



BELLINGHAM PLANNING BOARD

10 MECHANIC STREET
BELLINGHAM, MASSACHUSETTS 02019
(508) 657-2892; FAX (508) 966-2317
PlanningBoard@bellinghamma.org

July 27, 2017

**160 HIGH STREET – LOT 1
DEVELOPMENT PLAN AND STORMWATER MANAGEMENT
PERMIT MODIFICATION DECISION**

A. BACKGROUND

Applicant: Campanelli Bellingham LLC
10 Campanelli Drive
Braintree, MA 02184

Owner: HCRI MA Properties Trust II
4500 Dorr Street
Toledo, OH 43615

Public Hearing: The Public Hearing opened Thursday, July 27, 2017 at 7:00 PM. Notice for the public meeting was published in the Milford Daily News on Thursday, July 13, 2017 and July 20, 2017.

Date of Vote: July 27, 2017.

The Premises: The 22 acre site, known as Lot 1 at 160 High Street, located on the southeast corner of Maple and High Streets, Assessors Map/Lot Number 37-01, in an Industrial zone, also referred to herein as the "Site."

The By-Law: Section 240-16 Development Review Approval and Section 240-54 Stormwater Management

The Proposal: To amend a previously issued Development Plan Decision and Stormwater Management Permit Decision, dated January 26, 2017, to address a proposed alteration of the parking layout and construction of reserved parking and associated grading and utilities for Lot 1 at 160 High Street to comply with condition two of the Flexible Parking Options Special Permit. The proposed alteration to the approved plan is also referred to herein as the "Modification." This decision shall incorporate the modified plan set and associated material.

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Additional permits/approvals issued herewith for the project include: Major Business Complex Special Permit, Scenic Road Permit, and Flexible Parking Options Special Permit. All Determinations, Decisions, and Conditions set forth within the Development Plan and Stormwater Management Permit, Scenic Road Permit, and Flexible Parking Special Permit, dated January 26, 2017 and Major Business Complex Special Permit, dated April 13, 2017 are hereby incorporated herein. Any violation of such conditions shall constitute a violation of this Permit.

The Proposal was documented with the following materials:

1. Application for Development Plan, Lot 1, received July 6, 2017
2. Development Plan Amendment Letter, Lot 1, by Kelly Engineering Group, dated July 6, 2017
3. Site Development Plan Set, last revised June 27, 2017, by Kelly Engineering Group
4. Supplemental Drainage Calculations, by Kelly Engineering Group, dated June 27, 2017
5. Stormwater Management Peer Review, by Professional Services Corporation, PC, dated July 23, 2017
6. Sound Study, by Tech Environmental, last revised June 27, 2017
7. Sound Study Peer Review Response Letter, by Cavanaugh Tocci, dated July 18 2017
8. Photometric Lighting Plan, by GE Lighting Solutions, dated June 27, 2017
9. Fire Access Exhibit, by Kelly Engineering Group, dated June 27, 2017
10. Response to Amendment Email, Deputy Fire Chief Poirier, dated July 7, 2017
11. Final Plan Compliance Memo, Town Planner Jim Kupfer, dated June 26, 2017
12. Other miscellaneous documents on file at the Planning Board Offices

B. DETERMINATIONS

Following its public hearing on the Applicant's proposal and requested relief, the Planning Board has made the following determinations:

1. The Applicant filed a modification to the Development Plan and Stormwater Management Permit dated January 26, 2017 to alter the parking layout, construct reserved parking and associated grading and utilities for Lot 1 at 160 High Street to comply with condition two of the Flexible Parking Options Special Permit dated January 26, 2017.
2. The Modification was reviewed by the Conservation Commission on July 26, 2017 and deemed a minor alteration to the Order of Conditions.

3. The Modification meets the performance requirements of this By-Law (e.g. Article IX Environmental Controls, Article X Parking and Loading Requirements, Article XI Landscaping Requirements) either by-right or by relief granted under prior Permits.
 - a. Section 240.49 Light and Glare: A photometric plan has been prepared illustrating the illumination of the proposed lighting. The plan demonstrates that there is no light trespass associated with the planned illumination associated with the Site. Exterior building and parking lot lighting shall be consistent with "dark sky" standards - shielded and directed downward to maintain lighting on to the Site and shall comply with the Zoning By-Law.
 - b. Section 240.50 Air Quality: The Modification does not involve emission of odorous gases in such quantities to be offensive.
 - c. Section 240.51 Hazardous Materials: No hazardous materials, as defined in this section, are proposed to be used or stored on Site.
 - d. Section 240.52 Vibration: The Modification does not propose any use that produces vibration which is discernible to the human sense of feeling (except as sound) at or beyond the boundaries of the premises for three minutes or more in any hour between 7:00 a.m. and 9:00 p.m. or for 30 seconds or more in any one hour between 9:00 p.m. and 7:00 a.m.
 - e. Section 240.53 Electrical Disturbance: No electrical disturbance is proposed or will be permitted which adversely affects the operation of any equipment other than that of the creator of such disturbance.
 - f. Section 240.54 Stormwater Management: Drainage calculations have been submitted to illustrate the proposed increase in impervious surface by this Modification. The Town, through its Peer Review Engineer, has reviewed the calculations and confirmed compliance with the regulations or by relief granted under prior Permits
 - g. Section 240.58 Noise and Bellingham General Bylaw 154-7 Scenic Roads: The Applicant has demonstrated, through detailed sound analysis documented above and reviewed by the Town's peer review consultant, compliance with the noise provisions of the Zoning By-Law (Section 240-48) and the Scenic Road By-Law (Section 154-7).
4. For the given location and type and extent of land use, the design of building form, building location, egress points, grading, and other elements of the development could not reasonably be altered to:

- a. Improve pedestrian or vehicular safety within the site and egressing from it as circulation has been reviewed using “auto-turn” simulations which were reviewed by the Planning Board and Emergency Services and was deemed adequate;
- b. Reduce the visual intrusion of parking areas viewed from public ways or abutting premises through increased landscaping;
- c. The Site has been graded to match the cuts and fills as much as possible and it is not anticipated that an Earth Removal Special Permit will be required;
- d. Existing vegetation along the frontage of the Site is to be preserved as shown on the plan;
- e. The stormwater system has been designed to manage any increase in stormwater runoff and is contained entirely on the Site.

5. Adequate access is provided to each structure for fire and service equipment and has been reviewed and approved by emergency services.
6. Adequate utility service and drainage is provided.
7. Traffic mitigation measures proposed by the Applicant and required under associated approvals, including a traffic island, widening of Maple Street, speed check signs, and improvements of the Route 140/Maple Street intersection adequately provide for capacity and safety improvements. The Board and the Applicant have also agreed upon restrictions to Truck routes as described in the conditions below. In the event that these traffic mitigation measures are not sufficient, a mitigation account has been established for improvement purposes.
8. No other zoning violations are observed.

C. DECISION

Based on the above determinations, the Planning Board finds that the Proposal meets the requirements of the Zoning By-Law, and by a vote of 4 in favor and 1 opposed, accordingly, grants the Applicant and its successors and assigns as owner of the premises, a modification to the Development Plan and Stormwater Permit decision dated January 26, 2017 to alter the parking layout, construct reserved parking and associated grading and utilities for Lot 1 subject to the following conditions:

1. This Decision authorizes a modification to the final plan. The requested activity and construction shall be completed in accordance with the Site Development Plan Set, last revised June 27, 2017, by Kelly Engineering Group and materials contained in the file.
2. In accordance with the Flexible Parking Special Permit, the Board has granted a reduction in parking from 855 spaces to 390 spaces. However, 122 spaces of the 390 spaces are deemed reserved parking. This modification considers the

development of all reserve spaces on Lot 1 as shown on the Plan. The reserve spaces on Lot 2 were not contemplated in the stormwater calculations during the review of parking. Therefore, if reserve parking is required to be built on Lot 2 at any time, the Applicant, or its successors, shall be required to submit a revised Development Plan for a substantial alteration to a parking facility having 10 or more spaces. Each Lot as shown on the plans of record shall be treated as a separate development for this condition and the Applicant or its successor will be required to submit a separate development plan for each reserved parking lot required.

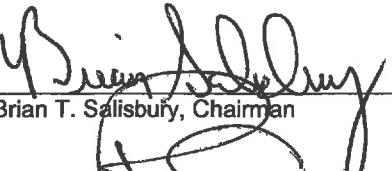
3. This Decision shall take effect to the benefit of and be binding upon Campanelli Bellingham LLC and its successors, transferees and assigns, as well as any other tenant, purchaser or user of the Site or any portion thereof. The Planning Board shall be notified in writing of any successors in title and occupants of the Site. Notwithstanding any ANR approval or sale of either of the Lots shown on the Plans, this decision, as well as the underlying original decisions shall continue to be binding on both such lots.
4. Except as may be modified hereby, all Determinations, Decisions, and Conditions set forth within the Development Plan and Stormwater Management Permit, Scenic Road Permit, and Flexible Parking Special Permit, dated January 26, 2017 and Major Business Complex Special Permit, dated April 13, 2017 are hereby incorporated herein. Any violation of such conditions shall constitute a violation of this Permit.
5. This Decision shall not be effective until it is recorded by the Applicant in the Registry of Deeds, with proof of such recording to be supplied to the Board and the Building Commissioner. If this Decision cannot be recorded, then the Decision shall be effective when the Major Business Complex Special Permit and Flexible Parking Special Permit for the Proposed Uses are recorded by the Applicant in the Registry of Deeds with proof of recording to be supplied to the Board and Building Commissioner.

D. RECORD OF VOTE

I vote to **APPROVE** the **160 HIGH STREET – LOT 1 DEVELOPMENT PLAN APPROVAL AND STORMWATER MANAGEMENT PERMIT**.

Bellingham Planning Board

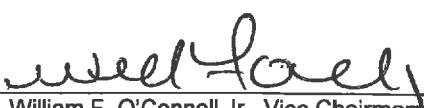
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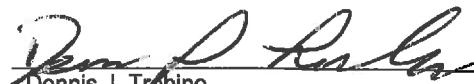


Brian T. Salisbury, Chairman


Peter C. Pappas, Secretary


Bruce W. Lord



William F. O'Connell Jr., Vice Chairman


Dennis J. Trebino

Appeals of this Decision may be made within thirty days, in accordance with the provisions of G.L. c 40A, §15


This Decision, together with all plans referred to in it, was filed with the Town Clerk on
January 28, 2017.

Ann Odabashian
Bellingham Town Clerk



BELLINGHAM PLANNING BOARD

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April 13, 2017

160 HIGH STREET MAJOR BUSINESS COMPLEX SPECIAL PERMIT DECISION

A. BACKGROUND

Applicant: Campanelli Bellingham LLC
10 Campanelli Drive
Braintree, MA 02184

Owner: HCRI MA Properties Trust II
4500 Dorr Street
Toledo, OH 43615

Public Hearing: The Public Hearing was opened Thursday, April 13, 2017, pursuant to an order to Remand of the Land Court, at 7:00 PM and later closed. Notice for the public meeting was published in the Milford Daily News on Thursday, March 30, 2017 and April 6, 2017.

Date of Vote: April 13, 2017.

The Premises: The 86.9 \pm acre site is located on the southeast corner of Maple and High Streets, Assessors Map/Lot Number 37-01, in an Industrial zone, also referred to herein as the "Site."

The By-Law: Major Business Complex Special Permit Article XVIII

The Proposal: In November, 2015, the Applicant filed with the Planning Board applications for permits and approvals to construct two buildings for warehouse and distribution use with associated offices comprising a total of up to 900,000 s.f. and associated site features customary for such uses (collectively, the "Proposed Uses"). The Applicant, in response to feedback from the Planning Board, subsequently reduced the size of the development for the Proposed Uses to 700,000 s.f. on 4 lots. The Applicant submitted a plan set and supporting technical documents to the Planning Board for the 700,000 s.f. Plan, which were the subject of peer review, public discussion, public hearing,

revisions and deliberations by the Board relative to compliance with applicable provisions of the Town's By-Laws. The plans, as revised, for the 700,000 s.f. plan, are listed as document number 2 on the list of documents presented below.

The Applicant subsequently further reduced the size of the development for the Proposed Uses to 477,500 s.f. on two lots, as shown on the document entitled "Final Plan, last revised December 23, 2016" which is document number 38 on the list of documents presented below. And lastly, after review by the Planning Board, the Applicant revised the "Final Plan" and reduced the Proposed Uses to 427,500 s.f. on two lots, as depicted on a conceptual site plan last revised on January 5, 2017 and included as document number 42 below. The Final Plan, as revised, was not accompanied by technical drawings depicting storm water management facilities, utilities or other similar technical information. Nor was peer review conducted with respect to the Final Plan with the exception of noise standards in conformance with the zoning and general bylaws. As used herein, "Final Plan" shall mean the plan referred to as document number 42 below.

The Premises will be connected to Maple Street via one curb cut and driveway with two emergency access drives. The Proposal contemplates the future division of Site as depicted on the Final Plan. Additional permits/approvals issued herewith for the project depicted on the Final Plan include: Development Plan Approval and Stormwater Management Permit, Scenic Road Permit, and Flexible Parking Options Special Permit.

On January 26, 2017 the Board failed to pass the Major Business Complex Special Permit by a 3-2 vote. All other permits listed above passed 5-0. The Applicant appealed the Major Business Complex Special Permit to Land Court. The court remanded the permit back to the Bellingham Planning Board which was noticed to be heard on April 13, 2017. This decision replaces and supersedes the Board's underlying January 26th decision.

The Proposal was documented with the following materials:

1. Application for Development Plan, Lot 1, received November 17, 2015
2. Site Development Plan Set, last revised October 21, 2016, by Kelly Engineering Group
3. Application for Special Permits, Lot 1, received November 17, 2015
4. Application for Stormwater Management Permit, Lot 1, received November 17, 2015
5. Project Narrative, Lot 1, dated November 11, 2015
6. Application for Development Plan, Lot 2, received November 17, 2015
7. Application for Special Permits, Lot 2, received November 17, 2015
8. Application for Stormwater Management Permit, Lot 2, received November 17, 2015
9. Stormwater Management Report, last revised October 21, 2016, by Kelly Engineering Group.
10. Project Narrative, Lot 2, dated November 11, 2015
11. Owner consent to file application, dated November 10, 2015
12. Quitclaim Deed and Plan received November 17, 2015
13. Transportation Impact Assessment, by Vanasse and Associates, received November 17, 2015
14. Traffic Impact Response to Peer Review, by Vanasse and Associates dated January 26, 2016, March 8, 2016, and June 9, 2016
15. MEPA Filing, Notice of Project Change, dated November 30, 2015 by Kelly Engineering Group
16. MEPA Certificate of Project Change, dated January 8, 2016
17. Massachusetts Historical Commission Draft Preservation Restriction for the Adams-Ray Farmstead, dated May 18, 2009
18. Massachusetts Historical Commission Response Memo to Project Change dated December 10, 2015
19. Town Planner Staff Memo, dated December 10, 2015, November 9, 2016, and November 14, 2016
20. DPW Director Memo, dated December 9, 2015 and February 5, 2016
21. BETA Group Peer Review Comments dated December 8, 2015, December 28, 2015, March 21, 2016, April 5, 2016, April 14, 2016, May 19, 2016
22. PSC Peer Review Response dated November 8, 2016
23. Concept Site Renderings, by RKB, submitted January 28, 2016, September 12, 2016, September 22, 2016 and October 21, 2016
24. Sound Study, by Tech Environmental, last revised November 4, 2016
25. Cavanaugh Tocci Peer Review Response dated September 9, 2016, October 24, 2016 and November 10, 2016
26. BETA Traffic Impact Assessment Presentation dated April 14, 2016
27. Amazon Stoughton Findings, by Vanasse and Associates, dated May 12, 2016
28. Campanelli Update Memo dated September 8, 2016
29. Photometric Plan, by GE Lighting Solutions, dated October 24, 2016
30. Berm Exhibit Plan, by Kelly Engineering Group dated November 10, 2016

31. Fire Access Exhibit Plan, by Kelly Engineering Group dated November 7, 2016, last revised January 5, 2017
32. No Left Turn Exhibit Plan, by Kelly Engineering Group dated November 4, 2016
33. Layout and Landscape Plan, Scenic Road Tree Count Plan, by Kelly Engineering Group, last revised October 12, 2016
34. Flexible Parking Special Permit Memo, Kelly Engineering Group dated November 4, 2016
35. Supplemental Drainage Calculations, by Kelly Engineering Group dated November 14, 2016
36. Limit of Work Exhibit Plan, by Kelly Engineering Group dated November 16, 2016
37. Conceptual Building Sign Plan, by Kelly Engineering Group, received December 8, 2016
38. Final Plan, by Kelly Engineering Group dated December 20, 2016
39. Revised Trip Generation Summary Memo, Vanasse and Associates, dated December 20, 2016
40. Acoustical Evaluation of the Final Plan Memo, Tech Environmental, dated December 20, 2016
41. Flexible Parking Special Permit Update Memo, Kelly Engineering Group dated December 21, 2016
42. Final Plan, 427,500 square feet, last revised on January 5, 2017.
43. Entry Landscape Plan Exhibit, by Kelly Engineering Group, dated January 5, 2017
44. Acoustical Evaluation, by Tech Environmental, last revised January 5, 2017
45. Peer Review of Revised Sound Study, by Cavanaugh Tocci, dated January 9, 2017
46. Comprehensive Response to Comments by Kelly Engineering Group, dated February 29, 2016
47. Other miscellaneous documents on file at the Planning Board Offices

B. DETERMINATIONS

Following its public hearing on the Applicant's Proposal and requested relief, the Planning Board has made the following determinations:

1. The Applicant originally filed two applications for development of warehouse and distribution use on what was identified as Lot 1 and Lot 2 160 High Street. The Board after noticing each hearing voted to merge both hearings as one comprehensive hearing to fully understand and evaluate the development impacts. Subsequently the Applicant, in response to the Board's review, reduced the project building size from up to 900,000 square feet to 750,000 square feet to 700,000 square feet to 477,500 square feet to up to 427,500 square feet over multiple lots. The latest plan includes a building of 300,000 s.f. and a building of 127,500 s.f. on proposed separate lots.
2. The Applicant submitted a plan set and supporting technical documents to the

Planning Board for the 700,000 s.f. Plan, which were the subject of peer review, public discussion, public hearing, revisions and deliberations by the Board relative to compliance with applicable provisions of the Town's By-Laws. Subsequently, the Final Plan was reduced. The Final Plan is a concept site plan in nature and not a full plan set. The Board, given the thorough nature of its deliberation regarding a higher intensity use, determined that a significantly reduced plan shall conform with applicable provisions of the Town's By-Laws, subject to compliance with the conditions hereof. The Final Plan was peer reviewed for conformance with the Noise Zoning Bylaw and Scenic Road General Bylaw. The Final Plan will be subject to an Order of Conditions to be issued by the Bellingham Conservation Commission.

3. Subject to post-permit review and approval of the Final Plan pursuant to Condition 21 hereof, the Final Plan meets the performance requirements of this By-Law (e.g. Article IX Environmental Controls, Article X Parking and Loading Requirements, Article XI Landscaping Requirements) either by-right or by relief granted under this Special Permit. The relief granted herein is based upon evidence provided to the Board during the hearing. Any future changes to the Plan are subject to and must comply with the requirements of this Decision or must receive approval of the Board under a request for amendment to this Decision. Performance requirements are described in further detail within the corresponding Development Plan decision, the conditions of which are hereby incorporated herein by this reference.
4. Consideration was given to Section 240-25 General Special Permit Criteria:
 - a. Social, economic or community needs which are served by the proposal will be provided through the expanded industrial tax base; creation of jobs; and the growth of opportunities for new businesses to be located in the Town of Bellingham.
 - b. Traffic flow and safety has been thoroughly considered. In response to the concerns of the Board, the Applicant has reduced the size of the development by more than one half and proposed several mitigation strategies (listed in Section C.) to resolve remaining concerns. The Board is chiefly concerned about directing large trailer trucks towards I-495 as directly and safely as possible. To do this, the Board has determined that directing trailer trucks to take a "right turn only" out of the Site shall be required. This will mitigate noise and safety impacts that would be caused if trucks were permitted to exit left (northbound) on Maple Street. Similarly, consistent with the conditions hereof, trucks shall be prohibited from accessing the site from the North (from Hartford Avenue). The Board has also determined that the intersection of Route 140 and Maple Street is not sufficiently built out to accommodate additional truck traffic and therefore needs to be expanded and realigned to safely travel. The Applicant has agreed to contribute to such reconstruction, as described below. Additionally, the driveway entrance is to be designed in a manner to allow for trailer trucks to be able to make a right turn on Maple Street without requiring crossing over the center line

into oncoming traffic. Lastly at the entrance, a raised median is to be installed creating a barrier for trailer trucks attempting to make a left turn out of the Site to head north on Maple Street. The Board also determined that, although trailer trucks are to be directed southbound on Maple Street, all other vehicles are to be permitted to travel north or south in order to vary and equalize traffic levels. High Street is not to be used by trailer trucks due to the weight limits of the bridge crossing the Charles River and the Applicant has agreed to such prohibition. The Applicant has granted land, identified as "Parcel A" on the plans of record, to the Town to be used for the creation of a dual cul-de-sac if traffic concerns arise on High Street.

- c. Adequacy of utilities and other public services have been determined to be sufficient. The Director of Public Works has confirmed that adequate capacity in the municipal water supply system is present to accommodate the Site. All other utilities are to be privately owned and maintained.
- d. Neighborhood character and social structures have been considered. The Site is situated on an industrially-zoned parcel consisting of 86 acres and bounded by Route 495 to the north, industrial and residential to the east, industrial to the south and the Charles River to the west. However, residential parcels are closely sited to the southeast of the site and all traffic proposed for the site shall travel by residential homes both north and south in order to access arterial roads. The Board determined that speed, congestion, and noise are of concern. The Board determined that while trailer trucks are to be directed southbound on Maple Street, all other vehicles are to be directed north and south in order to vary traffic levels. The Board also determined that other mitigation measures such as permanent speed signs, directional signage, contribution to a traffic mitigation fund, and a raised median will act as turning deterrents as well as speed reducers. Additionally, the reconstructed Route 140/Maple St. intersection will improve safety and efficiency at that location and a repaved corridor will improve traffic noise. The Applicant shall display signage prohibiting so-called, "Jake-braking" at the Premises.
- e. Qualities of the natural environment were considered and there were extensive discussions and plan revisions to preserve and/or mitigate impacts to the natural environment. The Site is situated along the Charles River, a body of water of high importance. The stormwater management system for the earlier 700,000 square foot plan set was designed to treat all runoff prior to reaching the Charles River and was the subject of peer review by the Board's consultants. The Board has determined that the reduction in impervious surface by approximately 26 percent, as depicted in the Final Plan, will improve the ability for stormwater to recharge and reduce volume runoff. However, given the lack of a final stormwater management design for the Final Plan, post-permit review is required pursuant to the conditions listed below. Furthermore, the Conservation Commission, through an Order of Conditions, will further address the adequacy of drainage on the Site.

Additionally, an earthen berm included in the design has been placed purposefully to reduce significant levels of sound from reaching the town-owned conservation land directly southwest of the Site. Lastly, an identified archeological site by Massachusetts Historical Commission has been preserved in the current design.

- f. The project is expected to have a positive fiscal impact due to an increase to the industrial tax base with limited municipal services required.
5. That the Project complies with the requirements for a Major Business Complex Article XVIII as follows:
 - a. Section 240-120 Eligible Locations
 - i. Warehouse and distribution use is allowed by-right in the Industrial zoning district.
 - ii. Traffic: Projected peak hour traffic will increase in the study area by 25% or more above levels otherwise anticipated at the time of occupancy as indicated in the updated traffic report produced by Vanasse and Associates, Inc. last revised June 1, 2016 and reviewed by Town's peer reviewer BETA Group. However, the Planning Board has determined that the reduction in traffic occasioned by the reduction in the size of the development from 900,000 s.f. to 427,500 s.f., coupled with traffic mitigation measures proposed by the Applicant and required under this Special Permit, including a traffic island, widening of Maple Street, speed check signs, and improvements of the Route 140/Maple Street intersection, adequately provide for capacity and safety improvements. In the event that these traffic mitigation measures are not sufficient, a mitigation account has been established for remedial purposes, as set forth below.
 - iii. Water Supply: Water will be provided by the Town of Bellingham municipal water system. There is adequate capacity in the municipal water supply system to accommodate the Proposal according to the Bellingham Department of Public Works (DPW). Servicing the projected water demand for the Proposal will not result in substantial limitation on the Town's ability to adequately provide water service to other developed sites in Town.
 - iv. Sewage Disposal: Sanitary wastewater will be managed on-site in accordance with the requirements of Title 5 of the State Sanitary Code to accommodate the proposed use. Wastewater flows from the proposed project will not result in any limitation on the Town's ability to adequately provide municipal sewage collection and treatment service to other

developed sites in Town. A Sewage Disposal Construction Permit will be sought from the Board of Health for each on-site wastewater disposal system.

- b. Section 240-121 Site Design: The Proposed Use is allowed in the Industrial District. The Site has been designed such that all banks exceeding 15 degrees in slope resulting from site grading shall be maintained with vegetated cover reasonably sufficient to prevent erosion. The Site has also been carefully reviewed and the layout revised throughout the hearing to provide a large buffer to Maple Street and create earthen berms in strategic locations to mitigate noise impacts from leaving the Site.
- c. Section 240-122 Traffic Mitigation: All presently foreseeable traffic impacts have been adequately mitigated as indicated in the updated traffic report produced by Vanasse and Associates, Inc. last revised June 1, 2016 and reviewed by Town's peer reviewer BETA Group as well as provided in the September 8, 2016 memo from the Applicant, provided that mitigation is provided as described in the conditions detailed below. Such conditions include agreed upon off-site traffic mitigation, post construction mitigation, and measures to assure safety and adequacy at the points of ingress and egress. Notwithstanding the foregoing, the Board finds that, due to unknown tenants and certain unforeseen circumstances, it is reasonably predictable that additional mitigation will be required, as set forth below. Such mitigation, which has been agreed to by the Applicant will allow for the study of future impacts and the mitigation thereof.
6. Due to the fact that the future tenants are presently unknown, the Applicant has sought to retain the ability to modify the Final Plan and building structures to suit the tenants or purchasers of the project or any portion thereof. As part of this request, the Applicant has supplied a "Limit of Work" depicted on the Final Plan, listed as document number 42 above, that delineates an area of disturbance of the Project which was evaluated by the Board during these hearings and creates some flexibility for the number of structures and configuration of buildings and supporting infrastructure as long as the disturbance falls within the defined limit of work. The Board finds that so long as future alterations are within this limit of work area and are presented and approved with the below conditions, such alterations may be acceptable.

C. DECISION

Based on the above determinations, the Planning Board made a motion to approve a favorable decision for the approval of 160 High Street Major Business Complex Special Permit. The motion requires a super majority vote (4 out of 5 are in favor).

Motion to Approve the Major Business Complex Special Permit was made by William F. O'Connell. Seconded by Bruce Lord.

The following members voting:

Brian T. Salisbury - Yes
William F. O'Connell - Yes
Peter C. Pappas - No
Dennis J. Trebino - Yes
Bruce Lord -Yes

Accordingly, the Board approved the Special Permit subject to the following conditions:

1. This decision authorizes the Final Plan for the Proposed Uses, subject to the conditions herein, including, but not limited to further review pursuant to Condition 21 hereunder. Any change in use from the Proposed Uses or substantive change in configuration from the Final Plan shall be reviewed by the Planning Board as a major modification and will be subject to a public hearing. Subject to the terms and conditions of this Decision, the Project shall strictly conform to the Final Plan as approved, excepting insubstantial field changes or as may arise as a result of further peer review and inspections.
2. Prior to the issuance of a Certificate of Occupancy for any building for the Proposed Uses on the Premises, the Applicant has agreed to and shall:
 - a. Provide \$10,000.00 to the Town of Bellingham for two permanent speed check signs for use on Maple Street.
 - b. Provide \$100,000.00 to the Town of Bellingham as payment in lieu of completing paving improvements on Maple Street north of the Site to the I-495 bridge.
 - c. Complete the widening and reconstruction of Maple Street between High Street and a point shown on the Entry Plan, listed as document number 43 above.
 - d. Complete the raised island on Maple Street and all landscaping proposed at driveway.
3. The Applicant shall provide \$646,325.00 to the Town of Bellingham to assist the Town in the completion of improvements to the Maple Street and Route 140 intersection, substantially in conformance with the "Preliminary Design, Intersection Improvements, Route 140 at Maple Street, Bellingham/Franklin," prepared by BETA

engineering, dated August 1, 2016. The Payment shall be provided when both of the following have occurred: (1) an application for a Building Permit is filed for any building for the Proposed Use on Lot 2; and (2) the Town signs a construction contract to build the Maple Street/140 intersection improvements substantially in conformance with the above-referenced plan.

4. Trucks, i.e., tractor-trailers, utilizing Maple Street north of the site:
 - a. Trucks accessing the site shall not be permitted to access the Site from the North and/or take a right turn into the Site. Nor shall trucks be permitted to turn left (northbound) when exiting the Site. Nor shall trucks be permitted to access the Site by travelling on High Street.
 - b. The Applicant and/or its successor shall create, implement and maintain policies and rules that require drivers of trucks accessing the Site to adhere to the above-noted restrictions and otherwise use Route 140 as the primary truck traffic route. This shall include posting of signage at the driveway egress to state "Route 140 for direct access to I-495", "No Left Turn" and/or "Right Turn Only". Such policies and rules shall be subject to the prior review and approval by the Town Planner prior to the issuance of any occupancy permits, such approval not to be unreasonably withheld. Additionally, such rules and policies shall direct drivers of trucks that the approach to the site is a no Jake Brake corridor. The Applicant shall provide these rules and policies to the tenants and occupants of the Site. The Applicant and any user, purchaser or tenant of a lot or building on site shall be required to issue such policies and rules to all companies that employ truck drivers regularly utilizing the Site for the warehousing and distribution uses permitted hereunder; and to make such policies and compliance with the terms of this paragraph an enforceable term of any contract with any company providing trucking services for the Applicant or any user, purchaser or tenant of the site.
 - c. Zoning enforcement shall be available with respect to any violations of the above-stated requirements for trucking routes by trucks that are owned or leased by any tenant, user or purchaser of any building or lot on the property. Such enforcement shall be as follows: (i) Isolated violations of the requirements of this paragraph shall be addressed administratively via directives for corrective action by the Town Planner; (ii) Repeated violations or gross disregard for the requirements of this paragraph may be referred to the Zoning Enforcement Officer for formal zoning enforcement. Any user, tenant or owner of any such lot or building on the property shall endeavor to ensure compliance by other trucks not owned or leased as herein provided.
 - d. The tenant or owner of any of the buildings or lots on the property shall meet with the Town Planner at his/her request to address any violations of this paragraph.
5. Due to unknown circumstances and likely unforeseen impacts due to unknown tenants and unforeseeable project impacts, the Board has requested and the

Applicant has agreed to provide \$200,000.00 to fund the study of post-construction traffic and other impacts and to fund the implementation of reasonably predictable mitigation measures, including but not limited to, required improvements to Maple Street and High Street. Such funds shall be deposited with the Town, as directed by the Town Planner, prior to issuance of the Certificate of Occupancy for the building that will increase the Site to full build-out, as depicted on the Final Plan.

6. A Sewage Disposal Construction Permit from the Board of Health shall be obtained for each on-site septic system prior to the issuance of a Building Permit for each building associated with that system.
7. Prior to issuance of a Certificate of Occupancy for each building, the Applicant or Tenant shall deliver to the Town Planner a complete list of hazardous materials proposed to be used or stored at the building to the extent required under Section 240.51 of the Zoning Bylaws or other applicable law.
8. All activities on the Site shall comply with Section 240-52 of the Zoning Bylaw regarding vibration.
9. The Applicant, or its successors, shall transfer ownership to the Town of Bellingham the parcel on High Street shown on the Final Plan, as "Parcel A" prior to the issuance of a Certificate of Occupancy for Lot 2 for the Town's construction, if the town so chooses, of two cul-de-sacs for traffic turnaround associated with the potential discontinuance of through traffic on High Street, and no other purpose; the restriction on future use shall be incorporated into the deed to the Town, the form of which shall be subject to the prior approval of Town Counsel.
10. In accordance with the Flexible Parking Special Permit, the Board has granted a reduction in parking from 855 spaces to 390 spaces. However, 122 spaces of the 390 spaces are deemed reserved parking and are not to be built unless necessary. The reserve spaces were not contemplated in the stormwater calculations during the review of parking. Therefore, if reserve parking is required to be built at any time, the Applicant, or its successors, shall be required to submit a revised Development Plan for a substantial alteration to a parking facility having 10 or more spaces. Each Lot as shown on the plans of record shall be treated as a separate development for this condition and the Applicant or its successor will be required to submit a separate development plan for each reserved parking lot required.
11. An emergency access shall be constructed in accordance with the Final Plan, listed as document number 42 above. A locked gate, the form of which is subject to the prior review and approval by the Bellingham Fire Department, shall be installed prior to the issuance of any Certificate of Occupancy.
12. A final Stormwater Pollution Prevention Plan shall be provided to the Planning Board at least four weeks prior to construction for review and approval by the Board's

consulting engineer, and such approval shall be required in order for construction to commence. Part of such final plan will include but not be limited to a refined Erosion Control Plan as well as an enhanced snow and ice program. Sediment and Erosion controls shall be installed and be subject to the inspection and approval by the Town Planner and the Town's Conservation Agent prior to commencement of construction. The Applicant shall install a 6-foot chain link fence around the stormwater detention basin on Lot 1 closest to High Street with an 8-foot wide gate. The Planning Board has waived the required fencing for all other detention basins.

13. Ongoing stormwater maintenance reports shall be submitted to the Planning Board and Conservation Commission in accordance with the Operation and Maintenance Plan and Long-Term Pollution Prevention Plan, as may be further required in accordance with the Bellingham Conservation Commission Order of Conditions. Failure to provide regular scheduled reports shall be deemed a violation of this permit and the Applicant or its successors shall be brought before the Planning Board to evaluate if further action is necessary. The Planning Board or its designee, with written notice to the Applicant, shall be permitted to conduct an inspection of the outdoor areas of the Property to evaluate compliance with stormwater requirements if the Board has reason to believe that stormwater-related conditions pose a significant threat to human health, safety or the environment or the Board has not received the stormwater reports as required, following notice and ten-day opportunity to provide them.
14. Phosphorous-based fertilizer shall not be used on site.
15. Common elements of the Development, including but not limited to driveways, utilities, detention basins and other stormwater controls, that are in common ownership or shared by more than one lot shall be subject to an agreement identifying the common or shared elements and defining the rights, duties and obligations, including but not limited to operation, maintenance and management of any shared stormwater management facilities, of the respective lot owners with respect thereto. A copy of the agreement shall be provided to the Planning Board and shall be subject to the prior review and approval by Town Counsel as to form with approval not to be unreasonably withheld and shall be recorded with the Norfolk County Registry of Deeds prior to issuance of the Certificate of Occupancy for Lot 2.
16. Exterior building and parking lot lighting shall be consistent with "dark sky" standards - shielded and directed downward to maintain lighting on to the Site and shall comply with the Zoning By-Law. A final lighting plan shall be submitted to the Town Planner for his review prior to commencement of construction.
17. A comprehensive signage plan shall be presented to the Board for approval prior to installment of signage.

18. In accordance with the Scenic Road Permit, the Tree Warden has reviewed the trees to be removed that are on a scenic road within the public right of way. Six trees are to be removed in the public right of way. Two are less than 12 inches in diameter. Two are 12 to 24 inches in diameter. Two are greater than 24 inches in diameter. The Applicant is required to plant 22 trees to compensate for the removal of these trees and to ensure adequate buffering and to promote a scenic approach to the Site. The Tree Warden has reviewed the replacement locations, as depicted on the Development Plan, listed as document number 2 above, and on file with the Planning Board, and has deemed them acceptable. The Applicant shall strictly comply with the directives of the Tree Warden in this regard
19. Hours of Construction shall be 7:00 a.m. to 6:00 p.m. Monday through Friday, 7:00 a.m. to 3:00 p.m. on Saturday and no work on Sundays and legal holidays unless notice has been provided to the Building Inspector 72 hours prior to any off-schedule work request, with any such work to be approved at the discretion of the Building Inspector. Interior work on site shall be conducted in accordance with the Noise Zoning Bylaw. All employees shall park on site at all times during construction activities.
20. Prior to the commencement of construction, the Applicant shall schedule a pre-construction meeting with the Town Planner, the DPW Director, and the Board's designated inspector and/or engineer. Additionally, meetings shall be scheduled as necessary. The Planning Board's designated inspector and/or engineer shall be permitted to conduct routine inspections, as may be reasonably determined by said inspector and/or engineer while construction is ongoing relative to this Special Permit and all corresponding Decisions for this Site. The Applicant is required to provide said inspector and/or engineer with any and all requested logs, as-built plans, surveys, photographs, and other related items and abide by any reasonable directives or requirements of said inspector and/or with respect to construction of the Project. Failure to comply with the requirements of this paragraph may result in a stop-work order, as may be directed by the Town's Zoning Enforcement officer, the Board, or its duly authorized designee.
21. Engineering Drawings for the Final Plans
 - a. The stormwater management for the proposed project is based on the Applicant's earlier-proposed 700,000 square foot development plan and must be adjusted to reflect the 427,500 square foot, downsized project. The 700,000 square foot plan and the infrastructure and mitigation measures detailed therein, among other things, were the subject of the public hearings, reviewed by the Town's peer review consultants and found to ensure compliance with the Town's By-Laws and best engineering practices. In response to comments during the Public Hearing process, the Applicant has reduced the size of the proposed development to the two-lot, 427,500 square foot configuration shown on the Final Plan. The engineering drawings for the Final Plan (including stormwater

mitigation among other development plan requirements) have not yet been submitted and must be submitted, post-permit, by the Applicant within 60 days of from the expiration of the appeal period and prior to the commencement of any work or construction on the site. The engineering drawings for the Final Plan are subject to the final review and approval by the Board's engineer prior to the commencement of construction. The Applicant shall provide any necessary information as may be requested by the Board's engineer. Upon submission of said plans and other requested information, the Board's engineer shall be permitted thirty (30) days to review the final stormwater plans. If the Board's engineer reasonably determines that plan revisions are required, the Applicant shall make such revisions. If the Board's engineer does not either approve or require changes within said thirty (30) day period, the storm water plans shall be deemed approved. The Board's engineer's required approval does not negate the required conditions expressly stated in this Decision as well as all other permits associated with this development.

- b. The total Site build-out shall not exceed 427,500 square feet of building space on the Site as illustrated on the Final Plan, document 42. In order to allow the Applicant to present insubstantial modifications to the Final Plan, the Board hereby conditionally approves the Limit of Work, reflected on the Final Plan, document 42 described above. Any alteration from the Final Plan that is within the "limit of work" as shown on the Plan shall be submitted to the Town Planner for his administrative review. The Town Planner may consult with Board's consulting engineer and/or the Bellingham DPW in such review. The Planner shall have thirty (30) days to review such alterations, and if he fails to do so in such time frame, the alteration shall be deemed approved, provided however that such thirty-day period shall not commence until the Planner has received any and all material he deems necessary to evaluate the proposed alteration. Upon review by the Planner, he shall present the findings to the Board for determination as to a major or minor modification of the Development. If the Board determines that the alterations are insubstantial in nature, are in compliance with zoning bylaws, and do not require a substantive or material change to the project's infrastructure, such alteration shall be approved administratively. If the Board determines such alteration is substantive or non-compliant, a public hearing of the Board shall be required in order to approve the same. Any alteration not in conformance with the Final Plan that is outside the "limit of work," shall be deemed a major alteration and required to go before the Planning Board at a public hearing for a formal amendment to this Permit.
22. The Board has determined that, given the proposed emergency access off of High Street, the emergency access proposed off of Maple Street may be removed from the final construction plans.
23. Prior to Certificate of Occupancy for Lot 2 the Applicant shall provide the Town Planner with a screening plan for the North side of the project. The Town Planner

shall review such plan to ensure that trucks will be adequately screened from view. No Certificate of Occupancy for Lot 2 shall be granted until such approval is given, provided that if the Town Planner does not act within 30 days from the receipt of such screening plan, it shall be deemed approved.

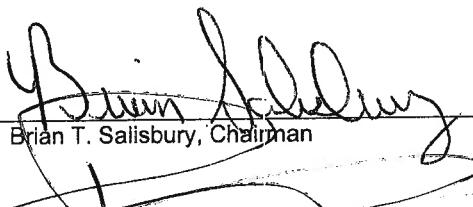
24. Fees and expenses of the Planning Board's inspectors and/or engineers in performing any tasks described in this Permit shall be paid by the Applicant in accordance with M.G.L. Ch. 44, Section 53G. The Applicant shall fund such services prior to the commencement thereof.
25. As used herein, "commencement of construction" is hereby defined as any clearing or preparation of the Site for development of the project approved herein.
26. This Decision shall take effect to the benefit of and be binding upon Campanelli Bellingham LLC and its successors, transferees and assigns, as well as any other tenant, purchaser or user of the Site or any portion thereof. The Planning Board shall be notified in writing of any successors in title and occupants of the Site.
27. All determinations, Decisions, and conditions set forth within the Development Plan Approval and Stormwater Permit, Scenic Road Permit, and Flexible Parking Special Permit, dated January 26, 2017 are hereby incorporated herein. Any violation of such conditions shall constitute a violation of this Special Permit.
28. In accordance with Section 240-27 of the Zoning Bylaw, this Special Permit shall lapse within 12 months of Special Permit approval (plus time required to pursue or await the determination of an appeal referred to in M.G.L. ch. 40A, § 17, from the grant thereof) if a substantial use thereof, except for good cause as may be determined by the Planning Board. "Substantial use" shall be defined as construction of at least one building foundation. A single six-month extension shall be granted upon any demonstration of good cause. Further extensions shall be at the discretion of the Planning Board.
29. This Decision shall not be effective until it is recorded by the Applicant in the Registry of Deeds, with proof of such recording to be supplied to the Board and the Building Commissioner.
30. Except as may be otherwise noted herein, compliance with the conditions of this decision shall be monitored through the Town's Zoning Enforcement Officer. Best efforts shall be made by such officer to confine enforcement to the particular tenant or lot owner responsible for the particular violation provided however, that, given common infrastructure on the site, it may not be possible for the Zoning Enforcement Officer to discern which tenant or lot owner is responsible for the violation. If it cannot be reasonably determined which tenant or lot owner is in violation, any party may present the Town's zoning enforcement officer with evidence indicating that it was not at fault for the violation.

D. RECORD OF VOTE

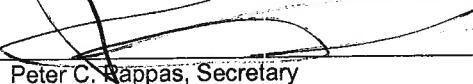
I vote to **APPROVE** the **160 HIGH STREET MAJOR BUSINESS COMPLEX SPECIAL PERMIT**.

Bellingham Planning Board

April 13, 2017



Brian T. Salisbury, Chairman



Peter C. Rappas, Secretary



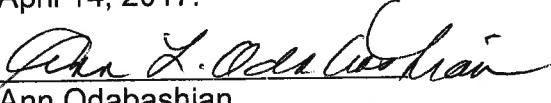
William F. O'Connell Jr., Vice Chairman



Dennis J. Trebitino

Appeals of this Decision may be made within twenty days, in accordance with the provisions of G.L. c 40A, §17

This Decision, together with all plans referred to in it, was filed with the Town Clerk on April 14, 2017.



Ann Odabashian
Bellingham Town Clerk

RECEIVED

MAY 05 2017

Bellingham Planning Board



TOWN OF BELLINGHAM
OFFICE OF
TOWN CLERK

Bellingham Municipal Center
10 Mechanic Street
Bellingham, MA 02019

Tel: 508-657-2830
Fax: 508-657-2832

Town Clerk
Ann L. Odabashian

DATE May 5, 2017

TO: Planning Board

RE: Campanelli Bellingham LLC

160 High Street

This is to inform you that 20 days have elapsed since April 14, 2017, the date the above was filed with the Town Clerk, and that no notice of appeal has been filed with this office during that period.

A certified copy attesting this is available and on file in this office.

Sincerely,

Ann L. Odabashian
Bellingham Town Clerk



BELLINGHAM PLANNING BOARD

10 MECHANIC STREET
BELLINGHAM, MASSACHUSETTS 02019
(508) 657-2892; FAX (508) 966-2317
PlanningBoard@bellinghamma.org

January 26, 2017

160 HIGH STREET FLEXIBLE PARKING SPECIAL PERMIT DECISION

RECEIVED
TOWN OF BELLINGHAM
2017 JAN 27 AM 10:26

A. BACKGROUND

Applicant: Campanelli Bellingham LLC
10 Campanelli Drive
Braintree, MA 02184

Owner: HCRI MA Properties Trust II
4500 Dorr Street
Toledo, OH 43615

Public Hearing: The Public Hearing opened Thursday, December 10, 2015 at 7:00 PM. Notice for the public meeting was published in the Milford Daily News on Thursday, November 26, 2015 and December 3, 2015. The Public Hearing was continued to January 28, 2016, February 25, 2016, March 24, 2016, April 14, 2016, May 26, 2016, June 9, 2016, July 28, 2016, September 8, 2016, September 22, 2016, October 13, 2016, October 27, 2016, November 10, 2016, November 17, 2016, December 8, 2016, December 22, 2016 and January 12, 2017, when the Public Hearing was closed.

Date of Vote: January 26, 2017.

The Premises: The 86.9 \pm acre site is located on the southeast corner of Maple and High Streets, Assessors Map/Lot Number 37-01, in an Industrial zone, also referred to herein as the "Site."

The By-Law: Section 240-60B Flexible Parking Options

The Proposal: In November, 2015, the Applicant filed with the Planning Board applications for permits and approvals to construct two buildings for warehouse and distribution use with associated offices comprising a total of up to 900,000 s.f. and associated site features customary for such uses (collectively, the "Proposed Uses"). The Applicant, in response to feedback from the Planning Board,

subsequently reduced the size of the development for the Proposed Uses to 700,000 s.f. on 4 lots. The Applicant submitted a plan set and supporting technical documents to the Planning Board for the 700,000 s.f. Plan, which were the subject of peer review, public discussion, public hearing, revisions and deliberations by the Board relative to compliance with applicable provisions of the Town's By-Laws. The plans, as revised, for the 700,000 s.f. plan, are listed as document number 2 on the list of documents presented below.

The Applicant subsequently further reduced the size of the development for the Proposed Uses to 477,500 s.f. on two lots, as shown on the document entitled "Final Plan, last revised December 23, 2016" which is document number 38 on the list of documents presented below. And lastly, after review by the Planning Board, the Applicant revised the "Final Plan" and reduced the Proposed Uses to 427,500 s.f. on two lots, as depicted on a conceptual site plan last revised on January 5, 2017 and included as document number 42 below. The Final Plan, as revised, was not accompanied by technical drawings depicting storm water management facilities, utilities or other similar technical information. Nor was peer review conducted with respect to the Final Plan with the exception of noise standards in conformance with the zoning and general bylaws. As used herein, "Final Plan" shall mean the plan referred to as document number 42 below.

The Premises will be connected to Maple Street via one curb cut and driveway with two emergency access drives. The Proposal contemplates the future division of the Site as depicted on the Final Plan. Additional permits/approvals issued herewith for the project depicted on the Final Plan include: Development Plan Approval and Stormwater Management Permit, Scenic Road Permit, and Flexible Parking Options Special Permit.

The Proposal was documented with the following materials:

1. Application for Development Plan, Lot 1, received November 17, 2015
2. Site Development Plan Set, last revised October 21, 2016, by Kelly Engineering Group
3. Application for Special Permits, Lot 1, received November 17, 2015

4. Application for Stormwater Management Permit, Lot 1, received November 17, 2015
5. Project Narrative, Lot 1, dated November 11, 2015
6. Application for Development Plan, Lot 2, received November 17, 2015
7. Application for Special Permits, Lot 2, received November 17, 2015
8. Application for Stormwater Management Permit, Lot 2, received November 17, 2015
9. Stormwater Management Report, last revised October 21, 2016, by Kelly Engineering Group.
10. Project Narrative, Lot 2, dated November 11, 2015
11. Owner consent to file application, dated November 10, 2015
12. Quitclaim Deed and Plan received November 17, 2015
13. Transportation Impact Assessment, by Vanasse and Associates, received November 17, 2015
14. Traffic Impact Response to Peer Review, by Vanasse and Associates dated January 26, 2016, March 8, 2016, and June 9, 2016
15. MEPA Filing, Notice of Project Change, dated November 30, 2015 by Kelly Engineering Group
16. MEPA Certificate of Project Change, dated January 8, 2016
17. Massachusetts Historical Commission Draft Preservation Restriction for the Adams-Ray Farmstead, dated May 18, 2009
18. Massachusetts Historical Commission Response Memo to Project Change dated December 10, 2015
19. Town Planner Staff Memo, dated December 10, 2015, November 9, 2016, and November 14, 2016
20. DPW Director Memo, dated December 9, 2015 and February 5, 2016
21. BETA Group Peer Review Comments dated December 8, 2015, December 28, 2015, March 21, 2016, April 5, 2016, April 14, 2016, May 19, 2016
22. PSC Peer Review Response dated November 8, 2016
23. Concept Site Renderings, by RKB, submitted January 28, 2016, September 12, 2016, September 22, 2016 and October 21, 2016
24. Sound Study, by Tech Environmental, last revised November 4, 2016
25. Cavanaugh Tocci Peer Review Response dated September 9, 2016, October 24, 2016 and November 10, 2016
26. BETA Traffic Impact Assessment Presentation dated April 14, 2016
27. Amazon Stoughton Findings, by Vanasse and Associates, dated May 12, 2016
28. Campanelli Update Memo dated September 8, 2016
29. Photometric Plan, by GE Lighting Solutions, dated October 24, 2016
30. Berm Exhibit Plan, by Kelly Engineering Group dated November 10, 2016
31. Fire Access Exhibit Plan, by Kelly Engineering Group dated November 7, 2016, last revised January 5, 2017
32. No Left Turn Exhibit Plan, by Kelly Engineering Group dated November 4, 2016
33. Layout and Landscape Plan, Scenic Road Tree Count Plan, by Kelly Engineering Group, last revised October 12, 2016

34. Flexible Parking Special Permit Memo, Kelly Engineering Group dated November 4, 2016
35. Supplemental Drainage Calculations, by Kelly Engineering Group dated November 14, 2016
36. Limit of Work Exhibit Plan, by Kelly Engineering Group dated November 16, 2016
37. Conceptual Building Sign Plan, by Kelly Engineering Group, received December 8, 2016
38. Final Plan, by Kelly Engineering Group dated December 20, 2016
39. Revised Trip Generation Summary Memo, Vanasse and Associates, dated December 20, 2016
40. Acoustical Evaluation of the Final Plan Memo, Tech Environmental, dated December 20, 2016
41. Flexible Parking Special Permit Update Memo, Kelly Engineering Group dated December 21, 2016
42. Final Plan, 427,500 square feet, last revised on January 5, 2017.
43. Entry Landscape Plan Exhibit, by Kelly Engineering Group, dated January 5, 2017
44. Acoustical Evaluation, by Tech Environmental, last revised January 5, 2017
45. Peer Review of Revised Sound Study, by Cavanaugh Tocci, dated January 9, 2017
46. Comprehensive Response to Comments by Kelly Engineering Group, dated February 29, 2016
47. Other miscellaneous documents on file at the Planning Board Offices

B. DETERMINATIONS

Following its public hearing on the Applicant's proposal and requested relief, the Planning Board has made the following determinations:

1. The Applicant originally filed two applications for development of warehouse and distribution use on what was proposed as Lot 1 and Lot 2 160 High Street. However, in that the Site has not yet been divided and given common infrastructure, the Board, after noticing each hearing, voted to merge both hearings as one comprehensive hearing to fully understand the development impacts. Subsequently, the Applicant, in response to the Board's review, reduced the project building size from up to 900,000 square feet to 750,000 square feet to 700,000 square feet to 477,500 square feet to up to 427,500 square feet over two lots;
2. That the number of required parking spaces is 855 spaces;
3. That the Applicant has requested a reduction in the number of parking spaces required for the project under Section 240-60B Flexible Parking Options based on existing facilities the Applicant owns and/or built of similar use as well as facilities in Bellingham of similar use cited in document 41 above.

4. That the proposed number of spaces would be adequate for all parking needs due to special circumstances related to the building size, the use of these facilities, and the number of spaces provided at existing facilities. The reduction in the required number of parking spaces will prevent additional, unwarranted impervious area that would be required to provide an excessive number of spaces for this use.
5. That not all of the required spaces need be constructed unless necessary, further reduces impervious surface on the Site.

C. DECISION

Based on the above determinations, the Planning Board finds that the proposal meets the requirements of the Zoning By-Law, and by a vote of 4 in favor and 1 opposed, accordingly, grants the Applicant and its successors and assigns as owner of the premises, Special Permit Approval for Flexible Parking subject to the following conditions:

1. This Decision authorizes the proposed parking configuration, subject to the conditions hereof. Except as may be otherwise permitted herein, any change in the parking configuration shall be reviewed by the Planning Board as a major modification and will be subject to a public hearing. Subject to the terms and conditions of this Decision, the Project shall strictly conform to the Final Plan as approved, excepting insubstantial field changes as may arise as a result of further peer review and inspections.
2. In accordance with the Flexible Parking Special Permit, the Board has granted a reduction in parking from 855 spaces to 390 spaces. However, 122 spaces of the 390 spaces are deemed reserved parking and are not to be built unless necessary. The reserve spaces were not contemplated in the stormwater calculations during the review of parking. Therefore, if reserve parking is required to be built at any time, the Applicant, or its successors, shall be required to submit a revised Development Plan for a substantial alteration to a parking facility having 10 or more spaces. Each Lot as shown on the plans of record shall be treated as a separate development for this condition and the Applicant or its successor will be required to submit a separate development plan for each reserved parking lot required.
3. Prior to the commencement of construction, the Applicant shall schedule a pre-construction meeting with the Town Planner, the DPW Director, and the Board's designated inspector and/or engineer. Additionally, meetings shall be scheduled as necessary. The Planning Board's designated inspector and/or engineer shall be permitted to conduct routine inspections, as may be reasonably determined by said inspector and/or engineer while construction is ongoing relative to this Special Permit and all corresponding decisions for this Site. The Applicant is required to provide said inspector and/or engineer with any and all requested logs, surveys, as-

built plans, photographs and other related items and abide by any reasonable directives or requirements of said inspector and/or with respect to construction of the Project. Failure to comply with the requirements of this paragraph may result in a stop-work order, as may be directed by the Town's Zoning Enforcement officer, the Board or its duly authorized designee.

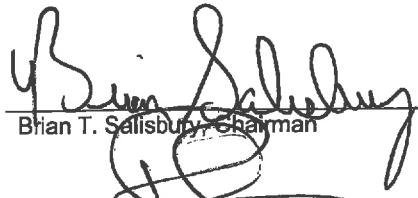
4. This Decision shall take effect to the benefit of and be binding upon Campanelli Bellingham LLC and its successors, transferees and assigns, as well as any other tenant user of the Site. The Planning Board shall be notified in writing of any successors in title and occupants of the Site.
5. All determinations, Decisions, and conditions set forth within the Development Plan Approval and Stormwater Permit, Scenic Road Permit, and Major Business Complex Special Permit, dated January 26, 2017 are hereby incorporated herein. Any violation of such conditions shall constitute a violation of this Special Permit.
6. In accordance with Section 240-27 of the Zoning Bylaw, this Special Permit shall lapse within 12 months of Special Permit approval (plus time required to pursue or await the determination of an appeal referred to in M.G.L. ch. 40A, § 17, from the grant thereof) if a substantial use thereof, except for good cause as may be determined by the Planning Board. "Substantial use" shall be defined as construction of at least one building foundation. A single six-month extension shall be granted upon any demonstration of good cause. Further extensions shall be at the discretion of the Planning Board.
7. This Decision shall not be effective until it is recorded by the Applicant in the Registry of Deeds, with proof of such recording to be supplied to the Board and the Building Commissioner.
8. Except as may be otherwise noted herein, compliance with the conditions of this decision shall be monitored through the Town's Zoning Enforcement Officer. Best efforts shall be made by such officer to confine enforcement to the particular tenant or lot owner responsible for the particular violation provided however, that, given common infrastructure on the site, it may not be possible for the Zoning Enforcement Officer to discern which tenant or lot owner is responsible for the violation. If it cannot be reasonably determined which tenant or lot owner is in violation, any party may present the Town's zoning enforcement officer with evidence indicating that it was not at fault for the violation.

D. RECORD OF VOTE

I vote to **APPROVE** the 160 HIGH STREET FLEXIBLE PARKING SPECIAL PERMIT.

Bellingham Planning Board

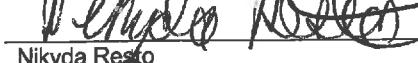
January 26, 2017



Brian T. Salisbury, Chairman



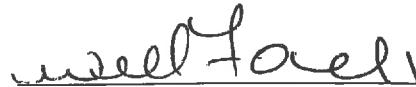
Peter C. Pappas, Secretary



Nikyda Resto



Brian T. Salisbury



William F. O'Connell Jr., Vice Chairman



Dennis J. Trelino

Appeals of this Decision may be made within twenty days, in accordance with the provisions of G.L. c 40A, §17

This Decision, together with all plans referred to in it, was filed with the Town Clerk on January 27, 2017.

Ann Odabashian
Bellingham Town Clerk



BELLINGHAM PLANNING BOARD

10 MECHANIC STREET
BELLINGHAM, MASSACHUSETTS 02019
(508) 657-2892; FAX (508) 966-2317
PlanningBoard@bellinghamma.org

January 26, 2017

160 HIGH STREET SCENIC ROAD PERMIT DECISION

RECEIVED
TOWN OF BELLINGHAM
OFFICE OF THE
TOWN CLERK
2017 JAN 27 AM 10:25

A. BACKGROUND

Applicant: Campanelli Bellingham LLC
10 Campanelli Drive
Braintree, MA 02184

Owner: HCRI MA Properties Trust II
4500 Dorr Street
Toledo, OH 43615

Public Hearing: The Public Hearing opened Thursday, December 10, 2015 at 7:00 PM. Notice for the public meeting was published in the Milford Daily News on Thursday, November 26, 2015 and December 3, 2015. The Public Hearing was continued to January 28, 2016, February 25, 2016, March 24, 2016, April 14, 2016, May 26, 2016, June 9, 2016, July 28, 2016, September 8, 2016, September 22, 2016, October 13, 2016, October 27, 2016, November 10, 2016, November 17, 2016, December 8, 2016, December 22, 2016 and January 12, 2017, when the Public Hearing was closed.

Date of Vote: January 26, 2017.

The Premises: The 86.9 \pm acre site is located on the southeast corner of Maple and High Streets, Assessors Map/Lot Number 37-01, in an Industrial zone, also referred to herein as the "Site."

The By-Law: Scenic Roads Chapter 154 General Code

The Proposal: In November, 2015, the Applicant filed with the Planning Board applications for permits and approvals to construct two buildings for warehouse and distribution use with associated offices comprising a total of up to 900,000 s.f. and associated site features customary for such uses (collectively, the "Proposed Uses"). The Applicant, in response to feedback from the Planning Board,

subsequently reduced the size of the development for the Proposed Uses to 700,000 s.f. on 4 lots. The Applicant submitted a plan set and supporting technical documents to the Planning Board for the 700,000 s.f. Plan, which were the subject of peer review, public discussion, public hearing, revisions and deliberations by the Board relative to compliance with applicable provisions of the Town's By-Laws. The plans, as revised, for the 700,000 s.f. plan, are listed as document number 2 on the list of documents presented below.

The Applicant subsequently further reduced the size of the development for the Proposed Uses to 477,500 s.f. on two lots, as shown on the document entitled "Final Plan, last revised December 23, 2016" which is document number 38 on the list of documents presented below. And lastly, after review by the Planning Board, the Applicant revised the "Final Plan" and reduced the Proposed Uses to 427,500 s.f. on two lots, as depicted on a conceptual site plan last revised on January 5, 2017 and included as document number 42 below. The Final Plan, as revised, was not accompanied by technical drawings depicting storm water management facilities, utilities or other similar technical information. Nor was peer review conducted with respect to the Final Plan with the exception of noise standards in conformance with the zoning and general bylaws. As used herein, "Final Plan" shall mean the plan referred to as document number 42 below.

The Premises will be connected to Maple Street via one curb cut and driveway with two emergency access drives. The Proposal contemplates the future division of Site as depicted on the Final Plan. Additional permits/approvals issued herewith for the project depicted on the Final Plan include: Development Plan Approval and Stormwater Management Permit, Scenic Road Permit, and Flexible Parking Options Special Permit.

The Proposal was documented with the following materials:

1. Application for Development Plan, Lot 1, received November 17, 2015
2. Site Development Plan Set, last revised October 21, 2016, by Kelly Engineering Group
3. Application for Special Permits, Lot 1, received November 17, 2015

4. Application for Stormwater Management Permit, Lot 1, received November 17, 2015
5. Project Narrative, Lot 1, dated November 11, 2015
6. Application for Development Plan, Lot 2, received November 17, 2015
7. Application for Special Permits, Lot 2, received November 17, 2015
8. Application for Stormwater Management Permit, Lot 2, received November 17, 2015
9. Stormwater Management Report, last revised October 21, 2016, by Kelly Engineering Group.
10. Project Narrative, Lot 2, dated November 11, 2015
11. Owner consent to file application, dated November 10, 2015
12. Quitclaim Deed and Plan received November 17, 2015
13. Transportation Impact Assessment, by Vanasse and Associates, received November 17, 2015
14. Traffic Impact Response to Peer Review, by Vanasse and Associates dated January 26, 2016, March 8, 2016, and June 9, 2016
15. MEPA Filing, Notice of Project Change, dated November 30, 2015 by Kelly Engineering Group
16. MEPA Certificate of Project Change, dated January 8, 2016
17. Massachusetts Historical Commission Draft Preservation Restriction for the Adams-Ray Farmstead, dated May 18, 2009
18. Massachusetts Historical Commission Response Memo to Project Change dated December 10, 2015
19. Town Planner Staff Memo, dated December 10, 2015, November 9, 2016, and November 14, 2016
20. DPW Director Memo, dated December 9, 2015 and February 5, 2016
21. BETA Group Peer Review Comments dated December 8, 2015, December 28, 2015, March 21, 2016, April 5, 2016, April 14, 2016, May 19, 2016
22. PSC Peer Review Response dated November 8, 2016
23. Concept Site Renderings, by RKB, submitted January 28, 2016, September 12, 2016, September 22, 2016 and October 21, 2016
24. Sound Study, by Tech Environmental, last revised November 4, 2016
25. Cavanaugh Tocci Peer Review Response dated September 9, 2016, October 24, 2016 and November 10, 2016
26. BETA Traffic Impact Assessment Presentation dated April 14, 2016
27. Amazon Stoughton Findings, by Vanasse and Associates, dated May 12, 2016
28. Campanelli Update Memo dated September 8, 2016
29. Photometric Plan, by GE Lighting Solutions, dated October 24, 2016
30. Berm Exhibit Plan, by Kelly Engineering Group dated November 10, 2016
31. Fire Access Exhibit Plan, by Kelly Engineering Group dated November 7, 2016, last revised January 5, 2017
32. No Left Turn Exhibit Plan, by Kelly Engineering Group dated November 4, 2016
33. Layout and Landscape Plan, Scenic Road Tree Count Plan, by Kelly Engineering Group, last revised October 12, 2016

34. Flexible Parking Special Permit Memo, Kelly Engineering Group dated November 4, 2016
35. Supplemental Drainage Calculations, by Kelly Engineering Group dated November 14, 2016
36. Limit of Work Exhibit Plan, by Kelly Engineering Group dated November 16, 2016
37. Conceptual Building Sign Plan, by Kelly Engineering Group, received December 8, 2016
38. Final Plan, by Kelly Engineering Group dated December 20, 2016
39. Revised Trip Generation Summary Memo, Vanasse and Associates, dated December 20, 2016
40. Acoustical Evaluation of the Final Plan Memo, Tech Environmental, dated December 20, 2016
41. Flexible Parking Special Permit Update Memo, Kelly Engineering Group dated December 21, 2016
42. Final Plan, 427,500 square feet, last revised on January 5, 2017.
43. Entry Landscape Plan Exhibit, by Kelly Engineering Group, dated January 5, 2017
44. Acoustical Evaluation, by Tech Environmental, last revised January 5, 2017
45. Peer Review of Revised Sound Study, by Cavanaugh Tocci, dated January 9, 2017
46. Comprehensive Response to Comments by Kelly Engineering Group, dated February 29, 2016
47. Other miscellaneous documents on file at the Planning Board Offices

B. DETERMINATIONS

Following its public hearing on the Applicant's proposal and requested relief, the Planning Board has made the following determinations:

1. The Project Site is located on two Scenic Roads, Maple Street and High Street.
2. A total of six trees are proposed to be removed within the Maple and High Street right of way to accommodate the driveway and emergency access locations and to ensure safe and adequate sight lines.
3. A variety of species of trees will be planted as compensation for the loss of trees. The specific species and actual locations are shown and will remain as depicted on Development Plan set, document number 2.
4. That the Tree Warden has reviewed the Proposal and agreed with the removal and planting of the proposed trees.
5. The Applicant has demonstrated, through detailed sound analysis documented above and reviewed by the Town's peer review consultant, compliance with the

noise provisions of the Zoning By-Law (Section 240-48) and the Scenic Road By-Law (Section 154-7).

6. That the Planning Board reviewed and considered the Proposal with regard to the following criteria as set forth in Section 154-5 of the Bellingham General Bylaws:
 - a. Preservation of natural resources.
 - b. Environmental and historical values.
 - c. Scenic and aesthetic characteristics.
 - d. Public safety.
 - e. Traffic volume and congestion.
 - f. Relationship of road design to the standards of the Planning Board Subdivision Regulation and of the Massachusetts Department of Transportation or its successor agency.
 - g. Compensatory actions proposed, such as replacement trees or walls.
 - h. Functional urgency of the repair, maintenance, reconstruction, or paving.
 - i. Financial and other consequences of design revision to avoid or reduce damage to trees or stone walls.
 - j. Evidence contributed by abutters, Town agencies, and other interested parties.
 - k. Availability of reasonable and less damaging alternatives to the proposed action.
 - l. Other sound planning considerations.

C. DECISION

Based on the above determinations, the Planning Board finds that the proposal meets the requirements of the Zoning By-Law, and by a vote of 4 in favor and 1 opposed, accordingly, grants the Applicant and its successors and assigns as owner of the premises, Permit Approval subject to the following conditions:

1. In accordance with this Permit, the Tree Warden has evaluated the trees to be removed that are on a scenic road within the public right of way. Six trees are to be removed in the public right of way. Two are less than 12 inches in diameter. Two are 12 to 24 inches in diameter. Two are greater than 24 inches in diameter. The Applicant is required to plant 22 trees to compensate for the removal of these trees and to ensure adequate buffering and to promote a scenic approach to the Site. The Tree Warden has reviewed the replacement locations, as depicted on the Development Plan, listed as document number 2 above, and on file with the Planning Board, and has deemed them acceptable. The Applicant shall strictly comply with the directives of the Tree Warden in this regard
2. Prior to the commencement of construction, the Applicant shall schedule a pre-construction meeting with the Town's tree warden, which such meeting may

correspond with the pre-construction meeting to be scheduled with the Town Planner, the DPW Director, and the Board's designated inspector and/or engineer. Additionally, meetings shall be scheduled as necessary. The Tree Warden shall be permitted to conduct routine inspections, as may be reasonably determined to be necessary in order to ensure compliance with this permit. The Applicant is required to provide the Tree Warden with reasonably requested information and abide by any reasonable directives or requirements of the Tree Warden.

3. This Decision shall take effect to the benefit of and be binding upon Campanelli Bellingham LLC and its successors, transferees and assigns, as well as any other tenant user of the Site. The Planning Board shall be notified in writing of any successors in title and occupants of the Site.
4. All determinations, Decisions, and conditions set forth within the Development Plan Approval and Stormwater Permit, Major Business Complex Special Permit, and Flexible Parking Special Permit, dated January 26, 2017 are hereby incorporated herein. Any violation of such conditions shall constitute a violation of this Permit.
5. This Decision shall not be effective until it is recorded by the Applicant in the Registry of Deeds, with proof of such recording to be supplied to the Board and the Building Commissioner.
6. Except as may be otherwise noted herein, compliance with the conditions of this decision shall be monitored through the Town's Zoning Enforcement Officer. Best efforts shall be made by such officer to confine enforcement to the particular tenant or lot owner responsible for the particular violation provided however, that, given common infrastructure on the site, it may not be possible for the Zoning Enforcement Officer to discern which tenant or lot owner is responsible for the violation. If it cannot be reasonably determined which tenant or lot owner is in violation, any party may present the Town's zoning enforcement officer with evidence indicating that it was not at fault for the violation.

D. RECORD OF VOTE

I vote to APPROVE the 160 HIGH STREET SCENIC ROAD PERMIT.

Bellingham Planning Board

January 26, 2017

Brian T. Salisbury
Brian T. Salisbury, Chairman

Peter C. Pappas
Peter C. Pappas, Secretary

Bruce W. Lord
Bruce W. Lord

William F. O'Connell Jr.
William F. O'Connell Jr., Vice Chairman

Dennis J. Trebino
Dennis J. Trebino

This Decision, together with all plans referred to in it, was filed with the Town Clerk on January 27, 2017.

Ann Odabashian
Bellingham Town Clerk