

DEVELOPMENT IMPACT STATEMENT

FOR

Chick-fil-A

1 Worcester Road

Framingham, MA 01701

DATED: December, 2014

DEVELOPMENT IMPACT STATEMENT

Chick-fil-A

**1 Worcester Road
Framingham, Massachusetts**

December, 2014

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I. Description of Project

1.1 Development History

The Property, which is the subject matter of these Applications, is a portion of Shopper's World. In 1994, Homart Community Centers obtained approval for the redevelopment of Shopper's World. Although the Bradlees, now Kohl's, portion of the site was included in the overall determinations as to zoning compliance, no changes were approved or made to the Bradlees/Kohl's Area. In 2002 Kohl's, as the occupant of the former Bradlees facility, applied for and received approval from the Framingham Planning Board for a Reduction in the Required Number of Parking Spaces and Site Plan Approval. A copy of the Special Permit for Reduction of the Required Number of Parking Spaces is attached hereto as Exhibit "A".

Shopper's World is identified as 1 Worcester Road and is shown on Assessor's Map 344, Block 1, as Lot 20. Lot 20 encompasses the Kohl's facility. As depicted on the submitted Site Plans, the Kohl's leased area consists of approximately 471,764 square feet (10.83 acres). The parcel connects to Shopper's World Drive (westerly of Ring Road) at two (2) locations. The present development on the parcel consists of the Kohl's Facility, which contains approximately 102,644 square feet and includes 546 parking spaces.

1.2 Project Description

The proposed development includes the construction of a single story (4,779 square foot) Chick-fil-A Restaurant in the northeast corner of the Kohl's Leased property. The area presently includes a parking area for Kohl's. Access to the new facility will be through the existing parking area. The proposed facility includes inside seating for 128 patrons and twelve (12) patron seats on a patio area in front of the facility.

The proposal also includes the establishment of a drive-through. Accordingly, as a result of the placement of the new Chick-fil-A Restaurant on a portion of the parking area and as a result in the increase of the parking demand from the new facility, an amendment to the Special Permit for Reduction of the Required Number of Parking Spaces is requested. In addition, Minor Site Plan Approval is required along with a Special Permit from the Zoning Board of Appeals for the fast food restaurant use.

The proposed improvements consist of the development on the Premises of a Chick-fil-A Restaurant with a drive-through. Specifically, the restaurant consists of approximately 4,779 square feet. Seating capacity is proposed for 140 occupants, including 16 outside².

The Restaurant has been located so as to comply with the setback requirements of the Zoning By-Law. Specifically, the building is set back over 151 feet from the right of way of Cochituate Road. In addition, the building is set back over 115 feet from any side lot line.

Upon the construction of the new restaurant, the site will contain 107,443 square feet, which establishes a Floor Area Ratio of .23 (based upon the size of the Kohl's Leased area), well below the allowed Floor Area Ratio of .32.

As noted, the Project includes the installation of a drive-through facility. In connection therewith, the access to the drive-through is separated from the parking spaces and pedestrian access to the facility, as a separate aisle is provided around the building. Two ordering stations are provided along with the cash/pickup window. The side by side ordering stations effectively cut the ordering time in half, which results in vehicles moving more efficiently through the drive through. As shown on the Site Plans, the entrance and exit queues exceed the minimum stacking required. Stacking is provided for ten (10) vehicles at the ordering station and seven (7) vehicles between the order boards and the pick-up window. As required under the By-Law, the drive aisles and drive-up window are separated from parking fields and landscaped areas by

curbing. The drive aisles are a minimum of 12 feet in width. A waiver is requested for the two (2) customer delivery spaces. On exiting the drive-through, vehicles connect to the main two-way aisle in front of Kohl's with clear visibility to the right and left. Therefore, there will be no conflict between the drive-through operations and the non-drive-through parking operations. The drive-through areas are marked similar to the markings for the rest of the site to identify traffic flow. Pedestrian flow is shown on the Site Plan and is not impacted by the drive-through.

Pursuant to the requirements of the Overlay District Requirements, a minimum of 20% of the site is required to be landscaped. At present, the site contains .22% Landscaped Open Space. Upon completion of the Project, the Landscaped Open Space will increase to .23%. The increase in landscape areas also results in a reduction in the impervious coverage of the site, thereby lessening storm water flows off the site. A waiver is requested from the requirement for a ten (10) foot landscaped area in front of the building.

1.3 Parking

As noted, the Kohl's site is part of the Shopper's World Facility which qualifies as a Regional Shopping Center pursuant to the Zoning By-Law. Required parking for Regional Shopping Centers is based upon one (1) parking space per 200 square feet of grossed leasable area. Based upon the leasable area of 102,644 square feet for the main building, which includes both Kohl's and Pier 1 Imports and the area of the Chick-fil-A Restaurant (4,779 square feet), the total gross leasable area is 107,423 square feet, which requires 537 parking spaces. Prior to the Pier 1 Imports changes, the on-site conditions identified 551 parking spaces. With the Pier 1 Imports modifications, five (5) parking spaces will be lost. In addition, with the Chick-fil-A improvements, an additional twenty-five (25) parking spaces will be lost such that upon completion of the improvements 521 parking spaces will be available on the site.

As referenced later in this report, a Parking Study has been completed and identifies that the provision for 521 parking spaces will more than satisfy the needs for the parking demand for Kohl's, Pier 1 Imports and Chick-fil-A.

1.4 Traffic

See Traffic Report.

Transportation Impact Assessment prepared by Vanasse & Associates, Inc. dated December, 2014 which is a part of these Applications.

II. Environmental Assessment

2.1 Potential Impacts

The Project consists of the construction of a Chick-fil-A Restaurant and changes to the existing parking. The development will maintain the current access to Ring Road. Any long-term impacts should not be detrimental, as the Project will result in more landscaping, an improved drainage system, and an increase in open space.

2.2 Air Quality

Although there will be some short-term air quality impact resulting from construction activities, it should be insignificant and should not affect abutting properties. Construction activities will be conducted in accordance with all regulatory requirements.

2.3 Surface Water

In addition to the decrease in the impervious coverage of the Site, the Project design includes appropriate stormwater management measures.

2.4 Ground Water

There are no wells on the Premises or in the area. The drainage improvements, which include deep sump catch basins with oil and gas traps, will provide for the proper protection of ground water resources.

2.5 Flooding, Erosion & Sedimentation

As shown on the Plans, construction controls are proposed so flooding, erosion or sedimentation problems are not anticipated.

2.6 Hazardous Materials

There will be no hazardous materials except cleaning materials which will be disposed of in accordance with all regulatory requirements.

2.7 Temperature and Wind Conditions

As the building area on the site is only a single story building (4,779 square feet), there will not be any impact to temperature and wind conditions.

2.8 Light and Noise Impacts

The use of the Premises for a restaurant will not create any significant light or noise impact.

2.9 Systems Capacity

The Plans depict the municipal service lines to the Premises. Due to the small size of the facility, there will be no detrimental impact to the municipal systems.

2.10 Water Demand

The Project similarly will not have any significant impact upon the water system. Under Title V, the Chick-fil-A Restaurant with 142 demands 2,840 g.p.d. (20 g.p.d. per seat). User fees for water service will be paid.

2.11 Sewerage Disposal

Similarly, sewer flows will increase by 2,840 g.p.d. Sewer services will connect to the line on Cochituate Road which is of sufficient size to accommodate the needs of the facility.

2.12 Solid Waste Disposal

A private waste disposal company will be hired, so there will be no impact upon municipal services. The dumpster, as shown on the Plans, is screened.

III. Fiscal Impact Assessment

3.1 Fiscal Impact

Upon completion of the Project, the Town will receive substantial direct and indirect financial benefits. Direct benefits will be in the nature of increased employment, tax revenue, filing fees and building permit fees.

3.2 Project Impact Cost v. Revenue Analysis

As noted in this Development Impact Statement, all municipal services are presently available on Cochituate Road, and accordingly, there will not be any uncompensated cost to the Town to provide service.

The only increased cost to the Town will be for increased costs associated with the provision for water and sewer services on an annual basis. This is applicable to all properties and passed along to the landowners through property taxes and user fees.

The value of the land will not change with the construction of the new Chick-fil-A Restaurant. As a result of the construction, the building value on the Premises will increase based upon the cost of construction. Based upon the cost of construction of \$100.00 per foot, the value of the site will increase by \$477,900.00 upon completion of the construction. Over a five (5) year period, there will be an increase in tax revenue received of over \$112,000.00.

The Projected tax revenue from the property for the next five years is as follows:

TABLE 1

Fiscal Year	Tax Rate ¹	Tax Revenue Build ²	Increased Revenue
2015	\$ 41.73	\$477,900.00	\$ 19,942.76
2016	\$ 42.53	\$497,016.00	\$ 21,138.09
2017	\$ 43.42	\$516,896.00	\$ 22,443.68
2018	\$ 44.29	\$537,572.00	\$ 23,809.06
2019	\$ 45.17	\$559,075.00	\$ 25,253.41
			\$112,587.09

¹Increase in commercial tax rate 2% per year (FY 14 Rate - \$40.92).

²Building Values increased by 4% annually.

3.3 Abutting Property Impact

As the proposed use is authorized in the Zoning District by Special Permit and the new construction will meet setback and dimensional requirements, there should be no detrimental impact upon abutting properties. In fact, the improvements to the site landscaping and drainage will result in an improvement of the site and the area.

IV. Community Impact Assessment

4.1 Site Design Compatibility

The Restaurant will provide services to residents, shoppers and workers in a manner consistent with the commercial uses in the area.

4.2 Development Goals

The proposed use is an allowed use by Special Permit, and is consistent with the retail/commercial uses in the area.

4.3 Land Disturbance

The proposed Project does not impact the Requirements of the Land Disturbance Provisions of the By-Law. This is due to the fact that there are no steep slopes on the

Site either pre or post development. Further, the Project will also not result in earth removal or earth fill of more than 400 cubic yards, nor the earth moving any more than 1,000 cubic yards of earth. Finally, there are no significant natural features on the Site, as it has already been altered. There will also be no excessive clearing as defined under the By-Law, so no Land Disturbance Approval is required.

4.4 Historical Impact

There are no historic buildings on the Property.

4.5 Signage

In August of 1994, the Planning Board issued a Special Permit for Sign Review Approval for the Shopper's World Development. As noted, although the Bradlees/Kohl's site was identified as being part of that Project, no particular plans were presented or approvals granted in connection with the signage for the Kohl's Facility. The Special Permit is attached and authorizes both freestanding signs and wall signs with specific limitations.

4.5.1 Freestanding Sign

As to freestanding signs, the Special Permit authorized four (4) freestanding identification signs identifying only Shopper's World. The signs are located on the Shopper's World property and not on any portion of the Kohl's parcel. The height of the freestanding sign was not to exceed twenty (20) square feet and the area of the phylon sign was not to exceed two hundred (200) square feet. Each of the monument signs were not to exceed five (5) feet in height and 230 square feet in area.

The proposal is to erect a monument sign thirteen (13) feet in height with three (3) identification panels for Kohl's, Chick-fil-A and Pier 1 Imports. Each panel would be three (3) feet in height by ten (10) feet in width for a total of ninety (90) square feet. The sign is to be internally illuminated and located in the area in front of the Kohl's Plaza along Route 30. The dimensions and area of the sign comply with the limitations set forth in the Shopper's World Special Permit. It is the Applicant's position that, as Kohl's

could stand on its own as a lot, that a standing sign for the three (3) uses of the Premises is appropriate.

4.5.2 Wall Signs

The Shopper's World Decision authorizes two (2) wall signs per tenant at Shopper's World. Wall signs with a dimension of four (4) feet by thirty (30) feet are allowed for buildings with a gross floor area of less than 15,000 square feet. Colors are allowed based upon the logo of the tenant. A secondary sign is allowed to be two (2) feet in height by thirty (30) feet in width.

The Applicant proposes, due to the unique location of this facility with visibility along Route 30 and Ring Road from three (3) sides of the building, three (3) wall signs to be located on the southerly (Main Entry), easterly (Ring Road) and northerly (Route 30 façades). The signs are the same dimension with the Chick-fil-A "C" logo at a height of six (6) feet with the entire length of the sign being eleven (11) feet nine (9) inches for a total area of 58.75 inches. 58.75 inches is well within the 120 square foot authorization for the front sign as well as the sixty (60) foot authorization for a second sign. Accordingly, the only request is to provide a third sign location.

V. Standards for Approval

The information submitted with these Applications, including the Development Impact Statement, the Drainage Report, Traffic Report and the Site Plans detail the development of the Chick-fil-A Restaurant as being in compliance with applicable requirements, subject to the issuance of the requested waivers, thereby allowing for the approval of these Applications.

5.1 Amendment of Special Permit for Reduction of the Required Number of Parking Spaces – Section IV.I.B.1.c.

As noted, in 2002 a Special Permit for Reduction of the Required Number of Parking Spaces was issued for the Kohl's Facility. As part of the analysis for the

proposed Chick-fil-A Restaurant, a parking study was conducted by Vanasse & Associates. The results of that study, as set forth in the attached memorandum, indicate that the peak demand for parking spaces is mid-day on Saturday with a peak demand of 281 spaces just over half of the available parking spaces with no real usage of the area of the proposed development. The report concludes that, although the proposed Project would result in a reduction of twenty-five (25) parking spaces, the net number of parking spaces on the site (521 spaces) is sufficient to satisfy the needs of the Kohl's, Pier 1 Imports and the Chick-fil-A Restaurant parking demands.

5.2 Drive-Through Special Permit - Section IV.(Q)

The plans, as depicted, comply with the requirements for drive-through facilities with the exception of the provision for two (2) customer service related parking spaces. Available areas on the site satisfy the need to correct any drive-through inaccuracies. In all other respects the drive-through requirements are satisfied based upon the design of the drive-through and the facility. Specifically, there are two (2) lanes that hold at least five (5) vehicles each prior to the ordering stations and a minimum of a seven (7) car queue prior to pick-up. Further, the drive-through is entirely separated from the parking lot and pedestrian access to the facility.

Further, the proposed drive-through use is consistent and appropriate for the location and will provide significant benefit to the employees and shoppers in the area. The parking provided is more than adequate to supply for the needs of the facility and has been designed in accordance with the requirements of the By-Law. The parking layout is fully accessible for emergency vehicles and will not create a hazard to abutters, vehicles or pedestrians. Finally, the restaurant use is consistent with the uses within the Golden Triangle, including the drive-through facility.

5.3 Minor Site Plan Approval – Section IV.2.a.

Minor Site Plan Review is required as the Project involves only 4,799 square feet and is not located within proximity to any residential areas. Minor Site Plan Review requiring conformance with the Environmental Impact Standards (IV.5.6.b.) and the

Parking Standards (IV.1.6.(e.)). As described herein and depicted on the Site Plans, the proposed design will not result in any significant emission of dust, oil or noxious gases nor have any significant adverse environmental impact. The drainage system will provide for the mitigation of any stormwater run-off as required. Further, the vast majority of the site is in an area which has already been altered for the construction of a parking lot and, therefore, there should be minimum disturbance and there should be no erosion or flooding issues associated with the proposed development.

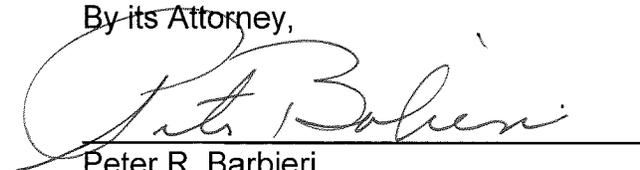
The lighting has been designed so as not to impact abutters, and the lighting of the site complies with the requirements of the Zoning By-Law.

As noted, the parking space design complies with the requirements of the By-Law and appropriate measures have been made for emergency access throughout the site. Accordingly, there will be no hazard to abutters, vehicles or pedestrians based upon the proposed design.

VI. Conclusion

Chick-fil-A respectfully requests that the Framingham Planning Board approve the Site Plan Review and Special Permit Applications, authorizing the construction of a Chick-fil-A Restaurant with a drive-through site on the property.

CHICK-FIL-A
By its Attorney,



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Ph: (508) 532-3517

1194-02

DECISION OF THE
FRAMINGHAM PLANNING BOARD ON
APPLICATION OF KOHL'S DEPARTMENT STORES, INC.
SPECIAL PERMIT FOR REDUCTION IN THE REQUIRED NUMBER
TOWN CLERK OF PARKING SPACES
FRAMINGHAM, MASSACHUSETTS
DATE OF DECISION: June 25, 2002

STATEMENT OF FACTS

On March 20, 2002, the Applicant, Kohl's Department Stores, Inc. ("Kohl's" or "Applicant") filed with the Planning Board and with the Town Clerk, Applications for Amendment of Site Plan Approval, pursuant to Section IV.1 of the Framingham Zoning By-law (the "By-law") and a Special Permit for Reduction in the Required Number of Parking Spaces, pursuant to Section IV.B.1.c of the By-law, with respect to all such applications, in accordance with Massachusetts General Laws Chapter 40A. Shoppers World Community Center L.P. ("Shoppers World") as the fee owner joins in this application only for the purpose of giving its consent attached as Exhibit A., document number 1056-02. The Applications were filed in connection with the Applicant's plan to redevelop the former Bradlees facility Project Site located at 1 Worcester Road (the "Premises" or "Project Site"), including the renovation and expansion of the existing building thereon (the "Project"). The renovated building will contain 102,500 square feet to be used for a retail sales business. The Applicant proposed to provide 561¹ parking spaces, including twelve (12) handicapped spaces. The Premises is part of the property shown on Framingham Assessor's Map 344, Block 108, Lots 22A, 22B and 22C, zoned Business District within the Regional Center Overlay District and Highway Corridor District, with a small portion in "M-1" Light Industrial District. The proposed Project will have a Floor Area Ratio of 19.7 % and a Landscape Surface Area Ratio of 19.8 %.

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With respect to the Applications for Amendment of Site Plan Approval and a Special Permit for Reduction in the Required Number of Parking Spaces, following publication of a hearing notice in The Framingham Tab on April 15, 2002 and April 22, 2002, and the mailing of notice to parties in interest under the By-law and M.G.L.c. 40A, the Planning Board opened the public hearing on April 29, 2002. A continued session of the public hearing was held on June 18, 2002, at which time the Planning Board closed the public hearing.

¹Parking requirements were calculated as follows:

Regional Shopping Center Requirement: Store Requirement is 1 spaces per 200 square feet of gross floor area.

Calculation: Store: 102,500 square feet ÷ 200 = 512.5 spaces

Total parking spaces required = 513

This calculation would apply if the Project Site was a separate parcel for zoning purposes. It is however a part of the Shoppers World Site which is why a Special Permit for Reduction in the Required Number of Parking Spaces is required.

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TOWN CLERK
FRAMINGHAM

The Applicants have filed with the Planning Board all plans and reports required under Sections IV.I.5, V.E and other applicable provisions of the By-law. During the review process, the Applicants and their professional consultants also submitted various revisions to the same along with various supplemental memoranda and correspondence in response to requests by the Planning Board and by the various Town of Framingham departments that reviewed the Project. All of these plans, reports and correspondence are contained in the Planning Board's files and are hereby incorporated into this Decision by reference. Included with the Applicants' submittal were the following:

1. Applications to Amend Site Plan Approval and for a Special Permit for Reduction in the Required Number of Parking Spaces, dated March 20, 2002, and filed with the Town Clerk and the Planning Board on March 20, 2002.
2. Development Impact Statement of March 20, 2002.
3. Drainage and Stormwater Quality Report dated January 2002, prepared by VHB/Vanassee Hangen Brustlin, Inc. ("VHB"), as revised June 4, 2002.
4. Wetland Memorandum dated January, 2002, as supplemented by addendum dated March, 2002, prepared by VHB.
5. Traffic Evaluation dated January 29, 2002, prepared by VHB.
6. Engineer's Project Narrative dated January 2002, prepared by VHB.
7. Site Development Plan including Existing Conditions Plan prepared by VHB, dated January 31, 2002, with revisions through June 4, 2002; Layout and Materials Plan prepared by VHB, dated January 31, 2002, with revisions through June 4, 2002; Layout and Materials Plan C-2A, prepared by VHB, dated January 31, 2002, with revisions through June 4, 2002; Grading Surface Drainage and Erosion Control Plan, prepared by VHB, dated January 31, 2002, with revisions through June 4, 2002; Utility Plan, prepared by VHB, dated January 31, 2002, with revisions through June 4, 2002; Landscape Plan, prepared by VHB, dated January 31, 2002, with revisions through June 4, 2002; Site Details 1, prepared by VHB, dated January 31, 2002, with revisions through June 4, 2002; Site Details 2, prepared by VHB, dated January 31, 2002, with revisions through June 4, 2002; Lease Line Plan, prepared by VHB, dated January 31, 2002, with revisions through June 4, 2002; Existing Conditions Plan, prepared by VHB, dated January 31, 2002, with revisions through June 4, 2002; Photometrics Plan, prepared by VHB, dated January 31, 2002, with revisions through June 25, 2002; and Exterior Elevation Plan, Prepared by KKE Architects-Massachusetts, P.C., with revisions through May 14, 2002.

The Planning Board also received correspondence from the Fire Department, Department of Building Inspection, Department of Public Works, the Engineering Department, Police Department and the Planning and Economic Development Department. This correspondence is contained in the Planning Board's files and is hereby incorporated in this Decision by reference.

HEARING

During the course of the public hearing, the following individuals made appearances on behalf of the Applicants: James D. Hanrahan, Esq. of Bowditch & Dewey, LLP, counsel to Kohl's; Laurence H. Evinger, Director of Real Estate for Kohl's, Shannon Rutherford of VHB and Steve Derdiarian of VHB. Edward Fuller of Daylor Consulting Group, Inc., appeared as a landscaping consultant for the Planning Board and submitted a report.

Kohl's representatives explained that the Premises is part of a parcel of land known as 1 Worcester Road. The Project Site is located on Shoppers World Westerly Ring Road off of Cochituate Road (Rte. 30) and is part of the Shoppers World project which was subject of a Decision of this Board dated January 10, 1994 (the "Shoppers World Decision"), which Decision is the subject of the Amended Site Plan Approval decision. The Project Site is bounded on the north by the Westerly Ring Road and on the east by Shoppers World Plaza and on the west by additional commercial/retail development, and by wetlands on the south, with retail development beyond the wetlands. The Project Site is part of the property shown on the Framingham Assessor's Map 344, Block 108 as a portion of Lots 22A, 22B and 22C. The Project Site consists of approximately 449,512 square feet of land, which represents the dimensions of the leasehold parcel controlled by Kohl's (see discussion below). The Project Site is currently occupied by a 102,500 square foot building which was formerly occupied by Bradlees, a retail department store. The building located at the Project Site is one story with two front entrances, one on the left and one on the right of the front side of the building, and with a truck dock to the rear. The Premises have historically been used for the operation of retail sales businesses.

Kohl's representatives provided information indicating that the Premises is owned by Shoppers World Community Center, L.P. ("Shoppers World"). The Premises were last used by Bradlees Stores, Inc. as a retail discount department store. Pursuant to an Order of the United States Bankruptcy Court for the Southern District of New York, Kohl's succeeded to the interest of Bradlees Stores, Inc. under a certain Sublease dated December 9, 1988 between the Trustees of Wellens Realty Trust and Bradlees, giving Kohl's site control over the Project Site for an initial term which runs through October 31, 2005, with three successive renewal options of five years each.

Kohl's representatives explained its plans to renovate the existing building consisting of 102,500 square feet of space (the "Project"). Kohl's proposes to construct 561 parking spaces, including twelve (12) handicapped spaces.

According to the plans submitted by Kohl's the reconstructed parking lot will be landscaped and striped in accordance with By-law requirements. The Applicants seek three (3) waivers: (1) a reduction in the required landscape surface ratio from 20% to 19.8% in accordance with Section IV.G.2 of the By-law; (2) waiver with respect to the loading facilities requirement set forth in Section IV.C seeking a reduction in the required number of loading facilities from six to one; and

(3) reduction in the landscaping areas required adjacent to buildings as set forth in Section IV.K.8.i.²

The Premises are accessed via the private road known as Westerly Ring Road which intersects to the north with Cochituate Road (Route 30) and to the south with Worcester Road (Route 9).

FINDINGS

Having reviewed all plans and reports filed by the Applicants and its representatives, considered the correspondence from various Departments within the Town of Framingham that have reviewed the Project, considered the reports and testimony from the Planning Board's consultants, considered the comments of members of the public attending the public hearings and viewed the Project Site, the Planning Board determines that the Application comply with the requirements of Sections IV.I and V.E of the By-law, and Massachusetts General Laws Chapters 40, § 15C and 40A.

Additionally, the Board makes the following finding:

Parking Standards and Appropriate Facilities: §§ IV.I.6(e) and V.E.3(a)(2).

The Board finds that the Project proposes a parking layout which substantially complies with the requirements of §§ IV.I.6(e) and V.E.3(a)(2) of the By-law.

The Board finds that prior to renovation, the Project Site contained 742 standard parking spaces and 16 accessible parking spaces for a total of 758 parking spaces. The Project Site parking spaces were included in the original parking plan for Shoppers World. According to the Shoppers World Decision, a Special Permit was granted for reduction in the required number of parking spaces from 3,870 to 3,665. The Shoppers World Decision based that reduction on a parking ratio of "5 parking spaces for 1,000 square feet of enclosed public accessible gross leaseable area". The Board further finds that prior to the reduction of spaces requested by this Application, the Shoppers World parcel (including this Project Site) provided 18 more parking spaces than required for the buildings presently existing at Shoppers World. Based upon information provided by the Applicant the Board further finds that the reduction from 758 parking spaces to 561 parking spaces for the Project Site is primarily for the purposes of enhancing landscaping and adding green space and further that the 561 space parking lot will adequately serve the Project Site and will not have an adverse parking impact on the Shoppers World project, adjacent properties or surrounding streets. Further, the Board finds that the Shoppers World parcel shall, following the reduction in parking requested by this Application still be considered for further permit applications to have 18 more parking spaces than required for the buildings presently existing at Shoppers World.

² Kohl's representatives explained that the Site Plan submitted to the Board depicted the Premises as a separate parcel with Project Site boundaries determined by the leasehold parcel, since the Premises is not a separate parcel and is part of the larger parcel which was the subject of the Shoppers World Decision. For purposes of this Application, the Applicants have treated the Project Site as a separate parcel in determining setbacks, landscape coverage, parking requirements and other dimensional requirements although Kohl's representatives explain the Project Site is not a separate parcel for zoning purposes.

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FINDING WITH RESPECT TO RESPONSIBILITY OF APPLICANTS

The Board finds that this is a dual application of Kohl's as the owner of a leasehold interest in the Project Site and Shoppers World as the fee owner. The Board finds that Shoppers World joins in this Application only to satisfy the requirements of the By-law that an application be consented to by the fee owner. All conditions of approval shall be conditions applicable to Kohl's, their successors and assigns, and shall only apply to Shoppers World if they succeed to Kohl's interest in the leasehold parcel which is the subject of this Decision.

CONDITIONS OF APPROVAL

The Board finds that the Applications and plans submitted by the Applicants comply with the applicable requirements of Sections IV.I. and V.E of the By-law, and Massachusetts General Laws chapter 40A. Accordingly, the Board votes to grant the application for Special Permit for Reduction in the Required Number of Parking Spaces.

General Provisions

1. Prior to the commencement of authorized site activity, the Applicant and the general contractor shall meet with Planning Board Office Staff to review this approval.
2. Prior to the commencement of authorized site activity, the Planning Board Office shall be given 48 hours written notice. If the activity at the Project Site ceases for longer than 30 days, 48 hour written notice shall be given to the Planning Board Office prior to restarting work.
3. Prior to the commencement of authorized site activity, the Applicant shall provide to the Planning Board Office the name, address and business phone number of the individual who shall be responsible for all activities on site.
4. A copy of this Decision shall be kept at the Project Site.
5. All plans shall be revised to reflect the conditions of this Decision. In the event of a discrepancy between the Decision and the plans, the Decision shall take precedence over the submitted plans.
6. No corrections, additions, substitutions, alterations, or any changes shall be made in any plans, proposals, and supporting documents approved and endorsed by the Planning Board without the written approval of the Planning Board. Any request for modification of this approval shall be made in writing to the Planning Board for review and approval and shall include a description of the proposed modification, reasons the modification is necessary, and any supporting documentation.
7. Members or agents of the Planning Board shall have the right to enter the Project Site and to gather all information, measurements, photographs or other materials needed to ensure

compliance with this approval. Members or agents of the Planning Board entering onto the Project Site for these purposes shall comply with all safety rules, Regulations and directives of the Applicant and the Applicant's contractors.

8. The Applicant shall record this Decision with exhibit(s) at the Middlesex South Registry of Deeds within 60 days from the date the executed Planning Board Decision is filed with the Town Clerk and shall submit proof of recording to the Planning Board. Failure to record the decision or comply with the conditions of approval herein shall render this Decision null and void.
9. If applicable, the Applicant shall secure from the Framingham Board of Selectmen any approval required for work on Town Streets.

Infrastructure/Site Design/Landscaping

10. Prior to issuance of a permanent Certificate of Occupancy, the Applicant shall substantially complete the landscaping improvements, as shown on the approved landscaping plan. In the event that the landscaping is not completed by the time an occupancy permit is requested, the Planning Board shall require a performance guarantee in an amount sufficient to complete the landscaping plans.

A permanent irrigation system with heads and rain gauges at appropriate intervals shall be installed in accordance with the approved plan to serve the areas around the buildings and parking lot and the landscaped islands within the parking lot, and said system will be maintained in proper working order. Once plants are established, irrigation shall be required only to supplement rainfall to a total amount equal to one inch every 5 to 7 days.

All on-site landscaped buffer areas shall be maintained in good condition in perpetuity so as to present a healthy and neat appearance. The Applicant shall follow regularly scheduled plant annual maintenance including but not limited to removal of winter damage, edging and weeding of mulched areas, re-mulching of beds and tree pits, fertilization as indicated by soil testing, necessary weed control, necessary pest control, timely mowing of turf, pruning, replacement of dead trees and plants with those of similar variety and size as in the approved landscape plan. Mulch beds shall extend no greater than one foot from the edge of plants. Trees shall be limbed up to a maximum height of seven feet only. Any guy wires for staked trees shall be adjusted regularly to insure that trees remain plumb. Pruning shall be limited to that which is necessary to maintain the health and natural shape of the plants. To the extent possible, existing trees in unimproved areas on the site shall be pruned when necessary to maintain their health and appearance. The Planning Board, by majority vote, may request an opinion from the Board's Landscape Architect about the condition of plantings and may require the replacement of plants based on this opinion. Litter and debris in the parking lots, landscape and buffer areas shall be removed at least weekly to maintain a neat and orderly appearance.

11. The Applicant shall supply regular maintenance of all facilities. The Applicant shall maintain all on-site drainage in working condition at its own expense, which shall include

inspecting the catch basins twice annually (Spring and Fall) and cleaning, if necessary, to remove sediment.

12. Parking pavement markings shall be in white. Fire zone and traffic markings shall be as per the applicable code.
13. Any free standing signs will be integrated with landscaped areas.
14. New light poles installed in landscaped areas shall be at least three feet away from curbing and shall be on foundation bases flush with the ground and shall not to exceed a total pole height of 27 feet. Light poles shall have cutoff type fixtures designed to minimize glare and spillover. Any exposed light pole bases higher than 2 inches over finished grade shall be stained to match light poles. Metal conduits on telephone poles shall be painted to match the pole. The Applicant shall place seven day timers on all parking lot light poles set to turn off within one hour following closing time.
15. The Applicant shall screen all roof mounted utilities on all sides to the extent shown on the Architectural Plans.

Environment

16. The Applicant agrees to minimize the use of salt in the parking area to reduce any negative impacts to vegetation and ground water.
17. The stormwater drainage system for the Project shall be in accordance with the Massachusetts Department of Environmental Protection Stormwater Policy relating to water quality and flood control and the Framingham Conservation Commission, using Best Management Practices as the standard of performance.
18. The Applicant shall comply with the terms of an Order of Conditions issued by the Framingham Conservation Commission, Order No. 158-923, DEP File No. 158-923 .

Fire Protection

19. The Applicant shall comply with all of the requirements of the Framingham Fire Department with respect to upgrading the fire suppression system.

Site Construction

20. Prior to the issuance of the building permit, the Applicant shall provide all documents and information requested by the Planning Board or Planning Board Administrator demonstrating that the Applicant has complied with, or will comply with, all conditions of this approval.

21. The Applicant shall perform daily clean up of construction debris, including soil, on Town Streets within 200 yards from the entrance of the site driveways, caused by the site construction.

Mitigation - Traffic/Landscaping

22. The Applicant will provide traffic mitigation in the amount of \$50,000.00. Within ninety (90) days following the filing of this Decision, the Applicant shall meet with the Board to determine off-site projects. In the event a suitable mitigation project cannot be identified, then prior to the issuance of any certificate of occupancy, the Applicant shall make a payment in the amount of \$50,000.00 to the Planning Board for use by the Planning Board, at its discretion. If mitigation measures are identified which are to be done by the Applicant as a condition of this Decision, they shall be completed, regardless of cost, prior to the issuance of the final certificate of occupancy. Upon completion of such mitigation measures, the Applicant shall demonstrate to the Board, by submitting contracts and paid invoices for such work, the cost of such mitigation measures and any funds remaining up to a total of \$50,000.00 shall be paid to the Planning Board for use by the Board, at its discretion.
23. In order to further reduce traffic impacts, Kohl's shall contribute \$1,500.00 annually in "in kind" services to the Framingham Planning and Economic Development Department to promote and/or facilitate ridership on the Lift Bus. In the event that the contribution in any given year exceeds \$1,500.00, the additional amount may be credited toward services in subsequent years. Furthermore, the Applicant shall provide bicycle racks.

**Miscellaneous Provisions, Periodic Conformance Reporting
and Review**

24. The Applicant is responsible for providing the following performance guarantees for the development Project.
- a. Prior to the issuance of any occupancy permit, temporary or final, the Applicant shall post a performance guarantee satisfactory to the Planning Board for all improvements including mitigation measures, which are incomplete or not constructed, in an amount not to exceed the cost of such improvements, except for such items which are covered by the Landscape Performance Bond referenced in subparagraph (c.) below.
- b. The Applicant, prior to the issuance of a Building Permit, shall provide to the Town of Framingham, a Landscape Performance Bond in the sum of \$265,000.00 or landscaping improvements, as shown on the Landscape Plan. This reflects 100% of the Applicant's estimate of the total landscaping cost. Upon completion of the Project and prior to the request for a permanent Certificate of Occupancy, the Applicant shall provide the Planning Board with "As Built Plans" which shall be reviewed by the Board's Landscape Architect consultant, Daylor Consulting Group, Inc., at the Applicant's cost, for certification that the landscaping has been planted substantially in accordance with the approved Landscape Plan. These funds shall be released upon certification that the

landscaping has been planted substantially in accordance with the approved Landscape Plan, at which time a Landscape Maintenance Bond shall be required.

c. The Applicant, prior to the issuance of an occupancy certificate, shall provide to the Town of Framingham a Landscape Maintenance Bond in the sum of \$53,000.00 to replace any trees which are improperly pruned or dead trees, shrubs or lawn areas, as shown on the approved Landscape Plan, which shall be posted for a period of two (2) years commencing with certification of the Landscape Plan, as required above. This reflects 20% of the Applicant's estimate of the total landscaping cost. The Landscape Maintenance Bond shall not be required if the Landscape Performance Bond is still in place provided, however, that if the Landscape Performance Bond is released within the two-year period referenced above, the Landscape Maintenance Bond required herein shall be provided.

25. Prior to the request for issuance of an occupancy permit, the Applicant must demonstrate that the Project is substantially complete at the 90% level. To demonstrate substantial completion to allow for occupancy, Applicant must submit a written request for an occupancy permit which must be accompanied by a written itemization of the level of completeness for all improvements and note those items which are incomplete. The written request for either a permanent or a temporary occupancy permit must be accompanied by appropriate information to demonstrate substantial completion and must be submitted three weeks prior to issuance of the certificate of occupancy.
26. Prior to the issuance of a final occupancy certificate, the Applicant shall submit an as-built plan stamped by a professional engineer certifying that all improvements are completed in accordance with the approved plan.

WAIVERS:

In view of the reasons set forth in this Decision, the Planning Board agrees to accept the plans as drafted and to waive applicable provisions of the By-law including, but not limited to, the following requirements:

1. A waiver from the provisions of Section IV.G.2 of the By-law allowing reduction in the required landscape surface area from 20% to 19.8%.

Vote: 5 in favor, 0 opposed

2. A waiver from the provisions of Section IV.C of the By-law allowing reduction in the required number of loading facilities from six to one.

Vote: 5 in favor, 0 opposed

3. A waiver from the provisions of Section IV.K.8.i allowing the Applicant to provide landscaping as shown on the Landscaping Plan reducing the landscaped areas required adjacent to portions of the building.

Vote: 5 in favor, 0 opposed

2002 JUL 24 P 1:23

VOTE:

The vote in favor of granting the Application the Special Permit for Reduction in the Required Number of Parking Spaces for Kohl's Department Store, Inc. to redevelop the Project Site located at 1 Worcester Road, including the renovation of the existing building for retail sales use, with such building to have a gross floor area of approximately 102,500 square feet; to construct a 561 space parking lot, including twelve (12) handicapped spaces; and to establish new landscaping at 1 Worcester Road, said Premises being shown on Framingham Assessor's Map, Sheet 344, Block 108, Lots 22A, 22B and 22C, is as follows:

Special Permit for Reduction in the Required Number of Parking Spaces

- Susan Bernstein.....Yes
- Thomas F. Mahoney.....Yes
- Ann V. Welles.....Yes
- Helen Lemoine.....Yes
- Laurence W. Marsh.....Yes

By: Helen Lemoine
Helen Lemoine, Chairperson, Framingham Planning Board

Date of Signature: 7/23/02

Kohl's Department Store, Inc., accepts and agrees to comply in all respects with the foregoing conditions of approval to its Application Special Permit for Reduction in the Required Number of Parking Spaces, to redevelop the Project Site located at 1 Worcester Road, including the renovation and expansion of the existing building for retail sales use, with such building to have a gross floor area of approximately 102,500 square feet; to construct a 561 space parking lot, including twelve (12) handicapped spaces; and to establish new landscaping at 1 Worcester Road, said Premises being shown on Framingham Assessor's Map, Sheet 344, Block 108, Lots 22A, 22B and 22C. It is understood that these approvals and the Conditions contained herein, shall be binding upon any heirs, successors, transferees or assigns of the Applicant and shall run with the land.

In addition, we recognize that, in accordance with Section V.C. of the By-Law, the Planning Board must acknowledge its approval prior to the issuance of any temporary or permanent occupancy permit for this proposed Project from the Building Commissioner. To ensure compliance with the provisions and intent of section V.C., the Applicant agrees to notify the Building Department and the Planning Board at least three (3) weeks prior to applying for any such occupancy permit, to request the Town's inspection of the Premises to confirm that all improvements as prescribed in the above Conditions and as shown on the approved plans have either been completed or are the subject of an adequate performance bond.

KOHL'S DEPARTMENT STORES, INC.

DEVELOPERS DIVERSIFIED REALTY, INC.

James D. Hanrahan
by: JAMES D. HANRAHAN AHy.
7-23-02
Date of Signature

by: _____
Date of Signature _____

**DECISION OF THE
FRAMINGHAM PLANNING BOARD**
Applications of HOMART DEVELOPMENT CO.
FOR SIGN REVIEW APPROVAL
IN CONJUNCTION WITH A SPECIAL PERMIT SITE PLAN APPLICATION
BEFORE THE PLANNING BOARD

Date of Decision: August 10, 1994

STATEMENT OF FACTS

On January 21, 1993, the Applicant, Homart Development Co. filed an Application for Sign Review in Conjunction with a Special Permit Application with the Planning Board, pursuant to Section IV.I. of the Framingham Zoning By-Law. The Applicant proposes to install signs in connection with the reconstruction of Shoppers' World Mall, on the premises located at 1 Worcester Road, Framingham, MA. Said premises being shown on Assessor's Plan Sheet 345, Block 108 as Lots 20, 21A, 22A, 22B, and 22C. This sign request included standing (site identification) and wall (tenant identification) signs. The Building Commissioner approved the submission of the Application to the Planning Board and a copy of the Application was filed with the Town Clerk.

Following the publication of a hearing notice in "the Tab" on January 25, 1994 and February 8, 1994 and mailed to those persons deemed affected by the Application, the Planning Board commenced the public hearing on the Application on February 8, 1994 at 10:30 p.m. Due to a snowstorm the hearing was continued until March 1, 1994 at 9:05 p.m. A hearing notice for the March 1, 1994 hearing was published in the Tab on February 15, 1994 and February 22, 1994. On said date, the Planning Board closed the public hearing.

The Applicant submitted the following documents and plans which are incorporated into this decision by reference:

1. Application for Sign Review Request in Conjunction With a Special Permit Application Otherwise Pending Before the Planning Board dated January 21, 1994;
2. Reference Location Plan prepared by ADD, Inc., Architects, dated September 14, 1993;
3. Plans prepared by ADD, Inc., Architects entitled "Shopper's World Entry Pylon Number 1B and "Shopper's World Entry Sign Wall" [Appendix A, attached hereto] and;
4. Tenant Design Criteria for Building Entrances Shopper's World prepared by ADD, Inc. dated September 1993.

HEARINGS

Present on behalf of the Applicant were Donald Hoffenkamp and Mark Pierski of Homart Development Co. and Peter R. Barbieri, Esquire of Garrahan, Barbieri & Garrahan, P.C.

The Applicant described the request for signs, stating that the intent is to conform with the plans and exhibits that were filed with the Planning Board and reviewed during the Special Permit Site Plan Review process for the reconstruction of Shoppers' World. This included a proposal to locate four (4) site identification signs, as shown on the Reference Location Plan. The Site Identification Signs include two (2) pylon and two (2) monument (wall) signs as shown on the plans and as conditioned in the Decision of the Planning Board granting Special Permit Site Plan Review Approval dated January 10, 1994. The Applicant stated that the request for wall signage

HOMART DEVELOPMENT CO./GENERAL CINEMA PROJECT
 Sign Plan Decision
 Date of Decision: August 9, 1994

(tenant identification) also complied with the authorization for wall signage as set forth in the Special Permit Site Plan Review Decision.

The Applicant suggested that the dimensional envelopes proposed for the signs, and approved in the January 10, 1994 Site Plan Decision for the Shoppers' World reconstruction, were appropriate, in terms of the scale of the 774,000 s.f. - 19 building project, and compatible with the character of the signs within the area. The Applicant noted that the wall signage would generally not be visible from Route 9 or Route 30 because the front wall signs are perpendicular the travel lanes of these roadways. The Applicant further noted that the wall signs on the rear of the buildings, which will be uniform in color and dimension and are merely intended to identify buildings for people driving along the ring-roads which traverse the site.

In view of the fact that the tenant mix has not been finally established, the could not provide final dimensions or detailed plans for each of the building signs but that the necessary information would be presented as part of the Conformance Plans, as required by the Special Permit Site Plan Review Decision.

No one spoke either in favor or in opposition to the signage request.

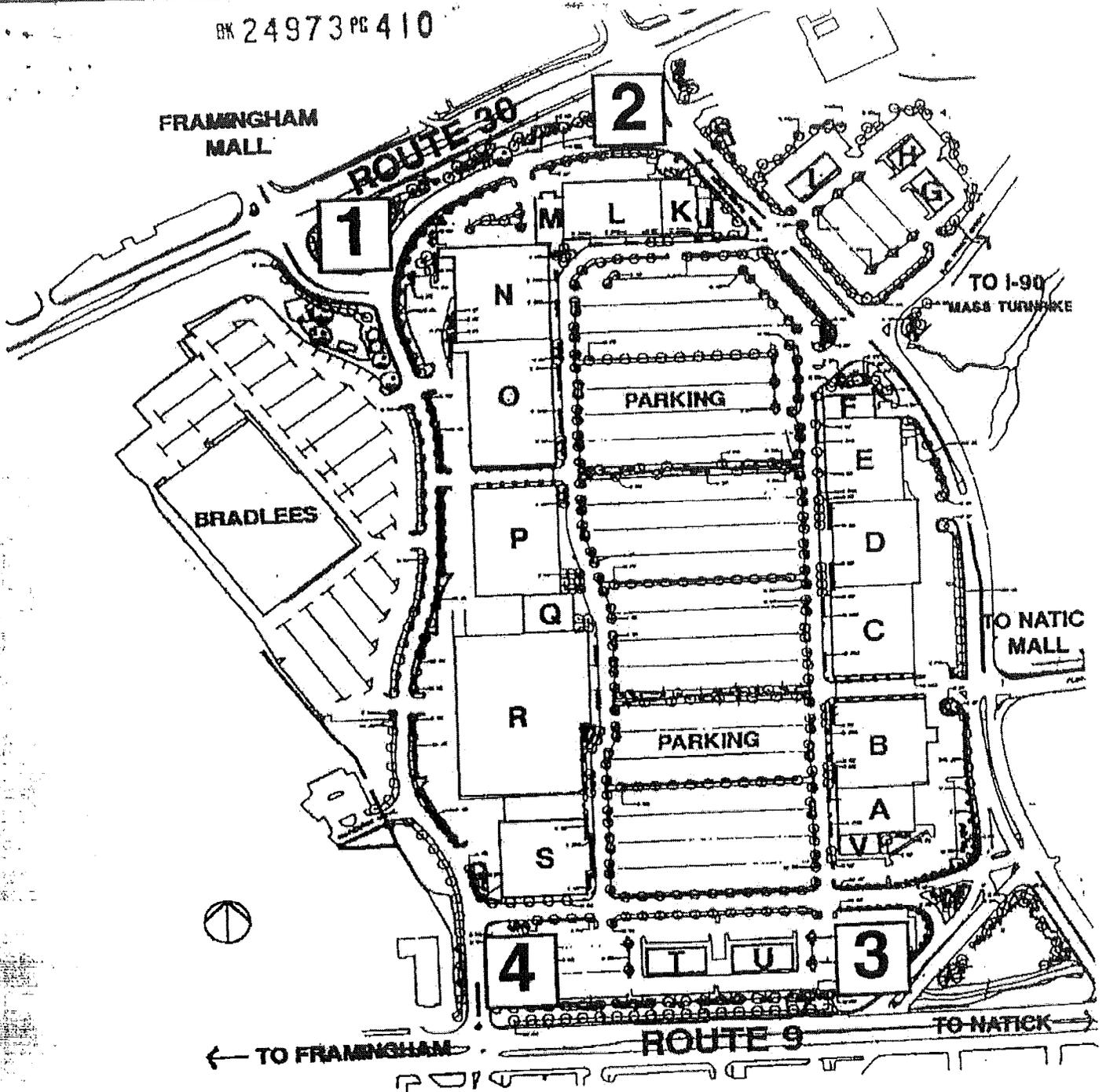
FINDINGS

Having reviewed the plans and documents filed by the Applicant, having considered the comments received from Town departments, consultants and others through the Site Plan Review Process, and having viewed the premises, it is the decision of the Planning Board that this Application be approved.

Based upon the review of the materials submitted by the applicant, the Planning Board finds that the proposed sign dimensional prototypes are compatible with signs in the area and is consistent with the objective and intent of the Sign Review By-Law, subject to the conditions and restrictions set forth below. Accordingly the Board votes to approve the application for Sign Review in Conjunction with a Special Permit application with the Planning Board subject to the following conditions:

A. Site Identification Signs

1. Four (4) free-standing signs shall be allowed, including two (2) pylon signs and two (2) monument signs. The area of each pylon sign shall not exceed two hundred (200) square feet and the height shall not exceed twenty (20) feet. The area of the monument signs shall not exceed two hundred thirty (230) square feet and the height shall not exceed five (5) feet. Vertical measurements shall include the bases and berms which may be designated as part of the signs. All freestanding signs shall be designed as shown in Appendix A, attached hereto, but subject to dimensional and other limitations set forth herein. The Board acknowledges that these signs would exceed the Maximum Area limits set forth in §1.22.E, the Illumination standards set forth in §1.22.H, and the Maximum Sign Height limits set forth in §1.22.C of the Sign By-Law and approves the requested variance of these requirements.
2. Existing site identification signs, including Bradlee's, Radio Shack, Toys R Us signs and theater marquis shall be removed.
3. The Applicant shall submit detailed designs of the signs proposed for each building in accordance with the "Site Construction Conformance Review" set forth in the Board's Site Plan Decision dated January 10, 1994. Plans for each sign shall be submitted to the Planning



REFERENCE LOCATION PLAN

Approximate locations of Project Identity Signs

A True Copy A.Mest.
COM
 Town Clerk
 October 12, 1994

ADD Inc Architects

14 September 1993