

Bk 17622 Pg 213 #26505
11-15-2022 @ 01:59p
Essex North Registry

**DECISION OF THE ANDOVER PLANNING BOARD
AS A SPECIAL PERMIT GRANTING AUTHORITY**

ON THE APPLICATION OF
3000 Minuteman Road
ARE – MA Region No 93 Holding, LLC

For a Special Permit for Major Non-Residential Project
under Section 9.4.8 of the Andover Zoning Bylaw

Decision: SP22-01

YES (with conditions)

A public meeting of the Planning Board was held virtually on October 11, 2022. Present and voting on this matter were Zachary Bergeron, Rocky Leavitt, Vincent Chiozzi, Ann Knowles, Neil Magenheim and Morgan von Prella Pecelli.

Pursuant to public notice in the Andover Townsman, a newspaper of general circulation in the Town of Andover, published on February 3, 2022 and February 10, 2022 and pursuant to notice sent by mail, postage prepaid, to all interested parties under the provisions of Massachusetts General Laws Chapter 40A, a public hearing was convened by the Planning Board (the “Board”) on February 22, 2022 for an application filed on January 26, 2022, by ARE – MA Region No 93 Holding, LLC on property owned by ARE – MA Region No 93, LLC, for a Special Permit for a Major Non-Residential Project. The property is more specifically identified as Assessors Map 165 Lot 4D and Map 187 Lot 4. The public hearing was closed on October 11, 2022.

The application submitted by ARE – MA Region No 93 Holding, LLC to construct a 100,000 sf addition to Building 1 at 3000 Minuteman Road to be used as a therapeutic drug development and cGMP (Current Good Manufacturing Process) Manufacturing facility that will include laboratories, warehousing, offices, storage, and shipping. Landscaping has been integrated into the plan; pedestrian connectivity throughout the plan; along with an outdoor public experience; retention of trees and vegetation and removal of invasive oriental bittersweet along the 1776 Drive.

The Board has reviewed department comments, traffic, parking, landscaping, lighting, sewer improvements and drainage.

A traffic impact assessment dated June 10, 2022 was submitted by Vanasse & Associates, Inc. and included in the assessment was the analysis of the build out of the whole campus. The campus currently contains four (4) buildings that encompass approximately 726,000± square feet (sf) of office/manufacturing space. The redevelopment plan will transform the former office/manufacturing campus into a life sciences campus consisting of a mix of laboratory, research and development, office, cGMP manufacturing and warehouse space, and will include an expansion of one (1) of the existing buildings (Building 1) and the addition of two (2) new future buildings. When complete, the campus will contain approximately 1.126± million sf of space. The initial phase of the project is expected to generate approximately 5,536 vehicle trips on an average weekday (two-way volume over the operational day of the project, or 2,768 vehicles entering and 2,768 exiting), with approximately 567 vehicle trips (455 vehicles entering and 112 exiting) expected during the weekday morning peak-hour and 584 vehicle trips (123 vehicles entering and 461 exiting) expected during the weekday evening peak-hour. The initial phase of the project is expected to generate 314 additional vehicle trips on an average weekday (an approximate 6 percent increase) when compared to the former Philips Health Care campus at full occupancy, with 117 fewer vehicle trips expected during the weekday morning peak-hour (an approximate 13 percent decrease) and 87 fewer vehicle trips during the weekday evening peak-hour (an approximate 10 percent decrease). The noted increase in traffic on an average weekday (314 vehicle trips, or a 6 percent increase) will be dispersed over the operational day of the project and will occur during off-peak hours on a weekday when traffic volumes are lower and reserve capacity exists to accommodate the additional trips.

The site improvements are considered a mix of new and redevelopment. The new impervious area is required to comply with the Stormwater Bylaw and the MassDEP Stormwater Management Handbook (MSH) fully while the redevelopment area is required to comply with MassDEP Stormwater Management Standards. Horsley Witten has reviewed the documents and plans submitted as part of the application and conducted a peer review of the stormwater management design in accordance with the Massachusetts Stormwater Handbook (MSH) dated February 2008, the Town of Andover Stormwater Management and Erosion Control Bylaw and Regulations amended in May 2021, and the Town of Andover Conservation Commission Wetland Protection Regulations. Horsley Witten is satisfied with the information submitted and has recommended conditions.

The Department of Public Works expressed concerns regarding the water capacity to the campus. A peer review to evaluate the water system pressure and available fire flow to the site was conducted by Woodard & Curran. Based on the information provided by the applicant and a review of the Town's hydraulic model, it appears that existing infrastructure within Andover's water distribution system can provide water at the 3000 Minuteman Road development during the maximum predicted usage, but the additional demand at 3000 Minuteman Road will cause decreases in pressure and available fire flow within the West High Pressure Zone but it does not appear that these impacts will have major detrimental effects on the level of service. The existing 8-inch water main on Chandler Road between Route 93 and the Shattuck Road easement (approximately 221 Chandler Road) is unlined cast iron and prone to breaks, this is a crucial

water main serving the area south of the development and impacts to this water main may subsequently affect water supply to the development. Therefore, as part of the improvements for this development the Town recommends that the approximately 2,300 linear feet of water main on Chandler Road be replaced with a new 12-inch ductile iron water main.

The departments' comments regarding utility connections and improvements, traffic, water capacity, locations have all been answered within plans and conditions.

On a vote of 6 to 0, the Board finds that the proposed use with appropriate conditions will not be unreasonably detrimental to the established or future character of the neighborhood and Town and that such proposed use with appropriate conditions is in harmony with the general purpose and intent of the bylaw. The plan is dependent on a Special Permit to Reduce Number of Parking Spaces (SP22-02), which was also reviewed during concurrent public hearings and approved by the Board on October 11, 2022. The Board approves with conditions a Special Permit for a Major Non-Residential Project subject to the following conditions:

General Conditions

1. For purposes of this special permit the project shall encompass and be defined as the structures, parking areas, utilities, drainage systems, street improvements, signage, landscaping and all other details as shown on the approved plans. The site is identified as a parcel of land situated at 3000 Minuteman Road, more specifically shown on Assessor's Map 165, Lot 4D, 197 and 4. The developer is identified and shall be defined as ARE – MA Region No 93 Holdings, LLC or its successors. The developer, as defined, shall be subject to all conditions listed hereunder, and shall be directly responsible for construction of the project, including all contractors, subcontractors, vendors, or other parties working on the site and on the project;
2. Except as otherwise provided for in these conditions all work associated with the project, including architecture and landscaping, shall be in conformance with the following plans and drawings prepared by SMMA dated January 28, 2022 and revised through April 12, 2022, which are considered the final plans and may be found in the Planning Division:

i.	C-101	EXISTING CONDITIONS PLAN	01/26/2022
ii.	C-111	SITE PREPARATION PLAN	04/12/2022
iii.	C-121	LAYOUT & MATERIALS PLAN	04/12/2022
iv.	C-131	GRADING & UTILITIES PLAN	04/12/2022
v.	C-501	DETAILS I	04/12/2022
vi.	C-502	DETAILS II	04/12/2022
vii.	C-503	DETAILS III	04/12/2022
viii.	C-504	DETAILS IV	01/26/2022
ix.	C-505	DETAILS V	01/26/2022
x.	L-101	LANDSCAPE SITE PLAN	01/26/2022

prepared by Sasaki Associates

3. If a modified or supplemental plan(s), drawing(s) and document(s), if any, is required by

the Planning Board under the conditions of this permit, it shall be submitted to, reviewed and approved by the Board, at a regularly scheduled, or specially scheduled public meeting of which the developer and the abutters will be notified;

4. Any amendments or revisions to the foregoing plans, in whatever form or extent, including architectural design or material changes, shall be submitted to the Planning Division for consideration as to whether they constitute major or minor amendments;
5. Administration and enforcement of this permit and the conditions attached thereto shall be pursuant to the requirements of the Planning Board's Rules Governing Special Permits;
6. This special permit shall expire two (2) years from the date that this decision has been recorded in the Northern Essex Registry of Deeds unless substantially exercised by the applicant prior to that date. The Board may consider extending the special permit upon written request of the applicant;

Prior to Construction

7. Prior to any construction or demolition activity of any kind on the site or associated with the project, a pre-construction meeting shall be conducted which shall include representatives from the developer (including principle contractors and/or supervisors), the Department of Community Development and Planning, the Department of Public Works, the Police Department and the Fire Department, for purposes of reviewing these conditions and construction schedule. The developer shall provide at least three (3) sets of the plans and drawings, considered the final plans, described under Condition 2 above to the Planning Department for distribution and review at the pre-construction meeting;
8. Prior to any construction on site, the applicant shall provide to the Planning Department a digital file containing the plan listed in #2 if produced using computer aided drafting and design (CADD) software. The file format shall be in AutoCAD DWG (or ASCII DXF) version 2020 or earlier and Adobe PDF, delivered on a flash drive or shared file. AutoCAD file delivery shall be in full model view and individual sheet views. The digital file shall include property boundaries, dimensions, easements, rights-of-way, edge of pavement, edge of sidewalk, edge of water bodies, wetland boundaries, topographic contours, spot elevations, parking areas, utilities including but not limited to water and sewer, road centerline and associated text. Said digital data shall be delivered in the Massachusetts Coordinate System, North American Datum 1983 and North American Vertical Datum 1988, in U.S. Survey Feet. A review of the digital file shall be made by the Department of Public Works prior to the recording of the definitive plan;
9. Prior to any construction or demolition activity of any kind on the site or associated with the project, the developer shall submit a proposed construction schedule to the Planning Board to be used as a guide of activities associated with the project;
10. The Department of Public Works shall be notified prior to any construction activities on and off site, including excavation and grading, and shall be given full opportunity to

review plans and monitor such activities;

11. The hauling route for the import and/or export of earth materials and demolition debris shall be approved by the Inspector of Buildings. All public ways are to be kept clean and free of any dirt or debris associated with hauling activities;
12. After removal of the solar panels the applicant will conduct soil testing to confirm seasonal high water and the soil texture for all the systems proposed to infiltrate. Should the testing differ from the assumptions made during the peer review process the applicant shall submit revised stormwater report to be peer reviewed prior to construction of the subsurface system;
13. The applicant shall provide a signed Illicit Discharge Compliance Statement prior to any land disturbance;

Throughout and During Construction

14. All activities on the site shall be conducted in a workmanlike manner. All construction equipment, supplies and building materials shall be appropriately secured against unauthorized access. Construction debris and litter shall be collected and stored in appropriate containers on the site and shall be removed as promptly and regularly as possible. Appropriate measures (or those directed by the Inspector of Buildings) shall be taken so as to protect adjacent properties from dust and other windblown debris during site preparation and construction;
15. All hauling operations involving the import and export of earth materials and removal of all debris associated with the site shall be conducted in accordance with a schedule approved by the Inspector of Buildings. Such operations shall be limited to Monday through Friday hauling on Saturdays can take place with prior approval from the Inspector of Buildings, during hours deemed appropriate by the Inspector of Buildings, and no such operations shall be allowed or undertaken at any time deemed to be in conflict with safe pedestrian movement near the site or to cause undue congestion or safety hazards in the adjacent street system;
16. Except for periods during replacement if required, all public sidewalks adjacent to the site shall be kept open, and in a safe and passable condition. No fences, barriers, or gates may be placed or installed within the town way;
17. Construction activities on the site including equipment startups, site preparation, excavation, demolition, grading, filling, paving, erection of structures, installation of utilities, and landscaping shall be conducted between the hours of 7:00 a.m., and 6:00 p.m., Monday through Friday, hauling on Saturdays can take place with prior approval from the Inspector of Buildings. Interior finish work on the building once fully enclosed (doors and windows) is not subject to this condition;
18. Burning or burial of trees, stumps, or construction debris of any kind is strictly prohibited

anywhere on site;

19. Lighting fixtures in the parking area shall be shielded and directed inward toward the site. Due to the nature of the business to be conducted on the site a certain amount of lighting may be required at all times for security purposes, and to that end the developer shall consult with the Andover Police Department to determine the level of lighting needed, the number of fixtures necessary to achieve that lighting, and the times lighting must be provided during the nighttime hours. Those fixtures not required for nighttime security shall be placed on a timer and shall be extinguished when the operations or activities in the building are not being conducted;
20. Construction of the project, once begun, shall continue through to completion as expeditiously and continuously as possible; however, in the event that construction activities cease on the part of the developer for a period of six (6) months from the date of last observed activity, the Board may convene a public hearing for the purpose of revocation or modification of the permit;

Specific Conditions:

21. Prior to occupancy of the building as shown on the plans referenced in Condition #2 all parking areas, access driveways, pavement markings, sidewalks and off-site street improvements (if any) shall have been completed and made fully operational;
22. A set of as-built plans for utilities (water, sewer and drainage) both on and off the site shall be submitted to and approved by the Department of Public Works after all installations are complete, and before the issuance of a Certificate of Occupancy;
23. Prior to the issuance of the Occupancy Permit for the Building 1 addition, the applicant, at its sole cost, shall obtain permits and permissions, complete the clearing and necessary access improvements; the applicant shall line +/- 1400' of existing 18" sewer main as determined by DPW, and epoxy coat 5 sewer manholes as further specified in the appendix report from Woodard & Curran dated September 9, 2022. The actual cost of this operation shall be presented to the Town as an official expense report with substantiating documents included;
24. The applicant agrees to an Inflow/Infiltration (I/I) mitigation fee of \$2,000,000.00 less the actual cost of the sewer line repairs required in condition #23. This fee will cover the I/I obligation required through buildout of the Building 1 addition, Building 5, Building 6, and Link Building (Also referred to as Phases A, B, & C). The remaining amount from the \$2,000,000.00 less the work in #23 shall be made in three equal payments; 1) Prior to the issuance of the certificate of occupancy for the Building 1 addition, 2) Prior to the issuance of the certificate of occupancy for Building 5, and 3) Prior to the issuance of the certificate of occupancy for Building 6. The deposit of funds in a Town account shall be in a form to be reviewed and approved by the Town's Finance Division and proof of such deposit shall be made to the Planning Division;

25. Prior to the issuance of the building permit for the Building 1 addition, the applicant, shall contribute \$900,000.00 into a fund to be created by the Town and controlled by the Department of Public Works to be used for the necessary upgrades/replacement to the 8” cast iron water main, including but not limited to Chandler Road between Rt 93 & the Shattuck Road easement, equaling approximately, but not limited to, 2300’ as further specified in the appendix report from Woodard & Curran dated September 9, 2022. The deposit of funds in a Town account shall be in a form to be reviewed and approved by the Town’s Finance Division and proof of such deposit shall be made to the Planning Division;
26. Prior to the issuance of the Occupancy Permit for Building 5 or 6 (whichever comes first), or the issuance of the Building Permit for Building 5 or 6, (whichever comes first), the applicant shall contribute \$700,000.00 into a fund to be created by the Town and controlled by the Department of Public Works to be used for the necessary upgrades/replacement to a water pump at the Water Treatment Plant as further specified in the appendix report from Woodard & Curran dated September 9, 2022. The deposit of funds in a Town account shall be in a form to be reviewed and approved by the Town’s Finance Division and proof of such deposit shall be made to the Planning Division;
27. Commencing upon the occupancy of the Building 1 addition, the applicant will submit to the Town, copies to be provided to the Planning Division and Department of Public Works, on an annual basis a tabulation of average daily water demand based on monthly meter readings as indicated on water usage bills and compare those to the forecasted demands of 396,000 gallons per day (GPD). The tabulation will be stamped by a Massachusetts registered Professional Engineer. This report shall be submitted annually at each stage of the campus buildout and through the first three years of full occupancy of the entire campus. Should the water consumption exceed the projected 396,000 GPD at any time, the applicant shall pay for an update to the Woodard & Curran study and report dated September 9, 2022. The applicant shall be responsible for mitigating the water impact of usage above the projected 396,000 GPD. Solutions to mitigate the excess could include, but is not limited to, an onsite water storage facility or other system improvements such as upsizing water mains within the Town’s water system;
28. The applicant will develop a Transportation Demand Management (TDM) Program that will be available to all tenants of the project. The TDM program will be developed prior to the issuance of a Certificate of Occupancy for the first tenancy within the project and will continue thereafter or until such time as modified by the Planning Board. The TDM Program will include the following elements:
 - a) A transportation coordinator will be assigned to coordinate the TDM program;
 - b) Information regarding public transportation services, maps, schedules and fare information will be posted in a central location and/or otherwise made available to employees;
 - c) The transportation coordinator will facilitate a rideshare matching program for employees to encourage carpooling;

- d) A “welcome packet” will be provided to employees detailing available commuter options and will include the contact information for the transportation coordinator and information to enroll in the employee rideshare program;
 - e) Tenants will be encouraged to provide, in order to discourage off-site trips, amenities which may include providing a break-room equipped with a microwave and refrigerator; offering direct deposit of paychecks; coordinating with a dry-cleaning service for on-site pick-up and delivery; and other such measures to reduce overall traffic volumes and travel during peak traffic volume periods; and
 - f) Secure bicycle parking should be provided and include exterior bicycle racks and weather protected bicycle parking.
29. Electrical vehicles comprise an increasing share on the Town's streets and providing for them is an important employee benefit. The applicant shall provide electric vehicle (EV) charging stations within the project site;
30. The applicant will continue to fund the peer review of traffic submissions including the traffic signal timings and traffic analysis as part of the Single Environmental Impact Report process;
31. The applicant will design and implement an optimal traffic signal timing plan for the intersection of River Road at Minuteman Road and Shattuck Road. The timing plan shall be based on new traffic counts conducted at the intersection during the weekday morning (7:00 to 9:00 AM), weekday midday (11:00 AM to 1:00 PM) and weekday evening (4:00 to 6:00 PM) peak periods. The applicant will implement the optimal traffic signal timing plan upon achieving 50 percent occupancy of the approved building area associated with the project and will review and further adjust the traffic signal timing as may be necessary within 2 months off full occupancy, subject to receipt of all necessary rights, permits and approvals. At the time of annual fire inspection or building inspection the applicant will report the level of occupancy to the Planning Department;
32. The applicant will undertake observations of vehicle queuing along the I-93 north and southbound off-ramps to River Road during the weekday morning (7:00 to 9:00 AM) and weekday evening (4:00 to 6:00 PM) peak periods in order to verify that vehicle queues on the off-ramps do not extend onto I-93. The observations shall be performed within 2 months of the completion of the project and occupancy of the buildings (this includes the Building 1 addition and the occupancy of any future phases). The results of the vehicle queue observations shall be documented in a report and submitted to the Planning Division. To the extent that the observations indicate that vehicle queuing on the off-ramps extends onto I-93, the applicant will apply to MassDOT to undertake traffic signal timing adjustments to the traffic signals at the I-93 north and southbound ramp intersections with River Road. To the extent that the traffic signal timing adjustments are approved by MassDOT, the applicant will implement the timing changes subject to receipt of all necessary rights, permits and approvals. At the time of annual fire inspection or building inspection the applicant will report the level of occupancy to the Planning Department;

33. After one year of occupancy of each of the buildings the developer will conduct a traffic analysis to determine what revisions, if any, need to be done to the traffic signal timing in consultation with the Town;
34. The applicant will be required to conduct an analysis of the traffic study area defined in their Building 1 assessment in the Traffic Impact Assessment prepared by Vanasse & Associates, Inc. dated June 10, 2022 to determine if adjustments to the traffic signal timing/phasing/coordination is needed as it relates to Building 1, including the addition to Building 1. The first analysis is required to be conducted 6 months after issuance of the occupancy permit by the Building Department, a second analysis is required 1 year after the building including the addition has been fully operational. If and when the applicant seeks to occupy other buildings within the campus, the Board may require a similar condition at each stage of occupancy;
35. A plan has been provided that illustrates the various stormwater practices for Building 1 and the Building 1 addition, this document shall be updated as needed when there are future improvements on the campus;
36. Planting of the landscaping within the site shall remain throughout the life of the project. Should any of the landscaping trees die they shall be replaced during the next available planting season;
37. The applicant will work with the Town on removal and controlling of invasive plants along their property as identified in the Beals Associates Inc report dated September 8, 2022 and further along 1776 Drive. With the removal of the invasive species, the applicant will work with the Town on a planting plan, at a budget of \$50,000.00, on 1776 Drive to maintain a buffer with the residents of Brundrett Drive. Planting as a buffer, if necessary, will be determined after consultation with the Planning Division and after the invasive species are removed to the best extent possible. The applicant will include an annual operating budget of \$20,000.00 for maintenance of existing landscaping, re-planting of buffer landscaping and continued removal of invasive plants within the areas identified in the Beals Associates, Inc. report and along 1776 Drive, to the best extent possible.

Following the statutory twenty-day appeal period, and in the absence of any appeal, the plan and an instrument containing the foregoing restrictions will be filed in the Registry of Deeds. The applicant is responsible for the costs associated with the Registry filings.

On October 11, 2022, at a public meeting, the Planning Board voted (6-0) to issue the foregoing Special Permit with conditions.

Date: 10-18-2022

JH By

, Chairman
THE ANDOVER PLANNING BOARD

Essex, ss

COMMONWEALTH OF MASSACHUSETTS

Date: 10-18-2022

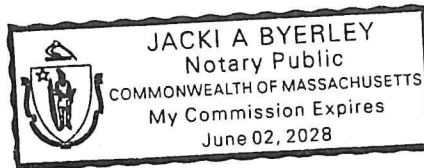
On this 18th day of October, 2022, by Zachary Bergman, the authorized agent of the Andover Planning Board, proved to me through satisfactory evidence, to be the person whose name is signed on the preceding or attached document, and who swore or affirmed to me that the documents are truthful and accurate to the best of his knowledge and belief and who acknowledged to me that he signed it voluntarily for its stated purpose and acknowledged the foregoing to be the free act and deed of the Andover Planning Board.

Before me,

Jacki A Byerley

, Notary Public

My Commission Expires:



CERTIFICATION

I, Austin Simko, Town Clerk of the Town of Andover, Massachusetts, do hereby certify that twenty (20) days have elapsed since this decision of the Andover Planning Board was filed in my office on 10-18-2022 and no appeal against said decision has been filed.

Date: 11-9-2022



Town Clerk