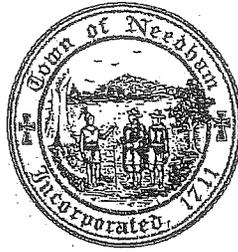


# EXHIBIT A



RECEIVED TOWN CLERK  
NEEDHAM, MA 02492

2014 JAN 23 PM 12: 57

TOWN OF NEEDHAM  
MASSACHUSETTS

BOARD OF APPEALS

*Greendale Avenue Venture LLC*

*Record owner: Greendale Avenue Venture LLC*

*692 and 744 Greendale Avenue, Map 18, Parcels 42, 43 and 44*

*December 19, 2013*

Greendale Avenue Venture, LLC, c/o Mill Creek Residential Trust LLC, 15 New England Executive Park, Burlington, MA 01803, prospective purchaser, has made application to the Board of Appeals for a Comprehensive Permit under M.G.L. Ch. 40B, for construction of a multi-family residential project of 300 units in five buildings with associated parking and accessory units, on approximately 6.02 acres in the Single Residence A District at 692 & 744 Greendale Avenue. A public hearing commenced at Powers Hall in Needham Town Hall, 1471 Highland Avenue, Needham, MA 02492 on Thursday, May 23, 2013 pursuant to notice thereof, published in a local newspaper and mailed to all parties of interest.

A list of the Documents of Record is set forth on Exhibit A to this Decision.

*May 23, 2013*

The Board included Jon Schneider, Chairman; Jonathan Tamkin, Member; and Howard Goldman, Member. Also participating were Kathy Lind Berardi, Associate Member and Peter Friedenber, Associate Member. Mr. Schneider opened the hearing at 8:00 p.m. by reading the public notice.

Chris Regnier, Goulston & Storrs, and Rob Hewitt, Mill Creek Residential Trust, the applicant for the comprehensive permit, presented the project. They gave a power point presentation describing the project.

The applicant initially met with the Town in August 2012 to discuss the project's eligibility under Chapter 40B. MassHousing issued detailed findings and approved the project on January 15, 2013. A Comprehensive Permit Application was filed with the Board on April 12, 2013. The proposed development is on a 6.02 acre site sloping approximately 40 ft. down from Greendale Avenue to Route 128. The proposal

includes 300 units of rental housing; 75 of the apartments will be rented to households earning not more than 80% of the area median income.

Mill Creek is a national company currently building Watertown Mews and operating Concord Mews. The proposed development adds much needed affordable rental housing in Needham. The project will provide additional real estate and excise tax revenue for the Town. Mill Creek has worked hard to develop an appropriate design complying with EPA's Energy Star Guidelines and the Massachusetts Stretch Energy Code.

Mr. Schneider summarized written comments received from Town officials. The Board of Selectmen is unanimously opposed to the project. The Town Engineer, the Needham Police Department, the Needham Fire Department, the Conservation Commission, and the Department of Health gave extensive comments.

Mr. Schneider recognized Dan Matthews, Chairman of the Board of Selectmen. Mr. Matthews said it has been a policy of the Town to maintain a green space barrier between the highway and Greendale Avenue. The green barrier is a value to the community, drivers on the highway, and regionally. The developer should be fully aware of the Town's density concerns. The Town is willing to work with the developer on this site at a density of 10 units per acre or in other areas of Town where a higher density is appropriate. Concord Mews, which has been put forth by the developer as comparable to this project, has a density of 10 units per acre compared to 50 units per acre proposed for this project. The Board of Selectmen in a letter to MassHousing stated the density was much too high. The Town is interested in working to have housing that fits with the Town's character. This project does not meet the standards set by the community.

John Bulian, Board of Selectmen, said that the Selectmen speaks as one voice in opposition to the project as presented.

Denise Garlick, State Representative, said that she and Senator Rush support the Board of Selectmen. She has reviewed the proposal and is gravely concerned.

Mr. Schneider invited comments from residents in favor of the project. No comments were made.

Mr. Schneider invited comments from residents opposed to the project.

Mindy McGinn, 5 Bird Street, said that despite the need for affordable housing this project is not the right choice for the Town or neighborhood.

Lois Sockol, 611 Greendale Avenue, said the project is an "assault" on the neighborhood. She noted a number of trees would need to be removed and is totally opposed to the project.

Ceci Fleming, 134 Broad Meadow Road, said 300 affordable housing units on the site is too many, and would rather have 300 units spread throughout Town.

Max Valverde, 989 Greendale Avenue, said a complex of 300 units would change the dynamic of Greendale Avenue. It is important to attract young professionals to the area, but increased traffic would deter people from living on Greendale Avenue.

JB Royal, 218 Broad Meadow Road, said it is important that the developer recognize the environment of the Town. He is concerned with the increased number of students at Broadmeadow School as well as the traffic on Greendale Avenue.

Stacey Mann, 1081 Greendale Avenue, said adding more students would burden the school system.

Stan Steinberg, 20 Whittier Road, is concerned about the impact the project would have on the schools.

Matt Robinson, 62 Brookline Street, said it appears that the number of waivers the developer is requesting will undermine Town regulations.

Judy Staszkesky, 7 Intervale Road, asked where the children living in the development will play and ride bicycles.

Sandi Norman, 196 Highgate Street, commented that traffic on Highgate is already an issue the Town is trying to address. Increased traffic on Greendale Avenue doesn't fit with the Needham Bikes initiative.

Terence Noonan, 125 Broad Meadow Road, favors the project but feels the development is too big for Greendale Avenue. Environmental concerns are a major issue. He expressed frustration that many projects like this are blocked.

Eric Freeman, 50 Aletha Road, said the correct option is to approve the project with conditions. He feels there are health, safety, and economic reasons to support a much smaller project.

Mindy McGinn, 5 Bird Street, asked how residents opposed to the project can best communicate their concerns to the State.

Lauren Gedaminski, 1044 Greendale Avenue, noted she can hear construction activity on Route 128. If the trees are removed, noise and pollution from the highway will reach all the way up Birds Hill.

Rita Gurin, 17 Ridgeway Terrace, said she is a civil and traffic engineer willing to work on a traffic committee. She asked the developers to provide a traffic analysis. Ms. Gurin said she favors a scaled down development.

Jim Keeler, 32 Lancaster Road, said that, while he agrees with the spirit of the 40B law, there are unintended consequences. He suggested the Town take the property by eminent domain and build enough units to put Needham over the 10% threshold of affordable housing. The project is "masquerading" as a low income project.

Martin Sklar, 60 Richard Road, is concerned with the health and safety of the elderly and children who will be exposed to exhaust from the highway on a regular basis. Epidemiological data should be studied.

Mike Kraft, 245 Hillcrest Road, commented that he studied the effects of lead and found there is a correlation between lead and highways. He is concerned about the effects of lead on residents who may live in the buildings.

Shoshonna Troen-Krasnow, 11 Enslin Road, said that while the developer claims the building will be marketed to the elderly and disabled, the materials provided do not show elderly or handicapped accessible bathrooms or elevators.

Claire Fusaro, 57 Brookline Street, asked about the history of 40B proposals for the area, and recalled a previous proposal years ago for a smaller development.

Rick Kramer, 38 Richard Road, stated most folks are not at the hearing to have a scaled down version of the development. Even if the development were half the proposed size, most people would not want it on Greendale Avenue.

Jan Keeler, 32 Lancaster Road, said many children will have difficulty getting to the schools when there is a lot of snow. Traffic will overwhelm the surrounding roads during inclement weather. She is also concerned that the parking lot at Hersey station can not accommodate additional cars.

Jeanne McKnight, 210 May Street, stated the project is wrong for the site and hopes the developer will re-conceptualize it within the standards set by the Town's 40B guidelines. She asked how the developer can have site control when the building sits on top of a public sewer easement.

Gerry Bellomo, 111 Grosvenor Road, asked if the new interchange off Route 128 and the new condominium development on Greendale are included in the traffic study.

Georgina Arrieta-Ruetenik, 236 Greendale Avenue, commented on the entrance/exit to the development and asked about an access road.

Mark Norman, 196 Highgate Street, said the Town needs to think creatively to help low-income families get their needs met with good public transportation options.

Eric Fredrick, 29 Needhamdale Road, said that true economic diversity happens when people live among the community in different places.

Joe Comenzo, 22 Rockwood Lane, doesn't think this situation is comparable to Charles River Landing.

Jan Keeler, 32 Lancaster Road, added she is concerned about potential accidents, as there are no sidewalks in the area.

Mr. Schneider said he is proud of the way Needham citizens articulated their feelings on such an emotional issue. The hearing was adjourned at 9:55 p.m. and was continued to 8:00 p.m. on June 20, 2013.

### *June 20, 2013*

The Board included Jon Schneider, Chairman; Jonathan Tamkin, Member; and Howard Goldman, Member. Also participating were Kathy Lind Berardi, Associate Member, and Peter Friedenber, Associate Member. Mr. Schneider opened the hearing at 8:14 p.m. by reading the public notice.

Mr. Schneider said the Town has hired its own traffic engineer to conduct a peer review of the study submitted by the developer and there would be a future hearing on traffic once the Town's expert was ready. In 2007, the Town completed an affordable housing plan which contains a lot of information about housing in Needham. The plan was not submitted to the State to be an approved housing production plan. Even if it had, there has not been enough affordable housing construction for a moratorium under Chapter 40B. In 2012, the Town adopted guidelines for 40B projects. The guidelines include locations appropriate for 40B projects and this is not one of them. According to the Department of Housing and Community Development's ("DHDC") inventory of affordable housing dated April 30, 2013, Needham has 11,047 housing units, of which 839 qualify under state standards as affordable, putting the Town at a 7.6% affordable housing rate. In order for the Town to reach its 10% goal, the Town needs a total of 1,105 units; Needham is currently 266 units short of the 10% requirement. All of the units in a rental development, like Greendale Mews, are added to the affordable housing inventory. Only the affordable units are added in a condominium project.

Mr. Schneider noted three letters from residents: Rob Giametti dated May 21, 2013, expressed concerns about traffic, school overcrowding, and emergency response time; Sherman Grossman dated May 24, 2013, asked that materials be posted on the Town's website; and Jen Tuttelman dated May 24, 2013, expressed concern for traffic on Brookline Street. Mr. Schneider encouraged residents to write letters and assured that all letters would be read by the Board.

Mr. Schneider invited the applicant to make a presentation, and asked for comment on the meeting with the Needham Design Review Board.

Mr. Regnier said the meeting was productive. Concerns are being addressed and followup meetings are being scheduled. Mr. Regnier submitted a memo concerning the sewer relocation issue.

Jeffrey Dirk, Principal of Vanasse & Associates, presented the developer's traffic study. The initial traffic study area consisted of the Greendale Avenue corridor, stretching from Kendrick Street to Great Plain Avenue. Three specific intersections were considered: Great Plain Avenue, Bird Street, and Kendrick Street.

Mr. Schneider asked if the Town would be able to install a light at Bird Street if this project is built. Mr. Dirk said the traffic volume does not warrant a light so the Town would assume liability for installing a non-warranted traffic signal. Mr. Dirk suggested a crossing guard or a flashing light system to get school children across the street.

Mr. Friedenbergh asked if it were possible to have a flashing yellow light on Greendale, except during school crossing times. A hybrid option maybe possible because there was a disconnect between warrants for a traffic signal and the crossing.

Mr. Schneider asked whether the analysis assumed the Kendrick Street ramps had been built. Mr. Dirk said the analysis was under existing conditions.

Ms. Berardi asked whether a flashing light crosswalk would affect the level of service at the Bird Street intersection because there will be further queuing. Mr. Dirk said a flashing light addresses pedestrian safety and there would be added delay for vehicles.

Mr. Freidenbergh asked if re-timing the traffic light is a Town or State matter. Mr. Dirk said they are Town intersections, so the developer would implement the timing changes, subject to Town approval. DOT approval is not required.

Mr. Goldman asked how various weather conditions would affect traffic conditions and how that was incorporated into the study. Mr. Dirk explained that even though weather events change traffic patterns and volumes, it is standard practice to use average conditions in an analysis.

Mr. Schneider opened the floor to anyone who had questions regarding traffic.

JB Royal, 218 Broad Meadow Road, asked about dates of the traffic counts and how many residents are expected to take the train.

Mike Kraft, 245 Hillcrest Road, expressed doubt about a safe crossing at Bird Street given the "goofy" intersection and the speed on Greendale Avenue.

Anjala Tess, 7 Rybury Hillway, also expressed concern about the dangerous intersection, and queuing on Bird and Kendrick Streets.

Don O'Malley, 1025 Greendale Avenue, expressed concern about the thoroughness of the traffic study.

Ceci Fleming, 134 Broad Meadow Road, feels that a crossing guard would not be sufficient since residents will need to cross at times other than school hours.

Joe Comenzo, 22 Rockwood Lane, expressed concern about the traffic study and thought safety was not adequately addressed.

Mindy McGinn, 5 Bird Street, feels that more traffic will make the safety issues worse.

Dan Matthews, Board of Selectmen, said there are deficiencies in the traffic study. Meetings between Town staff and the applicant are ongoing. There are still outstanding engineering issues. The Town Manager has asked MassHousing to re-evaluate the issue of site control. The applicant says that the Board can re-locate the sewer easement, while the Town believes that Town Meeting approval is required. The Board of Selectmen asked the applicant to reconfigure the plan so that they stay off the easement.

Mr. Regnier delivered a memo to the Board explaining that MassHousing has determined that they do have site control. The memo says that the Board has the authority to re-locate the sewer easement. The developer proposes to move the easement to pass around to the right of the buildings.

JB Royal, 218 Broad Meadow Road, asked where plans can be viewed.

William Choi, Greendale Avenue, expressed concerned about the flow of traffic in an emergency.

The hearing concluded at 10:10 p.m. and was continued until July 18, 2013 at 8:00 p.m.

### ***July 18, 2013***

The Board included Jon Schneider, Chairman; Jonathan Tamkin, Member; and Howard Goldman, Member. Also participating were Kathy Lind Berardi, Associate Member, and Peter Friedenber, Associate Member. Mr. Schneider opened the hearing at 8:13 p.m. by reading the public notice.

Mr. Schneider acknowledged letters received from Neil Weinbaum, 26 Coolidge Avenue; JB Royal, 218 Broad Meadow Road; and Janice Berns, Director, Needham Public Health Department.

Mr. Schneider explained the history of Chapter 40B and the role of the Board of Appeals. The burden is on the Town to justify a denial or to justify substantial

conditions. He said that the Project Eligibility Letter gives the developer a right to proceed.

Mr. Goldman agreed with Mr. Schneider that the case needs to proceed, but he would like to hear more from the traffic engineer hired by the Town.

Mr. Tamkin said that 40B projects that work are the ones in which the community and the developer work together and compromise. Even though the community is united against the project, something eventually will be built in this location.

Chris Regnier, Goulston and Storrs, and Rob Hewitt, Mill Creek Residential Trust, introduced a presentation from its architectural team. Mike Bennett, Bob Daylor, Tetra Tech, and David Nardone, The Architectural Team, led a power point presentation which included information on civil engineering, site layout, grading and drainage, architecture, massing, landscaping, and lighting.

Mr. Schneider opened the floor for the public.

Rochelle Goldin, 68 Warren Street, asked about number of parking spaces per unit and guest parking.

Michelle Hoffman, 96 Paul Revere Road, asked for clarification on the number of parking spaces per unit.

Lois Sockol, 611 Greendale Avenue, asked if the two-bedroom units have dens and whether there is a legal stipulation in the lease as to how many people can live in one apartment.

Bob Larsen, 150 Tudor Road, commented on the site plan and asked whether the sewer easement is a Town right-of-way.

Georgina Arrieta-Ruetenik, 236 Greendale Avenue, asked for clarification of parking on Greendale Avenue and the number of guest parking spaces.

Jessica Musiak, 23 Rybury Hillway, asked how many of the 148 two-bedroom apartments will have a den.

Matt Howell, 721 Greendale Avenue, asked about efforts to involve neighbors in the design process. He asked about the construction process.

Ceci Fleming, 134 Broad Meadow Road, asked for clarification on the number of dens with two-bedroom units. She indicated that the neighborhood group was shown proposed plans, but was not asked for their opinion.

Rob Stanley, 979 Greendale Avenue, asked about the elevation and commented on the "100-year storm." He asked what happens if the drainage system is not sufficient.

Lee McNally, 778 Greendale Avenue, asked if there will be sufficient water to support the project, given the fact that Needham is currently under a water restriction.

Michelle Hoffman, 96 Paul Revere Road, asked for clarification on the size of the one-bedroom apartments with a den in comparison to the two-bedroom apartments.

Artie Crocker, 17 Fairlawn Street, asked if the developer believes the trees in front of the building can be kept.

Joe Comenzo, 22 Rockwood Lane, commented on other Mill Creek projects. He asked how 300 apartments can be squeezed into 6 acres of land, versus 30 or 20 acres of land at the other projects.

Mr. Schneider asked the developer to address the sewer easement issue.

Deborah Horwitz, Goulston & Storrs, explained that Mill Creek is not asking the Town to abandon its easement or property rights, but rather Mill Creek is asking for a right to improve the Town's property. The fact that there is a utility easement across the property does not undermine the fact Mill Creek controls the site. Regulations specifically give "purview" to determining site control to MassHousing, as the subsidizing agency. Purchase and sale agreements were submitted to MassHousing, which has determined that Mill Creek has site control. Ms. Horwitz concluded that Mill Creek is requesting an approval to improve the Town's sewer line.

Jay Talerma, special counsel to the Town of Needham, who presented a memo on the issue of the sewer easement, believes the Groton case is pertinent to Needham's situation. The sewer easement poses both a legal and practical barrier affecting the ability to construct the project. There is nothing in the sewer easement to suggest that it can be relocated. He believes the Board does not have the power to pick up the easement and move it to the other side of the property. The developer is suggesting a brand new easement in its entirety, and the disposition i.e. abandonment of the existing easement.

Dan Matthews, Chairman of the Board of Selectmen, said he finds Mr. Talerma's presentation clear and consistent with what the Selectmen understand to be the law and the past practice of the Town. The decision on site control is in the hands of MassHousing initially, but MassHousing should have known that the applicant intended to build in the easement area, requiring Town Meeting approval.

Denise Garlick, State Representative, said that MassHousing, in a meeting with her, articulated grave concern whether or not Mill Creek did have site control given their new knowledge about the sewer easement and the requirement of Town Meeting approval.

Ms. Horwitz clarified the applicants knew about the easement, and that it is shown on the plans. She said nothing was hidden from MassHousing.

Mr. Schneider explained that the applicant is asking two things: first to abandon an existing easement and second, to create a new easement around the side of the property. In his view, the Town cannot abandon an existing easement without approval from Town Meeting; therefore the Board does not have the ability to move the easement.

Ms. Lind Berardi agreed with Mr. Schneider. She said she does not believe anyone has presented any legal basis upon which the Board can approve an abandonment and grant an easement.

Mr. Freidenberg commented that the Town through Town Meeting accepts and grants easements. He doesn't see how the Board has the ability to approve a change in the easement. Building over the easement is effectively asking the Town to abandon the easement.

Mr. Tamkin said he believes the Board does not have the right to grant relief. Mr. Goldman agreed.

Mr. Schneider discussed the process going forward and noted that the Board will not approve a re-location of the sewer easement. The developer can either design a project around it or keep going and the Board will render its decision.

Ceci Fleming, 134 Broad Meadow Road, asked if new plans would go to MassHousing before coming back to the Board of Appeals. She also asked about the economics and profit margin of the project.

Jay Talerman said it depends on the redesign of the project and is largely up to the Board to make a decision whether there is a substantial change.

The hearing concluded at 10:15 p.m. and was continued until August 15, 2013 at 8:00 p.m.

### ***August 15, 2013***

The Board included Jon D. Schneider, Chairman; Jonathan Tamkin, Member; and Howard Goldman, Member. Also participating was Peter Friedenber, Associate Member. Mr. Schneider opened the hearing at 8:00 p.m. by reading the public notice.

Mr. Schneider acknowledged letters received from the Planning Board dated July 19, 2013 expressing concern about engineering and site design features; from State Representative Denise C. Garlick and State Senator Michael F. Rush to MassHousing, dated July 30, 2013 expressing concern for the project; from Town Engineer Anthony Del Gaizo dated August 15, 2013 disagreeing with the applicant's contention that a

sewer main constructed out of new, more modern materials at a flatter slope will yield a substantial improvement to the sewer system as compared to the existing sewer main; and from Nancy Madigan, 1025 Greendale Avenue, dated August 7, 2013.

Kien Ho and Brian Beisel of BETA Group reviewed the Traffic Impact and Access Study (TIAS) for the proposed development on behalf of the Town of Needham. Details of their findings are documented in a letter from BETA dated August 5, 2013. Their review addressed off-site traffic, access and on-site circulation issues.

Mr. Schneider opened the hearing to questions.

Nancy Madigan, 1025 Greendale Avenue, asked if non-intersection data was considered in the traffic analysis. There have been three motor vehicle related deaths on Greendale Avenue in the last 10 years.

Mr. Beisel agreed that crash data for the entire study area should be collected.

Dan Herbert, 70 Bird Street, is concerned Bird Street will become a cut-through street for residents living in the development to get to downtown Needham.

Mindy McGinn, 5 Bird Street, asked that an analysis be completed for Brookline Street, which is also a cut through street with an elementary school.

BETA requested that applicants consider vehicle traffic at the intersection of Greendale Avenue at Brookline Street, as well as pedestrian safety on Bird Street.

Jeffrey Dirk, Engineer, Vanasse & Associates, said he has no issues with what is being requested. An updated data collection has already been scheduled.

Mike Kraft, 245 Hillcrest Road, asked about the reduction in congestion from the improvements to Route 128.

Mr. Beisel said the Add-A-Lane project and the completion of a ramp at Kendrick Street should reduce traffic on Greendale Avenue.

The applicant said a revised report will be completed by October and will include recommendation for traffic mitigation.

Mr. Schneider said the neighbors wanted to make a presentation.

Mindy McGinn, 5 Bird Street, introduced Jon Witten, attorney, Huggins & Witten who has been retained by the neighborhood to represent their interests.

Mr. Witten said in the case "28 Clay Street vs. Town of Middleboro Housing" the Housing Appeals Committee affirmed a local Board's denial because the project was the wrong location, and in the wrong town. Middleboro, like Needham, had a plan, and had created affordable housing in concert with the plan. Needham has identified

distinct areas for multi-family housing and comprehensive permit developments, and this isn't one of them. He has never seen a density of 300 units on a parcel of 6 acres in the Commonwealth under any 40B scenario.

Mr. Witten recommended the Board deny the application based on the sewer easement, the lack of open space, and Housing Appeals Committee decisions such as: Stuborn vs. Barnstable, 28 Clay Street vs. Middleboro, and the Hanover decision, The Board should deny the application based on failure to comply with the Town of Needham's Chapter 40B guidelines.

Mr. Witten urged the Board to do a full scale engineering review with an outside expert because it is unfair to the town engineer that he or his department be responsible to do the kind of site development analysis required of a project of this magnitude. Mr. Witten noted the applicant has asked for innumerable waivers from local regulations. The statute requires the developer to prove that "but for" the waiver, the project would be uneconomic. Mr. Witten said it is the burden of the developer to demonstrate they need waivers through an economic analysis. Mr. Witten also suggested the Board have an independent consultant to review and vet the developer's pro forma analysis. Mr. Witten concluded his comments by saying he would provide the Board with the cases he discussed.

Cathryn Smith, 50 Enslin Road, presented a power point presentation regarding the adverse health effects of ultra-fine particle pollution on the body.

Mike Kraft, Ph.D. in Health Psychology, 245 Hillcrest Road presented a power point presentation titled "Health Risks of Close-Proximity Highways" - July 2013.

Mr. Schneider invited comments from Mill Creek.

Deborah Horwitz, Goulston & Storrs, reminded everyone that MassHousing has made the determination that Mill Creek does have site control. There is an easement on site that they may have to build around. They have been working on and have agreed to make changes related to some of issues raised tonight. A financial review is not required unless the Board imposes conditions that the developer says it can't agree with, and then the developer has the burden of showing why it is uneconomic. She cautioned that the Board should look carefully at the Middleboro decision because she feels it is different from this situation.

Ms. Horwitz pointed out that the Board has approved projects that are more dense than what is in the 40B guidelines and the Board has approved other 40B projects that are not in areas designated by Needham's plan.

Mr. Schneider said that the Engineering Division submitted comments three months ago and he wants to know when they will receive a response. Ms. Horwitz said she hopes to have plan revisions in September.

Mr. Schneider said that when the second plan is presented, the Board would like an analysis of open space and density. He wants to know how the proposed project compares to other projects in a suburban community.

Mr. Schneider said he is concerned to "keep things moving." He asked Ms. Horwitz to consider giving the Board an extension of time, as the 180 days provided by the regulations expire in November.

Mr. Goldman asked Ms. Horwitz if she plans to prepare a response to the testimony and information provided by the neighborhood group, particularly as to health risks. Ms. Horwitz said she will respond to the testimony presented.

The hearing concluded at 10:15 p.m. and was continued to September 19, 2013 at 8:00 p.m.

### *September 19, 2013*

The Board included Jon D. Schneider, Chairman; Jonathan Tamkin, Member; and Howard Goldman, Member. Also participating was Kathy Lind Berardi, Associate Member. Mr. Schneider opened the hearing at 8:00 p.m. by reading the public notice.

Mr. Schneider explained that new plans were received yesterday and they are being circulated to the Town staff, particularly the Engineering Department, for comments.

Mr. Schneider recognized the following letters: to the applicant from the Board of Selectmen urging the applicant to submit new plans; to Massachusetts Department of Transportation from Representative Garlick and Senator Rush, expressing concern that the project would exacerbate flooding on Route 128; to the Board from Nancy Madigan expressing concern of the effects in the traffic study and the impact on the Needham school system.

Mr. Schneider noted that the traffic engineers would have further reports. He explained that the regulations of the Housing Appeals Committee, as well a January 2013 Supreme Judicial Court decision, does not allow the Board to use the proposed project's impact on schools or other public services as a basis for denial. Their view is that it is the Town's obligation to respond to those problems.

The Board also received a letter from Eric Freeman, dated September 9, 2013 regarding site control. Mr. Schneider said that the new plans address this issue.

Chris Regnier, Goulston and Storrs, and Rob Hewitt, Mill Creek Residential Trust presented the revised plans. The revised plan proposes 268 units reduced from the originally proposed 300 units; located in five two-story town homes and two four-story buildings. A new arrangement has been made with the sellers of the property so that the single-family house that was originally retained under a life estate has been eliminated. This allows for an additional town home and snow storage area. There are

142 one-bedroom units, 126 two-bedroom units and no three-bedroom units. All of the 268 units will count towards the Subsidized Housing Inventory helping Needham to achieve the 10% affordable housing requirement. 25% of the units will be rented to households earning not more than 80% of the area median income. Parking has been reduced from 510 spaces to 458 spaces which calculates to 1.7 spaces per unit.

The new plan moves the buildings off the sewer easement. The original three front buildings housing 75 units have been changed to five smaller buildings housing 20 units. The townhomes are set back 19 feet from Greendale Avenue, breaking up the scale and allowing for more vegetation. The height of the townhomes is now 32 feet, under the 35-foot height requirement. The driveways and turning radii have been widened and fire lanes added to accommodate emergency vehicles. In addition, a proposed trail connects to surrounding open space. Sidewalks throughout the site provide safe walking connections to Bird Street and there is a new pedestrian crossing at Bird Street. The snow storage area has increased from 2600 square-feet to about 5000 square-feet. There are no significant changes to the architectural features and stormwater maintenance design. The applicant is confident that because of the well-draining soils the stormwater can be retained on site. The landscaping uses the same mixture of trees and shrubs. The lighting elements are also the same and will be dark skies compliant. Mr. Regnier noted that the traffic data has been collected and an analysis will be ready for the October hearing. The townhomes have parking under each unit. The parking garages for the larger buildings are accessed from the rear and there are additional surface parking spaces.

Mr. Schneider asked for questions from the public which specifically address the revised plan.

Rita Gurin, 17 Ridgeway Terrace, asked why there were two egresses.

Mr. Schneider confirmed that their original plan is gone and that the new plan is the plan of record. He asked if the applicant planned to re-apply to MassHousing for a new eligibility determination. The applicant feels that these plans are consistent with the original application. Final plans will be approved by MassHousing.

Mr. Schneider reminded the Applicant that the Board would like a study outlining the standards of appropriate open space for this kind of density.

Eric Freeman, 50 Aletha Road, asked for clarification of the snow storage area.

Valery Steinbok, 8 Petrini Circle, asked for confirmation that the previous proposal and the new plan are on the same property.

Stephen Epstein, Member of Board of Health, has found considerable information regarding micro-emissions from vehicles as potential health risks. The Board of Health plans to report back to the Board.

Dan Matthews, Board of Selectmen, said that the Selectmen sent a letter to the applicant expressing concern about the delay of new plans. The Town has just received the new plans and now has to start the analysis over again. Mr. Matthews acknowledged that there has been some progress. The Selectmen still have significant concerns with the proposed density. This is a tremendous massing and is incompatible with the surrounding neighborhood. It is 46 times the number of allowed units under current zoning and 10 times the density in surrounding districts.

Mindy McGinn, 5 Bird Street, commented that, although they are happy that progress has been made, the proposal is still too dense.

Mr. Schneider feels that these new plans constitute a substantial change and deems this a new application allowing another 180 days. Despite this, he would like to conclude the hearing in December. Ms. Horwitz disagreed, but said her team is prepared to work hard with the Town Engineer and BETA in preparation of the October 17<sup>th</sup> hearing. Mr. Schneider feels that the engineering issues are significant and the review will be time consuming.

Ms. Horwitz is prepared to grant an extension to the hearing scheduled for November 21. She hopes the hearing will close in November and then the Board can deliberate in December. Mr. Schneider responded that he did not agree with this schedule, but they can discuss it further at the October hearing when they see if the applicant has been prompt.

Ceci Fleming, 134 Broad Meadow Road, asked for the number of one-bedrooms and the number of two-bedrooms in the new plan and how many of those include a den. Ms. Fleming believes this is a significant change.

Lois Sockol, 611 Greendale Avenue, urged the Board to take the time necessary to deliberate.

David Hulihan, 117 Laurel Drive, asked about stormwater retention.

Ceci Fleming, 134 Broad Meadow Road, read from the new plans. She points out that although the number of units is lower, the number of dens and lofts creates more useable space.

Mike Kraft, 245 Hillcrest Road, explained that the whole project is within 500 feet of the Route 128 travel lanes which present health risks. He also presented a site plan marking distances from the highway.

The hearing concluded at 9:03 p.m. and was continued until October 17, 2013 at 8:00 p.m.

### *October 17, 2013*

The Board included Jon D. Schneider, Chairman; Jonathan Tamkin, Member; and Howard Goldman, Member. Also participating were Kathy Lind Berardi, Associate Member, and Peter Friedenberg, Associate Member. Mr. Schneider opened the hearing at 8:03 p.m. by reading the public notice.

Mr. Schneider reviewed what has happened since that last hearing: on September 17<sup>th</sup> the applicant filed new plans reducing the project from 300 to 268 units, and then at the September 19<sup>th</sup> hearing they made a presentation explaining the project. However, drawings were missing from the September 17<sup>th</sup> set, so the applicant submitted a complete set of plans along with the drainage calculations on October 1<sup>st</sup>. On October 2<sup>nd</sup>, the Board received Vanasse's response regarding BETA's study, and on October 7<sup>th</sup> Vanasse filed an addendum, and on October 9<sup>th</sup> they filed a second addendum. On October 10<sup>th</sup>, Representative Garlick and Senator Rush filed a bill to widen the Route 128 corridor, and on October 16<sup>th</sup> the Board received BETA's reviews of Vanasse's traffic analysis. On October 16<sup>th</sup>, RKG Associates submitted an update to their density review of similar projects.

On October 11, the Town Engineer submitted comments on the revised plans. The high points are concerns with a bridge over the sewer easement impeding access, grading of driveways, and drainage calculations.

Mr. Schneider explained that all the issues surrounding engineering are typically not resolved before the Board moves to a vote. The HAC rules say that an applicant only needs to submit preliminary plans. The decision can include a condition that the Town Engineer approves the final engineering plans.

The Board also received a letter from Ceci Fleming, dated September 24, 2013. The first part of her letter urges the Board to request financial information from the developer. Mr. Schneider commented that under HAC regulations, the developer has no obligation to provide financial information unless the Board proposes something they deem uneconomical. The second part of the letter presents an analysis comparing the sizes and number of units. Her analysis concludes that the number of units is less than the original proposal, but the square footage is larger than the original plan.

Brian Beisel, from BETA group, presented findings. Vanasse Associates supplied all the data and analysis that BETA had requested. The offsite traffic analysis is complete, but issues on the site as outlined in Section 12 of BETA's letter are unresolved. Vanasse and BETA pretty much agree on mitigations to alleviate existing and future traffic on Greendale Avenue.

The first mitigation is the retiming of lights along Greendale Avenue. However, the timing only slightly improves the situation. The second mitigation is to install a sidewalk along the east side of Greendale Avenue in front of the project, up to Bird Street and a crosswalk across Bird Street.

The traffic warrants indicate a signal is needed at Brookline Street. In addition, BETA recommends a signal at the intersection of Greendale Avenue and Bird Street. While the traffic levels do not quite indicate a signal, the likely pedestrian crossings would.

Mr. Friedenberg asked if there is a problem with the two traffic signals being too close together. Mr. Beisel said they were far enough away from each other that both can be signalized. Mr. Friedenberg confirmed that Vanasse and BETA are in agreement with the traffic study and that signalizations are needed at both intersections.

Mr. Goldman asked about the site plan deficiencies referred to in BETA's report which said "The new site plan that has been submitted still has many access deficiencies and the appropriate plans have not been provided."

Mr. Beisel said that in the original plan the steep slopes onsite complicated the garage entrances. In the new plan the garage entrances have been moved, but they still have not accounted for appropriate vertical curves in the driveway. The offsite traffic study is complete, but there are seven comments regarding site access and circulation that still need to be addressed and are highlighted on page 5, section 12 under "Site Plan Review". MassHousing approval is based on inaccurate traffic information and doesn't match the analysis used in the application and is inconsistent with the traffic data provided to BETA. This is something BETA felt the Board should know.

Mr. Tamkin asked if Vanasse plans to continue work. Mr. Beisel clarified that Vanasse worked on the offsite traffic and Tetra-Tech is responsible for on-site traffic. BETA and the Town Engineer have similar issues with both the circulation and drainage.

Jeffery Dirk, Vanasse and Associates, noted that BETA did a good job summarizing the analysis and mitigations. The firms worked together to develop data collection methodologies, to refine the analysis and come up with four mitigating measures. Vanasse agrees with the elements of the mitigation program.

There are two major components: the first is safety. There are no safety deficiencies in any of the intersections and roadways as part of the project. Lines of sight at the intersections and at the property meet or exceed state and federal requirements. Vanasse also agrees that signs and vegetation need to be placed properly so as not to impair the lines of sight. The second component is capacity, both current and future capacity and how this project will impact it. The applicant agrees to do the first three mitigation measures because it improves traffic operations and it benefits both the public and the project.

Mr. Dirk points out that a signal at Brookline Street is needed today whether this Project is built or not. The applicant agrees to pay its "fair share" of the cost towards an improvement based on the projects actual impact.

Mr. Tamkin asked if a change in the project's density would change the impact. Mr. Dirk responded that there would be no change except it may impact the applicant's "fair share" cost.

At Bird Street, Vanasse agrees that there is a need for a sidewalk and for some control of traffic to allow safe pedestrian crossing. BETA suggested a full traffic signal because of the presumed pedestrian need and because the warrants for traffic are on the "bubble" of the signalization threshold. Mr. Dirk said that the warrants need to be met for a full traffic signal. They can't design the signal if the warrants aren't there. A pedestrian hybrid beacon at a mid-block crossing is an alternative.

Mr. Schneider commented that the Town Engineer prefers a full signal instead of a pedestrian activated signal because both pedestrians and drivers understand red lights. Mr. Dirk agrees that a mid-block intersection is less desirable because people expect pedestrians to cross at intersections

Mr. Beisel believes there will be 20 pedestrian crossings per hour which meets the warrant for a full signal at Bird Street.

Lois Sockol, 611 Greendale Avenue, is concerned that the MassHousing application traffic data was incorrect and a decision was based on this data.

Rita Gurin, 17 Ridgeway Terrace, has concerns about level of service at the intersection of Bird Street and the air quality because more cars will be idling with two new signals.

Josh Levine, 30 Defrancesco Circle, asked about the increased traffic volume, and is particularly concerned about traffic backing up on Bird Street.

Mr. Schneider reminded the community that traffic is not a basis for denial. The reason for the traffic studies is to identify what mitigation can be done to optimize traffic and then to decide how much the developer will pay.

Sandi Norman, 196 Highgate Street, is concerned about people cutting through side streets to get around the new lights.

Mr. Steven Epstein, Board of Health, gave a power point presentation indicating that ultrafine particulates from vehicle emissions have substantial impact on health. It is best if residences are far from the highway.

Mr. Schneider feels that we cannot deny a project based on health effects of being near a highway. Mr. Epstein agreed. Mr. Schneider asked the BOH to make specific recommendations as to mitigation measures.

Jon Witten, representing the Neighborhood Group, reiterated his five points that he presented in August and recommends that the Board deny this project based on site planning and the sewer easement.

Mr. Schneider asked for the Board members to discuss where they stand on this project; whether they are inclined to deny or approve a project at a smaller size.

Mr. Schneider said there is no public transportation, he wants the green space and highway buffer preserved, and this density is inappropriate for this area. Unfortunately this is a Chapter 40B where the two choices are deny or allow with conditions. There are good reasons to deny including the air and noise pollution, but he doesn't think any municipality has denied on this basis.

The proposed project is outrageous in terms of density, but a denial based on density is difficult to win on appeal. The Town needs and wants affordable housing. This is a tolerable location, but the size of the project needs to be reduced. The highest density allowed under Needham's Zoning By-Law is 18 units per acre. He thinks 108 units on this property might be reasonable. He is interested in whether the applicant thinks the project can be profitable at 108 units.

Mr. Tamkin said he is leaning toward denial. He is concerned about the impact on the sewer easement. He does agree that 108 units is a much better size. He is disappointed that the applicant hasn't been willing to collaborate. Several years ago there was a project for about 40 units. Something will be built eventually and depending on the easement outcome, he is interested in a much smaller project with conditions.

Mr. Goldman said that he also feels the project is in excess of what the property can handle: 18 units per acre is a better size. He is concerned with the health risks close to the highway. He suggests requiring a disclosure to residents as part of the conditions. He is still concerned about traffic; adding lights creates ancillary problems. He still has many concerns, but feels that 108 units are more consistent with the Town.

Mr. Friedenbergs agrees that there has been a remarkable lack of communication and flexibility from the developer. He is troubled that the re-design adds a number of dens and lofts and is not sure how the new design helps the Town other than moving the buildings off of the sewer easement. He is less concerned about the sewer easement now because he feels there are solutions. He is much more concerned about the internal circulation engineering issues raised by BETA.

Mr. Schneider pointed out, if there were fewer units, solving the engineering issues would be easier. Mr. Friedenbergs said that those solutions haven't been vetted. He wants to have a better handle on some real solutions. Mr. Schneider said that in order to move forward we will need to have a condition subsequent for engineering approval. Mr. Friedenbergs feels that the engineering needs to be refined to be sure this is a viable project. He is inclined to deny.

Ms. Berardi said she lives near the project and understands the traffic concerns. She agrees that engineering won't be completely solved before the hearing is closed. However, she agrees with Mr. Friedenbergh that some of the issues are troubling and need to be worked through more. She has other issues such as the exact acreage of the site as well as the issue of site control. She wants to know with the unusual topography and inadequate infrastructure the cost to the town in accessing the easement. Even if the engineering issues were worked out, the project is still too big. She expressed disappointment in the lack of communication by the developer with the neighborhood. The developer is lacking a spirit of cooperation. With the current project, she thinks there are grounds to support a denial. She understands the calculation of 108 units and feels that is closer to the right size. She feels that more data points are needed before we close the hearing.

Mr. Tamkin said that, because of the outstanding engineering issues, he would not vote for this project as it is currently designed. 108 units, while still a lot, may be better. The fundamental issue is whether to deny it as presented or approve something that the Board feels is adaptable to the site according to the various studies and testimony presented. He believes the site is appropriate for development. The health issues are very compelling, but they aren't a basis for denial. He likes the idea to require notification of the health hazards.

Mr. Matthews, Board of Selectmen, is frustrated with the timing issues. There is a lot of pressure on the Engineering Division when the Applicant is slow submitting new plans. This is a very difficult site and requires complicated engineering solutions. The sewer easement has been largely addressed with the exception of the culvert and retaining walls, because they interfere with the operation of the easement. The BOS agrees with what the Board has discussed. This site is appropriate for a lesser number of units.

Mr. Schneider reiterated that he wasn't sure that he will approve the project, but he wanted to ask the developer what they thought about approval with significant conditions including: a limit to 108 units; no waiver of the front setback; move the pool; and require the applicant to follow noise standards and file a certification showing compliance. He is inclined to grant a waiver for height because of the topography. The site plan and the drainage plans would be subject to approval.

Since there is already a traffic situation at the Brookline intersection, he feels that the applicant paying its "fair share" is acceptable. But the applicant should pay for the light at Bird Street because it is a pedestrian safety issue.

Mr. Goldman would like to require the applicant to disclose the health risks to potential residents. Given the potential difficulties of access, the sewer easement should be accessible in accordance with recommendations of the Engineering Department. Mr. Goldman urges an engineering peer review.

Ms. Horwitz said they will consider the Board's proposed conditions. She understands the Town's unease regarding the easement, but they are working within the law which only prohibits buildings and not roads over the easement. She also feels that the applicant has reached out to the Selectmen prior to submitting the application. She agrees there is a lot of work to be done.

Mr. Schneider asked that the applicant submit financial information if they contend 108 units is not financially feasible.

Lois Sockol, 611 Greendale Avenue, asked what size project the Selectmen want.

Rita Gurin, 17 Ridgeway Terrace, asked why the Town isn't denying the project based on the level of service.

Artie Crocker, 17 Fairlawn Street, asked what kinds of costs are part of the financial analysis.

Cathryn Smith asked if Mill Creek has submitted an Environmental Impact Statement.

Mike Kraft, 245 Hillcrest Avenue, discussed an EPA document to the State of Arizona suggesting the importance of air quality.

Mr. Matthews, Board of Selectmen, clarified that the BOS supports the Board of Appeals.

The hearing concluded at 10:20 p.m. and was continued until November 21, 2013 at 8:00 p.m.

### ***November 21, 2013***

The Board included Jon D. Schneider, Chairman; Jonathan Tamkin, Member; and Howard Goldman, Member. Also participating were Kathy Lind Berardi, Associate Member, and Peter Friedenberg, Associate Member. Mr. Schneider opened the hearing at 8:19 p.m. by reading the public notice.

Mr. Schneider acknowledged items submitted since the last hearing: a letter from the Board of Health dated November 14, 2013, recommending mitigation measures; a noise study conducted on the parcel in 2003 which indicated the noise was in excess of federal guidelines; a letter from Tetra Tech dated November 12, 2013 responding to engineering comments; and a letter from Tetra Tech dated November 19, 2013 responding to comments from the fire department. On November 14<sup>th</sup> the applicant filed financial projections. The Board has hired Richard Heaton to conduct a peer review of the applicant's financial projections.

Mr. Schneider said that there are still outstanding engineering issues, which will be discussed at the December hearing.

Mr. Schneider explained that the hearing is supposed to close in 180 days from the start of the hearings, if the applicant is prompt in responding to requests. The Board feels that the applicant was not timely in submitting revisions and they have now consented to an extension until the December 19 hearing. Unless there are surprises, the Board plans to close the hearing in December. The only testimony expected in December is related to the financial projections and the unresolved engineering issues.

Mr. Schneider asked for comments from public officials or Town staff.

Representative Denise Garlick is opposed to the project as presently proposed. She is concerned about health risks to current and future residents should we lose the buffer zone along Route 128. Mass DOT was interested in keeping a buffer zone along the highway and she felt that the bill was appropriate. She has discussed the issues of flooding with Mass DOT. Representative Garlick explained that the bill has been given a docket number and the next step is a public hearing.

Peter Pingitore, Chairman of the Needham Housing Authority, explained that the Town has been supportive of other low income housing projects and that the Town is operating in good faith to provide affordable housing. He has great concerns that all of the units in this project get counted toward affordable housing, when actually only 25 % of the units are affordable. He is concerned that this kind of project will diminish the Town's interest in affordable housing. If 108 units go forward, the Town will be short of the 10% threshold so the Housing Authority can continue to create projects where the units are affordable. It is the Housing Authority's philosophy that housing should be built with the support of the Town.

Mr. Schneider asked the public for their opinion on what the Board should do.

Mindy McGinn, 5 Bird Street, said the neighborhood opposition is looking for 60-108 units and they are prepared to appeal.

Lois Sockol, 611 Greendale Avenue, feels the density is obscene, and that the intent of a highway buffer was ignored.

Patty Doyle, 3 Norwich Road, asked what happens to the water in the valley. With more impervious surfaces there will be more water. She says tell them no.

William Choi, Greendale Avenue, wants to know what the make-up of 108 units will be. Mr. Choi said that the Board has to give them something because saying no has a big risk

Ceci Fleming, 134 Broad Meadow Road, agreed that it is a tough decision. She also wanted to know what 108 units will look like and what the economic advisor will say about the project and what MassHousing deems economical.

Mr. Tamkin explained that the Board has to decide whether the Board supports having something there or whether to deny it. The Board is trying to balance the risk the community faces.

Ms. Fleming supports only 60 units in a single-family residential zone until she has a full vetting of the economics.

Lois Sockol, 611 Greendale Avenue, asked how changing rents play into the financial analysis. Rising rents will raise their profits.

Dan Vallee, 40 Brookline Street asked how many units are allowed under current zoning.

Patty Doyle, 36 Norwich Road, questioned what 108 units will look like and whether there will be more approvals needed.

Mike Kraft, 245 Hillcrest, said that the risk of living close to the highway is the same risk as smoking a pack a day. He understands that this really is a question for MassHousing. He enjoys the buffer and clear cutting bothers him. He encourages the Board to deny the project

Joe Comenzo, 22 Rockwood Lane, agrees with the Chair of the Housing Authority. He asked whether the Board has discretion in asking for more affordable housing.

Joe Lovett, 59 Richard Road, asked about denials that were upheld by HAC and whether the situations were similar to Needham's.

Mindy McGinn asked about Needham's master plan and whether the Marlborough case is relevant to Needham.

Matt Howell, 52 Hazel Lane, would like to see the financial review and is interested in keeping Greendale green and preserving the 30-foot setback requirement.

Valery Steinbok, 8 Petrini Circle, feels the current project is offensive to the community and feels the 40B concept is not working.

William Choi, Greendale Avenue, asks what is the number of units that the applicant can work with.

Dan Matthews, Board of Selectmen, explained that the parcel is zoned for 6 single family homes, but the Town is obligated to work under the law. Discussions with the applicant have not been successful. The density of the project exacerbates the problems and it involves disturbing 90% of the site. The Board of Selectmen feels that 108 units are in the right ballpark. The Board of Selectmen feels that it is better to allow a smaller number of units than to deny outright.

The hearing concluded at 10:05 p.m. and was continued until 8:00 p.m. December 19, 2013.

### *December 19, 2013*

The Board included Jon Schneider, Chairman; Jonathan Tamkin, Member; and Howard Goldman, Member. Also participating were Kathy Lind Berardi, Associate Member, and Peter Friedenber, Associate Member. Mr. Schneider opened the hearing at 8:00 p.m. by reading the public notice.

Mr. Schneider reviewed the documents filed since the last meeting.

The first items are a letter from Representative Garlick and Senator Rush to Massachusetts Department of Transportation and a response from DOT. These were discussed at the last hearing.

On November 21<sup>st</sup> and December 12<sup>th</sup>, the Town Engineer filed comments. The principal issues remaining are drainage calculations which do not account for the collection of sediment and possible overflow onto Route 128, driveway entrances and parking garage entrances that are too steep and a proposed culvert over the sewer easement that does not leave sufficient clearance. The report concludes that the site does not support the proposed level of development.

On November 19<sup>th</sup>, Tetra Tech submitted a letter to the Fire Chief addressing fire safety concerns. The Fire Chief deferred to the Town Engineer for final approval.

On December 17<sup>th</sup>, Richard Heaton of H & H Associates submitted a financial report on the proposed 108 unit development.

Also, on December 17<sup>th</sup>, the applicant submitted a noise report by Acentech confirming a 68 – 76 decibel noise level on the property. This is considered acceptable for building as long as there is mitigation built into the construction. The noise level is worse near Greendale Avenue than Route 128, which supports maintaining the setback requirement. The report says that the proposed construction will reduce noise levels by 25 decibels, but Mr. Schneider remembered that other studies show typical construction reduces noise by 20 decibels. Mr. Schneider suggests that the developer upon completion be required to certify that the noise levels inside the building are below the HUD 45 decibel standard.

Also on December 17<sup>th</sup>, the applicant submitted a memo on ultrafine particles prepared by Tech Environmental which says that the EPA and HUD have not regulated residential uses near highways because the data is not sufficient. The report explains improvements in vehicle emission standards may reduce ultrafine particles, but Mr. Schneider points out that the add-a-lane project will bring more vehicles, which the report doesn't take into account. In addition, the report states that

prevailing winds are westerly and only 18% of the time is the wind blowing from the highway towards the site. The report also says that the standard recommended by the Board of Health for a central filtration system is for hospitals not residential areas. Mr. Heaton's report says that such a filtration system would cost close to one million dollars.

On December 18, the Board also received from the applicant an updated list of requested zoning waivers.

On November 26, the Board received a letter from John Cullinane expressing concern over the accuracy of the property size and the applicant filed a response. Mr. Schneider said that the applicant had the property physically surveyed and has obtained title insurance confirming the size of 6.02 acres.

The Town Engineer raised concerns over title to Hardy Street. The applicant submitted a copy of the Town Meeting vote which explicitly abandons Hardy Street and provides that the land goes to the abutter.

On November 28, the Board received a letter from Donald O'Malley regarding safety concerns and traffic. Mr. Schneider said that neither traffic expert found safety issues other than the pedestrian crossing of Greendale Avenue.

On December 19, Brian Weinstein sent an e-mail expressing a dislike of the project, but supporting a vote for 108 units.

Mr. Richard Heaton, H & H Associates, retained by the Town, made a financial power point presentation. In his opinion, the project can be economical at 108 units. The standard to measure the economics for 40B rental units is not well defined and is evolving. The preferred methodology is return on total costs ("ROTC") and the required rate, as dictated by the MHP guidelines, is 2.5 % over the 10-year Treasury bill rate. At the current time, the project needs to achieve a ROTC of 5.2% for the project to be deemed economical. The applicant calculates the ROTC to be about 4.46%, but Mr. Heaton questions the credibility of the developer's analysis because there are no plans for a 108 unit project.

Mr. Heaton suggested that the Board may consider dropping some of the proposed conditions to make the project more economic, such as one of the traffic lights and the air filtration system. He also suggested a reduction in the size of the pool and club house (to fit a lower density) and thought that many of the costs used by the applicant were too high. With these changes, the ROTC will exceed the required 5.2%. He notes that the T-bill rate may change before the time of a hearing before the HAC which would result in a change of the required rate of return.

The applicant's financial consultant, Michael Jacobs, Principal of MHJ Associates, responded to Mr. Heaton. Mr. Jacobs shared Mr. Heaton's opinion that there is much uncertainty about the standards for determining project economics. Since the federal

government has artificially reduced the T-bill rate, he thinks that the economic test should be 3.5% to 4.5% over the T-bill rate, although he did not refer to any authority supporting this opinion. He took issue with Mr. Heaton's reduction in architectural and construction costs because costs vary greatly due to finishes and Mill Creek does fine work.

Mr. Schneider invited questions regarding the financial analyses.

A resident asked why, if the prior 30 unit proposed development was economical, this one isn't. Mr. Schneider responded that the prior proposal was for condominium units to be sold which has different economics.

Ceci Fleming, 134 Meadow Brook Road, suggested that the developer eliminate underground parking to reduce the costs.

Mindy McGinn, 5 Bird Street, asked how the analysis accounts for the low cost of debt.

Lauren Gedaminski, 1044 Greendale Avenue, thinks it would be a mistake to eliminate underground parking.

Mr. Schneider asked for closing remarks from the applicant.

Deborah Horwitz summarized the applicant's case. Despite the disagreements, they appreciate the community's time and effort. The proposal before the Board is a 268 unit project reduced from the original 300 units. She highlighted findings from the January 13, 2013 Mass Housing eligibility letter. She pointed out that Charles River Landing - another 40B development in Needham- is more dense. This week the HAC issued a decision affirming that the failure to achieve 10% affordable housing is compelling evidence that the need for affordable housing overrides legitimate local concerns. She reminded everyone of the project's benefits: needed affordable housing that will put Needham over 10%.

Mindy McGinn spoke for the Neighborhood Opposition Group. She expressed frustration with the lack of collaboration by the developer and asked the developer to work with the Town and to be a part of the community.

Dan Matthews, Board of Selectmen, said that the Town is committed to reaching the 10% affordable housing rate. The Town is not opposed to a project at this site, but it needs to be an appropriate in size. There are major unresolved issues that are exacerbated by the density. Charles River Landing is not a comparable project. The submissions from the developer have been incomplete and inaccurate. This property is zoned for one unit per acre for good reason and 108 units is a solid economic proposition.

Mr. Schneider closed the hearing at 9:20 p.m. and the Board began deliberations. Mr. Schneider noted that Mr. Friedenbergs and Ms. Berardi had participated in the hearings as alternates, but that Messrs. Tamkin, Goldman and Schneider, the three regular members of the Board, would be the ones voting. Unlike other matters before the Board, this will be decided by a majority vote.

Mr. Tamkin said that the projects that succeed are the ones where the developer works with the community. He has taken to heart the health concerns and the importance of the open space buffer presented in prior hearings. He supports 108 units.

Mr. Goldman agrees that this project is too dense, without enough open space, and the pool is too close to the highway. Charles River Landing is on the Charles River with walking paths that provides a quality of living that this project doesn't achieve. There are still concerns with engineering. He supports the 108 units at 18 units per acre.

Mr. Friedenbergs said that he finds it difficult to deal with the two financial experts since nobody knows the standards. The Town has a genuine interest in affordable housing. He hopes that a decision can be crafted to resolve engineering issues down the road. He would like to deny the project, but supports 108 units.

Ms. Berardi takes issue with the suggested benefit of accepting an inappropriately dense project just to get the Town to the 10% affordable housing rate so that we can deny future projects. This goes against the spirit of the law. She has concerns regarding the significant engineering issues and why they have not been resolved. The continued disagreement concerning sewer easement accessibility as well as the health effects of ultrafine particles are also serious issues. This project should be denied, but given the current law regarding 40B projects, she feels that 18 units per acre and maintaining the setback make sense.

Mr. Schneider said that he is comforted by Mr. Heaton's analysis, but is concerned whether a decision limiting the project to 108 units will be upheld on appeal. A reduced project of 108 units based on Needham's 18-unit per acre apartment zone is our best option.

The Board discussed elimination of some of the proposed conditions. They agreed that applicant should pay for a red light at Bird Street, but are willing to drop a request for a red light at Brookline Street. The Board agreed that they were not in favor of the air filtration system because of the cost. Mr. Friedenbergs suggested the HVAC system should be maintained on a regular schedule.

Mr. Tamkin asked why the Board is requiring acoustic mitigation: wouldn't a good developer be doing this anyway? Mr. Schneider said that there are well known standards for noise mitigation. Mr. Friedenbergs said that the Board has a responsibility to the tenants of the affordable units.

Next the Board discussed possibly waiving building and permitting fees as suggested by Mr. Heaton. The Board was against waiving the fees. In the Charles River Landing Project, the Town waived no fee and received approximately \$500,000 in mitigation payments.

The Board then discussed the applicant's request for zoning waivers.

The Board was not in favor of waiving the Greendale Avenue setback in order to maintain the green buffer as well as the residential character of the street. The side and rear setbacks were waived to accommodate retaining walls since they fall into the Town's definition of a structure. The Board is willing to waive the height restriction on the rear buildings because of the sloping topography.

The Board was not in favor of waivers for the parking design requirement except as to landscaping. They agreed to waive the limit to three-car garages. They did not waive the 18 foot driveway width in light of the specific request from the Fire Department to ensure safe emergency vehicle access.

They agreed to waive sign requirements on the assumption that signs would be presented to the Board for approval in connection with future approval of a revised site plan and landscaping plan.

The applicant is no longer asking for a relocation of the sewer line and easement.

Mr. Schneider asked if they needed a waiver of the 30% lot coverage limitation. The 268 unit proposal has a lot coverage of 33%. The applicant did not ask for one and presumably they will not need one for a smaller project.

The Board discussed other proposed conditions.

They agreed that the project would be limited to 18 units per acre and the mix of units would be the same as the 268-unit proposal. They will require 1.7 parking spaces per unit as proposed by the applicant. The applicant will be required to submit revised plans to the Board for approval.

With respect to mitigation of air pollution, a MERV 16 air filtration system will not be required, but regular maintenance of the filters will be required. Windows facing 128 cannot be opened. The pool will either be moved further from the highway or separated from the highway by a building.

The Board requires noise mitigation in the construction to reduce noise levels to HUD standards.

The applicant needs to provide access to the trail behind the project as well as an easement across the property for the trail.

There will be marked handicapped parking spaces in accordance with the Town's By-laws as well as proper "no parking" fire lanes as required by the fire department. There will be no parking on Greendale Avenue to protect the safety of cyclists.

Utilities on-site will be underground.

No building permit will be issued until lighting, stormwater control and drainage plans are approved by the Town Engineer. If there is no way to keep stormwater on site, the applicant must obtain a drainage easement from the Commonwealth.

Final Plans approved by MassHousing must be filed with the Board. The Board must approve substantial changes.

Prior to the issuance of a building permit, an executed Regulatory Agreement, Monitoring Agreement and Deed Restriction for the affordable units will be filed with the Board. Twenty five percent of the units will remain affordable on a permanent basis.

No building permit will be issued until the Building Commissioner receives a letter from the Chairman of the Board that all of the conditions have been fulfilled.

The applicant will make a good faith effort to obtain local preference in the marketing of the affordable units and to allow the Board a chance to comment on the marketing materials. The Board understands that MassHousing has the final say on marketing.

All water, sewer, drain connection and street occupancy permits will be issued by the Public Works Department, subject to the usual fees and plan requirements.

All construction will be subject to building codes and to building permits issued by the Building Commissioner and will be subject to the usual fees.

Construction hours shall be limited to 7:00 a.m. to 6:00 p.m. Monday through Friday and 7:00 a.m. through 5:00 p.m. on Saturdays. There will be no construction on Sundays, Municipal Holidays or outside the approved hours unless necessary to deal with an emergency. No construction vehicles may stand with engines running before the designated hours of construction. There will be no parking of construction vehicles on Greendale Avenue.

The landscaping shall be in accordance with the landscape plan to be approved by the Board and shall be maintained by the owner in good condition.

The owner of the project shall be responsible for snow removal and waste disposal. The owner shall follow a maintenance plan to be outlined in the conditions.

No changes may be made to any approved plans unless the Chairman determines the changes are not substantial or the Board approves the changes after a hearing.

Prior to the issuance of an occupancy permit, the applicant shall establish compliance with the public education requirements regarding stormwater.

At the suggestion of the Planning Board, the project has to be owned by one entity and no transfers of the comprehensive permit shall be permitted without the consent of the Board and the subsidizing agency.

Profit is limited in accordance with the applicable regulations and excess profit will be submitted to the Town for affordable housing.

Construction needs to commence within three years of the issuance of the Comprehensive Permit.

Mr. Tamkin moved to approve the Comprehensive Permit as discussed by the Board. Mr. Goldman seconded the motion. The Board unanimously voted in favor.

The meeting adjourned at 10:24 p.m.

Based on the evidence presented at the hearings, the Board finds as follows:

### ***General Findings***

1. The site contains 6.02 acres located in the Single Residence A District.
2. The applicant entered into a Purchase and Sale Agreement dated February 29, 2012 as amended May 29, 2012 and September 19, 2013 to acquire two parcels from Vincent and Mary Boris and a Purchase and Sale Agreement dated July 10, 2012 to acquire a parcel with 0.58 acres from Christopher A. MacDonald. One of the Boris parcels and the MacDonald parcel are improved with single family homes which the applicant proposes to demolish.
3. The site is bounded on the northwest by a single family residence and Town parkland and to the southeast by a worship center (used for religious services and day care) and Town parkland. The site is bounded to the northeast by Route 128 and to the southwest by Greendale Avenue. Across Greendale Avenue are single family homes in the Single Residence B District. The predominant use in the area is residential, with single family homes being the most common. Access is off Greendale Avenue. There is no access from Route 128.
4. The site is heavily wooded providing a green space and sound barrier from the noise of Route 128 for the residents of Greendale Avenue and surrounding streets.
5. The site falls off steeply from Greendale Avenue with the front of the property at elevation 155 feet and the rear at elevation 109 feet.
6. The applicant filed an application with the Board dated April 12, 2013 seeking to construct a 300 unit apartment project under the provisions of M.G.L. Chapter 40B.

7. The applicant proposed that the Town would allow it to relocate a Town owned sewer easement running through the middle of the site. After significant debate of the issue, the applicant revised its project in a manner that located the proposed buildings outside of the Town's sewer easement, but the revised plans provide for two road crossings over the sewer easement
8. The Project Eligibility Letter ("PEL") indicates that the applicant's chosen subsidy is funding from the New England Fund. The PEL requires that the applicant take title by and through a limited dividend entity.
9. The PEL provides prima facie evidence that the applicant has satisfied the requirements under 760 CMR 56.04(1).

### *Timing*

10. Due to the fact that Town officials were preparing for the Annual Town Meeting on May 4, 2013, the Board requested and the applicant agreed to waive the requirement that the first hearing on the application be held within 30 days of filing. The first hearing was held on May 23, 2013. Under 760 CMR 56.05(3), the Board is required to conclude the public hearing within 180 days (i.e. November 19, 2013) so long as the applicant responded promptly to reasonable requests from the Board.
11. The application was circulated to Town Departments. On May 16, 2013 the Town Engineer issued a letter making extensive comments on the project including that the applicant proposed to build over a sewer easement and the Town had not granted permission for this construction. Prior to the first hearing, the Police Department, Fire Department, Conservation Commission and Board of Health issued written comments.
12. The first public hearing was held on May 23, 2013. At the hearing, the Town's Board of Selectmen indicated that they had no intention of granting permission to relocate the sewer easement. They believed that any relocation of the existing sewer easement would require Town Meeting approval. They questioned whether the applicant had "site control" given that their proposal involved construction over the sewer easement and whether the applicant had been candid in disclosing this issue to MassHousing in seeking the Project Eligibility Letter.
13. At the June 20, 2013 hearing, the sewer easement was a continued issue. The Board requested a legal memorandum from the applicant as to the Board's ability to move the sewer easement and sought a legal memorandum from its own counsel.
14. At the July 18, 2013 hearing, the Board discussed the sewer easement and all members of the Board concluded that the Board had no authority to abandon the existing easement without the approval of Town Meeting. The Board urged the applicant to file a plan that did not involve building over the sewer easement.
15. The Planning Board issued written comments on July 19, 2013 expressing many concerns including density, incompatibility with the neighborhood and the extent of the land disturbance.

16. The applicant did not file a revised plan until September 17, 2013. The filing was missing several plan sheets and drainage calculations and was not a complete filing until October 1, 2013. The revised plan involved a reduction in the number of units to 268 with the addition of townhouses along Greendale Avenue, moving and redesigning the two largest buildings to avoid the sewer easement and a new site plan. At the September 19 hearing, the Board took the position that the new plan was a substantial change which, under the Board's Rules, commenced a new 180 day period for concluding the public hearings. Alternatively, the Board expressed the view that the applicant had not been prompt in responding to the Town's position that they could not build over the sewer easement which provided the Board with additional time to conclude the public hearings.
17. At the September 19, 2013 hearing, the applicant agreed that the public hearing did not need to close until the hearing scheduled for November 21, 2013. The Board indicated that it did not agree and would determine when to close the hearings based upon future developments and the level of cooperation from the applicant.
18. The new plans were circulated to relevant Town Departments. On October 11, 2013 the Town Engineer issued extensive written comments on the revised plan including that a proposed culvert interfered with access to the sewer easement. Police, Fire and Board of Health issued written comments prior to the October hearing.
19. At the hearing on October 17, 2013, the Board discussed some of the conditions for the project it might impose including a limitation to 108 units based on the fact that Needham's most dense apartment district allows 18 units per acre. The Board indicated that it needed to know promptly as to whether the applicant claimed 108 units and the other proposed conditions would render the project uneconomical so that the Board could employ a financial expert to review the applicant's projections.
20. On November 14, 2013, the applicant informed the Board of its position that a 108 unit project would be uneconomical and filed financial projections. However, the applicant did not prepare any kind of site plan or construction plans to be used in assessing the 108 unit project. The applicant's own projections for a 108 unit development show a substantial profit, although less than what the applicant claims it would make under the 268 unit scenario.
21. The Board employed a financial expert, Richard Heaton, to review the projections and he rendered a report dated December 17, 2013. While explaining that he was hampered by the lack of any plans for the project, he concluded that the development would be economical at 108 units.
22. On November 13, 2013, the applicant filed a revised Storm Water Management Report and Environmental Impact Analysis, response to the Town Engineer's comments and further revised plans. The plans were for a 268 unit project similar to the ones filed on September 17, 2013. These were forwarded to Town Departments. Responses were received from the Fire Department on November 19, 2013 and from the Town Engineer on November 21, 2013 and December 12, 2013.

23. At the hearing on November 21, 2013, the applicant agreed to extend the time for conclusion of the public hearing until December 19, 2013.
24. The Board closed the public hearing on December 19, 2013 and rendered its oral decision during that hearing.

### ***The Project***

25. The project as currently proposed has 268 rental unit apartments. Twenty units are in five identical townhouse buildings along Greendale Avenue and 248 are in two large buildings closer to Route 128.
26. The proposed buildings cover 33% of the site, driveways and parking cover 25.4% and sidewalks cover 3.3%. The open space is only 36% of the site consisting primarily of discontinuous strips of landscape areas along internal roads. There is no meaningful area of open space to be owned by the applicant or to be part of the project dedicated to active or passive recreation.
27. The gross area of the buildings is 350,173 square feet and the gross area of underground garages is 149,285 square feet, for a total of 499,458 square feet.
28. The two large buildings include various unit configurations: 58 one bedroom, 20 one bedroom/two bath with loft, 49 one bedroom/two bath with den at 1000 square feet, 15 one bedroom/two bath with den at 1125 square feet, 69 two bedroom/two bath at 1065 square feet, 21 two bedroom/two bath at 1190 square feet, 11 two bedroom/two bath with den at 1065 square feet, and 5 two bedroom/two bath with den at 1300 square feet. The five town homes include 20 two bedroom/two bath units with garage at 1400 square feet.
29. The proposed project has 44.5 units per acre and 82,967 square feet of buildings and pavement per acre.
30. The proposed project includes 458 parking spaces in two levels of underground garage and outdoor spaces. This is 1.7 spaces per unit and exceeds the 1.5 space per unit required for apartments under the Needham Zoning By-Law.
31. The applicant proposes to build with a 19 foot front setback from Greendale Avenue as contrasted with the 30 foot setback required by the Needham Zoning By-Law for this district and consistently maintained along Greendale Avenue.
32. The two large buildings are four stories with 72 feet and 67.5 feet in height as contrasted with the maximum 2 ½ story and 35 feet height permitted in this Single Residence A District.
33. The two large buildings are within 150 feet of Route 128. The applicant also proposes an outdoor pool on the side of a building towards Route 128 within 200 feet of the highway.

### ***Affordable Housing in Needham***

34. Needham adopted an Affordable Housing Plan in 2007 and Chapter 40B Guidelines in 2012.

<http://www.needhamma.gov/documentcenter/view/1578>;

<http://www.needhamma.gov/documentcenter/view/8166>

35. As stated in the 40B Guidelines, Needham is committed to achieving a goal of ten percent affordable housing. Needham has recently improved and expanded low income housing owned by the Town and required affordable housing units in connection with the approval of market rate construction.

36. Needham has approved every application filed under Chapter 40B in the past twelve years. The projects include:

<u>Name</u>	<u>Approval Date</u>	<u>Zoning District</u>	<u>Type</u>	<u>Units</u>	<u>Lot Area square feet</u>	<u>Units/Acre</u>
Junction Place	2001	Business	Condo	5	11,200	19.2
Browne-Whitney	2002	Residence	Condo	6	27,132	9.7
Greendale*	2003	Residence	Condo	32	240,584	5.8
Webster Green**	2005	Residence	Condo	10	44,396	9.4
Nehoiden Knoll***	2005	Residence	Condo	8	41,600	8.4
High Cliff***	2006	Residence	Condo	3	6,674	19.6
Suites of Needham	2006	Residence	Condo	8	26,579	13.1
Charles River Landing	2006	Business	Rental	350	345,866	44.1
Craftsman Village****	2009	Residence	Condo	6	26,571	9.8
Needham Village*****	2013	Residence	Condo	20	11,460	8

\* Not built. Original proposal denied, but approved by settlement prior to HAC hearing.

\*\* Approved for 8 units; expanded to 10 units by HAC decision. Currently under construction.

\*\*\* Not built.

\*\*\*\* Original proposal denied, but allowed by settlement on remand.

\*\*\*\*\* Under construction.

37. In 2001, Needham had affordable housing of 3.73% as determined by the DHDC inventory dated October 1, 2001. Since 2001, Needham has made a substantial increase in the number of affordable units. Currently Needham has 7.6 % affordable housing as determined by the DHCD inventory dated April 30, 2013.

38. The Selectmen support the construction of an affordable housing project at this site so long as the size and density of the project is appropriate for the site and its surrounding residential neighborhood.

### *Traffic*

39. The site is not served by any public transportation. There is a commuter rail station approximately one mile away. Substantially all transportation from the site will be by car other than children walking to the Broadmeadow School.
40. The applicant presented a traffic study prepared by Vanasse & Associates, Inc. The Town engaged BETA Group, Inc. to provide a peer review. As a result of the comments by BETA and the changes in the applicant's plans, Vanasse conducted additional traffic counts and revised its analysis. Vanasse and BETA are in substantial agreement with respect to traffic counts and presented their conclusions and recommendations at the October 15, 2013 hearing. Vanasse did not address internal site traffic circulation because the applicant assigned that responsibility to another firm. There are material unresolved issues regarding road grading and traffic circulation on the site.
41. Greendale Avenue is a busy street carrying an average of 10,976 vehicles per day with 1,320 vehicles per hour during morning peak hour and 1,245 vehicles per hour during the evening peak. Many of the vehicles travel in excess of the posted speed limit of 40 mph. If the proposed interchange with Route 128 at Kendrick Street is built, there is likely to be some reduction in traffic. The applicant's proposed 268 unit project will add 1,748 vehicles per day with 135 vehicles per hour entering or exiting from the project during the morning peak and 165 vehicles per hour during the evening peak.
42. The traffic near the site is complicated by an unusual intersection of Greendale at Bird Street with Rybury Hillway connecting to Greendale within 45 feet of Bird Street. Bird Street serves as a pass-through to the Broadmeadow Elementary School which is approximately ½ mile away and to the Hersey commuter rail station which is approximately 1 mile away. Traffic backs up on Bird Street seeking to enter Greendale in the morning and afternoon as children are transported to and from the school.
43. The addition of 268 units of housing or even the reduced density required by the conditions of this decision, would adversely impact the safety of vehicles and pedestrians. In order to accommodate safe pedestrian crossing of Greendale Avenue (particularly school aged children) from the project and alleviate the problem of cars exiting Bird Street into Greendale, both the applicant's and the Town's traffic engineers recommend installation of a new red light at the Greendale/Bird/Rybury Hillway intersection. Since the red light would not be required absent the construction of this project, the applicant should bear the full cost for its installation. If the Town Engineer determines that a pedestrian crossing light is preferred, the applicant should pay the full cost for its installation.
44. The traffic engineers also recommend installation of a red light at the Greendale/Brookline Street intersection approximately ½ mile from the project.

The Town is uncertain whether it wants to install this additional red light and would not install one absent this project. Since the project will contribute to the traffic at Brookline intersection, the applicant offered to pay its "fair share" (based on the percentage of traffic added to the intersection by the project) if the Town decides to install a red light at Brookline Street.

45. The traffic analysis shows that the intersections of Greendale at Kendrick and Greendale at Great Plain are already operating at poor levels which will be exacerbated by this project. The applicant has agreed to pay for retiming these signals to reduce congestion, but they will still be operating at very congested levels during rush hours. The resulting diminished level of service will adversely impact local concerns.
46. Neighbors have expressed concern that the construction of this project and the installation of a red light at Bird Street will change traffic patterns causing more cars to cut through other streets that are currently not congested. The traffic studies did not address this concern.
47. Greendale Avenue is a major bike path with many riders passing this site. Any parking along Greendale Avenue along with the excess traffic generated by the Project will be a safety hazard for bike traffic.
48. Increases in traffic and congestion of the type caused by this project are serious matters of local concern. In the case of a market rate project, these traffic concerns would cause a denial of this project or, as a minimum, a substantial reduction in the size of this project. The increase in traffic supports a reduction in the size of this 40B project.

### *Air Pollution*

49. The project is proposed to be built within 150 feet of Route 128 with a swimming pool facing the highway within 200 feet of the highway. Route 128 is an extremely busy multi-lane interstate highway carrying thousands of vehicles per day. The highway is in the process of being expanded from three to four lanes in each direction in the vicinity of the project.
50. Recent credible studies have established that air pollution within 300 meters of a major highway leads to increased incidents of asthma, lung disease, cancer, heart disease and other health risks. California has banned the construction of schools within 500 feet of a major highway and recommends that residences not be built within 500 feet. Among the materials presented to the Board are the following: "Big Road Blues" by David Levin, Tufts Medicine, Summer 2012; "Near-highway pollutants in motor vehicle exhaust: a review of epidemiologic evidence of cardiac and pulmonary health risks", 6 Environmental Health 23 (2007); Health Effects Institute at <http://pubs.healtheffects.org/getfile.php?u=552>.
51. Some opponents to this project argue that the residents of this project will be exposed to unsafe levels of air pollution and that the project should be denied for health reasons. This project is very close to the highway and the Board agrees that living within close proximity to a highway is not healthy, but notes that, to its

knowledge, no municipality in the United States has banned residential building near a highway due to air pollution. However, the Board will place reasonable conditions based on health and safety concerns on the project to address abatement of air pollution.

### ***Noise Pollution***

52. Medical research indicates that it is unhealthy and undesirable to live near the loud noise of a major highway. HUD requires that noise abatement measures be taken if average decibel levels exceed 65db and that residential construction should not be allowed if average levels exceed 75db. In addition, HUD requires that interior noise levels not exceed 45db.
53. The applicant filed a noise report dated December 17, 2013 prepared by Acentech finding that noise levels range from 68 db to 76 db.
54. Noise levels need to be addressed and the applicant should be required, for health and safety reasons, to demonstrate that the interior noise levels do not exceed HUD standards.

### ***Green Space***

55. The section of Greendale Avenue where this project is located is separated from Route 128 by a wooded area of mature trees. This green space provides protection to the surrounding neighbors against noise and air pollution. The green space greatly enhances the visual attractiveness of the neighborhood for residents, walkers and bike riders. The green space continues uninterrupted along this section of Greendale Avenue.
56. The Town owns parkland on both sides of the project. There is a trail system parallel to Route 128 running through the Town parkland and over this site.
57. In 1957, the Town zoned the Route 128 side of Greendale Avenue (where the project is located) to one acre lots (even though the other side is zoned for 10,000 square foot lots) in order to preserve an open space barrier to Route 128. The Town's Open Space Master Plan prepared in 1988 recommends that this area be preserved as a buffer between Route 128 and the residential community.
58. Many thought the 4.4 acre parcel owned by the Boris family was part of the Town parks since the owner preserved the tree cover and allowed access to the public for the continuation of a Town trail.
59. Preservation of this open space barrier is a matter of local concern. The Board needs to balance the development interests of a private land owner against the community's desire to preserve a green space that both serves as barrier to air, noise and visual pollution, and provides passive and active recreational opportunities.
60. The combination of Town parks abutting the project and one acre zoning applicable to this site constitutes the Town's open space plan for a green barrier between Greendale Avenue and Route 128, but that plan is being ignored by the

applicant's proposal. The applicant's proposal will eliminate nearly all wooded area on the site and does not provide for any suitably sized areas for passive or active recreation

61. The applicant proposes to build an extremely large project on this site resulting in almost complete elimination of the trees and green space. If the project were an appropriate size, the applicant could preserve some open space and trees. The Board's concerns are magnified by the fact that children will reside in the project and will have virtually no opportunities on site for recreation. The lack of open space adversely impacts local concerns.

### *Engineering*

62. The engineering and drainage plans presented with the applicant's initial project in May contained many problems for public safety and internal site circulation. The engineering plans presented with the revised plans in October left significant problems unresolved including a driveway and sidewalk grade that are too steep, and unacceptable construction over the Town's sewer easement. The third set of engineering and drainage plans filed in November still do not solve these problems. The Town Engineer has concluded that, from an engineering perspective, the site does not support the proposed level of development.
63. The Board is aware that the applicant is not normally required to present detailed and final plans at hearings on a comprehensive permit. However, the applicant should present sufficient detail and information that the Board can conclude that the project is feasible from an engineering perspective.
64. The applicant has not met its burden to show that the proposed 268 unit project is feasible. Despite three sets of engineering drawings and multiple meetings with the Town Engineer, substantial engineering and drainage problems remain.
65. Since the conditions herein require a reduction in size of the project, the Board is prepared to move forward conditioning the issuance of a building permit on completion of engineering and drainage plans satisfactory to the Town Engineer. It is imperative that the Town be able to approve engineering and drainage plans and how the applicant intends to avoid impacting the Town's sewer easement, whether the project is constructed as provided in this Decision or if the Board's determinations are reversed on appeal.

### *Smart Growth*

66. The Project Eligibility Letter requires that the applicant comply with Sustainable Development Principles embraced by DHDC. The proposed project is not consistent with surrounding development, does not use natural resources wisely, does not employ public transportation and disturbs in excess of 98% of the site. These concerns are more particularly set forth in the written comments from the Town Engineer dated May 16, 2013, October 11, 2013, November 21, 2013 and December 12, 2013. Accordingly, the project is not consistent with commonly accepted planning principals as embodied in the Commonwealth's Sustainable

Development Principles; and as a consequence, the project is not consistent with local needs.

### *Density/Open Space*

67. 40B projects involve great difficulty in determining an appropriate density and open space. The developer traditionally wants to maximize profit by building a large number of units and the neighbors seek to minimize the number of units in order to make the project compatible with its surroundings.
68. There is no mathematical formula to determine appropriate density and open space. However, limits on density are a fundamental principle of land planning. Needham is not the same as downtown Boston. A residential zone is not the same as a business or industrial zone. It is a significant matter of local concern that an urban-like density not be built in a single residence neighborhood. Under 760 CMR 56.02, "local concerns" include the need "to protect the natural environment, to promote better site and building design in relation to the surroundings and municipal and regional planning, or to preserve open spaces." As reflected in the list of 40B projects approved by this Board since 2001, the Board has shown flexibility. When a project is in or near a business zone, the approval of more dense development is appropriate. When a project is in a residential or semi-rural area, the density should be less, in order to be compatible with the surroundings and the fundamental principles of zoning as approved by the Needham Town Meeting.
69. Under the Needham Zoning By-Law, market rate apartments are allowed to have 4, 8 or 18 units per acre depending on the district. All apartment districts have substantial setback requirements and are limited to three stories and three floors of human habitation. With one exception, all existing market rate apartments are less than the maximum of 18 units allowed under the By-Law. *See summary in the July 19, 2013 letter from the Planning Board.* The only more dense apartments are 40B projects located in or near business districts.
70. In order to be assured that the Board was not applying an unrealistic limitation, the Board obtained the expert opinion of Judi Barrett of RKG Associates. Her survey of projects built since 2000 concludes that the average density has been 14 units per acre. The only projects exceeding the 18 units per acre have been 40B projects in business areas served by public transportation.
71. The applicant has been stubbornly demanding an extremely dense development that will destroy green space, crowd occupants, create unnecessary traffic congestion and not fit with its neighborhood. While the applicant reduced the number of units in its second proposal, the gross living space actually increased from the original proposal with the addition of lofts and dens that can easily be used as bedrooms.
72. The two large hulking buildings proposed by the applicant are wholly inconsistent with established neighborhood development patterns. The mass and design of these buildings adversely impact the neighborhood.

### *Parcel Size*

73. The applicant claims that the site will have 6.02 acres. Assessor's records indicate that the aggregate site contains 5.32 acres. The applicant assures the Board that the site has been surveyed and that a title insurer is prepared to insure the size of the parcel.
74. The Town Engineer has raised a question about the applicant's claim to a portion of Hardy Street that abuts the parcel to the northwest. However, the Town abandoned the ancient way known as Hardy Street in a 1988 Town Meeting vote providing that rights would pass to abutters.

### *Concluding Findings*

75. Based upon the foregoing findings, the Board finds that the project, as designed, is inconsistent with local needs.
76. The applicant contends that a 108 unit development proposed by the Board would not be economical. Based upon expert analysis, the Board finds that the project is, indeed economical at 108 units and that, in any event, the affected local concerns requiring such reduced density outweigh the perceived benefits of the affordable units provided by the project.
77. The standards for what constitutes an uneconomic project remain unclear and are constantly evolving. It is arbitrary and absurd that the Board is required to assess the economic impact of a condition reducing the size of project when there is no clear standard and the required rate of return can change after the Board closes its hearing. If the number of units allowed by the Board proves to be uneconomical, the Board requests that the matter be remanded to it with directions to reconsider the size of the project, within the framework of the local concerns addressed herein, once the rates of return have been set by the HAC or a competent court of appellate jurisdiction. This Board and this Town want to increase the number of affordable housing units, but with consistency to local planning concerns.
78. If the applicant cannot build an economical project at a density approximating 108 units while addressing the Board's other local concerns, then the site is simply not the right location for the project and the application should be denied.

### *Conditions of Approvals*

On the basis of the foregoing findings, in open session, by unanimous vote, after motion duly made and seconded, the Board grants the applicant a Comprehensive Permit pursuant to M.G.L. Chapter 40B to construct apartment units at 692 and 744 Greendale Avenue, subject to the following:

1. The number of units shall not exceed 18 units per acre for a total project not to exceed 108 units. The unit size and mix shall be consistent with the unit size and mix set forth in the applicant's plans filed on September 17, 2013.

2. The project shall include parking of not less than 1.7 spaces per unit as proposed in the plans filed September 17, 2013. It may include a pool and a clubhouse and shall include appropriate open space for snow storage and a play area for children.
3. The project shall include units along Greendale Avenue that do not exceed the height limit for the District and shall comply with the 30 foot front setback requirement. Buildings to the rear may be up to four stories so long as they are designed and situated such that not more than 2 ½ stories are above the elevation of Greendale Avenue.
4. Plans for the revised project must be approved by the Board after a public hearing. Project plans must have requisite detail to assess compatibility with generally accepted standards for engineering and site development and should contain the information set forth in the plans filed during the hearing. Peer review may be required to address issues that were unresolved in the Board's hearings or new issues created by the modified plans.
5. The project, as revised, shall include mitigation measures to deal with air pollution from the nearby highway. Windows facing Route 128 and not separated by a building shall not be capable of being opened. The pool will be located so that air pollution from the highway is blocked by a building or located more than 300 feet from the highway. The owner of the building shall be responsible for maintenance of air filters in any air conditioning of filtration system and shall change or clean the filters on a regular basis no less frequently than as recommended by the manufacturer.
6. The project shall comply with the HUD noise guidelines set forth in 24 CFR 51, as they may be revised or amended. Prior to the issuance of a building permit, the applicant shall submit a plan for noise abatement that is approved by the Building Commissioner. Prior to the issuance of an occupancy permit, the applicant shall submit a noise study confirming that abatement measures have reduced interior noise levels to 45 db or less within each apartment and that noise level at the outdoor pool does not exceed 65 db.
7. The applicant shall grant an easement to the Town for the continuation of the trail at the Route 128 side of the property that connects the trail over the adjacent Town parkland in a form acceptable to Town Counsel. The applicant shall provide access to the trail for residents of the project in a manner approved by the Town Engineer.
8. The applicant shall pay for the design and installation of a signal light at the intersection of Greendale with Bird Street and Rybury Hillway. The Town Engineer shall determine if the light is a red light or pedestrian crossing light. The design and plans shall be approved by the Town Engineer. The light shall be installed and operable prior to the issuance of the first occupancy permit for the project.
9. The applicant shall not be required to contribute to the cost of a red light to be installed at the intersection of Greendale and Brookline Street, if the Town decides to install a red light at that location.
10. The project shall include handicap parking in accordance with the Needham Zoning By-law. Spaces shall be marked as required by the Needham General By-law. There shall be no parking on Greendale Avenue or at locations on the site designated by the Town Engineer for proper circulation and fire safety.
11. All utilities on the site shall be underground.

12. Prior to the issuance of a building permit, the applicant will obtain the approval of a landscape plan by the Board at a public hearing.
13. Prior to the issuance of a building permit, the applicant will obtain the approval of a site plan, drainage plan, storm water control plan, road layout and grading plan and a lighting plan by the Town Engineer. To the maximum extent possible, all stormwater shall be infiltrated on site. Unless the Town Engineer concludes there is no danger of overflow water spilling on to Route 128, the applicant must obtain an easement for such overflow from the Commonwealth of Massachusetts or responsible agency thereof.
14. Prior to the issuance of a building permit, the applicant shall obtain approval of its final plans from MassHousing and enter into a Regulatory Agreement, Monitoring Agreement and Deed Restriction for the affordable units in a form approved by MassHousing. Prior to the issuance of a building permit, executed and recorded copies of these agreements shall be filed with the Board.
15. Prior to the issuance of a building permit, the applicant shall file seven sets of plans for the project stamped by a registered engineer and approved by MassHousing as final plans, together with a narrative indicating any changes from plans previously submitted to the Board. The final plans shall be consistent with the plans previously approved by the Board (or, if not approved by the Board by the HAC or a court rendering a final judgment). If the Chairman of the Board determines that the filed final plans are not consistent with prior approved plans, he shall decide whether the changes are substantial. If not substantial, he may approve the plans. The Chairman shall notify the applicant within 20 days if the changes are approved. If not, the Board shall hold a public hearing within 30 days of the Chairman's determination to consider the changes and shall issue a decision within 40 days of the termination of the hearing.
16. No building permit will be issued until the Building Commissioner receives a letter from the Chairman of the Board that the conditions of paragraphs 4, 7 and 12 through 15 have been fulfilled.
17. Twenty five percent of the units shall be designated permanently as affordable units pursuant to a Regulatory Agreement and Deed Restriction approved by MassHousing, which Deed Restriction shall be recorded with each deed for the project or any portion thereof.
18. The applicant will make a good faith effort to obtain local preference in the marketing of the affordable units to the maximum extent allowable. Marketing plans, once approved by DHCD, will be submitted to the Board. In the event the Board requests changes in the local preference or marketing plans, the applicant will work with the Board and use its best efforts to obtain approval of requested changes. In the event the changes are not approved, the applicant may proceed in accordance with the plans approved by DHCD.
19. All water, sewer, drain connection and street occupancy permits will be issued by the Public Works Department, subject to the usual fees and plan requirements, and shall not be issued pursuant to the Comprehensive Permit process.

20. All construction will be subject to building codes and to building permits issued by the Building Commissioner and will be subject to the usual fees (including, without limitation, the affordable units).
21. All construction will be in accordance with the approved plans.
22. Construction hours shall be limited to 7:00 a.m. to 6:00 p.m. Monday through Friday and 7:00 a.m. through 5:00 p.m. on Saturdays. There will be no construction on Sundays, Municipal Holidays or outside the approved hours unless necessary to deal with an emergency. No construction vehicles may stand with engines running before the designated hours of construction. Prior to beginning construction, the applicant will provide to the Building Commissioner and the Board the name and telephone number of the person in charge of construction and responsible for maintenance of the site.
23. The applicant shall use vinyl fencing, covered dumpsters or other appropriate means to keep debris from leaving the site and will be responsible for cleaning up debris on adjacent properties in a timely manner. There will be no parking of construction vehicles on Greendale Avenue.
24. The landscaping shall be in accordance with the landscape plan approved by the Board and shall be maintained by the owner in good condition. Any tree or plant material that dies or becomes diseased shall be replaced by the owner.
25. The owner of the project shall be responsible for snow removal and waste disposal. The owner shall implement the following maintenance plan with such changes as may be approved by the Town Engineer:
  - a. parking lot sweeping twice per year after the snowmelt and in the fall;
  - b. catch basin cleaning and inspection twice per year in the spring and the fall;
  - c. oil/gas separators in the drainage system to be inspected monthly and cleaned four times per year, once in each season.
26. No changes may be made to any approved plans unless the Board's Chairman determines the changes are not substantial or the Board approves the changes after such notice and hearing as the Board in its sole discretion shall deem appropriate.
27. Prior to the issuance of an occupancy permit, the applicant shall establish compliance with the public education requirements regarding storm water stipulated under the NPDES Storm water Phase II Program.
28. Prior to the issuance of an occupancy permit, the applicant shall file three wet stamped copies of the following with the Board:
  - a. An as-built plan supplied by the engineer of record certifying that the project was built according to the approved documents submitted to the Board and Department of Public Works. The as-built plan shall show all structures, all finished grades and final construction details of the driveways, parking areas, drainage systems, utility installations, and sidewalk and curbing improvements in their true relationship to the lot lines for all on-site and off-site construction. In addition, the as-built plan shall show the final location, size, depth, and material of all public and private utilities on the site and their points of

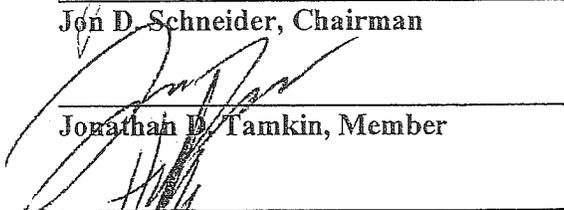
connection to the individual utility, and all utilities which have been abandoned. In addition to the engineer of record, the as-built plan shall be certified by a Massachusetts Registered Land Surveyor.

- b. A statement by the registered professional engineer of record certifying that the finished grades and final construction details of the driveways, parking areas, drainage systems, utility installations, and sidewalk and curbing improvements on-site and off-site, have been constructed to the standards of the Town of Needham Department of Public Works and in accordance with the approved plans for the project.
  - c. An as-built landscaping plan showing the final location, number and type of plant material, final landscape features, parking areas, and lighting installations for the project. The plan shall be prepared by the landscape architect of record and shall include a certification that such improvements were completed according to the approved documents.
29. Prior to the issuance of an occupancy permit, the Building Commissioner shall receive a written statement from the Town Engineer approving the signal light at Bird Street.
30. No building may be occupied or parking lot used prior to the issuance of an occupancy permit by the Building Commissioner. The Building Commissioner, in his discretion, may issue one or more certificates for temporary or partial occupancy of a building or use of parking lots prior to the completion of the entire project if he determines that such occupancy or use will be safe and that he has adequate assurance that the project will be completed. In connection with any temporary or partial permit, the Building Commissioner may require that a bond be filed with the Board in an amount not less than 135% of the value of the unfinished work on the project.
31. The Board grants the waivers, as requested by the applicant to the following sections of the Zoning By-Law: Sections 3.2.1 (uses - to permit apartments and multi-family dwellings and accessory uses), 4.2.1 (side and rear setbacks and height), 5.1.2(20) (determination of the number of spaces, provided that at least 1.7 spaces per unit are provided at the project), 5.1.1(k) (landscaping of parking areas), 5.3.6 (limit on multi-family development), 6.1.2 (limit on garages) and 7.4.3 (site plan review), all subject to the requirement that a revised site plan is approved by the Board. The Board grants the waivers requested by the applicant to the following provisions of the General By-Law: with respect to signs only, 5.3.1, 5.3.2, 5.4.2.2, 5.5.2(b) and 5.5.3.3 subject to the requirement that the Board will approve signs in connection with approval of a revised site plan and of 2.2.5.1.2 to allow the development of streets shown on approved plans subject to the requirement that the Town Engineer has approved such plans. The Board waives a requirement for a license or permit to park motor vehicles on the site. The Board waives the requirement for approval to remove shade trees subject to the requirement that the Board will approve a landscape plan. The Board does not grant the other waivers requested by the applicant including, without limitation, no waiver of Zoning By-Law section 4.2.1 as to front setback or Sections 5.1.1 and 5.1.1.7 as to the design requirement for parking or the General By-Law Section 3.6.1.1 requiring that fire lanes be 18 feet in width. No other waivers are granted or implied. The Board will consider further waivers in connection with the approval of revised site plans.

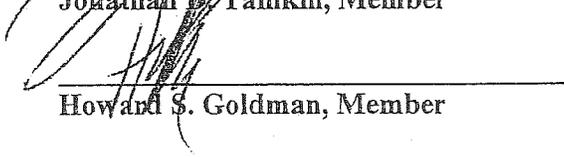
32. All signs shall be subject to approval by the Board in connection with approval of a revised site plan.
33. Ownership of the project shall remain in one entity.
34. This permit is issued to the applicant and may not be transferred or assigned without the consent of the Board, such consent not to be unreasonably withheld. The transferee/assignee must demonstrate to the Board that it possesses the requisite experience and management team to manage a large mixed income project. Prior to substantial completion of the project, a transfer may be made only upon written approval of the subsidizing agency.
35. The applicant's profit shall be limited in accordance with the regulation of DHCD and any excess profit remitted to the Town's fund for affordable housing.
36. This Comprehensive Permit shall lapse if applicant does not proceed with construction within three years of the date this permit becomes final (meaning the date of this decision if no appeal is filed, or 30 days after the date any appeal is resolved if an appeal is filed). "Proceed with Construction" for the purposes of this paragraph shall mean the construction of at least one foundation for one of the approved buildings in the Project and the continuous prosecution of construction thereafter with reasonable diligence to completion.
37. Failure to comply with any terms of this Comprehensive Permit shall be grounds for revocation of this Comprehensive Permit or any building permit issued under it. No order of revocation shall be issued by the Board without prior notice to the holder of the Comprehensive Permit and an opportunity to be heard at a public hearing. As an alternative, the Town may enforce compliance with this Comprehensive Permit by injunctive relief issued by a court of competent jurisdiction.



Jon D. Schneider, Chairman



Jonathan D. Tamkin, Member



Howard S. Goldman, Member

## ***Exhibit A - Documents of Record***

Original Application for Comprehensive Permit, Submitted by Greendale Avenue Venture, LLC, in a black binder containing:

1. Cover Letter from Deborah Horwitz Goulston and Storrs to Zoning Board of Appeals, dated April 12, 2013.
2. Application, dated April 12, 2013.
3. Comprehensive Permit Plans, Needham Mews Residential Development, 692 + 744 Greendale Avenue, prepared by Tetra Tech for Greendale Avenue LLC, consisting of 12 sheets: sheet 1 of 12, cover sheet, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013; sheet 2 of 12, C-1, Plot Plan, signed and stamped by Robert F. Daylor, PLS, dated April 12, 2013; sheet 3 of 12, C-2, Layout Plan, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013; sheet 4 of 12, C-3, Grading & Drainage Plan, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013; sheet 5 of 12, C-4, Utility Plan, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013; sheet 6 of 12 C-5, Lighting Plan, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013; sheet 7 of 12, C-6, Erosion and Sediment Control Plan, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013; sheet 8 of 12, C-7, Detail Sheet, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013; sheet 9 of 12, C-8, Detail Sheet, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013; sheet 10 of 12, C-9, Detail Sheet, signed and stamped by Glenn K. Dougherty, RPE, dated 4/12/13, sheet 11 of 12, C-10, Detail Sheet, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013, sheet 12 of 12, C-11, Detail Sheet, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013.
4. Architectural Plans, Needham Mews, 692 + 744 Greendale Avenue, Needham, MA, Application for Comprehensive Permit Site Approval, prepared by Tat The Architectural Team for Greendale Avenue Venture, LLC, consisting of 31 sheets: sheet 1 of 31, T0.01, Project Cover, signed and stamped by Michael D. Binette, RA, dated April 8, 2013; sheet 2 of 31, T0.02, Drawing List & Project Information, signed and stamped by Michael D. Binette, RA, dated April 8, 2013; sheet 3 of 31, A1.01, Buildings E First Level Parking, signed and stamped by Michael D. Binette, RA, dated April 8, 2013; sheet 4 of 31, A1.02, Building E Second Level Parking, signed and stamped by Michael D. Binette, RA, dated April 8, 2013; sheet 5 of 31, A1.03, Building E First Floor, signed and stamped by Michael D. Binette, RA, dated April 8, 2013; sheet 6 of 31, A1.04 Building E Second Floor, signed and stamped by Michael D. Binette, RA, dated April 8, 2013; sheet 7 of 31, A1.05, Building E Third Floor, signed and stamped by Michael D. Binette, RA, dated April 8, 2013; sheet 8 of 31, A1.06, Building E Fourth Floor, signed and stamped by Michael D. Binette, RA, dated April 8, 2013; sheet 9 of 31, A1.07, Building D First Level Parking, signed and stamped by Michael D. Binette, RA, dated April 8, 2013; sheet 10 of 31, A1.08, Building

D Second Level Parking, signed and stamped by Michael D. Binette, RA, dated April 8, 2013; sheet 11 of 31, A1.09 Building D First Floor, signed and stamped by Michael D. Binette, RA, dated April 8, 2013; sheet 12 of 31, A1.10, Building D Second Floor, signed and stamped by Michael D. Binette, RA, dated April 8, 2013; sheet 13 of 31, A1.11, Building D Third Floor, signed and stamped by Michael D. Binette, RA, dated April 8, 2013; sheet 14 of 31, A1.12, Building D Fourth Floor, signed and stamped by Michael D. Binette, RA, dated April 8, 2013; sheet 15 of 31, A1.13, Buildings A, B, C First Floor & Parking, signed and stamped by Michael D. Binette, RA, dated April 8, 2013; sheet 16 of 31, A1.14, Buildings A, B, C Second Floor, signed and stamped by Michael D. Binette, RA, dated April 8, 2013; sheet 17 of 31, A1.15, Buildings A, B, C Third Floor, signed and stamped by Michael D. Binette, RA, dated April 8, 2013; sheet 18 of 31, A1.16, Buildings A, B, C Fourth Floor, signed and stamped by Michael D. Binette, RA, dated April 8, 2013; sheet 19 of 31, A2.01, Typical Unit Plans Buildings A, B, C, E & E, signed and stamped by Michael D. Binette, RA, dated April 8, 2013; sheet 20 of 31, A2.02, Typical Unit Plans, signed and stamped by Michael D. Binette, RA, dated April 8, 2013; sheet 21 of 31, A4.01, Elevations: Building A Greendale Ave Building B Greendale Ave, signed and stamped by Michael D. Binette, RA, dated April 8, 2013; sheet 22 of 31, A4.02, Elevation: Building C Greendale Ave, signed and stamped by Michael D. Binette, RA, dated April 8, 2013; sheet 23 of 31, A4.03, Elevations: Building A Internal Drive Building B Internal Drive, signed and stamped by Michael D. Binette, RA, dated April 8, 2013; sheet 24 of 31, A4.04, Elevation: Building C Internal Drive, signed and stamped by Michael D. Binette, RA, dated April 8, 2013; sheet 25 of 31, A4.05, Elevation: Building D Internal Drive, signed and stamped by Michael D. Binette, RA, dated April 8, 2013; sheet 26 of 31, A4.06, Elevations: Building E Internal Drive, signed and stamped by Michael D. Binette, RA, dated April 8, 2013; sheet 27 of 31, A4.07, Elevation: Building D I-95, signed and stamped by Michael D. Binette, RA, dated April 8, 2013; sheet 28 of 31, A4.08, Elevation : Building E & G I-95, signed and stamped by Michael D. Binette, RA, dated April 8, 2013; sheet 29 of 31, A4.09, Elevation Building E I-95, signed and stamped by Michael D. Binette, RA, dated April 8, 2013; sheet 30 of 31, A5.01, Site Sections, signed and stamped by Michael D. Binette, RA, dated April 8, 2013; sheet 31 of 31, A5.10, Typical Exterior Finishes Wall Section and Construction Type, signed and stamped by Michael D. Binette, RA, dated April 8, 2013.

5. Landscape Plans and Materials Plans, prepared by Tat The Architectural Team, Consultant: Stantec Consulting Services, consisting of 3 sheets: sheet 1 of 3, L-1.0, Landscape Plans – Materials Plan, signed and stamped by David E. Nardone, RLA, dated April 8, 2013; sheet 2 of 3, L-1.1, Landscape Plans – Materials Plan Entry Walls, signed and stamped by David E. Nardone, RLA, dated 4/8/13; sheet 3 of 3, L-2.0, Landscape Plans – Planting Plan – Trees, signed and stamped by David E. Nardone, RLA, dated April 8, 2013.
6. Lot Consolidation Plan of Land, compiled by Tetra Tech for Greendale Avenue Venture LLC, signed and stamped by Robert F. Daylor, PLS, dated April 12, 2013, full size plan, 1 page;

7. Report on Existing Conditions; Project Narrative, Long term Monitoring and Tenant Selection.
8. Tabulation of Proposed Buildings – provided on Site Development Plans.
9. Requested Exemptions.
10. Letter to Mr. Robert Hewitt, Greendale Avenue Venture, LLC from MassHousing re: Project Eligibility (Site Approval) Application, date January 15, 2013 with attachment1 Project Eligibility: Other Responsibilities of Subsidizing Agency Section Findings and Determinations.
11. “Stormwater Management Report and Environmental Impact Analysis: Needham Mews, 692 & 744 Greendale Avenue, Needham, Massachusetts”, Submitted to: Needham Board of Appeals, prepared by TetraTech, One Grant Street, Framingham, MA 01701, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013.
12. 692 Greendale Avenue, Needham, Massachusetts, Application for Comprehensive Permit Site Approval Submitted by Mill Creek Residential Trust, LLC to Massachusetts Housing Finance Agency dated September 20, 2013 with attachments including: Purchase Agreement for 692 Greendale Avenue, Needham, MA between Vincent P. Boris and Mary Boris and MCRT Investments, LLC dated February 29, 2012 and the Purchase Agreement for 744 Greendale Avenue, Needham, MA between Christopher A. MacDonald and MCRT Investments, LLC, dated July 10, 2012.

***On or Before the May 23, 2013 Hearing:***

13. Letter to Marita Klements from Brian R. Judge, Goulston & Storrs, dated April 18, 2013.
14. Letter to Theodora Eaton, Town Clerk from Marita Klements, Board of Appeals, dated April 29, 2013.
15. E-Mail from Janice Berns, Director of Public Health, to Marita Klements, dated April 29, 2103.
16. Letter from Chief Paul Buckley, Needham Fire Department to the Zoning Board of Appeals, dated May 13, 2103.
17. Letter from Chief Phil Droney, Needham Police Department to the Zoning Board of Appeals, dated May 14, 2013.
18. E-Mail from Janice Berns, Director of Public Health, to Alexandra Clee, dated May 15, 2103.
19. Letter from Anthony DelGaizo, Town Engineer, Needham Public Works Department to the Zoning Board of Appeals regarding Application for Comprehensive Permit Greendale Mews Development 692-744 Greendale Avenue, Needham MA, dated May 16, 2013.

20. Letter from Patricia Barry, Conservation Officer, Needham Conservation Department to the Board of Appeals, dated May 20, 2013 with attachments: Needham GIS map from MapsOnline, dated May 20, 2013, "Greendale Avenue Trail Maintenance Plan" and "Proposed Trail Connections" from the Town of Needham Trails Master Plan prepared by Beals and Thomas, undated.
21. Memorandum from Kate Fitzpatrick, Town Manager to the Board of Appeals, regarding Needham Mews Comprehensive Permit, dated May 21, 2013.
22. Online submittal to Zoning Board of Appeals from Rob Giumetti, 49 Sachem Road, dated May 21, 2013.
23. Online submittal to Zoning Board of Appeals from Matt Robinson, 62 Brookline Street, dated May 22, 2013.
24. Submittal Letter from Christian Regnier, Goulston & Storrs to Elisa Litchman, dated May 21, 2013.
25. Submittal Letter from Deborah Horwitz, Goulston & Storrs to Zoning Board of Appeals, dated May 17, 2013.
26. Traffic Impact and Access Study: Proposed Needham Mews Residential Community, Needham, MA prepared by Vanasse & Associates, Inc. dated May 2013, signed and stamped by Jeffery S. Dirk, RPE No. 38971, dated May 9, 2013.

***On or Before the June 20, 2103 Hearing:***

27. Letter from John Cullinane, 899 Greendale Avenue to Kate Fitzpatrick, Town Manager, dated May 31, 2013.
28. Letter from Chief Paul Buckley, Needham Fire Department to the Zoning Board of Appeals, dated June 14, 2013.
29. Letter to Tom Gleason, Executive Director Massachusetts Housing Finance Agency, Regarding Needham Mews, MassHousing #SA-12-003, from Kate Fitzpatrick, Town Manager, dated June 18, 2013.
30. Online submittal to the Zoning Board of Appeals from Sherman Grossman, 19 Highgate Street, dated May 24, 2013.
31. Online submittal to the Zoning Board of Appeals from Jen Tuttelman, 99 Brookline Street, dated May 24, 2013.
32. Memorandum from Goulston & Storrs, regarding Needham Zoning Board of Appeals' Approval of the Relocation of a Sewer Easement Under M.G.L. c. 40B, to Greendale Avenue Venture, LLC, dated June 20, 2013.
33. Drainage and Utility Plans Sheet 2 Needham/Wellesley I-95/93 (Route 128) TIP – Bridge V.

***On or Before the July 18, 2013 Hearing:***

34. Letter from Neil Weinbaum, 26 Coolidge Avenue to Needham Zoning Board of Appeals, dated June 24, 2013.
35. Letter from Janice Berns, Director of Public Health to Jon Schneider Zoning Board of Appeals, dated June 26, 2013 with attachments: "Contact List" and "Overview of Chapter 40B Fundamentals".
36. Online submittal to Town Manager from JB Royal, 218 Broad Meadow Road, dated June 21, 2013.
37. E-mail from Mindy McGinn to Alexandra Clee, dated July 1, 2013.
38. Memorandum from Jay Talerman, Blatman, Bobrowski & Mead, LLC, regarding Opinion – Response to Memo of Goulston and Storrs, dated July 20, 2013 to Needham Zoning Board of Appeals, dated July 10, 2013 with Exhibits A, B, and C.
39. The Groton Case – Zoning Board of Appeals of Groton vs. Housing Appeals Committee at the Supreme Judicial Court of Massachusetts, decided March 31, 2008.
40. Letter to Massachusetts Housing Finance Agency from Kate Fitzpatrick, Town Manager Regarding Needham Mews, Mass Housing #SA-12-003, dated July 17, 2013 with the Talerman Memorandum dated July 10, 2013 attached.
41. Needham Mew: 692 Greendale Avenue power point presentation presented to Needham Zoning Board of Appeals by Chris Regnier, Goulston and Storrs, and Rob Hewitt, Mill Creek Residential Trust at the July 18, 2013 hearing.

***On or Before the August 15, 2013***

42. Letter from Needham Planning Board, Lee Newman, Director of Planning and Community Development to Jon Schneider, Chairman Board of Appeals, dated July 19, 2013.
43. Letter to Tom Gleason, Executive Director MassHousing from State Representative Denise Garlick and State Senator Michael Rush, dated July 30, 2013.
44. "Peer Review of Traffic Impact & Access Study Proposed Needham Mews 40B, Needham, Massachusetts" prepared by the BETA Group, Inc. 315 Norwood Park South, 2<sup>nd</sup> Floor, Norwood, MA 02062, dated August 5, 2013.
45. Letter to Jon D. Schneider, Chairman, Needham Zoning Board of Appeals from Nancy Madigan, 1025 Greendale Avenue, dated August 7, 2013.
46. Letter from Anthony DelGaizo, Town Engineer regarding Proposed Relocation of Existing Public Sewer Main to Jon Schneider Needham Board of Appeals, dated August 15, 2013.
47. Transportation Peer Review Needham Mews power point presentation, dated

August 15, 2013 presented by Brian Beisel and Kien Ho, BETA Group at August 15, 2013 hearing.

48. "Micro Particle Pollution Presentation" power point presentation by Cathryn Smith presented at August 15, 2013 hearing.
49. "Health Risks of Close-Proximity Highways" power point presentation, dated July 2013 presented by Mike Kraft at August 15, 2013 hearing.
50. "Big Road Blues" Tufts Now August 16, 2012 by David Levin submitted by Mike Kraft, 145 Hillcrest Avenue.
51. "Near-highway pollutants in motor vehicle exhaust: A review of epidemiologic evidence of cardiac and pulmonary health risks" Environmental Health 2007.
52. "Particle Pollution" website article
53. "Traffic-related air pollution, particulate matter, and autism" JAMA Psychiatry, January 2013.
54. "Particulate Pollution: Regulated, but Still Killing" Environmental Health Policy Institute.

***On or Before the September 19, 2013 Hearing:***

55. Letter to Mr. Rob Hewitt, Greendale Avenue Venture, LLC, from Board of Selectmen, Town of Needham, signed by Daniel P. Matthews, Chairman, dated September 6, 2013.
56. Letter to Secretary Richard A. Davey, Massachusetts Department of Transportation, from Denise C. Garlick, State Representative and Michael F. Rush, State Senator, dated September 10, 2013.
57. Letter to Zoning Board of Appeals from Eric J. Freeman, 50 Aletha Road, dated September 9, 2013.
58. Comprehensive Permit Plans, Needham Mews Residential Development, 692 + 744 Greendale Avenue, prepared by Tetra Tech for Greendale Avenue LLC, consisting of 4 sheets: sheet 1, cover sheet, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013, revised September 16, 2013; sheet 2, C-2, Layout Plan, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013, revised September 16, 2013; sheet 3, C-3, Grading & Drainage Plan, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013, revised September 16, 2013; sheet 4, C-4, Utility Plan, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013, revised September 16, 2013.
59. Architectural Plans, Needham Mews, 692 + 744 Greendale Avenue, Needham, MA, Application for Comprehensive Permit Site Approval, prepared by Tat The Architectural Team for Greendale Avenue Venture, LLC, consisting of 26 sheets: sheet 1, T0.01, Project Cover, signed and stamped by Michael D. Binette, RA, dated September 16, 2013; sheet 2, T0.02, Drawing List & Project

Information, signed and stamped by Michael D. Binette, RA, dated September 16, 2013; sheet 3, A1.01, Building A Lower Garage Plan, signed and stamped by Michael D. Binette, RA, dated September 16, 2013; sheet 4, A1.02, Building A Upper Garage Plan, signed and stamped by Michael D. Binette, RA, dated September 16, 2013; sheet 5, A1.03, Building A First Floor Plan, signed and stamped by Michael D. Binette, RA, dated September 16, 2013; sheet 6, A1.04, Building A Second Floor Plan, signed and stamped by Michael D. Binette, RA, dated September 16, 2013; sheet 7, A1.05, Building A Third Floor Plan, signed and stamped by Michael D. Binette, RA, dated September 16, 2013; sheet 8, A1.06, Building A Fourth Floor Plan, signed and stamped by Michael D. Binette, RA, dated September 16, 2013; sheet 9, A1.07, Building A Roof Plan, signed and stamped by Michael D. Binette, RA, dated September 16, 2013; sheet 10, A1.08, Building B Lower Garage Plan, signed and stamped by Michael D. Binette, RA, dated September 16, 2013; sheet 11, A1.09 Building B Upper Garage Plan, signed and stamped by Michael D. Binette, RA, dated September 16, 2013; sheet 12, A1.10, Building B First Floor Plan, signed and stamped by Michael D. Binette, RA, dated September 16, 2013; sheet 13, A1.11, Building B Second Floor Plan, signed and stamped by Michael D. Binette, RA, dated September 16, 2013; sheet 14, A1.12, Building B Third Floor Plan, signed and stamped by Michael D. Binette, RA, dated September 16, 2013; sheet 15, A1.13, Building B Fourth Floor Plan, signed and stamped by Michael D. Binette, RA, dated September 16, 2013; sheet 16, A1.14, Building B Roof Plan, signed and stamped by Michael D. Binette, RA, dated September 16, 2013; sheet 17, A1.15, Townhome Floor Plans, signed and stamped by Michael D. Binette, RA, dated September 16, 2013; sheet 18, A2.01, Buildings A & B: Typical Unit plans, signed and stamped by Michael D. Binette, RA, dated September 16, 2013; sheet 19, A2.02, Townhomes: Typical Unit plans, signed and stamped by Michael D. Binette, RA, dated September 16, 2013; sheet 20, A4.01, Building Elevations: Internal Drive, signed and stamped by Michael D. Binette, RA, dated September 16, 2013; sheet 21, A4.02, Building Elevations: Internal Drive, signed and stamped by Michael D. Binette, RA, dated September 16, 2013; sheet 22, A4.03, Building Elevations: Internal Drive, signed and stamped by Michael D. Binette, RA, dated September 16, 2013; sheet 23, A4.04, Building Elevations: Internal Drive, signed and stamped by Michael D. Binette, RA, dated September 16, 2013; sheet 24, A4.05, Building Elevations: Internal Drive, signed and stamped by Michael D. Binette, RA, dated September 16, 2013; sheet 25, A5.01, Site Sections, signed and stamped by Michael D. Binette, RA, dated September 16, 2013; sheet 26, A5.10, Typical Exterior Finishes Wall Section and Construction Type, signed and stamped by Michael D. Binette, RA, dated September 16, 2013.

60. Landscape Plans and Materials Plans, prepared by Tat The Architectural Team, Consultant: Stantec Consulting Services, consisting of 3 sheets: sheet 1 of 3, L-1.0, Landscape Plans – Materials Plan, signed and stamped by David E. Nardone, RLA, dated September 16, 2013; sheet 2 of 3, L-1.1, Landscape Plans – Materials Plan Entry Walls, signed and stamped by David E. Nardone, RLA, dated September 16, 2013; sheet 3 of 3, L-2.0, Landscape Plans – Planting Plan

– Trees, signed and stamped by David E. Nardone, RLA, dated September 16, 2013.

61. Revised slide reflecting revised plan “Health Risks of Close-Proximity Highways” power point presentation, dated July 2013 presented by Mike Kraft at August 15, 2013 hearing.

***On or Before October 17, 2013***

62. Letter from Ceci Fleming, 134 Broad Meadow Road to Zoning Board of Appeals, dated September 24, 2013.
63. Second Amendment to Purchase Agreement between Mary Boris and MCRT Investments, LLC, dated September 19, 2013.
64. First Amendment to Purchase Agreement between Vincent and Mary Boris and MCRT Investments, LLC, dated May 29, 2013.
65. Letter from Deborah Horwitz, Goulston & Storrs to Zoning Board of Appeals regarding Needham Mews Comprehensive Permit Application-Revised Plans, dated October 3, 2013.
66. Lot Consolidation Plan of Land prepared by Tetra Tech, One Grant Street, Framingham, MA 01701 (508) 903-2001, dated April 14, 2013, revised May 29, 2013.
67. Comprehensive Permit Plans, Needham Mews Residential Development, 692 + 744 Greendale Avenue, prepared by Tetra Tech for Greendale Avenue LLC, consisting of 13 sheets: sheet 1, cover sheet, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013, revised Submission Set September 16, 2013; revised Submission Full Set September 30, 2013; sheet 2, Plot Plan, dated April 12, 2013, revised Submission Set, September 16, 2013; revised Submission Full Set September 30, 2013; sheet 3, C-2, Layout Plan, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013, revised September 16, 2013; revised Submission Full Set September 30, 2013; sheet 4, C-3, Grading & Drainage Plan, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013, revised September 16, 2013, revised Submission Full Set September 30, 2013; sheet 5, C-4, Utility Plan, signed and stamped by signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013, revised September 16, 2013, revised Submission Full Set September 30, 2013; sheet 6, C-5, Lighting Plan, dated April 12, 2013, revised September 16, 2013, revised Submission Full Set September 30, 2013; sheet 7, C-6, Erosion & Sediment Control Plan, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013, revised September 16, 2013, revised Submission Full Set September 30, 2013; sheet 8, C-7, Detail Sheet, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013, revised September 16, 2013, revised Submission Full Set September 30, 2013; sheet 9, C-8, Detail Sheet, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013, revised September 16, 2013, revised Submission Full Set September 30, 2013; sheet 10, C-9, Detail Sheet, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013, revised

September 16, 2013, revised Submission Full Set September 30, 2013; sheet 11, C-10, Detail Sheet, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013, revised September 16, 2013, revised Submission Full Set September 30, 2013; sheet 12, C-11, Detail Sheet, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013, revised September 16, 2013, revised Submission Full Set September 30, 2013; sheet 13, C-12 Sewer Easement Crossing Sections, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013, revised September 16, 2013, revised Submission Full Set September 30, 2013.

68. "Storm Management System, Revised Drainage Calculations for Needham Mews, 692 & 744 Greendale Avenue, Needham, Massachusetts", Submitted to: Needham Board of Appeals, prepared by TetraTech, One Grant Street, Framingham, MA 01701, signed and stamped by Glenn K. Dougherty, RPE, dated September 30, 2013.
69. "Response to Traffic Review Comments, Needham Mews Residential Community, 692 and 744 Greendale Avenue, Needham, Massachusetts" prepared by Vanasse & Associates, 10 New England Business Center Drive, Suite 314, Andover, MA 01810 (978) 474-8800 signed by Jeffery S. Dirk PE, PTOE, FITE, dated October 2, 2013.
70. "Response to Traffic Review Comments- Addendum" Needham Mews Residential Community, 692 and 744 Greendale Avenue, Needham, Massachusetts" prepared by Vanasse & Associates, 10 New England Business Center Drive, Suite 314, Andover, MA 01810 (978) 474-8800 signed by Jeffery S. Dirk PE, PTOE, FITE, dated October 7, 2013.
71. "Traffic Signal Warrants Analysis, Needham Mews Residential Community, 692 and 744 Greendale Avenue, Needham, Massachusetts", prepared by Vanasse & Associates, Inc., 10 New England Business Center Drive, Suite 314, Andover MA 01810, dated October 9, 2013.
72. "An Act of Establishing Highway Buffer Zone in the Town of Needham" House Docket, No. 3909 filed by Denise C. Garlick and Michael F. Rush on October 10, 2013.
73. Memorandum from Lt. John Kraemer Needham Police Department to Zoning Board of Appeals regarding Greendale Mews, dated October 7, 2013.
74. E-mail from Needham Fire Chief Paul Buckley to Sheila Page, dated October 8, 2013.
75. E-mail from Needham Fire Chief Paul Buckley to Sheila Page, dated October 8, 2013.
76. Letter to Needham Board of Appeals, Re: Application for Comprehensive Permit, Needham Mews - 692 and 744 Greendale Avenue Plan Revision 09/30/13, from Anthony L. Del Gaizo, Town Engineer, dated October 11, 2013.

77. "Needham Mews Comprehensive Permit – Comparison Analysis", RKG Associate, 634 Central Avenue, Dover, NH 03820 (603)-953-0202, signed by Judi Barrett, Director of Municipal Services, dated October 16, 2013.
78. "Peer Review of Traffic Impact & Access Study, Proposed Greendale Mews 40B, Needham, Massachusetts", BETA Group, 315 Norwood Park South, 2<sup>nd</sup> Floor, Norwood, MA 02062, signed by Kien Ho, PE, PTOE, Vice President, dated October 15, 2013.
79. Letter to Arizona Division Federal Highway Administrator from United States Environmental Protection Agency, dated July 23, 2013 submitted by Cathryn Smith and Mike Kraft.
80. "Soaring Cost of a Simple Breath" dated October 12, 2013 by Elisabeth Rosenthal, The New York Times, submitted by Cathryn Smith
81. Memorandum from Goulston and Storrs to Needham Zoning Board of Appeals regarding "Needham Mews - Comparable 40B Rental Projects" dated October 17, 2013 with attachment: "Needham Mews – Unit Count Comparison".
82. "Residential Construction and Particulate Pollution" power point presentation presented by Stephen Epstein, MD, MPP, and Jane Fogg, MD, MPH, Needham Board of Health at the hearing on October 17, 2013.

***On or Before November 21, 2013 Hearing***

83. Letter to Denise C. Garlick, State Representative and Michael F. Rush, State Senator from Secretary Richard A. Davey, Massachusetts Department of Transportation, dated October 18, 2013.
84. Letter regarding Needham Mews 692 & 744 Greendale Avenue Response to Comments from Glenn Dougherty, PE TetraTech to Needham Board of Appeals, dated November 12, 2013.
85. "Stormwater Management Report and Environmental Impact Analysis: Needham Mews, 692 & 744 Greendale Avenue, Needham, Massachusetts", Submitted to: Needham Board of Appeals, prepared by TetraTech, One Grant Street, Framingham, MA 01701, dated April 12, 2013, revised November 8, 2013.
86. Lot Consolidation Plan of Land prepared by Tetra Tech, One Grant Street, Framingham, MA 01701 (508) 903-2001, dated April 14, 2013, revised May 29, 2013, revised October 31, 2013 signed and stamped by Robert Daylor RPLS. November 6, 2013.
87. Comprehensive Permit Plans, Needham Mews Residential Development, 692 + 744 Greendale Avenue, prepared by Tetra Tech for Greendale Avenue LLC, consisting of 14 sheets: sheet 1, cover sheet, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013, revised Submission Set September 16, 2013; revised Submission Full Set September 30, 2013; revised Revisions per Town Comments November 8, 2013; sheet 2, Plot Plan, signed and stamped by

Robert Daylor, RPLS, dated April 12, 2013, revised Submission Set, September 16, 2013; revised Submission Full Set September 30, 2013, revised Revisions per Town Comments November 8, 2013; sheet 3, C-2, Layout Plan, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013, revised September 16, 2013; revised Submission Full Set September 30, 2013, revised Revisions per Town Comments November 8, 2013; sheet 4, C-3, Grading & Drainage Plan, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013, revised September 16, 2013, revised Submission Full Set September 30, 2013, revised Revisions per Town Comments November 8, 2013; sheet 5, C-4, Utility Plan, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013, revised September 16, 2013, revised Submission Full Set September 30, 2013, revised Revisions per Town Comments November 8, 2013; sheet 6, C-5, Lighting Plan, dated April 12, 2013, revised September 16, 2013, revised Submission Full Set September 30, 2013, revised Revisions per Town Comments November 8, 2013; sheet 7, C-6, Erosion & Sediment Control Plan, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013, revised September 16, 2013, revised Submission Full Set September 30, 2013, revised Revisions per Town Comments November 8, 2013; sheet 8, C-7, Detail Sheet, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013, revised September 16, 2013, revised Submission Full Set September 30, 2013, revised Revisions per Town Comments November 8, 2013; sheet 9, C-8, Detail Sheet, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013, revised September 16, 2013, revised Submission Full Set September 30, 2013, revised Revisions per Town Comments November 8, 2013; sheet 10, C-9, Detail Sheet, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013, revised September 16, 2013, revised Submission Full Set September 30, 2013, revised Revisions per Town Comments November 8, 2013; sheet 11, C-10, Detail Sheet, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013, revised September 16, 2013, revised Submission Full Set September 30, 2013, revised Revisions per Town Comments November 8, 2013; sheet 12, C-11, Detail Sheet, signed and stamped by Glenn K. Dougherty, RPE, dated April 12, 2013, revised September 16, 2013, revised Submission Full Set September 30, 2013, revised Revisions per Town Comments November 8, 2013; sheet 13, C-12 Sewer Easement Crossing Sections, dated April 12, 2013, revised September 16, 2013, revised Submission Full Set September 30, 2013, revised Revisions per Town Comments November 8, 2013; sheet 14, C-13 Driveway Profiles, prepared by Vanasse Associates, Inc. 10 New England Business Center Drive, Suite 314, Andover, MA 01810 (978) 474-8800 dated April 12, 2013, revised September 16, 2013, revised Submission Full Set September 30, 2013, revised Revisions per Town Comments November 8, 2013.

88. Architectural Plans, Needham Mews, 692 + 744 Greendale Avenue, Needham, MA, Application for Comprehensive Permit Site Approval, prepared by Tat The Architectural Team for Greendale Avenue Venture, LLC, consisting of 15 sheets: sheet 1, T0.02, Drawing List & Project Information, signed and stamped by Michael D. Binette, RA, dated September 16, 2013, revised October 31, 2013; sheet 2, A1.01, Building A Lower Garage Plan, signed and stamped by

Michael D. Binette, RA, dated September 16, 2013, revised October 31, 2013; sheet 3, A1.02, Building A Upper Garage Plan, signed and stamped by Michael D. Binette, RA, dated September 16, 2013, revised October 31, 2013; sheet 4, A1.03, Building A First Floor Plan, signed and stamped by Michael D. Binette, RA, dated September 16, 2013, revised October 31, 2013; sheet 5, A1.04, Building A Second Floor Plan, signed and stamped by Michael D. Binette, RA, dated September 16, 2013, revised October 31, 2013; sheet 6 A1.05, Building A Third Floor Plan, signed and stamped by Michael D. Binette, RA, dated September 16, 2013, revised October 31, 2013; sheet 7, A1.06, Building A Fourth Floor Plan, signed and stamped by Michael D. Binette, RA, dated September 16, 2013, revised October 31, 2013; sheet 8, A1.08, Building B Lower Garage Plan, signed and stamped by Michael D. Binette, RA, dated September 16, 2013, revised October 31, 2013; sheet 9, A1.09 Building B Upper Garage Plan, signed and stamped by Michael D. Binette, RA, dated September 16, 2013, revised October 31, 2013; sheet 10, A1.10, Building B First Floor Plan, signed and stamped by Michael D. Binette, RA, dated September 16, 2013, revised October 31, 2013; sheet 11 A1.11, Building B Second Floor Plan, signed and stamped by Michael D. Binette, RA, dated September 16, 2013, revised October 31, 2013; sheet 12, A1.12, Building B Third Floor Plan, signed and stamped by Michael D. Binette, RA, dated September 16, 2013, revised October 31, 2013; sheet 13, A1.13, Building B Fourth Floor Plan, signed and stamped by Michael D. Binette, RA, dated September 16, 2013, revised October 31, 2013; sheet 14, A5.01, Site Sections, signed and stamped by Michael D. Binette, RA, dated September 16, 2013, revised October 31, 2013; sheet 15, A5.02, Site Sections, signed and stamped by Michael D. Binette, RA, dated October 31, 2013.

89. Comprehensive Permit Plans, Needham Mews Residential Development, 692 & 744 Greendale Avenue, prepared by Tetra Tech for Greendale Avenue LLC, consisting of 2 sheets: sheet 1, Fire Truck Profiles, dated April 12, 2013, revised Submission Set September 16, 2013; revised Submission Full Set September 30, 2013; sheet 2, Fire Truck Profiles, dated April 12, 2013, revised Submission Set September 16, 2013; revised Submission Full Set September 30, 2013, revised Revisions Per Town Comments November 8, 2013.
90. Landscape Plans and Materials Plans, prepared by Tat The Architectural Team, Consultant: Stantec Consulting Services, consisting of 3 sheets: sheet 1, L-1.0, Landscape Plans – Materials Plan, dated September 16, 2013, revised October 31, 2013; sheet 2, L-1.1, Landscape Plans – Materials Plan Entry Walls, signed and stamped by David E. Nardone, RLA, dated September 16, 2013, revised October 31, 2013; sheet 3, L-2.0, Landscape Plans – Planting Plan – Trees, dated September 16, 2013, revised October 31, 2013.
91. Memorandum from Needham Board of Health to Zoning Board of Appeals Re: Recommendations from the Needham Board of Health on Proposed Greendale Mews Project” dated November 14, 2013.
92. Memorandum from Michael Jacobs, MHJ Associates to Jon D. Schneider, Chairperson, Needham Board of Appeals Re: Needham Mews: 3 Development

Scenarios dated November 14, 2013 with attachments "Comparison of Development Scenarios", "Needham Mews-300" 3 pages, "Needham Mews-268" 3 pages, and "Needham Mews 108" 3 pages.

93. "Revised Needham Mews Comprehensive Permit Density Report", prepared by Judi Barrett RKG Associates, 634 Central Avenue, Dover, NH 03820, dated November 18, 2013.
94. Letter from Glenn Dougherty, TetraTech, 1 Grant Street, Framingham, MA 01702 to Paul Buckley, Chief of Needham Fire Department, dated November 19, 2013.
95. "Fire Truck Turning Plan" prepared by TetraTech, One Grant Street, Framingham, MA 01701 (508) 903-2000 "Revisions per Town Comments" dated November 8, 2013.
96. E-mail from Needham Fire Chief Paul Buckley to Sheila Page, dated November 19, 2013.
97. Letter to Needham Board of Appeals, Re: Application for Comprehensive Permit, Needham Mews - 692 and 744 Greendale Avenue Plan Revision 11/8/13, from Anthony L. Del Gaizo, Town Engineer, dated November 21, 2013 with attachments: "Easement to be Acquired in Needham, Mass. Greendale Avenue to Rte.128" prepared H. Gordon Martin, Town Engineer approved July 14, 1959; and "Sewer Easement Order No. 1959 - 4" dated July 14, 1959.
98. "Review of Acoustical Report for Proposed Greendale Avenue Residential Development" for Mr. Ronald Sockol, Greendale Neighborhood Group prepared by Brion G. Koning, Cavanaugh Tocci Associates, Inc. 327 F Boston Post Road, Sudbury, MA 01776, dated January 9, 2003 with Appendix A - Tech Environmental, Inc. Report - Greendale Residential development Acoustical Study dated October 16, 2002, Appendix B - Pertinent Acoustical Terminology and Environmental Noise Criteria, Appendix C - United States Department of Housing and Urban Development Site Acceptability Criteria.
99. E-Mail from Matt Howell and Elizabeth Howell, 721 Greendale Avenue to Needham Zoning Board of Appeals, dated November 21, 2013.
100. EPA Reference Link for AZ project and revised Highway Pollution Levels submitted by Mike Kraft at the November 21, 2013 hearing.

***On or Before December 19, 2013 Hearing***

101. Letter from John Cullinane to Zoning Board of Appeals dated November 25, 2013 with attachments: 692 Greendale Avenue Property Record Card, 0 Greendale Avenue Property Record Card, 744 Greendale Avenue Property Record Card.
102. Letter from Donald M. O'Malley 1025 Greendale Avenue to Mill Creek Residential Trust, MassHousing Officials, Needham Zoning Board of Appeals, Re: Civil and Criminal Liability for Traffic Injuries and Fatalities, dated November 28, 2013.

103. Letter to Needham Board of Appeals, Re: Application for Comprehensive Permit, Needham Mews - 692 and 744 Greendale Avenue Plan Revision 11/8/13, from Anthony L. Del Gaizo, Town Engineer, dated December 12, 2013.
104. E-mail from Mike Kraft, 145 Hillcrest Avenue to Sheila Page, dated December 18, 2013.
105. E-mail from Brian Weinstein, 79 South Street to Zoning Board of Appeals, dated December 19, 2013.
106. E-mail from the Cohen Family, 147 Dawson Drive to Sheila Page, dated December 19, 2013.
107. Cover Letter from Richard Heaton, H & H Associates to Jon Schneider, ZBA Chairman, dated December 17, 2013 with "Pro Forma Review for Needham Mews" 10 pages, prepared by Richard Heaton, H & H Associates, dated December 17, 2013.
108. Memorandum to Robert Hewitt, Mill Creek Residential Trust, Re: Needham Mews Development: Ultrafine Particles Response Ref. 3821, from Marc C. Wallace, Tech Environmental, dated November 19, 2013 with Figure 1-Five-Year Windrose.
109. "Traffic Noise Measurement and Analysis Mill Creek Residential Trust – Needham, Acentech Project No. 624127" to James Lambert, Mill Creek Residential, signed by Rose Mary Su, Acentech 33 Moulton Street, Cambridge, MA 02138, dated December 17, 2013 with attachments – Figure 2 , and Exhibit A – Site Plan with Proposed Buildings.
110. Memorandum, untitled, explaining Hardy Street by Goulston and Storrs undated with attachments: close-up plot plan; "1988 Annual Town Meeting Warrant"; Suffolk County Recording recorded March 6, 1951.
111. "Requested Exemptions" submitted by Goulston and Storrs on December 18, 2013.
112. Power point presentation "Pro Forma Review of Needham Mews" dated December 17, 2013 presented at the December 19, 2013 hearing by Dick Heaton, H & H Associates LLP, Bolton, MA.