



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

Deval L. Patrick
GOVERNOR

Timothy P. Murray
LIEUTENANT GOVERNOR

Ian A. Bowles
SECRETARY

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

August 8, 2008

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

PROJECT NAME : Independence Mall Theatery Project
PROJECT MUNICIPALITY : Kingston
PROJECT WATERSHED : South Coastal
EOEA NUMBER : 14024
PROJECT PROPONENT : Independence Center, L.L.C.
DATE NOTICED IN MONITOR : July 9, 2008

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 the changes to the project described in the Notice of Project Change (NPC) indicate that this project no longer exceeds mandatory EIR thresholds and therefore I am rescinding the Scope for the EIR issued on June 22, 2007. The project may proceed to permitting.

Procedural History and Project Description

The Independence Mall was originally reviewed by MEPA as EOEA #6600. A Certificate on the Fourth Supplemental Final EIR was issued on October 10, 1990 and a Certificate on the Section 61 Finding was issued on January 24, 1992. The final Certificate required that the proponent seek a written opinion from the MEPA office regarding requirements for review of any future "Unpermitted Excess Development" above 820,000 GLA and identify the project's relationship to EOEA #6600.

An Environmental Notification Form (ENF) for the expansion of the Independence Mall was filed in May, 2007. A Certificate was issued on June 22, 2007 which indicated that the project required the preparation of a mandatory EIR and included a Scope for the EIR.

As described in the ENF, the project consisted of the expansion of the Independence Mall in Kingston including new restaurants, specialty shops and the expansion of the cinema complex. The project would have added 110,935 square feet (sf) of gross leased area (GLA) along the western side of the existing mall. It included the construction of 151 additional parking spaces and relocation and upgrading of roadway and stormwater infrastructure.

Project Change

The NPC indicates that the proposed project has been scaled back significantly. The expansion has been reduced from 110,935 sf GLA to 50,425 sf GLA. Approximately half of this increase (26,085 sf) is proposed to be located within the existing mall building. The expansion of the cinema complex will be limited to two additional theatres and the number of proposed restaurants has been reduced from five to two. The additional parking spaces have been eliminated from the proposal. All work is proposed within the footprint of the Independence Mall site.

The 208-acre site contains the Independence Mall, access roads, parking and other associated infrastructure and nine acres of cranberry bogs. The Mall contains 819,065 square feet (sf) of GLA consisting of three department stores, a theater complex, two restaurants and specialty shops. It is adjacent to the wetlands associated with Smelt Pond and Smelt Brook to the southwest and northwest and to the Route 3/Smith Lane Interchange (Exit 8) to the north. According to the Department of Fisheries and Wildlife's (DFW) Natural Heritage and Endangered Species Program (NHESP), the site includes Estimated Habitat and Priority Habitat for the Blandings Turtle (*Emydoidea blandingii*) and the Eastern Box Turtle (*Terrapene carolina*). The area may contain pre-contact period Native American archaeological sites.

Jurisdiction and Permitting

The project was undergoing MEPA review and subject to preparation of a mandatory EIR pursuant to Section 11.03 (6)(a)(6) because it required a state permit and would have generated more than 3,000 average daily vehicle trips (adt) providing access to a single location. The project required a revised Groundwater Discharge Permit from the Department of Environmental Protection (MassDEP) and a revised Access Permit from the Massachusetts Highway Department (MassHighway). It required review by NHESP and the Massachusetts Historical Commission (MHC). It may have required an Order of Conditions from the Kingston Conservation Commission (and hence a Superseding Order of Conditions from MassDEP in the event the local Order was appealed).

The project change reduces trip generation below the 3,000 adt threshold. The project change requires a revised Access Permit from MassHighway and it may require a revised Groundwater Discharge Permit from MassDEP.

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. Based on the revised project proposal, MEPA jurisdiction extends to traffic, transportation and wastewater.

Environmental Impacts

Potential environmental impacts have been reduced significantly. Creation of new impervious surfaces, which was estimated at 4.2 acres, has been eliminated. Traffic generation has been reduced from 3,759 new adt on a Saturday to 1,334 new adt on a Saturday. Water use and wastewater generation have decreased from 42,260 gallons per day (gpd) to 15,140 gpd. The project avoids direct wetland alterations and does not include any work within rare species habitat.

Measures to avoid, minimize and mitigate environmental impacts include improvements to the existing traffic network, improvements to the existing stormwater management system and continued contributions to the Greater Attleboro Taunton Regional Transit Authority (GATRA).

Traffic and Transportation

The NPC indicates that the traffic analysis was revised to reflect the project change. The analysis indicates that the project will not have any adverse impact on any study area intersection. The analysis included a level-of-service and queue analysis for all study area locations identified in the ENF. It indicates that the project will generate 1,334 adt on a Saturday and 1,058 adt on a weekday. The analysis for the future 2013 No Build Scenario incorporated traffic generation and associated improvements/mitigation measures for several other planned developments in the area. A copy of the revised traffic analysis was provided to the MEPA Office on July 28, 2008.

The NPC indicates that the proponent is committed to the following transportation improvements:

- Signal timing adjustments and signal coordination at Smiths Lane intersection with the Route 3 northbound and Route 3 southbound ramps, Independence Mall Way/Cranberry Road intersection and Independence Mall Way/William Gould Way.
- Contribution of a property easement at the Independence Mall/Cranberry Road intersection to allow MassHighway to consolidate control over right-of-way at the intersection to facilitate signal coordination among state highway intersections.

- Construction of a new dedicated right turn lane serving the southeast approach of Cherry Street to Commerce Way to improve operation as this intersection.

In addition, the NPC indicates that the proponent will construct new sidewalks and pedestrian connections to facilitate a connection to the commuter rail station, add bicycle racks and review bus stop locations with GATRA. The proponent will continue to provide annual operating subsidies to GATRA, support to the Plymouth pilot shuttle bus service and implement Transportation Demand Management (TDM) measures to minimize traffic generation.

Comments from the Executive Office of Transportation (EOT) indicate that the trip generation associated with the NPC will not significantly impact the state highway system. These comments also note that the roadway improvements are planned to address existing conditions and mitigate traffic impacts.

I expect that MassHighway will work with this proponent, other area developers and the Town of Kingston to coordinate planning and construction of mitigation improvements. Mitigation by project proponents will overlap at several intersections (e.g. one developer is responsible for geometric improvements and another developer is responsible for timing/signal adjustments). In particular, I note that the provision of an easement to MassHighway associated with the Independence Mall Way/Cranberry Road intersection will support mitigation associated with the 1021 Kingston Place project (EEA #14126).

Drainage

The project change eliminates the proposed relocation of an existing retention basin and the relocation of a portion of Raboth Road. The NPC indicates that the proponent will retrofit existing catch basins with oil and grease traps, create rain gardens at several locations within the parking lot and install a Stormceptor unit within the existing drainage system to provide additional treatment. The amount of clean roof runoff that is recharged within the Zone II of the Town of Kingston's water supply wells will be increased by 1.2 million gpd. In addition, the proponent will prepare a Stormwater Pollution Prevention Plan (SWPPP).

Comments from MassDEP do not identify the need for any additional analysis through the MEPA process. Comments from NHESP confirm that no work is proposed within Priority or Estimated Habitat and indicate that NHESP does not have any concerns with the project as described in the NPC.

I note that the Jones River Watershed Association comment letter expresses continued concern with the impacts of the existing development and the proposed expansion. While I agree that there are ample opportunities to further reduce the existing facility's environmental impact, MEPA jurisdiction for this project is limited. I do encourage the proponent to work with the Jones River Watershed Association to further minimize project-related impacts, including opportunities for reducing water use. Consistent with comments from MassDEP, I strongly encourage the proponent to provide the SWPPP and the Operations and Maintenance Plan to the

Kingston Conservation Commission, Planning Board, and Department of Public Works.

Based on a review of the NPC, consultation with state agencies and a review of comment letters, I hereby determine that no additional MEPA review is warranted and therefore rescind the Scope for the EIR.

August 8, 2008

Date



Ian A. Bowles

Comments received:

- 7/29/08 Department of Environmental Protection/Southeast Regional Office (MassDEP)
- 7/17/08 Division of Fisheries and Wildlife/Natural Heritage and Endangered Species Program (NHESP)
- 7/28/08 Executive Office of Transportation and Public Works (EOTPW)
- 6/12/07 Jones River Watershed Association

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