

Unified Permit Record of Decision

CIP Saratoga Boulevard, LLC.

66 and 68 Saratoga Blvd. (Parcel ID#26-13-300 and 27-13-700) and portions of
18 Independence Drive (Parcel ID#26-13-600) & 12 Saratoga Boulevard (Parcel ID#21-13-1700)
Devens, MA

February 15, 2017

1. Applicant:

The applicant and landowner are CIP Saratoga Boulevard, LLC, 133 Pearl Street, Boston, MA 02110. Additional landowners whose properties are part of the application include Mack Devens Development, LLC, 18 Independence Drive, Devens, MA 01434 and MassDevelopment, 33 Andrews Parkway, Devens, MA 01434.

2. Premises and Proposed Project:

The applicant is seeking a Level 2 Unified Permit application to construct a new +/- 429,173 sq.ft. building expansion to accommodate additional warehousing and distribution uses. The addition is proposed on 66 and 68 Saratoga Blvd., Devens, MA (Parcel ID#26-13-300 and 27-13-700). The proposed project includes the construction of 207 new employee and visitor parking spaces, 45 trailer parking spaces, 47 new loading docks, a dual rail spur connecting into the east side of the building and a third rail spur connecting into the north side of the building. A portion of the proposed improvements are located on adjacent parcels and include the construction of 118 parking spaces at 18 Independence Drive (Parcel ID#26-13-600), for which the Applicant holds an easement, and construction of new rail spurs/siding on 66 and 68 Saratoga that will also cross a portion of 12 Saratoga Boulevard (Parcel ID#21-13-1700) which is owned by MassDevelopment. The proposed addition and all associated site improvements are located within the Rail Industrial and Trade Related District and Zone II Water Resources Protection Overlay District.

3. Submission:

The following exhibits that have been included as part of the record for this Application:

1. Application submittal entitled "Proposed Warehouse Addition Level 2 Unified Permit Application, 66 Saratoga Boulevard; Devens, Massachusetts," dated December 7, 2016 prepared by Eugene T. Sullivan, Inc., 230 Lowell Street – Suite 2A, Wilmington, MA 01887. This submittal included the following:

- Cover Letter from Eugene Sullivan dated December 7, 2016 (2 pages);
- Permit Application Form
- Administrative, Process and Peer Review Fee
- Lighting cut sheets
- Landscaping Management and Water Management Plan
- Snow Management Plan
- USGBC LEED 2009 Sustainable Sites Review Checklist
- Industrial Performance Standards Checklist
- Traffic Memorandum prepared by MDM Transportation Consultants, Inc
- Storm Drain Management Report prepared by ETS Inc.
- DEP Stormwater Checklist
- Soils Data
- Operations and Maintenance Manual for Storm Drainage Facilities
- Stormwater Pollution Prevention Plan and Illicit Discharge Compliance Statement
- Stormwater Management Report prepared by Bradford Saivetz & Associates, Inc., Zero Campinelli Drive, Braintree, MA, 02184; entitled Devens Stormwater System (DSS) Southeast Quadrant Devens Enterprise Zone and dated March 15, 1996.
- ALTA/ACSM Land Title Survey prepared by Fieldstone Survey Services

2. Plans entitled “Proposed Warehouse Addition, 66 Saratoga Boulevard, Devens, MA” prepared by Eugene T. Sullivan, Inc., 230 Lowell Street – Suite 2A, Wilmington, MA 01887; dated November 3, 2016, revised 2/2/17 and containing the following sheets:
 - C.1 Existing Conditions Plan prepared by ETS
 - E.C.1 Erosion Control Plan prepared by ETS
 - C.2.0 Overall Site Plan prepared by ETS
 - C.2.1 Partial Site Layout prepared by ETS
 - C.3 Partial Drainage and Utilities Plan prepared by ETS
 - C.4.1 General Notes and Erosion Controls Details prepared by ETS
 - C.4.2 Construction Details prepared by ETS
 - C.4.3 Construction Details prepared by ETS
 - A.1 Building Elevations prepared by ETS
 - A.2 Floor Plan prepared by ETS
 - ES.1 Site Plan Photometric prepared by Shepherd Engineering Inc. dated 7/15/16
 - L.1 Landscaping Plan prepared by ETS
3. Determination of Completeness issued by the DEC December 12, 2016.
4. Public Hearing Notice Fax to Town Clerks of Ayer, Harvard, Shirley, Lancaster and MassDevelopment, from Peter Lowitt, dated December 14, 2016;
5. Public Hearing Legal Notice Fax to Nashoba Publications, from Peter Lowitt, dated December 14, 2016 – to be published, December 23 and 30, 2016.
6. Copies of Legal notices from December 23 and 30, 2016 from Nashoba Publications.
7. Public Hearing Notice emailed to Community Service Cable Committee, from Peter Lowitt/Kate Clisham, dated December 14, 2016;
8. Memo dated December 12, 2016 from Peter Lowitt to Towns of Ayer, Harvard and Shirley Board of Selectman and Planning Offices; Subject: Level 2 Unified Permit –66 Saratoga Warehouse Expansion (notification of Public Hearing on 1/12/17 at 7:30AM);
9. Memo dated December 14, 2016 Peter Lowitt to Abutters and Interested Parties; Subject: Level 2 Unified Permit – 66 Saratoga Warehouse Expansion (notification of Public Hearing on January 12, 2017 at 7:30AM);
10. Public Hearing Notice to Secretary of State, from Peter Lowitt, dated Dec. 14, 2016.
11. Certified List of Abutters from Devens Assessor, dated December 9, 2016.
12. Certified Mail Return Receipts for application and plan deliveries to Ayer, Harvard and Shirley, received by towns on December 15, 2016. Certified Mail return receipts for public hearing notices to all abutters – various dates.
13. Plan Circulation Memo for 66 Saratoga Boulevard, from Neil Angus to MassDevelopment dated December 12, 2016.
14. Revised stormwater report narrative entitled Additional Drainage 66 Saratoga Post Development Drainage, dated January 28, 2017 prepared by Eugene T. Sullivan, Inc..
15. Response to comments memo from memo from Gene Sullivan to Peter Lowitt and Neil Angus, dated January 5, 2017 consisting of the following:
 - Proposed Addition 66 Saratoga cover letter dated 1/5/2017;
 - Soils Testing Information as performed by Bradford Saivetz & Associates dated 3/15/1996;
 - Revised TSS Removal Calculations
 - Revised Recharge Calculations
 - Water sizing calculations for Contech’s Water Quality Structures
16. Rail Access Easement Plan for 66 Saratoga Boulevard; Devens Massachusetts, undated prepared by Eugene Sullivan, 230 Lowell Street – Suite 2A, Wilmington, MA 01887.
17. 68 Saratoga Boulevard Devens Assessors Property Card for Lot W5A, 2016.
18. Easement Agreement Benefiting Lot 120A and Lot W5A with reserved rights for Lot 140, Execution Version Devens Access Easement Agreement, unsigned.

19. 18 Independence Parking Plan (PP-1), dated 5/11/16, prepared by Highpoint Engineering, Inc., 45 Dan Road, Suite 140, Canton, MA 02021.
20. 66 Saratoga Parking Plan (PP-1), dated 5/11/16, prepared by Highpoint Engineering, Inc., 45 Dan Road, Suite 140, Canton, MA 02021.
21. Meeting Notes 11-28-16 prepared by Neil Angus.
22. Stormwater Meeting Notes prepared by Neil Angus dated 12-22-16.
23. 66 Saratoga Boulevard Storm Drainage Management Report revised 1/30/17 and later revised 2-3-2017
24. 66 Saratoga Boulevard SPR Filing 2-2-17
25. Letter to Gene Sullivan (ETS), Applicant's Engineer dated January 13, 2017 from Neil Angus, AICP DEC comments on 66 Saratoga.
26. Response from Gene Sullivan (ETS) to Neil Angus DEC comments dated February 2, 2017.
27. Letters to the Devens Enterprise Commission from Jennifer Johnson and Scott Turner of Nitsch Engineering RE: 66-68 Saratoga Blvd. Expansion Site Plan Review Comments dated December 21, 2017; January 12, 2017; and February 7, 2016.
28. Staff Reports dated 1-11-17 and 2-7-17.
29. Draft Record of Decision, dated 2-7-17.
30. E-mail correspondence as follows:

Date	From	To	Subject
12/20/16	Mark Cohen	Neil Angus	RE: Comments on 66 Saratoga Expansion project
12/29/16	Gene Sullivan	Neil Angus & Scott Turner	66 Saratoga DSS SE Quadrant reports
12/22/16	John Marc-Aurele	Gene Sullivan	RE: Roof drains at 66 Saratoga
11/8/16	Neil Angus	Gene Sullivan	RE: 18 Independence and 66 Saratoga
11/16/16	Gene Sullivan	Neil Angus	18 Independence and 66 Saratoga response
1/13/17	Peter Lowitt	Neil Angus	Allowed uses
11/23/16	Neil Angus	John Marc-Aurelle	Receipt of MassDevelopment authorization to use portion of its land for rail spur
1/9/17	John Mannix	Peter Lowitt	66 Saratoga and use of Centerbeam rail cars
1/11/17	Gene Sullivan	Neil Angus	Revised employee parking area
1/28/17	Gene Sullivan	Neil Angus/ Lowitt	Post Drainage and Stormwater and hydrocad report
1/24/17	Gene Sullivan	Peter Lowitt	Hearing continuation request
1/31/17	Gene Sullivan	Neil Angus	Landscaping Plan
1/25/17	Gene Sullivan	Peter Lowitt	Timing for presentation
1/31/17	Gene Sullivan	Peter Lowitt	Reserve Parking covenant
1/17/17	Kevin Ksen	Peter Lowitt	RAO request for information on project
1/31/17	Gene Sullivan	Neil Angus	Response to comments
1/30/17	Gene Sullivan	Peter Lowitt	Post Drainage and 66 Saratoga Drainage attachments
2/6/17	Neil Angus	Gene Sullivan	Re: Waivers
1/31/17	Neil Angus	Gene Sullivan	Reserve Parking Plan
1/13/17	Neil Angus	Gene Sullivan	66 Saratoga Review Comments
1/12/17	Neil Angus	Gene Sullivan	Rail expansion
12/13/16	Neil Angus	Gene Sullivan	66 Saratoga
12/22/16	Neil Angus	Gene Sullivan	66 Saratoga Drainage
2/7/17	Gene Sullivan	Neil Angus	66 Saratoga

31. Copy (PDF) of an email dated 11-18-2016 from Mike Bostwick, PanAm Executive Vice President, authorized the forwarding of his email to Gene Sullivan and Ted Krug stating Pan Am Southern LLC will provide railroad service to 66 Saratoga upon agreement of terms.
32. Waiver request letter from Gene Sullivan, dated February 7, 2017 (1 page).
33. Stormwater calculations from Gene Sullivan, including Saratoga Post Calc, Saratoga Greenfield calcs, peak rates and volumes and 66 Saratoga Boulevard Post Map – all PDF's, submitted on 2-6-17.
34. February 9, 2017 Public hearing cancellation notice (due to weather), posted on the meeting room door, building entrance and DEC website and sent to the Town Clerks of Ayer, Harvard, Shirley and Lancaster on February 8, 2017 at 12:23PM via e-mail.

35. February 15, 2017 Special Meeting notice (public hearing continuation from February 9, 2017 cancelled meeting), sent to Town Clerks of Ayer, Harvard, Shirley and Lancaster, cable advisory committee, secretary of state, and posted on the building entrance and DEC website on February 10, 2017.

4. Unified Permit Components and Actions:

The Unified Permit request includes site plan approval in order to construct a 429,173 sq.ft. building expansion to accommodate additional warehousing and distribution uses. A portion of the proposed improvements are located on adjacent parcels and include the construction of 118 additional parking spaces at 18 Independence Drive (Parcel ID#26-13-600), for which the Applicant holds an easement, and construction of new rail spurs/siding on 66 and 68 Saratoga that will also cross a portion of 12 Saratoga Boulevard (Parcel ID#21-13-1700) which is owned by MassDevelopment. The project is located within the Rail, Industrial and Trade Related Zone and Watershed, Aquifer, and Zone II Water Resources Protection Overlay Districts.

5. Process:

The application was submitted on December 9, 2016 and the Determination of Completeness was issued on December 12, 2016. Copies of the application were received by the surrounding Towns on December 15, 2016. Legal notices were placed in Nashoba Publications on December 23 and 30, 2016. All abutting property owners were duly notified by certified mail. The 30-day Town comment period expired on January 15, 2017. One written comment was received and was included in the list of exhibits. The public hearing was opened on January 12, 2017 at 7:30 AM and continued to January 31, 2017 at 6:45 PM. At the request of the Applicant the public hearing was continued again to the morning of February 9, 2017 at 7:30 AM. The February 9, 2017 meeting was cancelled due to weather and the DEC held a duly noticed special meeting on February 15, 2017 where the public hearing was re-opened. At the February 15, 2017 meeting, the DEC closed the public hearing and voted on the waiver request and Unified Permit Record of Decision.

6. Waivers

The Applicant requested a waiver from the following design standard:

974 CMR 4.08(4)(a) Stormwater management basins to be 5,000 square feet or less by using smaller catchment areas and/or alternative stormwater management design methods. Proposed infiltration basins are 45,056 square feet and 12,046 square feet in area. Due to the size of the building addition and the amount of impervious, larger basins are required in order to accommodate the required infiltration on-site as per the requirements of 974 CMR 4.08.

The Commission voted to approve the above waiver request subject to the conditions of approval in Section 8 of this Unified Permit.

7. Findings

The DEC made the following findings:

1. The lot size is in accordance with the minimum requirements for development in the Rail Industrial and Trade Related District in which it is located.
2. Once parcels 26-13-300 and 27-13-700 are combined (condition of approval), the frontage for 66/68 Saratoga will be in accordance with the minimum requirements for development in the Rail Industrial and Trade Related District.

3. Regarding the approval criteria listed in 974 CMR 3.03(2):
- (a) The Site Plan, with conditions, complies with 974 CMR 3.00 and with the applicable provisions of the By-Laws.
 - (b) The development lies on a lot that is recorded at the Registry of Deeds;
 - (c) The application is Complete.
 - (d) All drives, parking lots, loading areas, paths, sidewalks, and streets are designed to provide for safe vehicular and pedestrian travel.
 - (e) Access and site circulation will enable prompt fire, police, and emergency response, with conditions of approval.
 - (f) Adequate capture, treatment, infiltration and discharge of stormwater and surface water runoff and compliance with applicable portions of the "Devens Stormwater Pollution Prevention Plan", will be achieved with conditions of approval.
 - (g) Connections with utility, power and communication systems available in the abutting infrastructure have been shown and tentatively approved by the Mass Development Managers of Engineering and Utilities. Final approval is included as a condition.
 - (h) Facilities required under the Water Resources Protection Bylaw and the related Design Standards have been included on the plans.
 - (i) The plans demonstrate compliance with Landscaping Design Standards for plant materials, planting strips, screening, and preservation of existing specimen trees and wooded areas.
 - (j) A Wetlands Order of Conditions is not required for this site.
 - (k) Industrial Performance Standards will be adhered to as per the final plans and the conditions of approval.
 - (l) Sufficient parking for current and anticipated future needs has been provided in the form of 207 new parking spaces to be constructed and 303 reserve parking spaces that will be protected through a covenant to be filed on the land records.
 - (m) Traffic control measures have been included on the plans.
 - (n) The proposed development will participate in the Devens traffic management association as a condition of approval.
 - (o) Adequate water supply exists in terms of quantity, quality, and water pressure for domestic needs and fire protection.
 - (p) Connection to sanitary sewer has been shown and preliminarily approved by the MassDevelopment Managers of Engineering and Utilities.
 - (q) Building design will meet the minimum standards as established by MassDevelopment for the district in which the lot is located.
 - (r) Soils are capable of supporting the proposed development.
 - (s) The development has been designed with due consideration for public health.
 - (t) Adequate climate change mitigation, adaptation and greenhouse gas emissions mitigation measures have been conditioned and incorporated in accordance with 974 CMR 4.11.

8. Conditions:

The DEC voted to impose the following conditions:

1. Wherever "Applicant" is referenced in the Conditions set forth herein, it refers to the Applicant, its successors and assigns. Wherever "DEC" is referenced, it shall refer to the Devens Enterprise Commission, its successors and assigns.
2. The Applicant shall take appropriate measures to encourage all truck traffic associated with this project to use the Devens preferred truck route to the maximum degree feasible. The applicant shall install anti-idling signage and Devens Designated Truck Route signage on-site to alert drivers of the proper truck route. In addition, the Applicant shall participate in the Devens Transportation Management Initiative. When transportation/ trip reduction/ public transit options become available in the future, the applicant shall be obligated to advise the building occupants to make their employees aware of such transportation alternatives and help to facilitate connections to these programs for those who are interested.
3. In accordance with the Devens By-Laws, Article III, Section K 1. a., no soil, loam, sand, gravel, or other earth materials shall be permanently removed from any lot within Devens, except in accordance with the Devens Soil Management Policy and approval from the DEC.
4. Prior to commencing any intrusive earth work within Devens (due diligence, construction of otherwise) all personnel to be on site shall view an Unexploded Ordinance/Munitions of Explosive Concern (UXO/MEC) video briefing provided by the Devens Fire Department.
5. Once the appeal period has expired, the Applicant shall submit final approved plans to the DEC for endorsement. The Applicant shall file the Record of Decision and endorsed plans with both Worcester and Middlesex Registry of Deeds and proof of recordation shall be submitted to the DEC prior to the issuance of a building permit.
6. All applicable federal, state, and local permits necessary for the construction and operation of the facility must be obtained prior to the issuance of a Certificate of Occupancy. Copies of permits issued by those other than the DEC must be filed with the DEC.
7. All required erosion controls shall be in place prior to the commencement of construction. The best management and maintenance practices for the Site as articulated in the Applicant's Erosion and Sediment Control Plan and Notes shall be strictly adhered to, now and in the future. Any existing trees marked for preservation that are damaged, killed or removed shall be replaced in accordance with 974 CMR 3.04(8)(d)8. Additional controls shall be implemented at the discretion of the DEC or its Staff.
8. The Applicant shall provide As-Built Plans and accompanying information for all site improvements in accordance with the DEC As Built Policy, prior to issuance of a final Certificate of Occupancy.
9. There is no approval of freestanding or building mounted business signs granted in this Unified Permit. Such signage will require subsequent approval. Signs shall be designed and erected in accordance with the Sign Regulations 974 CMR 6.00.

10. The Applicant shall file annual reports to the DEC in October of each year indicating how they are maintaining their on-site stormwater management facilities. This is an on-going condition once construction is completed.
11. A completed MA DEP Stormwater Management Standards checklist shall be submitted in addition to a signed illicit discharge statement in compliance with the MA DEP Stormwater Management Standards shall be filed with the DEC prior to commencement of construction.
12. Prior to obtaining a building permit, the Applicant shall provide the DEC with proof that 66 and 68 Saratoga Boulevard (Parcel ID#26-13-300 and 27-13-700) have been legally combined and recorded with the Worcester and Middlesex Registries.
13. Prior to issuance of a building permit the Applicant shall provide the following from MassDevelopment:
 - Written approval stating that the Devens Stormwater System can accommodate the peak rate of run-off being discharged from the site;
 - Written confirmation for Devens Utilities that there is adequate water, sewer, gas and electric capacity to service the proposed addition.
 - Design Review and approval letter.
 - Approval from the Devens public safety officer regarding access/means of egress on the northern portion of the building.
14. Prior to construction of any rail spurs, the Applicant shall provide a copy of the final easements from MassDevelopment and Pan Am required to connect the addition with the Pan Am rail line.
15. As per 974 CMR 4.11(2), the Applicant is required to demonstrate compliance with EcoStar Standard #24 – Climate Change Mitigation and construction of the building shall comply with the Massachusetts Stretch Code as amended.
16. Prior to issuance of a Certificate of Occupancy, the Applicant or Owner shall provide a Parking Covenant that protects the land area designated for the 303 reserved parking spaces from having any structures built on it.
17. Prior to issuance of a Certificate of Occupancy, the Applicant shall install signage on-premises identifying the Devens designated truck route. Anti-idling signage in compliance with the MA Anti-Idling law shall also be installed at all loading docks.
18. Prior to endorsement the final plans shall be revised to include the following:
 - Landscape plan(s) shall be stamped by a Registered Landscape Architect;
 - Remaining engineering comments in Nitsch Engineering letter dated 2-7-17.
 - Snow management details shall be updated to identify adequate snow stockpiling locations that drain into but do not obstruct the drainage swales and infiltration basins; or alternative disposal methods that comply with 974 CMR 3.04 and 4.08.
19. All uses/tenants proposed for this building shall be in accordance with permitted uses as listed in the Rail, Industrial and Trade Related District in the Devens Bylaws. Each new tenant will be required to obtain written approval from the DEC/LUA prior to occupancy.
20. The Applicant shall prepare a coordinated construction management plan for the project to ensure safe and minimal disruption to existing operations to existing tenant

operations at 66 Saratoga and 18 Independence Drive. Such plan shall be approved by the Devens Public Safety Officer.

21. To ensure compliance with 974 CMR 4.05, any rooftop mechanicals that generate noise shall be directed towards the south, away from residential receptors in Devens and adjacent communities.

9. Decision:

The DEC voted February 15, 2017, after the Public Hearing was closed, to grant applicable waivers, to issue findings, including that the application complied with Approval Criteria in 974 CMR 3.03(2), to impose Conditions, and to approve the site development plan for CIP Independence Drive LLC. at 66 and 68 Saratoga Boulevard, Devens, MA (Devens Parcels #26-13-300 and #12-13-700) and portions of 18 Independence Drive (Parcel ID#26-13-600) and 12 Saratoga Boulevard (Parcel ID#21-13-1700), in Devens, MA.

10. Building Permit

The Building Commissioner, along with the Electrical and Plumbing Inspectors, must review architectural/structural drawings and specifications and approve them in writing, prior to issuance of a building permit. All requirements in the Massachusetts Building Code, the Massachusetts Sanitary Code, and those of the Devens Fire Chief must be met. When this approval is obtained, the building permit may then be integrated with this Site Plan Record of Decision and together they will constitute the Unified Permit for CIP Independence Drive LLC., which will, in turn, allow construction to commence.

11. Permit Duration

In accordance with 974 CMR 1.10, unified permits shall remain in effect so long as the approved activities are commenced within six months of the date of the DEC or the LUA produces a written decision and completed within two years. It is further noted that a thirty-day "reconsideration period" during which an applicant, a Town, or an aggrieved person may request the DEC reconsider its action (By-Laws, Article IV, Sections C through F). Work performed during this period, which begins on February 15, 2017 and terminates March 16, 2017, is "at risk". Final plans must be submitted for endorsement by the Commission by August 15, 2017.

Date: 2-15-2017

Approved by:

Peter C. Lowitt, FAICP, Director
Devens Enterprise Commission

Certification

Middlesex, SS

I certify the above is a true action and record of the Devens Enterprise Commission and that Peter C. Lowitt, Devens Land Use Administrator/Director, is empowered by the Devens Enterprise Commission to sign this Record of Decision on its behalf.

2-15-2017
Date

Kathryn Clisham
Kathryn Clisham, Notary
My Commission expires 3-16-2018

