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May 11, 2007

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CERTIFICATE OF THE SECRETARY OF ENERGY AND ENVIRONMENTAL AFFAIRS
ON THE
ENVIRONMENTAL NOTIFICATION FORM

PROJECT NAME : Northwest Office Park Redevelopment
PROJECT MUNICIPALITY : Middlesex Turnpike - Burlington
PROJECT WATERSHED : Boston Harbor
EOEA NUMBER : 14000
PROJECT PROPONENT : Nordblom Company
DATE NOTICED IN MONITOR : April 11, 2007

Pursuant to the Massachusetts Environmental Policy Act (G. L., c. 30, ss. 61-62H) and Sections 11.06 of the MEPA regulations (301 CMR 11.00), I determine that this project **requires** the preparation of an Environmental Impact Report (EIR).

Project Description

As described in the Environmental Notification Form (ENF), the proposed project consists of the redevelopment of Northwest Park into approximately 3.28 million square feet (sf) of mixed-use development to be completed in two phases. The Mixed-Use Phase or Area A includes approximately 1.28 million sf of space. It is comprised of approximately 300 residential units, 600,000 sf of retail/restaurant space, an approximately 200-room hotel, 260,000 sf of general office space, and additional open space. Area A is approximately 48 acres. The Office Phase or Area B includes approximately 2 million sf of general office space. Area B is approximately 79 acres. The existing project site contains approximately 1.34 million sf of existing office space with some commercial uses (e.g. daycare facility) with parking for 4,830 cars in surface lots. These buildings will be demolished or reconfigured to make way for the proposed project. The site is adjacent to Route 3 and close to I-95 (Route 128). It is comprised of approximately 127 acres, between Route 3 and the Middlesex Turnpike.

The project requires a mandatory EIR pursuant to Sections 11.03(1)(a)(2), 11.03(6)(a)(6) and 11.03(6)(a)(7) of the MEPA regulations because it creates 10 or more acres of impervious



area, generates 3,000 or more new vehicle trips, and includes the construction of 1,000 or more new parking spaces. It will require an Indirect Access Permit and Traffic Signal Permits from the Massachusetts Highway Department (MassHighway). The project may require a Construction Dewatering Permit, a Notice of Construction & Demolition, a Limited Air Plan Approval/Fossil Fuel Emission Permit, a Notice Regarding Demolition and Construction, a Modification Permit for the water distribution system, a Cross Connection Permit, and a Sewer Extension/Connection Permit from the Department of Environmental Protection (MassDEP). It may need to obtain a Construction Dewatering Permit from the Massachusetts Water Resources Authority (MWRA). The project may require a blasting permit from the State Fire Marshall's Office. It must comply with the National Pollutant Discharge Elimination System (NPDES) General Permit for stormwater discharges from a construction site. The project may require a Programmatic General Permit from the U.S. Army Corps of Engineers. An Order of Conditions will be required from the Burlington Conservation Commission for impacts to wetland resource areas and buffer zones. MEPA jurisdiction extends to land alteration, traffic, air quality, wetlands, stormwater, blasting, water, and wastewater issues that may have significant environmental impacts.

Using the unadjusted Institute of Traffic Engineers Trip Generation land use codes (220, 310, 710, and 820), the proponent has estimated that the project will generate approximately 39,348 average weekday (unadjusted) vehicle trips and approximately 36,664 Saturday trips. The proponent has estimated that the project would generate about 30,395 net new vehicle trips on a weekday and 25,890 trips on Saturday when adjustments are made for pass-by and diverted linked trips. Access to the project site from the regional highway system would be provided from Second, Third, and Fourth Avenues to the Middlesex Turnpike and to I-95 and to Route 62 and its interchange with Route 3. The proponent has estimated that the project will require 8,620 shared parking spaces in structured and surface facilities.

The proposed project will be connected to existing municipal water and sewer service. It will consume approximately 370,000 gallons per day (gpd) of water and will generate approximately 335,000 gpd of wastewater flow.

SCOPE

The EIR should also follow Section 11.07 of the MEPA regulations for outline and content, as modified by this scope. It should include a copy of this Certificate and all comment letters.

Project Description & Regulatory Environment:

The EIR should include a detailed description of the project with a summary/history of the project. It should briefly describe each state agency action required for the project. The EIR should demonstrate how the project is consistent with the applicable performance standards. It

should contain sufficient information to allow the permitting agencies to understand the environmental consequences related to the project.

The EIR should identify and explain any project phasing. It should explain the time frame for each phase of the project. The EIR should discuss how this project is compatible with Executive Order 385 – Planning for Growth, by discussing its consistency with local zoning, and the Metropolitan Area Planning Council’s Metro Plan 2000.

Alternatives Analysis:

In addition to the No-Build Alternative and the Preferred Alternative (3.28 million sf), the EIR should develop an alternative that maximizes site layout and sustainable design/Low Impact Development (LID) opportunities to minimize water, wastewater, stormwater and wetland impacts. The EIR should identify the impacts of each of the alternatives, on traffic, parking, transit, pedestrian/bicycle facilities, transportation demand management, air quality, wetlands, drainage, drinking water, wastewater, construction, visual aesthetics (building renderings), blasting, and sustainable design. It should provide a comparative analysis that clearly shows the differences between the environmental impacts associated with each of the alternatives.

Traffic:

Because the project has the potential to generate an additional 30,395 daily vehicle trips in a congested area, and because these daily vehicle trips may cause traffic impacts, the EIR should develop a traffic study to address potential impacts. The traffic study should be prepared in conformance with the EOEA/EOTC Guidelines for EIR/EIS Traffic Impact Assessment. It should identify appropriate mitigation measures for areas where the project will have a direct impact on traffic operations. The EIR should describe the infrastructure improvements for each phase of the project. Proposed trip generation numbers should be explained from the Institute of Traffic Engineers’ land use codes. The use of adjustments for internally captured trips, non-vehicle trips to the site (transit mode share) and pass-by and diverted linked trips should be clearly explained within the EIR. The EIR should present the credit assumptions for existing, internal captured, pass-by and diverted link and specify which land use they are applied to, and explain graphically their assignment to the roadway system. It should include adequate documentation to demonstrate the ownership, square footage, and date of vacancy of each building to be demolished. The EIR must explain how the trip generation numbers were developed in laymen’s terms and should contain the necessary background data. The proponent should seek MassHighway concurrence of the credit assumptions to be taken for both existing land uses and for the shared trips among the various land uses for the proposed project.

The EIR should provide for the analysis of impacts on the level of service (LOS) at the intersections listed below:

- Middlesex Turnpike/Third Avenue;
- Middlesex Turnpike/Second Avenue/Burlington Mall Road (BMR);
- Second Avenue/South Avenue;
- South Avenue/Middlesex Turnpike/Burlington Mall Driveway;
- Middlesex Turnpike/I-95 Southbound Ramps/Route 3;
- Middlesex Turnpike/Wheeler Road East/I-95 Northbound Ramps;
- Middlesex Turnpike/Wheeler Road West;
- Middlesex Turnpike/Fourth Avenue;
- Middlesex Turnpike/Terrace Hall Avenue;
- Middlesex Turnpike/Network Drive;
- Network Drive/Route 62;
- Route 62/Crosby Drive/Route 3 Northbound Ramps;
- Route 62/Route 3 Southbound Ramps;
- Route 62/Middlesex Turnpike;
- BMR/Meadow Road;
- BMR/Lexington Street;
- BMR/New England Executive Park;
- BMR/Lahey Clinic;
- BMR/South Bedford Street/Stonybrook Road;
- BMR/Marriott Drive/Office Park; and
- BMR/Route 3A/I-95 Southbound Ramp.

The LOS analysis in the Traffic Study should include the a.m. and p.m. peak weekday peak hours, Saturday midday peak hour, volume to capacity ratios, a traffic distribution map, and background growth from other proposed developments in the area. The EIR should present the traffic generated by the other projects undergoing MEPA review in the background traffic numbers. The Mixed Use Phase (Area A) should use 2011 as a build year, and Office Phase (Area B) should use 2016 as its build year, unless MassHighway recommends a different build year. For each intersection in the study area, the EIR should include with its LOS analysis: time delay, capacity, and a summary of the average and 95th percentile vehicle queues. The EIR should include a traffic signal warrant analysis for any proposed traffic signals.

The EIR should present merge, diverge, and weaving analysis for each ramp junction at the I-95/Route 3/Middlesex Turnpike and the Route 3/Route 62 interchanges. It should include the merge/diverge analysis on the I-95 southbound approach to the Middlesex Turnpike/Route 3 exit, the weave on the I-95 southbound frontage road between the ramp from the Middlesex Turnpike to I-95 southbound and the Route 3 northbound approach, the merge/diverge on the I-

95 northbound approach to the Route 3/Middlesex Turnpike exit, the weave along I-95 northbound frontage road between Route 3 and the Middlesex Turnpike off-ramp, and the merge at the Middlesex Turnpike ramp to I-95 northbound and the I-95 northbound frontage road to I-95 northbound.

The traffic study should examine present and future build and no-build traffic volumes for all impacted roadways and intersections. A full Roadway Segment Analysis (RSA) for the Middlesex Turnpike between Route 62 and Wheeler Road West should be conducted by the proponent. The RSA should include access management along the corridor, traffic signal warrant analysis at the major driveway intersections, traffic signal coordination/interconnection, and providing sufficient capacity (two through travel lanes in either direction with left/right turning lanes) along the Middlesex Turnpike. Is there sufficient capacity in this area to handle the proposed traffic from the project? The proponent should continue work with MassHighway and the Town of Burlington to develop sufficient traffic mitigation measures.

The EIR should describe how the project intends to accommodate service and loading functions and the requirements of the project for service/loading infrastructure (e.g., projected demand, circulation, required turning radii, etc.). It should analyze the impacts of service and loading functions on the area traffic network.

Any plans for the major reconstruction of the roadways in the study area should be discussed in the EIR. The EIR should identify the proponent's coordination efforts with MassHighway, and the Towns of Burlington and Bedford.

Parking:

Parking at the site will include a total of approximately 8,620 spaces in parking garages and surface lots. The EIR should provide a breakdown of parking needs by land use category/use, time of day, and employee/customer/resident/visitor category to demonstrate the need for the proposed 8,620 spaces. It should identify Burlington's parking supply recommendations (zoning requirements). Any valet parking operations for the proposed project should be described in the EIR. Valet routes to the parking garages should be identified in the EIR. The parking needs assessment should take into account the turnover rates for employees, customers, residents, valet parkers, and visitors, and parking fees. The EIR should describe how the number of parking spaces needed was determined. Parking demand management should be a key component of the overall mitigation analysis. The EIR should identify the proposed parking fees for the various project uses. The EIR should identify taxi-parking areas along curbs and reserved parking for Zip Car or a similar service within the parking garages.

Transit:

The EIR should identify the local bus routes and their scheduled hours. Transit services are operated by the MBTA, the Town of Burlington (B-Line), and the Lowell Regional Transit Authority. If the proponent creates demand for bus services with its project and there are capacity constraints on the services, the EIR should propose mitigation. The proponent should consider providing monthly transit pass subsidies to all employees at the site to encourage transit use. The EIR should identify private shuttle bus routes in the area operating to the Anderson Transportation Center or other transit centers.

Pedestrian and Bicycle Facilities:

The EIR should show existing and proposed pedestrian facilities in the study area. It should show where traffic calming measures are proposed. The proponent should provide pedestrian connections and signage to the Burlington Mall.

The EIR should identify the proposed bicycle facility improvements included with this project. It should show where temporary and longer visit bicycle parking would occur on the project site. The EIR should show the number of bicycle parking spaces and their location on the project site.

Transportation Demand Management:

The EIR should present a comprehensive Transportation Demand Management (TDM) Program designed to minimize reliance on single passenger vehicle trips for employees at Northwest Park. The TDM measures that the proponent develops may be the most significant items to reduce single passenger vehicle trips.

Air Quality:

The EIR should provide a mesoscale air quality analysis. A mesoscale air quality analysis for ozone will be needed for this project to assess the total ozone precursor (volatile organic compounds and nitrogen oxides) emissions associated with all project-related vehicle trips and to demonstrate that the ozone precursor emissions associated with the preferred alternative are less than those from the no-build case, in the short- and long-term. If ozone precursor emissions from the preferred alternative are greater than the no-build case, reasonable and feasible ozone precursor reduction/mitigation measures must be included. The proponent should consult the "Guidelines for Performing Mesoscale Analysis of Indirect Sources" and MassDEP's Division of Air Quality Control to determine the appropriate study area.

In its comment letter, the Metropolitan Area Planning Council (MAPC) stated that residences and playgrounds should not be located within 1,000 feet of high volume roads, like Route 3. The EIR should demonstrate that no residences or playgrounds are proposed within this area of Route 3. If any such uses are proposed in this area, alternative designs should be presented in the EIR. In addition, the proponent should commit to screening and filtering methods that will keep harmful pollutants away from the new residents at this site. While the project was filed with MEPA prior to the adoption of the EOEEA Greenhouse Gas (GHG) Emissions Policy, I encourage the proponent to voluntarily quantify GHG emissions generated by the proposed project and identify measures to avoid, minimize, or mitigate GHG emissions.

Wetlands:

The Wetland Section of the EIR should contain an alternatives analysis to ensure that all wetland impacts are avoided, and where unavoidable impacts occur, impacts are minimized and mitigated. The EIR should illustrate that the impacts have been minimized and that the project will be accomplished in a manner that is consistent with the Performance Standards of the Wetlands Regulations (310 CMR 10.00).

The EIR should address the significance of the wetland resources on site, including public and private water supply; riverfront areas; flood control; storm damage prevention; fisheries; shellfish; and wildlife habitat. It should identify the location of nearby public water supplies and wells.

All resource area boundaries, riverfront areas, applicable buffer zones, and 100-year flood elevations should be clearly delineated on a plan. Bordering vegetated wetlands that have been delineated in the field should be surveyed, mapped, and located on the plans. Each wetland resource area and riverfront area should be characterized according to 310 CMR 10.00. The text should explain whether the local conservation commission has accepted the resource area boundaries, and any disputed boundary should be identified. The EIR should provide an accurate measurement of the wetland resource areas that will be affected by the project.

For any amount of required wetlands replication, a detailed wetlands replication plan should be provided in the EIR that, at a minimum, includes: replication location(s) delineated on plans, elevations, typical cross sections, test pits or soil boring logs, groundwater elevations, the hydrology of areas to be altered and replicated, list of wetlands plant species of areas to be altered and the proposed wetland replication species, planned construction sequence, and a discussion of the required performance standards and monitoring. MassDEP is recommending a replication rate greater than 1:1.

Drainage:

The EIR should present drainage calculations and detailed plans for the management of stormwater from the proposed project. It should include a detailed description of the proposed drainage system design, including a discussion of the alternatives considered along with their impacts. The EIR should identify the quantity and quality of flows. It should describe the rates of stormwater runoff for the 2, 10, 25 and 100-year storm events. If the proponent ties into the existing municipal stormwater system or the MassHighway system, the EIR should clarify the permits required and if there will be a recharge deficit on-site.

The EIR should address the performance standards of MassDEP's Stormwater Management Policy. It should address the groundwater recharge issues and demonstrate that the project will meet the Stormwater Management Policy. The EIR should demonstrate that the design of the drainage system 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.

The EIR should discuss consistency of the project with the provisions of the National Pollutant Discharge Elimination System (NPDES) General Permit from the U.S. Environmental Protection Agency for stormwater discharges from construction sites. It should include a discussion of best management practices employed to meet the NPDES requirements, and it should include a draft Pollution Prevention Plan. According to MassDEP's comment letter, any discrepancies between the stormwater management plan for this project and the Town of Burlington's stormwater program needs to be resolved before proceeding with this project. Because approximately 78 percent of the site may contain impervious surfaces, the EIR should consider Low Impact Development (LID) measures that minimize the volume of stormwater runoff to be treated and controlled by maintaining the existing hydrologic functions. The EIR should consider LID tools to reduce the amount of impervious areas.

In addition, a maintenance program for the drainage system will be needed to ensure its effectiveness. This maintenance program should outline the actual maintenance operations, sweeping schedule, responsible parties, and back-up systems. I recommend that the proponent commit to use a non-sodium based deicer on pavement surfaces.

Any dewatering of the construction site should include monitoring to ensure that there is no impact to the groundwater level. The EIR should outline the monitoring program of groundwater levels. It should summarize existing pre-construction groundwater conditions, and propose groundwater monitoring to address any proposed impacts.

Drinking Water:

The EIR should explain any impacts from the project on the drinking water supply and distribution system. It should propose mitigation as appropriate. If alternative water supply sources are being considered; they should be fully evaluated in the EIR. The project site is within the wellhead protection area (Zones II and III) for Burlington's public water supply wells. The EIR should explain the subsurface conditions where stormwater infiltration is proposed in the wellhead protection area to demonstrate that the project impacts are within regulatory compliance. It should evaluate the potential for irrigation wells in both Areas A and B.

Wastewater:

The EIR should outline the proponent's efforts to reduce water consumption and thereby reduce wastewater generation. In addition, the proponent should consider implementing other Low Impact Design (LID) features, as discussed below. The proponent should meet with the Town of Burlington and MassDEP to discuss approaches to meet the requirements of the Burlington sewer bank and the MassDEP Administrative Consent Order. It should provide supporting information for the exclusion of 110,000 gallons of its existing wastewater flow. According to MassDEP, the proponent would need to eliminate 1.3 million gallons of Infiltration/Inflow (I/I). The proponent should consider the installation of High Efficiency Toilets throughout the project to reduce water demand. The EIR should identify any capacity deficiencies within the municipal wastewater system to handle the project's additional wastewater flows. The EIR must address this I/I issue and work closely with the Massachusetts Water Resources Authority (MWRA), MassDEP, and the Town of Burlington. The MWRA reported that the discharge of groundwater to the sanitary sewer system with the project is prohibited.

Construction/Community Disruption:

The EIR should present a discussion on potential construction period impacts (including but not limited to noise, vibration, dust, and traffic maintenance) and analyze feasible measures, which can avoid or eliminate these impacts. It should outline how this proponent will coordinate its construction program with other nearby projects and maintain access to all abutters. The EIR should estimate the amount of fill to be removed or brought to the site. It should identify the number of truck trips required to handle the filling operation and the truck routes for fill removal. The EIR should describe any blasting proposed at the project site. It should describe the proponent's plans to deal with blasting and the notification process to adjacent land owners and local officials.

Visual/Aesthetics:

The EIR should include an analysis of the visual impacts of the proposed project, including renderings of the proposed buildings. A landscaping plan should be provided in the EIR. The proponent should incorporate native plants and low water using landscape materials in this plan.

Hazardous Waste:

The EIR should present a summary of the results of hazardous waste studies and remediation efforts undertaken at the project site by the proponent and others to comply with the Massachusetts Contingency Plan (MCP), 310 CMR 40.0000. It should identify how construction activities will be coordinated with the ongoing remedial activities at MCP sites at the project site. The EIR should address MassDEP's concerns regarding hazardous waste issues.

Sustainable Design/Low Impact Design (LID):

To the maximum feasible extent, the proponent should incorporate sustainable design elements into the project design. The EIR should summarize the proponents' efforts to ensure that this project includes Leadership in Energy and Environmental Design (LEED) Certified buildings or the equivalent. The basic elements of a sustainable design program 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 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;
- development of a solid waste reduction plan;
- development of an annual audit program for energy consumption, waste streams, and use of renewable resources;
- LID principles that reduce stormwater, potable water, wastewater, and wetland impacts and that provide water conservation and the reuse of wastewater and stormwater; and
- LEED certification.

Mitigation:

The EIR should include a separate chapter on mitigation measures. It should develop

transportation and parking demand management measures to reduce single passenger automobile trips to the project and encourage ridesharing to the site through the use of preferential parking. I encourage the proponent to identify measures to increase transit usage to the project site. This chapter on mitigation should include a Draft Section 61 Finding for all state permits. The Draft Section 61 Finding should contain a clear commitment to 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 mitigation should also be included.

In the Town of Burlington planning process and in the ENF, the proponent has committed to the following mitigation measures:

- Provide a minimum increase of 10 percent above the existing infiltration volume into the surrounding aquifer.
- Provide a 5:1 ratio of I/I removal for project added wastewater flows to the municipal system.
- Fund a Transportation Master Plan for the area to identify and address long-term transportation improvements.
- Designate 10 percent of the housing units as affordable units to comply with the Commonwealth's affordable housing policies.
- Provide a new public open space and a bicycle/pedestrian trail through the project site.
- Install a fully-actuated traffic signal at the Middlesex Turnpike/Third Avenue intersection, make geometric improvements, and coordinate the new signal with the next three signals along the Turnpike to the north .
- Modify traffic signal phasing and timings at the Middlesex Turnpike/Second Avenue intersection and make geometric improvements.
- Install a fully-actuated traffic signal at the South Avenue/Second Avenue intersection, coordinate the new signal with the signal at Middlesex Turnpike/Second Avenue, and make geometric improvements at the intersection.
- Design signal timing modifications at Middlesex Turnpike/Fourth Avenue.
- Provide signal phasing and lane reconfigurations at Route 62/Network Drive.
- Modify the signal phasing and timings and the lane configurations at the Middlesex Turnpike/I-95 Northbound Ramps/Wheeler Road intersection.
- Modify the signal timing at the BMR/Marriott Driveway.
- Provide street sweeping within the project site.
- Provide a TDM program with an on-site coordinator and commuter information.
- Supply bicycle parking accommodations throughout the project.
- Provide spaces for a car-sharing service, such as Zipcar.
- Coordinate the traffic signals along the Middlesex Turnpike from the Middlesex Commons Mall entrance to the Network Drive intersection.

I urge the proponent to participate in any discussions and studies, which evaluate the feasibility of traffic, transit, pedestrian and bicycle improvements within this area.

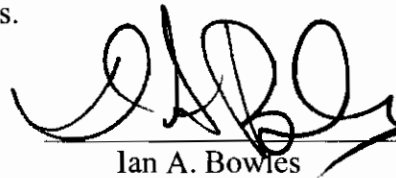
Comments:

The EIR should respond to the comments received to the extent that the comments are within the subject matter of this scope. Each comment letter should be reprinted in the EIR. I defer to the proponent as it develops the format for this section, but the Response to Comments section should provide clear answers to questions raised.

Circulation:

The EIR should be circulated in compliance with Section 11.16 of the MEPA regulations and copies should also be sent to the list of "comments received" below and to local officials in Burlington and Bedford. A copy of the EIR should be made available for public review at the Burlington and Bedford Public Libraries. The proponent should provide a hard copy of the EIR to each state agency from which the proponent will seek permits or approvals and to Burlington's commenting agencies.

May 11, 2007
DATE



Ian A. Bowles

Comments received:

VHB, 4/12/07
MWRA, 4/30/07
MassDEP/NERO, 5/1/07
MAPC, 5/3/07
EOT, 5/3/07
Anne Rowe, 5/6/07
VHB, 5/10/07
Anne Rowe, 5/10/07

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