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Executive Office of Environmental Affairs

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September 29, 2006

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

PROJECT NAME : Westwood Station
PROJECT MUNICIPALITY : University Avenue - Westwood
PROJECT WATERSHED : Boston Harbor
EOEA NUMBER : 13826
PROJECT PROPONENT : Cabot, Cabot and Forbes
DATE NOTICED IN MONITOR : June 21, 2006

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). On August 21, 2006, the proponent withdrew its request for a Single EIR.

The proposed redevelopment of the University Avenue Business Park into a mixed-use residential, commercial and office complex centered on a "Main Street" concept presents an opportunity to reinvent both an underutilized site and the concept of suburban development. The proponent has presented a thoughtful project design and continues to refine the project elements and infrastructure commitments necessary to support the significant scale of the proposed development. I note that many comments, while acknowledging the potential benefits of the proposed project, express concern that as currently designed it may be out of scale with the existing environment, or that potential impacts may be difficult to adequately mitigate. MEPA review will assist the proponent in developing a project that is responsive to these concerns, and I ask that the proponent carefully consider the comments received and continue to substantively address the issues raised.

Project Description

As described in the Expanded Environmental Notification Form (ENF), the proposed project consists of the redevelopment of the University Avenue Business Park into approximately

4.58 million square feet (sf) of mixed-use development to be completed in two phases. Phase I includes approximately 600,000 sf of residential space (450 units), 1.25 million sf of retail/restaurant space, 400,000 sf of hotel space (450 rooms), 320,000 sf of general office space, and 30,000 sf of public safety/community space, or about 2.6 million sf. Phase II includes approximately 650,000 sf of residential space (550 units) and 1.33 million sf of general office space, or about 1.98 million sf. The project site contains approximately 1,576,500 sf of existing warehouse and office space in thirteen buildings with parking for 2500 cars in surface lots. These buildings will be demolished to make way for the proposed project. The site is adjacent to the Route 128 Station, which has direct MBTA commuter rail and Amtrak intercity rail service with an approximately 2500-space parking garage. It is approximately 141 acres, bisected by University Avenue. The project site is within and adjacent to the Fowl Meadow and Ponkapoag Bog Area of Critical Environmental Concern (ACEC).

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 Access Permit and Traffic Signal Permits from the Massachusetts Highway Department (MassHighway). The proponent will need to obtain MassHighway approval for the reconstruction of the Blue Hill Avenue/University Avenue ramps onto Route 128 and the construction and design of I-95 northbound/ exit ramp onto Dedham Street. The project may require a Permit by the Executive Office of Transportation and Construction under Chapter 54A for construction on former railroad property. An Entry Permit for work on MBTA railroad property is needed by the proponent. 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, a Groundwater Discharge Permit, and a Sewer Extension/Connection Permit from the Department of Environmental Protection (MassDEP). It may need to obtain a Construction Dewatering Permit and a Sewer Connection Permit from the Massachusetts Water Resources Authority (MWRA). The project must comply with the National Pollutant Discharge Elimination System (NPDES) General Permit for stormwater discharges from a construction site. It may require a Programmatic General Permit from the U.S. Army Corps of Engineers. An Order of Conditions will be required from the Westwood Conservation Commission for impacts to wetland resource areas and buffer zones. MEPA jurisdiction extends to land alteration, traffic, air quality, wetlands, stormwater, and wastewater issues that may have significant environmental impacts.

Using the unadjusted Institute of Traffic Engineers Trip Generation land use codes (232, 310, 710, 730, and 820), the MEPA Office has estimated that the project will generate approximately 54,426 average weekday (unadjusted) vehicle trips and approximately 57,250 Saturday trips. The proponent has estimated that the project would generate about 35,225 net new vehicle trips on a weekday and 55,697 trips on Saturday when adjustments are made for

internally captured trips, non-vehicle trips to the site (transit mode share) and pass-by and diverted linked trips. Access to the project site from the regional highway system would be provided from the Blue Hill/University Avenue interchange on Route 128 and from Canton Street/Dedham Street and the proposed new exit ramp onto Dedham Street from I-95 northbound. The proponent has estimated that the project will require 10,874 shared parking spaces in structured facilities. The proponent will design and construct a new four lane, median separated, arterial boulevard, Westwood Station Boulevard to act as alternative route for the proponent's proposed alterations to the existing University Avenue.

The proposed project will be connected to existing municipal water and sewer service. It will consume approximately 296,000 gallons per day (gpd) of water and will generate approximately 237,000 gpd of wastewater flow. The proponent is investigating the potential of an on-site wastewater treatment facility with a Groundwater Discharge Permit.

Single EIR/Waiver Request

In accordance with Section 11.05(7) of the MEPA regulations, the proponent had 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. On August 21, 2006, the proponent asked for permission to withdraw its request for a Single EIR. I have accepted this withdrawal request for a Single EIR.

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 describe how this project relates to MassHighway's I-95/I-93/University Avenue and Dedham Street Interchange Project (EOEA #12871). It should contain an update on

the status of area-wide infrastructure improvements and individual development projects within the project area, including Legacy Place.

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, the EIR should summarize the other two alternative (Existing Underlying Zoning and Overlay District Zoning with Existing Street Patterns) building configurations identified in the Expanded ENF. The EIR should also develop an alternative with no proposed buildings within the Zone I Wellhead Protection Area as requested by MassDEP. It 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), and sustainable design. The EIR should provide a comparative analysis that clearly shows the differences between the environmental impacts associated with each of the alternatives. An alternative, which increases the proponent’s commitment to public transportation, should be developed in the EIR.

Traffic:

Because the project has the potential to generate an additional 35,225 daily vehicle trips in a congested area, and because these daily vehicle trips may cause traffic impacts, the EIR should summarize the Traffic Study that was included in the Expanded ENF.

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. MassHighway recommends that the infrastructure improvements that could accommodate each phase of the project be identified for each phase of the project. Proposed trip generation numbers should be explained from the Institute of Traffic Engineers’ land use codes to the use of adjustments for internally captured trips, non-vehicle trips to the site (transit mode share) and pass-by and diverted linked trips. The credit for pass-by/diverted trips will be a combined 20 percent, five for pass-by and fifteen for diverted trips. 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 provide for the analysis of impacts on the level of service (LOS) at the intersections listed in the traffic study area as defined in the Expanded ENF. It should also analyze traffic impacts by determining the LOS at the following additional intersections:

University Road/Dedham Street;
Cumberland Farms Headquarters/Dedham Street;
Dedham Street/Shawmut Road;
Canton Street/Oceana Way; and
Route 128 (I-95)/Route 1.

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 include traffic generated by the Legacy Place project in the background traffic numbers. It should address the concerns of the Canton Board of Selectmen regarding the different alternatives proposed for the I-95/Dedham Street ramp. Phase I should use 2011 as a build year, and Phase II should use 2016 as its 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 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 area of Dedham Street between University Avenue and I-95 should be conducted by the proponent, which includes the above intersections along Dedham/Canton Street in the RSA. 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 travel lanes in either direction with left turning lanes) along Dedham/Canton Streets. It should address the issue of the one lane in either direction at the Neponset River and the MBTA bridges, and whether there is sufficient capacity in this area to handle the proposed traffic from the project. The proponent should continue work with MassHighway and the Town of Westwood to develop a preferred alternative for the design of the I-95/Blue Hill Drive Off-Ramp and Interchange.

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 MHD, and the Towns of Westwood, Dedham, Canton, and Norwood.

Parking:

Parking at the site will include a total of 10,874 spaces in parking garages. The Expanded ENF identified a parking supply of 13,500 spaces if each individual land use was a stand alone entity. The proponent will be eliminating approximately 2,600 parking spaces because of the mixed and shared uses proposed on the project site. 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 10,874 spaces. It should identify Westwood's parking supply recommendations. 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, the parking supply and demand in the area, 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, and how the proponent will discourage commuter rail parkers from utilizing its parking facility rather than the existing MBTA Garage, which charges parking fees.

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 any capacity constraints during peak hours on commuter rail, Amtrak, and shuttle buses operating in the 128 Station area. If the proponent creates demand for commuter and intercity rail services with its project and there are capacity constraints on the services, the EIR should propose mitigation. The proponent should consider providing free monthly transit passes to all residents for one year to encourage transit use, as was done by the Columbus Center project - EOE #12459R. The EIR should identify private shuttle bus routes in the area operating to the Route 128 Station. The MBTA requests that the EIR present a full and complete analysis of the impacts on transit utilizing the most current passenger counts and capacity levels.

Pedestrian and Bicycle Facilities:

The EIR should show existing and proposed pedestrian facilities in the study area. It should explain how the project will be connected to Route 128 Station. The EIR should show where sidewalks and pedestrian facilities (including traffic calming measures) are located. The proponent should provide pedestrian connections and signage to the Neponset River and the Department of Conservation and Recreation (DCR) recreational lands on the east side of the railroad tracks.

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 occupant private vehicles for employees at Westwood Station. The TDM measures that the proponent develops may be the most significant items to reduce single passenger vehicle trips.

Air Quality:

The EIR must redo the mesoscale air quality analysis for the 2016 build year and the 2016 build year with mitigation scenarios.

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. In the Expanded ENF, the rates of stormwater runoff were analyzed 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. Groundwater recharge areas for stormwater infiltration should not be located within the Zone I of the public water supply.

The EIR should address the performance standards of MassDEP's Stormwater Management Policy. It should address these groundwater recharge issues and demonstrate that the project will meet the Critical Area Standard 6 in 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.

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. The proponent has committed 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 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. MassDEP recommends that the EIR acknowledge conformance with the water conservation measures in the Dedham-Westwood Water District Water Conservation Plan. Will a water bank be established by the water district,

and how would a water bank affect this project? The proponent should address the concerns expressed by MassDEP and the Dedham-Westwood Water District concerning the adequacy of the municipal system to meet the proponent's water demand and other future water demands within the text of the EIR. If alternative water supply sources are being considered; they should be fully evaluated in the EIR.

Wastewater:

The EIR should outline the proponent's efforts to reduce water consumption and thereby reduce wastewater generation. It should identify any capacity deficiencies within the municipal wastewater system to handle the project's additional wastewater flows. In its comment letter, MassDEP is requesting this proponent to consider Infiltration/Inflow (I/I) reduction of a minimum of a 4:1 ratio for the sewershed to which the flow is added. The EIR must address this I/I issue and work closely with the Massachusetts Water Resources Authority (MWRA), and MassDEP.

The proponent is investigating the provision of an on-site wastewater treatment plant for the first phase of the project as an alternative to a municipal sewer system connection. It is studying the concept of an on-site wastewater disposal system. Reclaimed wastewater could be used in the project for cooling purposes, for irrigation during summer months, and for groundwater recharge during the remainder of the year. Subsequent phases could either discharge to an expanded on-site treatment plant or use the municipal sewer system. The EIR should provide the details regarding whether the proponent will be providing an on-site wastewater treatment facility or entering the municipal sewer system.

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.

Visual/Aesthetics:

The EIR should include an analysis of the visual impacts of the proposed project, including renderings of the proposed buildings.

Sustainable Design:

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 is a LEEDS Certified building 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;
- LEED certification; and
- water conservation and reuse of wastewater and stormwater.

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 Expanded ENF, the proponent has committed to the following mitigation measures:

- Build an on-site wastewater treatment facility, approximately \$10.3 million.
- Provide 12 percent of the residential units as affordable housing to comply with Westwood zoning.
- Build and design Westwood Station Boulevard, approximately \$9.4 million.
- Design and construct the I-95/Blue Hill Drive ramp improvements, approximately \$5.7 million.
- Provide a 30,000 sf community space/public safety facility, approximately \$4.6 million.
- Design and construct I-95/Dedham Street Northbound ramp, approximately \$4.7 million.
- Provide Shuttle Bus Services, approximately \$4.5 million.

- Design and construct the University Avenue/Canton Street intersection improvements, approximately \$3.9 million.
- Design and construct the MBTA Station connection, approximately \$3.2 million.
- Replace the existing stormwater management system with a system that recharges rooftop runoff, approximately \$3.1 million.
- Design and construct the University Avenue/Blue Hill Drive intersection improvements, approximately \$1.8 million.
- Provide a 150-foot buffer zone from the Whitewood neighborhood, approximately \$1.5 million.
- Provide street sweeping, approximately \$800,000.
- Replace the existing parking lot with no runoff controls in the Zone I well field with open space, buildings, or structured parking.
- Provide a non-sodium based deicer on pavement surfaces.
- Provide a TDM program.
- Supply bicycle parking accommodations throughout the project.

The EIR should develop a schedule of proposed traffic improvements/mitigation measures proposed by the proponent.

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:

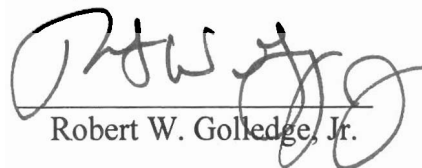
The EIR should respond to the comments received to the extent that the comments are within the subject matter of this scope. Each comment letter should be reprinted in the EIR. I defer to the proponent as it develops the format for this section, but the Response to Comments section should provide clear 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. A copy of the EIR should be made available for public review at the Westwood, Canton, Dedham, and Norwood 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 Westwood's commenting agencies.

September 29, 2006

DATE



Robert W. Gollidge, Jr.

cc: Senator Marian Walsh
Representative Robert K. Coughlin
Representative William C. Galvin
Nancy Baker, MassDEP/NERO

Comments received:

Rizzo Assoc., 7/7/06
Representative Robert K. Coughlin, 7/11/06
Emerald Holdings, 7/13/06
NStar, 7/13/06
Cabot Cabot & Forbes (CCF), 9/13/06
Robert Messina, 7/17/06
Stephen H. Kaiser, 7/18/06
CCF, 7/19/06
CCF, 7/19/06
Shield Packaging Co., 7/27/06
CCF, 7/27/06
EOT, 7/28/06
MassDEP/NERO, 8/8/06
CCF, 8/21/06
CCF, 8/21/06
DCR, 8/22/06
MWRA, 8/28/06
MBTA, 8/31/06
June R. Cassidy, 9/1/06
CCF, 9/5/06
Cumberland Farms, 9/20/06
Norwood Engineering Dept., 9/20/06
Representative William C. Galvin, 9/20/06
Dedham-Westwood Water District, 9/21/06
Shield Packaging Co., 9/21/06
Canton Board of Selectmen, 9/21/06
Dedham Board of Selectmen, 9/22/06
Three Rivers Interlocal Council, 9/22/06
Whitewood Acres Neighborhood Assoc., 9/22/06
Holland & Knight, 9/22/06
Holland & Knight, 9/22/06

Neponset Valley Transportation Management Assoc., 9/22/06
Kirkpatrick & Lockhart Nicholson Graham LLP, 9/22/06
Friends of the Blue Hills, 9/22/06
WalkBoston, 9/22/06
OCD, 9/22/06
Stephen H. Kaiser, 9/22/06
MAPC, 9/22/06
Westwood Board of Selectmen, 9/22/06
Neponset River Watershed Assoc., 9/22/06
EOT, 9/22/06
Charles River Watershed Assoc., 9/25/06

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