The Commonwealth of Massachusetts
Executive Office of Energy & 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

November 14, 2008

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

PROJECT NAME	: Payne's Crossing
PROJECT MUNICIPALITY	: Freetown
PROJECT WATERSHED	: Taunton
EOEA NUMBER	: 1982
PROJECT PROPONENT	: K.R. Rezendes, Inc.
DATE NOTICED IN MONITOR	: October 8, 2008

As Secretary of Energy and Environmental Affairs, I hereby determine that the Second Supplemental Final Environmental Impact Report (SSFEIR) submitted on this project **adequately and properly** complies with the Massachusetts Environmental Policy Act (M.G.L. c. 30, ss. 61-62I) and with its implementing regulations (301 CMR 11.00).

I acknowledge the unusual volume of comments received on this project from numerous concerned citizens, the Southeastern Regional Planning & Economic Development District (SRPEDD), the Town of Freetown Board of Selectmen and others. These commenters have expressed wide-ranging and thoughtful concerns about the project generally and about its traffic impacts in particular. While I am sensitive to the desire of the Town and its residents to preserve the character of Freetown and to avoid excessive traffic, the comments I received from the Executive Office of Transportation's (EOT) Office of Transportation Planning indicated that the revised project design and traffic mitigation alternatives presented in the SSFEIR will be sufficient to address the anticipated traffic from the project. The MEPA Review process is not a permitting process, and does not itself result in any formal adjudicative decision approving or disapproving a project. The MEPA Review process is designed to ensure public participation in the state environmental permitting process, to ensure that potential environmental impacts are fully described and avoided, minimized and mitigated to the maximum extent feasible, and that state permitting agencies have adequate information on which to base their permit decisions and their Section 61 Findings. The Massachusetts Highway Department, which is overseen by EOT, is the ultimate permitting authority for the proposed traffic mitigation and I am satisfied that their thorough analysis of the project's traffic impacts should be credited.

Project Description

As described in the SSFEIR, the Payne's Crossing retail development project involves the phased development of approximately 377,000 sf of mixed-use commercial and retail space in seven separate buildings on a 81.38-acre site located on South Main Street (Route 79) and abutting the Route 24 southbound exit (Exit 9) ramp. Project construction activities include completion of the closure process for the inactive coal fly ash landfill, construction of a 167,000 square foot (sf) home improvement store, a 195,000 sf discount superstore, 15,000 sf of additional retail/service space, approximately 1,530 surface parking spaces, internal roadways, utilities, stormwater management infrastructure, and traffic mitigation roadway improvements to support the project.

Project History

The project was the subject of Draft and Final EIR in 1976 for the land-filling of approximately 800 tons per day (tpd) of coal fly ash on a 35-acre portion of a 60.2-acre former sand and gravel mining site located off Route 79A (South Main Street) in Freetown.

The daily tonnage of coal fly ash received at the site was increased to 1,500 tpd in 1994. The project site is bordered by Route 24, the Assonet River, Payne's Cove and South Main Street. The Proponent also proposed to develop an industrial park within the project site comprised of the former sand and gravel and completed fly ash landfill containing approximately 3.7 million square feet (sf) of light manufacturing and commercial space. The business park was not constructed.

A Notice of Project Change (NPC 1) was filed with the MEPA Office in March 2005 and described the addition of 19.9 acres to the project site (80.5 acres total) and a reduced mixed-use development (105,000 sf total) consisting of five commercial development lots with a sales and service center for recreational vehicles, a campground, a bank and offices, a retail center, and a restaurant. The additional 19.9 acre acreage is located between South Main Street and the fly ash landfill. The NPC submittal also contained the Proponent's request for a Phase I Waiver to construct the recreational vehicle sales and service center prior to the completion of the Supplemental EIR for the project. On May 20, 2005 a Secretary's Certificate was issued for the NPC submittal and required the Proponent to prepare an EIR for the proposed mixed use project. A Record of Decision (ROD) granting the Proponent's Phase I Waiver Request was issued on May 20, 2005.

A second Notice of Project Change (NPC 2) was filed with the MEPA Office in September 26, 2006. As described in the NPC 2 submittal, the project involved the phased development (Phase I, Phase II) of approximately 451,700 sf of mixed-use commercial office and retail space with a bank and restaurant. The project site has been expanded with the addition of 0.88 acres of land area (81.38 acres total) to provide for increased separation between the project site's proposed site drive and the Route 24 southbound exit ramp (Exit 9).

The additional acreage is located between South Main Street and the fly ash landfill. Phase I construction activities will include completion of the closure process for the fly ash landfill, construction of internal roadways, utilities and stormwater management infrastructure. Phase II will include the construction of the proposed mixed-use commercial and retail space, and approximately 1,980 surface parking spaces. On October 26, 2006 a Secretary's Certificate was issued for the NPC 2 submittal and required the Proponent to prepare a Supplemental Draft and Final EIR (Supplemental DEIR, Supplemental FEIR) for the proposed mixed use project.

On February 6, 2007, the Proponent filed a Supplemental DEIR with the MEPA Office. On April 13, 2007, a Secretary's Certificate was issued for the Supplemental DEIR and found that the Supplemental DEIR adequately and properly complied with the Massachusetts Environmental Policy Act and with its implementing regulations. The Secretary's Certificate on the Supplemental Draft EIR (April 13, 2007) required the Proponent to respond to the comments received on the Supplemental DEIR, particularly to the comments received from MassHighway, the Freetown Police Department, and others regarding the Payne's Crossing project's traffic impacts and proposed traffic mitigation.

The SDEIR contained a traffic mitigation plan proposed to support the Phase I portion of the project, but did not include a detailed description of the Proponent's Phase II traffic mitigation commitments. According to the comments received from MassHighway, while the Proponent's proposed Phase I traffic mitigation commitments will require further revisions to accommodate the traffic impacts anticipated from Phase I, the SDEIR did not demonstrate that the Proponent's proposed traffic mitigation commitments are adequate to support Phase I and Phase II (the full-build project) of the Payne's Crossing project. The Secretary's Certificate on the Supplemental DEIR required the Proponent to provide additional information in the Supplemental FEIR pertaining to traffic, wetlands, rare species, and mitigation.

On August 8, 2007, the Proponent filed a Supplemental FEIR with the MEPA Office. A Secretary's Certificate was issued for the Supplemental FEIR On September 14, 2007 and found that the SFEIR did not successfully demonstrate that the Proponent's proposed traffic mitigation commitments were adequate to support Phase I and Phase II (the full-build project) of the Payne's Crossing project. The Secretary's Certificate required the Proponent to prepare a Second Supplemental FEIR (SSFEIR) for the proposed project to provide additional information pertaining to the Payne's Crossing project's traffic impacts and proposed traffic mitigation.

The Proponent filed a third NPC (NPC 3) on January 9, 2008 describing further revisions to the proposed the mixed use commercial/retail development project including the elimination of the previously proposed Phase II development plan consisting of 80,690 sf of building footprint, 340 surface parking spaces. As proposed, the Payne's Crossing retail development project now involved the construction of a 167,000 square foot (sf) home improvement warehouse store, a 195,000 sf discount superstore, a 15,000 sf retail building, approximately 1,534 surface parking spaces, internal roadways, and associated utilities and stormwater management infrastructure

including two stormwater detention basins, and off-site traffic mitigation roadway improvements. The project also included the completion of the closure process for the inactive coal fly ash landfill. The Secretary's Certificate continued to require the Proponent to prepare a Second Supplemental FEIR (SSFEIR) for the proposed project to provide additional information pertaining to the Payne's Crossing project's traffic impacts and proposed traffic mitigation.

MEPA Jurisdiction

The project as currently proposed requires preparation of an Supplemental EIR pursuant to sections 11.03 (1)(a)2, 11.03 (6)(a)6, and (6)(a)7 of the MEPA regulations because the project requires state permits and will involve the creation of more than 10 acres (approximately 37 acres total) of new impervious surfaces, generate more than 3,000 new vehicle trips per day (approximately 15,872 total) and result in the construction of 1,000 or more new parking spaces (1,534 spaces total), respectively. The project will require a Highway Access Permit from the Massachusetts Highway Department (MassHighway), and a Post-Closure Use Permit and Sewer Extension Permit from the Massachusetts Department of Environmental Protection (MassDEP).

The project will require an Order of Conditions from the Freetown Conservation Commission (and hence a Superseding Order from MassDEP if the local Order were appealed). The project must comply with the National Pollutant Discharge Elimination System (NPDES) General Permit for stormwater discharges from a construction site of over one acre. An air quality mesoscale analysis for ozone will be needed for this project to assess the total volatile organic compounds (VOC) and nitrogen oxides (NOx) emissions associated with all project-related vehicle trips.

The Secretary's Certificates on the Third NPC and the Supplemental FEIR required the Proponent to prepare a SSFEIR to demonstrate that the traffic mitigation commitments can accommodate the daily and peak traffic impacts associated with the project, as currently proposed. The Proponent was also required to demonstrate that the stormwater management plan can accommodate the project's stormwater flows to avoid impacts to wetland resource areas located within and adjacent to the project site.

REVIEW OF SECOND SUPPLEMENTAL FEIR

Traffic Generation

According to MassHighway, the SSFEIR includes a traffic study that generally conforms to the EOEA/EOTC Guidelines for EIR/EIS Traffic Impact Assessment.

Using the Institute of Traffic Engineers Trip Generation Land Use Codes (LUC) 862 - Home Improvement Store, 813 - Free Standing Discount Superstore, and 820 - Shopping Center, the project, as currently proposed, is estimated to generate, on an unadjusted basis, approximately 15,870 new vehicle trips on the average weekday, and approximately 20,340 vtd on a Saturday.

According to MassHighway's comments on the SSFEIR, the Proponent has calculated the trip generation using appropriate ITE Land Use Codes and acceptable trip estimate adjustments to account for share use trips and pass-by trips. The Proponent's share use trip adjustment of 14% was based on ITE Trip Generation Handbook methodology to estimate internal trips for multi-use developments. The pass-by trip adjustment of 15% was applied to the traffic on Route 79A to account for pass-by trips. I note that this is the below the 25% pass-by rate generally accepted under MEPA and EOTC guidelines. As a result, the proposed project is expected to generate approximately 11,038 net vehicle trips on an average weekday and 13,985 net vehicle trips on an average Saturday.

The Proponent has identified and committed to traffic mitigation involving roadway improvements to intersections located along South Main Street and other traffic study area intersections to mitigate the project's impacts to traffic. The following is a summary of the proposed mitigation and roadway improvement measures:

South Main Street/Route 24 and South Main Street/Site Driveway Intersections

The Signal Alternative

The Signal Alternative involves the installation of a coordinated traffic siognal system at three intersections located along South Main Street including: the Route 24 northbound ramps/South Main Street intersection, the Route 24 southbound ramps/South Main Street intersection, and the South Main Street/site driveway intersection. In addition to the traffic signal system, the Proponent proposes to construct roadway widening and extended right-turn lanes at each of the three intersections. MassHighway has requested that the Proponent prepare an analysis for the installation of a slip ramp for access to Route 24 southbound as a potential component of the Signal Alternative. The Proponent will need to commit to construct a slip ramp at this location if deemed necessary by MassHighway.

The Roundabouts Alternative

Under the Roundabout Alternative, the Proponent proposes to construct two modern roundabouts (approximately 120 ft – 130 ft diameter) to be located at the Route 24 northbound ramps/South Main Street intersection and the South Main Street/project site driveway intersection. According to the information provided in the SSFEIR, the roundabout alternative will include the construction of a slip ramp from South Main Street to the Route 24 southbound ramp.

Traffic Signal/Roundabout Alternative
This alternative includes a mix of separable components of both the Traffic Signal Alternative and the Roundabout Alternative. As described by the Proponent, a roundabout could be constructed at the South Main Street/project site driveway with a slip ramp for access to the Route 24 southbound ramp, and a traffic signal could be installed at the Route 24 northbound ramps/South Main Street intersection.

South Main Street/Elm Street/North Main Street/Water Street Intersection
Improvements will include minor geometric improvements, channelization and pavement markings.

Elm Street/Mill Street Intersection
Improvements will include minor geometric improvements, channelization and pavement markings.

South Main Street/Ridge Hill Road/Mobil Access Road Intersection
Reduction to the existing posted speed limit from 40 miles per hour (MPH) to 30 MPH.

South Main Street/Narrows Road Intersection
Monitor traffic conditions for one year from project completion to determine signalization warrant status.

MassHighway has indicated that the proposed roadway improvement alternatives involving the construction of a roundabout at the Route 24 southbound ramps/South Main Street intersection may require further refinements to accommodate left-turning vehicles from the Route 24 southbound ramp to head east on South Main Street (Route 79A). The Proponent will need to commit to revise this alternative to accommodate left-turning vehicles if deemed necessary by MassHighway.

According to MassHighway, the Proponent's traffic study has demonstrated that with further refinement, implementation of the proposed conceptual roadway improvement alternatives will provide acceptable levels of service at the Route 79A intersections, will not block traffic under the Route 24 Bridge, and will maintain mobility along the corridor to acceptable standards for state roadways. The Proponent must work closely with MassHighway's Public/Private Development Unit and the District 5 Office, and the Town of Freetown to further evaluate the three conceptual roadway improvement alternatives during the final design review process and select the roadway alternative that will successfully mitigate the project's traffic impacts.

The Proponent has also identified and committed to a comprehensive Transportation Demand Management (TDM) program, listed below, as a strategy to reduce vehicle trips to the site, thereby reducing impacts on the state highway system.

The TDM program includes:

- the appointment of an Employee Transportation Coordinator (ETC);
- the use of staggered employee work hours;
- the implementation of an employee ride-matching program (carpooling and vanpooling) program;
- the implementation of a "Guaranteed Ride Home" program for employees;
- a commitment to work closely with the Southeastern Regional Transit Authority (SRTA) to extend existing bus service (Route #2) and to proposed new on-site transit amenities including bus shelters and bus stops, and posting of transit schedules on-site;
- promotion of the use of on-site amenities including employee direct deposit banking;
- installation of bicycle amenities including secured bicycle storage racks at each building, and bicycle shoulders along site driveways;
  construction of sidewalks along site driveways to connect to existing sidewalks on South Main Street;
  implementation of a 5-year seasonal traffic operations management plan to manage peak holiday project traffic flows; and,
  implementation of an annual site traffic monitoring program.

The TDM program will encourage alternative modes of transportation to the site such as carpooling, public transportation, walking, and bicycling. All Payne's Crossing project tenants and businesses should be required to participate in the proposed TDM plan. The TDM plan should describe any monitoring necessary to ensure the success of the program. The Proponent should continue to work with MassHighway to coordinate the on-site elements of the TDM program with the off-site mitigation measures.

I expect that the final design review process for the project's traffic mitigation plan will satisfactorily respond to the comments received from MassHighway, the Freetown Police Department, and others regarding adequate mitigation for the project's peak volume holiday traffic and emergency vehicle response actions. The Proponent must provide the Office of Transportation Planning with a revised commitment letter to include a commitment to implement the slip ramp as part of the Signal Alternative or to implement a provision for left-turn movements as part of the Roundabout Alternative. The letter will be the basis for MassHighway to issue a Section 61 Finding for the project.

Parking and Site Layout

According to the information provided in the SSFEIR, the proposed project includes the construction of approximately 1,530 surface parking spaces. The proposed parking plan includes more surface parking spaces than the number of parking spaces required under local Town of Freetown zoning regulations (1 space/300 sf).

According to the Proponent the surface parking plan has been designed to accommodate anticipated peak shopping demand and any reduction of the proposed parking spaces would potentially impact the Proponent's ability to secure co-anchor retail tenants for the project site. As noted in the SSFEIR document, the added parking spaces will increase the impervious capping system placed over the inactive coal fly ash landfill and may therefore be necessary irrespective of the perceived demand for parking. However, in order to reduce the impacts associated with the large number of parking spaces planned for the project, I encourage the proponent to continue to explore all feasible measures by which the parking for this project could be reduced or reconfigured to maximize green space while still providing the capping system necessary to permit closure of the on-site landfill.

Transit

The SSFEIR describes the Proponent's commitment to continue to work with the Southern Regional Transit Authority (SRTA), the Massachusetts Bat Transit Authority (MBTA), and other transit providers, and local area businesses in Freetown and Fall River to identify opportunities for extending MBTA bus service, and shuttle service to the project site. The Proponent has also committed to work with project tenants to provide subsidized transit passes for employees in the event transit service is extended to the project site.

Stormwater

The Payne's Crossing project as currently designed will create a total of approximately 40 acres of new impervious surface area. As described in the SSFEIR, the project's stormwater management plan has been designed to be consistent with this MassDEP's Stormwater Management Policy's standards for water quality, recharge to groundwater, and peak runoff impacts. The Proponent's stromwater management plan incorporates Best Management Practices (BMPs) including: hooded deep sump catch basins, water quality inlets, oil and water separators sediment forebays and a two stormwater infiltration/detention basins. I anticipate that MassDEP's Post-Closure Use Permit application review process, discussed elsewhere in this Certificate, will address the any potential impacts to groundwater contamination within and downgradient of the project site from the Proponent's stormwater management plan.

I continue to encourage the Proponent to identify and evaluate further opportunities for incorporating sustainable design alternatives including Low Impact Development (LID) techniques in the project's site design and stormwater management plans. LID techniques incorporate stormwater best management practices (BMPs) and can reduce impacts to land and water resources by conserving natural systems and hydrologic functions. The primary tools of LID are landscaping features and naturally vegetated areas, which encourage detention, infiltration and filtration of stormwater on-site. Other tools include water conservation and use of pervious surfaces. Clustering of buildings is an example of how LID can preserve open space and minimize land disturbance.

LID can also protect natural resources by incorporating wetlands, stream buffers and mature forests as project design features. For more information on LID, visit http://www.mass.gov/envir/lid/. Other LID resources include the national LID manual (Low Impact Development Design Strategies: An Integrated Design Approach), which can be found on the EPA website at: http://www.epa.gov/owow/nps/lid/.

Solid Waste Management

The project site is the location of the former K.R. Rezendes, Inc. coal fly ash landfill. The landfill operated under applicable MassDEP permits until around 2002, when it ceased accepting and disposing of coal ash. To date, the Proponent has capped approximately 80% of the landfill area in accordance with previously approved landfill design plans. Most of the remaining 20% of uncapped landfill will be brought to grade with clean fill as part of the proposed Payne's Crossing project construction. As described by the Proponent, a small of amount of former landfill area will be made available for the potential need to relocate flyash material generated during project construction. The proposed project's new buildings and impervious surface areas will provide additional barriers to further isolate the coal ash. The Proponent has proposed to incorporate the use of Controlled Modulus Column (CMC) technology to provide needed ground stabilization and load carrying capacity for the project with minimal amount of coal ash displacement and disturbance. I note that according to MassDEP's previous comments on the SDEIR submittal, the proposed post-closure use project appears to be permittable, but must comply with MassDEP's permitting requirements before it can issue the Proponent a Major Post-Closure Use Permit (BWP SW 36) pursuant to 310 CMR 19.142. The Proponent must submit to MassDEP a Post-Closure Use Permit application.

Wetlands

The project site contains approximately 9.7-acres of bordering vegetated wetlands (BVW) located along the western and northern shoreline boundaries to Payne's Cove (Assonet River), and Assonet Bay. As described by the Proponent, prior coal ash landfill construction and operation activities included the construction of service roadways and a stormwater management detention basin (Detention Basin 1), and resulted in a small amount of alteration to BVW and Riverfront Area. The Proponent has proposed to remove the existing Detention Basin 1 and to locate two new detention/infiltration basins away from any BVW resource areas located on the project site.

Rare Species

The Proponent conducted a habitat assessment of the project site and identified suitable nesting habitat for the Diamondback Terrapin *(Malaclemys terrapin)*, a state protected threatened species, along gravely and sandy portions of the project site's northern shoreline. The Proponent has also identified suitable aestivation and foraging habitat for adult Diamondback Terrapin in salt marsh area located along portions of the project site's southwest shoreline. In previous comments submitted on the Supplemental FEIR (August 8, 2007), the Natural Heritage and Endangered Species Program (NHESP) indicated that portions of the project site are located within Priority and Estimated for the Diamondback Terrapin. In order to avoid a "take" of state listed rare species and the need for a MESA permit, NHESP required the Proponent to commit to the conditions listed below which NHESP determined to be critically important to the long term protection of the Diamondback Terrapin and to avoid a take of the Diamondback Terrapin:

- The construction and maintenance of a 4-foot tall fence along the northern portions of the 81.38-acre project site to protect the nesting habitat and minimize risk to the species;
- The implementation and adherence of the NHESP Operation and Maintenance Plan (June 22, 2007) including trash and snow removal, fence and plant screening maintenance and stormwater detention basin maintenance;
- Installation of an Arborvitae planting screen along the project site's southwestern shoreline to reduce light and noise pollution;
- Submission to NHESP of a final report on baseline Diamondback Terrapin nesting and mating aggregation surveys prior to project construction.

As described in the SSFEIR, the Proponent has committed to incorporate these conditions into the final project design to avoid a take of the Diamondback Terrapin. Any changes to the project design or to the above listed measures need to be submitted to NHESP to ensure that they do not result in any change to NHESP's opinion that the project will avoid a take of the Diamondback Terrapin.

Drinking Water

The project's estimated peak potable water supply demand (approximately 36,000 gpd) will be served by the Freetown Water Commission which receives its water supply from the City of Fall River Municipal Water Supply System. Under an existing Water Management Act Registration, the City of Fall River is authorized to withdrawal 14.59 million gallons per day (MGD). As described in the SSFEIR, the Fall River Office of Economic Development has identified sufficient potable water capacity in the City's Municipal Water Supply System to accommodate the proposed project.

Wastewater

The project's estimated wastewater flows (approximately 30,000 gpd) will be conveyed from the project site via the Proponent's new on-site sewer pump station and a 4" pressure sewer line (approximately 2,000 lf total) easterly to a new Ridge Hill Road sewer pump station to be constructed as part of the Town of Freetown's sewer extension project.

According to the Proponent, the Town of Freetown has proposed to construct a new 10" municipal sewer force main extension to the Fall River Wastewater Treatment Facility (Fall River WWTF). From the Ridge Hill Road pump station, approximately 1.75 miles of 10" municipal force main will be installed within South Main Street (Route 79) to the City of Fall River wastewater collection system and the Fall River WWTF. The proposed South Main Street sewer extension and the Ridge Hill Road sewer pump station have been designed to provide additional capacity to the Town of Freetown's sewer collection system, and will accommodate the Payne's Crossing wastewater flows along with the combined estimated wastewater flows associated with a number of proposed developments and developable parcels located along South Main Street in Freetown.

Sustainable Design

The SSFEIR includes a brief discussion of sustainable design measures that it will consider incorporating into the project's final design. A new development of the size of the proposed project presents a host of opportunities for incorporating sustainable design and construction elements and mitigation measures into project design, consistent with the goals of Executive Order 385 and EEA's Greenhouse Gas (GHG) Emissions Policy and Protocol.

Sustainable design elements and mitigation measures, over the course of the project design life can prevent Damage to the Environment, reduce the project's overall GHG emissions and reduce operating costs to the Proponent. The basic elements of a sustainable design program at large retail facilities may include, but not be limited to, the following measures:

- Optimization of natural day lighting, passive solar gain, and natural cooling;
- Use of energy efficient heating, ventilation and air conditioning (HVAC), and lighting systems, appliances and other equipment, and use of solar preheating of makeup air;
- Favoring building supplies and materials that are non-toxic, made from recycled materials, and made with low embodied energy;
- Provision of easily accessible and user-friendly recycling system infrastructure into building design;
- Use of solar photovoltaics (PV) on the building's roof or for parking lot lighting;
- Development of a solid waste reduction plan;

- Development of an annual audit program for energy consumption, waste streams, and use of renewable resources;
- Leadership in Energy and Environmental Design (LEED) certification; and
- Water conservation and reuse of wastewater and stormwater.

The Proponent should also consider committing to purchasing power generated by renewable energy for electrical use. If it is not possible to implement significant GHG emissions reduction measures on site, the Proponent should consider off-site mitigation measures or offsets. I strongly encourage the Proponent to incorporate sustainable design elements and GHG mitigation measures into the project design.

Construction Period Impacts

I ask that the Proponent consult with the Town of Freetown and the City of Fall River, and to meet with local area residential neighbors from the project area during the design of the Proponent's construction mitigation plan. The Proponent should require its contractors to use On-Road Low Sulfur Diesel (LSD) fuel in their off-road construction equipment that can increase the removal of particulate matter (PM) by approximately 25% beyond that which can be removed by retrofitting diesel-powered equipment. All construction-related refueling and equipment maintenance activities should be conducted under cover on impervious surface areas with containment, and outside of any wetlands resource areas, endangered species habitat areas, residential areas and wellhead protection areas. The Proponent should also commit to specific TDM measures that can be implemented during construction.

SUMMARY OF SINGLE EIR MITIGATION COMMITTMENTS

The SSFEIR included traffic mitigation measures listed below and draft Section 61 Findings in Section 9. The draft Section 61 Findings contain a clear commitment to implement the following mitigation measures:

South Main Street/Route 24 and South Main Street/Site Driveway Intersections

The Signal Alternative

The Signal Alternative involves the installation of a coordinated traffic siognal system at three intersections located along South Main Street including: the Route 24 northbound ramps/South Main Street intersection, the Route 24 southbound ramps/South Main Street intersection, and the South Main Street/site driveway intersection. In addition to the traffic signal system, the Proponent proposes to construct roadway widening and extended right-turn lanes at each of the three intersections.

MassHighway has requested that the Proponent prepare an analysis for the installation of a slip ramp for access to Route 24 southbound as a potential component of the Signal Alternative. The Proponent will need to commit to construct a slip ramp at this location if deemed necessary by MassHighway.

The Roundabouts Alternative

Under the Roundabout Alternative, the Proponent proposes to construct two modern roundabouts (approximately 120 ft – 130 ft diameter) to be located at the Route 24 northbound ramps/South Main Street intersection and the South Main Street/project site driveway intersection. According to the information provided in the SSFEIR, the roundabout alternative will include the construction of a slip ramp from South Main Street to the Route 24 southbound ramp.

Traffic Signal/Roundabout Alternative

This alternative includes a mix of separable components of both the Traffic Signal Alternative and the Roundabout Alternative. As described by the Proponent, a roundabout could be constructed at the South Main Street/project site driveway with a slip ramp for access to the Route 24 southbound ramp, and a traffic signal could be installed at the Route 24 northbound ramps/South Main Street intersection.

South Main Street/Elm Street/North Main Street/Water Street Intersection

Improvements will include minor geometric improvements, channelization and pavement markings.

Elm Street/Mill Street Intersection

Improvements will include minor geometric improvements, channelization and pavement markings.

South Main Street/Ridge Hill Road/Mobil Access Road Intersection

Reduction to the existing posted speed limit from 40 miles per hour (MPH) to 30 MPH.

South Main Street/Narrows Road Intersection

Monitor traffic conditions for one year from project completion to determine signalization warrant status.

The Proponent has also committed to a comprehensive TDM plan that incorporates a number of measures for reducing project generated vehicle trip generation including:

- the appointment of an Employee Transportation Coordinator (ETC);
- the use of staggered employee work hours;

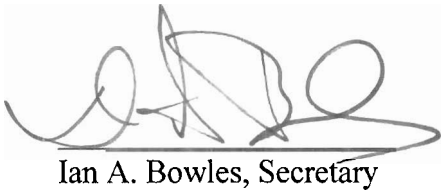
the implementation of an employee ride-matching program (carpooling and vanpooling) program;
- the implementation of a "Guaranteed Ride Home" program for employees;
- a commitment to work closely with the Southeastern Regional Transit Authority (SRTA) to extend existing bus service (Route #2) and to proposed new on-site transit amenities including bus shelters and bus stops, and posting of transit schedules on-site;
- promotion of the use of on-site amenities including employee direct deposit banking;
- installation of bicycle amenities including secured bicycle storage racks at each building, and bicycle shoulders along site driveways;

construction of sidewalks along site driveways to connect to existing sidewalks on South Main Street;

implementation of a 5-year seasonal traffic operations management plan to manage peak holiday project traffic flows; and,

implementation of an annual site traffic monitoring program.

Based on the review of the SSFEIR, additional information provided by the Proponent to the MEPA Office, and the comments received, I am satisfied that the SSFEIR meets the standard for adequacy contained in Section 11.06 of the MEPA regulations. The project may proceed to state permitting.



November 14, 2008
Date

Ian A. Bowles, Secretary

Comments received: (Continued on next page)

11/6/08	Representative Stephen R. Canessa and Representative John F. Quinn
11/7/08	Althea H. Brady (e-mail)
11/7/08	Judith Hanna (e-mail)
11/7/08	Sandra Leger Silva (e-mail)

(Continued on next page)

11/7/08	Davis J. Deane (e-mail)
11/7/08	Paul W. Ziobro (e-mail)
11/5/08	Gary A. Martin (e-mail)
11/7/08	Gary A. Martin (e-mail)
11/7/08	Jared Manley (e-mail)
11/7/08	Denise Sampson (e-mail)
11/7/08	Carolyn Kiley Moore (e-mail)
11/7/08	Heather and Robert Teahan (e-mail)
11/8/08	Robert and Madeline Frizelle (e-mail)
11/7/08	Peter J. Cura, P.C. (2 letters)
10/26/08	Lydia and Normand Garand
10/25/08	Leslie R. Schroeder, M.D.
10/30/08	Robert C. Di Iorio (PFCSS, Inc.)
10/29//08	Lorraine Plachowicz (e-mail)
10/20/08	Richard E. Moore
11/2/08	Kathy Garganta (e-mail)
11/2/08	Margaret A. & Gustave Tavares (e-mail)
11/2/08	Shane McHugh (e-mail)
11/2/08	Lauren Hughes (e-mail)
10/29/08	Thomas Manley (e-mail)
10/29/08	Howard Hawkins (e-mail)
11/1/08	Peg Riley (e-mail)
11/1/08	Armand Giguere (e-mail)
11/2/08	Anne Morse (e-mail)
11/2/08	Sandra L. Sevigney (e-mail)
11/2/08	Carl Brodeur (e-mail)
11/1/08	Gary A. Martin (e-mail)
10/27/08	SRPEDD
11/3/08	Suzanne R. Ashley (e-mail)
11/3/08	Lisa E. Pickard (e-mail)
10/31/08	Robert N. Roy
11/3/08	Harry R. Dunham (e-mail)
11/3/08	Melanie King (e-mail)
10/29/08	Peg Riley (e-mail)
11/7/08	Bryan A. Dunning (e-mail)
9/7/08	Gary A. Martin
11/7/08	Ashley N. Crepeau (e-mail)
11/7/08	Heather and Ro bert Teahan (e-mail)
Undated	Carl and Christine Dubuc (e-mail)
11/6/08	Brian R. Dunning (e-mail)

(Continued on next page)

10/17/08	Mark A. Hutson, P.G.(Geo-Hydro, Inc. – e-mail)
12/29/07	Mark A. Hutson, P.E. (Geo-Hydro, Inc. – e-mail)
11/7/08	Matthew Tetrault (e-mail)
11/6/08	Paul Ravinski (e-mail)
11/6/08	Vicky King (e-mail)
11/6/08	Lauren Collins (e-mail)
11/6/08	Peter C. Martin (e-mail)
11/6/08	Anne and Stephen Ferreira (e-mail)
11/6/08	Connie Dunning (e-mail)
11/6/08	Cindy Ravinski (e-mail)
11/6/08	Kerstin Mingels (e-mail)
11/6/08	Matthew J. and Jo-Anna DeCosta (e-mail)
11/6/08	Lisa E. Pickard (e-mail)
11/6/08	Division of Fisheries & Wildlife (e-mail)
11/5/08	Kenneth Green (e-mail)
11/5/08	Amie VanNostrand (e-mail)
11/5/08	Tim Brodeur (e-mail)
11/5/08	Melissa Brodeur 9e-mail)
11/5/08	Amie and Nancy VanNostrand (e-mail)
11/6/08	Debbie Gehrke (e-mail)
11/6/08	Robert Kardosz (e-mail)
11/6/08	Anne Teahan Dunning (e-mail)
11/6/08	Roger and Cynthia Levesque (e-mail)
11/6/08	Dottie Grocott (e-mail)
11/1/08	Jill E. Hayes (e-mail)
11/7/08	Mary Rourke (e-mail)
11/7/08	Kevin and Muriel Saunders (e-mail)
11/5/08	Mary Rourke (e-mail)
11/5/08	Norma Brodeur (e-mail)
11/4/08	Kathleen M. Martin (e-mail)
11/4/08	David Crose (e-mail)
11/3/08	Ronald and Carol Nadeau
11/4/08	Theodore F. Jula, PhD,MBA
11/3/08	Sarah R. Ashley
11/6/08	Stephanie Blackman (fax)
11/6/08	Dottie Grocott (e-mail)
11/3/08	Richard E. Moore
11/6/08	Richard E. Moore
11/3/08	Erin Travers
10/30/08	Lynne A. Byers,D.M.D.

(Continued on next page)

11/3/08	Joanne Hardy
11/3/08	Mark Ogara
11/3/08	Graham Ashley
10/29/08	Roy Parker
11/3/08	Wilfred M. and Patricia A. Canto
11/3/08	Mike McCue
11/2/08	Armand Giguere
10/30/08	Lillian Pickard
11/3/08	Elizabeth F. Elsner, M.D.
10/30/08	Dr. James E. Byers, DMD, PC
11/3/08	Thalia Took
10/31/08	Chace Ashley
11/3/08	Renee Jula
11/6/08	Representative David B. Sullivan
11/4/08	Richard L. Field
11/4/08	Susan Bretz-Cook
11/3/08	Elizabeth Cook
11/6/08	Mark Ravinski
11/6/08	Paul Ravinski
11/5/08	Freetown Board of Selectmen
11/6/08	Freetown Board of Selectmen
11/5/08	Debbie Gehrke
11/5/08	Robert Kardosz
11/3/08	Katherine I. Moore
11/7/08	Alexander M. Houtzager
11/3/08	Particia Chace
11/8/08	Lori Riley (2 e-mails)
11/5/08	Claire Dunning (e-mail)
11/7/08	DEP/SE
11/7/08	EOTPW
11/7/08	Mass Audubon
11/5/08	MDM Transportation Consultants, Inc.
10/29/08	McMahon Transportation Engineers & Planners
11/3/08	Robert and Victor Aucoin
11/5/08	Suzanne Farmer

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