

Order No.18-1007314
Special Permit Application
Avalon Marlborough II, 123-unit
Apartment Community
200 Forest Street

- Public Hearing Transcript
& Special Permit Decision
- Manager Comments

Order No.18-1007315
Site Plan Decision-AvalonII

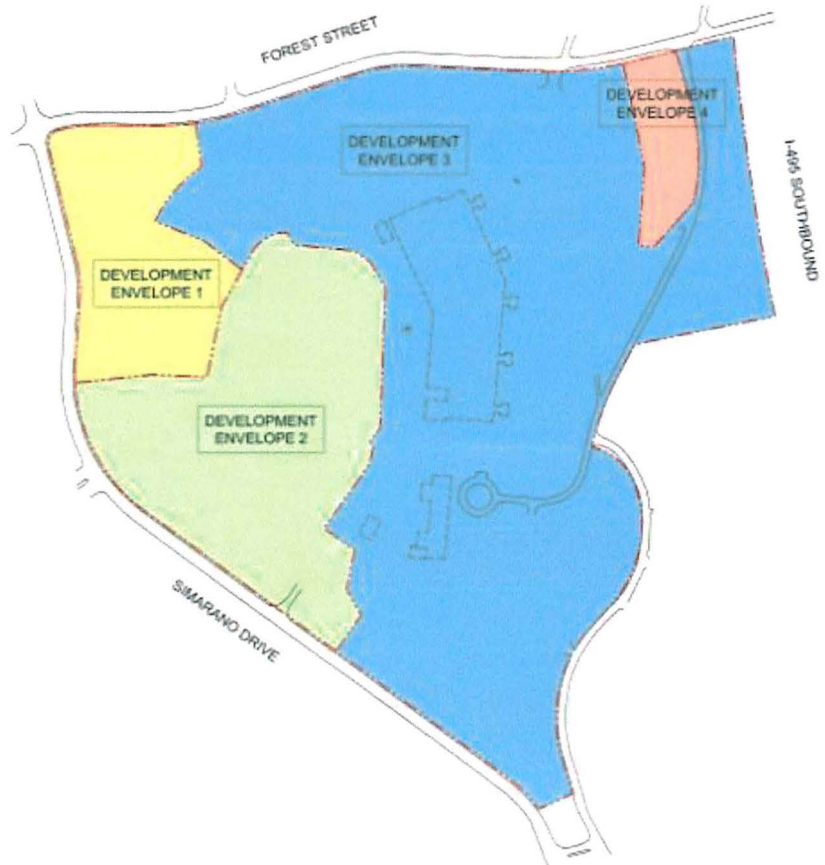
Order No.18-1007313
Amendment to Master Concept Plan
Amendment to Development Agreement

Urban Affairs
January 22, 2019

Marlborough Hills, Current Site



Marlborough Hills, Original Master Concept Plan



SMMA

SMMA ENGINEERING & ARCHITECTURE
100 Massachusetts Avenue
Cambridge, Massachusetts 02139
Phone: 617.452.1100
www.smma.com



MANAGEMENT
**RESULTS WAY
MIXED OVERLAY
DISTRICT**
RESULTS WAY
MIXED OVERLAY DISTRICT
RESULTS WAY
MIXED OVERLAY DISTRICT
RESULTS WAY
MIXED OVERLAY DISTRICT

PROPOSED DEVELOPMENT ENVELOPE AREAS					
	ENVELOPE 1 TOTAL	ENVELOPE 2 RESIDENTIAL	ENVELOPE 3 COMMERCIAL	ENVELOPE 4 HOSPITALITY	TOTAL PARCEL
TOTAL (SQUARE FEET)	11,097	23,477	11,111	2,111	58,806

- NOTES:
1. PROPOSED STRUCTURES WILL COMPLY WITH PARAGRAPH F - "DIMENSIONAL REQUIREMENTS" OF ARTICLE 650-33 RESULTS WAY MIXED OVERLAY DISTRICT (RWMUOD)
 2. IMPERVIOUS COVERAGE IN THE RWMUOD WILL NOT EXCEED 60% OF THE TOTAL AREA OF THE RWMUOD.

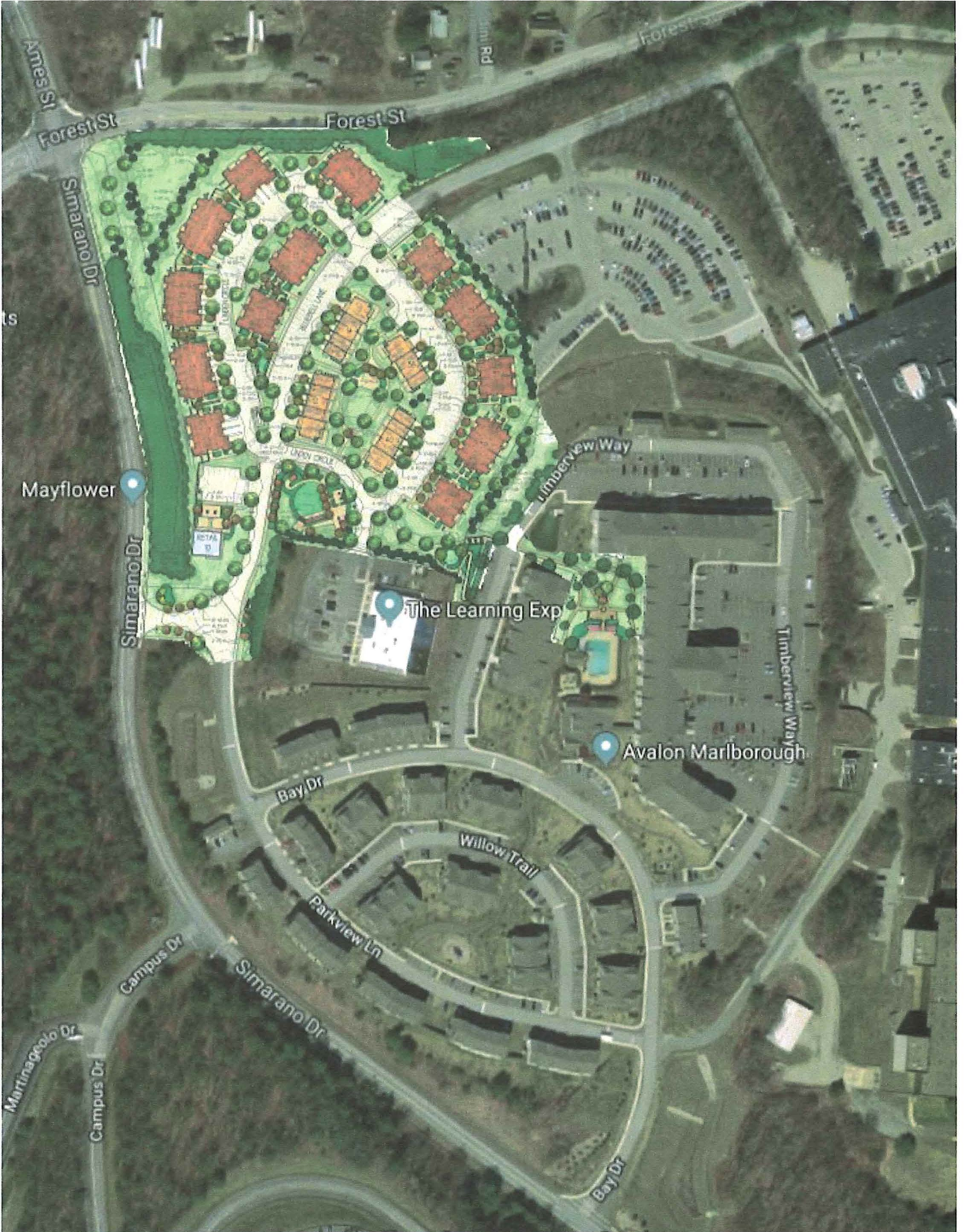


FIGURE 1:
DRAFT
MASTER PLAN

MASTER 1

Site Location, Simarano Drive and Forest Street







FOREST BLVD - at WEST STREET

**104 DIRECT ENTRY
APARTMENT HOMES**

**19 TOWNHOMES
CENTRAL GREEN**

**PHASE 2
OUTDOOR
AMENITIES**

**RETAIL
BUILDING**

**EXISTING
DAYCARE**

**PEDESTRIAN
CONNECTION**

**EXISTING
AMENITIES**

**AVALEON
MARLBOROUGH**

TABLE 1 - SUMMARY OF UNIT TYPES AND COUNTS

UNIT TYPE	COUNT	TOTAL SQ. FT.	APPROX. PRICE RANGE
1-BED APARTMENT	104	104,000	\$150,000 - \$200,000
2-BED APARTMENT	19	190,000	\$250,000 - \$350,000
TOWNHOME	19	190,000	\$300,000 - \$400,000
TOTAL	142	413,000	

Avalon Marlborough:



Completed 2016: 350 Apartments

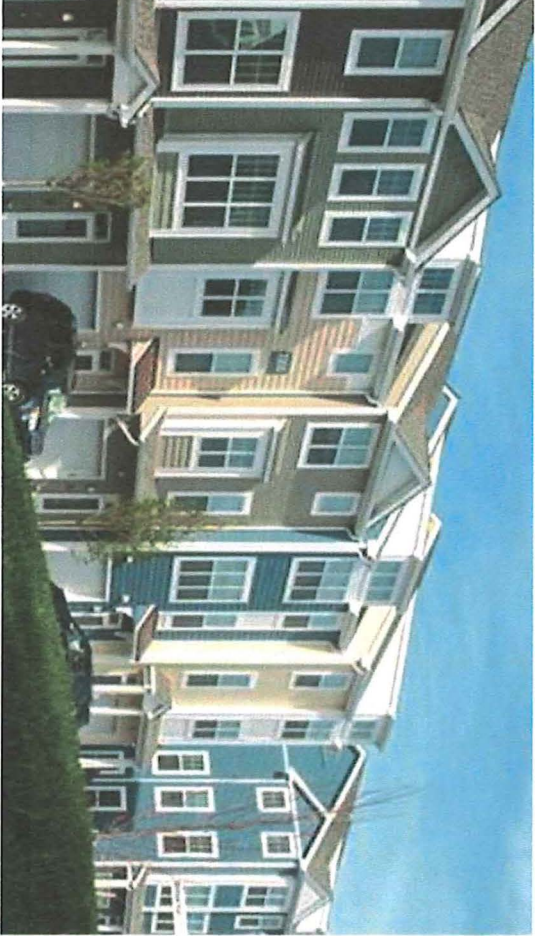
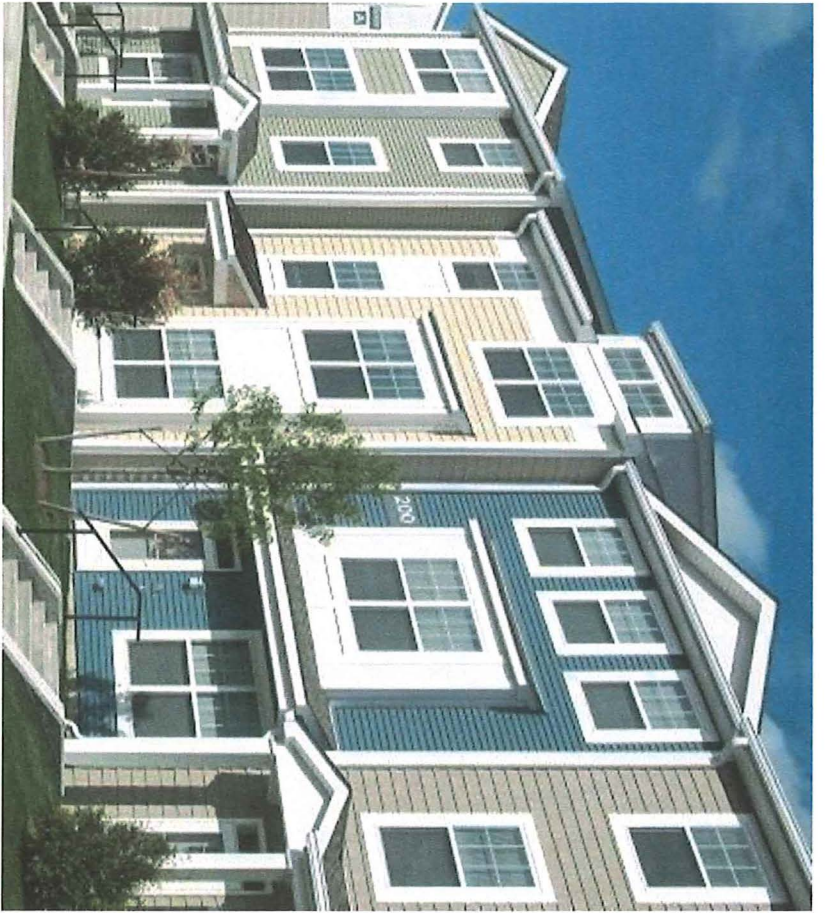
Avalon Marlborough Phase 2



Avalon Sudbury, Sudbury, MA



Under Construction: 250 Apartments







IN CITY COUNCIL

Marlborough, Mass., _____ JUNE 18, 2018

ORDERED:

That there being no objection thereto set **MONDAY, AUGUST 27, 2018** as **DATE FOR PUBLIC HEARING** On the Application for Special Permit from Avalon Marlborough II, a 123-unit Luxury Apartment Community located on a portion of 200 Forest Street in the Results Way Mixed Use Overlay District, be and is herewith refer to **URBAN AFFAIRS COMMITTEE & ADVERTISE.**

Ninety days after public hearing is 11/25/18 which falls on a Sunday, therefore 11/26/18 would be considered the 90th day.

ADOPTED

Extended

until

Feb. 27, 2019

ORDER NO. 18-1007314

DEPARTMENT HEAD
COMMENTS

Special Permit
Atlantic Overlay
Avalon 2
Housing Development

Urban Affairs
January 22, 2019

City Council

From: Thomas DiPersio
Sent: Thursday, January 17, 2019 3:12 PM
To: City Council; Priscilla Ryder; Kevin Breen; David Giorgi; John Ghiloni; Cathleen Liberty; Jeffrey Cooke
Cc: Donald Rider; Cynthia Panagore Griffin; Sara Corbin
Subject: Orders No. 18/19-1007315, 18/19-1007314D, and 18/19-1007315: Avalon Marlborough II
Attachments: site comparison.pdf; aerial photo.pdf

City Council Urban Affairs Committee Members,

I have the following comments on the above referenced orders:

Aside from the elimination of a retail component from the development altogether, the most significant of the proposed changes to the Master Concept Plan is the encroachment into the natural buffer area at the northwest corner of the site (at the corner of Forest and Simarano), as represented in the attached renderings. As can be seen in the attached aerial photo, most of the significant trees in this area are along the Forest Street side. The Site Plan Review Committee expressed concerns about the elimination of some of the Forest Street buffer, and as a result the applicant did make some significant revisions, such as shifting building locations and moving utility connection locations. The present plans indicate a buffer of approximately 30 feet near the detention basin, and approximately 40 feet behind Building 29.

The Site Plan Review Committee has presented comments and conditions relative to its review to the Urban Affairs Committee in a separate correspondence. The conditions in that correspondence should be part of the final Site Plan Approval by the Council. The only other comment I would add is that the traffic study discussed at the Site Plan Review Committee meetings recommended that the connector roadway be closed for traffic safety reasons. Now that the plans have been revised to keep the connector road open, the traffic study may need to be updated accordingly. Keeping the connector road open will result in commuter traffic to/from the office and hotel sites travelling through the new residential area - traffic calming devices such as speed bumps may be desirable.

Please contact me with any questions.

Thank you,

Thomas DiPersio, Jr., PE, PLS

City Engineer
Department of Public Works
135 Neil Street
Marlborough, MA 01752
Phone:(508)624-6910x33200
tdipersio@marlborough-ma.gov

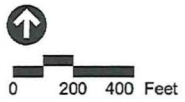


Figure 1.4
Previously Reviewed Project



Marlborough Hills
Marlborough, Massachusetts



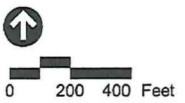
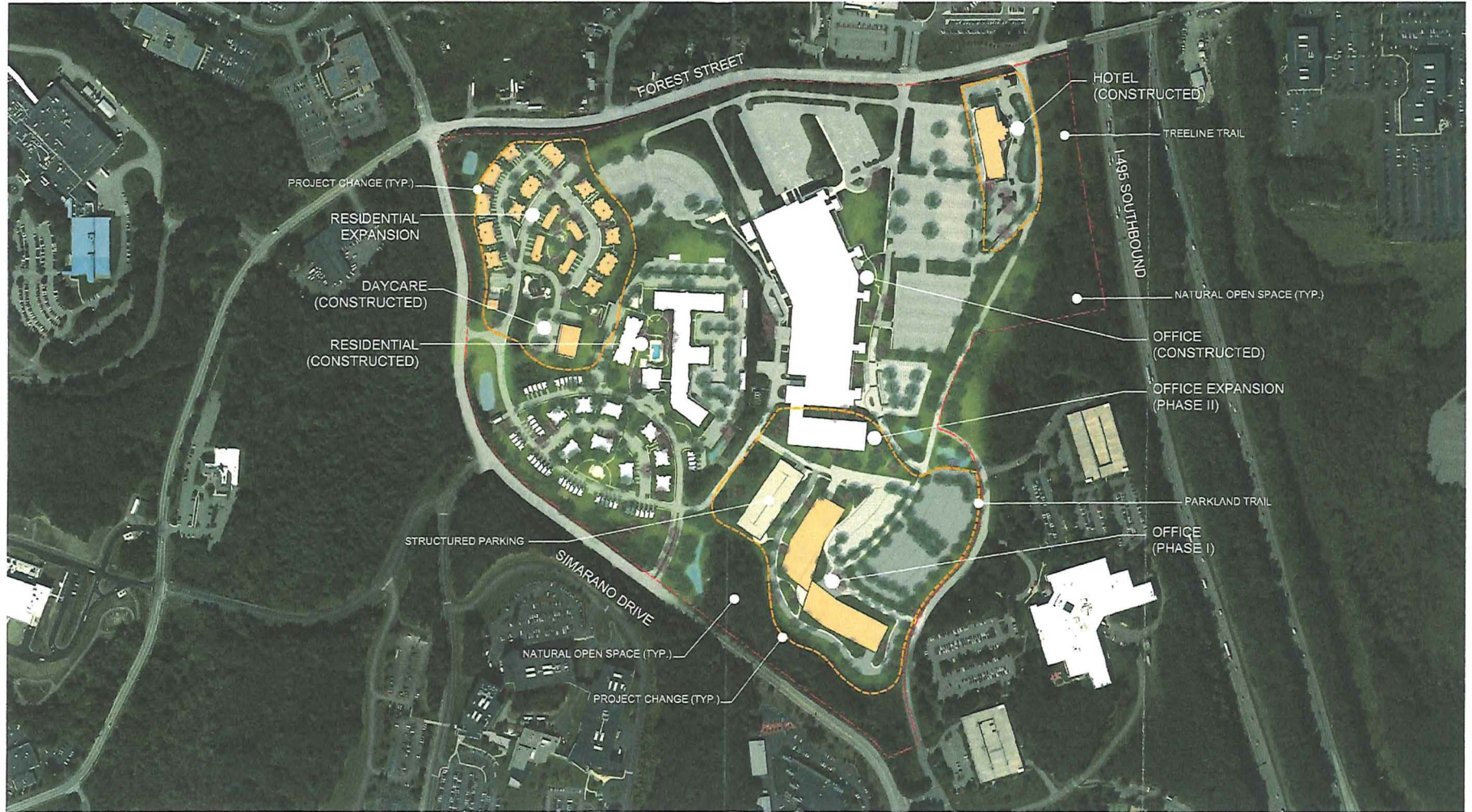


Figure 1.5
Proposed Project Change



Marlborough Hills
Marlborough, Massachusetts

City Council

From: Kevin Breen
Sent: Tuesday, January 15, 2019 4:29 PM
To: City Council
Subject: RE: To Managers for comment: Avalon Marlborough II Special Permit Draft

Good Afternoon Karen:

We here at MFD have participated in many discussions about this project while attending site plan meetings. I have been satisfied with this newest Avalon phase, associated presentations and support the project. However, one concern I would bring to the attention of councilors is related to the proposed gate at the secondary access road. Apparently, the plan is to dead end the existing access road leading to the property from the Quest parking lot. The applicant proposes a gated entry into their own parking lot thereby insuring a secondary means of access/egress from the site. The existing access road that runs parallel to Forest Street will dead end at a new gate. We have been told there will be some type of coordination between property owners in terms of maintaining access (snow removal and general maintenance) to insure emergency vehicle traffic. It may also be prudent to place signage indicating the existing road does not permit drive through access for approaching vehicles. This is our only comment at this time.

Thank you,

KJB

KEVIN J. BREEN, FIRE CHIEF
MARLBOROUGH FIRE DEPARTMENT
215 MAPLE STREET
MARLBOROUGH, MA 01752
(508) 624-6986

From: City Council
Sent: Monday, January 14, 2019 11:04 AM
To: Priscilla Ryder <pryder@marlborough-ma.gov>; Jeffrey Cooke <jcooke@marlborough-ma.gov>; David Giorgi <dgiorgi@marlborough-ma.gov>; Kevin Breen <kbreen@marlborough-ma.gov>; Cathleen Liberty <cliberty@marlborough-ma.gov>; Thomas DiPersio <tdipersio@marlborough-ma.gov>; John Ghiloni <jghiloni@marlborough-ma.gov>
Cc: Sara Corbin <scorbin@marlborough-ma.gov>; Karen Boule <kboule@marlborough-ma.gov>
Subject: To Managers for comment: Avalon Marlborough II Special Permit Draft

This is the second special permit Urban Affairs will be reviewing on January 22. Your comments as to each of the two decisions are appreciated and will assist the committee in its deliberations.

Karen

City Council

From: Jeffrey Cooke
Sent: Monday, January 14, 2019 11:23 AM
To: City Council; Priscilla Ryder; David Giorgi; Kevin Breen; Cathleen Liberty; Thomas DiPersio; John Ghiloni
Cc: Sara Corbin; Karen Boule
Subject: RE: To Managers for comment: Avalon Marlborough II Special Permit Draft

I have no additional comments

Jeffrey Cooke, C.B.O.
Building Commissioner
City of Marlborough, MA
508-460-3776

Mission Statement

To promote the safe and compatible development of the community through fair and consistent enforcement of building codes and zoning ordinances

From: City Council
Sent: Monday, January 14, 2019 11:04 AM
To: Priscilla Ryder <pryder@marlborough-ma.gov>; Jeffrey Cooke <jcooke@marlborough-ma.gov>; David Giorgi <dgiorgi@marlborough-ma.gov>; Kevin Breen <kbreen@marlborough-ma.gov>; Cathleen Liberty <cliberty@marlborough-ma.gov>; Thomas DiPersio <tdipersio@marlborough-ma.gov>; John Ghiloni <jghiloni@marlborough-ma.gov>
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Karen

From: Julia Wynyard <Julia_Wynyard@avalonbay.com>
Date: January 14, 2019 at 10:17:51 AM EST
To: Karen Boule <kboule@marlborough-ma.gov>
Cc: Scott Dale <Scott_Dale@avalonbay.com>, "Momnie, Paul D." <PMomnie@GOULSTONSTORRS.com>, Kristine Hung <KHung@riemerlaw.com>, "Robert C Buckley" <RBuckley@riemerlaw.com>
Subject: Avalon Marlborough II Special Permit Draft

Hi Karen,

Please find attached the draft Special Permit decision for Avalon Marlborough II. Please let me know if you need anything else from us in preparation for our Urban Affairs Committee meeting on the 22nd.

Best,
Julia

City Council

From: Cathleen Liberty
Sent: Monday, January 14, 2019 11:26 AM
To: City Council; Priscilla Ryder; Jeffrey Cooke; David Giorgi; Kevin Breen; Thomas DiPersio; John Ghiloni
Cc: Sara Corbin; Karen Boule; Nicholas Milano
Subject: RE: To Managers for comment: Avalon Marlborough II Special Permit Draft

The BOH has not comment.

From: City Council
Sent: Monday, January 14, 2019 11:04 AM
To: Priscilla Ryder <pryder@marlborough-ma.gov>; Jeffrey Cooke <jcooke@marlborough-ma.gov>; David Giorgi <dgiorgi@marlborough-ma.gov>; Kevin Breen <kbreen@marlborough-ma.gov>; Cathleen Liberty <cliberty@marlborough-ma.gov>; Thomas DiPersio <tdipersio@marlborough-ma.gov>; John Ghiloni <jghiloni@marlborough-ma.gov>
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Best,
Julia

City Council

From: David Giorgi
Sent: Monday, January 14, 2019 1:21 PM
To: Priscilla Ryder; City Council; Jeffrey Cooke; Kevin Breen; Cathleen Liberty; Thomas DiPersio; John Ghiloni
Cc: Sara Corbin; Karen Boule
Subject: RE: To Managers for comment: Avalon Marlborough II Special Permit Draft

I have no further comments on the Special Permit language- a concern was raised re: the location of the bus stop, but this has been addressed.

Thank you,
D. Giorgi

From: Priscilla Ryder <pryder@marlborough-ma.gov>
Sent: Monday, January 14, 2019 12:19 PM
To: City Council <citycouncil@marlborough-ma.gov>; Jeffrey Cooke <jcooke@marlborough-ma.gov>; David Giorgi <dgiorgi@marlborough-ma.gov>; Kevin Breen <kbreen@marlborough-ma.gov>; Cathleen Liberty <cliberty@marlborough-ma.gov>; Thomas DiPersio <tdipersio@marlborough-ma.gov>; John Ghiloni <jghiloni@marlborough-ma.gov>
Cc: Sara Corbin <scorbin@marlborough-ma.gov>; Karen Boule <kboule@marlborough-ma.gov>
Subject: RE: To Managers for comment: Avalon Marlborough II Special Permit Draft

I have no additional comments on this Special Permit language.

Thanks!

Priscilla Ryder
Conservation Officer
140 Main St. City Hall; Marlborough, MA 01752
Ph: 508-460-3768 ; pryder@marlborough-ma.gov

From: City Council
Sent: Monday, January 14, 2019 11:04 AM
To: Priscilla Ryder <pryder@marlborough-ma.gov>; Jeffrey Cooke <jcooke@marlborough-ma.gov>; David Giorgi <dgiorgi@marlborough-ma.gov>; Kevin Breen <kbreen@marlborough-ma.gov>; Cathleen Liberty <cliberty@marlborough-ma.gov>; Thomas DiPersio <tdipersio@marlborough-ma.gov>; John Ghiloni <jghiloni@marlborough-ma.gov>
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Subject: To Managers for comment: Avalon Marlborough II Special Permit Draft

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Date: January 14, 2019 at 10:17:51 AM EST
To: Karen Boule <kboule@marlborough-ma.gov>
Cc: Scott Dale <Scott_Dale@avalonbay.com>, "Momnie, Paul D." <PMomnie@GOULSTONSTORRS.com>, Kristine Hung <KHung@riemerlaw.com>, "Robert C Buckley" <RBuckley@riemerlaw.com>
Subject: Avalon Marlborough II Special Permit Draft

Hi Karen,

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Best,
Julia



IN CITY COUNCIL

Marlborough, Mass., _____ AUGUST 27, 2018

PAGE 1

ORDERED:

That the PUBLIC HEARING On the Application for Special Permit for Avalon Marlborough II, a 123-unit Luxury Apartment Community located on a portion of 200 Forest Street in the Results Way Mixed-Use Overlay District, Order No. 18-1007314, all were heard who wish to be heard, hearing closed at 9:06 PM.

Councilors Present: Delano, Doucette, Dumais, Tunnera, Irish, Clancy, Landers, Juairé, Oram, Ossing & Robey.

PUBLIC SPEAKING IN FAVOR

Robert Buckley, of Riemer & Braunstein, introduced Scott Dale, Senior Vice-President of Development for AvalonBay Communities, and Kristine Hung, Associate at Riemer & Braunstein. Mr. Buckley provided a summary of the history of the site. In 2011, the site was vacated by HP (Hewlett Packard) and the applicant spent time meeting with City officials on a vision for the site. The Council showed some leadership and embarked on a unique zoning overlay that struck a balance between flexibility and control. Nothing happens without going through the Council and yet there was some flexibility in the zoning that allowed the applicant to react to the marketplace. This piece of Marlborough zoning has been cited throughout the Commonwealth as what communities would like to do themselves and is often referred to as the Marlborough zoning. Because of that zoning, they have a very vibrant, exciting, productive development. There is a mix of high quality commercial tenants, as well as residential units and a hotel. The site has generated significant tax revenues for the City.

They are before the City Council consistent with the overlay to seek a special permit to construct an additional 125-units. As part of this process, the applicant is willing to agree that there will be no additional housing on this site because this request will complete the necessary housing to attract the "millennials" because they demand to have, the live, work, and play environment. They envision working through potential litigation and any issues that may arise from such a project. There is an overall development agreement that governs everything occurring at this site which must be modified to address several issues the City is focused on. The impacts projected in 2012 are significantly lower than what is occurring today and the benefits to the City are significantly higher than projected.



IN CITY COUNCIL

Marlborough, Mass., AUGUST 27, 2018

PAGE 2

ORDERED:

Scott Dale, Senior Vice-President of Development for AvalonBay Communities, introduced his company for the newer members of the City Council. AvalonBay Communities is a national, public company with their sole business being the development and management of apartment communities. Their regional headquarters was in Boston for the past twenty-five years. Across the country, they have approximately 287 apartment communities totaling almost 85,000 apartments of all shapes and sizes. They are within thirty-seven communities in greater Boston and Massachusetts, two of those in Marlborough, Avalon Orchards on the east side of the City since 2003, and Avalon Marlborough on the west side of the City at Marlborough Hills in the commercial development. They have a good relationship with the City and wish to continue by proposing a second phase at Avalon Marlborough.

Atlantic Development approached AvalonBay Communities about the potential to build a second phase adjacent to the existing community. AvalonBay Communities first wished to see how successful the first phase was and conducted a market study and reviewed its history. They found their occupancy has been around ninety-five percent since its completion. They knew it was successful and there was a demand for their product. Since they did not want to build more of the same, they decided to target a very specific audience and reviewed the various demographics of who currently rents their apartments. Their plan is to build something at the very high end of the market with features and amenities that are attractive to the fifty-five and over demographic. Mr. Dale provided some statistics supporting his company's choice for targeting that demographic. He also provided an overview of the apartment style and amenities as well as showing sample pictures.

Mr. Dale reviewed the proposed site location at Simarano Drive and Forest Street and it being adjacent to the Phase I location. They wish to seamlessly integrate the new site within the existing development. He continued to review the amenities of the development in addition to an onsite retail location like food service or a coffee shop as an amenity to their residents and the commercial tenants in the area. Their objective is to promote small retail at the entrance to the site.

They proposed one-hundred-twenty-three apartments total with forty-eight one-bedroom and seventy-five two-bedroom units. They anticipated rents would be on average three-hundred dollars above those for the Phase I apartments due to the quality of the apartments, the finishes and features of the apartments as they will be above the finish levels of the first phase. He further reviewed the amenities such as the fitness center, social areas and lounge space, expanded pool deck area, fire pit, and more grills. Mr. Dale went over the apartment finishes and the level of those finishes.



IN CITY COUNCIL

Marlborough, Mass., AUGUST 27, 2018

PAGE 3

ORDERED:

Mr. Buckley reminded the City Council for the Special Permit, they also must amend the Master Plan. The amendments were shown at the beginning of the meeting and would need to be approved to accomplish this project.

There is no one else speaking in favor. That part of the Public Hearing is closed.

QUESTIONS FROM THE PUBLIC

Keith St. John, Stearns Road, was concerned about the additional traffic on Forest Street from these apartments especially considering the amount of traffic in the morning and afternoons when the students at the charter school are arriving and leaving and would it necessitate another traffic light? If not another traffic light, would there be specific turning lanes for Forekicks, the development or the school? Mr. St. John noted these were luxury units and rents for those types of units has been dropping lately and whether they were concerned about a decrease in demand for these units and whether that would drop the values of the nearby existing units.

Mr. Dale responded relative to traffic, they have not done a formal traffic study yet but will provide one when they are before the Urban Affairs Committee. Generally, the traffic flow on residential developments is countercyclical to commercial developments as one of the benefits to mixed-use development is that it tends to utilize the infrastructure including roadways more efficiently than if this were all commercial development. Mr. Dale was confident in the demand for their units and targeted their units to an underserved market which is the fifty-five and older, affluent, retire who is moving out of a home. Mr. Dale understood the traffic concerns but did not see the need for a traffic signal at this time.

Leonard Robinson, 31 Boudreau Avenue, also had concerns regarding the traffic. He works at Results Way on occasion and stated for about two-hundred hours every year there is a police officer required to handle the traffic flow coming from TJX, GE, Whole Foods and Quest Diagnostic. His question was regarding the egress from this development and whether there would be another path onto Simarano Drive, will it share the same egress point as the Avalon location, and will another police officer be required to handle traffic during the day.

Mr. Dale stated they would review the traffic volumes and any mitigation in greater detail in the future. They proposed to maintain the existing curb cuts on Simarano, the primary one as well as the secondary one that is the entrance to the daycare center. Those will be improved including better signage especially for those people turning onto the site. They also planned to bury the telephone line that runs along the loop road and dead end the road at the far end of their site which will become an emergency exit.



IN CITY COUNCIL

Marlborough, Mass., _____ AUGUST 27, 2018

PAGE 4

ORDERED:

Jan Stafford, Forest Street, has lived in her home for almost thirty years and has seen all the development in the area such as the sports center, charter school, hotel, Quest Diagnostics, childcare, as well as the Apex Center. Because of all the development, the Forest Street traffic is awful, and she must time her trips to and from her home with thoughts of the daily traffic. She was concerned about the additional apartments because there is not a fire station on the west side of town, there is already the Apex Center, numerous businesses, apartments on Ames Street and Simarano Drive, and the prospect of these additional apartments. She is one-hundred percent for the growth of the City but is concerned about traffic and safety of the residents.

Mr. Dale corrected himself and stated they submitted a traffic study with their application. The raw data and local impacts on the roadway are enumerated and defined in the traffic study. There is currently no mitigation proposed but he believed that would be an ongoing discussion.

There are no further questions from the public. That part of the Public Hearing is closed.

PUBLIC SPEAKING IN OPPOSITION

There is no one speaking in opposition. That part of the Public Hearing is closed.

QUESTIONS FROM THE CITY COUNCIL

- ✓ Councilor Oram would like to see a balloon test from the neighbors that abut their property and how the height of these buildings would appear especially to the neighbors on Forest or Glen Streets.
- ✓ Councilor Doucette was concerned about the corner of Simarano Drive and Forest Street and that it is a high-sloped area from the street and he does not like large apartment buildings built on hills, so their foundations already start at a higher elevation. He would like to see more tree coverage to isolate and hide the apartments which will be obvious at the street level once they are built.
- ✓ Councilor Juairé stated the area is a showcase area but he was concerned about this development taking away some of the commercial parking areas to construct Phase II.

Mr. Buckley explained when the format was outlined for the residential, commercial parking was a key concern. Any future commercial development will most likely require a structure at the other side of the site down by the Whole Foods building. He stated they will be prepared to discuss the parking and view corridors to provide some perspectives with regards to the visual impact.



IN CITY COUNCIL

Marlborough, Mass., _____ AUGUST 27, 2018

PAGE 5

ORDERED:

- ✓ Councilor Robey requested the documents be provided electronically and a smaller set of the large maps previously submitted to the City Council.
- ✓ Councilor Irish had a question on the retail space and its total square footage. Mr. Dale stated it was just under two-thousand square feet.
- ✓ Councilor Dumais requested the traffic study be resubmitted to them.
- ✓ Councilor Delano stated the Urban Affairs Committee would review all the questions from the Councilors and residents. He noted the applicant was responsive in their past interactions with the City Council and was certain they would provide documents as requested by the Council.

There are no further questions from members of City Council. That part of the Public Hearing is closed.

That ends the entire Public Hearing. This is currently in the Urban Affairs Committee.

ADOPTED

ORDER NO. 18-1007314A

City Council

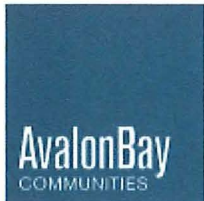
Draft Special Permit Decision

From: Julia Wynyard <Julia_Wynyard@avalonbay.com>
Sent: Monday, January 14, 2019 10:18 AM
To: Karen Boule
Cc: Scott Dale; Momnie, Paul D.; Kristine Hung; Robert C Buckley
Subject: Avalon Marlborough II Special Permit Draft
Attachments: AVB - Marlborough - Draft Special Permit Decision 4835-9423-5761 v.7.docx

Hi Karen,

Please find attached the draft Special Permit decision for Avalon Marlborough II. Please let me know if you need anything else from us in preparation for our Urban Affairs Committee meeting on the 22nd.

Best,
Julia



Julia Wynyard
Director, Development

AvalonBay Communities, Inc.
600 Atlantic Ave., 20th Floor
Boston, MA 02210

Phone: 617.654.9546

Cell: 617.851.0050

julia_wynyard@avalonbay.com

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**SPECIAL PERMIT
ATLANTIC-MARLBORO REALTY, LLC
c/o AVALON MARLBOROUGH, LLC**

**CITY OF MARLBOROUGH
CITY COUNCIL ORDER NO. [●]**

The City Council of the City of Marlborough (the “**City Council**”) hereby GRANTS the Application for Special Permit of Applicant, as provided in this Special Permit Decision (this “**Special Permit**”) and SUBJECT TO THE FOLLOWING FINDINGS OF FACT AND CONDITIONS:

EVIDENCE

1. On May 21, 2018, AvalonBay Communities, Inc., a duly organized and existing Maryland corporation with a principal place of business of 600 Atlantic Avenue, 20th Floor, Boston, Massachusetts 02110 (the “**Applicant**”), filed with the City Clerk of the City of Marlborough, an Application for Special Permit (the “**Application**”) seeking authorization to construct: (i) 123 multifamily dwelling units; and (ii) parking and improvements associated therewith (collectively the “**Project**”).
2. The Project is proposed on a property located on the corner of Simarano Drive and Forest Street in Marlborough, MA, more particularly identified on the City of Marlborough Assessor’s Maps as Parcel 1 on Plate 100, and furthermore particularly shown as Lot 1D-4 on that certain plan entitled “Plan of Land in Marlborough, Massachusetts (Middlesex County)” dated August 8, 2018, prepared by The BSC Group, Inc. (the “**Site**”).

3. The Site is owned by Atlantic-Marlboro Realty, LLC, a duly organized Delaware limited liability company (the “**Owner**”). The Owner has consented to the Applicant filing the Application.
4. The Site is located within the Results Way Mixed Use Overlay District (the “**RWMUOD**”), subject to Section 33 of the Zoning Ordinance of the City of Marlborough (the “**Zoning Ordinance**”), which allows multifamily dwelling use up to 350 units as-of-right and in excess of 350 units pursuant to a Special Permit issued by the City Council.
5. In accordance with Zoning Ordinance §33(C)(1), on May 6, 2013 the City Council approved a Master Concept Plan setting forth the general development plan governing development in the RWMUOD, which Master Concept Plan was amended by a vote of the City Council at the [●], 2019, public hearing, to be replaced with that certain plan entitled “Results Way Mixed Use Overlay District; Figure 1: Master Concept Plan”, prepared by Symmes Maini & McKee Associates, dated April 10, 2013, last revised May 14, 2018 (as so amended, the “**Master Concept Plan**”).
6. In accordance with Zoning Ordinance §33(C)(2), on May 7, 2013 the City Council and the Owner entered into a Development Agreement setting forth restrictions, proposed phasing, and all required mitigation for development within the RWMUOD, including a one-time per-unit financial contribution associated with residential development within the RWMUOD (the “**Residential Mitigation Fee**”), which Development Agreement was amended by a vote of the City Council at the [●], 2019, public hearing (as so amended, the “**Development Agreement**”).

7. Pursuant to Site Plan Permit #SC-2013-0012 dated September 23, 2013, an affiliate of the Applicant constructed 350 multifamily dwelling units on an adjacent property also located within the RWMUOD.
8. As a result, pursuant to Zoning Ordinance §33(E)(2)(a), the Project requires a Special Permit from the City Council because it involve the construction of a total number of multifamily dwelling units within the RWMUOD in excess of 350 units.
9. On May 21, 2018, the Building Commissioner, acting on behalf of the City Planner, provided to the City Council a Certificate of Completeness of Application as required by Paragraph 7 of the Rules and Regulations of Application/Petition for Special Permit by the City of Council Zoning Ordinance §59.
10. The City Council held a public hearing on August 27, 2018, in compliance with the requirements of the Code of the City of Marlborough and by the provisions of M.G.L. Chapter 40A, as amended, and all necessary abutters were provided notice as required by law, as certified by the Office of the Board of Assessors of Marlborough. Following testimony by the Applicant and members of the public, the City Council closed the public hearing and the matter was referred to the Urban Affairs & Housing Committee.
11. The Urban Affairs & Housing Committee held a public meeting on the matter on January 22, 2019, following which the Urban Affairs & Housing Committee voted to recommend that the City Council approve the Application.
12. Upon receipt of a favorable recommendation from the Urban Affairs & Housing Committee, the City Council approved the Application at the [●], 2019 public hearing.
13. At both the August 27, 2018 City Council public hearing and the January 22, 2019, Urban Affairs & Housing Committee public meeting, the Applicant presented oral

testimony and demonstrative evidence that the Project meets all applicable Special Permit criteria provided by M.G.L. Chapter 40A, as amended, and the Code of the City of Marlborough including, without limitation, Zoning Ordinance §18(A)(4) and §59, and that the use sought and its impact and characteristics are not in conflict with public health, safety, convenience and welfare and not detrimental nor offensive so long as the conditions, safeguards or limitations imposed herein are complied with

14. Together with the Application, the Applicant submitted a plan set, including a site plan and architectural plans entitled, “Avalon Marlborough II; 200 Forest St. (Map 100, Parcel 1) Marlborough, MA Application for Special Permit and Site Plan Approval, 30 Sheets: T0.01-T0.02; Survey drawings: 1 of 1; Civil Drawings: C1-C12; Landscape Drawings: L1.0-L2.0; L11.0-11-2; D1.0-D3.0; Architectural Drawings A1.01-A1.07”, prepared by H.W. Moore Associates, Inc. (Civil Engineer) and The Architectural Team, Inc. (Architect), dated [May 17, 2018], last revised [December 12, 2018] (the “Plans”).
15. The Applicant has complied with all the Rules and Regulations promulgated by the City Council as they pertain to the Application.
16. The Plans are attached hereto as “Attachment A”.

BASED ON THE ABOVE, THE CITY COUNCIL MAKES THE FOLLOWING FINDINGS OF FACT AND TAKES THE FOLLOWING ACTIONS:

The City Council, pursuant to its authority under M.G.L. Chapter 40A and the Code of the City of Marlborough, makes the following findings of fact and GRANTS the Applicant a Special Permit for the Project, SUBJECT TO THE FOLLOWING CONDITIONS:

FINDINGS OF FACT

The City Council hereby finds the following:

1. The Applicant has complied with all the Rules and Regulations promulgated by the City Council as they pertain to the Application for a Special Permit to construct the Project on the Site.
2. All necessary fees for the proposed Special Permit have been paid.
3. The Application was properly completed and filed by Applicant, and all necessary abutters were provided notice as required by law, as certified by the Office of the Board of Assessors of Marlborough prior to Application submission.
4. The Plans accompanying the Application were completed in accordance with the all applicable Rules and Regulations.
5. The Summary Impact Statement filed with the Application is sufficient for the Application and no further studies or requirements are necessary.
6. The City Department reports, as required by the Code of the City of Marlborough, have been received and incorporated as deemed appropriate by the City Council into this Special Permit.
7. The uses sought by Applicant, and their impacts and characteristics, are not in conflict with the public health, safety, convenience and welfare and are not detrimental or offensive to the neighborhood; and further, the construction of the Project on the Site is appropriate for the Site and is in harmony with, and does not derogate from, the intent and purpose of M.G.L. Chapter 40A and/or the Code for the City of Marlborough.
8. The Project is consistent with the Master Concept Plan and Development Agreement.

GRANT OF SPECIAL PERMIT

The City Council therefore GRANTS to the Applicant a Special Permit to construct the Project on the Site, pursuant to its authority under M.G.L. Chapter 40A and the Code of the City of Marlborough, with the following conditions:

CONDITIONS

- A. The City Council conditions its approval on subsequent Site Plan Review and approval as provided under Chapter 270 of the City Code entitled *Building and Site Development*, which Site Plan Review shall be conducted by the City Council pursuant to Zoning Ordinance §33(B)(1). The Plans may be subject further to modification by the City Council to the extent allowed by the Code of the City of Marlborough. Other conditions and limitations may be imposed at the time of the final Site Plan Approval by the City Council, which are not inconsistent with any term or condition attached to this Special Permit.
- B. The Applicant shall satisfy all applicable conditions or mitigation requirements set forth in the Development Agreement, including the payment of the Residential Mitigation Fee associated with the additional 123 units included in the Project. In accordance with Zoning Ordinance §33(C)(2) and as contemplated by the Development Agreement, these payments shall be the only mitigation payments required for the construction, use or occupancy of the Project.
- C. Construction of the Project shall be in accordance with all applicable building codes currently in effect in the City of Marlborough.
- D. The architectural design of the Project shall be reasonably consistent with the Architectural Plans.

- E. The exterior features of the Project, including landscaping, shall be maintained in good condition and shall be reasonably consistent with plans and representations made to the City Council.
- F. In accordance with the provisions of M.G.L. c. 40A, § 11, the Applicant at its expense shall record this Special Permit in the Middlesex South District Registry of Deeds after the City Clerk has certified that the twenty-day period for appealing this Special Permit has elapsed with no appeal having been filed, and before the Applicant shall apply to the Building Commissioner for a building permit concerning the Project. The Applicant shall provide a copy of the recorded Special Permit to the City Council's office, the Building Commissioner's office, and the City Solicitor's office.
- G. All work performed at the Site shall be in compliance with this Special Permit. No other building or construction shall occur or happen without a change or modification of this Special Permit.

ADOPTED
In City Council
Order No. [●]
Adopted

A TRUE COPY
ATTEST:



IN CITY COUNCIL

Marlborough, Mass., JUNE 18, 2018

ORDERED:

That the Site Plan Application from AvalonBay Communities, Inc., for a 123-unit Luxury Apartment Community located on a portion of 200 Forest Street in the Results Way Mixed Use Overlay District, be and is herewith refer to **URBAN AFFAIRS COMMITTEE**.

ADOPTED

ORDER NO. 18-1007315

City Council

Site Plan Decision:

Avalon

From: Priscilla Ryder
Sent: Tuesday, January 15, 2019 6:11 PM
To: City Council
Cc: Nicholas Milano; Jeffrey Cooke; Donald Rider; Thomas DiPersio; David Giorgi; Kevin Breen; Cathleen Liberty; Julia Wynyard; Scott Dale
Subject: Avalon Marlborough II Draft Site Plan Review Conditions
Attachments: Site Plan Review -recommended conditions Avalon Marlborough II (002).docx

Councilor Delano and Urban Affairs Committee,

The Site Plan Review Committee has reviewed the proposed plan for a housing development for the Avalon Marlborough II project at "O" Simarano Dr. We provide you with the attached recommended draft conditions. You will note that Avalon Marlborough II still needs to add a few items to the site plans which we have reviewed. We have agreed to the changes to be made, the list of items to be added is found at the end of the attached conditions. Neither the Avalon group nor the Site Plan Review Committee knew if there would be any other changes required by the City Council, so opted to hold off on a "Final Set of plans" to be signed until all issues had been resolved. Avalon has indicated that they are ready to generate the final plan set as soon as the City Council weighs in on the plans.

Conditions 22 and 35 are place holders and exact wording will be dependent upon the development agreement and special permit conditions. Therefore, we expect these to be adjusted once those decisions are made.

I will plan to attend your Urban Affairs Committee meeting on January 22nd to answer any questions. However, if you have questions prior to that meeting please let me know.

Thank you!

Priscilla Ryder
Conservation Officer
140 Main St. City Hall; Marlborough, MA 01752
Ph: 508-460-3768 ; pryder@marlborough-ma.gov

DRAFT 1-15-19

Site Plan permits # _____
Avalon Marlborough II, 0 Simarano Dr.

Recommended Site Plan Review Conditions

Applicant: AvalonBay Communities Inc. – contact Julia Wynyard

Property Owner: Atlantic-Marlborough Realty LLC – contact Joe Zink

Location: 0 Simarano Dr., Marlborough, MA

Zoning District: Results Way Mixed-Use Overlay District (RWMUOD); Water Supply Protection District (Zone B)

Other Permits:

City Council Special Permit # _____ for??

City Council – Development agreement - # _____ dated _____ ??

Master Concept Plan revisions dated _____

These recommendations are based on the plans titled:

**“Avalon Marlborough II; 200 Forest St. (Map 100, Parcel 1) Marlborough MA
Application for Special Permit and Site Plan Approval”**

Prepared by: H.W. Moore Associates Inc.;

30 sheets: T0.01-T0.02; Survey drawings: 1 of 1; Civil Drawings: C1-C12; Landscape Drawings: L1.0-L2.0; L11.0-11-2; D1.0-D3.0; Architectural Drawings A1.01-A1.07

Dated: May 17, 2018 last revised on 12/12/2018 (to be further revised 2019)

Preconstruction meeting & Information:

1. Prior to construction the applicant, site contractor and erosion control expert shall meet with the city staff members of the site plan review committee at a regularly scheduled meeting to discuss: the construction phasing and sequencing, traffic issues, haul routes etc. to make sure everyone is on the same page before any construction work on the site begins.
2. Prior to construction a preconstruction meeting shall be held on site with the Building Commissioner, City Engineer, Conservation Officer and site contractor responsible for

doing the work. At this meeting the departments will review the plans, conditions, exchange contact information including emergency contact numbers and inspect erosion controls.

Erosion Control/Construction sequencing

3. The developer is required to hire an independent "Erosion Control Expert" to oversee the site work on the site. This individual(s) shall have a proven record of controlling sites of equal size and equal material type. The Conservation Officer and the City Engineer shall evaluate whether the individual(s) to be hired by the applicant has adequate experience before they are hired to work on this project. This erosion control expert shall be hired prior to construction and shall be an integral part of the preconstruction meeting.
 4. This is a large project with difficult to manage soils, as such construction shall proceed according to the construction logistics plan sheet C-6A and the erosion control plan sheet C-6B which will be discussed in detail at the preconstruction meeting. Exposed areas on the site will be minimized and exposed areas stabilized as quickly as possible temporarily or permanently to ensure that the silt and sediment remain on site during and after construction.
 5. Since the project involves the disturbance of more than one acre of land area, the applicant is also obligated to submit a Notice of Intent to the EPA for the NPDES Construction Permit per EPA's requirements found at the following web site <http://cfpub1.epa.gov/npdes/stormwater/cgp.cfm>. (SWPPP) Proof of submittal shall be provided at the preconstruction meeting noted above.
 6. All catch basins shall be equipped with gas/oil hoods and 4-foot sumps.
 7. Stone construction entrance pads and/or a truck washing station shall be in place at the exits onto the main roadways to prevent the tracking of mud and silt into the public roadway. Dust shall also be controlled on this site at all times. If dirt is tracked onto the roadway it shall be cleaned up immediately. A street sweeper shall be readily available.
 8. The Erosion Control Expert shall be consulted when there is any discussion about or deviation to the overall plan and the erosion control plan to ensure that there is proper coordination with the site development and the erosion control and stormwater management at all times.
 9. Said erosion control expert shall be responsible for regular inspections of the erosion controls on at least a weekly basis and prior to and immediately after (within 12 hours) each storm event of 0.5 inches or more. Necessary repairs and maintenance of the erosion control devices shall be made expeditiously. These inspections shall be described in the reports required in the condition below.
-

10. Said erosion control expert will report (by e-mail) to the Conservation Officer and City Engineer weekly, during construction, summarizing the work that has been completed, compliance of the project with the site plans and the status of the erosion controls. It will also include his/her recommendations on actions needed and report compliance with recommendations. Failure on the part of the developer to implement the recommendations made by the Erosion Control Expert will be a violation of the terms and conditions of this permit. These weekly reports from the consultants shall begin as soon as the work begins on the site. As construction progresses the reporting may be reduced at the discretion of the City Engineer and Conservation Officer.
11. The applicant, property owner, and site contractor shall be responsible for notifying the Conservation Officer and City Engineer in an expeditious manner if any visible siltation enters the drainage system or leaves the site. Immediate measures shall be taken to control the siltation source and to restore any impacted areas.
12. Because this site drains to two water supplies, the Millham Reservoir and the Sudbury Reservoir, the city requires that all discharges from the site that drain off site be below the turbidity reading of 100 NTU's which is the EPA standard for turbidity in drinking water.
13. All large stockpiles must be maintained in a stabilized condition with erosion control in place and approved by the Conservation Officer. Earth material stockpiles shall not be allowed immediately adjacent to perimeter siltation barriers or drain inlets. Long term stockpiles over 30 days will be shaped, stabilized and circled with erosion controls. The Erosion Control Expert shall be consulted to ensure that the stockpile locations are not interfering with drainage or erosion control during construction. The site plan committee understands that the site will shift and change during construction, but the erosion control expert must be on board with all such changes before they are made to ensure proper coordination.
14. The dewatering system to be used, if necessary, shall be approved by the Conservation Officer and once approved, properly installed. All silty water must be filtered through a dewatering/sedimentation trap system, until the water runs clean. At no point shall silty water be discharged into off-site drainage systems without first being filtered.

Construction Phasing:

15. The Construction Logistics and Erosion Control Plan phasing shown in the approved plans Sheets C-6A & 6B shall be followed. Any deviation or change in the plan sequence must have first been approved by the onsite Erosion Control Expert and then must receive the approval of the City Engineer and Conservation Officer before being implemented.

Detention Basins/Infiltration Systems

16. Prior to the construction of the infiltration system, the Conservation Officer and/or City Engineer shall be notified and shall inspect the excavated area for the infiltration system. The site engineer shall confirm that the soils are per design. Once installed, only clean stormwater runoff shall be directed to this system. Prior to backfilling the system, the Conservation Officer shall inspect the system with the site engineer to ensure that it is clean and not able to receive any silty run off which would clog the system once in place.
17. The infiltrator systems shall contain at least one inspection port per isolator row as shown on sheet C-10 of the plans.
18. The permanent and temporary detention basins shall be fitted with riser pipes as needed to help ensure adequate on site settling of the silty runoff. Additional temporary basins or other erosion control/filtering devices may be necessary as conditions warrant to ensure that only clean water leaves the site.

Contaminated soils:

19. A small portion of the site at the corner of Simarano and Forest St. goes through an undisturbed apple orchard area. As such the soils have been tested and pesticide residues and metals including arsenic and lead have been found as outlined in the report titled "Phase I Environmental Site Assessment- Southeast Intersection of Forest St. and Simarano Dr. Marlborough. Prepared for AvalonBay Communities, Inc. dated December 15, 2017 prepared by: Sanborn Head and Associates Inc. Amy C. Bolmeke, PE and Matthew P. Heil PE, LSP. "As outlined in the report a Soil Management Plan is to be provided prior to construction which outlines the process to be used to remove the contaminated soil and place it below a protective barrier (i. e. Clean soil, pavement or asphalt). This contaminated soil shall not be placed under any infiltration systems and shall be located in such a way as to be outside any utility areas to ensure this soil is not encountered during utility repairs etc. This soil management plan shall be provided to the staff Site Plan Review committee prior to the meeting noted in condition 1 above.
20. When the project is completed and prior to the issuance of the first Certificate of Occupancy, proof shall be provided to the building commissioner that a document has been prepared to be recorded which defines the location of the buried contaminated soil and ensures the long term protection and proper future handling of this material should the area need to be excavated in the future.

Building Permit issuance and review

21. Applicant shall pay the City of Marlborough, in addition to any permit fees or costs, twenty five thousand dollars (\$25,000) for the purpose of the Building Commissioner engaging the services of a third party consultant to review the building permit application, review reports and associated reviews incidental to the building permit and to conduct inspections of the work performed under the building permit and to report findings to the Building Commissioner.
-

22. Per the Development Agreement section 4 which requires a Residential Development Contribution of \$1,000 per unit, the fee of \$123,000 shall be paid when the first building permit is issued.

School Bus pick up and drop of

23. The school bus pick-up and drop-off will be on the premises internal to the site as shown on the approved plans.

Landscaping:

24. All modifications to the Landscape plan related to changes to the kind, size and placement of plant material shall receive the prior written approval of the Director of Planning (or designee). **(we still need plan showing shrubs throughout the site to be added)**
25. Prior to the final signoff, a registered landscape architect shall certify to the Director of Planning (or designee) in writing that the planting has been installed according to the approved landscape plan, or a revision of the landscape plan previously approved by the Director of Planning (or designee).
26. All landscaped areas shall be served by subsurface irrigation, or other means to ensure that the plants planted will survive. An irrigation plan shall be submitted to the Director of Planning (or designee) prior to the start of construction.
27. Following 18 months of the final signoff of the site work, any plant material that has died or is dying shall be replaced with a species of the same kind and size.
28. Any large rocks or boulders encountered while excavating the site can be used as landscape features or crushed. Any excess boulders shall be disposed of properly off site.
29. Installation of mulch at the time of planting and thereafter shall be places so that the mulch is **not** in contact with the trunk of newly planted trees and shrubs.

Prior to issuance of Occupancy Permit

30. Prior to requesting the final occupancy permit, the applicant or its agent shall clean the detention basin, all drainage pipes and catch basins of accumulated sediment and debris. All infiltration systems and water quality structures, shall also be inspected and cleaned as necessary. A site meeting with the Conservation Officer to inspect these structures is required before the Conservation Officer will provide a final signoff.
 31. Interim as-built plans shall be submitted to the City Engineer prior to the issuance of an occupancy permit on a building and at the completion of each phase of the project showing the critical utility connections to ensure that in the interim the City Engineer has all the utility tie information available.
-

32. When the project is complete an as-built plan must be submitted to the City Engineer for review prior to issuance of first occupancy of the final building. The as-built plan shall be prepared in accordance with the As-built plan standards established by the City Engineer which can be found on the city's web site.
33. Prior to the issuance of the final certificate of occupancy the applicant shall provide the City Engineer and the Conservation Officer with the final Stormwater Management maintenance plan, as outlined in the project's drainage report. Also include a copy of the snow storage locations and snow removal protocol for the property. The name, address and phone number of the contract person who will be in charge of authorizing the annual maintenance shall be provided to the Conservation Officer and City Engineer.
34. An annual maintenance report shall be provided to the City Engineer and the Conservation Officer by June 1st of each year reporting on the maintenance and operation procedures, outlined in the Stormwater Management Maintenance Plan, which have been met for that year. This reporting requirement will follow the issuance of the occupancy permit.

Other conditions to consider depending on city council's requirements:

35. IF- there is an "affordable" units requirement set by the city council or special permit (to meet the city's affordable housing 10% requirement),(this should be documented here and either reference the special permit requirement or outline when these units need to be provided and recorded.)

The following items have been discussed with Avalon and will be included on the final plan set to be provided once City Council has weighed in on any other changes needed.

To be included on plans:

School Bus Stop shelter

Full landscape plan including shrubs

Contaminated soil areas to be shown

Revisions to sheet C-6 (construction sequencing)

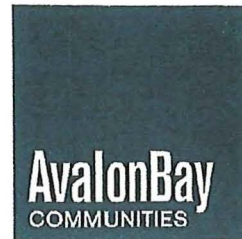
Building numbering system to be added

End conditions

14

RECEIVED
CITY CLERK'S OFFICE
CITY OF MARLBOROUGH

2018 JUN 14 A 11: 20



May 21, 2018

VIA HAND DELIVERY

VA

City Council
City of Marlborough
140 Main Street
Marlborough, MA 01752

RE: Site Plan for Avalon Marlborough II, a 123-unit Luxury Apartment Community located on a Portion of 200 Forest Street in the Results Way Mixed-Use Overlay District

Dear Councilors:

It is my pleasure to submit the enclosed Site Plan application for Avalon Marlborough II, a 123-unit luxury rental apartment community proposed in the Results Way Mixed-Use Overlay District (RWMUOD) as an extension of the existing Avalon Marlborough apartment community.

AvalonBay is excited to partner with the City of Marlborough and Atlantic Management once again to build on the success of the existing Avalon Marlborough community and the smart-growth district that was created in May 2013.

Thank you for reviewing the enclosed Site Plan application. We look forward to productive discussions with you that will help to continue the growth and success of the RWMUOD. Please do not hesitate to contact me if you have any questions or if I can be of further assistance.

Sincerely,

Julia Wynyard

Director, Development
AvalonBay Communities, Inc.
Direct: (617) 654-9546
E-Mail: julia_wynyard@avalonbay.com

CC: Site Plan Review Committee



City of Marlborough

RECEIVED
CITY CLERK'S OFFICE
CITY OF MARLBOROUGH

SITE PLAN APPROVAL APPLICATION (For Non-Residential and Major Residential Projects)

2018 JUN 14 A 11:20

Type of Hearing (check one)

_____ Major Renovation X Minor Renovation

Please Print

DATE: May 21, 2018

PROJECT

Name of facility: Avalon Marlborough II

Address: 0 Simarano Drive, Marlborough, MA 01752

Assessor's Map No. 100 Parcel No. 1

APPLICANT

Name: AvalonBay Communities, Inc. – Julia Wynyard

Address: 600 Atlantic Avenue, Floor 20, Boston, MA 02210

Telephone: 617-654-9546 Fax: 617-426-1610

Email: julia_wynyard@avalonbay.com

OWNER'S CONSENT

If applicant is not the owner, is written consent of the owner or owner's agent attached (see Section 270-2(B) (7))? X YES _____ NO

PROPERTY OWNER

Name: Atlantic-Marlboro Realty LLC – Joe Zink

Address: 205 Newbury Street, Framingham, MA 01701

Telephone: 508-665-6315 Fax: 508-626-0106

Email: jzink@atlanticmanagement.com

APPLICANT'S ENGINEER (preparing site plan)

Name: H.W. Moore Associates, Inc. – Fred Keylor

Address: 112 Shawmut Avenue, Boston, MA 02118

Telephone: 617-357-8145 Fax: 617-357-9495

Email: fkeylor@hwmoore.com

APPLICANT'S LANDSCAPE ARCHITECT

Name: Hawk Design – Thom Miner

Address: 39 Pleasant Street, Sagamore, MA 02561

Telephone: 617-242-8300 Fax: 617-242-5018

Email: thom@hawkdesigninc.com

PROJECT INFO

PROPOSED USE (see Section 63-5(B) (1))

Non-Residential Residential

Provide a brief description of the project; including the proposed type of use, whether expansion of new, size of buildings, number of new parking spaces, any unusual utility use of impact on abutters (traffic, noise, lighting, odors, hazardous material, etc.)

Avalon Marlborough II consists of 123 apartment homes that will be incorporated into the existing Avalon Marlborough community. The proposed buildings include four clusters of 2-bedroom townhomes (19 units total) and 13 direct-entry buildings, each with 8 units (104 units total). The additional proposed 123 multi-family units will include 48 one-bedroom and 75 two-bedroom apartment homes. The site plan also includes a ~1,900 sf retail building. The community is designed with 261 parking spaces, of which 55 are integral to the townhomes and direct entry buildings and of which 14 are associated with the retail building.

Identify all zoning districts, including overlay zones applicable to this site. The zones must also be shown on the site plan cover sheet. (See Section 270-2 (C) (2) (b) (3)).

ZONING DISTRICT(S) 1) Results Way Mixed-Use Overlay District "RWMUOD"; 2) Water Supply Protection District (Zone B)

WHAT OTHER PERMITS REQUIRED (check off which applies)

- | | |
|--|---|
| <input checked="" type="checkbox"/> City Council for Special Permit | <input type="checkbox"/> Blasting Permit (Fire Dept) |
| <input type="checkbox"/> ZBA Special Permit | <input type="checkbox"/> Title V Approval (Board of Health) |
| <input type="checkbox"/> ZBA Variance | <input type="checkbox"/> Food Permit (Board of Health) |
| <input type="checkbox"/> Wetlands Protection Act | <input checked="" type="checkbox"/> Building Permit (Building Dept) |
| <input type="checkbox"/> Section 404, Clean Water Act (Army Corps) | <input checked="" type="checkbox"/> Sign Permit (Building Dept) |
| <input type="checkbox"/> C 91 Waterways Permit | |
| <input checked="" type="checkbox"/> Subdivision Control Act (Planning Board) | |
| <input type="checkbox"/> State Curb Cut (MA Highway) | |
| <input type="checkbox"/> Indirect Access Permit (MA Highway) | |
| <input type="checkbox"/> MEPA ENF or EIR (EOEA) | |
| <input checked="" type="checkbox"/> Sewer Connection Permit (DPW, City Council, DEP) | |
| <input checked="" type="checkbox"/> Street Opening Permit (DPW, Engineering Dept) | |
| <input checked="" type="checkbox"/> Sewer Connection (DPW, City Council, DEP) | |
| <input type="checkbox"/> Other: _____ | |

WHAT IS THE FEDERAL FLOOD INSURANCE RATE ZONE? X

SUBMITTED PLANS AND REPORTS

See Section 270-2 (C) for submission requirements. Please include a locus map per Section 270-2 (C) (2) (b) (1)

Application for Special Permit & Site Plan Approval	May 17, 2018	Michael D. Binette (Architect) James M. White (Civil Engineer) Thomas E. Miner (Landscape Architect)
Title	Date	Stamped By

Fee

For Minor Site Plan without a building: \$750

For a Minor Site Plan (with a building under 8,000 square feet): \$1,000, plus \$0.03 a square foot of building gross floor area

For a Major Site Plan (with a building over 8,000 square feet): \$2,000, plus \$0.06 square feet per square feet of building gross floor area

PUBLIC NOTICE

Applicants for Site Plan Approval under Chapter 270-2 of the Marlborough City Code must publish a public notice in a newspaper of general circulation within the area at least once within two weeks of filing a Site Plan application using the format below. A copy of the public notice must be submitted with the application. Applications for Site Plan Approval shall not be certified as complete unless the public notice is properly published.

Per Chapter 270-2 B(6)(a)[3], public notice is not required for this Site Plan Review Application, as the subject project also requires a public hearing for a special permit.

Name of Newspaper: _____
(Form of notice attached)

HISTORIC BUILDING NOTICE

Is the site within 250 feet of any building, cemetery or monument built before 1850? YES NO X

If in doubt, ask the Historic Commission (508 481-2400). If the answer is YES, send a photocopy notice and one copy of the site plans (excluding utilities) to:

Chairman, Historic Commission
City Hall
Marlborough, MA 01752.

APPLICANT'S SIGNATURE



Applicant or Representatives Signature

JULIA WYNYARD
KVAZON BAY

Date

5/21/18

Applicant shall submit this form to the Building Dept with all required plans (8 copies of plans, 4 copies of Traffic and Drainage reports) after a "Pre-Application Review" with the City reviewing Authority at which most requirements can be examined and discussed.

The applicant maybe required to attend a Preliminary scoping session with the Site Plan Review Committee prior to submitting this form.

Office Use Only:

Date Received: _____

Site Plan Number: _____

As called for in Article III of Chapter 270 of the City of Marlborough Code, please find enclosed the site plan review fee for a major site plan for Avalon Marlborough II, calculated as follows:

\$2,000

plus

188,980 GSF x \$0.06 = \$11,338.80

equals

\$13,338.80

Check Date: 5/14/18						Check No: 1688592	
Invoice Number	Invoice Date	Community	Voucher ID	PMT ID	Seren ID	Discount	Paid Amount
05/15/2018	5/11/18	Corporate Overhead	00388885	I-BEAM		0.00	13,338.80

Check Number	Date	Vendor Number	Vendor Name	Total Discounts	Total Paid Amount
1688592	5/14/18	0000020424	CITY OF MARLBOROUGH	\$0.00	\$13,338.80

▼ REMOVE DOCUMENT ALONG THIS PERFORATION ▼

A/P DISBURSEMENT
 2901 Sabre Street, Suite 100
 Virginia Beach, VA 23452
 1-877-478-8754

Bank of America
 Atlanta, DeKalb Co. GA
 64-1278/611

1688592

DATE
5/14/18

VOID AFTER 90 DAYS
\$13,338.80***

Pay ****Thirteen thousand three hundred thirty-eight and 80/100 Dollar****

To The
 Order Of
 CITY OF MARLBOROUGH
 MARLBOROUGH CITY HALL
 140 MAIN ST.
 VREQ-002827
 MARLBOROUGH MA 01752

Kenn P. O'Neil

CHIEF FINANCIAL OFFICER

DOCUMENT CONTAINS INK, PANTOGRAPH, MICROPRINTING, BACKFLASH, THERMOCHROMIC INK, & WATER MARK. HOLD AT AN ANGLE TO VIEW. VOID IF NOT PRESENT.

⑈ 1688592⑈ ⑆061112788⑆ 329 910 0224⑈

AvalonBay
 COMMUNITIES, INC

2901 Sabre Street, Suite 100
 Virginia Beach, VA 23452

City of Marlborough
 Office of the City Clerk
 140 Main St, Marlborough, MA 01752
 (508) 460-3775

Clerk: #19 8/14/2018 12:08PM
 Transaction ID: #37539

Permits - Special
 -- Site Plan Application Approval - Avalo
 n Bay (CK# 1688592

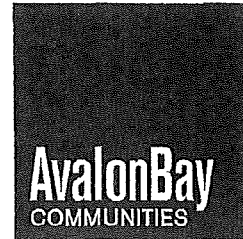
\$13,338.80

CITY OF MARLBOROUGH

MARLBOROUGH CITY HALL
 140 MAIN ST.
 VREQ-002827
 MARLBOROUGH MA 01752

Total: \$13,338.80

SEE OTHER SIDE FOR
 OPENING INSTRUCTIONS



May 15, 2018

City Council
c/o Site Plan Review Committee
City of Marlborough
140 Main Street
Marlborough, MA 01752

RE: Consent of Owner

Dear Councilors and Committee Members:

This letter provides written confirmation that Atlantic-Marlboro Realty LLC, the owner of 200 Forest Street, has provided consent to AvalonBay Communities, Inc., to seek approvals relative to the development of a proposed 123-unit rental apartment community on a portion of 200 Forest Street.

Sincerely,

A handwritten signature in black ink, appearing to read 'Julia Wynyard'.

Julia Wynyard

Director, Development
AvalonBay Communities, Inc.
Direct: (617) 654-9546
E-Mail: julia_wynyard@avalonbay.com

CONSENTED TO BY:

A handwritten signature in black ink, appearing to read 'Joseph Zink'.

Joseph Zink
President and Chief Executive Officer
Atlantic-Marlboro Realty LLC
205 Newbury Street
Framingham, MA 01701



IN CITY COUNCIL

Marlborough, Mass., _____ JUNE 18, 2018

ORDERED:

That the Communication from the Attorney Buckley re: Proposed changes to the Results Way Mixed Use Overlay District, be and is herewith refer to **URBAN AFFAIRS COMMITTEE.**

ADOPTED

ORDER NO. 18-1007313

City Council

From: Robert C Buckley <RBuckley@riemerlaw.com>
Sent: Thursday, January 17, 2019 10:31 AM
To: Karen Boule
Cc: Joe Zink; Tim Coskren; John Sullivan; Kristine Hung
Subject: FW: Atlantic/Marlborough
Attachments: Plans.pdf

Karen:

I am transmitting two plans for consideration by the City Council. The first is the so called “block zoning diagram master concept plan” which shows the four development areas of the Overlay District as colors -- green is for residential; pink for hospitality; blue for commercial and yellow for retail. This is similar to what one would see on a zoning map in a city or town.

The second plan is akin to the one that was submitted I believe by David Gadbois back in 2013 which is a plan showing in a conceptual manner the proposed development on the site.

The Council should adopt both plans since one governs zoning and one is informational to show where the project is **envisioned** at a certain date and time – January 22, 2019.

Please contact me should you have any questions.

Thank you for all of your help.

Robert C Buckley, Esq.
Riemer | Braunstein LLP
700 District Avenue | Burlington, Massachusetts 01803
d: 617-880-3537 | f: 617-692-3537
RBuckley@riemerlaw.com | www.riemerlaw.com



Privileged And Confidential Communication.

This electronic transmission, and any documents attached hereto, (a) are protected by the Electronic Communications Privacy Act (18 USC 2510-2521), (b) may contain confidential and/or legally privileged information, and (c) are for the sole use of the intended recipient named above. If you have received this electronic message in error, please notify the sender and delete the electronic message. Any disclosure, copying, distribution, or use of the contents of the information received in error is strictly prohibited.

For our Privacy Policy, [click here](#)



**RESULTS WAY
 MIXED-USE OVERLAY
 DISTRICT**

FOREST STREET /
 SIMARANO DRIVE /
 RESULTS WAY
 MARLBOROUGH, MA

1	05/15/18	CITY COUNCIL SUBMISSION
2	06/05/19	RESIDENTIAL ENVELOPE REVISION
	06/05/19	RESIDENTIAL ENVELOPE REVISION
		ECOLOGICAL

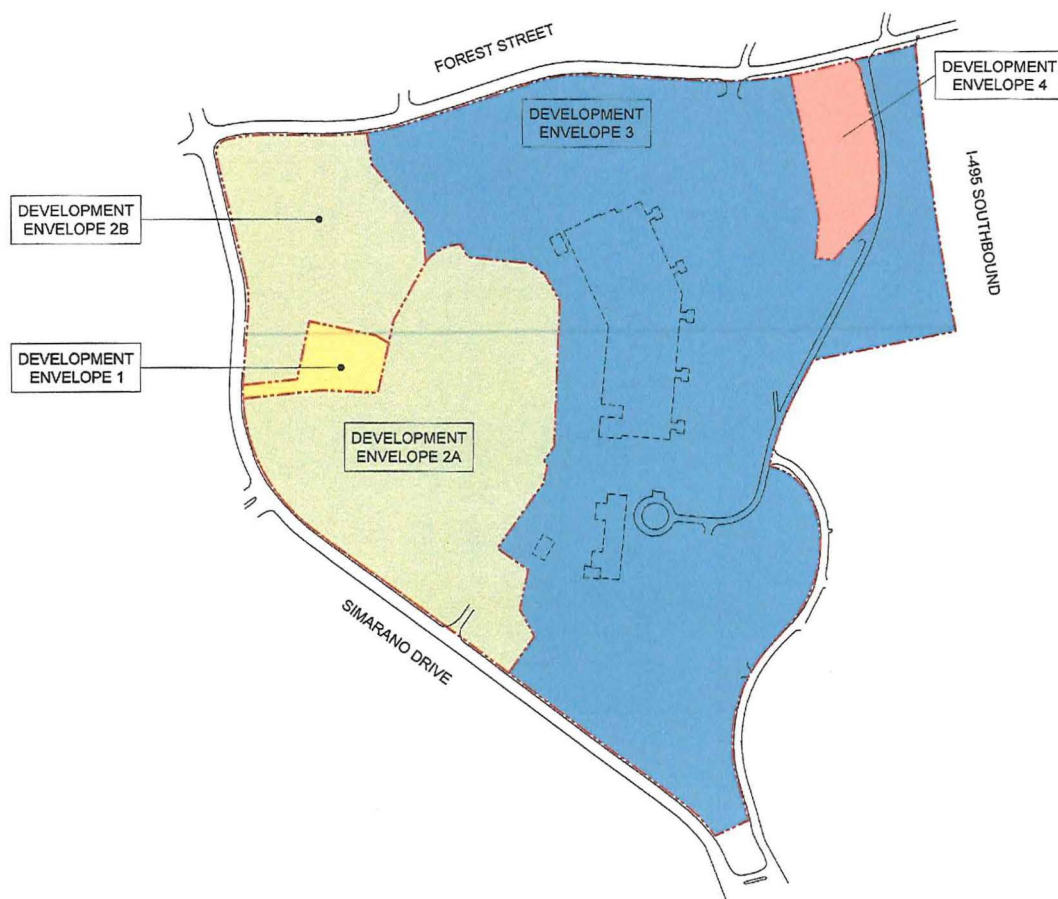
ISSUE DATE: 06/05/19
 SCALE: 1" = 100'

△ = GROUND CHANGE

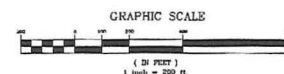
SCALE	1" = 100'
DRAWN BY	WUP
CHECKED BY	SKL
PREPARED BY	SKL
PROJECT NO.	SKL
JOB NO.	1048.00

**FIGURE 1:
 MASTER
 CONCEPT PLAN**

MASTER 1



PROPOSED DEVELOPMENT ENVELOPE AREAS						
	ENVELOPE 1 "RETAIL"	ENVELOPE 2A "RESIDENTIAL"	ENVELOPE 2B "RESIDENTIAL"	ENVELOPE 3 "COMMERCIAL"	ENVELOPE 4 "HOSPITALITY"	TOTAL PARCEL
TOTAL LOT AREA (ACRES)	1.82	23.47	10.97	69.54	3.67	109.47



RESIDENTIAL
DEVELOPMENT
ENVELOPE

RETAIL
DEVELOPMENT
ENVELOPE

RESIDENTIAL
DEVELOPMENT
ENVELOPE



HOSPITALITY
DEVELOPMENT
ENVELOPE

COMMERCIAL
DEVELOPMENT
ENVELOPE

Marlborough Hills

Concept Master Plan
01/16/2019

RECEIVED
CLERK'S OFFICE
CITY OF MARLBOROUGH

JUN 14 A 11:20

May 21, 2018

JA

City of Marlborough
Edward J. Clancy, President City Council
140 Main Street, 2nd Floor
Marlborough, MA 01752

Re: Results Way Mixed Used Overlay District

Dear Mr. Clancy:

This firm represents Atlantic-Marlboro Realty LLC ("Atlantic") in connection with the development of certain parcels of land located within the Results Way Mixed Use Overlay District ("RWMUOD"), which overlay district was approved by the Marlborough City Council (the "Council") on December 17, 2012 and added December 21, 2012 by Ordinance No. 12-1005154C, with an address of 200-230 Forest Street, 2 Results Way, and 0 Simarano Drive, Marlborough, MA. In 2012, Atlantic partnered with the City of Marlborough (the "City") to create this innovative zoning ordinance to address some of the vacant properties that existed along the Route 495 corridor and which would be responsive and flexible to current market conditions. The resulting Marlborough Hills development is currently a thriving and vibrant mixed-use campus consisting of office, multi-family housing, daycare, and hospitality uses with major corporate tenants such as Quest Diagnostics, GE Healthcare and Whole Foods, Inc. The City's approach and resulting success has been the envy of many other municipalities trying to replicate the City's success. Atlantic, along with Avalon Marlborough LLC ("AVB") the owner of an existing multifamily rental apartment community within the RWMUOD, now seek approval for the development of up to an additional 125 multifamily rental units within the RWMUOD.

Under §650-33(B)(1) and (C)(1) of the Zoning Ordinance of the City of Marlborough (the "Ordinance"), the Council is the permit granting authority for special permit and site plan approval in the RWMUOD and must approve the governing Master Concept Plan and Development Agreement for the RWMUOD. Therefore, we are submitting for the Council's consideration, the following: (i) an amendment to the Master Concept Plan approved by the Council on December 17, 2012 (the "Master Concept Plan"); (ii) an amendment to the Development Agreement between Atlantic and the City dated as of May 7, 2017 (the "Development Agreement"); (iii) a Special Permit application to add up to an additional 125 multifamily dwelling units to development envelope 2B as shown on the revised Master Concept Plan; and (iv) a conceptual sketch plan for a proposed commercial building to be located within development envelope 3 shown on the revised Master Concept Plan located on 2 Results Way, Marlborough, MA. In addition, under separate cover, we will be submitting two Approval Not Required ("ANR") Plans to the Marlborough Planning Board, one to adjust the lot lines which

will conform to the lotting plan submitted as part of the Special Permit Application, and a second to consolidate the lots containing the existing multifamily rental apartment community and the proposed 125-unit multifamily development. These modifications and approvals are needed to reflect the demand for commercial users to integrate a “mixed use” environment with a premiere on-site residential use and associated amenities to attract employee talent; the “capital” of today’s marketplace.

A. Amendment to Master Concept Plan

The purpose of the amendment to the Master Concept Plan is to reflect the changing development conditions at the site and the surrounding area by adjusting development areas and the lot lines to provide for the creation of additional multifamily dwelling units and parking. Furthermore the development is reacting to the positive economic conditions experienced within the City, including the nearby recently completed APEX Entertainment Center on Route 20 and the strong demand for housing growth spurred on by commercial development. Pursuant to §650-33(C)(1)(c) of the Ordinance, the Master Concept Plan may be amended from time to time by a super majority vote (two-thirds (2/3)) of the Council by application from the property owner/developer. We enclose for your review a revised Master Concept Plan, dated May 14, 2018, prepared by Symmes, Maini & McKee Associates.

B. Amendment to Development Agreement

In connection with the policy objectives of the Master Concept Plan and the mixed-used planned development, we are also proposing an amendment to the Development Agreement, which is required under, and constitutes an integral part of, the RWMUOD. Among others items, we propose that the Development Agreement be modified to provide that notwithstanding any provisions to the contrary in the underlying RWMUOD, upon completion of the proposed multi-family housing, that there would be no more multi-family housing permitted within the RWMUOD and payment of any and all amounts under Paragraph 4 of the Development Agreement shall be the exclusive payment required for the subject matter of that section (including, without limitation, towards the production of affordable housing). This approval is consistent with the rationale of the RWMUOD in that this ordinance expressly provides that, pursuant to § 650-33 et seq. of the Ordinance, the overlay is the exclusive governing ordinance with respect to the underlying property. This section specifically provides that if there is a conflict between the provisions set forth in the RWMUOD and any other provisions of the Ordinance, the RWMUOD shall govern and control. This approach is consistent with a “master plan” development to provide a level or certainty as to the execution of the concept plan

C. Special Permit Application for Multifamily Dwellings

Under §650-33(E)(2)(a) of the of the Ordinance, multifamily dwelling units can be increased over 350 units by special permit. An application for a special permit to permit up to an additional 125 units is hereby also submitted by AVB. (As noted above, the Development Agreement would be amended to provide that no further residential units would be permitted.) This application is required to comply with

the requirements of §650-59 et. seq. of the Ordinance and may be amended with a super majority (two-thirds (2/3)) vote of the Council. Therefore, enclosed are twelve (12) copies of the following for your review:

- (i) Special Permit Application Form;
- (ii) Certification of Completeness of Application;
- (iii) Tax Form certified by the Marlborough Tax Collector;
- (iv) Distribution Checklist;
- (v) Site Plans;
- (vi) Traffic Impact Study;
- (vii) Public Utilities Study;
- (viii) List of abutters certified by the Marlborough Board of Assessors; and
- (ix) Check in the amount of \$3,300.00 for Special Permit Application Fee.

As required, copies of the Special Permit Application package have been delivered to the Police Chief, Fire Chief, City Engineer, Building Commissioner/Interim Director of Planning and Conservation Officer.

D. Site Plan Review Application for Multifamily Dwellings

Further, pursuant to §650-33(B)(1)(a) of the of the Ordinance, all development projects located within the RWMUOD are subject to site plan approval in accordance with §270-2 of the Marlborough City Code (the "Code"), with the exception that the Council shall be the authority granting such site plan approval. Therefore, enclosed are twelve (12) copies of the following for your review:

- (i) Site Plan Review Application Form;
- (ii) Certification of Completeness of Application;
- (iii) Owner Consent Letter;
- (iv) Site Plans (provided under cover of Special Permit Application);
- (v) Traffic Impact Study (provided under cover of Special Permit Application);
- (vi) Stormwater Management Report; and
- (vii) Check in the amount of \$13,338.80 for Site Plan Review Application Fee.

In order to facilitate technical review by the City of Marlborough Site Plan Review Committee, we have also provided copies of the Site Plan Review package to the Police Chief, Fire Chief, City Engineer, Building Commissioner/Interim Director of Planning, Conservation Officer, and Director of Public Health.

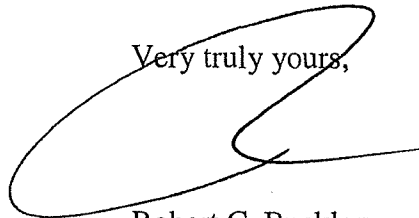
E. **Conceptual Sketch Plan for Commercial Building**

We are also submitting herewith a conceptual sketch plan for a commercial building to be located in development envelope 3 of the revised Master Concept Plan consisting of up to six (6) stories to replace the current unoccupied building containing approximately 252,000 square feet with a maximum building height not to exceed ninety (90) feet, excluding rooftop mechanicals, which the Council has the authority to approve pursuant to Section 650-33B((2) of the Ordinance. As soon as details are finalized with a potential tenant, we will be in front of the Council with a more formal site plan application which will comply with the requirements of §270-2 of the Marlborough City Code. We felt, however, that it was important to advise the Council at this time of the likely soon-to-be submitted application. As noted earlier, this information attests to the strong interrelationship between the corporate preference to locate in areas with desirable residential options and amenities. The premiere corporate users in today's market demand access to employee talent resources which in turn demand convenient housing options.

The creativity and flexibility of the RWMUOD achieved more economic benefits than what were originally anticipated and impacts with respect to surrounding roads and infrastructure have been less than contemplated. We hope that these proposed amendments are given prompt consideration and are adopted to further the positive stories that have been associated with this development in partnership with the City.

Thank you for your time and consideration. Please contact me should you have any questions.

Very truly yours,



Robert C. Buckley

RCB:jbf

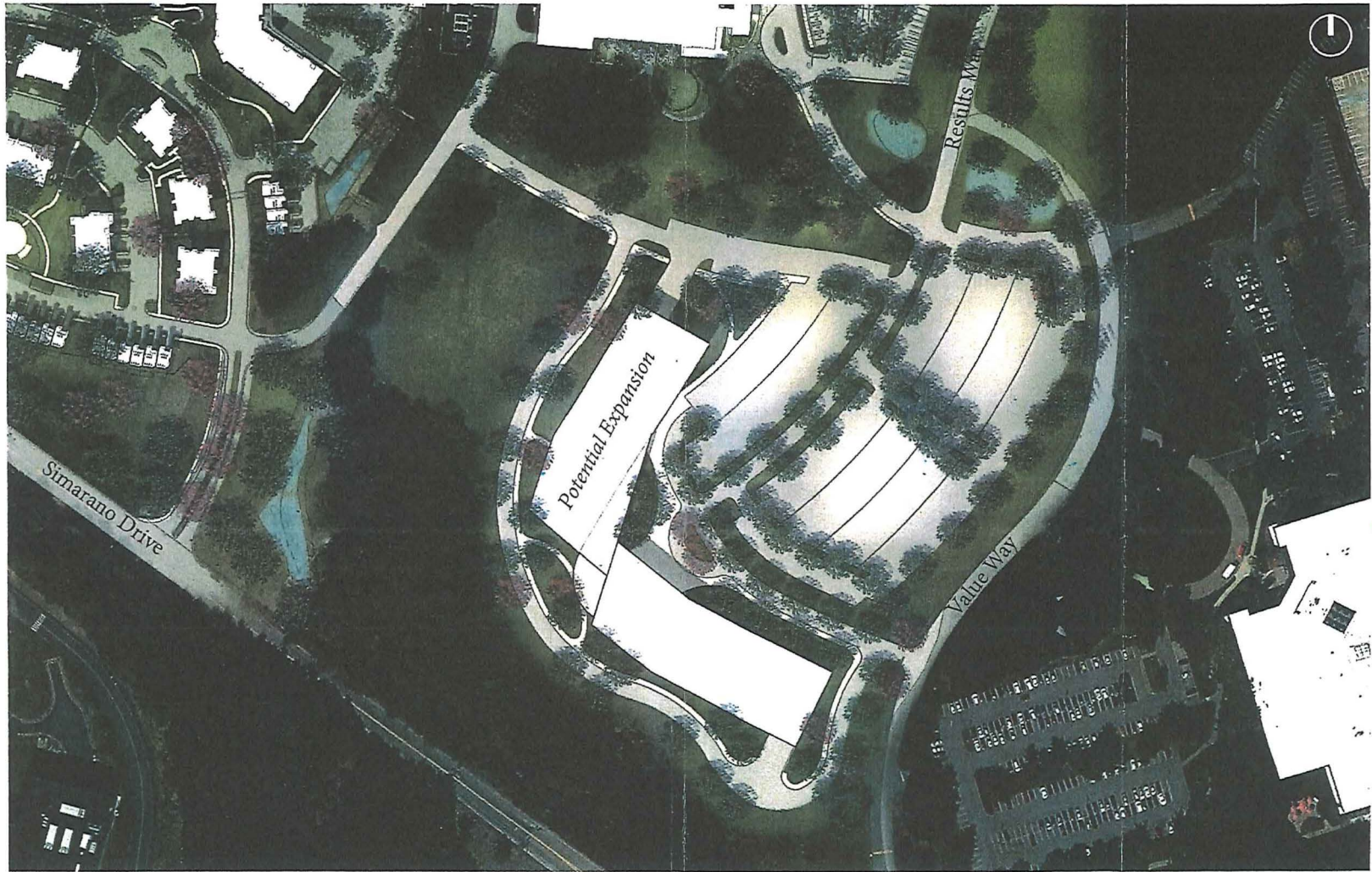
Encl.

cc: Kevin J. Breen, Fire Chief
David Giorgi, Chief of Police
Thomas DiPersio, Jr., City Engineer
Priscilla Ryder, Conservation Officer
Jeffrey Cooke, Building Commissioner /Acting City Planner
Cathleen Liberty, Director of Public Health
Joe Zink, Atlantic-Marlboro Realty LLC
Scott Dale, Avalon Marlborough LLC
Steven Schwartz, Goulston & Storrs

2314370.1

Revised Master Concept Plan

Conceptual Sketch Plan



Conceptual Plan - 2 Results Way

Marlborough Hills, Marlborough, MA

SMMA

October 10, 2018

VIA FEDEX

Karen A. Boule, Council Secretary
City Council
140 Main Street, 2nd Floor
Marlborough, MA 01752

RE: Results Way Mixed Use Overlay District

Dear Karen:

In response to last night's Urban Affairs Subcommittee meeting, I enclose for your review the following:

1. Redline of the First Amendment to Development Agreement which addresses Councilor Robey's comments on age-restricted dwelling units.
2. Certificate of the Secretary of Energy and Environmental Affairs on the Notice of Project Change, dated August 17, 2018, requested by Councilor Delano.

Thank you and please call me should you have any questions. Please advise us of the next scheduled Urban Affairs meeting where this matter (or most likely the Site Plan) will be addressed.

Very truly yours,


Kristine H. Hung

/Encl.

cc: Robert C. Buckley, Esquire
Joe Zink, Atlantic Marlboro Realty LLC

2386814.1

FIRST AMENDMENT
TO
DEVELOPMENT AGREEMENT

This First Amendment to Development Agreement (the "First Amendment") is entered into as of this ____ day of _____, 2018 by and between Atlantic-Marlboro Realty LLC (hereinafter with any nominee, successor or assign, the "Developer") and the City of Marlborough, Massachusetts (the "City").

WHEREAS, the Developer and the City entered into that certain Development Agreement dated as of May 7, 2013 and recorded with the Middlesex South Registry of Deeds on April 22, 2016 in Book 67130, Page 25 (the "Development Agreement") to provide for the development of the land known as 200 Forest Street, 2 Results Way and 0 Simarano Drive, Marlborough, Middlesex County, Massachusetts (the "Property").

WHEREAS, the Developer has developed and is continuing to develop the Property into a mixed-use campus consisting of office, multi-family housing, daycare and hospitality uses, as permitted under the Results Way Mixed Use Overlay District ("RWMUOD"), which overlay district was approved by the Marlborough City Council on December 17, 2012 and added December 21, 2012 by Ordinance No. 12-1005154C.

WHEREAS, the Development Agreement is an integral part of the RWMUOD which imposes certain obligations and limitations on the Property for the benefit of the City.

NOW, THEREFORE, in consideration of the foregoing, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Developer and the City hereby agree to amend the Development Agreement as follows:

1. Capitalized terms not otherwise defined herein shall have the same meaning ascribed to them in the Development Agreement.
2. Paragraph 4 of the Development Agreement shall be deleted in its entirety and replaced with the following:

"The owner of any Development Parcel containing residential use shall make a one-time payment to the City prior to the issuance of any building permit for the construction of a residential dwelling unit on such Development Parcel equal to One Thousand Dollars (\$1,000.00) per residential dwelling unit (hereinafter, such amounts being referred to as the "Residential Development Contribution"). The Residential Development Contribution shall be used by the City, acting by and through the City Council, to assist the City in the identification and implementation of zoning, economic and other strategies to foster professional, retail and commercial development incentives as well as the development of affordable housing which may include, without limitation, the preparation of a Housing Production Plan in accordance with the

rules and regulations of the Massachusetts Department of Housing and Community Development (790 CMR 56.03(4)) and the funding of the implementation of the goals and objectives set forth in such plan. The payment of the Residential Development Contribution by the owner of any Development Parcel containing residential use is made in recognition of the benefits to the Property of such undertakings by the City. The payment of the Residential Development Contribution made pursuant to this Paragraph 4 shall be the exclusive payment required for the subject matter of this paragraph (including without limitation, towards the production of affordable housing) notwithstanding anything in the City of Marlborough Zoning ordinance to the contrary, as the same may be amended. Notwithstanding anything in the City of Marlborough Zoning ordinance to the contrary, as the same may be amended, upon completion of the proposed multi-family housing of up to a maximum of 475 dwelling units within the entire RWMUOD, ~~including without limitation, age-restricted dwelling units, there will be no more multi-family housing (of any type) shall be permitted within the RWMUOD.~~"

3. Paragraph 15 of the Development Agreement shall be amended to replace the address of Riemer & Braunstein LLP with the following:

Riemer & Braunstein LLP
700 District Avenue, 11th Floor
Burlington, MA 01803
Attention: Robert C. Buckley, Esquire

4. The City Council hereby approves the provisions of this First Amendment, which approval shall be set forth in an order to be recorded herewith by the Developer as its sole expense, with a copy of the recorded document to be provided to the City Solicitor's Office. The City Council hereby authorizes the Mayor to execute this First Amendment on the City's behalf, and to monitor and enforce compliance by the Developer and by the owner of each Development Parcel with the Agreement's terms and conditions.

5. The Development Agreement and this First Amendment will be read and construed as one agreement. In the event of any inconsistencies between the terms and conditions of this First Amendment and the Development Agreement, the terms and provisions of this First Amendment will control. Except as modified in this First Amendment, no other changes or modifications to the Development Agreement are intended or implied and in all other respects the Development Agreement is hereby ratified and confirmed by the parties.

[Signatures Appear on Next Succeeding Page]

IN WITNESS WHEREOF, this instrument is sealed and delivered as of this _____ day
of _____, 2018.

DEVELOPER:

Atlantic-Marlboro Realty, LLC, a
Massachusetts limited liability company

By: _____
Joseph L. Zink, its Manager duly authorized

CITY OF MARLBOROUGH

By: _____
Arthur G. Vigeant, Mayor

Agreed and Consented to by:

Avalon Marlborough LLC, owner of Development Envelope 2B:

By: _____

THE COMMONWEALTH OF MASSACHUSETTS

_____, ss

On this ____ day of _____, 2018 before me, the undersigned notary public, Personally appeared _____, as _____ of _____ proved to me through satisfactory evidence of identification, which was _____, to be the person whose name is signed on the preceding or attached document(s), and acknowledged to me that he signed it voluntarily for its state purpose on behalf of _____.

Notary Public: _____

My Commission Expires: _____

THE COMMONWEALTH OF MASSACHUSETTS

_____, ss

On this ____ day of _____, 2018 before me, the undersigned notary public, Personally appeared _____, as _____ of _____ proved to me through satisfactory evidence of identification, which was _____, to be the person whose name is signed on the preceding or attached document(s), and acknowledged to me that he signed it voluntarily for its state purpose on behalf of _____.

Notary Public: _____

My Commission Expires: _____

THE COMMONWEALTH OF MASSACHUSETTS

_____, ss

On this ____ day of _____, 2018 before me, the undersigned notary public, Personally appeared _____, as _____ of _____ proved to me through satisfactory evidence of identification, which was _____, to be the person whose name is signed on the preceding or attached document(s), and acknowledged to me that he signed it voluntarily for its state purpose on behalf of _____.

Notary Public: _____

My Commission Expires:

| 2322623.1
2322623.2



Document comparison by Workshare Compare on Wednesday, October 10, 2018 2:47:00 PM

Input:	
Document 1 ID	interwovenSite://BOSDMS/IMAN1/2322623/1
Description	#2322623v1<IMAN1> - First Amendment to Development Agreement
Document 2 ID	interwovenSite://BOSDMS/IMAN1/2322623/2
Description	#2322623v2<IMAN1> - v2First Amendment to Development Agreement
Rendering set	Standard

Legend:	
<u>Insertion</u>	
Deletion	
Moved from	
<u>Moved to</u>	
Style change	
Format change	
Moved deletion	
Inserted cell	
Deleted cell	
Moved cell	
Split/Merged cell	
Padding cell	

Statistics:	
	Count
Insertions	2
Deletions	2
Moved from	0
Moved to	0
Style change	0
Format changed	0
Total changes	4