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July 31, 2023

CERTIFICATE OF THE SECRETARY OF ENERGY AND ENVIRONMENTAL AFFAIRS  
ON THE  
DRAFT ENVIRONMENTAL IMPACT REPORT

PROJECT NAME : Lincoln Logistics  
PROJECT MUNICIPALITY : Middleborough  
PROJECT WATERSHED : Taunton River  
EEA NUMBER : 16642  
PROJECT PROPONENTS : Lincoln Property Company and A&B Realty Trust  
DATE NOTICED IN MONITOR : June 23, 2023

Pursuant to the Massachusetts Environmental Policy Act (MEPA; M.G.L. c. 30, ss. 61-62L) and Section 11.08 of the MEPA regulations (301 CMR 11.00), I have reviewed the Draft Environmental Impact Report (DEIR) and hereby determine that it **does not adequately and properly** comply with MEPA and its implementing regulations. The Proponent should prepare a Supplemental DEIR (SDEIR) with the additional analysis identified below, including a supplemental Greenhouse Gas (GHG) analysis and other information in accordance with the Scope.

Project Description

As described in the DEIR, the project consists of the phased development of a 223.6-acre site. Phase 1, which is being developed by Lincoln Property Company (the "Proponent" as referenced in this Certificate) and is the subject of this Certificate, involves construction of three warehouses with a combined area of approximately 680,000 square feet (sf) and a total of 131 loading docks and 673 parking spaces for employees. The Phase 1 site will be acquired from the current property owner (A&B Realty Trust), which is the future developer of Phase 2 as discussed below. The Phase I project includes the following components:

- Building A: A 147,800-sf building with 36 loading docks, a 148 employee parking spaces

- Building B: A 145,000-sf building with 38 loading docks and 145 employee parking spaces
- Building C: 380,000-sf building with 57 loading docks and 380 employee parking spaces

Each warehouse will have parking areas for trailers located west/southwest of the building, a stormwater management system and new water and wastewater service mains. Vehicular access to the site will be provided by a main driveway from Harding Street with three 14-ft wide lanes (one inbound lane and two outbound lanes) which will narrow to one inbound and one outbound lane off the main driveway providing access to each warehouse. Significant clearing and regrading of the site will be necessary to establish final building and roadway grades.

Phase 2 of the project will be developed by A&B Realty Trust, the current owner of the entire 232.24-acre project site, and may include warehousing, light manufacturing, assisted living, hotel and/or restaurant uses on two 8-acre sites that are contiguous to the Phase 1 site. Both Proponents have agreed to a Special Review Procedure (SRP) that allows Phase 1 to undergo MEPA review ahead of Phase 2 as details of this development are currently unknown.

### Project Site

The 223.6-acre project site consists of the 150-acre Phase 1 site, which is bordered to the east by the 73.24-acre Phase 2 site. The entire project site is bordered to the south by Harding Street (Route 44), to the southwest by the Middleborough-Lakeville municipal boundary and commercial uses along Harding Street in Lakeville, to the west by Vernon Street and to the north and northeast by Interstate-495 (I-495). It is comprised of a number of parcels under common ownership. The southern part of the site abutting Harding Street was used as a drive-in movie theater over 30 years ago and a curb cut off Harding Street was used to access the drive-in.

Puddingshear Brook and Poquoy Brook, which are designated as Coldwater Fisheries, flow through the southeastern part of the site. Puddingshear Brook serves as a dividing line between the Phase 1 site to the northwest and Phase 2 to the southeast. Bordering Vegetated Wetlands (BVW) and Riverfront Area are located adjacent to the brooks. One certified vernal pool, four potential vernal pools and several areas delineated as Isolated Vegetated Wetlands (IVW) are located throughout the site. According to the Federal Emergency Management Agency's (FEMA's) National Flood Hazard Layer, areas within the 100-year floodplain regulated as Bordering Land Subject to Flooding (BLSF) with no Base Flood Elevation identified (Zone A) are associated with Puddingshear Brook and Poquoy Brook and are located in the central, southern and southwestern portions of the entire project site. According to the Natural Heritage and Endangered Species Program (NHESP), nearly the entire project site is located within mapped Priority Habitat for the Eastern Box Turtle (*Terrapene carolina*), which is designated as a Species of Special Concern.

The project is expected to generate 150 or more new average daily trips (adt) of diesel vehicle traffic associated with the Phase 1 development, and is therefore deemed to be within the Designated Geographic Area (DGA) of any Environmental Justice (EJ) population<sup>1</sup> located in whole or in part within 5 miles of the project site as stated in 301 CMR 11.02 (definition of "DGA"). Phase 2 is not anticipated to generate significant diesel truck traffic, though trip generation for Phase 2 should be

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<sup>1</sup> "Environmental Justice Population" is defined in M.G.L. c. 30, § 62 under four categories: Minority, Income, English Isolation, and a combined category of Minority and Income.

confirmed in future filings. As of November 12, 2022, the Executive Office of Energy and Environmental Affairs (EEA) published an updated EEA EJ Maps Viewer (“*Updated 2020 Environmental Justice Block Groups*” tab), which indicates that the project site is located within five miles of one EJ population designated as Income located in Middleborough; one EJ population designated as Minority and one designated as Minority and Income in Bridgewater; and four EJ populations in Taunton, including two designated as Minority and two designated as Minority and Income. There are no EJ populations located within one mile of the site.

### Changes Since the Filing of the ENF

The DEIR identified the following changes to the project design since the ENF was reviewed:

- The number of proposed parking spaces has been reduced from 679 spaces to 673 spaces
- The Proponent will seek a zoning waiver to initially construct only 349 parking spaces and land bank the remaining 324 parking spaces, which would be constructed in the future if needed
- The total number of loading docks has been reduced from 173 to 131
- The driveway entrance/exit at Route 44 (Harding Street) has been refined to shorten the turning lanes at the site exist and to provide an adequate turning radius for trucks entering the site.

### Environmental Impacts and Mitigation

Combined environmental impacts associated with Phases 1 and 2 of the project include alteration of 69.07 acres of land; creation of 44.6 acres of impervious area; alteration of 25,348 sf of BVW, 16,494 sf of IVW, 14,600 sf of BLSF and 42,000 sf of Riverfront Area; generation of 2,090 adt, including 468 daily truck trips; use of 37,004 gallons per day (gpd) of water; and generation of 33,640 gpd of wastewater.<sup>2</sup> Emissions of GHG and other air pollutants are associated with the burning of fossil fuels for onsite energy use and for vehicle trips generated by the project. Impacts associated with Phase 1 include alteration of 54.3 acres of land; creation of 37.4 acres of impervious area; generation of 1,150 average daily trips (adt), including 404 truck trips; alteration of 18,718 sf of BVW, 10,068 sf of IVW, 28,130 sf of Riverfront Area and 19,718 sf of BLSF.

Measures to avoid, minimize, and mitigate environmental impacts include provide permanent protection of 154.9 acres of the site through a Conservation Restriction (CR), rare species habitat restoration, turtle passage structures, replication of BVW at a 2:1 ratio, land banking of 324 parking spaces if allowed by the Town, construction of two stream crossings with designs consistent with the Massachusetts Stream Crossing Standards (SCS) and construction of a stormwater management system consistent with the Massachusetts Stormwater Management Standards (SMS). Additional mitigation measures will be identified in the DEIR, including measures to reduce GHG emissions.

### Jurisdiction and Permitting

The project is undergoing MEPA review and is subject to a mandatory EIR because it requires

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<sup>2</sup> The Proponent previously identified impacts to Bank but none were identified in the DEIR. The SDEIR should clarify whether the project will have any impacts to Bank.

Agency Actions and meets/exceeds several mandatory EIR thresholds, based on the impact estimates provided above. Specifically, the project exceeds thresholds at 301 CMR 11.03(1)(a)(1) and 301 CMR 11.03(1)(a)(2) for the alteration of 50 or more acres of land and creation of 10 or more acres of impervious area. The project is also required to prepare an EIR pursuant to 301 CMR 11.06(7)(b) because it is located within a DGA (5 miles) around one or more EJ Populations. The project exceeds ENF review thresholds at 301 CMR 11.03(2)(b)(2) (Greater than two acres of disturbance of designated priority habitat, as defined in 321 CMR 10.02, that results in a Take of a state-listed endangered or threatened species or species of special concern); 301 CMR 11.03(3)(b)(1)(d), (alteration of 5,000 or more sf of BVW or IVW); 301 CMR 11.03(3)(b)(1)(f) (alteration of ½ or more acres of any other wetlands); 301 CMR 11.03(6)(b)(14) (generation of 2,000 or more New adt on roadways providing access to a single location); 301 CMR 11.03(6)(b)(14) (generation of 1,000 or more New adt on roadways providing access to a single location and construction of 150 or more New parking spaces at a single location; and, 301 CMR 11.03(6)(b)(15) (construction of 300 or more New parking spaces at a single location). Additional thresholds may be identified in future filings associated with Phase 2.

Phase 1 exceeds all of the threshold above and requires a 401 Water Quality Certification (WQC) from the Massachusetts Department of Environmental Protection (MassDEP), a Vehicular Access Permit from the Massachusetts Department of Transportation (MassDOT) and a Conservation and Management Permit (CMP) from NHESP. Phase 2 is anticipated to require the same or similar Agency Actions, though this will be confirmed in future filings. As noted below, a joint CMP will be issued to the proponents of both phases for anticipated rare species impacts associated with the entire project site. The project is subject to the MEPA GHG Policy and Protocol (GHG Policy).

In addition, Phase 1 requires an Order of Conditions from the Middleborough Conservation Commission (or in the case of an appeal, a Superseding Order of Conditions from MassDEP), a Section 404 Permit from the Army Corps of Engineers (ACOE), a National Pollutant Discharge Elimination System (NPDES) Construction General Permit (CGP) from the U.S. Environmental Protection Agency (EPA), and review from the Massachusetts Historical Commission (MHC) in accordance with Section 106 of the National Historic Preservation Act of 1966 as amended (36 CFR 800) and M.G.L. c. 9 ss. 26-27C (950 CMR 71). Phase 2 is anticipated to require the same or similar local and federal permits, though this will be confirmed in future filings.

Because the project is not seeking Financial Assistance from an Agency, MEPA jurisdiction extends to those aspects of the project that are within the subject matter of any required or potentially required Agency Actions and that may cause Damage to the Environment, as defined in the MEPA regulations.

### Review of the DEIR

The DEIR described existing and proposed conditions, identified changes to the project since the ENF was filed, provided an updated site plan and reviewed alternatives to the project. It included an analysis of the project's mobile-source air emissions, a transportation study, a stormwater report and an analysis of the project's GHG emissions. The DEIR included a baseline public health evaluation of EJ populations within the DGA and reviewed the Proponent's public engagement efforts. It included additional information about the project's impacts to wetlands and rare species habitat and identified proposed mitigation, responses to comments received on the ENF and draft Section 61 Findings.

I received over 60 comment letters expressing concern about the amount of proposed land alteration, impervious area and forest clearing and the associated impacts to wildlife and rare species habitat, wetlands, and the project's contribution climate-related effects, such as urban heat island effect and loss of carbon sequestration. Many commenters requested that MEPA review not be completed until NHESP has reviewed the project's impacts to rare species habitat and issued a CMP; however, the MEPA statute requires that MEPA review precede any issuance of permits by NHESP and other Agencies. As detailed below, the Proponent has described the project's impacts and identified proposed mitigation measures; however, additional analysis of the project's GHG emissions and other information listed below must be provided in an SDEIR.

### *Alternatives Analysis*

In the ENF, the Proponent evaluated No Build, Expanded Build and Medium Build Alternatives and compared the impacts of these alternatives to those of the Preferred Alternative. As required by the Scope included in the ENF Certificate, the DEIR included a supplemental alternatives analysis which reviewed a Reduced Build Alternative and a Reduced Parking Alternative. In addition, the Proponent compared the wetland impacts of alternative driveway configurations, as detailed below.

The Reduced Build Alternative would maintain the size and location of Buildings B and C and associated parking areas and loading docks and the driveway route as proposed in the Preferred Alternative and eliminate Building A and associated parking and loading docks. The Reduced Build Alternative would include two warehouse buildings with a total square footage of 525,000 sf, 93 loading docks and 525 employee parking spaces. Compared to the Preferred Alternative, the Reduced Build Alternative would alter 6.8 fewer acres of land, create 6.8 fewer acres of impervious area, reduce impacts to IVW by 4,210 sf, generate 568 fewer adt, and construct 91 fewer parking spaces; however, impacts to BVW, Riverfront Area and BLSF would be the same as the Preferred Alternative. The DEIR did not address the feasibility of this alternative.

According to the DEIR, the Preferred Alternative includes 673 parking spaces in accordance with the Town's zoning, which requires one parking space per 1,000 sf of warehouse area. The Reduced Parking Alternative would construct 349 parking spaces initially and land bank the remaining 324 parking spaces required under zoning until they are needed. The area of land banked parking spaces would not be paved; however, the DEIR is not clear as to whether it would be cleared and regraded. According to the DEIR, the Proponent intends to submit a variance request to the Town to seek its approval for land banking of parking spaces as proposed under the Reduced Parking Alternative. The Scope included in the ENF Certificate also requested that the Proponent evaluate an alternative configuration of buildings that would maintain the square footage proposed in the Preferred Alternative (approximately 680,000 sf) but minimize land alteration and impacts to wetlands. According to the DEIR, the project's wetland impacts are largely due to construction of the roadway rather than the warehouse buildings and therefore it is not possible to identify a warehouse configuration that minimizes wetland impacts.

### *Environmental Justice*

The project is expected to generate 150 or more new adt of diesel vehicle traffic and is therefore

deemed to be within the DGA of any EJ population<sup>3</sup> located in whole or in part within 5 miles of the project site as stated in 301 CMR 11.02 (definition of “DGA”). As noted above, the project site is located within five miles of one EJ population designated as Income located in Middleborough; one EJ population designated as Minority and one designated as Minority and Income in Bridgewater; and four EJ populations in Taunton, including two designated as Minority and two designated as Minority and Income. There are no EJ populations located within one mile of the site. Within the census tracts containing the above EJ populations, the following languages are identified as those spoken by 5% of more of residents who also identify as not speaking English very well: Portuguese and Cape Verdean.

### *Public Engagement*

As previously summarized in the ENF Certificate, the Proponent sent advance notification of the project, prior to filing the ENF, in the form of an EJ Screening Form in English, Portuguese and Cape Verdean to an “EJ Reference List” provided by the MEPA Office and consisting of Community Based Organizations (CBOs) and tribes/indigenous organizations. The notice of the MEPA consultation session was translated into Portuguese and Cape Verdean and distributed to the EJ Reference List and the Proponent offered to provide Portuguese and Cape Verdean language interpreters upon request for the remote consultation session, which took place at 6:00 PM on January 18, 2023. According to the DEIR, the Proponent conducted a site walk on December 9, 2022 with the Tribal Preservation Officer of the Wampanoag Tribe, who indicated that the site is unlikely to contain stone formations or base stones. The Proponent maintains a project website with information about the project translated into Portuguese and Cape Verdean.

The Scope included in the ENF Certificate required the DEIR to include a description of measures the Proponent intends to undertake to promote public involvement by the identified EJ populations during the remainder of the MEPA review process, including a discussion of any of the best practices listed in the MEPA EJ Public Involvement Protocol that the project intends to employ. The DEIR did not indicate that the DEIR was distributed to the EJ Reference List or that the Proponent has conducted any outreach to EJ populations or community groups after the ENF Certificate was issued. As described below, the Proponent should undertake public involvement prior to filing the SDEIR and describe proposed measures for ongoing public engagement.

### *Enhanced Analysis*

The DEIR included a baseline assessment of any existing “unfair or inequitable Environmental Burden and related public health consequences” impacting EJ Populations in accordance with 301 CMR 11.07(6)(n)(1) and the MEPA Interim Protocol for Analysis of EJ Impacts. The baseline assessment included a review of the data provided by the Department of Public Health (DPH) EJ Tool applicable to the DGA regarding “vulnerable health EJ criteria”; this term is defined in the DPH EJ Tool to include any one of four environmentally related health indicators that are measured to be 110% above statewide rates based on a five-year rolling average. According to the DEIR, the data surveyed indicate that the communities of Middleborough, Bridgewater and Taunton as a whole exceed the criteria for Heart Attack Hospitalization; the City of Taunton and three census tracts in Taunton exceed the criteria for Low Birth Weight; and two census tracts (one in Taunton and one in Middleborough) exceed the criteria

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<sup>3</sup> “Environmental Justice Population” is defined in M.G.L. c. 30, § 62 under four categories: Minority, Income, English Isolation, and a combined category of Minority and Income.

for Childhood Lead Exposure. Based on the DPH data, EJ populations in the DGA are impacted by existing “unfair or inequitable” environmental burdens and related public health consequences, such that further analysis of the project’s impacts is warranted.

The DEIR indicated that the following sources of potential pollution exist within the DGA, based on data available in the DPH EJ Tool:

- Major air and waste facilities: 12
- M.G.L. c. 21E sites: 5
- “Tier II” toxics use reporting facilities: 4
- Sites with Activity and Use Limitations (AULs): 14
- Public water suppliers: 2
- Underground storage tanks (USTs): 14
- EPA toxic release inventory sites: 8
- Road Infrastructure: State Routes 24, 28, 104, 105, 138 and 140; US Route 44; and Interstate-495
- Massachusetts Bay Transportation Authority (MBTA) bus and rapid transit: 1 commuter rail station, 6 commuter rail lines and 164 bus stops
- Other transportation infrastructure: railyards and railroad tracks located 2.7 to 5.5 miles from the project site
- Regional transit agencies: 15 bus routes and 44 bus stops operated by Brockton Area Transit and Greater Attleboro-Taunton Regional Transit Authority
- Energy generation and supply: 1 power plant and two power transmission lines

According to the output report from the MA Resilience Design Tool included in the ENF and DEIR, the project site has a high exposure to urban and riverine flooding due to extreme precipitation and to extreme heat. EJ populations within the DGA are likely also exposed to these climate risks. The project will include a stormwater management system sized to accommodate the 2070 25- and 100-year storm events. The project will minimize urban heat island effect by land banking parking spaces, using light and reflective roofing materials and planting trees throughout the site.

Although not required by the MEPA Interim Protocol for Analysis of EJ Impacts, the DEIR surveyed environmental indicators tracked through the U.S. EPA’s “EJ Screen,” which compares the indicators by U.S. census block to the MA statewide average. The EJ Screen indicators were reviewed for the three census blocks located along roadways anticipated to carry significant volumes of project-generated traffic, including Block Group 1, Census Tract 9802 (Bridgewater), Block Group 3, Census Tract 5423.02 (Middleborough) and Block Group 2, Census Tract 6137 (Taunton). Of the indicators related to air quality, only the Ozone indicator exceeds 80 percent in each of the three block groups. According to the DEIR, the ozone concentrations within the three block groups range from 40 to 41.6 parts per billion (ppb), which are below the health-based Federal standard of 70 ppb, and are therefore not considered a public health risk.

As required by the Scope included in the Certificate on the ENF, the DEIR included additional analyses of the project’s transportation impacts to support the assertion that the project will not disproportionately impact EJ populations in the DGA. The DEIR included a mesoscale air analysis to estimate the level of air emissions from project-generated vehicle trips, including diesel truck trips, along likely routes of travel to and from the site. According to the DEIR, all 404 daily truck trips will

use I-495, which passes through Block Group 3, Census Tract 5423.02, which is an EJ population within the DGA located in Middleborough. The distribution of auto trips includes 18 percent to/from the west on Route 44; 18 percent to/from the north on I-495; 15 percent to/from the south on I-495; 13 percent to/from the north using Route 28; 26 percent to/from the west on Route 44, and 10 percent from the south using either Route 28 or Route 18. Route 28, which will carry 13 percent of project-generated trips to and from the north is runs along the western boundary of Block Group 1, Census Tract 9802, and EJ population in Bridgewater within the DGA. According to the DEIR, 18 percent of the project-generated trips will use the section of Route 44 near the project site to travel to and from the west. Route 44 extends through Block Group 2, Census Tract 6137, an EJ population in Taunton, which is slightly less than 5 miles from the project site. According to the DEIR, project-generated traffic using Route 44 west of the site will disperse before reaching Block Group 2, Census Tract 6137; therefore, air emissions in Block Group 2, Census Tract 6137 from project-generated traffic were not analyzed.

The DEIR included the results of a mesoscale analysis of the project’s mobile-source air emissions of oxides of nitrogen (NOx), volatile organic compounds (VOCs), particulate matter (PM<sub>2.5</sub> and PM<sub>10</sub>) and Diesel Particulate Matter (DPM) under Existing 2023, No Build 2030 and Build 2030 conditions. The analysis used data from the transportation study and the EPA’s MOVES model (version 3.1), and results are shown in Table 1 below.

Table 1. Mobile-source emissions in the transportation study area under 2023 Existing, 2030 No Build and 2030 Build conditions (tons per year)

	NOx	VOC	PM <sub>2.5</sub>	PM <sub>10</sub>	DPM
Existing 2023	4.2	4.3	0.17	0.61	0.11
No Build 2030	2.3	4.0	0.137	0.62	0.06
Build 2030	2.4	4.2	0.144	0.65	0.069
Increase from No Build to Build	0.1 (6 %)	0.2 (4 %)	0.008 (6 %)	0.03 (5%)	0.004 (6%)

According to the DEIR, emissions of all pollutants except PM<sub>10</sub> will decrease from Existing 2023 to No Build 2030 conditions due to anticipated improvements in engine and emissions technologies and the retiring of older, more polluting vehicles; the increase in PM<sub>10</sub> emissions can be attributed to changes in local traffic conditions in the study area. As shown in Table 1, project-generated auto and truck trips will increase emissions by 4 to 6 percent from No Build to Build conditions, with volumetric increases of 0.009 to 0.2 tpy. According to the DEIR, air quality in Massachusetts has improved significantly over the last 20 years with concentrations of NOx and PM<sub>2.5</sub> measured in 2021 being approximately 17 percent of their values measured in 2002. Furthermore, background 24-hour concentrations of nitrogen dioxide (NO<sub>2</sub>) and PM<sub>2.5</sub> measured at the Brockton and South Boston air monitoring stations are at 47 percent of the National Ambient Air Quality Standards (NAAQS) and project-generated emissions will not cause concentrations of these contaminants to exceed NAAQS.

The DEIR also included the results of air dispersion modeling to evaluate if increased emissions associated with project-generated auto and truck trips would materially affect air quality for the nearby EJ populations. The EPA’s AEROMOD air dispersion model was used to estimate maximum concentrations of NO<sub>2</sub>, PM<sub>2.5</sub> and DPM along the traffic corridors in the two EJ populations (in Bridgewater and Middleborough) with significant volumes of project-generated trips by adding project-generated emissions to background pollutant concentrations.



Table 2. Summary of Criteria Air Pollutant Results under 203 Build conditions (Table 11-10 in the DEIR).

Block Group	Pollutant	Averaging Time	Maximum Modeled Concentration ( $\mu\text{g}/\text{m}^3$ )	Background Concentration ( $\mu\text{g}/\text{m}^3$ )	Total Concentration ( $\mu\text{g}/\text{m}^3$ )	Standard ( $\mu\text{g}/\text{m}^3$ )
Tract 9802, Block Group 1	PM <sub>2.5</sub>	24 HOUR <sup>(1)</sup>	0.005	16.4	16.4	35
	NO <sub>2</sub>	1 HOUR <sup>(2)</sup>	0.28	87.7	88.0	188
Tract 5423.02, Block Group 3	PM <sub>2.5</sub>	24 HOUR <sup>(1)</sup>	0.019	16.4	16.4	35
	NO <sub>2</sub>	1 HOUR <sup>(2)</sup>	3.14	87.7	90.8	188

As shown in Table 2, modeled concentrations of NO<sub>2</sub> and PM<sub>2.5</sub> including the addition of project-generated emissions to background concentrations are below the health-based NAAQS for all averaging periods. The DEIR also modeled emissions of DPM from truck traffic, including project-generated trucks, in the Middleborough EJ population adjacent to I-495. The maximum concentration of DPM was 0.006 micrograms per cubic meter, which is well below the Reference Concentration for chronic inhalation exposure for both the respiratory system and systems peripheral to the respiratory system of 5 micrograms per cubic meter established by the EPA for diesel exhaust.

According to the DEIR, the project will not impact air quality so as to cause a disproportionate adverse effect on EJ populations in the DGA because the project’s air emissions will not cause an exceedance with the health-based NAAQS. The DEIR asserted that the proposed alteration of 54.3 acres of land, including addition of 37.4 acres of impervious area, will not contribute to climate related flooding or heat island effect because the stormwater management system will be sized to accommodate future storm events and increased impervious area will be mitigated by replanting vegetation and protecting 154.9 acres of wetlands and rare species habitat. The project includes mitigation measures such as implementation of a TDM plan to minimize vehicle trips, a new stormwater management system, wetlands replication and planting of new trees. The DEIR asserted that the project will benefit EJ populations by creating temporary construction jobs and permanent jobs and permanently protecting 154.9 acres of rare species habitat and wetlands.

*Land Alteration*

The project will alter 54.3 acres of land for construction of buildings, roadways, parking areas, stormwater management facilities and accessory project components. Due to the varying site topography, the project will require significant regrading to establish final site elevations. The DEIR included a plan showing areas of cut and fill in relation to the proposed structures. According to the DEIR, approximately 159,000 cubic yards (cy) of soil will be excavated from areas of higher elevation and approximately 281,000 cy of soil, including approximately 122,000 cy of imported material, will be needed to fill low-lying areas. As detailed below, the SDEIR should estimate the number of truck trips required to transport that volume of material to the site and analyze the associated air emissions.

According to the DEIR, the driveway will be constructed first to provide access to the sites of the proposed warehouses for construction vehicles. Construction of the roadway will permanently alter approximately 7.5 acres of land and add 2.2 acres of impervious area. An additional 47 acres of land will be permanently altered, including 35.2 acres of new impervious area, by construction of the warehouse and parking areas. According to the DEIR, the Proponent will seek a zoning variance from the Town of Middleborough to postpone construction of some of the proposed parking spaces until they are needed (“land banking”). The SDEIR should clarify whether the estimated 54.3 acres of land alteration includes only permanently altered areas or includes areas altered during the construction period and restored. It should provide additional details on the proposed land banking of parking spaces, such as whether the areas would be cleared and regraded but not repaved or left undisturbed until parking is needed.

### *Rare Species*

The majority of the 223.6-acre project site is located within mapped Priority Habitat for the Eastern Box Turtle. According to NHESP, the project will likely result in a Take of Eastern Box Turtle and therefore the project will require a CMP. In accordance with the SRP, NHESP will evaluate the cumulative impacts of activities proposed in both phases and issue a CMP for both phases of the project upon completion of MEPA review of Phase 1. The proponents of Phases I and 2 have proposed to meet the long-term net benefit performance standards of a CMP for the projects by: (a) permanently protecting a 154.9-acre portion of the 232.24-acre site as open space and state-listed species habitat through a conservation restriction (CR) in order to meet the long-term net benefit performance standard; (b) developing and implementing an NHESP-approved plan to enhance and maintain high quality habitats for state-listed species within the protected land; (c) developing and implementing an NHESP-approved funding plan to support implementation of long-term habitat management and monitoring within the protected land; (d) incorporating design measures that avoid mortality on and facilitate passage of turtles underneath the access roadway, including but not limited to construction of permanent barriers and wildlife crossing structures; and (e) developing and implementing a plan to protect state-listed turtles during and after construction.

The DEIR provided additional details regarding proposed rare species mitigation measures. The driveway will be designed with six crossing structures, including the two stream crossings described below, to allow movement throughout the site by Eastern Box Turtles. The other four crossings have been located to provide habitat connectivity in areas where driveway grades are higher than the surrounding areas. The crossings will be at least four feet wide, have variable heights based on road grades and surrounding topography and constructed with natural substrate such as soil or leaf litter. Barriers will be installed along the driveway in developed areas to prevent turtles from accessing these areas. The Proponent will create and enhance sustainable nesting habitat in two locations within the area to be protected by the CR and monitor these areas 1, 3 and 5 years after construction and provide reports to NHESP. The Proponent has also committed to establishing a Habitat Management Escrow Account that will be accessible to NHESP and the Town to fund long-term habitat management and monitoring.

### *Wetlands*

The DEIR included an updated analysis of the project’s impacts to wetland resource areas and proposed mitigation measures and provided plans which showed areas of wetland impacts proposed replication areas. The project will impact 18,718 sf of BVW, including 3,928 sf of temporary impacts;

10,068 sf of IVW; 28,130 sf of Riverfront Area; and 19,718 sf of BLSF. According to the DEIR, construction the proposed buildings, loading docks and parking areas will alter 152 sf of BVW and 5,044 sf of IVW; all other impacts to wetland resource areas are associated with construction of the driveway. The estimate of impacts to Riverfront Area appears to exclude areas where stormwater management facilities, wetland replication and compensatory flood storage will be provided; the SDEIR should provide an estimate of the total impact to Riverfront Area, identify all activities proposed in the Riverfront Area, identify mitigation measures and address compliance with Riverfront Area performance standards. According to the DEIR, the project will also impact Land Under Water (LUW) associated with crossings of Puddingshear Brook and an intermittent stream; these impacts should be described and quantified in the SDEIR.

As required by the Scope included in the ENF Certificate, and consistent with the WQC Regulations at 314 CMR 9.06(2)(a), the DEIR included an analysis of the four alternative driveway configurations and associated wetland impacts listed below.

- Alternative 1: Access would be provided from Vernon Street, west of the site.
- Alternative 2: Access would be provided from roadways east and south of the site, including Harding Street, Mill Street, Clayton Road, Cordial Street and a new driveway extending west from the northern end of Cordial Street
- Alternative 3: This configuration is similar to the Preferred Alternative, but would use a longer part of the unpaved section of Clayton Road east of Puddingshear Brook
- Alternative 4: This configuration is similar to the Preferred Alternative but the route west of Puddingshear Brook to the warehouses would be more direct

The impacts associated with each alternative are listed in Table 3. According to the DEIR, Alternative 1 would avoid direct impacts to on-site wetland resource areas, but would result in impacts due to improvements to the Vernon Street Bridge and other impacts associated with widening of Vernon Street not listed in the table. Alternative 2 is not feasible because the streets east of the site are too narrow to accommodate necessary drainage improvements. According to the DEIR, Alternatives 1 and 2 are opposed by residents in those areas and are not feasible because they are prohibited by the Town’s definitive subdivision approval, which limited access to the site from Harding Street only. Alternative 3 would require that the Proponent acquire additional parcels along the proposed route; however, the owners of the parcels are not willing to sell them to the Proponent. Alternative 4 would minimize impacts to BVW and BLSF compared to the Preferred Alternative, but it would have greater impacts to IVW and would require land disturbance due to the topography along the northern portion of the route.

Table 3. Comparison of alternative driveway alignment wetland impacts (sf)

	BVW (permanent)	BVW (temporary)	IVW	Riverfront Area (permanent)	BLSF
Preferred Alternative	14,703	3,863	5,024	28,130	19,718
Alternative 1	4,000	1,265	9,632	4,000	8,000
Alternative 2	4,670	1,453	10,068	2,011	13,491
Alternative 3	9,345	125	10,068	24,654	19,178
Alternative 4	11,564	797	11,588	28,982	11,288

According to the DEIR, construction of the driveway may be permitted as a “limited project” pursuant to the Wetlands Regulations at 310 CMR 10.53(3)(e) because a reasonable alternative that further minimizes adverse impacts is not available because the driveway cannot be further reconfigured to avoid wetlands while still maintaining a roadway geometry that can accommodate truck traffic. The stream crossings will be designed to comply with the Massachusetts Stream Crossing Standards (SCS). The intermittent stream will be crossed using a 12-ft wide three-sided box culvert that will span the Bank of the stream, allow for terrestrial wildlife passage and provide an openness ratio exceeding the minimum required by the SCS. The existing 24-inch diameter culvert which conveys Puddingshear Brook under Clayton Road is undersized and restricts flow and passage by wildlife and fish. The existing culvert will be replaced by a 32-ft wide three-sided box culvert that will restore the streambed, improve the capacity to convey flow and allow wildlife passage. The Proponent will mitigate impacts to BVW by providing wetland replication at a ratio of 2:1. The replication areas will total approximately 1.18 acres and will be constructed adjacent to Puddingshear Brook and crossing and within the disturbed/degraded site of the former drive-in. The SDEIR should evaluate potential roadway designs that minimize impacts to BVW by spanning wetlands with bridge structures or by other means.

As noted above, no BFE has been established for the 100-year floodplain on the project site. According to the DEIR, a watershed study was undertaken by the proponent of a project proposed at the site in 1990 that was never constructed. The study analyzed the Poquoy Brook subbasin tributary to the Taunton River, which comprises an area of over 7 square miles in Middleborough, Lakeville and Taunton. The study calculated a BFE of approximately 20 ft NAVD 88 for the on-site portion of Poquoy Brook and 25 ft NAVD 88 at Puddingshear Brook near I-495. The proposed buildings will be constructed at elevation 64 ft NAVD 88 or higher, and are therefore not at risk of flooding. Impacts to BLSF are associated with the Puddingshear Brook crossing and abutting portions of Clayton Road and will be mitigated by providing compensatory flood storage with an unrestricted hydraulic connection to the Puddingshear Brook floodplain.

### *Stormwater Management*

The project will add 37.4 acres of impervious area; however, the proposed land banking of parking spaces would reduce impervious area by approximately 2.1 acres. The DEIR described the proposed stormwater management system and reviewed its compliance with the SMS, including the additional requirements related to land uses with higher potential pollutant loads and discharges critical areas such as coldwater fisheries resources (Puddingshear Brook and Poquoy Brook) and Outstanding Resource Waters (such as the on-site certified vernal pool). Best Management Practices (BMPs), including deep sump catch basins, water quality tanks, sediment forebays, grass strips, 13 infiltration basins, one underground leaching chamber bed and four bioretention areas. In addition to the standard requirements for removal of 80 percent of Total Suspended Solids from runoff prior to discharge from BMPs, the stormwater management system will include pretreatment to remove 44 percent of TSS prior to stormwater being conveyed to infiltration BMPs and will be designed to treat 1.0 inches of runoff from all impervious areas. The project also includes the use of Low Impact Development (LID) techniques, such as the use of grass filter strips a bioretention areas within the parking lots to disconnect runoff flow paths, remove TSS, increase infiltration and provide wildlife habitat.

In addition, the stormwater management system will be designed to reduce post-development peak discharge rates compared to pre-development conditions in order to minimize potential off-site flooding. Ten of the infiltration basins will have the capacity to infiltrate the 100-year storm event and three will be designed to discharge a portion of the runoff from larger storms through drain outlets designed with rip-rap aprons to prevent scour and erosion. According to the DEIR, the stormwater management system has been designed to accommodate rainfall intensities based on the National Oceanographic and Atmospheric Administration (NOAA) Atlas 14 rainfall data, which exceeds the minimum design requirements of the SMS. According to the DEIR, the stormwater management system will have adequate capacity to meet projected precipitation levels in 2070 storm events.

### *Traffic and Transportation*

The DEIR included a transportation study generally consistent with the EEA/MassDOT *Transportation Impact Assessment (TIA) Guidelines* issued in March 2014. It described existing and proposed roadway, pedestrian, and bicycle conditions, public transportation availability, roadway and intersection volumes and roadway safety issues. The analysis reviewed future conditions and vehicular operations under No Build and Build scenarios using a seven-year planning horizon. The TIA analyzed the transportation impacts of the project change in a study area including the following intersections:

- Route 44 (Harding Street) at Site Driveway;
- Route 44 (Harding Street) at Mill Street;
- Route 44 (Harding Street) at I-495 southbound (SB) ramps;
- Route 44 (Harding Street) at I-495 northbound (NB) ramps; and,
- Route 44 (Harding Street)/Route 18/Route 28 rotary.

Access to the site will be provided by a new driveway off Route 44 (Harding Street). The SDEIR should confirm that no direct vehicular access will be provided to Vernon Street. There is limited public transportation in the vicinity of the site. The Greater Attleboro and Taunton Regional Transit Authority (GATRA) operates the “Middleborough-Taunton Connection” bus, which runs three days a week and requires a reservation; the nearest bus stop is located approximately 2.9 miles from the site.

### *Trip Generation*

Based on trip rates published in the Institute of Transportation Engineers’ (ITE) *Trip Generation Manual*, 11<sup>th</sup> edition, using Land Use Code (LUC) 150 (Warehousing), the project will generate 1,150 adt, including 404 daily truck trips. The project will generate 114 trips (101 autos and 13 trucks) in the AM peak hour and 121 trips (101 vehicles and 20 trucks) in the PM peak hour. The DEIR reviewed the potential applicability of other LUCs to the project, such as 154 (High-Cube Transload and Short-Term Storage Warehouse), 155 (High-Cube Fulfillment Center Warehouse) and 156 (Parcel Hub Warehousing). According to the DEIR, LUC 150 is the appropriate land use to use for trip calculating trip generation because LUCs 154 and 155 have the equivalent or lower trip generation rates than LUC 150, and LUC 156 has a higher trip generation rate than LUC 150, but it is not applicable because the site is not near freight or intermodal facilities. Furthermore, the Town of Middleborough’s zoning restricts the use of the site to uses consist with LUC 150 and the allowed number of parking spaces (679 spaces, or 1.0 space per 1,000 sf) is also consistent with LUC. According to MassDOT, the Section 61

Finding and subsequent permits to be issued will identify LUC 150 as the only permitted use of the site and a change to another use may require additional analysis and amended permits.

### *Traffic Operations*

The DEIR provided peak period capacity analyses and level-of-service (LOS) designations for through traffic and each turning movement at study area intersections. The LOS reflects the overall operations of an intersection, including traffic speed, delay, and capacity. For urban intersections, LOS D reflects an acceptable level of operations; LOS E or F reflect significantly congested conditions and long delays.

Existing 2023 conditions were established using manual turning movement counts (TMCs) collected in March 2023. The No Build 2030 condition includes an annual background growth rate of 1.5 percent, compounded annually. Build 2030 conditions include the addition of project-generated trips to the No Build 2030 scenario. According to the DEIR, all truck trips to and from the site will use I-495, with 60 percent of the truck trips to and from the north and 40 percent of truck trips to and from the south. Approximately 44 percent of auto trips will use Route 44 to and from the site, 33 percent will use I-495 and 23 percent will use Routes 18 and/or 28.

According to the DEIR, all of the study area intersections operate under congested conditions with long delays (LOS F) under Existing 2023 and No Build 2030 conditions during the AM and PM peak periods, and will continue to do so under Build 2030 conditions with no significant changes to LOS. However, according to MassDOT, the analysis identified potential safety and operational concerns at the weave between the I-495 SB On-Ramp and I-495 SB Off-Ramp due to the short distance between the ramps which could be exacerbated by the addition of project-generated truck traffic. As noted below, the SDEIR should include a weave analysis for this segment of I-495. The left turn movement from the site driveway onto Route 44 (Harding Street) will operate at LOS F under Build 2030 conditions, but the delays and queues will be contained within the site and the DEIR indicated that the intersection does not satisfy any of conditions for the installation of a traffic signal. The site driveway will be designed to include a Stop sign and Stop line and separate left-turn and right-turn lanes at the exit, and will be maintained to ensure that landscaping and other potential obstructions do not impede sight lines.

### *Transportation Demand Management*

The DEIR described a proposed TDM program to encourage the use of alternative modes of travel to the site, which includes the following measures:

- Designate a transportation coordinator to oversee transportation issues;
- Distribute information on travel and commute options to employees and visitors to the site, including public transportation schedules posted in a centralized location;
- Encourage the use of carpooling and vanpooling by tenants and employees;
- Encourage tenants to offer flexible work schedules and peak-hour staggered operations to minimize peak -hour traffic impacts;
- Schedule truck deliveries to arrive and depart from the site during off-peak hours;
- Provide bicycle parking spaces and sidewalks and ramps along site drives to encourage walking and bicycling; and,

- Provide eight electric vehicle (EV) charging stations at each building (24 total charging stations).

### *Transportation Monitoring Program*

The DEIR included a proposed traffic monitoring program to evaluate the assumptions made in the traffic study and the adequacy of the transportation mitigation measures, including the TDM program. Annual traffic monitoring will be conducted for a period of five years beginning six months after occupancy of the project. The monitoring program will include:

- Collection of traffic counts at the site entrance for a continuous seven-day period;
- Collection of TMCs and vehicle classification counts at study area intersections for weekday AM and PM peak periods;
- Travel survey of employees of the site; and,
- Transit ridership counts.

### *Water and Wastewater*

The project will use 9,878 gpd of water and generate 8,980 gpd of wastewater. According to the DEIR, water service to the site will be provided from a Taunton Water Department water main in Harding Street adjacent to the proposed entrance to the site. The DEIR included a copy of a “Will Serve” letter from the Taunton Water Department which indicated that water is available to service the project site. According to the DEIR, the Town of Middleborough’s wastewater system is nearing its capacity, but service to the site was previously identified by the Town through a connection to the existing sewer pump station at the intersection of Clayton Road and Mill Street. Wastewater from the warehouse buildings will be conveyed by an 8-inch gravity sewer along the south side of the warehouses to a proposed pump station adjacent to the driveway. From the proposed pump station, flow will be conveyed through a 4-inch force main to a manhole in Clayton Road where an 8-inch gravity sewer will convey flow to the Town’s existing pump station. A portion of the sewer line will be constructed within an easement across property owned by the owner of the Phase 2 site. The Proponent will construct the new water and sewer infrastructure to serve the project and, as necessary, provide easements to the Town of Middleborough and Taunton Water Department. The SDEIR should clarify whether water and wastewater infrastructure to be constructed in Phase 1 will also be sized to accommodate flows from Phase 2.

### *Climate Change*

#### *Adaptation and Resiliency*

As previously reviewed in the ENF, the output report from the MA Climate Resilience Design Standards Tool prepared by the Resilient Massachusetts Action Team (RMAT) (the “MA Resilience Design Tool”) identified the project as having a “High” exposure rating based on the project’s location for the following climate parameters: urban and riverine flooding associated with extreme precipitation and extreme heat. The output report recommended using the 90<sup>th</sup> heat percentile when planning for extreme heat conditions and that for extreme precipitation, the buildings be designed with a planning horizon of 2070 and a return period associated with a 25-year (four percent chance) storm event and that

the driveway be designed with a planning horizon of 2070 and a return period associated with a 100-year (one percent chance) storm event. As required by the Scope included in the ENF Certificate, the DEIR provided additional information regarding the capacity of the proposed stormwater management system to accommodate future storm events and identified measures to mitigate urban heat island effect. As noted above, the DEIR also confirmed that the buildings will not be subject to flooding under existing or projected future conditions.

The stormwater management system has designed to accommodate extreme rainfall intensities based on the NOAA Atlas 14 rainfall data. The DEIR asserted that the system would also accommodate flows under the 2070 25- and 100-year storm events. However, according to Table 6-1 in the DEIR, a precipitation depth of 6.1 inches was used to model the 25-year storm event and 7.69 inches used to model the 100-year storm event; these precipitation levels are considerably less than the RMA2 estimates of 8.3 inches and 10.61 inches, respectively. During the review period, the Proponent indicated that the 2070 precipitation rates were modeled and confirmed that the stormwater management system was sized to accommodate those storm events. The SDEIR should provide a more detailed summary of the stormwater modeling performed for 2070 storm events.

Data available through the Resilient Massachusetts Map Viewer indicates that by 2070, the mean annual temperature at the project site is projected to increase by 8.1 degrees from baseline conditions and the number of days above 90 degrees Fahrenheit (F) will increase from five under baseline conditions to 38 days. According to the DEIR, the project will minimize urban heat island effect by land banking parking spaces until they are needed to minimize impervious area, plant trees and other vegetation and use reflective roofing materials.

#### *Stationary Source Greenhouse Gas (GHG) Emissions*

The DEIR included an analysis of the project's stationary- and mobile-source GHG emissions. As proposed in the DEIR, propane-fueled systems will be used to provide space heating in the buildings. According to the Department of Energy Resources (DOER), the proposed design does not meet the Building Code in several important respects. Furthermore, the analysis did not model the building design scenarios identified in the Scope included in the ENF Certificate and contains significant errors which do not accurately reflect the energy savings and GHG mitigation benefits of electrification of heating, cooling and ventilation systems. Key issues identified by DOER that should be addressed in the SDEIR include:

- The DEIR did not evaluate an all-electric heating system using electric air source heat pumps (ASHP) or a hybrid heating system consisting of ASHPs sized to 25 percent of the peak load for primary space heating and a propane-fueled heater sized to 100 percent of the peak heating load for secondary space heating, as required in the Scope
- The analysis significantly overestimated electric peak loads in the modeled scenarios because of the use of electric resistance heating in the buildings rather than ASHPs only
- The DEIR appeared to have used unusually low propane costs in the comparison of propane and electric heating costs
- The proposed buildings do not include the use of ventilation energy recovery, which is required to be used by the Building Code for buildings such as these that will be heated to 50 degrees Fahrenheit (F)



- The proposed buildings do not meet the minimum Performance Energy Index (PEI) target required in communities like Middleborough which have adopted the Stretch Code
- The DEIR appears to assert that substantial new electrical service infrastructure would be needed to electrify the proposed buildings; however, there is no analysis to support this assertion.

The SDEIR should include a revised GHG analysis as detailed in DOER's comment letter and the Scope.

#### *Mobile Source GHG Emissions*

The DEIR analyzed the project's mobile-source CO<sub>2</sub> emissions using the EPA's MOVES3 emissions model and data from the traffic study. The MOVES3 model calculates estimates of emissions for vehicles expressed in a volume per distance travelled. The analysis calculated GHG emissions under the Existing 2023, No Build 2030 and Build 2030 scenarios. According to the DEIR, anticipated improvements in vehicle engines and emissions technology typically result in a decrease in future emissions; however, due to an anticipated increase in vehicle volumes in the transportation study area, mobile source GHG emissions are expected to increase from 5,366 tpy under Existing 2023 conditions to 5,464 tpy under No Build 2030 conditions, an increase of 2 percent. Study area GHG emissions in the Build 2030 condition were estimated as 5,780 tpy, representing an increase of 316 tpy (6 percent) with the addition of project-generated vehicle trips. According to the DEIR, the Build 2030 scenario incorporates emissions reductions associated with the implementation of the TDM program described above.

#### *Land Alteration*

The project is subject to the MEPA GHG Policy because it exceeds thresholds for a mandatory EIR. This project will alter approximately 55 acres of land, most of which is forested. In accordance with the GHG Policy, projects that alter over 50 acres of land are generally required to analyze the carbon associated with land and soil disturbance during the construction period and loss of carbon sequestration to develop an estimate of GHG emissions associated with land alteration.

The DEIR included an analysis of the carbon contained in above- and below-ground biomass and the loss of future carbon sequestration resulting from the proposed land clearing. According to the DEIR, the area to be disturbed includes 40 acres of forest, 6.3 acres of impervious area, 8.3 acres of overgrown brush and other disturbed areas associated with the former drive-in and 0.7 acres of wetlands. The Proponent used the U.S. Forestry Service's EVALIDator, which provides forestry data including estimates of carbon in forested areas, to estimate the carbon in biomass in the forest at the site based on the prevalent forest type. According to the DEIR, forested areas on the site contain 187.18 short tons of CO<sub>2</sub> per acre (51 tons of carbon), which includes above-ground biomass such as tree trunks and branches and below-ground biomass associated with tree roots. Based on this estimate, the removal of 40 acres of trees would result in the one-time loss of 7,486 short tons of CO<sub>2</sub> (2,040 tons of carbon). The Proponent used an estimate of 1,178.07 metric tons of CO<sub>2</sub> per acre for wetlands, as documented in the 2020 *Massachusetts 2050 Decarbonization Roadmap Land Sector Report* (Land Sector Report); therefore, the project will result in the loss of an additional 824 metric tons of CO<sub>2</sub> due to project's wetland impacts. The total one-time loss of carbon from project activities is 8,311 tons of CO<sub>2</sub>. According to the DEIR,

the EPA's *Inventory of GHG Sinks and Emissions: 1990-2019* reports average sequestration rates for forests and wetlands as 2.26 and 0.044 tons of CO<sub>2</sub> per year per acre, respectively. Based on the proposed areas of alteration, the project will cause a loss of sequestration potential of 91.1 tons of CO<sub>2</sub> per year. The DEIR did not calculate the loss of carbon in the soil due to project activities. According to the *Massachusetts Healthy Soils Action Plan (2022)*, forest soils contain an average of approximately 216 short tons of CO<sub>2</sub> per acre (59 short tons of carbon per acre) and wetland soils contain an average of approximately 1,192 short tons of CO<sub>2</sub> per acre (325 short tons of carbon per acre). Based on the areas of proposed alteration, the project would release approximately 9,474 short tons of CO<sub>2</sub> from the soil. The project's total one-time carbon impacts from biomass and soil is approximately 17,785 short tons of CO<sub>2</sub>.

According to the DEIR, the project will mitigate the loss of tree carbon and carbon sequestration potential by replanting approximately 18 acres within the limit of disturbance, including 466 trees and shrubs. Using the U.S. Forest Service's CUFR Tree Carbon Calculator, the Proponent estimated that after 30 years, the 466 trees and shrubs would store 310 metric tons of CO<sub>2</sub>. In addition, to mitigate the project's impacts to rare species habitat, the Proponent will permanently protect 152 acres of forests and wetlands, which will continue to sequester carbon. According to the DEIR, the Proponent will work with its contractors to ensure that wood harvested from the site will be used as lumber, which would avoid the loss of up to 518 tons of CO<sub>2</sub>. As described in the Scope, the SDEIR should identify and commit to additional measures to mitigate the project's GHG impacts related to tree clearing and land alteration.

## SCOPE

### General

The SDEIR should follow Section 11.07 of the MEPA regulations for outline and content and provide the information and analyses required in this Scope. It should clearly demonstrate that the Proponent will avoid, minimize and mitigate Damage to the Environment to the maximum extent practicable through project alternatives and design.

### Project Description and Permitting

The SDEIR should identify any changes to the project since the filing of the DEIR. It should include site plans depicting existing and proposed conditions at a legible scale which identify buildings, impervious areas, transportation improvements, pedestrian and bicycle accommodations, stormwater and utility infrastructure, above- and below-ground structures and resiliency and other mitigation measures. The SDEIR should identify and describe State, federal and local permitting and review requirements associated with the project change, provide an update on the status of each of these pending actions, analyze applicable statutory and regulatory standards and requirements, and provide a discussion of the project change's consistency with those standards. It should provide updated estimates of impacts for Phase 1 individually and cumulatively for Phases 1 and 2. The DEIR provided inconsistent estimates. The SDEIR should provide a consistent description of the existing and proposed site conditions and areas, impact estimates and mitigation measures.

### Environmental Justice

The SDEIR should review the Proponent's outreach to EJ populations since the filing of the DEIR and describe a Public Involvement Plan for ongoing public engagement during the MEPA review of the project. The SDEIR, or a summary thereof, should be distributed to the EJ Reference List that was used to circulate the DEIR. The Proponent should obtain a revised EJ Reference List from the MEPA Office to ensure that contact information is updated.

Given the large number of truck trips necessary to haul fill material to the site, the SDEIR should provide an estimate of the number of construction-period truck trips generated by the project and identify potential construction-period truck routes. As described below, the SDEIR should provide a supplemental analysis of air emissions affecting EJ populations which includes emissions from construction trucks. The SDEIR should review whether the proposed land alteration and impervious area may contribute to heat island impacts affecting EJ populations within the DGA.

### Wetlands

Plans of wetlands impacts included in the DEIR show that minimal temporary impacts to wetland resource areas are anticipated in areas immediately adjacent to roadway construction. The SDEIR should describe how the driveway will be constructed in these areas, including implementation of mitigation measures, to ensure that temporary impacts will be as modest as estimated in the DEIR. The SDEIR should describe and estimate the area of all temporary and permanent impacts to wetland resource areas, including LUW and Bank, identify proposed mitigation measures and review the project's compliance with the relevant performance standards of the Wetlands Regulations. The SDEIR should evaluate alternative roadway designs, such as the use of bridge structures, through wetlands that could minimize permanent fill.

### Transportation

As requested by MassDOT, the SDEIR should include a weave analysis for the I-495 On- and Off-Ramps ramps at Route 44. The Proponent should consult with MassDOT prior to completing the analysis. The SDEIR should propose mitigation to address roadway safety and operations at these locations. The SDEIR should provide an estimate of the number of truck trips that will be necessary to deliver fill material to the site and identify potential routes of travel. The Proponent should consult with MassDOT regarding the potential need for any permits or mitigation measures associated with the high volume of construction-period truck trips. The SDEIR should report on construction-period impacts and mitigation measures identified in consultation with MassDOT.

### Climate Change

#### *Adaptation and Resiliency*

According to the DEIR, the stormwater management system will have the capacity to meet the 2070 100-year storm, which is projected to have a 24-hour rainfall of 10.4 inches; however, the DEIR included data showing only that the stormwater management system performance had been analyzed for

storm events with lower volumes of precipitation. The SDEIR should provide documentation demonstrating the anticipated performance of the proposed stormwater management system under the 2070 25- and 100-year storm events based on the output report of the MA Resilience Design Tool. If the project is not anticipated to meet these design recommendations, the SDEIR should discuss whether the project has considered flexible adaptation strategies.<sup>4</sup>

### *GHG Emissions / Air Quality*

#### *Stationary Sources*

The SDEIR should include a revised analysis of the GHG emissions associated with the proposed buildings in accordance with the MEPA GHG Policy and DOER's comment letter, which is incorporated herein by reference and summarized below. As previously required in the Scope included in the ENF Certificate, the analysis should include an evaluation of an all-electric heating system using electric ASHP or a hybrid heating system consisting of ASHPs sized to 25 percent of the peak load for primary space heating and a propane-fueled heater sized to 100 percent of the peak heating load for secondary space heating. The use of ventilation energy recovery is now required by the Building Code for buildings of this type and should be incorporated into the modeling. According to DOER, the use of ventilation energy recovery will reduce peak electrical loads, permit the use of smaller ASHPs and potentially help the project meet the minimum PEI required by the Stretch Code. As recommended by DOER, the analysis should not include the use of electric resistance heating in the proposed buildings. The SDEIR should use the propane and electric costs identified in DOER's comment letter to compare the hybrid alternative to the propane alternative described in the DEIR. To the extent that the Proponent believes that an adequate supply of electricity is not available to electrify the heating, cooling and ventilation systems, the SDEIR should provide an analysis and other documentation, such as detailed correspondence with the electric service utility serving the site, to support this assertion.

#### *Mobile Sources*

The SDEIR should update the air quality analyses in the DEIR to include emissions of VOCs, NO<sub>x</sub>, PM<sub>2.5</sub>, DPM and GHG from construction trucks. It should include an updated analysis of the project's impacts to air quality along likely travel routes by project-generated traffic, including trucks during operation and construction of the facility.

#### *Land Alteration*

The SDEIR should provide an updated analysis of carbon impacts associated with site clearing, regrading and tree removal, including release of carbon in soil. All estimates of carbon loss should be expressed in units of short tons of CO<sub>2</sub>. The SDEIR should include additional measures to minimize and mitigate impacts associated with land clearing, including a reduced project footprint, additional on-site tree planting and off-site mitigation including potential contributions to forest preservation and tree replanting commitments particularly in nearby EJ communities to promote carbon sequestration and a reduction in potential heat island effects. The SDEIR should review the feasibility of each potential

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<sup>4</sup> General guidance on flexible adaptation strategies is available at [https://eea-nescaum-dataservices-assets-prd.s3.amazonaws.com/cms/GUIDELINES/FlexibleAdaptationPathwaysForm\\_V1.2.pdf](https://eea-nescaum-dataservices-assets-prd.s3.amazonaws.com/cms/GUIDELINES/FlexibleAdaptationPathwaysForm_V1.2.pdf).

measure to minimize tree clearing, including reduced building footprints alternatives previously reviewed in the ENF and DEIR. The SDEIR should continue to identify opportunities to increase resilience through enhancement of the site, including an increase in permeable surfaces and other ecosystem-based adaptation measures.

### Mitigation and Draft Section 61 Findings

The SDEIR should include a separate chapter summarizing all proposed mitigation measures including construction-period measures. All construction period mitigation measures should be listed in this chapter and described with respect to their purpose and effectiveness either in this chapter or other appropriate chapter which addresses project impacts. This chapter should also include a comprehensive list of all commitments made by the Proponent to avoid, minimize and mitigate the environmental and related public health impacts of the project, and should include a separate section outlining mitigation commitments relative to EJ populations. The filing should contain clear commitments to implement these mitigation measures, estimate the individual costs of each proposed measure, identify the parties responsible for implementation, and contain a schedule for implementation. The list of commitments should be provided in a tabular format organized by subject matter (traffic, water/wastewater, GHG, environmental justice, etc.) and identify the Agency Action or Permit associated with each category of impact. Draft Section 61 Findings should be separately included for each Agency Action to be taken on the project. The filing should clearly indicate which mitigation measures will be constructed or implemented based upon project phasing to ensure that adequate measures are in place to mitigate impacts associated with each development phase.

To ensure that all GHG emissions reduction measures adopted by the Proponent as the Preferred Alternative are actually constructed or performed by the Proponent, the Proponent must provide a self-certification to the MEPA Office indicating that all of the required mitigation measures, or their equivalent, have been completed. The commitment to provide this self-certification in the manner outlined above shall be incorporated into the draft Section 61 Findings included in the SDEIR.

### Responses to Comments

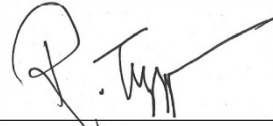
The SDEIR should contain a copy of this Certificate and a copy of each comment letter received. In order to ensure that the issues raised by commenters are addressed, the SDEIR should provide complete responses which may also refer to specific pages or sections of the SDEIR where the comment or issue is addressed in more detail. This directive is not intended, and shall not be construed, to enlarge the scope of the SDEIR beyond what has been expressly identified in this certificate.

### Circulation

The Proponent may circulate copies of the SDEIR to commenters other than Agencies in a digital format (e.g., CD-ROM, USB drive) or post to an online website. However, the Proponent should make available a reasonable number of hard copies to accommodate those without convenient access to a computer to be distributed upon request on a first come, first served basis. The Proponent should send correspondence accompanying the digital copy or identifying the web address of the online version of the SDEIR indicating that hard copies are available upon request, noting relevant comment deadlines, and appropriate addresses for submission of comments. A copy of the SDEIR should be made available for review in the Middleborough Public Library.

July 31, 2023

Date



Rebecca L. Tepper

Comments received:

07/17/2023 Natural Heritage and Endangered Species Program (NHESP)  
 07/21/2023 Jim Kundzicz  
 07/21/2023 Jocelyn Kundzicz  
 07/21/2023 Melissa Burr  
 07/21/2023 Zac Burr  
 07/22/2023 Anita Rodriguez  
 07/24/2023 Andrew Joslin  
 07/24/2023 Angela Kendall  
 07/24/2023 Annie Hayes  
 07/24/2023 Breeka Li Goodlander  
 07/24/2023 Chinmay Nair  
 07/24/2023 cindyblackwell.53@gmail.com  
 07/24/2023 Massachusetts Department of Environmental Protection (MassDEP)/Southeast Regional Office (SERO)  
 07/24/2023 Don Ogden  
 07/24/2023 Massachusetts Department of Environmental Protection (MassDOT)  
 07/24/2023 D.R. Lavoie  
 07/24/2023 Ethan Dow  
 07/24/2023 Heather Kundzicz  
 07/24/2023 Jeffrey Nichols  
 07/24/2023 Jillregin Murray  
 07/24/2023 Joe Falconeiri  
 07/24/2023 John Cronin  
 07/24/2023 John Kierstead  
 07/24/2023 John West  
 07/24/2023 Karen Belli  
 07/24/2023 Kearns Kelly  
 07/24/2023 Keri Scannell  
 07/24/2023 Kerry Kelleher  
 07/24/2023 Lee Landers  
 07/24/2023 Loretta J. Bruffee  
 07/24/2023 Lori Ashley  
 07/24/2023 Madisyn Lima  
 07/24/2023 Melissa Ramondetta  
 07/24/2023 Michele Handley  
 07/24/2023 Pamela Berry

07/24/2023 Patty Simon  
07/24/2023 Petition with 201 signers  
07/24/2023 Rachel Raubenhold  
07/24/2023 Richard Oakley  
07/24/2023 Robert Belli  
07/24/2023 Robin Hanson  
07/24/2023 Rosemary Mosco  
07/24/2023 Russell Kierstead  
07/24/2023 Sameera Egan  
07/24/2023 Sarah Carr  
07/24/2023 Sarah Spencer  
07/24/2023 Shawn Canha  
07/24/2023 Timothy Griffith  
07/24/2023 Walter John  
07/25/2023 Alison Uzmann  
07/25/2023 Amanda Williams  
07/25/2023 Brandon May  
07/25/2023 Britton Boughner  
07/25/2023 Chris Locke  
07/25/2023 Dan Levesque  
07/25/2023 Daniel Paul  
07/25/2023 David Borges  
07/25/2023 Dennis White  
07/25/2023 Ellen FarleyWylie  
07/25/2023 Foley Lori  
07/25/2023 Gidgette Farell  
07/25/2023 jen@parrishrelics.com  
07/25/2023 Jennifer Prisco  
07/25/2023 John Picanzo  
07/25/2023 Kelly Mchugh  
07/25/2023 Raquel Lopes Mullaney  
07/25/2023 Scott Tighe  
07/25/2023 Sonika Vuyyuru  
07/25/2023 Talya Roberts  
07/25/2023 Tierney Tighe  
07/25/2023 Tristen Cantelli  
07/26/2023 Judith Davis

RLT/AJS/ajs



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## DIVISION OF FISHERIES & WILDLIFE

1 Rabbit Hill Road, Westborough, MA 01581

p: (508) 389-6300 | f: (508) 389-7890

[MASS.GOV/MASSWILDLIFE](https://www.mass.gov/masswildlife)

July 17, 2023

Rebecca Tepper, Secretary  
Executive Office of Energy and Environmental Affairs  
Attention: MEPA Office  
Alexander Strycky, EEA No. 16642  
100 Cambridge St.  
Boston, Massachusetts 02114

*Project Name:* Lincoln Logistics Middleborough  
*Proponent:* Lincoln Property Companies  
*Location:* 27 Harding Street, Middleborough  
*Document Reviewed:* Draft Environmental Impact Report  
*EEA No.:* 16642  
*NHESP No.:* 23-7231 (formerly 06-21203)

Dear Secretary Tepper:

The Natural Heritage & Endangered Species Program of the Massachusetts Division of Fisheries & Wildlife ("Division") has reviewed the Draft Environmental Impact Report ("DEIR") for the proposed Lincoln Logistics Middleborough Project ("Project") and would like to offer the following comments regarding state-listed species and their habitats.

According to the Massachusetts Natural Heritage Atlas (15<sup>th</sup> Edition), the Project is located within the mapped Priority Habitat of a turtle species state-listed as Special Concern. This species and its habitats are protected pursuant to the Massachusetts Endangered Species Act Regulations (MESA; 321 CMR 10.00). The Project will require prior review through a direct filing with the Division for compliance with the MESA and the rare species provisions of the Massachusetts Wetlands Protection Act Regulations (310 CMR 10.00).

Phase I of the Project, as proposed, includes the construction of three warehouses, access roads, parking, stormwater management structures, and associated site work. Phase II of the Project (proposed by A&B Realty Trust) includes as yet unspecified development within two Future Development Areas. To address project segmentation under the MESA (321 CMR 10.16), the Division is evaluating the cumulative impacts of Phase I and II of the Project to state-listed species and their habitats.

In advance of a formal filing and based on a review of information submitted in the Environmental Notification Form ("ENF"), DEIR and ongoing pre-filing consultations with the Proponent, the Division anticipates that Phases I and II of the Project will likely result in a Take (321 CMR 10.18 (2)(b)) of state-listed species. Projects resulting in a Take of state-listed species may only be permitted if they meet the performance standards for a Conservation and Management Permit (CMP; 321 CMR 10.23).

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Since issuance of the February 10, 2023 MEPA Certificate on the ENF, the Proponent has continued to work cooperatively with the Division on a pre-filing basis to avoid, minimize and mitigate impacts to state-listed species consistent with CMP performance standards. The Proponent has assessed alternatives resulting in further avoidance and minimization of habitat loss and fragmentation on the property; finalized the extent, configuration and mechanism of permanently protecting on-site habitat; and submitted plans for permanent barriers and wildlife crossings associated with the proposed access roadway.

In consultation with the Division, the Proponent is currently developing several plans to further avoid, minimize and mitigate impacts, including but not limited to: a habitat enhancement, management, monitoring and funding plan; plans to protect state-listed turtles during and after construction, including an operations and maintenance plan for barriers, wildlife crossings and stormwater management structures; and plans for supplemental conservation measures to benefit the impacted species, which may include but may not be limited to additional habitat enhancement (e.g., habitat restoration, nesting habitat creation and management, invasives species management) and or funding to support additional off-site conservation. We recommend that the Proponent continue working collaboratively with the Division to finalize its plans to avoid, minimize and mitigate impacts to state-listed species sufficient to meet CMP performance standards.

The Division will not render a final decision until the MEPA review process and its associated public comment period is complete, and until all required CMP application materials have been submitted to the Division. As the MESA review process remains ongoing, no alteration to the soil, surface, or vegetation associated with the proposed Project shall occur until the Division has made a final decision relative to the CMP.

If you have any questions about this letter, please contact Jesse Leddick, Chief of Regulatory Review, at [jesse.leddick@mass.gov](mailto:jesse.leddick@mass.gov) or 508-389-6386. We appreciate the opportunity to comment on the Project.

Sincerely,



Everose Schlüter, Ph.D.  
Assistant Director

cc: Christina Lyons, Epsilon Associates, Inc.  
Brian Madden, LEC Environmental Consultants, Inc.