



TOWN OF BELLINGHAM

OFFICE OF TOWN CLERK

Bellingham Municipal Center
10 Mechanic Street
Bellingham, MA 02019

Town Clerk
Lawrence J. Sposato, Jr.

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

DATE: April 10, 2024

TO: W/S Bellingham IV Associates LLC
33 Boylston Street, Suite 3000
Chestnut Hill, MA 02467

RE: W/S Development Warehouse
Major Business Complex
Special Permit Decision

This is to inform you that 20 days have elapsed since May 12, 2023 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 on file at this office.

Sincerely,



Lawrence J. Sposato, Jr.
Bellingham Town Clerk



BELLINGHAM PLANNING BOARD

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

REV MAR 20 24 PM 2:11:34
BELLINGHAM TOWN CLERK

March 14, 2024

W/S DEVELOPMENT WAREHOUSE MAJOR BUSINESS COMPLEX SPECIAL PERMIT DECISION

A. BACKGROUND

Applicant: W/S Bellingham IV Associates LLC
33 Boylston Street, Suite 3000
Chestnut Hill, MA 02467

Owner: Bellingham N Main St II LLC, Hartford Av Associates LTD
PTS, W/S Bellingham IV Associates LLC
33 Boylston Street, Suite 3000
Chestnut Hill, MA 02467

Varney Bros Sand and Gravel
P.O. Box 94
Bellingham, MA 02019

Public Hearing: The Public Hearing opened October 13, 2022 at 7:00 PM. Notice for the public meeting was published in *The Milford Daily News* on September 29, 2022 and October 6, 2022. The Public Hearing was continued to November 10, 2022, January 12, 2023, February 9, 2023, March 9, 2023, May 11, 2023, June 22, 2023, July 13, 2023, August 10, 2023, September 28, 2023, October 26, 2023, November 16, 2023, December 14, 2023, January 11, 2024, February 8, 2024 and February 22, 2024 when the Public Hearing was closed.

Date of Vote: March 14, 2024

The Premises: The Project (as herein defined), is proposed on a portion of the property at 217 Hartford Avenue (the "Site") to be accessed from Hartford Avenue, a public way, through an existing commercial plaza. The Site, upon which the Project is to be located, is comprised of portions of Assessors Map

24 Lots 10 and 12, Map 30 Lot 73-1, and Map 31 Lot 3. The parcels comprising the Site consist of 176 acres of land, located entirely within the Industrial District, under the Town of Bellingham Zoning Bylaw (the "Bylaw"). The Site is also predominantly located within the Water Resource District, established as an overlay district pursuant to Section 240-132 of the Bylaw.

The By-law

Article XVIII, Major Business Complex Special Permit

The Proposal:

The Project consists of the construction of an approximately 700,000 gross sf industrial warehouse facility, along with new paved parking areas, driveways, landscaping, associated utilities, stormwater management systems, and an onsite private sanitary sewer pump station, all to be accessed from an existing two-way drive located within the existing Crossroads Shopping Center, via an existing site entrance located off of Hartford Avenue (Route 126).

The Project was documented with the following materials:

1. Application for Development Plan Review, dated September 22, 2023, including a narrative and project description.
2. Application for Stormwater Management Permit, dated September 22, 2022.
3. Application for Special Permit for Major Business Complex, Water Resource District and Flexible Parking, dated September 19, 2022.
4. Cover Letter and Project Narrative, by Bohler Engineering, dated September 22, 2022.
5. Certificate of Ownership, received September 22, 2022.
6. Certificate of Municipal Taxes and Charges Paid, dated September 21, 2022.
7. Certified Abutter's List, Town of Bellingham, dated September 14, 2022.
8. PROPOSED SITE PLAN DOCUMENTS FOR WS DEVELOPMENT – PROPOSED INDUSTRIAL DEVELOPMENT, prepared by Bohler Engineering MA, LLC last revised March 3, 2023 . (also known as the Approved Plan).
9. Wetland Delineation Plan, prepared by Heritage Design Group, last revised June 28, 2006.

10. Drainage Report, by Bohler Engineering, last revised July 28, 2023.
11. Transportation Impact and Access Study, by Ron Muller and Associates, dated December 14, 2021.
12. Easement Plan, Bellingham Department of Public Works North Route Raw Water Main, by Wright Pierce, dated June 19, 2024.
13. DPW Comment Letter, by Director Donald DiMartino, dated October 7, 2022.
14. Peer Review Comment Letter, BSC Group, dated December 20, 2022.
15. Response to Peer Review Comments, Bohler Engineering, dated March 3, 2023.
16. Peer Review Comment Letter, BSC Group, dated March 17, 2023.
17. Response to Peer Review Comments, Bohler Engineering, dated May 2, 2023.
18. Peer Review Comment Letter, BSC Group, dated June 9, 2023.
19. Crossroads Shopping Center Exhibit, by Bohler Engineering, dated June 8, 2023.
20. Peer Review Comment Letter, BSC Group, dated August 10, 2023.
21. Perspective Exhibits, by Bohler Engineering, dated November, 7, 2023.
22. Traffic Memorandum, by Ron Muller and Associates, dated January 10, 2024.
23. Other miscellaneous documents on file at the Planning Board offices.

B. DETERMINATIONS

Following its public hearing on the proposed project and requested relief by W/S Bellingham IV Associates LLC (the "Applicant"), the Planning Board (the "Board") has made the following determinations:

1. The Applicant filed an application for the Project, which consists of a new industrial building, containing approximately 700,000 gross sf, along with new paved parking areas, driveways, landscaping, associated utilities, stormwater management systems, and an onsite private sanitary sewer pump station, all to be accessed from an existing two-way drive located within the existing Crossroads Shopping Center, via an existing site entrance located off of Hartford Avenue (Route 126) as reflected on the plan set entitled

“PROPOSED SITE PLAN DOCUMENTS FOR WS DEVELOPMENT – PROPOSED INDUSTRIAL DEVELOPMENT” prepared by Bohler Engineering MA, LLC last revised March 3, 2023 (the “Plan” – see Plan List included within Section A of this Approval) on the Site. The parcels comprising the Site consist of 176 +/- acres of land, located entirely within the Industrial District, under the Town of Bellingham Zoning Bylaw (the “Bylaw”). The Site is also predominantly located within the Water Resource District, established as an overlay district pursuant to Article XX of the Bylaw.

2. That the use proposed for the Project is limited to a Major Business Complex as defined under the Bylaw, consisting of warehouse and distribution with associated office space, as allowed within the Industrial District. As reviewed with the Board, warehouse and distribution-type uses within this Major Business Complex may, within the Building Commissioner's discretion, include “flex industrial” (light manufacturing, biotech/lab/life science, research and development and related uses, with associated office and/or warehouse space) uses allowed within the Industrial District, provided such uses do not change the Project's compliance with the performance standards of the Bylaw (the “Proposed Uses”).
3. That the Board determined that the proposed stormwater design and plan associated with the Project, after detailed technical review by a peer review engineer, meets the applicable standards for the Water Resource District set forth in Section 240 subsections 131-137 of the Bylaw and that, therefore, the Project does not require a special permit under Article XX Water Resources District.
4. That, as a technical matter, 1,400 parking spaces are required for the Project under the Bylaw but, that, pursuant to Section 240-60 of the Bylaw, the Applicant has adequately demonstrated that the Board may grant a Flexible Parking Special Permit to allow a reduction in the required number of spaces, where the Board has determined that 851 total spaces are adequate for all parking needs associated with the Project, based upon peak parking needs relative to the contemplated use as set forth in the Applicant's traffic impact analysis, as reviewed by the Board's peer review consultants.
5. Consideration was given to Section 240-25 General Special Permit Criteria of the Bylaw in connection with the Board's review of the Project:
 - 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 within the Industrial District.

- b. Traffic flow and safety have been thoroughly considered. In response to the concerns of the Board, the Applicant, in collaboration with the Town and State has presented mitigation strategies for both the site (Crossroads Improvements) and Route 126 (Route 126 Corridor Improvements, listed in Section C.) to resolve concerns. The Board's chief concern about directing large trailer trucks to and from the Project towards I-495 as directly and safely as possible will be addressed by these planned improvements in width, lane geometry and signalization along Route 126/Hartford Avenue from North Main Street to the I-495 ramps as ultimately determined by MassDOT. These Route 126 Corridor Improvements, as authorized by MassDOT, shall be completed prior to occupancy of the Project.
 - c. Utilities and other public services have been determined to be adequate to support the Project. The Director of Public Works has confirmed the adequacy of the municipal sewer collection and water supply systems to accommodate the Project on the Site. All other utilities serving the Project are to be privately owned and maintained.
 - d. Neighborhood character and social structures have been considered. The Site is situated within the Industrial District, consisting of 176 +/- acres and bounded by North Main Street, a large-scale shopping plaza, and I-495 and open space (unprotected). However, all traffic proposed for the Site shall travel to and from 126/Hartford Avenue and through the Crossroads Shopping Center. The Board determined that mitigation measures such as the Crossroads Improvements and contribution to the Route 126 Corridor Improvements as authorized by MassDOT shall assist to mitigate impacts.
 - 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. Applicant has agreed to place restrictions on a certain area of open space outside of the Project area, as reflected on the Plan.
 - 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.
6. That the Project complies with the requirements for a Major Business Complex under Article XVIII of the Bylaw as follows:
- a. Section 240-120 Eligible Locations
 - i. Warehouse and distribution use, i.e., the Proposed Uses, are allowed by-right in the Industrial District.

- ii. **Traffic:** Projected peak hour traffic are not expected to increase in the study area (as identified in the Applicant's traffic impact analysis) by 25% or more above levels otherwise anticipated at the time of occupancy, as indicated in the Applicant's traffic impact analysis and reviewed by Town's peer reviewer. However, the Planning Board has determined that, absent any mitigation, capacity and safety on Route 126 may be impacted, but that the traffic mitigation measures and transportation demand management measures proposed by the Applicant in connection with the Project and required under this Special Permit, provide for adequate capacity and safety improvements.
- 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 Project 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:** Municipal sewer service is proposed to extend to the Site. As confirmed by the DPW Director, wastewater flows from the Project will not result in any material limitation on the Town's ability to adequately provide municipal sewage collection and treatment service to other developed sites in Town.
- b. **Section 240-121 Site Design:** The Proposed Uses are 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 cover reasonably sufficient to prevent erosion as reflected in the landscape plans included as part of the Plan set. The Site has also been carefully reviewed by the Board, staff and peer review consultants and the layout of the Project has been revised throughout the hearing to limit disturbance in environmentally sensitive locations.
- c. **Section 240-122 Traffic Mitigation:** All presently foreseeable traffic impacts stemming from the Project have been adequately mitigated as indicated in the updated traffic impact assessment. The Board has determined that the traffic mitigation measures, and transportation demand management measures proposed by the Applicant and required under this Special Permit, adequately provide for capacity and safety improvements. Such conditions include agreed upon off-site traffic mitigation, post construction monitoring, and measures to assure safety and adequacy at the points of ingress and egress.

7. The Board finds that compliance with the below conditions are necessary to mitigate impacts related to the construction and occupancy of the Project.

C. DECISION

Based on the above determinations, the Board finds that the Project meets the requirements of the Bylaw, and by a vote of 5 to 0 in favor, accordingly, grants the Applicant and its successors and assigns as owner of the Site, a Major Business Complex Special Permit pursuant to Article XVIII of the Bylaw (and, with it, a Special Permit to reduce required parking pursuant to Section 240-60 of the Bylaw) (the "Approval"), subject to the following conditions (as also defined in the Development Plan and Stormwater Management Permit):

1. This Approval is limited to the improvements as noted on the Plan set approved hereby (the "Approved Plan"), warehouse and distribution uses as well as associated office use described in the above determinations as the Proposed Uses (Approved Uses), and as may be conditioned herein. Any changes to such Plan must be reviewed and approved in accordance with the Bylaw. All such changes shall be reviewed by the Board for determination as to whether or not the changes are considered minor or major. If the Board determines that any change to the plan is a major alteration to the Approved Plan, a public hearing shall be required for a modification to this permit. A minor change shall be reviewed and approved at a regularly scheduled meeting of the Board. Notwithstanding the foregoing, the Approved Plan approved by this Approval remains subject to the approval of the Bellingham Conservation Commission by issuance of an Order of Conditions for the Project. The terms and conditions of the Order of Conditions shall be incorporated by reference into this Approval. Any changes to the Approved Plan required by the Conservation Commission in connection with finalizing the Order of Conditions shall be incorporated into final building permit plans for the Project and shall not require further review by the Board.
2. The Project is approved contingent on the implementation of the planned 126 Corridor Improvements to state highway Route 126 between North Main Street and the 495 bridge on Hartford Avenue. The Applicant has a public/private partnership with the Town of Bellingham and the State to complete improvements to Route 126 as required by MassDOT, set forth in a Memorandum of Understanding with the Town dated October 1, 2021 (the "MOU"). The Town of Bellingham Town Meeting authorized \$800,000 to fund

easement and right of way acquisitions necessary to construct the Route 126 Corridor Improvements. Additionally in partnership with the Applicant, the Town of Bellingham and the State, the State has awarded the Town a \$2,000,000 MassWorks grant towards the Route 126 Corridor Improvements, and a \$2,000,000 MassDOT grant for the Route 126 Corridor Improvements.

Under the MOU, the Town's responsibilities include the on-going exploration of additional public grant funding opportunities to cover the full cost of the Route 126 Corridor Improvements, including utility relocation, construction, permitting, traffic control, and consultant construction services (shop drawing review & acceptance, daily site inspection, contractor pay request preparation, change order management, MassDOT permit management, project closes out, and other incidentals related to the road improvement project) as required by Mass DOT and the Town.

As agreed upon by the Applicant, due to the impacts of the Project, the Applicant shall provide to the Town, a contribution of \$2,660,000 towards the Route 126 Corridor Improvements prior to the issuance of a Building Permit for the Project (the "Route 126 Contribution") The Applicant shall be obligated to pay the Route 126 Contribution only upon (i) Applicant's receipt of all remaining permits necessary to construct the Project, and (ii) written notice from the Town that it has secured the balance of the necessary funding (less \$2,660,000), and intends to commence construction of the Route 126 Corridor Improvements.

If the Town is unsuccessful in the responsibilities listed above, due to the direct unmitigated traffic impacts of the Project if the Route 126 Corridor Improvements are not completed, a Certificate of Occupancy shall not be issued. A Certificate of Occupancy shall only be issued for the Project upon the determination of the Building Commissioner and Department of Public Works Director that the Route 126 Corridor Improvements have been fully completed as approved by MassDOT. The Applicant shall proceed with the Project at the Applicant's own risk, if the Applicant chooses to construct the Project prior to completion of the Route 126 Corridor Improvements.

3. Post occupancy traffic monitoring shall be conducted in accordance with the following scope. Monitoring shall be conducted at the first main internal intersection (at the Uno's westerly driveway) to determine if any issues exist with allowing left-turn access into Uno's at this location or severe backup or driver distraction or confusion frequently occurs. Since the Project may be occupied in several phases and by more than one user, there shall be two separate traffic monitoring studies, completed within six months of approximately 50% occupancy and at 100% occupancy of the Project. These

two monitoring studies shall include field observations, traffic counts, and capacity analyses at the first main internal intersection during the weekday PM and Saturday midday peak periods as well as a review of accident data from the Bellingham Police Department. Specifically, peak period traffic counts will be conducted between 4:00 and 6:00 PM on two weekdays, excluding Monday and Friday, as well as on a Saturday between 11:00 AM and 2:00 PM to quantify volumes and trip patterns. In addition, video recordings of the intersection shall be made using Miovision (or similar) equipment for a full week-long period to provide a visual record of operations for each monitoring study. The monitoring studies shall be conducted by the Applicant. The Applicant shall cover all costs associated with the monitoring studies as well as peer review of the monitoring study, if the Board requires peer review. Prior to the issuance of a Building Permit, the estimated cost of the monitoring effort based on the above scope shall be established by the Applicant and reviewed and approved by the Planning Board and, prior to the issuance of a Certificate of Occupancy for the Project, a bond for the scope amount shall be submitted to the Town, to be released upon completion and submittal of the studies to the Board.

Should the monitoring studies reveal any unanticipated safety or operational issues not identified in the traffic impact analysis and attributable to the Project such as excessive traffic delays, motorist confusion, or collisions between vehicles, then the Board may request the Applicant meet with the Board to determine what, if any, corrective actions shall be taken, including consideration of the elimination of the left turn into Uno's at the main internal intersection and directing that traffic to the Uno's second (easterly) driveway, and/or other solutions that may improve conditions.

4. Modifications shall be made to the parking lot of 217 Hartford Avenue as a result of the Approved Plan. Prior to issuance of a Certificate of Occupancy for the Project, the Applicant shall provide an as-built plan of the parking lot of 217 Hartford Avenue to the Board for its files.
5. Prior to the issuance of a Building Permit, as mitigation to alleviate concerns regarding increased trash along roadways, the Applicant shall make a one-time donation of \$22,500.00 to the Town of Bellingham to support a general roadside clean up fund. In addition, as part of the Site Operation and Maintenance Plan, the Applicant and/or their successors or assignees shall continuously monitor and maintain the Site's frontage on North Main Street and Hartford Avenue for debris and rubbish and remove the same.
6. A comprehensive signage plan shall be presented to the Board for approval prior to issuance of a Building Permit for the Site signage.

7. Prior to the start of construction, sediment and erosion controls shall be installed and be subject to the inspection and approval by the Town Planner and Conservation Agent.
8. With the exception of those areas associated with wetland replication, the Limit of Work is the limit of grading and general excavation. No construction staging or stockpiling of equipment or materials shall be placed outside the Limit of Work.
9. Unless otherwise authorized by the Building Commissioner in exceptional circumstances or for good cause, the hours of operation for any construction or staging activities on-site shall be Monday through Friday, from 7:00 am to 6:00 pm. Construction or staging activity shall also be permitted on Saturdays from 9:00 am to 6:00 pm. These activities shall include all equipment on site shall not start up or remain on before or after the hours listed above. No construction activity shall take place outside the specified permitted hours or on Sundays, or Saturdays between (i) April 1st and May 31st, and (ii) November 17th and December 31st, or New Years' Day, Memorial Day, July Fourth, Labor Day, Thanksgiving, Christmas, or other legal holiday. No idling for longer than 5 minutes, if vehicles and equipment are not in operation.
10. All fencing to be installed on Site shall be constructed to allow for a six (6) inch gap from the ground surface to the bottom of the fence to allow for wildlife.
11. No stopping or idling on the public way. No idling on Site in accordance with the Anti Idling Law.
12. Conditions herein have been established to mitigate traffic impacts related to the completed and occupied building. However, traffic mitigation may not be completed prior to construction. Prior to issuance of a Building Permit, the Applicant shall prepare a final Construction Access Management Plan (the CAMP), which shall describe measures to ensure the maintenance of existing levels of service on adjacent roadways and within the Crossroads Shopping Center during the construction of the Project, and shall submit said CAMP to the Building Commissioner as part of any Building Permit application. As indicated in the draft CAMP, the measures shall emphasize the need for regular, on-going communication throughout construction between the Applicant, the Applicant's contractor, and the Town's authority(ies) over traffic management on public roads and within the Crossroads Shopping Center, and consider construction phase activities such as construction vehicle access, contractor parking, material staging and material deliveries. The measures shall include coordination with the

contractor responsible for construction of the Route 126 Corridor Improvements, (should the same be under construction during construction of the Project), truck and general vehicle routing, timing and impacts of the construction and improvements to Route 126 Corridor, appropriate traffic control measures and site barriers, informational signage, staging & delivery logistics, and primary contact information for those in charge of construction on the Project site, as well as consider the supplemental items for the CAMP brought forward by the Board's Chair. The CAMP shall seek to maintain Hartford Avenue and/or North Main Street's "Existing Service levels" and Public Safety during all construction phases. In addition, during the duration of construction, the Applicant (and Applicant's contractor, as appropriate) shall coordinate with the Bellingham Police Department and be responsible for payment(s) for ongoing police detail(s) at Hartford Avenue and the site entrance as may be reasonably required by the Police Department to ensure safe traffic movement during construction. No occupancy permit shall be issued until, all payments for police details deployed for this purpose have been paid in full.

13. Trucks owned, under the control of, operated by Tenants of the Project are equipped with back up beepers that broadcast a "white-noise, whooshing sound" instead of a conventional beeper.
14. Trucks owned, under the control of, operated by Tenants of the Project shall be excluded from the access and egress from North Main Street. All trucks owned, under the control of, and operated by Tenants of the Project shall use the primary Hartford Avenue driveway for all access and egress.

The Applicant shall include in all leases to tenants that occupy the building that the tenant must abide by the conditions of this Approval. All leases shall expressly state and require that "All trucks owned, under the control of, or operated by the tenant shall be excluded from the access and egress from North Main Street and shall use the primary Hartford Avenue driveway for all access and egress."

15. All landscaping and structures that screen the Site shall be maintained or replaced for so long as this Special Permit is in effect for the Project. In addition, the Applicant has agreed to provide added screening between the Site and I-495 as shown on the Plans. All landscaping and structures that screen the Site, including screening between the Site and I-495, as shown on the Approved Plan, shall be installed prior to issuance of a Certificate of Occupancy and maintained in perpetuity.

16. Indoor noise shall be limited. If excessive noise, as determined pursuant to Section 240-48 of the Bylaw, is emitted by the user of the Site, the user of the Site shall close the dock bay doors when not in use to limit noise emanating from the facility and implement any other remedy that will limit noise in accordance with the Bylaw.
17. If construction activity ceases for longer than 30 days, for any reason, then written notice shall be provided by the Applicant to the Building Commissioner at least 48 hours before resuming work. During any such cessation of activity, the Building Commissioner may require that any foundation, trench, structure, equipment or other hazard be secured as necessary, in his opinion, including but not limited to the temporary installation of fencing and/or filling of trenches.
18. If construction is temporarily suspended, for any reason, during the growing season, all exposed areas shall be stabilized by seeding and/or mulching within 14 days of suspension of construction. If construction is temporarily suspended outside the growing season, all exposed areas shall be stabilized by mulching and tack within 14 days of suspension of construction. Slopes steeper than 3:1 shall be stabilized by netting and pinning during suspension of construction.
19. All exterior lighting at the Site shall be dark sky compliant and shall be designed to avoid spillover of light onto adjoining properties, in accordance with the Approved Plans and the Town's Zoning By-laws.
20. Blasting is not anticipated to be necessary in the construction of the Project. However, if such activity is determined to be necessary pre-blast surveys shall be undertaken, including notification of abutting property owners, in accordance with applicable state law, in advance of an act of blasting on Site.
21. The Applicant shall be permanently responsible for the following at the Project Site: 1) all plowing, sanding, and snow removal; 2) all site maintenance and establishing a regular schedule for site maintenance; 3) repairing and maintaining all on-site ways, including drainage structures and utilities therein as well as off-site driveways at 217 Hartford Avenue that provide primary access to the site; 4) conducting annual inspection, maintenance and cleaning of all elements of the drainage system, including but not limited to catch basins, drain manholes, detention basins, swales and pipelines; and site lighting and landscaping.
22. The Stormwater Management Operation and Maintenance Plan (O&M), last revised July 28, 2023, is hereby referenced and made part of this decision,

as the same may be updated or revised upon review by the Conservation Commission. The Applicant shall permit the Board or its agent to inspect the Site on reasonable advance notice to determine compliance with said O&M plan.

23. Snow and ice removal shall be the responsibility of the Applicant or its successor, in accordance with the approved O&M plan, including any snow and ice removal from commercial vehicles prior to leaving the Site.
24. Phosphorous-based fertilizer and "ice melt" shall not be used on the Site.
25. Prior to issuance of a Certificate of Occupancy, the Applicant or its tenant shall deliver to the Town Planner a complete list of hazardous materials, if any, proposed to be used or stored at the building to the extent required under §240.51 of the Bylaws or other applicable law. Applicable data sheets manuals shall be maintained on site and provided to the Bellingham Police and Fire Departments as required by applicable law and regulation.
26. In connection with the Project, the Applicant has offered to permanently restrict as open space approximately 42 acres of land on the Site, substantially as shown on the plan entitled Conservation Restriction Exhibit, prepared by Bohler Engineering, dated September 22, 2022. Prior to the issuance of an Occupancy Permit, the Applicant shall, with prior consultation with the Conservation Commission, record a conservation restriction, along with a plan in recordable form with the Norfolk County Registry of Deeds (the "Registry") to permanently restrict this area as open space. The form of this conservation restriction and plan shall be reviewed and approved by Town Counsel, such approval shall not be unreasonably withheld. Upon recording of the conservation restriction with the Registry, the Applicant shall provide copies to the Town Planner and the Building Commissioner.
27. Prior to the commencement of construction, the Applicant shall schedule a preconstruction meeting with the Town Planner and the Board's designated inspector. The Board's inspector shall be permitted to conduct routine inspections, as may reasonably be determined by said inspector, while construction is ongoing relative to this permit and all corresponding work associated with the Project. The Developer or its contractor shall provide written confirmation to the Town Planner of coverage under the NPDES General Permit.
28. In accordance with the Bellingham Department of Public Works, any and all municipal access and utility easements within the Site that may, (i) require relocation per the Plan, and/or (ii) be necessary to be granted by the Applicant shall be in a form approved by Town Counsel and recorded with

the Registry prior to the issuance of the Certificate of Occupancy, such approval shall not be unreasonably withheld.

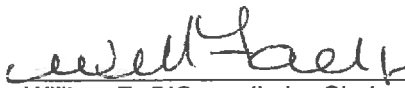
29. This Decision is binding on the Applicant's successors and assigns. This approval shall inure to the benefit of and shall be binding upon W/S Bellingham IV Associates LLC provided there is no change in use for the Project. The Planning Board shall be notified in writing of any changes in successors in title and additional users to the Site.
30. The Applicant and/or the Applicant's successors and assigns, shall be responsible for upkeep and care of the building, remaining in compliance with the conditions herein, and for the payment of municipal taxes.
31. The Applicant shall have three years from the date this permit becomes final and effective to commence construction or substantial use hereunder. If an extension of time is required for good cause, the Applicant shall request an extension in writing to the Planning Board prior to the conclusion of such three year period.
32. Any change of use, other than the Approved Uses, shall require a public hearing to either modify the existing Development Plan or to issue a new Development Plan and/or associated permit(s) as may be required pursuant to the Bylaw.
33. All requirements and conditions set forth within the Flexible Parking Special Permit, and Development Plan and Stormwater Management Permit, dated March 14, 2024, are hereby incorporated herein. Any violation of such conditions shall constitute a violation of this Permit.
34. The Applicant shall comply with §240-16B(5) and (6) of the Bylaw regarding As-Built Plans and follow the policies of the As-Built handbook.
35. This Decision shall not be effective until it is recorded by the Applicant at the Registry, with proof of such recording to be supplied to the Town Planner and the Building Inspector.

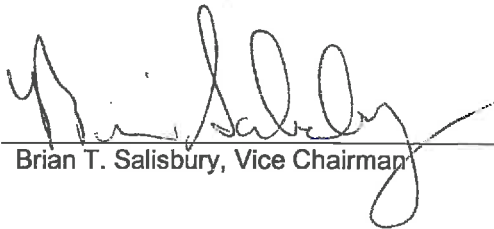
D. RECORD OF VOTE

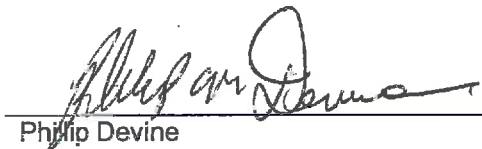
I vote to **APPROVE** the **W/S DEVELOPMENT WAREHOUSE MAJOR BUSINESS COMPLEX SPECIAL PERMIT**.


Bellingham Planning Board

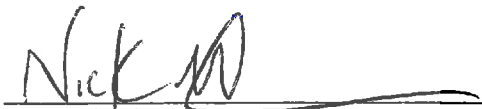
March 14, 2024


William F. O'Connell, Jr., Chairman


Brian T. Salisbury, Vice Chairman

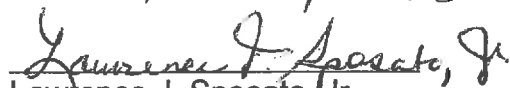

Philip Devine


Dennis J. Trebino


Nick Mobilia

Appeals of this Decision may be made within twenty days of filing, 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 March 15, 2024. *March 20, 2024*


Lawrence J. Sposato, Jr.
Bellingham Town Clerk



TOWN OF BELLINGHAM

OFFICE OF TOWN CLERK

Bellingham Municipal Center
10 Mechanic Street
Bellingham, MA 02019

Town Clerk
Lawrence J. Sposato, Jr.

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

DATE: April 10, 2024

TO: W/S Bellingham IV Associates LLC
33 Boylston Street, Suite 3000
Chestnut Hill, MA 02467

RE: W/S Development Warehouse
Flexible Parking
Special Permit Decision

This is to inform you that 20 days have elapsed since May 12, 2023 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 on file at this office.

Sincerely,



Lawrence J. Sposato, Jr.
Bellingham Town Clerk



BELLINGHAM PLANNING BOARD

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

March 14, 2024

RCV MAR 20 '24 PM2:11:19
BELLINGHAM TOWN CLERK

W/S DEVELOPMENT WAREHOUSE FLEXIBLE PARKING SPECIAL PERMIT DECISION

A. BACKGROUND

Applicant: W/S Bellingham IV Associates LLC
33 Boylston Street, Suite 3000
Chestnut Hill, MA 02467

Owner: Bellingham N Main St II LLC, Hartford Av Associates LTD
PTS, W/S Bellingham IV Associates LLC
33 Boylston Street, Suite 3000
Chestnut Hill, MA 02467

Varney Bros Sand and Gravel
P.O. Box 94
Bellingham, MA 02019

Public Hearing: The Public Hearing opened October 13, 2022 at 7:00 PM. Notice for the public meeting was published in *The Milford Daily News* on September 29, 2022 and October 6, 2022. The Public Hearing was continued to November 10, 2022, January 12, 2023, February 9, 2023, March 9, 2023, May 11, 2023, June 22, 2023, July 13, 2023, August 10, 2023, September 28, 2023, October 26, 2023, November 16, 2023, December 14, 2023, January 11, 2024, February 8, 2024 and February 22, 2024 when the Public Hearing was closed.

Date of Vote: March 14, 2024

The Premises: The Project (as herein defined), is proposed on a portion of the property at 217 Hartford Avenue (the "Site") to be accessed from Hartford Avenue, a public way, through an existing commercial plaza. The Site, upon which the Project is to be located, is comprised of portions of Assessors Map

24 Lots 10 and 12, Map 30 Lot 73-1, and Map 31 Lot 3. The parcels comprising the Site consist of 176 acres of land, located entirely within the Industrial District, under the Town of Bellingham Zoning Bylaw (the "Bylaw"). The Site is also predominantly located within the Water Resource District, established as an overlay district pursuant to Section 240-132 of the Bylaw.

The By-law

§240-60B Flexible Parking Options

The Proposal:

The Project consists of the construction of an approximately 700,000 gross sf industrial warehouse facility, along with new paved parking areas, driveways, landscaping, associated utilities, stormwater management systems, and an onsite private sanitary sewer pump station, all to be accessed from an existing two-way drive located within the existing Crossroads Shopping Center, via an existing site entrance located off of Hartford Avenue (Route 126).

The Project was documented with the following materials:

1. Application for Development Plan Review, dated September 22, 2023, including a narrative and project description.
2. Application for Stormwater Management Permit, dated September 22, 2022.
3. Application for Special Permit for Major Business Complex, Water Resource District and Flexible Parking, dated September 19, 2022.
4. Cover Letter and Project Narrative, by Bohler Engineering, dated September 22, 2022.
5. Certificate of Ownership, received September 22, 2022.
6. Certificate of Municipal Taxes and Charges Paid, dated September 21, 2022.
7. Certified Abutter's List, Town of Bellingham, dated September 14, 2022.
8. PROPOSED SITE PLAN DOCUMENTS FOR WS DEVELOPMENT – PROPOSED INDUSTRIAL DEVELOPMENT, prepared by Bohler Engineering MA, LLC last revised March 3, 2023. (also known as the Approved Plan).
9. Wetland Delineation Plan, prepared by Heritage Design Group, last revised June 28, 2006.

10. Drainage Report, by Bohler Engineering, last revised July 28, 2023.
11. Transportation Impact and Access Study, by Ron Muller and Associates, dated December 14, 2021.
12. Easement Plan, Bellingham Department of Public Works North Route Raw Water Main, by Wright Pierce, dated June 19, 2024.
13. DPW Comment Letter, by Director Donald DiMartino, dated October 7, 2022.
14. Peer Review Comment Letter, BSC Group, dated December 20, 2022.
15. Response to Peer Review Comments, Bohler Engineering, dated March 3, 2023.
16. Peer Review Comment Letter, BSC Group, dated March 17, 2023.
17. Response to Peer Review Comments, Bohler Engineering, dated May 2, 2023.
18. Peer Review Comment Letter, BSC Group, dated June 9, 2023.
19. Crossroads Shopping Center Exhibit, by Bohler Engineering, dated June 8, 2023.
20. Peer Review Comment Letter, BSC Group, dated August 10, 2023.
21. Perspective Exhibits, by Bohler Engineering, dated November, 7, 2023.
22. Traffic Memorandum, by Ron Muller and Associates, dated January 10, 2024.
23. Other miscellaneous documents on file at the Planning Board offices.

B. DETERMINATIONS

Following its public hearing on the proposed Project and requested relief by W/S Bellingham IV Associates LLC (the "Applicant"), the Planning Board (the "Board") has made the following determinations:

1. The Applicant filed an application for the Project, which consists of a new industrial building, containing approximately 700,000 gross sf, along with new paved parking areas, driveways, landscaping, associated utilities, stormwater management systems, and an onsite private sanitary sewer pump station, all to be accessed from an existing two-way drive located within the existing Crossroads Shopping Center, via an existing site entrance located off of Hartford Avenue (Route 126) as reflected on the plan set entitled

“PROPOSED SITE PLAN DOCUMENTS FOR WS DEVELOPMENT – PROPOSED INDUSTRIAL DEVELOPMENT” prepared by Bohler Engineering MA, LLC last revised March 3, 2023 (the “Plan” – see Plan List included within Section A of this Approval) on the Site. The parcels comprising the Site consist of 176 +/- acres of land, located entirely within the Industrial District, under the Town of Bellingham Zoning Bylaw (the “Bylaw”). The Site is also predominantly located within the Water Resource District, established as an overlay district pursuant to Article XX of the Bylaw.

2. That the use proposed for the Project is limited to a Major Business Complex as defined under the Bylaw, consisting of warehouse and distribution with associated office space, as allowed within the Industrial District. As reviewed with the Board, warehouse and distribution-type uses within this Major Business Complex may, within the Building Commissioner’s discretion, include “flex industrial” (light manufacturing, biotech/lab/life science, research and development and related uses, with associated office and/or warehouse space) uses allowed within the Industrial District, provided such uses do not change the Project’s compliance with the performance standards of the Bylaw (the “Proposed Uses”).
3. That the Board determined that the proposed stormwater design and plan associated with the Project, after detailed technical review by a peer review engineer, meets the applicable standards for the Water Resource District set forth in Section 240 subsections 131-137 of the Bylaw and that, therefore, the Project does not require a special permit under Article XX Water Resources District.
4. That, as a technical matter, 1,400 parking spaces are required for the Project under the Bylaw but, that, pursuant to Section 240-60 of the Bylaw, the Applicant has adequately demonstrated that the Board may grant a Flexible Parking Special Permit to allow a reduction in the required number of spaces, where the Board has determined that 851 total spaces are adequate for all parking needs associated with the Project, based upon peak parking needs relative to the contemplated use as set forth in the Applicant’s traffic impact analysis, as reviewed by the Board’s peer review consultants.

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 5 to 0 in favor, accordingly, grants the Applicant and its successors and assigns as owner of the premises, a Flexible Parking Special Permit pursuant to §240.60B to reduce the parking otherwise required under the Bylaw (the “Approval”), subject to the

following conditions (as also defined in the Major Business Complex Special Permit):

1. This Approval is limited to the improvements as noted on the Plan set approved hereby (the "Approved Plan"), warehouse and distribution uses as well as associated office use described in the above determinations as the Proposed Uses (Approved Uses), and as may be conditioned herein. Any changes to such Plan must be reviewed and approved in accordance with the Bylaw. All such changes shall be reviewed by the Board for determination as to whether or not the changes are considered minor or major. If the Board determines that any change to the plan is a major alteration to the Approved Plan, a public hearing shall be required for a modification to this permit. A minor change shall be reviewed and approved at a regularly scheduled meeting of the Board. Notwithstanding the foregoing, the Approved Plan approved by this Approval remains subject to the approval of the Bellingham Conservation Commission by issuance of an Order of Conditions for the Project. The terms and conditions of the Order of Conditions shall be incorporated by reference into this Approval. Any changes to the Approved Plan required by the Conservation Commission in connection with finalizing the Order of Conditions shall be incorporated into final building permit plans for the Project and shall not require further review by the Board.
2. The Board has granted a reduction in parking from 1400 spaces to 851 spaces.
3. This Decision is binding on the Applicant's successors and assigns. This approval shall inure to the benefit of and shall be binding upon W/S Bellingham IV Associates LLC provided there is no change in use for the Project. The Planning Board shall be notified in writing of any changes in successors in title and additional users to the Site.
4. The Applicant and/or the Applicant's successors and assigns, shall be responsible for upkeep and care of the building, remaining in compliance with the conditions herein, and for the payment of municipal taxes.
5. The Applicant shall have three years from the date this permit becomes final and effective to commence construction or substantial use hereunder. If an extension of time is required for good cause, the Applicant shall request an extension in writing to the Planning Board prior to the conclusion of such three year period.
6. Any change of use, other than the Approved Uses, shall require a public hearing to either modify the existing Special Permit or to issue a new Special

Permit and/or associated permit(s) as may be required pursuant to the Bylaw.

7. All requirements and conditions set forth within the Development Plan and Stormwater Management Permit and Major Business Complex Special Permit, dated March 14, 2024, are hereby incorporated herein. Any violation of such conditions shall constitute a violation of this Permit.
8. The Applicant shall comply with §240-16B(5) and (6) of the Bylaw regarding As-Built Plans and follow the policies of the As-Built handbook.
9. This Decision shall not be effective until it is recorded by the Applicant at the Registry, with proof of such recording to be supplied to the Town Planner and the Building Inspector.

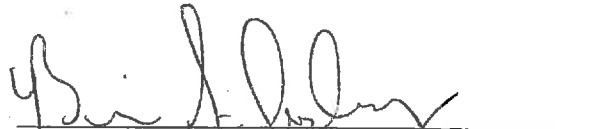
D. RECORD OF VOTE


I vote to **APPROVE** the **W/S DEVELOPMENT WAREHOUSE FLEXIBLE PARKING SPECIAL PERMIT**.


Bellingham Planning Board


March 14, 2024


William F. O'Connell, Jr., Chairman


Brian T. Salisbury, Vice Chairman



Phillip Devine


Dennis J. Trebino


Nick Mobilia

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 March 15, 2024. *March 20, 2024*


Lawrence J. Sposato, Jr.
Bellingham Town Clerk



TOWN OF BELLINGHAM

OFFICE OF TOWN CLERK

Bellingham Municipal Center
10 Mechanic Street
Bellingham, MA 02019

Town Clerk
Lawrence J. Sposato, Jr.

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

DATE: April 10, 2024

TO: W/S Bellingham IV Associates LLC
33 Boylston Street, Suite 3000
Chestnut Hill, MA 02467

RE: W/S Development Warehouse
Development Plan Approval and
Stormwater Management Decision

This is to inform you that 20 days have elapsed since March 20, 2024 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 on file at this office.

Sincerely,



Lawrence J. Sposato, Jr.
Bellingham Town Clerk



BELLINGHAM PLANNING BOARD

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

REV APR 20 '24 12:01
BELLINGHAM TOWN CLERK

March 14, 2024

W/S DEVELOPMENT WAREHOUSE DEVELOPMENT PLAN APPROVAL AND STORMWATER MANAGEMENT DECISION

A. BACKGROUND

Applicant: W/S Bellingham IV Associates LLC
33 Boylston Street, Suite 3000
Chestnut Hill, MA 02467

Owner: Bellingham N Main St II LLC, Hartford Av Associates LTD
PTS, W/S Bellingham IV Associates LLC
33 Boylston Street, Suite 3000
Chestnut Hill, MA 02467

Varney Bros Sand and Gravel
P.O. Box 94
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Date of Vote: March 14, 2024

The Premises: The Project (as herein defined), is proposed on a portion of the property at 217 Hartford Avenue (the "Site") to be accessed from Hartford Avenue, a public way, through an existing commercial plaza. The Site, upon which the Project is to be located, is comprised of portions of Assessors Map

24 Lots 10 and 12, Map 30 Lot 73-1, and Map 31 Lot 3. The parcels comprising the Site consist of 176 acres of land, located entirely within the Industrial District, under the Town of Bellingham Zoning Bylaw (the "Bylaw"). The Site is also predominantly located within the Water Resource District, established as an overlay district pursuant to Section 240-132 of the Bylaw.

The By-law

§240-16 Development Plan Review, and §240-54 Stormwater Management

The Proposal:

The Project consists of the construction of an approximately 700,000 gross sf industrial warehouse facility, along with new paved parking areas, driveways, landscaping, associated utilities, stormwater management systems, and an onsite private sanitary sewer pump station, all to be accessed from an existing two-way drive located within the existing Crossroads Shopping Center, via an existing site entrance located off of Hartford Avenue (Route 126).

The Project was documented with the following materials:

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23. Other miscellaneous documents on file at the Planning Board offices.

B. DETERMINATIONS

Following its public hearing on the proposed Project and requested relief by W/S Bellingham IV Associates LLC (the "Applicant"), the Planning Board (the "Board") has made the following determinations:

1. The Applicant filed an application for the Project, which consists of a new industrial building, containing approximately 700,000 gross sf, along with new paved parking areas, driveways, landscaping, associated utilities, stormwater management systems, and an onsite private sanitary sewer pump station, all to be accessed from an existing two-way drive located within the existing Crossroads Shopping Center, via an existing site entrance located off of Hartford Avenue (Route 126) as reflected on the plan set entitled

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2. That the use proposed for the Project is limited to a Major Business Complex as defined under the Bylaw, consisting of warehouse and distribution with associated office space, as allowed within the Industrial District. As reviewed with the Board, warehouse and distribution-type uses within this Major Business Complex may, within the Building Commissioner’s discretion, include “flex industrial” (light manufacturing, biotech/lab/life science, research and development and related uses, with associated office and/or warehouse space) uses allowed within the Industrial District, provided such uses do not change the Project’s compliance with the performance standards of the Bylaw (the “Proposed Uses”).
3. That the Board determined that the proposed stormwater design and plan associated with the Project, after detailed technical review by a peer review engineer, meets the applicable standards for the Water Resource District set forth in Section 240 subsections 131-137 of the Bylaw and that, therefore, the Project does not require a special permit under Article XX Water Resources District.
4. That, as a technical matter, 1,400 parking spaces are required for the Project under the Bylaw but, that, pursuant to Section 240-60 of the Bylaw, the Applicant has adequately demonstrated that the Board may grant a Flexible Parking Special Permit to allow a reduction in the required number of spaces, where the Board has determined that 851 total spaces are adequate for all parking needs associated with the Project, based upon peak parking needs relative to the contemplated use as set forth in the Applicant’s traffic impact analysis, as reviewed by the Board’s peer review consultants.
5. The performance requirements of this By-Law (e.g. Article IX Environmental Controls, Article X Parking and Loading Requirements, Article XI Landscaping Requirements of the Bylaw) have been met or a waiver has been requested and granted.
 - a) §240.48 Noise: Considering the location of the large Site, surrounding uses and the nature of the Project and its design, the Proposed Uses of the Project are not expected to present noise concerns whereby

applicable standards will be exceeded, where all activities are conducted indoors and are sited within the Industrial District.

- b) §240.49 Light and Glare: A photometric plan has been prepared as part of the Project Plan set. This plan demonstrates that the illumination of the proposed design of exterior site lighting for the Project shall not trespass on to abutting properties. Any exterior building and parking lot lighting shall be consistent with "dark sky" standards, shielded and directed downward to maintain lighting onto the Site and shall comply with applicable requirements of the Bylaw.
- c) § 240.50 Air Quality: The Proposed Uses of the Project do not involve emission of odorous gases in such quantities to be offensive and shall continue to adhere to the Bylaw. The only point source emissions identified to the air from within the Project will be from the proposed heating systems. However, future tenants have not been identified. It shall be a condition of this permit that any uses involving impacts to air quality within the Project pursuant to § 240.50.B shall first seek relief from the Special Permit Granting Authority.
- d) §240.51 Hazardous Materials: No hazardous materials, as defined in this section, are proposed to be used or stored within the Project on the Site. However, future tenants have not been identified. It shall be a condition of this permit that any uses involving hazardous materials within the Project shall first seek relief from the Special Permit Granting Authority.
- e) §240.52 Vibration: The Applicant does not propose any use associated with the operation of the Project that produces vibration which is discernible to the human sense of feeling (except sound) at or beyond the boundaries of the Project 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. However, future tenants have not been identified. It shall be a condition of this permit that any uses within the Project involving discernable vibrations shall first seek relief from the Special Permit Granting Authority.
- f) §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.
- g) §240.54 Stormwater Management: The stormwater management shown on the Project plans and accompanying drainage analysis has been designed to meet applicable Stormwater Management Standards set by the Massachusetts Department of Environmental Protection

("MassDEP") and the Bylaw. Applicable standards for which the Project has been designed to comply with include removing solids from the stormwater, reducing rates of runoff from the Site, and recharging the groundwater.

6. 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 Project could not reasonably be further altered to:
 - a) improve pedestrian or vehicular safety within the Site and egressing from it, as circulation has been reviewed by the Board and the Town's emergency services providers and was deemed adequate;
 - b) reduce the visual intrusion of parking areas viewed from public ways or abutting premises, as vegetative buffers have been preserved and landscaping added to priority areas in the design of the Project;
 - c) reduce the volume of cut or fill as 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) reduce the number of removed trees 8" trunk diameter and larger, as priority areas around the perimeter of the Project have been preserved in connection with the design of the Project, which are planned to be deed restricted as open space;
 - e) reduce soil erosion; and reduce hazard or inconvenience to pedestrians from storm water flow and ponding, as the Project has been designed within the Site to comply with applicable standards set forth in the MassDEP Stormwater Handbook and the Town of Bellingham Stormwater Regulations as well as compliance with a Stormwater Pollution Prevention Plan and Operation and Maintenance Plan consistent with the Town of Bellingham requirements;
 - f) provide alternate access, as representatives of the Town's emergency services providers have reviewed and approved the plan as proposed and deemed access to the Project to be adequate;
 - g) provide alternate utility service and drainage, as the Town's DPW Director has reviewed and approved the plan as proposed and demonstrated in the Stormwater Management Report; and
 - h) Projected peak hour traffic, if unmitigated, will increase above levels otherwise anticipated at the time of occupancy as indicated in the

updated traffic impact analysis and reviewed by Town's peer reviewers BSC Group, and MDM Transportation Consultants, Inc. However, the Board has determined that the traffic mitigation measures and transportation demand management measures proposed by the Applicant and required under this Special Permit, adequately provide for capacity and safety improvements associated with the Project. The Applicant shall also finalize and comply with a Construction Access Management Plan to ensure safe and efficient traffic flow during construction of the Project.

7. The Board finds that compliance with the below conditions are necessary to mitigate impacts related to the construction and occupancy of the Project.

C. DECISION

Based on the above determinations, the Board finds that the Project meets the requirements of the Bylaw, and by a vote of 5 to 0 in favor, accordingly, grants the Applicant and its successors and assigns as owner of the Site, a Development Plan and Stormwater Management Permit (the "Approval"), subject to the following conditions (as also defined in the Major Business Complex Special Permit):

1. This Approval is limited to the improvements as noted on the Plan set approved hereby (the "Approved Plan"), warehouse and distribution uses as well as associated office use described in the above determinations as the Proposed Uses (Approved Uses), and as may be conditioned herein. Any changes to such Plan must be reviewed and approved in accordance with the Bylaw. All such changes shall be reviewed by the Board for determination as to whether or not the changes are considered minor or major. If the Board determines that any change to the plan is a major alteration to the Approved Plan, a public hearing shall be required for a modification to this permit. A minor change shall be reviewed and approved at a regularly scheduled meeting of the Board. Notwithstanding the foregoing, the Approved Plan approved by this Approval remains subject to the approval of the Bellingham Conservation Commission by issuance of an Order of Conditions for the Project. The terms and conditions of the Order of Conditions shall be incorporated by reference into this Approval. Any changes to the Approved Plan required by the Conservation Commission in connection with finalizing the Order of Conditions shall be incorporated into final building permit plans for the Project and shall not require further review by the Board.

2. The Project is approved contingent on the implementation of the planned 126 Corridor Improvements to state highway Route 126 between North Main Street and the 495 bridge on Hartford Avenue. The Applicant has a public/private partnership with the Town of Bellingham and the State to complete improvements to Route 126 as required by MassDOT, set forth in a Memorandum of Understanding with the Town dated October 1, 2021 (the "MOU"). The Town of Bellingham Town Meeting authorized \$800,000 to fund easement and right of way acquisitions necessary to construct the Route 126 Corridor Improvements. Additionally in partnership with the Applicant, the Town of Bellingham and the State, the State has awarded the Town a \$2,000,000 MassWorks grant towards the Route 126 Corridor Improvements, and a \$2,000,000 MassDOT grant for the Route 126 Corridor Improvements.

Under the MOU, the Town's responsibilities include the on-going exploration of additional public grant funding opportunities to cover the full cost of the Route 126 Corridor Improvements, including utility relocation, construction, permitting, traffic control, and consultant construction services (shop drawing review & acceptance, daily site inspection, contractor pay request preparation, change order management, MassDOT permit management, project closes out, and other incidentals related to the road improvement project) as required by Mass DOT and the Town.

As agreed upon by the Applicant, due to the impacts of the Project, the Applicant shall provide to the Town, a contribution of \$2,660,000 towards the Route 126 Corridor Improvements prior to the issuance of a Building Permit for the Project (the "Route 126 Contribution") The Applicant shall be obligated to pay the Route 126 Contribution only upon (i) Applicant's receipt of all remaining permits necessary to construct the Project, and (ii) written notice from the Town that it has secured the balance of the necessary funding (less \$2,660,000), and intends to commence construction of the Route 126 Corridor Improvements.

If the Town is unsuccessful in the responsibilities listed above, due to the direct unmitigated traffic impacts of the Project if the Route 126 Corridor Improvements are not completed, a Certificate of Occupancy shall not be issued. A Certificate of Occupancy shall only be issued for the Project upon the determination of the Building Commissioner and Department of Public Works Director that the Route 126 Corridor Improvements have been fully completed as approved by MassDOT. The Applicant shall proceed with the Project at the Applicant's own risk, if the Applicant chooses to construct the Project prior to completion of the Route 126 Corridor Improvements.

3. Post occupancy traffic monitoring shall be conducted in accordance with the following scope. Monitoring shall be conducted at the first main internal intersection (at the Uno's westerly driveway) to determine if any issues exist with allowing left-turn access into Uno's at this location or severe backup or driver distraction or confusion frequently occurs. Since the Project may be occupied in several phases and by more than one user, there shall be two separate traffic monitoring studies, completed within six months of approximately 50% occupancy and at 100% occupancy of the Project. These two monitoring studies shall include field observations, traffic counts, and capacity analyses at the first main internal intersection during the weekday PM and Saturday midday peak periods as well as a review of accident data from the Bellingham Police Department. Specifically, peak period traffic counts will be conducted between 4:00 and 6:00 PM on two weekdays, excluding Monday and Friday, as well as on a Saturday between 11:00 AM and 2:00 PM to quantify volumes and trip patterns. In addition, video recordings of the intersection shall be made using Miovision (or similar) equipment for a full week-long period to provide a visual record of operations for each monitoring study. The monitoring studies shall be conducted by the Applicant. The Applicant shall cover all costs associated with the monitoring studies as well as peer review of the monitoring study, if the Board requires peer review.. Prior to the issuance of a Building Permit, the estimated cost of the monitoring effort based on the above scope shall be established by the Applicant and reviewed and approved by the Planning Board and, prior to the issuance of a Certificate of Occupancy for the Project, a bond for the scope amount shall be submitted to the Town, to be released upon completion and submittal of the studies to the Board.

Should the monitoring studies reveal any unanticipated safety or operational issues not identified in the traffic impact analysis and attributable to the Project such as excessive traffic delays, motorist confusion, or collisions between vehicles, then the Board may request the Applicant meet with the Board to determine what, if any, corrective actions shall be taken, including consideration of the elimination of the left turn into Uno's at the main internal intersection and directing that traffic to the Uno's second (easterly) driveway, and/or other solutions that may improve conditions.

4. Modifications shall be made to the parking lot of 217 Hartford Avenue as a result of the Approved Plan. Prior to issuance of a Certificate of Occupancy for the Project, the Applicant shall provide an as-built plan of the parking lot of 217 Hartford Avenue to the Board for its files.
5. Prior to the issuance of a Building Permit, as mitigation to alleviate concerns regarding increased trash along roadways, the Applicant shall make a one-time donation of \$22,500.00 to the Town of Bellingham to support a general

roadside clean up fund. In addition, as part of the Site Operation and Maintenance Plan, the Applicant and/or their successors or assignees shall continuously monitor and maintain the Site's frontage on North Main Street and Hartford Avenue for debris and rubbish and remove the same.

6. A comprehensive signage plan shall be presented to the Board for approval prior to issuance of a Building Permit for the Site signage.
7. Prior to the start of construction, sediment and erosion controls shall be installed and be subject to the inspection and approval by the Town Planner and Conservation Agent.
8. With the exception of those areas associated with wetland replication, the Limit of Work is the limit of grading and general excavation. No construction staging or stockpiling of equipment or materials shall be placed outside the Limit of Work.
9. Unless otherwise authorized by the Building Commissioner in exceptional circumstances or for good cause, the hours of operation for any construction or staging activities on-site shall be Monday through Friday, from 7:00 am to 6:00 pm. Construction or staging activity shall also be permitted on Saturdays from 9:00 am to 6:00 pm. These activities shall include all equipment on site shall not start up or remain on before or after the hours listed above. No construction activity shall take place outside the specified permitted hours or on Sundays, or Saturdays between (i) April 1st and May 31st, and (ii) November 17th and December 31st, or New Years' Day, Memorial Day, July Fourth, Labor Day, Thanksgiving, Christmas, or other legal holiday. No idling for longer than 5 minutes, if vehicles and equipment are not in operation.
10. All fencing to be installed on Site shall be constructed to allow for a six (6) inch gap from the ground surface to the bottom of the fence to allow for wildlife.
11. No stopping or idling on the public way. No idling on Site in accordance with the Anti Idling Law.
12. Conditions herein have been established to mitigate traffic impacts related to the completed and occupied building. However, traffic mitigation may not be completed prior to construction. Prior to issuance of a Building Permit, the Applicant shall prepare a final Construction Access Management Plan (the CAMP), which shall describe measures to ensure the maintenance of existing levels of service on adjacent roadways and within the Crossroads Shopping Center during the construction of the Project, and shall submit said

CAMP to the Building Commissioner as part of any Building Permit application. As indicated in the draft CAMP, the measures shall emphasize the need for regular, on-going communication throughout construction between the Applicant, the Applicant's contractor, and the Town's authority(ies) over traffic management on public roads and within the Crossroads Shopping Center, and consider construction phase activities such as construction vehicle access, contractor parking, material staging and material deliveries. The measures shall include coordination with the contractor responsible for construction of the Route 126 Corridor Improvements, (should the same be under construction during construction of the Project), truck and general vehicle routing, timing and impacts of the construction and improvements to Route 126 Corridor, appropriate traffic control measures and site barriers, informational signage, staging & delivery logistics, and primary contact information for those in charge of construction on the Project site, as well as consider the supplemental items for the CAMP brought forward by the Board's Chair. The CAMP shall seek to maintain Hartford Avenue and/or North Main Street's "Existing Service levels" and Public Safety during all construction phases. In addition, during the duration of construction, the Applicant (and Applicant's contractor, as appropriate) shall coordinate with the Bellingham Police Department and be responsible for payment(s) for ongoing police detail(s) at Hartford Avenue and the site entrance as may be reasonably required by the Police Department to ensure safe traffic movement during construction. No occupancy permit shall be issued until, all payments for police details deployed for this purpose have been paid in full.

13. Trucks owned, under the control of, operated by Tenants of the Project are equipped with back up beepers that broadcast a "white-noise, whooshing sound" instead of a conventional beeper.
14. Trucks owned, under the control of, operated by Tenants of the Project shall be excluded from the access and egress from North Main Street. All trucks owned, under the control of, and operated by Tenants of the Project shall use the primary Hartford Avenue driveway for all access and egress.

The Applicant shall include in all leases to tenants that occupy the building that the tenant must abide by the conditions of this Approval. All leases shall expressly state and require that "All trucks owned, under the control of, or operated by the tenant shall be excluded from the access and egress from North Main Street and shall use the primary Hartford Avenue driveway for all access and egress."

15. All landscaping and structures that screen the Site shall be maintained or replaced for so long as this Special Permit is in effect for the Project. In addition, the Applicant has agreed to provide added screening between the Site and I-495 as shown on the Plans. All landscaping and structures that screen the Site, , including screening between the Site and I-495, as shown on the Approved Plan, shall be installed prior to issuance of a Certificate of Occupancy and maintained in perpetuity.
16. Indoor noise shall be limited. If excessive noise, as determined pursuant to Section 240-48 of the Bylaw, is emitted by the user of the Site, the user of the Site shall close the dock bay doors when not in use to limit noise emanating from the facility and implement any other remedy that will limit noise in accordance with the Bylaw.
17. If construction activity ceases for longer than 30 days, for any reason, then written notice shall be provided by the Applicant to the Building Commissioner at least 48 hours before resuming work. During any such cessation of activity, the Building Commissioner may require that any foundation, trench, structure, equipment or other hazard be secured as necessary, in his opinion, including but not limited to the temporary installation of fencing and/or filling of trenches.
18. If construction is temporarily suspended, for any reason, during the growing season, all exposed areas shall be stabilized by seeding and/or mulching within 14 days of suspension of construction. If construction is temporarily suspended outside the growing season, all exposed areas shall be stabilized by mulching and tack within 14 days of suspension of construction. Slopes steeper than 3:1 shall be stabilized by netting and pinning during suspension of construction.
19. All exterior lighting at the Site shall be dark sky compliant and shall be designed to avoid spillover of light onto adjoining properties, in accordance with the Approved Plans and the Town's Zoning By-laws.
20. Blasting is not anticipated to be necessary in the construction of the Project. However, if such activity is determined to be necessary pre-blast surveys shall be undertaken, including notification of abutting property owners, in accordance with applicable state law, in advance of an act of blasting on Site.
21. The Applicant shall be permanently responsible for the following at the Project Site: 1) all plowing, sanding, and snow removal; 2) all site maintenance and establishing a regular schedule for site maintenance; 3) repairing and maintaining all on-site ways, including drainage structures and

utilities therein as well as off-site driveways at 217 Hartford Avenue that provide primary access to the site; 4) conducting annual inspection, maintenance and cleaning of all elements of the drainage system, including but not limited to catch basins, drain manholes, detention basins, swales and pipelines; and site lighting and landscaping.

22. The Stormwater Management Operation and Maintenance Plan (O&M), last revised July 28, 2023, is hereby referenced and made part of this decision, as the same may be updated or revised upon review by the Conservation Commission. The Applicant shall permit the Board or its agent to inspect the Site on reasonable advance notice to determine compliance with said O&M plan.
23. Snow and ice removal shall be the responsibility of the Applicant or its successor, in accordance with the approved O&M plan, including any snow and ice removal from commercial vehicles prior to leaving the Site.
24. Phosphorous-based fertilizer and "ice melt" shall not be used on the Site.
25. Prior to issuance of a Certificate of Occupancy, the Applicant or its tenant shall deliver to the Town Planner a complete list of hazardous materials, if any, proposed to be used or stored at the building to the extent required under §240.51 of the Bylaws or other applicable law. Applicable data sheets manuals shall be maintained on site and provided to the Bellingham Police and Fire Departments as required by applicable law and regulation.
26. In connection with the Project, the Applicant has offered to permanently restrict as open space approximately 42 acres of land on the Site, substantially as shown on the plan entitled Conservation Restriction Exhibit, prepared by Bohler Engineering, dated September 22, 2022. Prior to the issuance of an Occupancy Permit, the Applicant shall, with prior consultation with the Conservation Commission, record a conservation restriction, along with a plan in recordable form with the Norfolk County Registry of Deeds (the "Registry") to permanently restrict this area as open space. The form of this conservation restriction and plan shall be reviewed and approved by Town Counsel, such approval shall not be unreasonably withheld. Upon recording of the conservation restriction with the Registry, the Applicant shall provide copies to the Town Planner and the Building Commissioner.
27. Prior to the commencement of construction, the Applicant shall schedule a preconstruction meeting with the Town Planner and the Board's designated inspector. The Board's inspector shall be permitted to conduct routine inspections, as may reasonably be determined by said inspector, while construction is ongoing relative to this permit and all corresponding work

associated with the Project. The Developer or its contractor shall provide written confirmation to the Town Planner of coverage under the NPDES General Permit.


28. In accordance with the Bellingham Department of Public Works, any and all municipal access and utility easements within the Site that may, (i) require relocation per the Plan, and/or (ii) be necessary to be granted by the Applicant shall be in a form approved by Town Counsel and recorded with the Registry prior to the issuance of the Certificate of Occupancy, such approval shall not be unreasonably withheld.
29. This Decision is binding on the Applicant's successors and assigns. This approval shall inure to the benefit of and shall be binding upon W/S Bellingham IV Associates LLC provided there is no change in use for the Project. The Planning Board shall be notified in writing of any changes in successors in title and additional users to the Site.
30. The Applicant and/or the Applicant's successors and assigns, shall be responsible for upkeep and care of the building, remaining in compliance with the conditions herein, and for the payment of municipal taxes.
31. The Applicant shall have three years from the date this permit becomes final and effective to commence construction or substantial use hereunder. If an extension of time is required for good cause, the Applicant shall request an extension in writing to the Planning Board prior to the conclusion of such three year period.
32. Any change of use, other than the Approved Uses, shall require a public hearing to either modify the existing Development Plan or to issue a new Development Plan and/or associated permit(s) as may be required pursuant to the Bylaw.
33. All requirements and conditions set forth within the Flexible Parking Special Permit, and Major Business Complex Special Permit, dated March 14, 2024, are hereby incorporated herein. Any violation of such conditions shall constitute a violation of this Permit.
34. The Applicant shall comply with §240-16B(5) and (6) of the Bylaw regarding As-Built Plans and follow the policies of the As-Built handbook.
35. This Decision shall not be effective until it is recorded by the Applicant at the Registry, with proof of such recording to be supplied to the Town Planner and the Building Inspector.

D. RECORD OF VOTE

I vote to **APPROVE** the **W/S DEVELOPMENT WAREHOUSE DEVELOPMENT PLAN APPROVAL AND STORMWATER MANAGEMENT PERMIT**

Bellingham Planning Board


March 14, 2024




William F. O'Connell, Jr., Chairman




Brian T. Salisbury, Vice Chairman



Phillip Devine



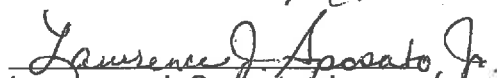
Dennis J. Trebino



Nick Mobilia

Appeals of this Decision may be made within thirty days, in accordance with the provisions of §240-16B.(3) and G.L. c 40A, §17

This Decision, together with all plans referred to in it, was filed with the Town Clerk on March 15, 2024. *March 20, 2024 (am)*



Lawrence J. Sposato, Jr.
Bellingham Town Clerk