



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>

December 24, 2008

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

PROJECT NAME : Athletic Complex/Industrial Site (formerly reviewed as
 EMC Bellingham Campus)
 PROJECT MUNICIPALITIES : Bellingham
 PROJECT WATERSHED : Charles River
 EOE NUMBER : 12176
 PROJECT PROPONENT : **LIG Development Co., LLC**
 DATE NOTICED IN MONITOR : November 24, 2008

Pursuant to the Massachusetts Environmental Policy Act (G. L. c. 30, ss. 61-62I) and Section 11.10 of the MEPA regulations (301 CMR 11.00), I have reviewed the Notice of Project Change (NPC) and hereby determine that it **requires** the preparation of an Environmental Impact Report (EIR).

MEPA History

The previously proposed project on this site was the subject of full review under MEPA that culminated in 2001 with the issuance of a Certificate on the Final Environmental Impact Report (FEIR). That project, as described in the FEIR, entailed the proposed development of a 1,072,000-square foot (sf) research and development facility by EMC Corporation. The project was not constructed.

Description of Proposed Project Change

The project site is comprised of approximately 144 acres on the west side of Maple Street, with approximately 87 acres located on the north side of High Street and 57 acres on the south side of High Street. In the NPC, the new proponent proposes to construct an



indoor/outdoor athletic facility comprised of six soccer fields and a 268,020-sf indoor athletic facility to accommodate two additional soccer fields, a basketball gymnasium, batting cages, a climbing area, offices, locker rooms, and other ancillary uses. In the NPC, the proponent also proposes the potential development of a 180,000-sf industrial building and a 350,000-sf warehouse on the site, although there are no specific plans to construct these uses at this time.

The NPC asserts that, by all estimates, the environmental impacts of the currently proposed project will be less than those that would have occurred had the originally proposed project been constructed, and on that basis, requests that I find the impacts of the proposed project change to be insignificant in accordance with the MEPA regulations at 301 CMR 11.10(6). Although I concur that the projected impacts of this project will certainly be less than those of the previously reviewed project, the currently proposed project exceeds several thresholds requiring the mandatory submission of an EIR, most notably new land alteration (approximately 94 acres), new impervious surfaces (approximately 46 acres), new vehicle trips (approximately 4,324 average daily trips), and new parking spaces (1,633 spaces). On that basis, I decline to find the proposed project change insignificant and I am requiring the proponent to submit a Supplemental EIR. I am also invoking the Greenhouse Gas (GHG) Emissions Policy and Protocol and will require the proponent to document the project's GHG emissions and propose appropriate measures to mitigate these impacts. However, I concur that that the impacts of this project will be less than that previously proposed by EMC and, on that basis, I will not require that the proponent provide any additional analyses of project alternatives in the Supplemental EIR.

MEPA Jurisdiction and Permitting Requirements

The project is undergoing MEPA review and requires the preparation of an EIR pursuant to Section 11.03(1)(a)(1) and 11.03(1)(a)(2) of the MEPA regulations, because it will result in the direct alteration of more than 50 acres of land and the creation of more than 10 acres of new impervious surface; and Section 11.03(6)(a)(6) and 11.03(6)(a)(7), because the project will result in more than 3,000 new average daily trips (adt) and require the construction of more than 1,000 new parking spaces.

The NPC did not state the permitting requirements for the project, but, at a minimum, the project will require a National Pollutant Discharge and Elimination System (NPDES) Construction General Permit from the U.S. Environmental Protection Agency (EPA); a Vehicular Access Permit from the Massachusetts Highway Department (MassHighway); and a Groundwater Discharge Permit from the department of Environmental Protection (MassDEP). The project also requires review by the Massachusetts Historical Commission (MHC). At the local level, the project requires an Order of Conditions from the Bellingham Conservation Commission.

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. In this case, MEPA jurisdiction extends to land alteration, stormwater, wetlands, wastewater, transportation, and historic and archeological resources.

SCOPE

General

The proponent should prepare the Supplemental EIR in accordance with the general guidance for outline and content found in Section 11.07 of the MEPA regulations, as modified by this Scope. The Supplemental EIR should include a description of all aspects of the project, a schedule for construction and any other development activities, and appropriate maps and plans at a reasonable scale. The Supplemental EIR should include a copy of this Certificate and of each comment letter received.

The Supplemental EIR should include a list of required local, state and federal permits and approvals for the overall project and provide an update on the status of each permit and/or approval. It should also provide a brief description and analysis of applicable statutory and regulatory standards and requirements, and a description of how the project will meet those standards.

Stormwater

As indicated in the NPC, the current project entails five fewer acres of impervious surface than the previously proposed project. However, because the project site is located in the Upper Charles River Watershed, the proponent should implement Best Management Practices (BMPs) that reduce phosphorous and it should incorporate Low Impact Development (LID) techniques and structural BMPs capable of reducing at least 65 percent of phosphorus. A Total Maximum Daily Load (TMDL) requiring phosphorus reduction of 54 percent from all contributing sources has been adopted for the Lower Charles River Basin, and the TMDL for the Upper Charles (which requires phosphorus reduction of 65 percent from all impervious areas) is expected in the near future. MassDEP has issued draft regulations for a Stormwater General Permit (SWGP) that will require a phosphorus reduction consistent with these TMDLs for private impervious surfaces of two acres or greater, and plans to adopt final regulations in early 2009. The Supplemental EIR should describe how the project will comply with these requirements.

The Supplemental EIR should also demonstrate that source controls, pollution prevention measures, erosion and sediment controls during construction, and the post-development drainage system will be designed to comply with standards for water quality and quantity impacts. The project's stormwater management plan should include provisions for controlling the quality of stormwater runoff to the Charles River (Segment MA72-04). This segment is on the 2006 Integrated List of Waters in Category 5 - Waters Requiring a TMDL because of metals and pathogens. The stormwater management system should consist of BMPs that control to the greatest extent the release of contaminated runoff. In general, the amount of imperviousness in the parking lot should be minimized, and proprietary water quality treatment units should be used only in advance of treatment systems, (e.g., sand filters, water quality swales, bioretention basins) and/or infiltration systems.

MassDEP recommends that the street sweeping program be more intensive, and de-icing and contaminated snow stockpiling and disposal should be controlled in accordance with a source control and pollution prevention plan. It should be clear in the plan that snow will not be plowed toward the wetlands and that its management will be accomplished in accordance with the MassDEP Snow Disposal Guidelines. The Supplemental EIR should include a snow disposal plan that identifies the location(s) on- or off-site where snow will be plowed or disposed. The plan also should commit to using the minimum amount of deicing and abrasive agents, and include catch basin stenciling to discourage illicit discharges to storm drains on-site.

Wastewater

The NPC states that the previously proposed project was reviewed for a 100,000-gallon per day (gpd) discharge of wastewater. In its comments, MassDEP notes that the NPC is incorrect; MassDEP issued a Groundwater Discharge Permit to EMC for a 55,000-gpd wastewater treatment facility for its proposed 972,000-sf research and development building and a 100,000-sf accessory building.

The new proposal will divide the parcel into three lots. The athletic facility will be located on Lot 1; the 180,000 sf on Lot 2; and the 350,000-sf warehouse building on Lot 3. The NPC is not clear as to whether each lot would have its own separate septic system. The project as currently proposed is estimated to generate approximately 19,350 gpd of wastewater. The Supplemental EIR should provide detailed calculations of wastewater flows resulting from the project. Using the value 50 gpd/1000 sf, the industrial building and warehouse building alone will generate 26,500 gpd. In addition, with the flows expected from the athletic facility, the total flow for the three lots will be close to the previously permitted flow of 55,000 gpd.

At EMC's request, MassDEP closed out its Groundwater Discharge Permit in March, 2008. The new proponent must therefore apply for a new permit. Furthermore, the soil testing for the EMC campus and WWTF were all on Lot 3, South of High Street. This is the site of the Warehouse building. The proponent should clarify ownership of the property (e.g. will the three lots be owned by one owner or by three separate owners).

Transportation

According to the NPC, the currently proposed project is expected to generate approximately 4,342 new vehicle trips on an average weekday, as compared with 6,200 new average daily trips for the previously proposed project. As recommended by the Executive Office of Transportation (EOT) in its comments, the Supplemental EIR should include an expanded traffic impact analysis for the following three intersections:

- the Route 140/Maple Street intersection;
- the Route 126/Maple Street intersection; and
- the Maple Street/Pine Street intersection.

Each of these locations is expected to experience congestion as a direct result of the project. The proponent should consult with the Massachusetts Highway Department (MassHighway) to determine appropriate mitigation measures at the Route 140/Maple Street

intersection, which is a state highway location. In the NPC, the proponent proposes to pay the Town of Bellingham \$10,000 per year for 12 years for roadway and infrastructure improvements, which could be applied towards this intersection. The Supplemental EIR should identify specific mitigation measures at this location and either demonstrate that the proponent's annual contribution to the Town would be sufficient to fund any necessary improvements, or identify alternative funding source(s). In any event, the Supplemental EIR should contain a specific commitment by the proponent to design and reconstruct this intersection prior to occupancy of the athletic complex, in accordance with a mitigation program approved by MassHighway.

Additionally, the proponent should consult with the Town of Bellingham regarding mitigation at the other two intersections, which are owned by the Town, and report on the status of mitigation at these locations in the Supplemental EIR. The traffic impact and access study contained in the Supplement EIR should analyze traffic operations at each of the above locations under the 2013 Build Condition both with and without mitigation measures in place. The Supplemental EIR should also propose a comprehensive Transportation Demand Management (TDM) program for the project, as recommended by EOT in its comments.

Greenhouse Gas Emissions

Because the project is subject to a mandatory EIR and requires a Vehicular Access Permit from MassHighway, it is subject to the Greenhouse Gas (GHG) Emissions Policy and Protocol. In accordance with the Protocol, the proponent should calculate and compare GHG emissions associated with: 1) a baseline derived from the proponent's Preferred Alternative (the sum of direct emissions from stationary sources and indirect emissions from energy consumption and transportation); 2) an alternative incorporating renewable fuels and/or technologies (the sum of direct emissions from stationary sources, indirect emissions from energy consumption, and transportation for the project as proposed); and 3) project alternatives with greater GHG emissions-related mitigation than the preferred alternative. The baseline code compliant quantification of CO₂ related emissions must reflect the recent amendment to the Mass. State Building Code that incorporates the performance standards of the International Energy Conservation Code. The proponent should note that the GHG analysis should quantify mitigation benefits. The Appendix to the Policy contains a partial, non-exhaustive list of measures to reduce GHG emissions.

When comparing the preferred alternative to other alternatives with greater GHG reduction, the proponent should explain which alternatives were rejected, and the reasons for rejecting them. The alternatives analysis should clearly demonstrate consistency with the objectives of MEPA review, one of which is to document the means by which the proponent plans to avoid, minimize or mitigate damage to the environment to the maximum extent feasible. The proponent should fully explain any trade-offs inherent in the evaluation of GHG reduction measures, such as increased impacts on some resources to avoid impacts to other resources.

This section or an appendix should include supporting analysis, including data, calculations and tables used to develop the analysis. The Proponent should clearly present the results of calculations used to quantify existing conditions, the Build Condition, and the impact

of proposed emissions-reduction mitigation. If the Proponent uses bar graphs, graphs should be produced in color so that the reader can understand the results. In response to the GHG Policy, the Single EIR should also present the data that were used to model energy use in the proposed building. A typical set of modeling inputs might include the following: project size and configuration; type of heating, ventilation and cooling systems; amount of glazing; and potential types of usage and hours of operation.

The proponent should consider the full range of mitigation measures for both building and transportation-related GHG impacts suggested by MassDEP and MassHighway in their comments, and commit to implement specific measures in the Supplemental EIR. If necessary, the proponent should consult with the MEPA Office, MassDEP, and the Department of Energy Resources regarding the project's compliance with this element of the Scope.

Historic and Archeological Resources

At the time of the previous MEPA review for the EMC project, an intensive (locational) survey and site examination were conducted on the project site at two locations. One of these locations, the Adams/Ray Farmstead site was determined to be eligible for listing in the National Register of Historic Places. As a result, EMC proposed to avoid this site and protect it during the construction period. At that time, the Massachusetts Historical Commission (MHC) recommended that a Preservation Restriction (PR) be donated to ensure the long-term preservation of the site.

In its comments on the NPC, MHC continues to recommend the donation of a PR for the Adams/Ray Farmstead site. The proponent should consult with MHC on this issue and report on its status in the Supplemental EIR. The Supplemental EIR should also specify whether the current proponent will implement the archeological site avoidance and protection plan previously developed by EMC during the MEPA review for the previously proposed project on this site. The proponent should consider MHC's specific recommendations and commit to measures that will avoid, minimize and/or mitigate the project's impacts on archeological resources in the Supplemental EIR.

Proposed Mitigation and Section 61 Findings

The Supplemental EIR should contain a separate chapter on mitigation measures, includes proposed Section 61 Findings for all state agency permits and a summary table of all mitigation proposed. The mitigation chapter should describe proposed mitigation measures, contain clear commitments to mitigation and a schedule for implementation, and identify parties responsible for funding and implementing the mitigation measures.

Responses to Comments

To ensure that the issues raised by commenters are addressed, the Supplemental EIR should include responses to comments. This directive is not intended to, and shall not be construed to enlarge this Scope for the Supplemental EIR beyond what is expressly identified in this Certificate. I defer to the proponent in developing the format for this section but it should

provide clear answers to the questions raised and additional information and analysis as necessary to respond to the comments.

Circulation

The Supplemental EIR 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 and to the list of commenters noted below. A copy of the Supplemental EIR should also be made available for public review at the Bellingham Public Library.

December 24, 2008

Date



Ian A. Bowles

Comments received on the NPC:

12/10/08	Massachusetts Historical Commission
12/24/08	Executive Office of Transportation
12/24/08	Department of Environmental Protection Central Regional Office

IAB/RB/rb