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December 15, 2006

CERTIFICATE OF THE SECRETARY OF ENVIRONMENTAL AFFAIRS ON THE 2nd NOTICE OF PROJECT CHANGE

PROJECT NAME : Ambulatory Care Center/Medical Office Building
(formerly reviewed as 100 Endicott Street Parking
Improvements Project)

PROJECT MUNICIPALITY : Danvers

PROJECT WATERSHED : North Shore Coastal

EOEA NUMBER : 13198

PROJECT PROPONENT : Partners HealthCare System, Inc., LLC

DATE NOTICED IN MONITOR : November 8, 2006

Pursuant to the Massachusetts Environmental Policy Act (G. L. c. 30, ss. 61-62H) and Section 11.03 of the MEPA regulations (301 CMR 11.00), I hereby determine that this project **does not require** the preparation of an Environmental Impact Report (EIR). In a separate Decision also issued today, I have proposed to grant a Waiver from the requirement to prepare a mandatory Environmental Impact Report (EIR) for the project. This Certificate sets forth the issues that must be addressed by the proponent during permitting and discusses recommendations that were submitted on the project during the MEPA comment period.

Background/Project History

Reviewed by MEPA in March 2004, the project originally involved the renovation and reuse of Osram Sylvania Corporation's existing 300,000 square feet (sf) office/light manufacturing building by Nordic Properties to accommodate approximately 300,000 sf of commercial office space, rehabilitation of an existing driveway and parking area and the construction of approximately 438 new additional surface parking spaces. The commercial office space reuse project was located on a 49-acre portion (Lot 1) of a 59-acre parcel of property located on Endicott Street and east of the Route 128/Endicott Street interchange in Danvers. The proposed additional parking spaces were required to bring the project into conformance with the design standards of the Town of Danvers Zoning Bylaw that requires parking ratio of four parking spaces per 1,000 sf of office space.

The original property owner, Osram Sylvania Corporation, retained ownership of the 10-acre Lot 2 development parcel abutting the northeastern corner of the project site and Endicott Street. The Certificate on the ENF required that a Notice of Project Change (NPC) be filed with the MEPA Office for any development proposal that may be proposed for Lot 2 prior to March 2009 to discuss both the full impacts of the proposed 100 Endicott Street reuse and expansion project, as well as the potential cumulative infrastructure impacts and site planning issues arising out of the full build-out (allowable as-of-right under current local zoning) of the Lot 2 development parcel.

Notice of Project Change (1st NPC) – Brightview at Danvers

In September 2006 a Notice of Project Change (NPC) was submitted to the MEPA Office for the proposed development of the Brightview at Danvers (Brightview) assisted living facility including a 160-unit assisted living facility with 137 new surface parking spaces and related utilities and stormwater management infrastructure on the 10-acre Lot 2 development parcel located on Endicott Street and abutting Lot 1 in Danvers. The Brightview project's potable water supply needs and wastewater flows (24,000 gallons per day (gpd)) will be served by the Town of Danvers' municipal water supply and sewer systems respectively. I note the Brightview project proponent has set aside a parking reserve area along the project site's southern boundary that could accommodate an additional 20 surface parking spaces. The Brightview project resulted in the additional alteration of approximately 6.72 acres of land area, the creation of approximately 3.25 acres of new impervious surface area and the alteration of approximately 1,842 sf of wetlands resource area.

Notice of Project Change (2nd NPC) – Ambulatory Care Center/Medical Office Building

As described in this second Notice of Project Change (2nd NPC), a separate proponent, Partners HealthCare System, Inc. (Partners) is proposing to construct a 120,000 sf ambulatory care center, 90,000 sf of medical space and 150 new additional surface parking spaces on a portion of Lot 1 located on Endicott Street and east of the Route 128/Endicott Street interchange in Danvers. The project also involves the demolition of approximately 150,000 of an existing 308,000 sf office building previously reviewed by the MEPA Office (February 2004). According to the proponent, approximately 157,000 sf of the existing office building will remain and will continue to be used as office space by the Osram Sylvania Corporation. The Ambulatory Care Center project will require an Order of Conditions from the Danvers Conservation Commission (and hence a Superseding Order from MassDEP if the local Order is appealed). The project will also require a revised state highway access permit from the Massachusetts Highway Department (MassHighway). The project must comply with the National Pollution Discharge Elimination System (NPDES) General Permit for stormwater discharges from a construction site of over one acre from the U.S. Environmental Protection Agency.

The proposed project change is also undergoing review and requires preparation of an EIR pursuant to section 11.03 (6)(a)(6) of the MEPA regulations because the project will generate 3,000 or more new vehicle trips per day (vtd) (3,018 new vtd) on roadways providing access to a single location. The proponent for the Ambulatory Care Center project is seeking state financial assistance for the proposed project. MEPA jurisdiction therefore extends to those all aspects of the project that have the potential to produce significant damage to the environment (wetlands, water quality, water, wastewater, and traffic).

According to the information provided in the 2nd NPC submittal and summarized below, the impacts associated with the proposed Ambulatory Care Center, and the cumulative impacts resulting from this proposed ambulatory care center project, the Brightview at Danvers assisted living facility project on Lot 2, and the remaining commercial office space associated with the previously review commercial office space project on Lot 1, (the "full-build" project) will exceed the MEPA review threshold for traffic requiring the mandatory preparation of an Environmental Impact Report (EIR).

Cumulative Impacts Summary - 100 Endicott Street, Danvers, Massachusetts

| | Nordic Properties * | Brightview - NPC 1 | Partners ACC - NPC 2 | |
|----------------------------|----------------------------|---------------------------|-----------------------------|---------------|
| IMPACT CATEGORY | | | | TOTALS |
| Parcel size (ac) | 49 | 10 | | 59 |
| Alteration (ac) | 0 | 6.72 | 0.6 | 7 |
| Impervious (ac) | 1.84 | 3.25 | 2.1 | 7 |
| Wetlands (sf) | 0 | 0 | 0 | 0 |
| Wetlands Buffer (sf) | 11,140 | 1,842 | 74,850 | 87,832 |
| Riverfront (sf) | 0 | 0 | 0 | 0 |
| Development (sf) | 308,000 | 160,000 | 59,000 | 527,000 |
| Surface Parking spaces | 438 | 137 | 150 | 725 |
| Vehicle Trips | (No Change) | 402 | 3,018 | 3,420 |
| Potable Water Supply (gpd) | (No Change) | 24,000 | 4,455 | 28,455 |
| Wastewater Flow (gpd) | (No Change) | 24,000 | 4,350 | 24,000 |

Stormwater Resources

The full build-out project will create approximately 7 acres of impervious surface area. The proposed project includes the construction of stormwater Best Management Practices (BMPs) to provide treatment for stormwater runoff from new impervious surface areas including hooded deep sump catch basins and Vortech units. A separate infiltration system is proposed to capture and infiltrate roof run-off.

The proponent will need to submit to MassDEP the drainage plans for the proposed Ambulatory Care Center and the full-build project, and will need to discuss the consistency of the respective drainage plans with the MassDEP Stormwater Management guidelines, and the Town of Danvers' Storm Water Program. It should demonstrate that the design of the respective drainage systems is consistent with this policy, or in the alternative, why the proponent is proposing a drainage system design not recommended by MassDEP. The proponent should use the MassDEP Stormwater Management Handbook when addressing this issue. In addition, a maintenance program for the respective drainage system will be needed to ensure its effectiveness, and should outline the maintenance operations, sweeping schedule, responsible parties, and back-up systems.

I strongly encourage the proponent to continue to work with MassDEP and the Town of Danvers to identify and evaluate additional sustainable design alternatives and as Low Impact Development (LID) techniques in site design and stormwater management plans including the use of permeable surface parking materials and landscaped bioretention areas, or reducing the size of each proposed parking space and/or reducing the total number of proposed surface parking spaces to significantly reduce the total amount of impervious area and stormwater runoff from the proposed project. 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/cnvir/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/>.

Water Supply

The 2nd NPC submittal includes estimates of individual potable water supply demands for the Ambulatory Care Center project (4,455 gpd) and the cumulative potable water supply demands for the full-build project (28,455 gpd). As currently proposed, the full-build project will be served by the Town of Danvers and the City of Salem. In their comments, the Town of Danvers has indicated that the existing municipal water main located within the Endicott Street right-of-way may be inadequate to provide the required fire flows to the project site.

The proponent will need to demonstrate that the use of the Danvers and Salem municipal water supplies to serve both the Ambulatory Care Center project and the full-build project. At a minimum, the proponent will need to demonstrate that:

1. the municipal water supply(s) has sufficient design capacity to accommodate the full-build project's additional water supply demand; and
2. the proponent has secured permission from the Town of Danvers and the City of Salem to obtain the necessary potable water supply for the full-build project.

The proponent will also need to demonstrate to MassDEP that the final project design meets the Commonwealth's water conservation standards. In their comments, MassDEP has explained that the proposed project's potable water supply will come from the highly stressed Ipswich River Basin, and has recommended that the project proponent participate in a water bank and commit to rely on stream flow triggers for restricting non-essential water use. Implementation of a water bank to off-set each project's potable water demand would minimize or eliminate increases in water demand on the Town Danvers' water supply system. According to the comments received from the Town of Danvers, the project must comply with the Town of Danvers' Water Use Management Plan and will be required to incorporate water conservation and water use efficiency elements in the project design to achieve a 2:1 reduction in the project's potable water supply demand.

I strongly encourage the proponent to commit to employing efficient residential water conservation technologies for the project including water saving devices, low flow toilets, and low flow appliances (dishwashers, washing machines). The proponent should also consider implementing an Irrigation Management Plan (IMP) to further reduce the project's irrigation water demand. An IMP could involve the use of amended soils and compost, the planting of native and drought-tolerant species of trees, shrubs, and turf grasses, an automated water efficient irrigation system, and a water management protocol for drought conditions. I ask that the proponent consult with MassDEP, and refer to the Massachusetts Water Resources Commission's *Lawn and Landscape Water Conservation, An Addendum to the Water Conservation Standards for the Commonwealth of Massachusetts, October 2002*, during the final design of the proponent's IMP.

Wastewater

As described in the 2nd NPC submittal, the estimated combined wastewater flow from the full-build project (approximately 28,350 gpd) will be conveyed from Lots 1 and 2 (the project site) to the Town of Danvers' municipal sewer system treatment and disposal. The proponent will need to demonstrate to MassDEP that the proposed discharge of wastewater from the full-build project to the Town of Danvers' municipal sewer system is feasible.

At a minimum, the proponent should demonstrate that:

1. the Town of Danvers' sewer collection system has sufficient design capacity to accommodate the full-build project's additional 28,350 gpd of wastewater flows;
2. the proponent has secured permission from the Town of Danvers to direct the full-build project's wastewater flows to Danvers' municipal sewer system.

Transportation

Using the Institute of Traffic Engineers (ITE) Trip Generation Land Use Code 610 Hospital, the proposed Ambulatory Care Center project is estimated to generate approximately 3,018 new vtd. The proponent completed a study of the potential traffic impacts from the proposed ambulatory care center project and the full-build project using Land Use Codes 253 and 254 for Congregate Care Facility and Assisted Living, and Land Use Code 710 for General Office Building, as part of the local review process in Danvers. Accordingly, the full-build project is expected to generate approximately 3,400 new vtd on local project area roadways. Access to the project site will be provided from Endicott Street via four separate signalized site drives (Driveway #1- #4). I note that Driveway #2 is not proposed for signalization.

The proponent has committed to a number of traffic mitigation measures for the proposed project including:

- Construction of a new Driveway #4 (entrance only) located across from the Route 128 northbound ramps.
- Construction of a 100-foot right-turn lane along the eastbound Endicott Street approach to Driveway #4,
- Construction of a three-lane westbound approach at the Endicott Street/Endicott Plaza/Driveway #3 intersection,
- modifications to the roadway geometry associated with the Endicott Street/Driveway #2 intersection,
- Implementation of a comprehensive Transportation Demand Management (TDM) program,
- Provide a "fair share" contribution to the Water Street corridor improvements based on recommendations contained in the Water Street Corridor Study commissioned by the Danvers Traffic Advisory Committee, and
- Installation of a closed-loop traffic signal coordination system to include the following intersections:
 - Endicott Street/Route 128 southbound ramps;
 - Endicott Street/Route 128 northbound ramps;
 - Endicott Street/Endicott Plaza/site Driveway #2; and
 - Endicott Street/Hutchinson Drive/site Driveway #1

According to the comments received from the Town of Danvers, the existing Endicott Street/Route 128 Southbound Ramps signalized intersection will be impacted by the proposed project. The Town has recommended that the proponent work closely with MassHighway to identify opportunities to mitigate the project's impacts to this intersection.

Transit

The proponent should explore opportunities for accommodating existing MBTA bus routes within the project site or along the project site's Endicott Street frontage. The proponent should work with local officials to identify bus connections from activity nodes and the local commuter rail station (MBTA Red Line stations) to the project site. In their comments, the MassHighway has requested that the proponent work closely with the Danvers Council on Aging to identify opportunities to provide shuttle service to and from the Endicott Street project site. I strongly encourage the proponent to commit to working closely with the Town of Danvers to evaluate the feasibility of traffic, transit, pedestrian, and bicycle improvements in the project area including opportunities to include the construction of sidewalks along Endicott Street at each of the project's site drives.

Wetlands

As described by the proponent, the proposed project will not impact any bordering vegetated wetlands (BVW) located within the project site or adjacent to the Waters River that may be located to the south of the proposed project site. As depicted in the project site plans, portions of the proposed new surface parking area are located within the 100-foot wetlands resource buffer area adjacent to the Waters River. Project construction activities including excavation and grading, installation of stormwater and utilities infrastructure, surface parking spaces, and erosion and sedimentation control will be located within the wetland buffer zone and will result in the alteration of approximately 1.9 acres of wetlands buffer area. As I have indicated elsewhere in this Certificate, the proponent should continue to examine methods of avoiding or minimizing encroachment into buffer zones including, but not limited to, relocating all or a portion of this new surface parking area, reducing the total number of proposed surface parking spaces or reducing the size of each proposed parking space.

Construction Period

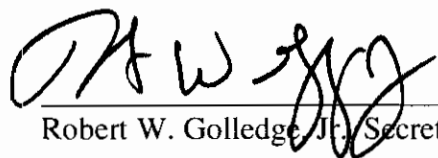
The proponent should analyze construction-period impacts for the ambulatory care center project and the full-build project, including temporary impacts to wetland resource areas and the extent of any blasting and/or re-grading during construction. The proponent should address the comments received from MassDEP and the Town of Danvers regarding the project's potential impacts to noise and air quality during the demolition and construction phases of the project.

The proponent should evaluate potential demolition/construction period impacts (including but not limited to noise, dust, and traffic maintenance) and ensure that feasible measures are taken to avoid or eliminate these impacts. I ask that the proponent 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. Exhaust from motor vehicles is a key component of ground-level ozone or smog, a contributor to global climate change and can cause serious health effects. In addition, very fine particles emitted from diesel and gas engines are lung irritants and can trigger asthma attacks and more serious health conditions. The proponent should ensure that vehicles at the facility comply with the Massachusetts Anti-Idling Law (M.G.L. c. 90, ss. 16A) and with DEP Air Pollution Control Regulations (310 CMR 7.11(1)(b)) which limit vehicle idling to no more than five minutes in most cases. 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.

The previous ENF submittal by Nordic Properties for the commercial office space project, and the 1st NPC submittal for the Brightview assisted living facility project, included an adequate alternatives analysis, and that this 2nd NPC submittal has provided sufficient information on the proposed Ambulatory Care Center project's potential impacts to traffic. In their comments, MassHighway has indicated support for the analysis and conclusions included in this 2nd NPC submittal. Based on a review of this 2nd NPC submittal and consultation with state agencies, I hereby find that the 2nd NPC meets the regulatory requirements for granting a Waiver from the requirement to prepare a mandatory Environmental Impact Report (EIR) for the project..

December 15, 2006

DATE


Robert W. Gollidge, Jr., Secretary

Comments received:

12/11/06 Town of Danvers
12/12/06 Massachusetts Department of Environmental Protection – NERO
12/13/06 Massachusetts Highway Department (MHD)

EOEA #13198 2nd NPC Ambulatory Care Center/100 Endicott Street Parking Improvements
RWG/NCZ/ncz