the MEPA regulations and the Scope to meet the regulatory standard for adequacy.

While I am finding the SDEIR to be adequate, there are several significant issues that remain to be addressed in the FEIR. The Fall River Executive Park project and the Southeastern Massachusetts Bioserve present an excellent opportunity to make real achievements in environmental protection, economic development and sustainable development. As stated in the Certificate on the Environmental Notification Form, this project and the Bioserve should showcase the Commonwealth's efforts to demonstrate that the protection of the environment and economic vitality are mutually attainable, and indeed complementary goals. I also concur with DCR, who states in its comments on the SDEIR, that as the proposed development will be constructed on what was once public open space land, the Proponent should demonstrate a higher commitment to sustainable design and environmental sensitivity than what might be expected in a typical office park construction project.

Numerous measures are proposed in the SDEIR, that, if implemented could help to make the FREP a model of green design and sustainable development. However, because many elements of the Executive Park remain conceptual and no tenants have been identified, the Proponent has not committed to specific sustainable design improvements that would help to minimize the environmental impacts of the proposed project. The challenge of committing to specific elements of project design at a conceptual stage can also be seen in a positive light, as many opportunities still remain to refine the project in ways that minimize environmental impacts.

In the FEIR, the Proponent should commit to and identify funding and responsible parties for a program of sustainable design measures that will be implemented at the FREP regardless of the type of future tenants. I expect that these measures will include green building strategies to minimize energy consumption at the Executive Park, site design strategies to discourage single occupancy vehicle travel to and from the site, and other strategies to protect environmental resources and protect the ecological integrity of the Freetown/Fall River State Forest and the Taunton River Greenway.

Lastly, I direct the Proponent to consult with the Executive Office of Transportation on plans for the South Coast Rail project. The provision of commuter rail service in the vicinity of the FREP would significantly reduce adverse impacts related to congestion and air quality from the proposed project. The MEPA review of the project at this time offers an important opportunity to provide synergies between the South Coast Rail project and this major development and provide enhanced environmental and economic benefits.

The FEIR should respond to the issues outlined in this Certificate and respond in detail to comments submitted on the SDEIR. While the FREP project will hereafter progress through MEPA review independent of the Route 24 Access Improvements project, there still remain several interconnected issues related to project design and impact for the two projects. Furthermore, both projects are dependent on the successful execution of the land swap between DCR and the City of Fall River, which has not yet occurred. The Proponent must continue to coordinate closely with MassHighway during project planning and construction, and during the implementation and monitoring of mitigation, to ensure that the environmental protection, economic development and transportation improvement goals of the project are met.

SCOPE

General

The FEIR should contain a copy of this Certificate and a copy of each comment received on the SDEIR. The FEIR should respond to the comments received, to the extent that the comments are within MEPA subject matter jurisdiction. The FRRA should respond to specific comments on the FREP and MassHighway and should respond to specific comments on the interchange project. All comments should be reviewed by both Proponents. I strongly encourage FRRA and MassHighway to coordinate on the Response to Comments sections of the FEIR to ensure that all comments are adequately addressed. The FEIR should present additional narrative and/or technical analysis as necessary to respond to the concerns raised.

The FEIR 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 Fall River and Freetown officials. Both the FREP and Route 24 Interchange FEIRs should be circulated to all commenters on the SDEIR, regardless of whether comments may have focused only on one aspect of the project. A copy of the FEIR should be made available for public review at the Fall River and Freetown Public Libraries.

Status of Land Transfer

In conjunction with MEPA review of the project, the FRRA requested the establishment of a Special Review Procedure in accordance with Section 11.09 of the MEPA Regulations that would provide for the transfer of the 300-acre State Forest parcel from DCR to the City prior to completion of the EIR process for the project as a whole. The Special Review Procedure request was outlined in a December 16, 2002 Certificate.

The DCR has stated that it is prepared to sign off on disposition of the 300 acres in advance of the FEIR provided that the following conditions are met:

The City must submit to MEPA a Conservation Restriction (CR) on the 4,300 acres of City of Fall River watershed land that allows for certain activities related to public access. This CR is to be held by DCR and DFW;

- DCR and DFG must submit written confirmation that the terms of the CR are acceptable;
- DEP must submit written confirmation that the terms of the CR are not inconsistent with DEP's drinking water supply regulations and policies; and
- Suitable language, for insertion in the Commonwealth's deed to the 300 acres, must be prepared to ensure that all mitigation activities described in Section 61 Findings and MEPA Certificates will be carried out by FRRA or any subsequent owner or tenant.

The Proponent provided an update on the status of the land transfer at the time of the filing of the SDEIR:

- In accordance with the requirements of the legislation authorizing the state to transfer the land to the FRRA, the City of Fall River has placed the purchase price in escrow with the TTOR.
The City has developed a management plan for the Bioreserve.
- The plan for the Executive Park Master Plan includes the buffer and development characteristics in accordance with legislative and programmatic requirements.
- The City has approved the terms and condition of the CR, and is awaiting the completion of title and survey work on behalf of the state before the document is signed.
- Prior to transfer, the state needs to transmit the Inspector General's report on the transfer process to the Legislative Leadership as is identified in the enabling legislation.

In its comments on the SDEIR, DCR states that the terms of the CR have been approved by the City and DCR and DFW, and DCR anticipates that the CR will be executed by the city when the exhibits have been finalized. I remind the Proponent that a clear commitment to sustainable design, access management, trail replacement and other mitigation measures must be fully outlined in the updated Section 61 Findings submitted as part of the FEIR. In the FEIR, the Proponent should provide an update on the land transfer and on each condition outlined in the 2000 MOU. The Proponent should provide draft language for insertion into the deed on the 300 acres of DCR land that will secure mitigation commitments at the Executive Park in perpetuity.

Alternatives

Development on the FREP site will be clustered to allow for the greatest amount of functional open space. Development will be concentrated on the western part of the site near Route 24 and the existing Fall River Commerce Park. With construction of the new interchange, construction phasing of the FREP can occur with initial phases being developed close to Route 24 and expanding southward towards the Fall River Commerce Park as market conditions warrant. Plans submitted with the SDEIR contain the same general layout and amount of development as shown in the ENF; however, on the east of the proposed roadway, the area of development has been reduced somewhat and shifted to provide a more consistent setback from the wetland resources in the area. The Proponent should clarify in the FEIR the total amount of land alteration required and impervious surface that will be created at the FREP.

The design provides approximately 86 acres of the site adjacent to the State Forest as a natural area. The buffer includes almost 24 acres of the approximately 27 acres of wetlands on the site and almost 64 acres of uplands. The purpose of the buffer space is to protect Rattlesnake Brook and its surrounding watershed, as well as to provide additional separation between the FREP and the Southeastern Massachusetts Bioserve. 43 acres of the 86-acre buffer will be placed under a Conservation Restriction to be held by a land trust or other organization identified by DCR, as required by Chapter 266 of the Acts of 2002. The Proponent should consider placing the entire 86 acres into a CR for the purposes of land stewardship consistency. According to the SDEIR, as planning for the FREP progresses beyond the current conceptual stage, the FRRA will work with DCR to develop a management plan for the entire 86-acre buffer area and to establish or identify an entity that will be responsible for the management and maintenance of the buffer area. Information about the management of the buffer area should be included as part of the FEIR submittal.

The SDEIR presented a reduced build alternative based on how much development in the FREP could be accommodated by planned improvements at Exit 8 without adding a new interchange. The analysis revealed that only 400,000 sf of space could be built in the FREP without overwhelming the intersections at Route 8, and that therefore the proposed interchange is necessary to support the development. Approximately 3.3 million sf of additional development can be accommodated on Route 24 before capacity improvements are needed on the highway.

A total of 12,000 parking spaces are planned for the proposed three million square feet of office space at the FREP. This provides a ratio of four spaces per thousand square feet. The Proponent states in the SDEIR that parking demand for the project will ultimately be determined by the type of organizations occupying the FREP, the success of Transportation Demand Management measures, and the provision of commuter rail service to the area. In the FEIR the Proponent should provide an update on parking requirements based on its consultation with the Executive Office of Transportation on potential linkages between the FREP and the South Coast Rail Project.

The concept plan for the Executive Park presented in the DEIR and SDEIR proposes that approximately 3,900 spaces be provided in parking structures. This represents approximately one-third of the total parking planned for the site and would require 16 fewer acres of impervious surface than if all parking was surface parking. In response to the Certificate on the DEIR, the Proponent states in the SDEIR that the financial feasibility of additional structured parking is dependent on the types and mix of tenants.

In the FEIR, the Proponent should continue to evaluate measures to eliminate surface parking at the Executive Park in order to reduce the creation of new impervious surface and to create disincentives to single occupancy vehicle travel. The Proponent should consider measures such as the provision of compact spaces or the use of permeable paving in some areas of the Executive Park that could help to reduce the size of the parking field. Parking demand management should be a key component of the overall mitigation analysis.

The Proponent should also present an alternative site layout in the FEIR that incorporates design standards that serve to discourage automobile travel to the site and to create safe and effective connections for cyclists, pedestrians and public transit users. The current site plan presented in the SDEIR focuses exclusively on providing efficient access to and travel through the site via automobile. The Proponent should commit to encouraging pedestrian and bicycle activity through the provision of walk/bike paths and amenities (e.g. on-site showers, bicycle racks, etc.) through and to and from the site. The site layout should clearly illustrate how vehicles, pedestrians and cyclists will access the site. This alternative should support safe and convenient access to the potential South Coast Rail station to maximize transit use by employees.

Land Alteration and Drainage

The FRRA is responsible for the stormwater management for runoff from the FREP project. MassHighway will be responsible for treating stormwater from the new interchange and associated access roads and from the Executive Park Drive. I direct the two Proponents to coordinate regarding the design of their respective stormwater management systems. The proposed FREP is located within the watershed of Mother's Brook and Rattlesnake Brook. There are no existing stormwater management systems within the area of the proposed Executive Park.

The stormwater management system for the FREP will include structural and non-structural Best Management Practices (BMPs) to treat stormwater runoff and achieve Total Suspended Solid (TSS) rates of greater than 80%. The proposed grading of the project area for the Executive Park promotes overland flow of stormwater across areas of natural vegetation to the wetland boundaries. Where overland flow is not possible, a closed drainage system will be installed to convey stormwater runoff from the project. At low spots throughout the site, 4-foot deep sump catch basins will be placed to collect flow, and runoff will be conveyed to the stormwater quality swales through 12-inch pipes. The closed drainage system will discharge stormwater to vegetated swales to be located along the wetland perimeter. The Proponent calculated the peak flow rates for existing and proposed conditions for the 2-, 10-, 25- and 100-year storm events at the Executive Park site. In all cases, the peak runoff rate is either reduced or remains equivalent during proposed conditions.

The DEIR presented a stormwater management plan and demonstrated the plan's compliance with the Massachusetts Stormwater Management Policy, EPA's NPDES Stormwater General Permit for Construction Activities, and the Massachusetts Wetlands Protection Act. The stormwater management system will incorporate a number of Low Impact Design (LID) measures such as vegetated swales and rain gardens to help reduce runoff and non point source pollution from the project.

During project construction, erosion and sedimentation (E&S) control BMPs will be installed prior to site clearing and grading. The Proponent provided a description of the following E&S control measures to be implemented: hay bale perimeter controls; site fence barriers; storm drain inlet protection; stone construction exit; hay bale check dams; temporary sediment basins; and vegetative slope stabilization. The E&S control measures will be routinely

inspected and maintained throughout construction until structures have been completed and exposed soils are vegetatively stabilized. Post-construction site management practices will include regular street sweeping, litter removal, enclosure and maintenance of dumpsters, and restrictions on the use of salt and other de-icing agents.

The Proponent should respond in the FEIR and in updated Section 61 Findings to comments from DCR regarding the quality and quantity of runoff to Rattlesnake Brook and Mother's Brook. The Proponent should describe how proposed infiltration measures will not negatively impact groundwater recharge and flow to Rattlesnake Brook. The Proponent should clarify responsibility for maintenance of structural and non-structural BMPs in the FEIR.

Wetlands

A total of ten federally- or state-regulated wetlands were identified within or adjacent to the project site for the FREP and the proposed interchange, including Bank, Bordering Vegetated Wetlands (BVW), Land Under Water Bodies and Waterways (LUWW), Riverfront Area, Vernal Pools and Isolated Wetlands. Development within the FREP will not result in any impacts to jurisdictional wetlands or buffer zone. The FREP does not require any local or state wetlands permits.

Wastewater and Water Supply

The Executive Park portion of the project will receive domestic and fire protection water service from the Fall River municipal system via an extension of the existing City of Fall River 12-inch water main from South Main Street. A redundant 12-inch water main connection is also proposed to the south via Commerce Drive. The Proponent should clarify the length of new water main required for the project. Projected water usage for the project is estimated at 285,000 gallons per day (gpd). The Proponent stated in the DEIR that the proposed office park will be designed with low-flow plumbing fixtures and water saving devices. A letter from the City of Fall River Sewer Commission submitted with the SDEIR states that the municipal water system has sufficient capacity to accommodate the FREP project and that final water pressure requirements will determine if any water distribution system improvements are needed. The FEIR should provide an update on this issue and state whether a BRP WS 32 permit is required from MassDEP.

The Proponent proposes to construct an on-site gravity sewer system throughout the park, extending beyond the southern property border into an existing, municipal 12-inch sewer main. Construction of the wastewater system will require a Sewer Extension Permit from MassDEP. The FEIR should state the length of new sewer main that will be constructed for the project. The FREP is projected to generate 225,000 gpd of wastewater, which will be treated at the City of Fall River Wastewater Treatment Plant. The plant has a total capacity of 75 million gallons per day; according to the City of Fall River, adequate capacity exists to service the proposed development.

The portion of the FREP located in Freetown will require an amendment to the existing Intermunicipal Agreement for Drinking Water Services and Wastewater Treatment Services between the City of Fall River and the Town of Freetown. In the DEIR, the Proponent stated that the collection system from the sewer interceptor in Commerce Park to the treatment plant may need to be upgraded to support the proposed development. The FEIR should provide an update on this issue and should describe the upgrades that are needed to support the fully built FREP. The Proponent should consult with MassDEP regarding permitting requirements and mitigation related to wastewater.

Transportation

The 21,185 average daily trips (atd) and the new interchange will have a dramatic impact on traffic patterns in the project area. An Access Permit is required from the MassHighway for access to Route 24.

The DEIR included a 3-stage Traffic Impact and Access Study (TIAS) prepared in conformance with the Executive Office of Environmental Affairs/Executive Office of Transportation Guidelines for EIR/EIS Traffic Impact Assessment. Anticipated additional development in the area, including Freetown Riverfront Park, the Campanelli Business Park, the Fall River Commerce Park, as well as the proposed FREP at full build, were analyzed in the DEIR for their impact on Route 24 and nearby interchanges. The TIAS indicated that the FREP project at full build will have traffic impacts at several state highway locations and traffic conditions are expected to degrade as a result.

In the SDEIR the Proponent responded to specific comments from EOT and the Southeastern Regional Planning and Economic Development District (SPREDD) regarding the TIAS and the project's potential traffic impacts. In its comments on the SDEIR, EOT states that the TIAS needs to be updated again to reflect several developments proposed in the vicinity of the FREP, such as Payne's Crossing (EEA #1982), that were not included as background development in the SDEIR.

The analysis evaluated impacts to intersection capacity, rotaries, the Route 24 mainline, ramps, weaving and queuing. The DEIR analysis demonstrated that the Route 79 northbound and southbound ramp intersections with North Main Street and the Route 24 interchange with the North Main Street rotary will operate at or close to failing conditions at full build in 2030. The weave operations between Route 24 and Route 79 will also worsen, and even operations at the new interchange off-ramp will be seriously impacted by the FREP at full-build.

In the DEIR, the Proponent recommended widening Route 24 to three lanes to expand capacity to address traffic deficiencies from the FREP and other area development. EOT has stated that the widening of Route 24 may not be feasible as part of the Route 24 Access Improvements project; therefore, the Proponent should evaluate potential interim mitigation for locations that will function at low Levels of Service in the FEIR. In addition, the Proponent should clarify what, if any, improvements to the local and state roadway network, traffic controls

and transportation system that it will implement as mitigation for project-related traffic, separate from work related to MassHighway's proposed interchange.

Transportation Demand Management

In the SDEIR, the Proponent states that the following TDM measures will be implemented upon construction of 500,000 sf of development. The Proponent should clarify how many trips are expected to be associated with 500,000 sf of development:

- Join with other area businesses to form a Transportation Management Association (TMA) to coordinate transportation planning and the implementation of various TDM measures;
- Designate a full time on-site employee as a Transportation Coordinator to work with the TMA to develop, implement and monitor FREP's TDM measures;
- Provide on-site ridesharing services through partnership with MassRides to facilitate the formation of carpools and vanpools;
- Provide a guaranteed ride home program to ensure employees;
- Provide preferential carpool and vanpool parking spaces;
- Provide free parking for Zipcar or another similar car sharing service;
- Encourage tenants to implement flexible working hours and telecommuting policies;
- Provide bicycle racks at or near each building on the site to encourage bicycling as an alternative mode of transportation;
- Provide sheltered bicycle parking;
- Provide showers and locker facilities;
- Provide amenities such as food services, ATMs, child care and dry cleaners in the FREP to reduce the need for employees to travel off-site during the workday;
- Encourage tenant to provide payroll incentives to employees who commute via bicycle or carpool; and
- Work with employers and landlords in the development to ensure the success of a comprehensive TDM program.

In the SDEIR, the Proponent also states that it will explore the possibility of the following additional measures:

- Providing a shuttle connection to the Freetown station with the initiation of the South Coast Commuter Rail service;
Providing T-pass subsidies and other transit incentives with the initiation of the South Coast Commuter Rail service;
- Establishing a partnership with MassRides to provide a variety of trip reduction and transit usage enhancement measures for FREP employees; and
- Investigating the extension of the Southeastern Regional Transit Authority (SRTA) bus service to and through the FREP from Fall River.

The FEIR should identify funding sources and responsible parties for TDM measures and monitoring. The FEIR should provide an update on the Proponent's consultation with SRTA regarding the possibility of providing bus service to the site. Development of the project site

should allow for bus and/or shuttle service throughout the site, as it will likely be too far to walk from the main road to the various buildings in the park.

The Executive Office of Transportation (EOT) and the Executive Office of Housing and Economic Development (EOHCD) are currently working to identify station locations for the South Coast Rail, and have indicated that locating a station near the FREP is a possibility. The Proponent should consult with EOT/EOHCD regarding the possibility of constructing a new station near the FREP project site and should report on this consultation in the FEIR. The Proponent should also consider how pedestrian and bicycle accommodations in the FREP and via the proposed interchange would allow a safe and efficient connection to a South Coast Rail station.

TDM Monitoring

According to the SDEIR, based on a review of 2000 United States Census journey to work data and the proposed TDM program, the target single occupant vehicle (SOV) mode share goal for the FREP is 85 percent. To assess the effectiveness of the proposed TDM measures, the Proponent has committed to a TDM monitoring program to begin upon completion of 500,000 sf of development. Similar monitoring efforts will be complete upon development of one-million sf, two-million sf and full build. Following completion of construction, TDM monitoring will be completed annually for the first five years. The monitoring program will include the following elements:

- Permanent count stations will be installed at each entrance to the development.
- Annual average daily traffic will be reported using this data;
Employee Transportation Surveys will be administered to employees in order to determine the mode share for the development;
- Reports summarizing the collected data and providing an analysis showing whether the project is meeting its mode share goals will be completed; and
- If the 85 percent target is not met, surveys will be used to determine alternative TDM measures to reduce SOV trips.

The Proponent should commit to sharing the results of monitoring efforts with SRPEDD and MassHighway.

Air Quality

The projected vehicle trips from the FREP triggered MassDEP'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).

According to the SDEIR, the results of the mesoscale analysis demonstrate that the project complies with the federal Clean Air Act Amendments (CAAA) and the SIP for

Massachusetts. The mesoscale analysis demonstrates that the project will result in an increase of volatile organic compounds (VOCs), oxides of nitrogen (NOx), and particulate matter (PM10) emissions as compared to the No Build condition. Consistent with MassDEP guidelines, the Proponent will incorporate mitigation measures to reduce VOC and NOx emissions resulting from the project.

Visual Impacts

The potential visibility of the project from off site areas in the State Forest such as the Assonet Ledge was analyzed. The Proponent conducted a view shed analysis for an area within a one mile radius of the proposed buildings on site. Due to the heavily forested nature of the State Forest, there were little to no visual impacts on the landscape within the State Forest boundaries. The Proponent should state what height of building was evaluated in the viewshed analysis and respond to concerns about visual impacts that have been raised in comments on the SDEIR.

Cultural Resources

The land associated with the preferred interchange alternative, acceleration and deceleration lanes, and the FREP was surveyed by the Public Archaeology Laboratory (PAL) in 2003 in response to a request from the Massachusetts Historic Commission (MHC). The PAL survey identified two archaeological sites: a Pre-Contact Period Native American find-spot (the Broken Tree Find Spot) and a 19th century farmstead site (the Buffington-Wordell site). In a 2005 letter, MHC dismissed the Native American find-spot as ineligible for listing in the National Register of Historic Places, but requested that a site examination survey be conducted at the potentially significant Buffington-Wordell site. PAL has conducted further survey work and considers it ineligible for listing in the National Register. The Proponent stated in the DEIR that development of the FREP will not result in the any impacts to historic or archaeological resources.

Green Futures has requested an archaeological inventory of the "Mystery Stone #1 Site" on the FREP project site. The GPS coordinates detailing the location of the stone are on-file with DCR staff of the Freetown State Forest. The Proponent should coordinate with DCR and Green Futures to locate the stone, and should consult with MHC to determine its significance.

Rare Species

The project was not scoped for impacts to Rare Species habitat; however, in response to comments, the Proponent included additional information related to habitat in the DEIR. Correspondence from the U.S. Fish and Wildlife Service (FWS) indicates that no federally listed species or critical habitats occur in the project area. Correspondence from the Natural Heritage and Endangered Species Program (NHESP) indicates that two rare species, spotted turtle (*Clemmys guttata*) and climbing fern (*Lygodium palmatum*) are associated with mapped rare species habitat polygons located approximately 1,600 feet east of the property. At the

recommendation of NHESP, the Proponent conducted a rare species survey and habitat assessment for the two aforementioned species at the project site. Neither Spotted Turtle nor Climbing Fern were observed during three site visits. The Spotted Turtle has since been delisted as a Species of Special Concern. In April of 2007, NHESP determined that the project area is not mapped as Priority or Estimated Habitat and indicated that they do not have any rare species concerns about the project.

Recreation Impacts

A management plan for the Bioreserve will state what recreational, educational and scientific uses are permitted within the Bioreserve. The Plan will include gradual implementation of increased public access to the City of Fall River's 4,300-acre conservation restriction land for passive recreation as mitigation for elimination of hiking trails that currently existing within the 300 acres proposed for the FREP. As the current plan for the FREP is still conceptual, it does not allow for the identification of specific trail locations. The FRRA will work with DCR and other interested parties to develop plans for the relocation of trails from the development areas in the FREP to the natural area on site or to adjacent State Forest lands. According to the SDEIR, the FRRA will also allow public parking during non-business daylight hours to provide public access to trails in the area. In its comments on the SDEIR, DCR indicates that it is ready to work with FRRA regarding preparation of an access management plan and options for replacing lost trail mileage. The Proponent should provide an update on the development of the access management plan and other issues related to recreation impacts. The FEIR should specifically address the relocation of the Mowry Trail through the Executive Park site.

Cumulative Impacts and Sprawl

The Executive Park site is situated in the Open Space and Recreation (OSR) zoning district in Fall River, and therefore the project requires a zoning change. In Freetown, the Executive Park is located entirely within the General Use zoning and is allowed by right. The Proponent should provide an update on the required zoning change in Fall River for the project.

In response to concerns that the construction of a new interchange would result in sprawl, the Certificate on the Environmental Notification Form (ENF) required that the Proponent discuss what zoning tools could be used to ensure that future development in the area is consistent with the management goals of the Bioreserve. The Certificate stated that "*the EIR should specifically analyze whether current zoning is sufficient to prevent unplanned development and low-density sprawl around the area of the Bioreserve and the highway interchange*". In addition, Section V (29) of the MOU states that "*Fall River shall create a zoning overlay district or other mechanism in the area surrounding the property, the CR land, Freetown Hall River State Forest and the Acushnet Wildlife Management Area to encourage clustering development and to prevent unplanned development and sprawl*".

The Proponent states in the SDEIR that as a result of the limited amount of developable land in the vicinity of the new interchange and the FREP, the project is not expected to generate

any significant cumulative impacts or contribute to sprawl. The Proponent asserts that most of the developable land in the area could grow in the absence of the new interchange and be served by Exits 8 and 9. According to the SDEIR, Freetown is currently in the process of revising its zoning with a Smart Growth grant from the Commonwealth; however, the Town has not included a proposed zoning change in the vicinity of the FREP and the new interchange. The FEIR should provide more information on proposed zoning changes in Freetown and should discuss how the Proponent intends to comply with requirements in the MOU regarding the creation of a zoning overlay district in Fall River.

Sustainable Design

The SDEIR provided an updated description of sustainable design and energy conservation measures that the FRRA is anticipating incorporating into the FREP related to material resource conservation, environmental site design, water conservation, energy efficiency, environmentally friendly HVAC systems, indoor environmental quality and alternative transportation modes. The FEIR should provide more information regarding implementation of the design elements described, and an assurance that these sustainable design principles are actually incorporated into the project.

I note comments from the Conservation Law Foundation (CLF) requesting that the project be required to comply with EEA's Greenhouse Gas Emissions (GHG) Policy, which is currently published in draft form and available for public comment. While I concur that the potential GHG emissions from the FREP will be significant, the GHG Policy will only be applied to projects whose ENFs are submitted once the final Policy becomes effective. However, I do strongly encourage the FRRA to identify potential sources of GHG emissions from the FREP in the FEIR, and commit to GHG emissions reductions measures as part of the mitigation package. I also encourage the Proponent to investigate the potential of incorporating combined heat and power and district energy into the project design.

Construction


According to the SDEIR, the Proponent will develop a construction management plan for the FREP to minimize potential construction period impacts on vegetation, water quality, dust/air quality and traffic. I encourage the Proponent to participate in MassDEP's Clean Construction Equipment Initiative, consisting of the retrofitting of equipment and/or use of low sulfur fuel to reduce exposure to diesel exhaust fumes and particulate emissions during construction.

In the SDEIR the Proponent indicates its intention to phase construction of the FREP and to begin construction in the portion of the site closest to the proposed interchange. In response to comments from DCR, the Proponent should provide additional information on construction phasing of the FREP. The FEIR should explain how the FRRA will determine when commencement of a subsequent phase of development will be triggered, and how a phasing approach based on market demand will be balanced with the goal of minimizing environmental impacts on site.

Mitigation

The SDEIR did not update the Section 61 Findings from the DEIR. The FEIR should outline all mitigation measures to which the Proponent is committed for the FREP project. The FEIR should also include revised draft Section 61 Findings for use by the state permitting agencies. The Section 61 Findings should provide details on the permanent protection of the buffer zone to the west of the FREP. The FEIR should also clearly define responsible parties, specific protection mechanisms, the sequence of transactions and the proposed timeline for accomplishing the Article 97 transfers required for the project and all associated mitigation to ensure that the protective provisions of the MOU are upheld. The draft Section 61 Findings should contain a clear commitment to any/all 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 all mitigation must also be included.

August 1, 2007
Date



Ian A. Bowles

Comments received:

6/15/2007	Luisa Paiewonsky, Commissioner, Massachusetts Highway Department
6/15/2007	Vanasse Hangen Brustlin, Inc., for the Fall River Redevelopment Authority
6/20/2007	Vanasse Hangen Brustlin, Inc., for the Fall River Redevelopment Authority
7/12/2007	Friend of Freetown/Fall River State Forest
7/20/2007	Green Futures
7/24/2007	Massachusetts Sportsmen's Council
7/25/2007	Department of Conservation and Recreation
7/25/2007	Department of Environmental Protection
7/25/2007	Conservation Law Foundation
7/25/2007	MassAudubon
7/25/2007	Executive Office of Transportation

IAB/BA/ba