

Board of Directors Meeting
Applicable Subdivision Board
Conservation Commission
Special Permit Granting Authority
November 1, 2011 @ 8:30am
Conference Room, SSTDTC

Directors Present: Gerard Eramo, Chairman
Joseph Connolly, Vice Chairman
James W. Lavin, Clerk
John Ward
Jeffrey Wall

Also Present: Kevin R. Donovan, Chief Executive Officer
James A. Wilson, Chief Financial Officer
Jim Young, Project Manager
Steve Ivas, Conservation Agent
Beth Mitchell & Mary Ryan, Legal Counsel
P. J. O'Sullivan, SSTDTC Consultant

The Chairman called all the meetings to order at 8:30am

The Board voted to enter into Executive Session.

VOTED: Motion of Jeffrey Wall, second by James Lavin, to enter into Executive Session for the purpose of discussions related to Eventide's pending litigation, to return to open session Lavin, aye, Ward, aye, Wall, aye, Connolly, aye, Eramo, aye

Open Session recessed at 8:31am and reconvened at 8:45am

The Chairman announced that the Board had reached agreement on a Settlement with Eventide and Rice SouthField, and would proceed with the Public Hearings.

Special Permit Granting Authority (SPGA)

THREE (3) PUBLIC HEARINGS:

The Phase 1A Development Plan Revision (P1A) Public Hearing opened at 8:48am.

Mr. Michael Lerner, Rogerson Communities, introduced a new proposed parking use, noting that a focus group determined there was a lot of interest in structured parking. This proposed change required an amendment to the third revision P1A.

Mr. Young informed the Board that their original site plan was modified by removing 3 small parking garages and consolidating parking in a larger ground level podium-style parking structure under an independent living apartment building in the northwest corner of the site with a drainage plan that complied with SSTDTC requirements.

Mr. Connolly was informed that interest in the senior apartments would be a first come first served basis. As the units filled up priority would be given to the Host Communities, 30% of the units would be affordable. There would be a 2 year marketing period focused mainly in a 10 mile radius around SouthField, construction expected to begin in one year. The project would be insured as residential property.

The Chairman thanked the applicant for providing three other cases of elevated buildings with parking under, to gain a better understanding of their proposal.

There were no public comments on the Phase 1A Development Plan Revision.

VOTED: Motion of Jeffrey Wall, seconded by Joseph Connolly to close the Public Hearing

Unanimous vote

The Hearing closed at 8:55am

Board Measure 11-051

VOTED: Motion of Jeffrey Wall, seconded by James Lavin, to approve with conditions the Amendment to the Third Revision of the Phase 1A Development Plan submitted by Rogerson Communities dated July 18, 2011. All conditions of the approval shall be as noted in the Decision to be recorded with the Norfolk County Registry of Deeds

4-1 vote - Mr. Connolly opposed

The Eventide Major Plan Change Public Hearing opened at 9:00am

Alan States, Sheskey Architect for Rogerson Communities, compared the original site plan to the proposed changes, including a 77 parking space at-grade parking podium/garage area, 24 additional senior apartments, and updates to surface parking, drainage design and utility services. Traffic circulation around the site would remain the same.

The Project Manager stated the project was consistent with the P1A and the Applicant would be required to submit a revised site plan within 3 weeks of approval, addressing technical review comments, most of which were focused on drainage.

There were no public comments on Eventide's major plan change.

VOTED: Motion of John Ward, seconded by James Lavin to close the Public Hearing

4-1 vote – Mr. Connolly opposed

The Public Hearing closed at 9:05am

Board Measure 11-040

VOTED: Motion of James Lavin, seconded by Jeffrey Wall to approve, with conditions, the Application for Major Plan Change to Approved Joint Site Plan and Special Permit submitted by Rogerson Communities for the Eventide at the SouthField Highlands project. All conditions of the approval are as noted in the Board's decision dated November 1, 2011

4-1 vote – Mr. Connolly opposed

LNR Request for Finding Public Hearing opened at 9:05am

Mr. Young noted a Garden Court unit concept, contemplated during the planning process, was not an allowed use in the Corporation's Regulatory Framework as an individual stand-alone/detached Townhouse unit on a lot having an area less than 2,500 s/f - except by a "finding for the use of a lot" by the SPGA. He stated garden style units would add variety to the housing stock at the site and could fit into the Zoning & Land Use building townhouse forms. He recommended the Board focus on the current Phase 1A Development Plan (rather than parcel boundaries) which included Townhouse-2 (TH-2) units east of Parkview St. and 27 other units east of Snowbird Ave. IBG's recent site plan application filing included 8 TH-2 units (detached) as shown in the P1A.

Mr. Wall was informed these were single family homes in a townhouse style construction. He voiced concern with fire safety on the distance between buildings, and was informed that SPGA could make a conditional finding. Mr. Hershfield noted such concerns could be taken up by SSTDTC during the site plan approval process.

Mr. Connolly inquired on the bedroom caps for each type of residential unit, and was informed that the caps remained the same as in the Master Plan. Discussion ensued on bedroom ratios per the Reuse Plan, and tracking the active counts allotted to each builder as lots were sold. Paul Abelite, IBG, stated

that LNR allotted 95 bedrooms to 'The Meadows at SouthField Highlands', and that 24 bedrooms had been built so far (Phase 1). Mr. Wall was informed that the garages in Phase 2 & 3 of 'The Meadows at SouthField Highlands' would be attached, not underneath.

Mr. Hickey, LNR, requested the finding be applicable to all LNR residential parcels so future builders would have a better chance of getting financed for an "as of right use".

The Chairman stated the Board had a vested interest to manage this development, and that he did not favor this style townhouse. The Project Manager stated he monitors bedroom count and consistency when site plan applications are filed. Mr. Abelite indicated IBG's market interest was empty nesters seeking two-level detached townhouse units with maintenance free living. Mr. Hershfield stated he preferred the Board make a finding for all LNR land rather than just the 2 potential IBG parcels east of Parkview St. because LNR land sales would require coming back to the Board for a finding, which would be hard on the builders not knowing what they could build. The CEO concurred with the Chairman against blanket approval due to public safety concerns with density and widths between units.

Mr. Hickey stated IBG buildings in the recently filed site plan for parcels R2B and R2C would be 6 ft. apart, and noted that SSTTDC's building code required no side setback. Ms. Mitchell, Legal Counsel, stated there was no regulation on side setbacks because all Townhomes were to be attached.

Mr. Wall noted SSTTDC had the ability to put restrictions and conditions on any permit moving forward to alleviate major concerns on structures and lot sizes; and that he favored a finding limited to the eight IBG units.

There were no public comments on the Request for Finding.

VOTED: Motion of John Ward, seconded by Joseph Connolly to close the public hearing

Unanimous vote

The Public Hearing closed 9:35am

The Project Manager clarified there were two different Board Measures – an original and a red-line version.

Board Measures 11-058

VOTED: Motion of John Ward, seconded by James Lavin, that pursuant to Section 5.5(D) of the Zoning and Land Use By-Laws for NAS South Weymouth, the Special Permit Granting Authority finds that the use of a lot having an area between 1,500 and 2,500 square feet for an individual detached residential unit should be regulated in accordance with the requirements applicable to townhouses, including without limitation, that the building form Townhouse-2 shall be applicable to such use. This finding only pertains to the future use of property where such use is proposed in the current Phase1A Development Plan

2-3 vote – Messrs. Wall, Eramo and Connolly opposed

VOTED: Motion of John Ward, seconded James Lavin, that pursuant to Section 5.5(D) of the Zoning and Land Use By-Laws for NAS South Weymouth, the Special Permit Granting Authority finds that the use of a lot having an area between 1,500 and 2,500 square feet for an individual detached residential unit should be regulated in accordance with the requirements applicable to townhouses, including without limitation, that the building form Townhouse-2 shall be applicable to such use. This finding only pertains to the future use of the Corporation's tax parcels 90-597-52 and 90-597-53

4-1 vote – Mr. Connolly opposed

Conservation Commission

East West Parkway (EWP) Final French's Stream River Restoration Plan

Mr. Young noted his receipt of the 100% design plans for daylighting a portion of French's Stream, part of MADOT Phase 1 contract. Mr. Grace, wetland scientist for SPS/MADOT, presented the planting details and the project plan for the daylighting of 800 ft. of French's Stream. Mr. Grace stated excavation would be pushed off to spring 2012. When water levels recede in spring and stability is assured, the connections will be switched from the cement culverts to the new stream. Mr. Ivas stated the project was good with native species that already grew on site. He voiced caution with invasive species in the first couple of years of colonization and recommended the Board accept the submission (with conditions) as fulfilling that part of Condition #20(c) in the Order of Conditions that deal with the French's Stream Restoration Plan.

Board Measure 11-059

VOTED: Motion of Jeffrey Wall, seconded by James Lavin, to approve for construction, the Final French's Steam River Restoration Plan submittal identified in the Conservation Agent's report dated Oct. 25, 2011 associated with Phase 1 of the East/West Parkway Project. The Applicant shall adhere to all additional special conditions numbered 70 to 79 which are now included as Exhibit C to the Order of Conditions. All work shall also adhere to the Order of Conditions issued to Mass DOT dated May 31, 2011

Unanimous vote

Food Vendor Permit

One Food Vendor Permit was up for renewal. The Board was informed that 2012 permits would be granted to any vendor who wanted to go through the process.

Board Measure 11-060

VOTED: Motion of James Lavin, seconded by John Ward, that in accordance with the provisions of NAS South Weymouth General Municipal Codes, Section 7.2 Regulation of Food Vendors and Amendments and additions thereto, a Permit is granted to Willy's Treat's. License to expire on Dec. 31, 2012

Unanimous vote

Minutes

VOTED: Motion of Jeffrey Wall, seconded by John Ward, to approve the minutes of the Board of Directors Meeting dated October 11, 2011

4-0-1 vote – Mr. Eramo abstained

Applicable Subdivision Board

Release of Covenant Parcels R2C, R2D, R2E, R3C, R3D, R3E

The Board was informed that LNR proposed to secure remaining construction work associated with the Phase 1A Definitive Subdivision Plan by posting a bond. Mr. Young noted a significant portion of the remaining work would be completed in the next two weeks. LNR would move forward with land sales to Whitman Homes (Parcels R3C and R3D), once the parcels were released from the Covenant. LNR requested the release of 6 parcels, R2C, R2D, R2E and R3C, R3D, R3E. Mr. Hershfield noted the other lots were intended for future sales to IBG and other potential builders.

Mr. Wall was informed that Whitman Homes planned 13 units on their parcels - 7 townhomes / 6 single family homes. Mr. Ward was informed that all the parcels were currently owned by LNR.

Mr. Lavin was informed the estimated cost of remaining work (post 11/15/11) would be around \$20K. The Project Manager indicated he was comfortable with an alternative form of security for the remaining ways and public services tied to the existing Covenants, and with releasing the six parcels.

Board Measure 11-061

VOTED: Motion of James Lavin, seconded by John Ward, to release parcels R2C, R2D, R2E, R3C, R3D and R3E from the Covenant dated May 24, 2007, as amended and supplemented, by executing a Release of Covenant - Issuance of the Release of Covenant shall be contingent on LNR South Shore LLC securing a property bond or a deposit of money or negotiable securities in an amount equal to the estimated cost plus a reasonable contingency, to construct the ways and public services required by the Certificates of Action.

Unanimous vote

VOTED: Motion of John Ward, seconded by James Lavin, to enter into Executive Session for the purpose of discussions on the NAVY Purchase Agreement and LNR Pass-Through Agreement, to return to open session

Lavin, aye, Ward, aye, Wall, aye, Connolly, aye, Eramo, aye

Open Session recessed 9:50am and reconvened 10:25am

The Board authorized the CEO to execute and deliver the Purchase Agreement and Pass-Through Agreement. Mr. Wall had departed the meeting at 10:10am

Board Measure 11-062

VOTED: Motion of John Ward, seconded by Joseph Connolly to approve the following Resolution:

RESOLVED: That, subject to the following conditions, the Corporation is authorized to enter into an Agreement for the Purchase of Real Property (the "Purchase Agreement") with the United States of America, acting by and through the Department of the Navy (the "Navy"), to acquire approximately 681.04 acres, more or less, of real property pursuant to an Economic Development Conveyance, together with the personal property and utilities located thereon, situated in the towns of Abington, Rockland and Weymouth, Massachusetts (the "Property"), upon substantially the terms and conditions presented to the Corporation at its meeting on November 1, 2011, as conclusively evidenced by the execution thereof by an Authorized party (as defined below): (a) receipt of written authorization from LNR South Shore LLC ("LNR") to enter into the Purchase Agreement; and (b) execution by the Corporation and LNR of the Pass-Through Agreement (as defined below).

RESOLVED: That the Corporation is authorized to enter into an EDC Transfer, Assignment and Pass-Through Agreement (the "Pass-Through Agreement") with LNR regarding the transfer of certain rights and responsibilities under the Purchase Agreement, which Pass-Through Agreement shall be upon substantially the terms and conditions presented to the Corporation at its meeting on November 1, 2011, as conclusively evidenced by the execution thereof by an Authorized party.

RESOLVED: That the Corporation is authorized to acquire the Property from the Navy pursuant to the Purchase Agreement and to accept deeds (the "Navy Deeds") and other instruments of conveyance by the Navy conveying the Property to the Corporation.

RESOLVED: That, pursuant to the NAS South Weymouth Amended and Restated Disposition and Development Agreement, dated as of March 24, 2008, as amended, by and between the Corporation and LNR, the Corporation is authorized to transfer the Property to LNR, for nominal, non-monetary consideration paid, and to execute and deliver deeds (the "LNR Deeds") and other instruments of conveyance, conveying the Property to LNR.

RESOLVED: That the Chairman of the Board of Directors of the Corporation and/or the Chief Executive Officer of the Corporation (each, an "Authorized party"), each acting alone, be and hereby is authorized and directed, in the name and on behalf of the Corporation, to execute and deliver the

Purchase Agreement, the Pass-Through Agreement, the Navy Deeds, the LNR Deeds, and any and all other instruments contemplated by the Purchase Agreement and or the Pass-Through Agreement or otherwise necessary or desirable in connection with the acquisition of the Property from Navy and the transfer of the Property to LNR, such instruments to be in such form and to contain such terms and provisions as the Authorized party executing the same shall deem necessary or desirable, as conclusively evidenced by his execution thereof.

Unanimous 4-0 vote

VOTED: Motion of Joseph Connolly, seconded by John Ward, to adjourn the meeting

Unanimous vote

The meeting ended 10:45am

Mary Cordeiro, Recording Secretary

Gerard Eramo, Chairman

Documents reviewed at the meeting:

11-051 – KHA Letter and Draft Decision

11-040 – KHA letter and Draft Decision

11-058 – Project Mgr. report, LNR letter, Section 5.5D & TH-2 building form

11-059 – Conservation Agent Report, French's stream restoration specifications

11-060 – Permit application

11-061 – Release of Covenant