

**ZONING BOARD OF APPEALS**

TOWN HALL • 525 WASHINGTON STREET • WELLESLEY, MA 02482-5992

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TELEPHONE
(781) 431-1019 EXT. 2208J. RANDOLPH BECKER, VICE CHAIRMAN
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ZBA 2010-22
Petition of NDNE Lower Falls LLC
27 Washington Street

Pursuant to due notice, the Special Permit Granting Authority held a Public Hearing on Thursday, April 15, 2010 at 7:30 p.m. at the Town Hall, 525 Washington Street, Wellesley, on the petition of NDNE LOWER FALLS LLC requesting Site Plan Approval pursuant to the provisions of Section IXB, Section XVIA and Section XXV of the Zoning Bylaw for a major construction project consisting of construction of a retail/office building with a footprint of 16,973 square feet and total floor area of 33,413 square feet, construction of an underground garage with a footprint of 54,436 square feet, and construction of a residential structure with a footprint of 44,784 square feet and a total floor area of 150,581 square feet, at 27 WASHINGTON STREET, in the Lower Falls Village Commercial District and Industrial A with Residential Incentive Overlay District, (the "Project").

On March 3, 2010, the petitioner filed a request for a hearing before this Authority, and thereafter, due notice of the hearing was given by mailing and publication.

Previously, the ZBA had granted Site Plan Approval for a similar project on this site in December 2008 (ZBA 2008-56) for a 33,314 square foot retail/office building and a 141 unit multi-family rental community (the "2008 Site Plan Approval"). The current Project changes the residential portion of the project approved pursuant to the 2008 Site Plan Approval to a 138 unit combined Independent Living/Assisted Living development for senior housing.

Presenting the case at the hearing was Bob Davis, Goulston & Storrs, who said that he was representing NDNE Lower Falls LLC (the "Petitioner"). He said that present with him was Jack O'Neil, a principal from National Development (NDNE). Also present were Robert M. Corning, Jr., Registered Landscape Architect, and Frank Holmes, Registered Professional Engineer.

Mr. Davis said that he has been involved in the potential development of the site for 16 years. He said that NDNE has been working with the Town's boards and officials in making certain modifications to the project plans approved pursuant to the 2008 Site Plan Approval, principally to change the previously proposed apartments into an assisted living facility. Mr. Davis indicated that the petition for the Project was an alternative to the project approved pursuant to the 2008 Site Plan Approval (ZBA 2008-56). He said that the revised Project has been reviewed by the Design Review Board (DRB), the Planning Board and the Wetlands Protection Committee (WPC). The goal would be to commence construction by Summer 2010.

Mr. Davis said that the retail/office component of the Project has the same layout as the approved project, ZBA 2008-56. He said that there will be no change of use in the retail building from the approved project, ZBA 2008-56.

Mr. O'Neil said that the approved project, ZBA 2008-56, was for 141 market rate units in a three and four story building configuration, consisting of 96 one-bedroom and 44 two-bedroom units, with almost 100 percent of the parking below grade in a structured garage.

Mr. O'Neil said that the Project will consist of 138 units of Independent and Assisted Living in a three and four story building configuration, consisting of 112 one-bedroom and 26 two-bedroom units. He said that there will be 86 Independent Living units and 52 Assisted Living units. He said that the parking count has been reduced from 366 to 286 spaces. He said that senior housing will require less parking than market rate housing. He said that most of the spaces have been eliminated from the below grade structure.

Mr. O'Neil said that NDNE will be complying with the Inclusionary Zoning requirement of 20 percent affordable units.

The Board asked where the square footage changed after the design included the new cutout at the west residential building. Mr. O'Neil said that there is a 1,000 square foot difference that affected the unit sizes. He said that the Assisted Living units will be 550 square feet and the average Independent Living units will be 850 square feet. He said that the average size of the market rate units was going to be 1,000 square feet.

Mr. O'Neil said that one of the most significant changes, other than the use, is that the elevation of the west residential building was opened up with visitor parking, a greeting area, and a piazza for the Living units. He said that residential building was previously approved as a long narrow building along the westerly boundary line. He said that the height of the residential building has not changed. He said that the change in materials to be used for the balconies of the units to stone and hardy siding is consistent with that which was previously approved.

Mr. Corning said that vehicular circulation at the west residential building will be through the porte cochere and out again. He said that the perimeter of the courtyard will consist of a covered porch that will be paved underneath and a terrace that will come off of the dining area for outdoor seating. He said that a curb will wrap three sides. He said that there will be two handicapped parking spaces and at least seven visitor parking spaces, which will be striped. He said there will be a flush pavement marking to define the entrance and the exit of the courtyard to allow for proper maneuverability for service and emergency vehicles.

The Board asked about the entry and layout of the garage. John Martin, Elkus Manfredi, said that the parking spaces will typically be 9 feet wide. He said that the columns were minimized as much as possible. He said that there will be 24 foot two-way circulation around a center core. He said that there will be a single 24 foot wide door or grate for entrance and egress. He said that the garage will be well lit.

The Board asked if the Traffic Analysis considered the reduction in traffic based on the change of use or based on traffic data from two years ago. Mr. O'Neil said that NDNE had their consultants do an updated

analysis that was reviewed by the Town's Traffic Consultant, BETA. He said that BETA confirmed that the traffic impacts today, as a result of changing the use, were less than those which was previously approved and that there was no further action was required.

Mr. O'Neil said that all of the previously approved traffic improvements are included in the Project.

Mr. O'Neil said that the number of parking spaces on the west side of the site was reduced from 19 to 12 spaces.

Mr. O'Neil said that the swimming pool will now be indoors. He said that a putting green was added as an amenity for the residents.

Mr. O'Neil discussed the enhanced walking system. He said that the sidewalk that is to be constructed on the Town-owned right of way will be part of the Department of Conservation & Recreation (DCR) improvement project for construction of the bridge.

The Board said that the Board of Selectmen asked that the Zoning Board of Appeals (ZBA) be involved in the review process of the Town right of way. Mr. O'Neil said that NDNE did not show any improvements on the Town right of way because it does not own the land. He said that NDNE's oral commitment to pay for design and construction improvements on the Town-owned land is still in place. Mr. Davis said that NDNE is not asking for ZBA approval of those improvements. He said that approval will be part of a separate process.

Mr. O'Neil said that the bulk of the parking that will be created on the Town-owned land is beyond the existing parking area. He said that NDNE can coordinate with the Town for construction of the new parking spaces while keeping the existing spaces in service for as long as possible.

The Board asked about contractors for the Town-owned property and the Project site. Mr. O'Neil said that it would not be unusual for NDNE to have a general contractor responsible for all of the on-site improvements and have different sub-contractors for the two projects.

The Board asked if the location of the utilities is the same on the Project Site Plan as on the plans for the approved project, ZBA 2008-56. Mr. O'Neil said that the location of the utilities has not changed. He said that the site will be built out in accordance with the approved plan, ZBA 2008-56.

Mr. O'Neil said that the most significant utility infrastructure work on the property of relocation of the sewer line has not changed. The Board asked if the amount of electricity, water and sewer changes are a result of the change in use. Mr. O'Neil said that there have been a couple of minor changes that have all been signed off on by the Department of Public Works (DPW) and the Municipal Light Plant (MLP).

Mr. Davis said that NDNE had gone through Planning Board review for a Special Permit for the Independent & Assisted Living use. He said that the Planning Board asked various Town Boards to comment in a quasi-Project of Significant Impact (PSI) type of review. He said that NDNE spent time talking with the various departments. Town Departments submitted letters stating that, from a capacity standpoint, what NDNE would be doing would be consistent with prior approvals.

Mr. O'Neil said that NDNE will be upgrading the system to provide sufficient power to the site at its own expense.

Mr. O'Neil said that there are no new easements proposed for the Project.

Mr. O'Neil said that there will need to be an easement granted by NDNE to the Town for the egress from the right of way because of the intended one-way circulation. He said that issue was contemplated as part of the approved project, ZBA 2008-56.

Bob Corning said that MLP is looking for an easement from the location of a new transformer back to the street. He said that there is an easement associated with the existing sewer main. He said that there will be a new easement established for the relocated sewer main. He said that issue was contemplated as part of the approved project, ZBA 2008-56.

Mr. O'Neil said that there is a Conservation Restriction that has been agreed to between WPC, Natural Resources Commission (NRC) & NDNE. He said that there will be a public access along the rear of the property. He said that issue was contemplated as part of the approved project, ZBA 2008-56.

Mr. O'Neil said that NDNE has been working with DPW. He said that there are some issues with lighting on the Town right of way. He said that there will be a light pole on NDNE's property that will service lighting for the parking lot. He said that fixture could be changed to a double-headed fixture.

The Board asked about changes to the parking at the commercial building. Mr. Corning said that the previous plan had parking along the edge of the building but not along the entire length. He said that the new plan does have parking along the length of the building in an effort to reduce garage parking and to meet parking needs from a market perspective. The Board confirmed that the number of egresses going east and west had not changed.

The Board asked about DRB's recommendation to install a gate and align the entrance from the Town-owned site. Mr. Corning said that there was a concern that the access would be used as a cut-through. He said that the Town-owned parcel is not wide enough for two-way traffic. He said that NDNE felt that angled only parking and a one-way loop through would make it less likely to be used as a cut-through.

The Board said that fire trucks could not access the site if the entrance was aligned with the center aisle.

Mr. Davis said that the NPDES will be filed with the EPA before construction.

The Board asked about removal of contaminated materials from the site. Mr. O'Neil said that the approved project, ZBA 2008-56, addressed that issue. He said that the garage was made smaller so NDNE will not have to excavate as much as previously planned. He said that the areas of contamination have been identified and will be taken care of.

The Board asked how drainage that flows to the river over the park will get across the path. Mr. Corning said that the park is primarily landscaped area. He said that the drainage will sheet flow across a stone dust path that will be essentially level with the ground on either side. He said that the path starts to climb at the western end.

The Board said that there were requests from other Boards that the path be paved. Mr. Davis said that NDNE re-permitted the project through the WPC. He said that WPC wanted the paths to be stone dust, as shown in the approved plans.

The Board asked about the needle eye at the end of the path that was not shown on the previously approved plan. Mr. Corning said that the intention has always been to continue the path once DCR has the resources to continue it west along the river. He said that it would be odd to have a dead end path. He said that the Project plans show a temporary turnaround. He said that there may be a bench there.

The Board asked about the fence at the western end of the path. Mr. O'Neil said that the fence will help define the property limits to memory impaired residents. He said that it is also a placeholder in anticipation of something that will be happening in the future.

The Board asked if NDNE will always be in control of the property as the lease holder. Mr. O'Neil said that NDNE will be in control unless the property is sold in the future. He said that the intent is for NDNE to develop the project and work with an operating partner for the health care.

The Board said that there needs to be someone in place to ensure compliance with drainage conditions in the Order of Conditions.

Bob White, Wellesley Avenue, Trails Committee, said that there is a path on the DCR land at the western end of the property. He said that he would like to see that path connected now. He said that there is a good sized ravine at the northwest side of the property that could be a safety hazard.

Mr. White asked about the width of the path in the Town right of way. Mr. O'Neil said that it will be 10 feet wide. He said that it will be stone dust material, as requested by DCR and NRC.

Mr. White asked about the sidewalk on the NDNE property. He said that there will be a 10 foot wide stone dust path and a 3 to 5 foot wide paved sidewalk. Mr. O'Neil said that NDNE reviewed that and decided that they wanted the residents to have the ability to come out of the Assisted Living structure and get onto a path that is completely on NDNE property. Mr. White said that there will be two options from Washington Street to get to one spot.

Hans Larsen, Executive Director, said that the Town was amenable to either option of combining the two paths or having two separate paths. He said that his understanding is that DCR was looking for a 10 foot path from the road all the way back to the bridge. He said that there will be an 8 foot sidewalk along the retail building.

Mr. Larsen said that it was his understanding the DCR will be mobilizing in April to do the bridge work. He said that NDNE has been cooperative in helping to facilitate access to the site through their property.

Mr. Larsen said that the BOS met with NDNE and agreed to eliminate a parking space at the corner of the Town-owned property, in the interest of safety. He said that there will be a small retaining wall constructed on Town property that the Town is hoping that NDNE will maintain.

Mr. Larsen said that the plan for reconstruction on Washington Street is consistent with what the BOS have seen and agreed to previously. He said that the expectation is that trash dumpsters that service other buildings will be accessed by trucks that will go in and out on the one-way in the early morning. He said that they have discussed that with the Police.

Mr. Davis said that an eastbound turning lane has been added. He said that one or two parking spaces will be eliminated adjacent to Columbia Street to facilitate that access.

The Board asked if moving the parking against the building will affect the dumpsters space. Mr. O'Neil said that has not generally changed. The Board confirmed that recycling will be required if there is a restaurant use in the retail building.

Submittals from the Petitioner

- Project Narrative, dated 3/3/10
- Application for Site Plan Approval
- Plan Submittal List
- Development Prospectus
- Site Plan Review – Plans and Submittal Checklist
- Aerial Photograph of 27 Washington Street
- Site Plan (rendered), prepared by Stantec
- Retail Building Landscape Enlargement L-1A, dated 3/3/10, prepared by Stantec
- West Abutter Enlargement Plan, dated 3/3/10, prepared by Stantec
- Section A – 15 Columbia Street, dated 3/3/10, prepared by Stantec
- Section B – 19 Columbia Street, dated 3/3/10, prepared by Stantec
- Fire Truck Auto-turn Simulation – Enter, dated 3/3/10, prepared by Stantec
- Fire Truck Auto-turn Simulation – Exit, dated 3/3/10, prepared by Stantec
- Large Car Auto-turn Simulation – Enter, dated 3/3/10, prepared by Stantec
- Large Car Auto-turn Simulation – Exit, dated 3/3/10, prepared by Stantec
- Medium Truck Auto-turn Simulation – Enter, dated 3/3/10, prepared by Stantec
- Medium Truck Auto-turn Simulation – Exit, dated 3/3/10, prepared by Stantec
- Proposed Evacuation Plans, dated 1/19/10, prepared by Elkus Manfredi
- Pedestrian Easement & Vehicular Egress Easement Area Plan, dated 2/4/10, prepared by Stantec
- Conservation Restriction Plan, dated 1/28/10, prepared by Stantec
- Site Lighting Cut Sheets, Fixture & Brace Arm, Eurotique Series
- Town of Wellesley Street Light Standard
- Site Lighting Cut Sheets, Se'Lux, Corral Bollard
- Water system Impact Analysis, dated 1/19/10, prepared by Stantec
- Sewer System Impact Analysis, dated 1/19/10, prepared by Stantec
- Drainage System Impact Analysis, dated 1/19/10, prepared by Stantec
- Memo re: Calculation Summary, Town Right-of-Way Drainage Analysis, dated 10/13/08, prepared by Stantec
- Existing Conditions – Right-of-Way Improvements, dated 9/30/08, prepared by Stantec

- Proposed Conditions – Right-of-Way, dated 9/30/08, prepared by Stantec
- Memo to Meghan C. Jop, Planning Director re: Project of Significant Impact PSI-07-2, 27 Washington Street, dated 2/17/10, from George J. Saraceno, Senior Civil Engineer
- Memo to George Saraceno re: Review of #27 Washington Street, January 26, 2010 Submittal, dated 2/5/10, from Joe Duggan
- Memo to George Saraceno re: #27 Washington St, Plans dated January 26, 2010, dated 2/11/10, from Cricket Vlass
- Memo to Meghan Job, Planning Director re: Response to DPW Comments, dated 2/19/10, from Stantec
- Construction Management Plan, dated 3/3/10, prepared by Cranshaw Construction
- Signage, Pedestrian Routes, Crosswalk, Curb Cut Illustrative Plans, dated 3/3/10, prepared by Stantec
- Wellesley Planning Board Residential Incentive Overlay District, 27 Washington Street, Special Permit Decision, stamped 2/23/10
- Wellesley Planning Board, Arborpoint at Wellesley PSI -07-02, #27 Washington Street, Project of Significant Impact Special Permit Decision, stamped 6/17/08
- DRB #16-09, Project of Significant Impact and Report Relative to Residential Incentive Overlay and Retaining Wall 10-01W, dated 1/15/10
- 27 Washington Street Major Construction, DRB 18-07M, Design Review Record Findings, dated 1/25/08
- Memo to Michael Grant, Lenore Mahoney & Planning Board re: Amendment to 27 Washington Street Major Construction Decision, dated 5/1/08, from Meghan C. Jop, AICP
- Letter to John J. O'Neil, III re: 27 Washington Street (Grossman's) Redevelopment – Request for Adjusted Assisted Unit Determination, dated 2/12/10, from Meghan C. Jop, Planning Director
- Memo to John J. O'Neil, Mark Paris re: Trip Generation Comparison – Wellesley, Massachusetts, dated 1/12/10, from Conley Associates
- Letter to Hans Larsen re: 27 Washington Street – Trip Generation Comparison Memo Wellesley, Massachusetts, dated 1/26/10, from BETA Group, Inc.
- Memo re: Calculation Summary – Town Right-of-Way Drainage Analysis, dated 10/13/08, prepared by Stantec
- 27 Washington Street – Stormwater Management Report, dated 3/3/10, prepared by Stantec

Plan Number	Drawing Title	Date of Issue	Prepared By	Date of Revision
	Existing Conditions	7/20/07	Coneco	5/30/07, 6/06/07, 11/06/07, 01/24/08, 9/26/08, 3/08/10
LP-1	Locus Plan		Frank Holmes	
ZA-1	Zoning Analysis	3/3/10	Timothy Bodah	
SP-1	Site Preparation Plan – Phase I	3/3/10	Frank Holmes	

	(Sewer Relocation)			
SP-2	Site Preparation Plan – Phase II (Site Construction)	3/3/10	Frank Holmes	
L-1	Layout and Materials Plan	3/3/10	Robert Corning	
L-1A	Retail Building Landscape Enlargement	3/3/10	Robert Corning	
L-2	Grading Plan	3/3/10	Robert Corning	
L-3	Sewer Relocation Plan	3/3/10	Frank Holmes	
L-4	Utility Plan	3/3/10	Frank Holmes	
L-5	Sewer Profile 1	3/3/10	Frank Holmes	
L-6	Sewer Profile 2	3/3/10	Frank Holmes	
L-7	Drainage Profile 1	3/3/10	Frank Holmes	
L-8	Drainage Profile 2	3/3/10	Frank Holmes	
L-8A	Drainage Profile 3	3/3/10	Frank Holmes	
L-9	Planting Plan	3/3/10	Robert Corning	
L-10	Riverbank Enhancement Plan	3/3/10	Robert Corning	
D-1	Site Details	3/3/10	Robert Corning	
D-2	Site Details	3/3/10	Robert Corning	
D-3	West Retaining Walls – Sections, Elevations & Details	3/3/10	Robert Corning	
D-4	Retaining Walls Sections, Elevations & Details	3/3/10	Robert Corning	
U-1	Utility Details	3/3/10	Frank Holmes	
U-2	Utility Details	3/3/10	Frank Holmes	
U-3	Utility Details	3/3/10	Frank Holmes	
E001	Electrical Site Lighting Plan	3/3/10	Mark Rattenbury	
E001	Electrical Site Lighting Photometrics Plan	3/3/10	Mark Rattenbury	
E002	Electrical Site Utility Plan	3/3/10	Mark Rattenbury	
A000a	Retail/Commerical View	3/3/10	Elkus/Manfredi	
A001a	Retail/Commercial View	3/3/10	Elkus/Manfredi	

A100a	First & Second Floor Plans	3/3/10	Elkus/Manfredi	
A120a	Roof Plan	3/3/10	Elkus/Manfredi	
A200a	Exterior Elevations	3/3/10	Elkus/Manfredi	
A310a	Retail/Office Building Sections – Screen Elevations	3/3/10	Elkus/Manfredi	
A000b	Residential View	3/3/10	Elkus/Manfredi	
A001b	Residential View	3/3/10	Elkus/Manfredi	
A100b	Residential – Lower Level Plan	3/3/10	Elkus/Manfredi	
A101b	Residential – First Floor Plan	3/3/10	Elkus/Manfredi	
A102b	Residential – Second Floor Plan	3/3/10	Elkus/Manfredi	
A103b	Residential – Third Floor Plan	3/3/10	Elkus/Manfredi	
A104b	Residential – Fourth Floor Plan	3/3/10	Elkus/Manfredi	
A120b	Residential Roof Plan	3/3/10	Elkus/Manfredi	
A200b	Residential Building Elevations	3/3/10	Elkus/Manfredi	
A201b	Residential Building Elevations	3/3/10	Elkus/Manfredi	
A202b	Residential Building Elevations	3/3/10	Elkus/Manfredi	
A310b	Residential Building Sections	3/3/10	Elkus/Manfredi	

On April 14, 2010, the Wetlands Protection Committee issued an Order of Conditions for the Order of Resource Delineation for the Project at 27 Washington Street (DEP File No. 324-639).

On February 22, 2010, the Planning Board voted unanimously that the change in the residential use within the Project was not an intensification and continued to meet the minimum service standards established in the existing Project of Significant Impact Special Permit Decision dated June 16, 2008.

On February 22, 2010, the Planning Board voted to issue a Special Permit for the Project within a Residential Incentive Overlay District (RIO), subject to conditions.

On January 15, 2010, the Design Review Board voted to recommend the Project based on findings that the Project meets the Design Review Guidelines.

On April 7, 2010, the Wellesley Fire Department approved the application for 27 Washington Street, subject to the condition:

The fire department reserves the right for final approval at time of issuing permits with a complete set of building documents.

On April 13, 2010, Cricket Vlass, Landscape Planner, Town of Wellesley, stated in a memorandum what changes needed to be made to the Site Plans for 27 Washington Street.

On April 14, 2010, George J. Saraceno, Senior Civil Engineer, Town of Wellesley, stated in a memorandum what changes needed to be made to the Site Plans and associated plans for the Project.

On April 12, 2010, Joe Duggan, Water & Sewer Division, DPW, stated in a memorandum the comments on the magnitude of the utility work and changes he had in connection with the 27 Washington Street Site Plans and associated plans for the Project.

On April 13, 2010, Donald H. Newell, Superintendent, Municipal Light Plant, stated in a memorandum that he had reviewed the proposed plans and noted that the Project will require substantial off-site additions and /or alterations to the Municipal Light Plant distribution system. He stated that the general location of the manholes, conduit duct bank and transformers are acceptable and that MLP has no outstanding issues that should delay approval of the Project.

On April 13, 2010, the Planning Board stated in a memorandum that the Planning Board recommended approval of the Project and made suggestions for minor modifications.

On March 29, 2010, Robert Broder, Chairman, Design Review Board, stated in a memorandum that the Design Review Board had reviewed the proposed plans, recommended approval of the Project and made suggestions for minor modifications.

On April 12, 2010, Leonard Izzo, Environmental Health Specialist, Town of Wellesley, stated in a memorandum the questions and comments that the Health Department had in connection with the Project.

DECISION

Based on the application and other information described in this Decision, the Board found that the proposed Major Construction Project that consists of construction of a retail/office building with a footprint of 16,973 square feet and total floor area of 33,413 square feet, construction of an underground garage with a footprint of 54,436 square feet, and construction of a residential structure with a footprint of 44,784 square feet and a total floor area of 150,581 square feet, in the Lower Falls Village Commercial District and Industrial A with Residential Incentive Overlay District, is in harmony with the general purpose and intent of the Zoning Bylaw, subject to conditions listed below, in conjunction with the Site Plan Approval. The Board voted unanimously to grant Site Plan Approval for the Project.

The Board's approval of the Site Plan for the Project is premised on the Petitioner's and Project's compliance with the following conditions (the "Conditions"). All requirements imposed by the Conditions or this Site Plan Approval shall be applicable to the entity responsible for the administration of the Project regardless of whether the condition specifically identifies the Petitioner, the responsible entity, or no entity as having responsibility for a particular condition. By accepting this Site Plan Approval, the Petitioner agrees to the terms, covenants, conditions, and agreements contained herein.

Site Plan Approval for the construction of the mixed use retail/office complex and the residential apartments located at 27 Washington Street is granted, as voted unanimously by the Board at the Public Hearing, pursuant to Section XVIA and XXV, subject to the following conditions:

General Conditions

1. By accepting this Site Plan Approval the Applicant agrees to the terms, covenants and conditions and agreements contained herein. This Site Plan Approval shall expire one year from the later to occur of: (a) the date on which this Site Plan Approval may be exercised as a matter of law; or (b) the date that all other Project zoning approvals and wetlands orders become effective. The Applicant may apply to the Board for reasonable extensions to this Site Plan Approval for good and sufficient reason.
2. Except for the relief granted by the Board as listed in this Site Plan Approval, the Applicant shall comply with all provisions of the Zoning Bylaw, general bylaws, and all the rules and regulations of the Planning Board and the Board of Health generally applicable to a project approved on April 15, 2010. No fees are waived in connection with the Project. Fees shall be those then in effect at the time of application for the permit or approval subject to the fee.
3. The Project shall be designed and constructed substantially in compliance with the drawings and data submitted with the Application for Site Plan Approval.
4. Contract documents, including working drawings and specifications for the Project shall undergo the usual and customary review and approvals of the Building Inspector, the Board of Health, the Fire Chief, the Town Engineer, or any other applicable local inspector or board. The Applicant shall incorporate and respond to all comments of Mr. Saraceno dated April 14, 2010, comments of Mr. Duggan, dated April 12, 2010 and Ms. Vlass, respectively, as provided in the memoranda dated noted above, in final construction documents for the Project. Construction of the Project shall be subject to on-site compliance inspections by the Building Department in the customary manner.
5. This Site Plan Approval is subject to the Applicant's compliance with the Order of Conditions for MassDEP File Number 324-639 dated as of April 14, 2010 as specified by the Wellesley Wetlands Protection Committee, as may be amended or modified under applicable law.

6. The Applicant will establish a website, or use an existing website during the duration of site construction activities, to provide Town officials and residents access to the most current scheduled activities and to notification of upcoming Project events that reasonably have the potential to impact the surrounding neighborhood, the traffic on Washington Street, or the riverfront area. Such scheduled activities shall be shown in a two-week or three-week (whichever the Applicant normally uses in its project planning and construction management) look-ahead schedule that shall be updated not less than bi-weekly, and such notifications shall be posted not less than 14 calendar days prior to the referenced events. In addition to the website, the Applicant shall establish a telephone number for receiving and responding to questions or concerns expressed by residents of the Town concerning the project construction activities or compliance with the Conditions of the Site Plan Approval, including the Order of Conditions. The number will be provided to Town officials, posted at the Site in a conspicuous location visible to the public from Washington Street, and published once in the Townsman prior to or concurrent with the start of construction.

Design Conditions

7. Design and construction of the Project shall fully comply with all applicable federal and state laws and regulations, including, but not limited to, the requirements of the Massachusetts State Building Code (780 CMR) and the Massachusetts Architectural Access Board (521 CMR). The Project shall be designed and constructed on the Site in accordance with the Plans, except as provided in this Site Plan Approval, including these Conditions. Any requirement of consistency with the Plans means as those Plans are modified by the Conditions.
8. During the post-construction period, all parking for residents, guests, and employees shall be within the parking garage on the Site, in the open air lot behind the retail/office building fronting Washington Street, or in the improved spaces constructed on Washington Street immediately in front of the retail/office building. The Project shall include parking spaces in accordance with the Plans submitted, and the final Plans shall have no fewer than seven (7) handicapped parking spaces in the ground level lot, and five (5) handicapped parking spaces in the residential building garage unless; otherwise approved by the Board, nor will the overall aggregate number of spaces be reduced below 286 (157 required by zoning) without the administrative consent of the Board.
9. As a condition to the issuance of an occupancy permit, the Applicant shall complete or fund the off-site traffic improvements specified as part of the Project of Significant Impact (PSI) review and approval process as set forth and provided in the PSI decision, including: (1) installation of a traffic signal at Washington Street and Glen Road; (2) certain parking space reconfiguration at 51 Washington Street; (3) widening of Washington Street to provide left turn lanes for east-bound traffic onto Glen Road and into the site driveway; (4) reconstruction of the crosswalk in the Lower Falls business area and the relocation of the pedestrian signal from the Glen Road crosswalk; (5) curb modifications in front of the buildings in the Lower Falls area to enhance pedestrian and vehicular safety; (6) funding

(not construction) of upgrades to the traffic signal at the intersection of Concord Street and Washington Street in Newton; and (7) certain sidewalk repairs, all as shown on the Plans.

10. Following the Town's final issuance of all required approval and incidental to the construction of the Project, the Applicant will implement the access from Town parking zone at the easterly boundary of the Site as shown on the Plans, and will allow traffic to egress through and across the Site to exit to Washington Street via the Site driveway.
11. The final Site lighting design shall not result in light levels outside the Site boundary higher than those shown on drawings SL-01 through SL-03 as submitted and on file with the project plans approved pursuant to the 2008 Site Plan Approval (ZBA 2008-56).
12. Not later than 90 days prior to the commencement of Phase IV construction, the Applicant shall submit a definitive sign application for: (1) the two monument signs; and (2) any construction period signs for the review and approval of the Board. Not later than 90 days prior to the completion of the retail/office building, the Applicant shall submit a conceptual sign application for the signage package at the retail/office building, and the signage at the residential building, if any.
13. Along the westerly boundary of the Site, the Applicant shall provide the trees and plantings as shown on the drawing L-9, the West Abutter Enlargement Plan (Part VI, Tab 4), the Section A and Section B Drawings (Part VI, Tab 5) to provide screening of the Project from the adjacent properties on Washington and Columbia Streets. Any changes to the planting and landscaping plans that would result in less effective screening than the landscaping provided in the referenced plans shall not be made without the consent of the Board.
14. Along the westerly boundary of the Site, the final landscaping plans shall use no trees smaller in caliper and shorter in height than those shown on the drawing L-9 unless otherwise approved by the Board.

Construction Conditions

15. The Applicant shall implement its Construction Management Plan as specified in its submittal dated March 3, 2010, as modified by these Conditions.
16. During the period of construction, all construction equipment and material deliveries that do not originate locally shall utilize: (1) Route 128/1-95 to Washington Street; or (2) any other such route as the Applicant shall agree with the Wellesley Police Department prior to its use.
17. During the period of construction, on-site parking (including the use of the 18 spaces in the Town-owned parcel adjacent to the Site) for construction workers and for construction equipment is specifically permitted, and no vehicles of construction workers and no construction equipment shall be parked on Mica Lane, Columbia Street or any other public way of the Town, or in any public parking lot within 600 feet of the Site and any parking of construction equipment along Washington Street shall only be: (1) temporary in nature

and (2) necessitated by ongoing construction activities and traffic improvements along Washington Street. The Applicant may park vehicles of employees and construction vehicles on-site in the areas shown on its drawings incorporated into its Construction Management Plan until such time as the number of vehicles exceeds the capacity of the on-site area. At least thirty days prior to the time that such on-site parking capacity reasonably anticipated to be exceeded, the Applicant shall submit to the Board its plan for off-street parking and transportation of workers from the off-street parking site to the Site, such submittal being for the purpose of demonstrating compliance with the requirements of this Condition (17). Trucks and construction vehicles on-site shall shut off engines when not in use, or when idling time exceeds five minutes.

18. During the period of construction, all deliveries of construction materials and equipment shall be made only on Monday through Friday no earlier than 7:00 a.m. and no later than 6:00 p.m. Construction work may be performed on the Site Monday through Friday commencing not earlier than 7:00 a.m. and completing not later than 6:00 p.m. The Applicant may perform construction work on Saturday between the hours of 8:00 a.m. and 6:00p.m. If the Applicant determines that construction work is required to be completed outside the above stated hours, such work may be performed after three day prior notice to the Inspector of Buildings and the Wellesley Police Department provided that no such work will exceed the noise levels specified in the Construction Management Plan in Table 8.16.060E under the "Residential Area Other Times" column as submitted and on file with the project plans approved pursuant to the 2008 Site Plan Approval (ZBA 2008-56). No work shall be permitted either on Sunday or on a legal holiday in the Town of Wellesley. The work required for the interconnection of the sewers under Phase II: Sewer Relocation is specifically permitted to be performed at night, between the hours of 6:00 p.m. and 8:00 a.m. the following morning, provided that such work will be performed on a day of the Applicants choosing (with the consent of the Department of Public Works).
19. During the period of construction, noise emissions from the Site shall not exceed the values shown in the Construction Management Plan in Table 8.16.060E under the "Residential Area Daytime" column as submitted and on file until the project plans approved pursuant to the 2008 Site Plan Approval (ZBA 2008-56).
20. For the abatement of any asbestos containing material found on the Site, this Site Plan Approval is subject to the Applicant's compliance with the 453 CMR 6.00, Removal, Containment or Encapsulation of Asbestos as promulgated by the Department of Labor and Workforce Development.
21. The Applicant shall, in coordination with Town Counsel and the Board of Selectmen, grant such easements as may be necessary to provide the Town access to the relocated sewer line running through the Site, as well as any other municipal utilities located on the Site. Such easements shall also incorporate the obligation of the Applicant to construct and maintain a retaining wall on the Town property to the east of the Site, in connection with the Applicant's construction of a sidewalk on this property from Washington Street to the rear of the Site.

Use Conditions

22. The stormwater run-off and drainage system shall be operated and maintained in accordance with the Order of Conditions and the Operations and Maintenance Plan submitted by the Applicant. Operation and maintenance of the stormwater run-off and drainage system shall comply with the requirements of the Town's "Municipal Stormwater Drainage System Rules and Regulations" in effect at the time of this approval.
23. Landscaping shall be in conformance with the Landscaping Plan and shall be maintained, repaired, or replaced as needed by the Applicant. For the plantings along the westerly boundary, especially those that comprise the screening with the adjacent properties on Columbia Street, in the event that construction activities cause any of the existing trees to die within two years of the completion of construction, the Applicant will replace the failed tree(s) with the tree in the Plant Schedule shown on drawing L-9 that is closest in species and closest in size to the tree that died. In the event that any new plantings die within two years of the completion of the construction, the Applicant will replace the failed plantings with like species and size as that shown in the Plant Schedule.

APPEALS FROM THIS DECISION,
IF ANY, SHALL BE MADE PURSUANT
TO GENERAL LAWS, CHAPTER 40A,
SECTION 17, AND SHALL BE FILED
WITHIN 20 DAYS AFTER THE DATE
OF FILING OF THIS DECISION IN THE
OFFICE OF THE TOWN CLERK.

Richard L. Seegel, Chairman

J. Randolph Becker

David L. Grissino

cc: Planning Board
Inspector of Buildings
lrm