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June 16, 2006

CERTIFICATE OF THE SECRETARY OF ENVIRONMENTAL AFFAIRS  
ON THE  
EXPANDED ENVIRONMENTAL NOTIFICATION FORM

PROJECT NAME: Highland Commons  
PROJECT MUNICIPALITY: Hudson and Berlin  
PROJECT WATERSHED: Concord (Assabet)  
EOEA NUMBER: 13795  
PROJECT PROPONENT: Sullivan Hayes Companies Northeast, LLC/Benderson  
Properties Development, LLC  
DATE NOTICED IN MONITOR: May 10, 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 **requires** the preparation of an Environmental Impact Report (EIR).

Project Description

As described in the Expanded Environmental Notification Form (EENF), the project proposes the development of a commercial shopping center and hotel on a site located in the extreme western part of Hudson south of Coolidge Street (Route 62) and approximately 1/3 of a mile east of the I-495 Exit 26 interchange. The project site encompasses 161 acres straddling the Hudson/Berlin municipal boundary. The project will be constructed in two phases. Phase 1 will involve construction of a shopping center on the easterly portion of the Hudson site with approximately 338,018 square feet (sf) of commercial building area and a 1,706 sf wastewater treatment plant building. The removal and reconstruction of a municipal water supply tank will also be part of Phase 1 of the project. Phase 2 of the project will involve construction of an

approximately 133,000 sf hotel with approximately 222 rooms on the westerly portion of the Hudson site and an internal connector road between the two phases of the project.

The project site is located east of the I-495 interchange at Route 62. The site's primary roadway frontage is on Coolidge Street in Hudson. In the vicinity of the site, Coolidge Street is a numbered state highway (Route 62) but is under the jurisdiction of the Town of Hudson. The portion of the project site in Berlin has frontage on Gates Pond Road, a local roadway.

In 1989-90, a hotel and industrial park development was proposed on part of the site under the name "Metro-West Business Park". The project underwent MEPA review (EOEA #7574), but was never constructed. At this time, there are no plans for development of the site area in Berlin. However, based on the existing Town of Berlin zoning and the topographic characteristics of this portion of the site, a residential subdivision with approximately 30 single family homes could be developed. The EENF considers the traffic and wastewater impacts that would be associated with this potential future development. The proponent states in the EENF that it will file a Notice of Project Change (NPC) with the MEPA office when development plans for the Berlin site are confirmed.

A portion of the project site (approximately 26 acres) is presently owned by the Town of Hudson. The municipally-owned property contains an existing water storage tank owned and maintained by the Town. Under its development agreement with the Town, the proponent will purchase this property from the Town and will construct and provide the Town with a new water storage tank at a new onsite location. The Town of Hudson will own and maintain the new municipal water tank and will be responsible for obtaining all state or federal permits for its construction and connection to the municipal water distribution system.

### Jurisdiction and Permitting

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 project also exceeds the following ENF review thresholds: Section 11.03 (3)(b)(1)(f) because the project will result in the alteration of more than ½ an acre of any other wetlands; and Section 11.03(5)(b)(3)(c) and Section 11.03(5)(b)(4)(c)(ii) because the project requires the construction of more than half a mile of new sewer main and will discharge more than 50,000 gallons per day (gpd) of wastewater to groundwater.

The project requires the following permits and/or review: a National Pollutant Discharge and Elimination System (NPDES) Construction General Permit from the U.S. Environmental Protection Agency (EPA); a Groundwater Discharge Permit and a Sewer Extension/Connection Permit from the Department of Environmental Protection (DEP); a Traffic Signal Control Permit from the Massachusetts Highway Department (MHD); review from the Massachusetts Historical Commission (MHC); an Order of Conditions from the Hudson Conservation Commission; and

Site Plan Approval from the Hudson Planning Board. When the Town of Hudson intends to connect the new water storage tank to the municipal system, the Town will need to file an application for a Water Distribution System Modification Permit (BRP WS33) with DEP.

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, transportation, wetlands, wastewater and historic resources.

### Request for a Single EIR

In accordance with Section 11.05(7) of the MEPA regulations, the proponent has submitted an Expanded ENF with a request that I allow the proponent to fulfill its EIR obligations under MEPA with a Single EIR, rather than require the usual two-step Draft and Final EIR process. The Expanded ENF received an extended public comment period pursuant to Section 11.06(1) of the MEPA regulations. I have reviewed the proponent's request for a Single EIR in accordance with Section 11.06(8) of the MEPA regulations, and I hereby find that the Expanded ENF meets the regulatory standards. I will therefore allow the proponent to prepare a Single EIR in fulfillment of the requirements of Section 11.03 of the MEPA regulations.

## **SCOPE**

### General

As modified by this Certificate, the proponent should prepare the Single EIR (SEIR) in accordance with the general guidelines for outline and content found in Section 11.07 of the MEPA regulations. The SEIR should include a copy of this Certificate and of each comment received, which should be addressed in the SEIR as they are relevant to this Scope.

The proponent should circulate the SEIR in accordance with Section 11.01(1) of the MEPA regulations; to those who commented on the EENF; to municipal officials in the Towns of Hudson and Berlin; and to any state and federal agencies from which the proponent will potentially seek permits or approvals. In addition, copies of the SEIR should be made available at the Hudson and Berlin public libraries.

### Permitting and Consistency

The SEIR should include a brief description of each state permit or agency action required or potentially required, and should demonstrate that the project will meet applicable performance standards. In accordance with Executive Order No. 385, "Planning for Growth" and Section 11.03 (3)(a) of the MEPA regulations, the SEIR should discuss the consistency of the project with the local and regional growth management and open space plans. The SEIR should

also discuss the consistency of project design with any applicable state policies. The proponent should also provide an update on the local permitting process for the project.

### Alternatives

In addition to the No-Build Alternative and the Preferred Alternative, the proponent assessed two other alternatives in the EENF for the building program and site layout including an "all retail" development plan and a site plan that does not have an internal connector road linking the Phase 1 and Phase 2 areas. The proponent's Preferred Alternative aims to minimize impervious coverage by providing the minimum parking necessary; to minimize wetland impacts by use of a bridge crossing; and to minimize impacts on the Town's sewer and wastewater treatment facilities by providing on-site wastewater treatment.

The proponent is seeking to build less surface parking onsite than required by the Town of Hudson zoning bylaw, however the development will still result in the creation of 30 new acres of impervious surface on the project site. The SEIR requires a more comprehensive alternatives analysis in order to ascertain which site layout minimizes overall environmental impacts and reduces the amount of impervious surface on site. 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.

In response to comments from the Organization for the Assabet River (OAR), the alternatives analysis should consider the use of permeable paving for the project, particularly on low-use maintenance roads. In addition, the proponent should investigate the use of green roofs as a means to reduce stormwater runoff and thermal impact.

The Metropolitan Area Planning Council (MAPC) has noted that the designs for both the shopping center and the hotel feature long driveways traveling past but not accessing most of the parking spaces before providing an entry point toward the southern point of each parking lot. MAPC states that the consequence of this design in terms of vehicle miles traveled, gasoline use and air emissions is quite significant. The SEIR should explore a site design alternative that minimizes the need for extra driving. In addition, the proponent should address comments from DEP regarding measures to reduce the number of vehicle trips within the proposed site.

### Land Alteration/Drainage

The project will result in the creation of 30 new acres of impervious surface on the project site. The proponent proposes to construct approximately 1,430 surface parking spaces for the project. The proposed parking supply is less than the amount required by the Town of Hudson zoning bylaw regulation, and the proponent may require a variance from the Hudson Board of Appeals. The proponent plans to build the parking supply as proposed while providing land area to accommodate a future expansion of the parking supply in the event that future parking demands warrant construction of some or all of the additional spaces required by the Town of Hudson zoning bylaw. In the SEIR, the proponent should discuss the project's required

parking as determined by the local approval process for the project.

The EENF contained a comprehensive analysis of existing and proposed drainage conditions, and presented pre- and post-development runoff calculations. Development of the site will include the installation of a stormwater management system that will fully comply with DEP's Stormwater Management Policy. The EENF presented a detailed stormwater management plan to address post-development runoff and outlined how the project complies with each of the Policy's standards. The stormwater management system will feature three wet bottom retention/detention ponds with sediment forebays that will receive runoff from pavement and surface areas; four sub-grade infiltration galleries to accept and recharge roof runoff to ground water; two water quality filters; deep hooded inlet sumps with oil absorbent booms; and level lip spreaders. Non-structural Best Management Practices (BMPs) include street and parking lot sweeping protocols.

The EENF also includes an erosion and sedimentation control plan to be implemented during construction of the project, and an Inspection and Maintenance Manual for stormwater facilities. The SEIR should elaborate on the ownership and maintenance of structural BMPs and should identify what entity will be responsible for non-structural BMPs.

I encourage the proponent to consider Low Impact Development (LID) techniques in site design and storm water 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/>. The SEIR should include a discussion of any LID measures that the proponent could incorporate into project design.

In response to comments from the Organization for the Assabet River (OAR), the SEIR should consider the use of small-scale vegetative systems in parking lots such as sunken bioretention cells and water quality swales to handle small rain events and first flush, as opposed to raised parking lot islands. In addition, the proponent should respond to OAR's comments regarding infiltration on site.

### Wetlands

The project site contains several wetlands associated with Hog Brook and an unnamed tributary to the Hog Brook. Portions of the proposed work will occur within Riverfront Area, Bank and the 100-foot wetland buffer zone. The proponent has received an Order of Resource Area Delineation (DEP #190-0443) confirming the wetland boundaries in the Town of Hudson.

The proponent has filed an Abbreviated Notice of Resource Area Delineation (DEP #107-0147) with the Town of Berlin and is awaiting the Order of Resource Delineation. No work is proposed in Berlin that would impact wetland resources.

Construction of the internal connector road associated with Phase 2 of the development will require the crossing of a wetland that includes an intermittent stream channel that contributes flow to Hog Brook. The crossing will be accomplished by a bridge to avoid direct impacts to the wetland system. The proposed bridge will completely span the wetland and stream complex approximately 65 feet above the floor of the wetland. The piers for the bridge structure will be a minimum of 30 feet outside the wetland boundary. The proponent states that the bridge will result in indirect impacts to 5,164 sf of BVW as a result of tree trimming and some shading impact from the bridge. The SEIR should respond to DEP's recommendation to provide wetland replication at a ratio of at least 1:1 on the parcel to mitigate for BVW impacts.

The project also includes work within the Riverfront Area associated with access to the site, stormwater management facilities, site development and wastewater management. In the EENF, the proponent states that 65,269 sf of Riverfront Area will be impacted by the project. DEP has stated that the project does not appear to conform to the no significant adverse impact standard found at 310 CMR 10.58(4)(d) because proposed impacts to Riverfront Area are greater than ten percent of the total amount of Riverfront Area on the parcel. Since the submission of the EENF, the site plan has been slightly modified to reduce the Riverfront Area alteration to be below the 10 percent regulatory guideline. The Notice of Intent (NOI) for the Project, submitted several weeks after the EENF was filed, reflects this modification. The SEIR should note this design modification and discuss how the project will comply with DEP's regulations for the Riverfront Area. The proponent should respond to DEP's comments regarding the need for a Wildlife Habitat Evaluation, pursuant to the Massachusetts Wildlife Habitat Protection Guidance for Inland Wetlands.

### Wastewater

The project includes construction of an onsite wastewater treatment and disposal facility to treat and dispose a projected wastewater flow of approximately 82,000 gpd. This design flow is based on an estimated wastewater generation from the proposed development in Hudson and an additional allowance for flow to accommodate a potential future development on the Berlin portion of the site. The wastewater treatment facility will be located on the west side of the East Site Drive serving the shopping center in Hudson. The selected treatment process is a Membrane Bioreactor System manufactured by Zenon Systems. A leaching system to be located in the far eastern portion of the Hudson site will be used for disposal of the treated effluent. The treated effluent will be pumped from the treatment plant through force mains and then flow via gravity to the leaching field recharge area. Soil testing information and the geo-hydrologic report undertaken for the proposed effluent disposal area indicate that the soils are suitable for groundwater recharge. The wastewater treatment plan and disposal facilities will be fully constructed in Phase 1 to accommodate the full build scenario.

The proponent states in the EENF that the project requires a Groundwater Discharge

Permit and a Sewer Extension Permit from DEP. DEP has commented however that a sewer extension/connection permit would only be needed to connect the proposed residential development in Berlin to the wastewater treatment facility. The SEIR should clarify the permits required for the project's wastewater systems and should respond to DEP's comments regarding the installation of double plumbing in the retail buildings and the reuse of the treated effluent. In response to comments from OAR, the SEIR should provide data on the phosphorus levels in the effluent that will be discharged to the leaching fields and provide for monitoring of nitrogen and phosphorus in the groundwater in the vicinity of Hog Brook.

### Transportation

The EENF includes a transportation analysis that was prepared in accordance with the Executive Office of Environmental Affairs (EOEA)/Executive Office of Transportation (EOT) guidelines. The traffic impact analysis and proposed mitigation were developed in coordination with the Massachusetts Highway Department (MHD) and local officials. In addition, the traffic impact analysis has been peer-reviewed by an engineering firm selected by the Town of Hudson. While the project does not require a direct access permit from MHD, the proponent is proposing off-site traffic signal improvements at the I-495 ramps that will be subject to MHD review and approval and issuance of a Traffic Signal Control Permit. The project is anticipated to generate approximately 15,030 new vehicle trips on a typical workday, and approximately 20,480 vehicle trips on a typical Saturday. These traffic generation levels are based on the full-build condition, and also account for projected traffic from the potential future residential development on the Berlin portion of the site.

Access to the project site is proposed via two driveways onto Coolidge Street (Route 62). The primary access will be via the East Site Drive, which will tie into Coolidge Street approximately half a mile east of the intersection of Gates Pond Road at Route 62. The East Site Drive will provide access to the Phase 1 shopping center development. A secondary site access will be constructed when Phase 2 is developed. The West Site Drive connection to Coolidge Street will be located approximately 1,300 feet west of the East Site Drive intersection with Coolidge Street, and will be designed to mainly serve the hotel development. The West Site Driveway will allow full movements off of Coolidge Street into the site, but will prohibit left-turns out of the site due to limited site distance. During the development of Phase 2, an internal connector road will be constructed to connect the two site drives.

The traffic impact analysis submitted with the EENF quantified the existing and projected future traffic conditions in the vicinity of the project and identified potential capacity and safety improvements that address existing deficiencies and mitigate for project-related traffic impacts. The traffic study examined 29 intersections in the Towns of Hudson and Berlin. The study indicated that the unsignalized intersections and driveways in the study area currently experience delays during peak hours and that without the implementation of any capacity improvement measures, delays and congestion in the project area would continue to increase in the future. In the SEIR, the proponent should respond to comments from the Town of Berlin regarding safety concerns at the intersection of Route 62 and Gates Pond Road and the potential use of Gates Pond Road as a cut-through to the City of Marlboro and the Solomon Pond Mall.

In the EENF, the proponent presents a suite of traffic mitigation involving physical roadway improvements and traffic control measures that will result in increased roadway capacity. The proponent proposes intersection and roadway widening and/or traffic control improvements in the following areas: Route 62 at I-495 Southbound ramps; Route 62 at I-495 Northbound ramps; Route 62 at Westerly Site Driveway; Route 62 at Easterly Site Driveway; and Route 62 at Central Street. The proponent has committed to providing a coordinated traffic signal system that will provide enhanced traffic operations at the signalized intersections and provide enhanced vehicle progression along the Route 62 corridor. In addition, the proponent will fully fund improvements to the Hudson downtown roundabout at a cost of \$500,000.

In response to comments from MAPC, the SEIR should consider alternative “offset” measures to mitigate for the project’s traffic impacts. Specifically, the proponent should analyze and establish a reasonable trip reduction target, and explore ways to achieve that target.

### Transportation Demand Management

The EENF also outlines proposed Transportation Demand Management (TDM) strategies that the proponent will encourage its tenants to implement to reduce vehicular traffic to and from the site. Measures outlined in the EENF include the promotion of ridesharing and the provision of on-site services that will be provided to decrease employee mid-day trip-making. The SEIR should discuss whether the project is required to comply with the Massachusetts Rideshare Regulation (310 CMR 7.16). The proponent notes that TDM measures are generally less effective at retail developments than at office developments. With this in mind, the proponent should focus its efforts on providing effective pedestrian, bicycle and public transit connections to the development so that users have a variety of transit options.

The project will have an onsite network of sidewalks and crosswalks to promote pedestrian activity throughout the development. The proponent will also construct a new sidewalk along the site frontage on Coolidge Street to enable a pedestrian connection to the nearby residential neighborhood east of the project site. The proponent will contribute \$50,000 to the Town of Hudson for off-site sidewalk improvements. The project will accommodate bicycle access to the site by providing secure storage racks near the front entrances of the retail and hotel facilities.

Several comments on the EENF suggest that the proponent contribute to the design and/or construction of the Wayside Bicycle Trail as a way to mitigate some of the project’s traffic impacts. The proposed route for the Wayside Bicycle Trail is across the street from the proposed development, and will provide a connection to downtown Hudson and the Assabet River Rail Trail. Commenters have also noted the need for a local or intercommunity transit route that could help residents get to the development without using a personal automobile. A contribution by the proponent to a general community transit fund is another mitigation option that should be explored in the SEIR. The need for public transportation and pedestrian connectivity to the project has also been voiced by the Town of Hudson ADA Committee.



### Air Quality

The projected vehicle trips from the project triggers DEP's requirement that the proponent conduct an air quality mesoscale analysis to determine if the proposed project will increase the amount of volatile organic compounds (VOCs) and nitrogen oxides (NOx) in the project area and to assess the project's consistency with the Massachusetts State Implementation Plan (SIP). The mesoscale analysis should be conducted following guidelines set forth in DEP's comment letter on the EENF. If the analysis indicates an increase in VOC and NOx emissions, the proponent must develop mitigation measures to offset the increase. The results of the analysis and a description of any required mitigation should be submitted with the SEIR. The SEIR should also address DEP's comments related to idling, delivery restrictions, and construction period air quality.

### Historic Resources

The Massachusetts Historical Commission (MHC) has stated that a review of the Inventory of Historic Archaeological Assets of the Commonwealth indicates that the project area contains the Potash Hill Terraces Site (MHC site #HUD-HA-3). MHC also states that the project area is archaeologically sensitive and likely to contain significant archaeological sites associated with ancient and historical period occupation and land use. MHC has recommended that an intensive (locational) archaeological survey be conducted for the project to locate, identify and evaluate any significant historic or archaeological resources that may be affected by the proposed project. The survey will be used to help identify project planning alternatives to avoid, minimize, or mitigate any adverse effects to significant cultural resources through planning and design considerations.

The proponent is required to submit a field investigation permit application (950 CMR 70) to the MHC for review prior to the archaeological survey. The SEIR should include a proposed schedule for the field investigation, noting the time that will be required to respond to or avoid any adverse effects to any significant cultural resources in the project area. If it is determined by MHC that no significant historical or archaeological resources are located in the project area, documentation of this determination should be included in the SEIR.

### Sustainable Development

The proponent should evaluate sustainable design alternatives that can serve to avoid or minimize potential environmental impacts. Such alternatives may also reduce project development and long-term operational costs. The SEIR should discuss sustainable design alternatives evaluated by the proponent and describe measures proposed to avoid and minimize environmental impacts.

I encourage the proponent to consider high-performance/green building and other sustainable design measures to avoid and minimize environmental impacts. Such measures may include:

- Leadership in Energy and Environmental Design (LEED) certification;
- water conservation and reuse of wastewater and stormwater;
- use of renewable energy;
- ecological landscaping;
- optimization of natural day lighting, passive solar gain, and natural cooling;
- an annual audit program for energy and water use, and waste generation;
- energy-efficient Heating, Ventilation and Air Conditioning (HVAC), lighting systems, and appliances, and use of solar preheating of makeup air;
- use of building supplies and materials that are non-toxic, made from recycled materials, and made with low embodied energy;
- incorporation of an easily accessible and user-friendly recycling system infrastructure into building design; and
- implementation of a solid waste minimization and recycling plan.

### Mitigation

The SEIR should contain a separate chapter on mitigation measures. It should include a Draft Section 61 Finding for all state permits that includes 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. The SEIR should provide a schedule for the implementation of the mitigation, based on the construction phases of the project.

June 16, 2006

Date

  
Stephen R. Pritchard

### Comments received:

6/2/2006	Department of Environmental Protection, Central Regional Office
6/5/2006	Town of Berlin, Planning Board
6/7/2006	Paul W. Blazar, Executive Assistant, Town of Hudson
6/8/2006	Organization for the Assabet River
6/8/2006	Massachusetts Historical Commission
6/9/2006	ADA Committee of Hudson
6/9/2006	Department of Environmental Protection
6/9/2006	Minuteman Advisory Group on Interlocal Coordination (MAGIC)
6/12/2006	Metropolitan Area Planning Council

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