



FRAMINGHAM PLANNING BOARD

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Planning Board Staff:
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Alexander Mello, Associate Program Planner
Sean P. Dugan, Administrative Assistant

TOWN OF FRAMINGHAM PLANNING BOARD

Notice of Decision

Regarding the Application of CR 21 LLC c/o National Development For Modifications to a Site Plan Review, and Special Permits for Use and Land Disturbance, and Public Way Access Permit 432 and 490 Old Connecticut Path, Framingham MA

2014 JUN 20 A 8:4
TOWN CLERK
FRAMINGHAM

On March 13, 2014, the Applicant, CR 21 LLC c/o National Development, filed with the Planning Board, and on March 13, 2014, the Planning Board filed with the Town Clerk and Town Departments, applications pursuant to the Framingham Zoning By-Law (the "By-Law"), for Site Plan Review (Section IV.I.2.c. and IV.I.2.b), Special Permits for Use (Section III.G.3.a and V.E.) and Land Disturbance (Section IV.H.2. and V.E.) and a Public Way Access Permit pursuant to Article VI Section 8 of the Town of Framingham By-Law. The Application was filed to allow for demolition of two existing structures and construction of a three (3) story 136,500 square foot fitness and recreation facility, outdoor lap and leisure pools, and an 800 square foot "Bistro" to be leased by the Applicant to Life Time Fitness. The project is located at 432 and 490 Old Connecticut Path. A portion of the land located at 432 Old Connecticut Path (approximately 30,047 square feet) (the "Additional Land") will be combined with the land located at 490 Old Connecticut Path (approximately 398,994 square feet) to comprise the Project Site (approximately 429,041 square feet). The Project Site is zoned General Manufacturing (M) and is shown on Framingham Assessor's Sheet 100/348, Block 112, Lots 1B and 1.

After the notice of the public hearing was published in "The Metrowest Daily News" on March 13, 2014 and March 18, 2014, and mailed to parties of interest pursuant to the By-Law and M.G.L. c. 40A, the Planning Board opened the public hearing on March 27, 2014 at 7:00 pm in the Ablondi Room, Memorial Building, Framingham. Continued sessions of the public hearing were held on April 10, 2014, April 28, 2014, May 8, 2014 and May 19, 2014, June 9, 2014, and June 16, 2014. On June 16, 2014 the Planning Board voted to close the public hearing for Site Plan Review, Special Permits for Use and Land Disturbance, and Public Way Access Permit.

On June 16, 2014 the Planning Board **APPROVED** with conditions said application for Site Plan Review, Special Permits for Use and Land Disturbance, and Public Way Access Permit for 432 and 490 Old Connecticut Path and a **DECISION** was filed in the office of the Town Clerk on June 20, 2014.

Stephanie Mercandetti, Chair
FRAMINGHAM PLANNING BOARD

Any appeal from the Decision shall be made pursuant to G.L. Ch. 40A, Sec. 17 and must be filed within twenty (20) days after the date of filing of the Decision in the office of the Town Clerk.

**Decision of the Framingham Planning Board on the
Application of CR 21 LLC c/o National Development
For Site Plan Review, Special Permits for Use and Land Disturbance, and
Public Way Access Permit
432 and 490 Old Connecticut Path, Framingham, MA**

2014 JUN 20 A 8: 47
TOWN CLERK
FRAMINGHAM

Date of Decision: June 16, 2014

STATEMENT OF FACTS

On March 13, 2014, the Applicant, CR 21 LLC c/o National Development, filed with the Planning Board, and on March 13, 2014, the Planning Board filed with the Town Clerk and Town Departments, applications pursuant to the Framingham Zoning By-Law (the "By-Law"), for Site Plan Review (Section IV.I.2.c. and IV.I.2.b), Special Permits for Use (Section III.G.3.a and V.E.) and Land Disturbance (Section IV.H.2. and V.E.) and a Public Way Access Permit pursuant to Article VI Section 8 of the Town of Framingham By-Law. The Application was filed to allow for demolition of two existing structures and construction of a three (3) story 136,500 square foot fitness and recreation facility, outdoor lap and leisure pools, and an 800 square foot "Bistro" to be leased by the Applicant to Life Time Fitness. The project is located at 432 and 490 Old Connecticut Path ("Project" or "Project Site"). A portion of the land located at 432 Old Connecticut Path (approximately 30,047 square feet) (the "Additional Land") will be combined with the land located at 490 Old Connecticut Path (approximately 398,994 square feet) to comprise the Project Site (approximately 429,041 square feet). The Project Site is zoned General Manufacturing (M) and is shown on Framingham Assessor's Sheet 100/348, Block 112, Lots 1B and 1.

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The Planning Board voted to approve the Site Plan Review, Special Permits for Use and Land Disturbance and Public Way Access Permit, with conditions on June 16, 2014.

The Applicant has filed with the Planning Board various plans and reports required under the By-Law for Site Plan Review (Section IV.I.2.c. and IV.I.2.b), Special Permit for Use (Section III.G.3.a. and V.E.), Special Permit for Land Disturbance (Section IV.H.2. and V.E.), and for the Public Way Access Permit pursuant to Article VI Section 8 of the Town of Framingham By-Law. During the review process, the Applicant and its professional consultants also submitted revisions to plans in response to requests by the Planning Board and by the various departments within the Town of Framingham that reviewed the Project. 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 Applicant's submittals were the following:

1. Uniform Site Plan review Application Package, stamped by the Town Clerk on March 13, 2014. Document #219-14;
2. Uniform Special Permit Application, stamped by the Town Clerk on March 13, 2014. Document #219-14;

3. Site Plan for Life Time Athletic, 490 Old Connecticut Path. Prepared by Vanasse Hangen Brustlin, Inc. Dated February 28, 2014, revised May 1, 2014. (the "Site Plan" or "Plans") Document # 353-14;
4. Updated Planning Board Application Materials for Site Plan Review, Special Permit, Land Disturbance Permit and Public Way Access Permit. Original Application dated February 28, 2014, Updated Materials submitted May 7, 2014. Document #353-14;
5. Email correspondence from Vinod Kalikiri, VHB to Erica Guidoboni, GPI. Dated April 17, 2014. RE: Life Time Fitness – Backup Traffic Data. Document #304-14;
6. Email correspondence from Vinod Kalikiri, VHB to Erica Guidoboni, GPI. Dated April 16, 2014. RE: Life Time Fitness – Backup Traffic Data. Document #308-14; and
7. Letter from Vinod Kalikiri, VHB. Dated May 5, 2014. RE: Proposed Life Time Athletic, 432 & 490 Old Connecticut Path Road, Framingham, Response to Greenman-Pedersen, Inc. Traffic Comment Letter dated April 25, 2014. Document #346-14.

The Planning Board received correspondence from the Board of Health, Conservation Commission, Fire Department, Police Department and the Department of Public Works. The aforesaid correspondence is contained in the Planning Board files and is incorporated herein by reference.

1. Site Plan Review Checklist for Application Submittal for the Project at 432 and 490 Old Connecticut Path. Dated March 13, 2014, stamped by the Town Clerk on March 13, 2014. Documented #219-14;
2. Special Permit Review Checklist for Application Submittal for the Project at 432 and 490 Old Connecticut Path. Dated March 13, 2014, stamped by the Town Clerk on March 13, 2013. Document #219-14;
3. Land Disturbance Review Checklist for Application Submittal for the project at 432 and 490 Old Connecticut Path. Dated March 13, 2014, stamped by the Town Clerk on March 13, 2014. Document #219-14;
4. Public Way Access Permit Application for the project at a 432 and 490 Old Connecticut Path. Dated March 13, 2014, stamped by the Town Clerk on March 13, 2013. Document #219-14;
5. Letter of Comment from the Department of Public Works, dated April 8, 2014, RE: Proposed Life Time Fitness and Recreation, 432-490 Old Connecticut Path. Document #285-14;
6. Letter of Comment from the Board of Health, dated April 23, 2014, RE: Departmental Project Review/432 and 490 Old Connecticut Path (Lifetime Fitness). Document #322-14;
7. Letter of Comment from the Framingham Police Department, dated March 26, 2014, RE: Site Plan Review of 432-490 OCP. Document #258-14;
8. Email of Comment from the Framingham Fire Department, dated April 17, 2014, RE: 432 and 490 OCP- Lifetime Fitness. Document #303-14;
9. Letter of Comment from the Conservation Commission, dated April 17, 2014, RE: 432 and 490 Old Connecticut Path – Conservation Review and Status Update. Document #305-14;
10. Letter of Review from Greenman-Pedersen, Inc. dated April 25, 2014, RE: Traffic Engineering Peer Review, Lifetime Athletic Redevelopment (Sealtest Building) 432/490 Old Connecticut Path- Framingham, MA. Document #326-14; and
11. Letter of Review from Greenman-Pedersen, Inc. dated May 16, 2014, RE: Traffic Engineering Peer Review, Lifetime Athletic Redevelopment (Sealtest Building) 432/490 Old Connecticut Path- Framingham, MA.

HEARING

During the course of the public hearing, the following individuals appeared on behalf of the Applicant: John J. O’Neil, III of National Development, Attorney James D. Hanrahan of Bowditch & Dewey, LLP, Steven Senna, Project Manager of National Development, Parham Javahari, Senior Director of Life Time Fitness, Scott Ferguson, Development Manager of Life Time Fitness, Craig C. Lizotte, P.E. of Vanasse Hangen Brustlin, Inc.(“ VHB”), Justin Dufresne of VHB, Brittany Gesner of VHB, and Vinod Kalikiri, P.E.PTOE of VHB. The Town’s Traffic Peer Review, Erica Guidoboni of Greenman-Pedersen, Inc. was also present at the public hearing.

Planning Board member Thomas Mahoney was not present for the April 28, 2014 Planning Board Meeting. Mr. Mahoney filed the appropriate paper work with the Town Clerk on May 1, 2014 pursuant to G.L. c. 39, §23D to be allowed to vote on this application.

- Site Design and Circulation – The Applicant presented the Site Plan to the Board during the Public Hearing process. The Applicant’s Project Team explained the proposed stormwater plan, the parking lot design, vehicle access and egress, pedestrian walkways and landscape and lighting design. Additionally, the Applicant’s Project Team provided a detailed review of the front entrance. The Board provided comments to the Applicant, which were incorporated into the revised Site Plan and presented to the Board.
- Traffic- During the Public Hearing Process the Town’s Traffic Peer Reviewer, Erica Guidoboni, Greenman- Pedersen, Inc. presented her findings based on her review and analysis of the Applicant’s Traffic Report. The Applicant’s Traffic Engineer Vinod Kalikiri, VHB responded to questions from the Board and the Town’s Peer Review.

Mr. Kalikiri presented the study area to the Board, briefly describing the three entrances to the facility from Sealtest Drive. Mr. Kalikiri discussed the need for the installation of a traffic signal at Old Connecticut Path and Sealtest Drive.

Ms. Guidoboni found that the Applicant’s Traffic Report was conducted in compliance with all Town By-laws and national standards. Ms. Guidoboni discussed the impacts that the project would have on traffic within the area. Ms. Guidoboni noted that based on her review, the traffic data indicated that a signal at the intersection of Sealtest Drive and Old Connecticut Path was necessary for proper traffic flow within the area. Ms. Guidoboni stated that she preferred that the second entrance into the parking field from Sealtest Drive align with the entrance to the adjacent office building-parking field.

Ms. Guidoboni further discussed the number of parking spaces provided by the Applicant. Ms. Guidoboni noted that she had not seen demand data from the Applicant indicating that the number of parking spaces provided was needed for the Applicant’s proposed use.

- Bicycle Accommodations – The Town’s Peer Review Engineer for Traffic, Ms. Guidoboni, questioned the Applicant about the number of bicycle racks provided. The Plans show the location of the bicycle racks but do not indicate the number provided. Ms. Guidoboni requested that the Applicant include the number of bicycle racks on the Plans. The Peer Review Engineer and the Board wanted to ensure that the number of bicycle racks provided for the

project would adequately serve the members of the club and employees who choose to bike to the Health Club, in addition to those members who participate in group rides offered by the Facility. The Applicant provided the Board with a brief description of the proposed bicycle racks and their location on-site. The Applicant stated that two ribbon-shaped bicycle racks, which would accommodate a total of 22 bicycles, would be located near the main entrance and would not interfere with vehicle parking spaces or handicap accessibility.

- Landscaping – The Board reviewed the Landscape Plans during the Public Hearing process. The Board requested that the white pines be removed as well as arborvitae is replaced with a more desirable border plant from the Site Plan. Further, the Board requested that the Applicant review the landscaping adjacent to access driveways to ensure that the landscaping does not hinder lines of sight.
- Parking Configuration – The Town’s Peer Review Engineer for Traffic, Ms. Guidoboni presented her findings to the Board. Ms. Guidoboni requested that the Applicant proposed information used to determine the number of parking spaces proposed for the site. Ms. Guidoboni and the Board were concerned that the number of provided parking spaces seemed exceptionally high and asked the Applicant to reduce the number of parking spaces. The Applicant’s Traffic Engineer Vinod Kalikiri, explained to the Board that the parking space number was in compliance with the By-Law requirements and also explained the process used to determine the number of parking spaces required for this type of facility based on industry standards. The Applicant provided data from both the Urban Land Institute and Institute of Traffic Engineers demonstrating that the proposed number of spaces is consistent with standards for similar facilities he also provided parking space counts from other facilities owned by Life Time nationally, showing that the number proposed was consistent with parking at their other similarly sized facilities. The Applicant did not provide parking demand analysis from other facilities to support their proposed number of spaces. The Applicant offered to land bank four parking spaces located near the main entrance of the building.

The Board discussed the location for snow storage. The Applicant’s project team reviewed the proposed snow storage plan, which can be found within the Stormwater Plan. The Applicant agreed to add this information to the Site Plan.

- Lighting – The Board and Applicant reviewed the photometric plan during the Public Hearing process. The Board requested that the Applicant review the light levels to ensure that the foot-candles were at 0.0 at the lot lines. The Board further requested that the Applicant review the photometric plan to ensure that light levels within the pedestrian ways are adequate to ensure pedestrian safety.
- Energy Efficiency – The Board and the Applicant discussed the incorporation of green or energy efficient features into the design of the project. The Applicant informed the Board that the project would not be LEED Certified but the project meets the Massachusetts Stretch Code. The Board also discussed the possibility of some solar elements being incorporated into the project. The Applicant stated they would look into this.

FINDINGS

Having reviewed all plans and reports filed by the Applicant and its representatives, having considered the correspondence from various Departments within the Town of Framingham that have reviewed the Project and having viewed the site, the Planning Board determines that the Application complies with all

applicable provisions of the By-Law including the requirements for Site Plan Review (Section IV.I.2.c. and IV.I.2.b) and Special Permits for Use (Section III.G.3.a. and V.E.), and Land Disturbance (Section IV.H.2. and V.E.), and the requirements for a Public Way Access Permit pursuant to Article VI Section 8 of the Town of Framingham By-Law. Specifically, the Board makes the following findings:

A. Traffic Impact Standards and Absence of Vehicular Hazard: §§ IV.I.6.a. and V.E.3.a.(3)

The Applicant's Traffic Engineer, VHB provided the Planning Board with a Traffic Report. The Planning Board contracted Greenman Pedersen, Inc. as Peer Review Traffic Engineer to perform a Peer Review of the Applicant's Traffic Report.

The Applicant will complete the traffic improvements set forth in Exhibit A attached hereto and incorporated by reference. The traffic improvements have been reviewed by the Town's Peer Review Traffic Engineer who agrees that they meet the mitigation requirements of the By-Law.

Based upon the Applicant's Traffic Report, Peer Review Letters and responses to peer review comments made by VHB for the construction of a Health Fitness Club located at 490 and 432 Old Connecticut Path, the Board finds that, subject to completion of the traffic improvements described in Exhibit A, attached hereto, the project complies with Section IV.I.6.a. and V.E.3.a(3) including meeting all mitigation requirements of the By-law.

B. Environmental Impact Standards and Consistency with Intent of By-Law: §§ IV.I.6.b. and V.E.3.(a).(4).

The principal use of the Project is a Health Fitness Club, which will not result in adverse environmental impacts to the area. Based on the Applicant's Development Impact Statement and representations made during the Public Hearing Process, this project is not expected to create significant emission of fumes, noxious gases, radiation, water pollutants or other airborne environmental hazards, except for some noise and dust during construction activities. The Property is located in a predominantly office and residential use area. It is anticipated that vehicular traffic to and from the Property, and the attendant automobile emissions, will not be detrimental to air quality. The Applicant expects the demolition of the existing buildings to take approximately four months leading to a site work and ground-up construction phase of approximately 12 months.

The overall site disturbance will be more than one acre; a Storm Water Pollution Prevention Plan (SWPPP) shall be established. The Applicant shall file a National Pollutant Discharge Elimination System (NPDES) Notice of Intent with the EPA.

The Project required review by the Conservation Commission and an Order of Conditions dated May, 9, 2014 MASSDEP#158-1318 has been issued.

The Project does not create additional disturbances to adjacent wetlands as development is limited to the existing impervious area. The Project has a limited increase to the impervious surface on the southeastern corner of the Property to accommodate parking. The Applicant has proposed to incorporate additional property to the project to offset the increase in impervious area. The Project Site, including the additional property will have a final total site area of 429,041 square feet resulting in a Landscape Open Space of 26.8 percent of the Property which exceeds the 20 percent requirement. Therefore, Board finds that the Project as proposed complies with the requirements of Sections IV.I.6.b. and V.E.3.(a)(4) of the By-Law.

C. Fiscal Impact Standards and Municipal Services: §§ IV.I.6.c. and V.E.3.(a).(5).

The Board finds that the Project as proposed complies with the requirements of §§IV.I.6.c. and V.E.3.a.(5). The Property has an assessed value of \$2,569,300, with the underlying land valued at \$1,525,00 at 490 Old Connecticut Path, and \$45,843 at 432 Old Connecticut Path. Collectively, the improvements and land of 490 and 432 Old Connecticut Path are valued at \$4,140,343 by the Framingham Assessor's Office, and generate a current total annual property tax revenue (at a 2014 FY rate of \$40.92 per thousand for Industrial Property) of \$169,423 to Framingham. The Applicant's proposed Project has an assessed building and improvement values, once the Project is completed, of approximately \$24,718,626. The projected annual property tax revenue is \$1,011,486. The Applicant estimates "total development cost" within the meaning of the By-law to be approximately \$23,147,583.

The Project Site is currently served by adequate municipal services such as sewer, water and other facilities. Due to the proposed change in use of the Property from manufacturing to a Health and Fitness club, it is anticipated that while the Project will result in a reduction in usage in all utilities compared to the historic manufacturing use. It is not anticipated that the Project will result in an increased need for services from Framingham. The property values in Framingham are expected to increase following the completion of the Project.

The number of construction job created will be roughly 80 to 100 during the construction phase of the project. Upon final completion of the project roughly 90 full-time positions and 180 part-time positions will be created in association with the Health Club Use

D. Community Impact Standards and Site Appropriateness: §§ IV.I.6.d. and V.E.3.a.(1).

The Project Site is located within the General Manufacturing District (M). The Board finds that the Project as proposed is allowed under the By-Law. The Project is consistent with the purpose and intent of the By-law.

The manufacturing buildings have existed at 490 Old Connecticut Path for over 50 years, historically operating 24 hours per day, six days a week. The Applicant seeks to redevelop the site from a manufacturing use to a Health Club. Redevelopment in the areas of the wetland buffer will be carefully managed with input and guidance from the Conservation Commission. The existing buildings on site do not have any known historical significance. Work on the existing buildings does not trigger the Demolition Delay By-law, given that the existing buildings are not over 75 years old.

There are no buildings of known historical significance on the Property or in the immediate vicinity of the Property that would be impacted by this Project.

The Board finds that the Project satisfies the Community Impact Standards and Site Appropriateness as forth in §§ IV.I.6.d. and V.E.3.a.(1) of the By-Law.

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

The Project provides a cohesive parking plan to serve the proposed use. The Applicant proposes to create 594 off-street 90-degree angle parking spaces, including 12 handicapped accessible spaces, which complies with the parking requirements of the By-law. In addition to demonstrating compliance with the By-Law requirements, the Applicant submitted material documenting parking space counts at various Life Time Health Club locations across the country indicating that the average number of parking spaces provided per 1,000 square feet of development is approximately 4.46 spaces per 1,000 square feet. The Applicant proposes 4.33 spaces per 1,000 square feet, which is less than the typical requirement for their

other facilities across the country. Additionally the Applicant submitted data from both the Urban Land Institute and the Institute of Traffic Engineers showing average parking spaces for similar facilities to be 7.00 per 1,000 square feet (ULI) and 5.19 per 1,000 square feet (ITE), both significantly higher than the number of spaces proposed. The Applicant did not submit data analyzing parking demand at their other facilities. The Applicant has acknowledged that they can land-bank four (4) spaces without adversely impacting service to their members. The Applicant proposes to locate the land-banked spaces near the front entrance of the facility. If the Applicant finds there is a demand for any land banked spaces, the Applicant shall notify the Planning Board of its intention to un-land bank such spaces.

The parking lot, sidewalks and crosswalks have been designed to meet the needs of the proposed use. The parking lot design is safe for bicyclists, pedestrians, and vehicles to maneuver thorough the site without any adverse impacts to abutters, residents and businesses in the area, conforms to the character of the neighborhood and maximizes landscaped areas and minimizes internal traffic conflicts.

The Applicant proposes to install 2 ribbon-shaped bicycle racks, which will accommodate 22 bicycles. The bicycle racks are located at the front of the building near the main entrance. If the Applicant finds the demand for additional bicycle racks is warranted the Applicant shall install additional matching racks.

The Board finds that the Project as designed, including the land-banking of four (4) parking spaces, satisfies the Parking Standards and Appropriate Facilities standards set forth in §§ IV.I.6.e. and V.E.3.a.(2) of the By-Law.

F. Land Disturbance: §§ IV.H.2.E

The Board finds that proposed Project to be in compliance with §§ IV.H.2.E. of the By-law. The Project provides a stormwater management plan, and erosion and sedimentation control structures, devices and BMPs are shown on the Site Plan.

The Project includes re-planting of the Project Site as shown on the Landscape Plan; the Applicant does not anticipate fill from external sources to be used as part of the Project.

There are no vegetation communities on the Project Site. The site is currently completely covered with large manufacturing buildings and pavement. Through this Project a new stormwater management system will be installed to allow for stormwater infiltration into the ground or into the existing Town stormwater sewer system. There are no rare or endangered species mapped by the Massachusetts Natural Heritage Program on the proposed Project Site. The Project Site contains no historic features, stonewalls or artifacts.

G. Public Way Access Permit: Article VI Section 8 of the Town of Framingham By-Law

The Project includes three (3) curb cut entrances from Sealtest Drive which is a Town Way. Sealtest Drive will be used by the Project and is currently used by the abutting office building. The project proposes to install new intersection signalization equipment at the intersection of Sealtest Drive and Old Connecticut Path, as well as other traffic improvements set forth in Exhibit A.

The Board finds the proposed Project to be in compliance with Article VI, Section 8 of the Framingham General By-laws regarding a Public Way Access Permit.

CONDITIONS OF APPROVAL

The Board finds that the Application and Plans submitted by the Applicant comply with all applicable provisions of the By-Law including the requirements for Site Plan Review (Section IV.I.2.c. and IV.I.2.b) and Special Permit for Use (Section III.G.3.a. and V.E), Special Permit for Land Disturbance (Section IV.H.2. and V.E.) and the requirements for a Public Way Access Permit pursuant to Article VI Section 8 of the Town of Framingham By-Law.

Accordingly, the Board votes, pursuant to relevant provisions of the By-Law, to approve the Site Plan Review (Section IV.I.2.c. and IV.I.2.b) and grant a Special Permit for Use (Section III.G.3.a. V.E.), Special Permit for Land Disturbance (Section IV.H.2.and V.E.) and a Public Way Access Permit pursuant to Article VI Section 8 of the Town of Framingham By-Law, subject to the following conditions:

General Provisions

1. Prior to the commencement of authorized site activity, the Applicant and the general contractor shall meet with Planning Board Administrator to review this approval.
2. Prior to the commencement of authorized site activity, the Planning Board Office shall be given 48 hour written notice. If activity on the Property 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 emergency contact telephone number of the individual or individuals who shall be responsible for all activities on site and who can be reached 24 hours a day, seven days a week.
4. A copy of this Decision shall be kept on the Property.
5. Prior to the issuance of any building permit, copies of the approved Site Plan shall be provided to the Planning Board Office for distribution to Departments, in order to be reviewed for compliance with this decision. The Site Plan shall be revised if necessary to reflect the conditions of this Decision. In the event of a discrepancy between the Decision and the Site Plan, the Applicant shall seek written confirmation from the Planning Board to determine whether the Decision or the Site Plan shall take precedence.
6. No material 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 a material modification of this approval shall be made in writing to the Planning Board for review and approval by the Planning Board or the Planning Board's Administrator and shall include a description of the proposed modification, reasons the modification is necessary, and any supporting documentation.
7. Following notice to the project manager for the Project, members or agents of the Planning Board shall have the right to enter the 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 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 sixty (60) days from the close of the Appeal Period, not including such time required to pursue or await the determination of an appeal as referred to in MGL, Chapter 40A, Section 17, from the grant thereof, and prior to the commencement of authorized site activity, 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. This approval for Site Plan Review, Special Permits for Use and Land Disturbance and Public Way Access Permit shall lapse within two years from the date the Decision is recorded at the Middlesex South Registry of Deeds, not including such time required to pursue or await the determination of an appeal from the grant thereof, if a substantial use thereof has not sooner commenced except for good cause as determined by the Planning Board.
10. The failure to comply with the By-law and/or the terms of this Decision may result in revocation of the Site Plan Review, Special Permits for Use and Land Disturbance and Public Way Access Permit issued hereunder. The Planning Board shall by first class mail send the owner written notification of any failure to comply with the By-law and/or the terms of this Decision. If the owner believes that it is not in violation, it may request and will be granted an opportunity to attend a Planning Board meeting to try to resolve the alleged violation. If within 30 days from the date of mailing of said notice, the owner has not resolved the matter with the Planning Board, or remedied the alleged violation, it shall be grounds for revocation of the approvals issued hereunder. At the expiration of the 30 day period, the Planning Board after a duly noticed public hearing, including notice to the owner by first class mail, may revoke the approvals issued hereunder if it finds by a four-fifths vote that there has been a violation of the By-law and/or the terms of this Decision and that the owner has failed to remedy it; alternatively, the Planning Board may continue the public hearing, or by a four-fifth vote extend the time period in which the violation may be corrected.
11. 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.
12. Prior to the issuance of a final use and occupancy permit, the Applicant shall submit an application to the Board pursuant to MGL, Chapter 41, § 81P for approval of a new plan combining the Additional Land from the 432 Old Connecticut Path Parcel with the land at 490 Old Connecticut Path to comprise a single lot for the Project Site.

Infrastructure/Site Design/Landscaping

13. Prior to the issuance of a final use and occupancy permit, the Applicant shall either substantially complete the landscaping improvements shown on the approved landscaping plan or post a performance guarantee in accordance with this decision. 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 routine maintenance. The Applicant shall submit a landscape maintenance plan to the Planning Board Administrator for approval and implementation upon approval.
14. The Applicant shall provide 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.
15. Parking pavement markings shall be in white. Fire zone and traffic markings shall be as per the applicable code.
16. Project lighting shall be installed as shown in the Final Approved Site Plan.
17. Any dumpster or dumpster enclosure, as shown on the Final Approved Site Plan shall remain closed and locked except when trash deposit, removal and pickup operations are being conducted.
18. The Applicant shall construct all improvements in compliance with all applicable state and federal regulations with respect to the design of any architectural access features required under

the Americans with Disabilities Act (ADA) and with 521 CMR Architectural Access Board Rules and Regulations.

Site Construction

19. Prior to the commencement of any authorized site activity and prior to the issuance of the building permit, the Applicant shall provide all documents and information to the Planning Board or Planning Board Administrator demonstrating that the Applicant has complied with, or will comply with all the requirements of the Public Works Construction Standards and the requirements of the Department of Public Works as set forth in its correspondences to the Planning Board dated April 8, 2014 (Document #285-14).
20. The Applicant shall perform daily cleanup of construction debris, including soil, on Town streets within 200 yards from the entrance of the site driveways, caused by the site construction.
21. Outside construction hours are to be between 7:00 AM and 5:30 PM Monday through Friday and 8:00 AM and 4:00 PM on Saturday. Absent emergency conditions, no construction is permitted on Sunday or holidays. No equipment on-site shall be started and allowed to warm up prior to the start of the allowed construction hours. No vehicles are to arrive at the construction site more than thirty (30) minutes prior to the designated construction hours, which include no vehicle parking, standing or idling on adjacent public streets.

Environment

22. The Applicant shall endeavor to minimize the use of salt in the parking area to reduce any negative impacts to vegetation and ground water.
23. 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 using Best Management Practices as the standard of performance.
24. Snow storage shall be on-site in the snow storage areas designated on the Final Approved Site Plan. Snow storage shall not obstruct sight lines to preserve public safety and Applicant must remove excess snow from the site as may be necessary within forty-eight hours after the snow fall ends, in order to preserve public safety.
25. The Applicant shall comply with all the requirements of the Conservation Commission ANRAD (158-1302) and the issued ORAD as accepted by the Resource Area Delineation as stated in correspondence from the Conservation Commission dated April 17, 2014 (Document #305-14) and the Order of Conditions dated May 9, 2014 MASSDEP# 158-1318.

Traffic/Roadway

26. The Applicant shall comply with the roadway recommendations outlined in correspondence from the Department of Public Works dated April 8, 2014 (Document #285-14).
27. The Applicant agrees to explore activities and programs of the MetroWest Transportation Management Association and the MetroWest Regional Transportation Association and communicate relevant transportation and commuter information to its staff and clients.

28. The Applicant shall complete all traffic mitigation as set forth in Exhibit A, incorporated herein by reference.
29. The Applicant shall reconstruct the existing sidewalk along Old Connecticut Path at the frontage of the Project Site.
30. The Applicant will maintain Life Safety Access for Fire/EMS in accordance with the letter from the Police Department dated March 26, 2014 (Document #258-14).
 - a. The outdoor pool area will comply with the town and state regulations for fencing, gate securement and access and will maintain operations from dawn until dusk with family swim open from 10:00AM until 8:00PM. The pool-fencing/gate securement will comply with Town and State regulations for access in accordance with the letter from the Police Department dated March 26, 2014 (Document #258-14). The Child Day Care Center shall comply with local and regulations for the care and protection of children through a written Emergency Response Plan in accordance with the letter from the Police Department dated March 26, 2014 (Document #258-14).

Fire

31. In accordance with Paragraph 25.03 and 10.03(10)(a) of the Massachusetts Comprehensive Fire Safety Code (527 CMR), fire apparatus access shall be provided to the front of the building and to the pool area. All fire apparatus access, including consideration for curb placement, parking, and snow disposal areas, shall allow for apparatus access and exiting based on the Town's least maneuverable fire truck as outlined in correspondence from the Fire Department dated April 17, 2014 (Document #303-14).
32. Fire lanes shall be a minimum of 20 feet to accommodate safe operation of the aerial fire apparatus as outlined in correspondence from the Fire Department dated April 17, 2014 (Document #303-14). The site plan will be revised to show compliance with this condition.

Board of Health

33. The Applicant shall comply with the State Sanitary Code, 105 CMR 435.00 regarding the plan review, installation and maintenance requirements of the proposed swimming pool and steam room as outlined in correspondence from the Board of Health dated April 23, 2014 (Document#322-14).

Parking

34. The Board approves four (4) land-banked spaces in accordance with the Site Plan. Said parking spaces need not be constructed until such time as the Applicant or the Board, on its own motion, identifies a need to construct some or all of the land-banked spaces. Prior to construction of any land-banked parking space, the Applicant shall notify the Planning Board of its decision to construct such spaces.

Special Provisions/ Periodic Conformance Reporting and Review

35. The Applicant is responsible for providing the following performance guarantees for the development project.
 - a. Prior to the issuance of any final use and occupancy permit, the Applicant shall post a performance guarantee satisfactory to the Planning Board for all improvements including landscaping, which are incomplete or not constructed, in an amount of at least the cost of such improvements.
 - b. Upon completion of the project and prior to the request for a final use and occupancy permit, the Applicant shall provide the Planning Board with "As Built Plans" which shall

be reviewed by the Planning Board Administrator, for 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 shall provide to the Town of Framingham a Landscape Maintenance Bond in the sum of 20% of the total landscape cost 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 years commencing with the completion of the landscaping and certification of the Landscape Plan, as required above.
36. Prior to the issuance of a final use and occupancy permit, the Applicant shall submit an as-built plan stamped by a Professional Engineer registered in the Commonwealth of Massachusetts certifying that all improvements are completed in accordance with the approved Site Plan in a form acceptable to the Town of Framingham, Department of Public Works, Engineering & Transportation Division (DPW). The as-built plan shall be submitted in both hard copy and electronic formats (AutoCAD and PDF). The AutoCAD file must conform to the current form of the Mass GIS Standard for Digital Plan Submission to Municipalities or other standard requested by the Town of Framingham, DPW. The plan shall include but not be limited to site utility improvements and tie dimensions to all pipes and connection points. The as-built information shall be delivered to DPW a minimum of 5 business days in advance of the Applicant seeking a final certificate of occupancy sign-off to allow time for DPW review and approval of submitted information. The Applicant shall also submit a statement certifying that all conditions of approval of this decision have been met and site improvements are complete.

WAIVERS

1. Request to waive Section IV.B.3.f.2 of the Zoning By-Law which requires that the bases of all pole-mounted site light fixtures be “flush with the ground and located in landscaped areas setback a minimum of three (3’) from the curblin”;

Vote: 5 in favor, 0 opposed, 0 abstained

2. Request to waive Section IV.B.4.a.2.a.1 of the Zoning By-Law which requires that “at least one landscape divider island must be provided for every four (4) parallel rows of parking.”; and

Vote: 5 in favor, 0 opposed, 0 abstained

3. Request to waive Section IV.I.5.c which requires submission of an Isometric line drawing.

Vote: 5 in favor, 0 opposed, 0 abstained

VOTE

The vote five in favor and zero opposed to granting Site Plan Review pursuant to Site Plan Review (Section IV.I.2.c. and IV.I.2.b) of the Zoning By-Law to approve the Site Plan submitted by the Applicant, CR 21 LLC c/o National Development, to construct a three story approximately 136,500 square foot fitness and recreation facility, outdoor lap and leisure pools, and an approximately 800 square foot “Bistro” at 490 and 432 Old Connecticut Path.

Site Plan Review (Section IV.I.2.c. and IV.I.2.b.)

- Stephanie Mercandetti.....yes
- Christine Long.....yes
- Lewis Colten.....yes
- Thomas F. Mahoney.....yes
- Victor Ortiz.....yes

The vote five in favor and zero opposed to granting a Special Permit for Use pursuant to Section III.G.3.a. and V.E. of the Zoning By-Law to allow the Applicant, CR 21 LLC c/o National Developments, to use the Property as a three story 136,500 square foot fitness and recreation facility, outdoor lap and leisure pools, and a 800 square foot “Bistro” at 490 and 432 Old Connecticut Path.

Special Permit for Use (Section III.G.3.a)

- Stephanie Mercandetti.....yes
- Christine Long.....yes
- Lewis Colten.....yes
- Thomas F. Mahoney.....yes
- Victor Ortiz.....yes

The vote five in favor and zero opposed to granting Special Permit for Land Disturbance pursuant to Section IV.H.2. of the Zoning By-Law to allow the Applicant, CR 21 LLC c/o National Developments, to construct a three story 136,500 square foot fitness and recreation facility, outdoor lap and leisure pools, and a 800 square foot “Bistro” at 490 and 432 Old Connecticut Path.

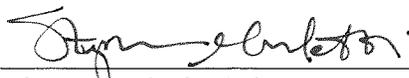
Special Permit for Land Disturbance (Section IV.H.2.)

- Stephanie Mercandetti.....yes
- Christine Long.....yes
- Lewis Colten.....yes
- Thomas F. Mahoney.....yes
- Victor Ortiz.....yes

The vote five in favor and zero opposed to granting a Public Way Access Permit pursuant to pursuant to Article VI Section 8 of the Town of Framingham By-Law to allow the Applicant, CR 21 LLC c/o National Development, to access Sealtest Drive as shown on the Site Plan for 490 and 432 Old Connecticut Path.

Public Way Access Permit (Section VI. Article 8 of the General By-laws)

- Stephanie Mercandetti.....yes
- Christine Long.....yes
- Lewis Colten.....yes
- Thomas F. Mahoney.....yes
- Victor Ortiz.....yes

By: 
Stephanie Mercandetti, Chairperson Framingham Planning Board

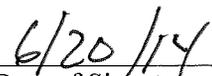
Date of Signature: 6/15/17

I, John J. O'Neil, III, as a representative for CR 21 LLC c/o National Development and not individually, accept and agree to comply in all respects with the foregoing conditions of approval to its Site Plan Review (Section IV.I.2.c. and IV.I.2.b), Special Permit for Use (Section III.G.3.a. and V.E.), Land Disturbance (Section IV.H.2. and V.E.) of the Framingham Zoning By-Law and Public Way Access Permit pursuant to Article VI Section 8 of the Framingham By-law. 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. Furthermore, I represent that the Planning Board has relied on true and accurate information in granting this approval.

In addition, I 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 to an adequate performance bond.



Applicant's Signature



Date of Signature

EXHIBIT A: TRAFFIC MITIGATION

The Applicant will complete, at its sole cost and expense, the Traffic Improvement measures generally as shown on the attached plan entitled “Conceptual Traffic Improvement Plan” dated May 28, 2014 by Vanasse Hangen Brustlin, Inc. (the “Traffic Improvement Plan”). Specifically, Applicant shall complete the following improvements, subject to further refinements following submission of detailed design plans to Town staff, the Traffic & Roadway Safety Commission and the Board of Selectmen:

- Widen a portion of Old Connecticut Path directly in front of the Project Site to accommodate (2) two northeast bound travel lanes on the approach to the Sealtest Drive intersection.
- Extend the existing northeast bound right-turn only travel lane on Old Connecticut Path, on the approach to the Speen St. intersection, and change it to a shared thru/ right turn lane, including creation of a two-lane receiving section, downstream from the intersection.
- Widen the portion of Sealtest Drive on the approach to the Old Connecticut Path intersection to create separate left and turn lanes.
- Reconstruct the existing sidewalk along Old Connecticut Path at the frontage of the Project Site. The cost of this item shall not be considered part of the required mitigation.
- Construct a signalized intersection at the intersection of Sealtest Drive and Old Connecticut Path and coordinate such signal with existing signals at the Old Connecticut Path / Speen St. intersection and the Speen St. / Leggett-McCall Connector intersection, including any necessary upgrade to existing signal hardware at the Old Connecticut Path / Speen St. Signal coordination will be accomplished via GPS timers. The new and upgraded signals shall include bicycle detection capability.
- Maintain vegetation along Sealtest Drive, located within the sight triangles adjacent to Project entrances, to a height of no more than 18 inches, to allow for clear sight lines.
- If requested by the Framingham DPW, review the traffic signal timings at the intersection of Cochituate Road (Route 30)/Burr Street after the Project is constructed and adjust them if found to be beneficial.

Applicant shall be responsible for obtaining all approvals necessary for the Traffic Mitigation work from the Traffic & Roadway Safety Commission and the Board of Selectmen.