

**Town of Westwood Planning Board
Meeting Minutes
50 Carby Street
November 20, 2007
7:00 PM**

Board Members Present: Chairman Robert Malster, Robert Moore, Steve Olanoff, Bruce Montgomery and Henry Gale.

Staff Members Present: John Bertorelli, Town Engineer; Peter Alpert, Esq. and Erika Alders, Ropes & Gray.

Continuation of Deliberations on the Westwood Station Special Permit Decision

Chairman Malster opened the meeting at approximately 7:00 pm. Attorney Peter Alpert reviewed the Proposed Material and Central Conditions as well as the Proposed Exported Conditions.

Proposed Material and Central Conditions

| Decision Section | Condition |
|-------------------------|--|
| A.5(a) | Timely filing of CMRs |
| B.2(a) | LEED ND |
| B.2(b) | LEED CS |
| B.2(1)1-3 | Compliance with Zone 1 protections and water budget rule. |
| B.2(1)1-3 | No uncured material defaults in O&M Plan as defined in O&M Exhibit |
| B.2(p)(3) | Failed noise monitoring after corrective measures implemented. |
| B.3(k) | Canton Street cut-throughs (if penalty sanction not applied) |
| B.3(k) | Canton/Everett/Forbes cut-throughs |
| B.5(c) | Mode Share fails before Full-Build |
| B.10(a) | No uncured material defaults in Construction Management Plan as defined in CMP Exhibit |

Proposed Exported Conditions

| Decision Section | Condition |
|-------------------------|--|
| A.3(b) | Suspended EIDR during Applicant appeal of subdivision approval. |
| A.3(c) | Suspended EIDR during Applicant appeal of Master Plan Special permit *[in Development Agreement] |
| A.6(a) | No First CO until Subdivision Roads and off-site work substantially complete |
| A.6(b) | No COs until relevant site drives and infrastructure complete |
| A.9 | Consent to off-site conditions |
| B.2(m) | No first building permit until payments to DCR and DWWD |
| B.3(e) | Traffic signals off on WWSB *[in Development Agreement] |
| B.3(k) | Canton Street Cut-throughs (if penalty sanction applied) |
| B.5(c) | \$100,000 into TDM Escrow prior to the issuance |

There was a general discussion about the above conditions amongst the Board members and consensus that the lists were comprehensive. Attorney Alpert further added that the conditions were fully deliberated and are now complete.

Chairman Malster read the following into the record:

"I move that the Board grant an Area Master Plan Special permit under the Westwood Zoning Bylaw, Section 9.6.4, authorizing and approving the area master plan entitled "General Layout Map, Land Division Plan (Full Build Out) Sheet C-1.1" dated 12-11-06, last revised 9-24-07, prepared by Tetra Tech Rizzo, and the accompanying plans entitled "Master Plan Special Permit Plans" dated 12-11-06 as revised 6-28-07 and 9-24-07, copies of all of which were filed with the Board, and authorizing the uses allowed in an Area Master Plan under Section 9.6.5 of the Westwood Zoning Bylaw. The Area Master Plan Special Permit is granted subject to the conditions established by the Board in its deliberative sessions on October 25 and 30 and November 6, 14, 15, 19, and 20, 2007 and also pursuant to the conditions set forth in this vote.

I further move that the Board grant the following Consolidated Special Permits under § 9.6.4 of the Westwood Zoning Bylaw, subject to the conditions established by the Board in the deliberative sessions just mentioned. The grant of the Consolidated Special Permits would authorize the following uses:

- Pursuant to Bylaw Section 4.1.4.3: Child Care Facility in New Building
- Pursuant to Bylaw Section 4.1.5.7: Retail sales and services, 15,000 square feet or more
- Pursuant to Bylaw Section 4.1.5.20: Commercial Indoor Recreation
- Pursuant to Bylaw Section 4.1.7.3: Drive-Through Service
- Pursuant to Bylaw Sections 6.1.2 and 6.1.8: Reduction in number of required parking spaces
- Pursuant to Bylaw Section 6.1.10: Joint off-street parking in Industrial District
- Pursuant to Bylaw Section 6.1.26: Shared Driveways
- Pursuant to Bylaw Section 6.2.17: Signs that exceed maximum sign area requirements and numbers of signs in excess of maximum requirements
- Pursuant to Bylaw Sections 4.1.6.1 and 7.1: Earth Material Movement

The legal name of the Applicant and the land affected by the Special Permits are as set forth in the Application submitted to the Board on December 13, 2006, as such Application has been amended and supplemented.

All of the special permit relief subject to this vote would also be subject to the following conditions relative to the Draft Development Agreement that we reviewed during our deliberative session on November 19, 2007:

- First, that the Draft Development Agreement to be revised to include conditions from the Master Plan Special Permit that the Planning Board has directed, at its deliberative session tonight, prior to the filing of the Master Plan Special Permit decision, to be so included (that is, the "exported conditions"), and further that the Applicant be obligated under the Development Agreement to comply with the exported conditions upon execution of the Final Development Agreement;
- Second, that the Draft Development Agreement be revised so that more of the parties' obligations under the Development Agreement will commence at earlier times than the issuance of the final building permit for Phase 1, such earlier times to be determined by the Board of Selectmen in negotiations with the Applicant, such earlier times to be stated definitively in the Draft Development Agreement, and such earlier times to strike a reasonable balance between the Town's desire to realize the Project's fiscal

benefits and the Applicant's desire to align its obligations with its ability to develop substantial pieces of the Project without material legal risk.

- These two conditions relating to the Draft Development Agreement are to be implemented either by incorporating them as explicit conditions in the Area Master Plan Special Permit decision or by the timely delivery to the Planning Board of a Draft Development Agreement that meets these conditions prior to the filing of our decision with the Town Clerk.

I further move that the Board's counsel shall revise the draft written Decision which has been reviewed by the Board, including Findings, Conditions, Exhibits and Appendixes, so that the final written Decision reflects all of the Board's deliberations and complies with the requirements of the Massachusetts General Laws Chapter 40A, the Westwood Zoning Bylaw and the Rules and Regulations of the Westwood Planning Board. Counsel shall transmit the final Decision to the Board for signature and filing with the Town Clerk."

On a motion by Robert Moore and seconded by Steve Olanoff, the following four members of the Planning Board voted to grant the Area Master Plan Special Permit and the Consolidated Special Permits as outlined by Chairman Malster: Robert Malster, Robert Moore, Steven Olanoff and Bruce Montgomery. There were no votes in the negative.

The meeting adjourned at approximately 9:10 PM.